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# ALL SOULS

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A Unitarian Universalist Congregation

## Minutes of the Board of Trustees Meeting Sunday, March 18, 2018

A meeting of the Board of Trustees was convened in the Ware Room by Julie Brannan, President, at 1:15 pm on Sunday, March 18, 2018.

Trustees Present: Julie Brannan, Robin Bossert, Elizabeth Hutchinson, Carol Kirkman, Cory Labanow, David Poppe and Li Yu.

Trustees Not Present: Heidi DuBois and Ramsey Shehadeh.

Also Present: Kevin Billet, Secretary; John Conti; Jeffrey Friedlander, Clerk of the Society; Sarah Dowson; Audette Fulbright, Associate Minister – by phone; Galen Guengerich, Senior Minister; Eileen Macholl, Executive Director and Suzanne May.

- I. Opening Words: Kevin Billet opened with words from Bruce Springsteen's rendition of *When the Saints Go Marching In*, "We are all traveling in the footsteps of those that come before ...".
- II. Board Feedback: Carol Kirkman reviewed the Board's feedback evaluating its February 11<sup>th</sup> meeting. Although generally the overall response was highly satisfactory, constructive comments included the desirability of (a) circulating meeting-related materials sooner, (b) drawing clearer distinctions between the respective roles of the staff and Board members relative to the budgetary process and (c) adhering more closely to the time allotments set out in the agenda.
- III. Nominating Committee. Following the Board's discussion of the "Nominating Committee: Charge and Timeline" and the "Trustee Position Description" (the "TPD") and, more particularly, of how to best convey in the TPD the import of the Nominating Committee's objective of realizing a diverse Board, a motion was made, seconded, and unanimously approved by voice vote that the TPD be amended so that the last sentence of the second paragraph under the heading "General Qualifications" shall read as follows:

"The Nominating Committee will strive to create a slate of candidates to produce a board that is balanced among factors such as tenure of membership, social identities, and ways of engaging with All Souls."

Further, after considering:

- a. whether and under what parameters (if any) Board members, in their capacity as individual congregants (as distinguished from their corporate role as Trustees) might convey to the Nominating Committee their personal views concerning potential Board candidates (and related matters) and
- b. whether to implement an on-line method by which congregants could express their interest in serving on the Board,

the Board agreed that at a future time these subject matters would be raised again, with any decisions with respect thereto being tabled until then.

- IV. Follow-up Matters Addressed at the Board Retreat. Having received a favorable response from Alejandro, the Board agreed to host an hour-long get-together with Alejandro and choir members on April 18th at 8 pm in the vestibule. Reflective of their deep appreciation for the work of the choir, the Trustees agreed in their individual capacities to provide wine, cheese, etc. at that gathering.

Given the likely need for periodic updates to the Board's Monitoring Calendar, it was agreed that:

- a. the draft Calendar (circulated by email prior to the meeting) would be amended with the addition that the Calendar will be reviewed by the Board at its retreats and will be subject to being modified when necessary with any such changes being periodically uploaded on to the website, and
- b. the Board will review at a future date the possibility of adding a simplified calendar to the Governing Policies manual.

- V. Communications. Galen noted the challenges of achieving a more integrated improved electronic communications platform, including (a) limitations on the capacity of staff to address this subject given the magnitude of their other commitments and (b) the difficulty inherent in making changes to an existing functioning system whereby implementation of incremental changes must be coordinated with, so as not to undermine, the system's current functionality. Nevertheless, he pointed to recent accomplishments, such as the transition to a new software package more suitable to All Souls' needs and to the placement of podcasts on SoundCloud and iTunes, and he projected that further material improvements could be accomplished by the summer. Among the topics addressed in the Board's ensuing discussion, were (a) whether information historically addressed in the monthly Bulletin might be made electronically accessible such that users could readily access information about subjects in

which they have particular interest, (b) the appropriateness of the Board determining the content of its webpage and the prominence to be given to the “Ends” adopted by the Board in accordance with its governance policies, (c) potential modifications to fundraising communications which may decreasingly take the form of traditional generalized letters in favor of more tailored messages that address the particular interests of smaller groups of recipients and may from time to time be sent by way of text messages, (d) from a substantive standpoint, the need to compellingly distinguish ourselves from other faith communities, conveying what unites us from within and differentiates us from without, (e) the possibility of using social media platforms such as Facebook and Twitter to help convey our messaging, and (f) the Board’s need for a better sense of the timing by which future improvements to the platform would be accomplishable – in response to which Galen committed to discuss the relevant factors with Eileen and report back to the Board with greater specificity.

- VI. Following up the March 11<sup>th</sup> Capital Campaign Status Report Meeting (the “Status Meeting”). There was a consensus among the Board members about the need to disseminate beyond those who attended the Status Meeting certain key information presented at that Meeting relative to the status of the Capital Campaign, to the condition of the building and to the renovations to be undertaken by virtue of the Capital Campaign. Toward that end, Eileen Macholl noted that such information would be included in an April 15<sup>th</sup> newsletter to the Congregation and would be summarized at a June 3<sup>rd</sup> meeting to which congregants would be again invited for the purpose of receiving an update as to the then current status of the Capital Campaign and of the work to the building to be undertaken pursuant thereto.
- VII. Senior Minister’s Report. In view of the wide-ranging discussions at the recent board retreat, and also the time constraints of this meeting, Galen limited his remarks to emphasizing the significant role of pastoral care in the work of the ministry – a topic which, given its import, he has discussed before. He observed that coordinating the needs of congregants with the pastoral and counseling resources of the Church has become increasingly effective. He noted that the difficult times in which we live have increased the need for pastoral care and urged the members of the Board to be sensitive to persons who might be encountering unusual troubles.
- VIII. Associate Minister’s Report. Audette noted that to date she has spent a significant portion of her time at All Souls interacting with congregants in an effort to foster strong interpersonal relationships and to learn about their goals as Church members and the methodologies they employ to achieve those goals. Having lead numerous programs relating to social justice and other subjects, her attention will now be focused on planning; toward that end, she will work with volunteers and staff in developing strategies that would enhance the effectiveness with which

congregants and staff pursue their goals, including strategies that address leadership development, program management and development, and effective communications.

- IX. Executive Director's Report. Eileen Macholl had prepared and previously distributed written materials for the Board's consideration, including the Board of Trustees' Dashboard, a "Case for Action" pertaining to the capital campaign, and a third-party report on nonprofit executives' compensation.

Eileen shared her observations and comments concerning the Dashboard.

She also addressed the Finance Committee's previously conveyed recommendation concerning the accounting treatment of the one-half of one percent of the endowment draw that had been used to address building-related matters which had previously been classified as capital expenditures but are now classified as operating expenses. (The original five percent of the endowment will continue to be allocated to operating expenses, as has been the case in the past.) Following the Board's discussion of this issue, a motion was made, seconded and unanimously approved by voice vote of the Board as follows:

In accordance with the previously conveyed recommendation of the Finance Committee, for the 2017/18 fiscal year the expenditure of the one-half of one percent of the endowment draw used to address building-related matters (which had previously been classified as capital expenditures but are now classified as operating expenses) will be accounted for under operating expenses, it being understood, for the avoidance of doubt, that this resolution shall not be deemed impliedly or otherwise to relate to any subsequent fiscal year.

Eileen also requested the Board's assistance with writing appeal letters for Annual Giving to be sent to the congregation in May and the end of June. Elizabeth Hutchinson, David Poppe, and Li Yu volunteered to spearhead this effort.

- X. Executive Session. At the conclusion of its regular business, the Board convened a two-tier Executive Session. The first was attended by the Board, Officers and Staff. The second part of this session was attended by the Board and Officers.

There being no further business, the meeting was adjourned at approximately 3:30 pm.

Respectfully submitted:

/s/ Kevin Billet

Kevin Billet, Secretary