

**Unitarian Universalist Congregation at Montclair**  
**September 15, 2015**  
**Board of Trustees Meeting Minutes**  
**Meeting began at 7:35 pm**

**Staff:** Revs. Justin Osterman and Judy Tomlinson

**Members:** Mike Mernin, Judith Rew, Sue Raufer, Dottie Hiebing, Dorothy Sommer, Mary Moriarty, Ellen Fenster-Kuehl, Arlene Dodge, Chris Corbett, Denise Rodgers, Dennis Drew, Jim Abramson

**Opening Words: Steve Ramshur**

Bene Gesserit Litany Against Doom, by Frank Herbert

**Statement of Guiding Principles:**

Steve Ramshur

**Adoption of Board Minutes**

Chris moved /Arlene seconded/Passed

**Thank you notes**

Sue Raufer's brother and neighbor Dianne Marzo, Jerry Fried, Laura Kushner, Carol McGough, Markus for the No Name Band for the Family ReUUnion; Sarah Scalet, Steve Ramshur, Peter Arian, Jennifer Bell, Jackie Lahey for arranging and chaperoning the Middle School Con, to which 14 of our youth went.

**Minister's Report: Justin Osterman**

I have been on the job for 45 days and am enjoying myself very much. I'm very impressed with the caliber and commitment of the leaders, the paid staff, and the members. I have been trying to meet individually with all of you. There are a couple more to go. I've generated a sort of three-tier list of names based on recommendations. Starting on Sunday the 27<sup>th</sup> I'm going to start a series of conversations after each service. The idea is to be aggressively communicative with the congregation.

I'm finding that the congregation is extremely well positioned for this interim year. You've done a lot of good work with Charlie. It makes my job easy and fun. To paint a picture of what this will look like; layout clearly that we have a plan. And make sure everybody feels like they have a role in it. The overall energy on Sunday was really pretty good. I've been in conversation with Michael about the Board Retreat. I think we've got some further brainstorming to do with all of you tonight. I met with our district executive Andrea Lerner today and I'll contact our ministerial rep and make sure this congregation is at the head of the line for services if we need them.

Four people signed the guest book this month.

## **Associate Minister's Report: Judy Tomlinson**

**Religious Education:** We are only seeking a few volunteer teachers. We are as fully staffed as I've ever seen it at this point. We had start up Saturday this past weekend and we had about 25 people there. It was very high energy.

**Adult Religious Education:** There are three people independently seeking to form a women's group.

**Membership Committee:** Justin will lead the New UU class with help from various Membership Committee members.

Here is the adult ed brochure and the covenant group brochure.

**Covenant Groups:** 11 now. Chelsea Vaughn is starting a new one for parents.

**Harvest the Power:** Some people are coming to us, asking to join. We have a bumper crop of 15 people. We are excited about the year.

### **Treasurers report: Chris Corbett**

We're doing pretty well. Income is ahead of expenses by about \$68,000. But that's normal. But surplus is about \$35,000 more than last year.

We're still in the sandwich month between quarters.

September is the big month for getting RE parents to pay the fee.

What We Spent: Typical month. Normal expenses.

Summary: Took in \$31,341, spent 39,302, but for the full year our surplus is \$68,000.

Jim asked: I'm wondering if the high activity in the congregation is like a bounce. And whether or not this would make a great time to ask people to contribute, bounce, etc.

Chris answered: We really couldn't put on a canvass right now but maybe think of a way to take advantage of this "bounce."

Mike: There might be some merit to take the opportunity to remind folks to pay.

Chris: We need funds for the building. This is not a good year for our funds. This is not very impactful except for the Music Committee and Scholarship funds because they rely on the surplus to fund activities. We may have to look at a different way to fund activities.

Denise asked: How do we know the principles?

Chris: We have stocks and bonds. For all of our funds except endowment, the money just goes back in the fund. The Endowment Fund gives us interest, which we do spend. The rest of the funds are each different and I will give a little primer at the Retreat.

Charlie's Intern Minister Fund: Now it is \$25,800

Motion to accept the Treasurer's Report.  
Moved/seconded/accepted.

**Finance Committee Report: Chris**

We are working on two big things:

1. FAIR COMPENSATION CONGREGATION for which we are required to have two things: a finance committee and a personnel committee. We need someone to chair it with some kind of background to chair these committees. We are charged by the Fair Compensation Committee to have a personnel committee. We are working this year to create a plan to be in compliance over five years. Ideally it would be good to have it in place around January.

Justin asked: Do we have an organizational chart? It would lay out accountability and responsibility...

Answer: Not really. The website has a list of committees on the web and it's out of date. It should be kept up to date.

Points made by members:

Denise: The Board of Trustees is responsible for money and people. We are responsible for any mismanagement. It is incredibly important that we have this personnel committee. We may think we are egalitarian etc., but it might not look that way to others. I urge us to be very rigorous about this and start following these procedures.

Mike: We are hanging out there without a personnel committee. Everybody has one. Last spring we voted to join the Fair Compensation Committee. We are entering in to a bond with the UUA to do this. But we have to be responsible for this. Reporting relationship needs to be well defined and rigorous.

Dotty: I'd like clarification of who is responsible for the personnel. The personnel committee should report directly to the Board.

Mike clarified: All employees except the minister is an employee of the Board. Traditionally all employees are under the oversight of the minister.

Justin: There are different ways for congregations to organize and govern themselves. We just have to articulate what we are doing in terms of authority, responsibility and accountability. I've worked in a congregation where the minister is responsible for supervision of the paid staff, which was delegated down, but ultimately the senior minister is responsible.

Ellen: It is important that we articulate this in writing.

Jim: The by-laws govern the way we are supposed to operate. The by-laws are the roadmap of how we are supposed to behave. The congregation would have to vote. But the by-laws are very general. But the committee should have its own by-laws. It just says the committees serve at the pleasure of the board.

Mike: A general agreement that we ought to have a personnel committee. And we should create it tonight in form. Then we can work on who will be on it. Then decide at a future meeting.

Justin: I would encourage us to move in this direction but not rush it.

Mike: Maybe a few members of the Board can take this up and look at it, for a sort of study group. We can look toward Summit and some other congregations who are a little better formed, with January as a sort of target date.

Denise: I agree that caution is good and not go too quickly; I like having a January deadline. We don't need a Personnel Committee until we need one and then we needed it yesterday. The last thing I would say is I'm not sure this should be a committee that is solely volunteers. Because we are going to talk about salaries, performance issues, etc.

Justin: The woman on the UUA staff whose specialty is personnel issues would probably be thrilled to be helpful: Jan Gartner. I have more experience than I'd like to in this area. If I can be helpful I will be glad to.

Mary, Denise, and Chris volunteered, with Justin's help.

2. A SORT OF CAPITAL CAMPAIGN. We're not sure of the scope or size of what we want to do. Capital Campaigns are a big deal, an eight year process. But we are in a situation that we can't wait two or three years. The needed roof repairs are our primary concern. The Finance Committee would like to start a sort of emergency campaign: \$130,000 to solve present problems. We have at our disposal about \$40,000. We're wondering how we can raise the rest. Otherwise we're going to have some other bigger problems. But we need some fundraising help. It would be \$250 per family; \$100 per family on average. John Carlton made a sample proposal. The most important need is for \$80,000, to repair the roof/ceiling in the sanctuary. [need John Carlton's proposal.]

Denise: I think Justin could be very helpful to get people to pay for the roof. The catch phrase for us is "Caring for Ourselves As We Care For Others," the notion that this is our house. Our place. If we don't do what is necessary to in our place than all the outward looking projects won't be for nothing, but we have to take care of our house, first. What if every other month the Sharing Our Riches goes to us.

Justin: What's the problem? We have a leaky roof. Second problem: Getting the money. We don't have \$80,000 in our pocket?

Chris: We could invade the capital campaign and reserve fund, which I've always been reluctant to go into. We've never undertaken deferred maintenance. We don't have a regularized plan and this came up and it's too much.

Now there is an annual review of the roof, and we have regular contracts. But we have to make up for the years since 2008, which has led to deferred maintenance.

Mike: How much percentage wise for years? Will it shrink? It won't shrink.

Sue: What I fear us doing as we create a personnel committee; talk about paying for deferred maintenance. To the person who is not in this meeting it's going to look like we're floundering. We need to do it in the context of where we're going in two years. Justin was talking about us speaking with confidence, being on message. I feel it is foundational, but I'm afraid it's going to look not well thought out. We need to do this purposely and with conviction.

Chris: The Personnel Committee is different because the Fair Compensation Congregation is a five year process.

Arlene: Isn't it how we present it? We have the courage and the energy now in this Interim period to do something that benefits us.

Ellen: We need to present ourselves as the new builders. We have a lot of information in our archives. We need to present ourselves as the rebuilders in the 21<sup>st</sup> century, so that another 100 years from now someone will be talking about what we need for them.

Mike: We have to communicate with the congregation. We have to do it face to face. We probably should regularly organize meetings. This is what we're doing and where we're going. But we will be able to build sort of the good will.

Denise: There are multiple approaches. Judy now sends out regular email e-newsletters. Our goal is to tap into the various ways we have to communicate.

Chris: We have a bigger vision. We never completed the final phase of the capital campaign. There is one problem that is more urgent. How do we balance this?

Justin: \$360,000 is a really modest capitol campaign. Capital campaigns should be bigger and more substantial, which this project is not. The problem is that the roof is compromised. There are different places to get the money. Capital campaigns are about a big picture and a vision. This project is a red hot safety issue. Never pass up the opportunity to make use of a crisis. Focus on your problem. Taking the reserve fund down doesn't entice me. When is the last time you talked about the capital campaign? I see you racing to solve this but rushing into a hasty fundraising effort. Don't be afraid.

Denise: First of all we have a real leaky roof and it's September.

Justin: You have a leaky roof. I see you racing to choice C (raise the money).

Chris: We need a meeting with a Building Committee. What is the next step?

Justin: I'm personally looking forward to sitting down with John and Ed and anyone else who wants to.

Mike: I have a question about the prior capital campaign. I came in at the end. When that ended. We did not end it. We did Phase 1 and Phase 2. But we made it clear that we couldn't do Phase 3.

Suggestion is that we need to report that we are investigating this and we are looking for ways to pay for this. That we need to look carefully at who we are; how much our membership is growing; develop reasons we want to take care of our home is that we are looking for something bigger and more vibrant.

**President's Report: Mike**

The Congregation was issued a subpoena. When Nick was on the town council and Jerry was mayor, Dick Grabowsky [a major developer in town] brought suit alleging that there was a conflict of interest involved in the decision by the town council to approve the plan to build a senior housing development next door. He alleged that Jerry and Nick, because they are members and in the leadership of the UUCM, had had an incentive to favor this plan. Now the lawyers have issued subpoenas. My suggestion is that I will get the minutes from that year, as I was on the board then. I'm going to read through mine and see if I should ask anyone else. And with your approval I will offer myself up as the witness. We don't have any liability. They want a deposition.

Denise: We want to create a firewall between Nick-Jerry and the Congregation. We do need a lawyer. We don't have a lawyer.

Steve made motion that we get a lawyer to do this. We should get someone who is not in the congregations.

Mike: I'll approach about three lawyers in town in mind. It's a non-profit.

Sue: If you could formalize this process. Get three "bids." Get a small committee to make this selection.

Chris: Just reach out to the executive committee for approval.

**Charlie's Plaque:** The plaque is still not up. We want to schedule something at a service. Judith will follow up with the manufacturer about coming up and installing it.

**Auction:** Have reached out to Erin Krupa and Dennis Kurtti. There will be an organizational meeting very soon.

**Retreat:** Setting up at 3; have some snacks. Start at 6ish with dinner. Ellen will coordinate the food. We will all help clean up. Friday night, Justin envisions team-building (play Pictionary).

**Following up with Pledge:** Mary: I think the last board meeting we were supposed to get names of people who didn't pay their pledges. Mike needs to send this list.

**Defib:** Jason wants us to educate the congregation. Denise assured up that using the actual defibrillator is fairly easy as it "talks to you" as you use it. But CPR training would be a good idea.

**Process observation: Dorothy**

This meeting has been very enriched. We've had a big vision. Down to urgent issues. In general it was an excellent meeting. We were trying to be brief but it's hard to be brief when we were talking about big things.

Process observation will be on the agenda for the retreat.

Justin: I have the minister's housing allowance. Ministers have to have the Board approve the portion of the allowance that I want to report to the IRS, show how much money I am spending for housing. It gets taxed at a different rate than my salary.

Mary moved to approve/Denise seconded/approved

Meeting adjourned 9:36.