

Unitarian Universalist Congregation at Montclair
November 17, 2015
Board of Trustees Meeting Minutes
Meeting began at 7:35 pm

Staff: Revs. Justin Osterman, Judy Tomlinson

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

Opening Words and Statement of Guiding Principles: Dottie Hiebing
In Remembrance and Hope

Adoption of Board Minutes
Chris moved/Dorothy seconded/accepted

Thank You Notes
Coming of Age chaperones Karen and Jerry Fried, Sheila Eby, Shannon Gattens

President's Report: Mike Mernin
On our legal side trip, we retained a council to represent the congregation, Bruce Cohen, and if necessary Mike will testify. We sent Bruce a \$2,000 retainer. We are trying to avoid a deposition by giving them enough information. But it still looks like Mike will be deposed for a couple of hours and it might go a bit over \$2,000. To remind those who don't know: Nick Lewis and Jerry Fried were town council members at the time that a proposal was approved to develop the parking lot space next door into an assisted living facility. Local developer Dick Grabowsky sued the UUCM on grounds that Jerry and Nick were members of the Board of Trustees and their votes were a conflict of interest. The courts originally ruled in the UUCM's favor but on appeal the New Jersey Supreme Court ruled that there was in fact a potential conflict. The issue is whether or not Jerry know that he was about to go on the Board of Trustees at the beginning of May. We're almost done.

Interim Ministers Report: Justin
We've had six visitors since the last board meeting.

I am in my 109th day as your interim minister. I'm pleased to report that "not much" has been accomplished. I'm easing in, asking questions. I've done 45 one-on-one conversations. But I have a question: Do you want the congregation to grow? Do you want to see more bodies around you?

Various point of views expressed:

Jim: It seems that the peak membership for us was in 1963 with 772 members. What would the congregation be like if we had this many?

Chris: I'm in favor of a little bit of growth, 3% a year. I don't think we're suffering that much. I'm surprised at myself for thinking that.

Dottie: Yes, unequivocally, in favor of growth. And I think it will because we offer something different.

Steve: Is it growth in the number of members? Or grow deeper in our faith? I believe that having real quality will mean the quantity will follow. We have to be an outward facing congregation that deepens our bonds with our community.

Ellen: Rapid growth probably has its problems. But I would like to see it grow. I would like to see others discover this home, this place that has become a home for me. The only place I've found a spiritual home.

Arlene: I like the size the way it is. I do feel like the longer I'm here I want to tell everyone about this place but I don't necessarily want them to be at the place. It would lose that personal feel.

Dorothy: I would like very much to see it grow. I think it's a different experience when it's big but only enriching. More diversity.

Dennis: I don't think numbers per se. I wouldn't mind continuing and emphasizing what we have to offer: Growth in feeling confident in who we are.

Mike: I favor growth on an openended basis. I'd be happy to see 100 more members. If we were bursting at our seams we'd have to have to means to deal with it.

Judith: I think we have to grow in order to become the diverse congregation we want and that would reflect the community around us: Diverse in terms of race, age, gender. No growth or a very tiny amount of growth means we are only replacing ourselves and never changing the nature of our congregation very much.

Mary: I'm having a hard time with this. At first I thought yes. But now I wonder if there is cohesion in this congregation. I feel a personal failure in not knowing so many people who are here. It's more important to grow deeply. It feels like they are mutually exclusive (growth in numbers).

Justin: I would submit to you that unless our outward action is shaped by our inward reflection we are flailing about. And our growth is not well grounded.

Jim: There's got to be a critical mass, we have to have enough people to support what we need. We can't have covenant groups, repairs on the roof, etc. I don't know most of the people who come, either, but I don't expect to know them all. There's almost noone I've ever met in the congregation that I could not be friends with.

Justin: I'm trying to get a sense of where we are. Unless a congregation accidentally puts a building up at the intersection of four new subdivisions and has the right minister, etc., growth isn't accidental. I've talked to 40 people and not one said that parking is our biggest problem. You've got some obstacles to growth. You've got to know in your heart that you want to. It only takes a few people to prevent growth.

Associate Ministers Report: Judy

We had 23 families represented in our 8th grade OWL orientation and a possibility of about 3 more. This is the biggest class ever. Oliver (Rew)'s class (2002) had 22, which was the next biggest. These are the next members, the next givers, and we have a couple of years to make sure they maintain their relationship with the congregation.

Our RE coordinator is leaving on December 20. We are posting an ad in the local newspapers trying to attract candidates who might fill that post. Later in executive session I'll talk about that more.

Treasurers Report: Chris

October was a tough month. We had a 3-paycheck month, which is a big part of it. We did do a mailing so pledges are on track. But our surplus is gone. The only long-term issue is that short-term rentals are down. Some of the expenses for Charlie's leaving were higher than we thought. I'm going to send out messages to committees to urge them to watch their expenditures.

Auction: We are hoping for \$34,000.

We have to come up with one more fundraiser, about \$3,000.

We need to have a great pledge drive.

Pledge drive: Mike said Jerry Fried would be honored and happy to lead it. But he needs a co- or assistant chair of some sort. He asked that we put our heads together to find somebody. Mike talked to several but not all recent pledge chairs about staffing a committee and everyone responded effusively that they would. Justin urged Mike to talk to Jerry and find out what his strengths are and what he needs.

Dotty: We should start sooner rather than later. I'm not certain that the Board's responsibility is to come up with someone.

Funds: The UUA wants to spin off all their funds to a subsidiary organization. It is easier to control and track costs and is better for liability. Virtually any large corporation has it in a separate corporation. It is already administered by a separate entity, a very professional organization. Governance remains the same.

Mike proposed that we vote to receive the monthly report:

Dorothy moved / Ellen seconded / passed

Resolution to approve UUA Fund Transfer

Mary moved / Arlene seconded / passed

Roof repairs:

Chris presented a resolution authorizing Chris and John to represent the congregation at the Montclair Historical Preservation Commission on Thursday seeking approval for the use of artificial slate. [Full proposed resolutions for funding the repair of the roof is at end of minutes.]

Dottie moved / Steve seconded / passed

Justin got a letter out to top givers asking for help with roof repairs. We are asking for a sliding scale between \$400 and \$1,000. We have nine yeses so far. Our leadership donation has been given already and is in the bank: \$25,000.

Question about the artificial slate: Chris said it is very durable and looks the same. We know they've given approval to others. Though our "hodgepodge" of different tiles might be a factor. The new material is a lighter than the slate. We can go 50 years without maintenance then replace it.

Justin supports this resolution.

FOUR BOARD GOALS

Discussion and review of the four goals:

1. Communication, internal and external
2. Adopt an organizational chart
3. Repairs to the facility (we're already underway)
4. What kind of board we want to be

Justin: From my perspective, the first item is a two fold-thing. Communication is an ongoing issue but during the interim process it is critically important.

Creating an organization chart means a discussion of authority, responsibility, and accountability within the congregation.

Facility repairs is self evident. But it does address governance issues. The conversation about slate is the work of an operational board. Do you want to grow is the question of a visionary board. What does this congregation need from its elected leaders?

Dotty: About the organization chart: My observation is that when people have been there a long time and then retire, this can create confusion about responsibility and accountability. Much of the decisions were based on relationships, not on something written down.

Dennis: It was interesting in the Theatre Group that we didn't know who to ask when we had electrical issues. Charlie didn't consider himself the person to go to for these issues.

Mike: When you review the other goals that were not adopted, most of them could be considered part of these goals and will sort themselves out.

Chris: When we look at an org chart, we might see that we don't have the right mix of staff members and leaders.

Jim: I'm barely aware that there is an organization. And I'm fairly active. If I don't know maybe the others don't. Maybe when we figure this out we should talk about the organization of the congregation. Who we are. And that's communication also. As a Board I think we are both operational and visionary.

Steve: Three of these four goals are operational.

Ellen: Maybe it's not just operational or visionary. Maybe there are operational goals that are not being met. There would be a lot of people in the organization who would be impacted by an organizational chart. We have to know what we have before we can have big visionary goals.

Dotty: The vision might impact the organization.

Resolution to adopt our goals:
Dennis moved / Chris seconded / passed

Secondly, we wanted to look at the Board covenant:

Board Covenant (Judy Tomlinson prepared it—hard copy attached):

It's what we came up with at the retreat. It needs to be formalized and could then be up on the website. Arlene and Dorothy will revise it and bring it back next month.

Repairing the pews resolution. (Hard copy attached)

Eagle Scout project of Eric Stoloff

Mike queried the building and facilities people. Mike talked to Avron (Eric's father) about these three ideas. Eric would love to work on the chairs. But it's clear it's not so simple. It's been discussed in the past and it needs to be looked at by buildings and aesthetics. Lastly, I've kind of led Eric down the path a little.

Chris: I think we have to go through several steps here. John Carlton says this is not even on their list of the top 20 safety issues. These are historical chairs. In 2005 we spent a great deal of money getting them refurbished. Then it gets into different

layers. Weighing tipping hazards with other hazards like tripping. We use these chairs all the time. Each of the three options has a concern.

Justin: I hear no. Maybe he needs to find another project.

Mike: There aren't that many projects. I got very little feedback.

Decision made to refer this back to the grounds and aesthetics committees.

Meeting with Craig Hirschberg about Settled Minister Search Process

It was very concrete. We will use the method of everybody getting a phone call made by one of us. Ask: Who are three people you trust? And use that data to compile a list. Each member would have about 17 calls. We will need a script and a form.

Another method is to have cottage meetings.

There is the question of whether and how much we delegate to the nominating committee. Perhaps we will take just four people from their list.

Questions:

How do we do outreach to get the pool?

How do we decide who gets on this committee?

Do we present the congregation with 7 or 10?

Craig made the point that this is a 20 hour per week commitment, plus the time spent during candidating weeks and doing off-site visits.

Time frame: We will come back to our January meeting with all the calls made and start analyzing our findings. We need to alert the whole congregation that this call / email is coming. I don't think this ties us to how many names we take from the calls and how many we take from the nominating committee.

There's a general agreement to take the time now and in December and write our email that is going out to everybody. At our next meeting we will develop our script, bless it, then do it.

1. Notification to the congregation
2. A script
3. A formal application
4. Then our calls follow.

The search committee gets elected in a special meeting in the spring. Let's manage our own sense of anxiety as leaders. Search committee retreat is held with the settlement manager in May.

Question about Nominating Committee:

Arlene: They weren't at the meeting with Craig.

Mike: Under the bylaws this is a qualitatively different task than what the NC does. There is not a presumption that they be part of it.

Jim: As the liaison to the nominating committee, I will tell the nominating committee that we are still not decided as to how and what the involvement would be if any.

Justin: For the congregation, to help allay people's anxiety, you paint a picture of the process, this is the purpose, this is the plan, this is your part in it. It's in the absence of communication when people get anxious. Justin made the point that we are actually two months ahead of schedule so there is no reason to rush this. And a lot of the work can happen between meetings via conference calls, etc.

Mike: We can all review the materials and come back in December ready to vote. We should make an announcement at one of the upcoming services, put something in the Gazette, talk to people at coffee hour, etc. Will have to do the calls after December. Start everybody in January.

We need a formal application.

We likely will generate 15 or 20 names from the phone calls.

DISCUSSION OF BOARD ORGANIZATION AND DELEGATION OF TASKS: JUSTIN AND MIKE

One way to make our Board very effective and productive is to create subcommittees or task forces, which can come to meetings prepared to talk about 15 minute. Our idea is to organize around our four goals. Next month we spend 15 minutes on each. Then two months later the task force will come back with a report.

Motion to move to executive session
Steve moved / seconded / passes

9:33 Executive session ended.

Process observation: Dottie Hiebing

Allaying people's fears. We discussed social issues through conversation about growth. Productive. Expansive. We were respectful. Justin: This was your best so far.

Mary moved to approve/Denise seconded/approved

Meeting adjourned 9:45.

Proposed Board Resolutions
(10/20/15)

- 1) The Board approves the Funding Plan for Urgent facility Repairs (attached) and authorizes the Treasurer and the Finance and Facilities Committees to manage raising and expending funds under the Plan with regular reports to the Board on progress.
- 2) Upon the recommendation of the Treasure that such withdrawals are fiscally prudent, the Board authorizes the withdrawal of \$15,000 from the Capital Fund and \$25,000 from the Reserve Fund for use in the Funding Plan.
- 3) The Board authorizes: a) The use of \$4,574 of funds on hand from the earlier Capital Campaign in the Funding of the Plan; and b) That \$11,600 in funds on hand from donations not designated for a specific use be deposited in the Capital Fund and then utilized in the Funding Plan.