

Board of Trustees

MEETING: January 24-25, 2020, Boston, MA

MEMBERS PRESENT: Greg Boyd, Kathy Burek, Pablo de Vos-Deak (youth trustee), Suzanne Fast, Susan Frederick-Gray (President), Mr. Barb Greve (Co-Moderator), Sarah Dan Jones, Sherman Logan, Leslie MacFadyen, Manish Mishra-Marzetti, Patrick McLaughlin, John Newhall, Lucia Santini Field (Financial Advisor), Tom Schade, Elandria Williams (Co-Moderator)

Meeting Minutes

FRIDAY, JANUARY 24

ADDITIONAL PARTICIPANTS: Carey McDonald (Recording Secretary & Executive Vice President), Stephanie Carey Maron, Andrew McGeorge (Treasurer) Chris Buice and Danielle DiBona (Chaplains), Marcus Fogliano, Linnea Nelson, Kim Hampton, Elaine McArdle, Debra Boyd, Gail Taylor, Laura Bolletino, Charles Du Mond

Commission on Institutional Change

[Note: while this section of the meeting was originally listed on the agenda as closed session, it was intended to be in open meeting. The group discussions were recorded.]

The meeting opened at 9:30 am with a meditation led by members of the Commission on Institutional Change.

Members presented an update and portions of recommendations from COIC. They divided participants into three small groups which each were asked to discuss one of the recommendation areas: Principles for Reparations, Support for Innovators, and Resources and investments for the Future.

Full group discussion reconvened at 11:25 am. Small groups shared their conversations, and members engaged in discussion over each issue area (for discussion points, see Appendix A).

COIC members noted that many shifts in the UUA in the past few years happened in a moment of crisis; now that the organization is not in crisis there is the ability to set a true roadmap. To sustain the work over time, the Board must set up the compass for future leaders so they know they are on track. The Board can also be a model the critical role of governance in this change work, which congregations can follow.

EXECUTIVE SESSION

The Board moved into Executive Session at 12:10 pm for the purpose of reviewing conflicts of interest.



The meeting broke for lunch at 12:40, and reconvened at 2:00 after the Board photo.

Consent Agenda

The consent agenda included:

- November and December minute drafts
- Investment policy updates
- Changes in congregational status (accept new congregation)

Members chose to remove the proposed Socially Responsible Investing Guidelines from the consent agenda to include as part of the conversation on the human rights business resolution submitted for the GA business agenda.

Sarah Dan Jones moved, Sherman Logan seconded, and the Board unanimously approved the consent agenda with one abstention

President's Report

President Susan Frederick Gray reviewed the memo submitted to the Board with updates on UU the Vote, institutional inclusion, equity and change, progress on core mission work, and hopes for the FY21 budget. She described her upcoming travel to Japan to visit the UUA's partner group the Rissho Kosei Kai, and to the Philippines to visit the UU Church of the Philippines. Key updates included achieving the staff racial diversity hiring goals set in 2017 by the interim co-presidents as described in a recent UU World magazine story, planning for the youth ministry engagement process, staff investment in the ministerial transitions system, development of a conflict engagement team by regional staff, and investing in a sustainable system of fundraising and donor cultivation. President Frederick-Gray also noted that she expects the upcoming FY21 budget process to be difficult and will require a tight focus on mission priorities.

Impacts of Annual Program Fund Changes

Director of Stewardship and Development Lauren Smith led a presentation on the impacts of changes over the past few years to the Annual Program Fund for congregational giving. Key take-aways included:

- The transition to a "New APF" was a successful multi-year effort which included stakeholders at every level, now using a single formula for the entire UUA. The transition achieved its original goal of being more equitable and sustainable while being largely revenue neutral.
- Lessons from the 2014 pilot GIFT program in the Southern Region were integrated into the subsequent rollout across the country. Changes to the formula and its implementation included better outreach, more adjustments to the formula to account for congregational differences, and limits on changes for a congregation's ask year to year.
- In the transition to a new formula, there has been substantial growth in congregations increasing their attainment, but it is being offset by drops in attainment elsewhere; the data shows that increases happen slow, while decreases can happen all at once, such as at the time of congregational conflicts.



- Being on a single national formula to positions the UUA to deepen relationship and focus on the narrative, rather than spending time and energy managing the complexity of dozens of different formulae.

UU the Vote

After successful launch, the UU the Vote initiative was reported to be in the process of hiring organizers, setting up regular webinars and office hours, starting spiritual sustenance groups. Increases to the budget for the current FY20 fiscal year totaling \$270,000 were described, and the budget motion was submitted for Board approval on Saturday.

Financial Update

Treasurer Andrew McGeorge reviewed the Q2 forecast, down \$342,000 from Q1 due to better APF forecasting and some decreases in fundraising projections. He described the plan to finance improvements to tenant space for new leases, intended to be combined with refinancing for final large payment of the building mortgage. The resolution for authorizing new borrowing was submitted for Board approval on Saturday.

Andrew reviewed the clean audit opinion for this year, noting the required changes

National Advisory Council

Director of Congregational Life Jessica York presented an update on the still-forming National Advisory Council, providing feedback from congregational leaders to the UUA Board and Administration. She noted that although the NAC was initially a successor organization from the Regional Leaders Group and the former District Presidents Association, the NAC is a new body that needs to be grounded in the Regional Advisory Councils.

Because the RACs have struggled to operate consistently, the obstacles in creating functioning RACs have made it hard to create a NAC. Jessica reported it is challenging to commitments for volunteers to join and hard to get responses from congregations when they make phone calls, since volunteers rarely have prior relationships with the congregational leaders they are contacting.

Board members agreed they are open to suggestions for other ways the NAC can function.

Ministerial Fellowship Committee (MFC)

Note: Co-Moderator Barb Greve removed himself from these conversations about the MFC to avoid a conflict of interest.

Ministerial Fellowship Committee Chair Shana Lynngood and Co-Director of Ministries and Faith Development Sarah Lammert, who serves as the MFC's Executive Secretary, joined the Board's discussion of potential changes to the MFC's policies. They noted the Board has approved changes to MFC rules and advanced bylaw changes for the MFC over the past few years. They reported the MFC has taken seriously the need to dismantle white supremacy culture. The MFC had outdated ways of working that was rooted in this informal culture based on close relationships that were not transparent and accessible, and are now committed to changing the leadership structure and selection process. Recent cycles of change to the MFC process included revising competency assessment

24 Farnsworth Street, Boston MA 02210 | P (617) 742-2100 | F (617) 367-3237

uua.org



from “learned” to “learning” ministry, a more open and engaging interview process, and shifts from punitive to restorative justice around misconduct cases.

Members and observers broke into small discussion groups based on their role or professional certification. They were asked to answer the following questions:

- What should be the roles of the Board, MFC and administration/staff?
- How should the Board approach appointments?
- What other questions need to be considered?

Small groups met for about 30 minutes and rejoined the full group to report back. Discussion explored the myths and reputation of the MFC process, which perhaps did not match the current governance leadership within the MFC. Board members also surfaced a number of questions about the MFC’s operations which staff and MFC members agreed to answer in the coming weeks. They raised the need for more a established Board liaison to improve communication between the Board and the MFC which had been eliminated in the transition to an a

Members shared a closing reading and song, and the meeting ended at 5:15 pm

SATURDAY, JANUARY 25, 2020

ADDITIONAL PARTICIPANTS: Carey McDonald (Recording Secretary & Executive Vice President), Stephanie Carey Maron, Andrew McGeorge (Treasurer) Chris Buice and Danielle DiBona (Chaplains), Linnea Nelson, Kim Hampton, Elaine McArdle, Deb Weiner, LaTonya Richardson, Jessica York, Debra Boyd, Mary Heafy, Charles Du Mond, Laurice Grae-Hauck, Scott McNeill, Laura Bolletino, Jami Yandle

The meeting started at 9:30 am with an opening reading. The agenda was shifted to discuss SRI Guidelines and a report from the Values and Resources Alignment Working Group before discussion about General Assembly.

Socially Responsible Investing Guidelines

Financial Advisor Lucia Santini Field described changes proposed to the SRI Guidelines for how the UU Common Endowment Fund is invested in accordance with UU principles and values. She noted that the SRI Committee has been engaging with a range of stakeholder groups on a proposed 2020 GA business resolution that would clarify UUA commitments around human rights in investments and that the SRI Guidelines updates incorporate these conversations. Board members noted there is still a need to incorporate disability from the 1997 General Assembly resolution on Accessibility for Persons with Disabilities in the human rights language, and to utilize more information on corporate practices around accessibility in investment decisions.

Lucia Santini Field moved, Kathy Burek seconded, and the Board unanimously approved the revised SRI guidelines.

Values and Resources Alignment Working Group

Financial Secretary Kathy Burek reviewed her report and the final charge for the Values and Resources Alignment Working Group. She noted that the Working Group will be providing financial training for incoming Board members, and will be working with other UUA committee chairs to give them training on how to manage

24 Farnsworth Street, Boston MA 02210 | P (617) 742-2100 | F (617) 367-3237

uua.org



their budgets. The Working Group will also be in preliminary discussion with the Administration on budget planning for FY21, especially to consider the forthcoming recommendations from the Commission on Institutional Change.

Reflections from Yesterday

Co-Moderators Greve and Williams shared reflections from the prior day's conversation about the Ministerial Fellowship Committee. Discussion among members noted the need to clarify where meta-questions about UU ministry and the fellowshiping process should be held and sustained, and the Board's role in that conversation. Members suggested the Board may need a team working closely with the MFC to engage stakeholders and build consensus on how to shape the process to best prepare ministers for changing nature of professional ministry. It was also noted that this discussion is happening in parallel to a development process for a shared ethics approach across professional groups.

General Assembly

Article II Study Commission

Members and participants broke into small groups to review the draft charge, name their affirmations, identify stakeholders and brainstorm possible members for the upcoming Article II Study Commission.

Discussion affirmed that the charge is beautiful, practical, feels like an invitation, acknowledges past work, importantly includes other faith traditions (Islam, Buddhism) while also centering of Unitarian Universalism in our sources. The call to change releases the people from feeling like the Seven Principles are sacred, and affirms a truly "living tradition." Board members affirmed the proposed timeline, recognizing it may need to ultimately be flexible in conversation with the Board in the coming years.

Changes requested included greater definition of the word "love", adjusting descriptions of hymn texts, reviewing the balance language about pushing back on societal status quo while acknowledging the reality of the world, and being aspirational without being utopian. Members asked whether the National Advisory Committee work together with Article II Study Commission so that UU leaders are getting not getting asked multiple sets of questions.

The Article II Working Group of Leslie MacFadyen, Patrick McLaughlin, Tom Schade and Elandria Williams agreed to revise the language of the charge based on this discussion.

Registration and Vendors

General Assembly and Conference Services Director LaTonya Richardson reported that the new early registration has been a big success, and that 400 people are registered so far with 100 people taking advantage of the payment plan. She noted her staff is working with sponsors and exhibitors to get more substantive engagement and sponsorship, doing strong customer service work with potential new vendors. She reported that with greater investment in marketing, excitement around GA is getting traction with increased web page traffic and video views.

Business Agenda



Discussion affirm that the business agenda should be structured by putting the most important things first. However, since the GA rules and the consent agenda are the first items on the agenda, this can be difficult. It was noted that the rules for using the procedural mic need to be revised.

Elections Reform Work Plan

Participants reviewed an update by Matthew Johnson which summarized the last two years of work done by current and former members of the Presidential Search Committee, Moderator Search Committee, Election Campaign Practices Committee and Board of Trustees on changes to the UUA elections process. Discussion noted where there was rough consensus to proceed, and where there was still need for discussion.

Areas with consensus included:

- Redefining the moderator role
- Board neutrality in elections for President, and between multiple nominees for Moderator made by the Board
- Changing the ECPC becoming the CARE team, more holistically responsible for the experience of candidates in discernment and elections
- Shorter campaigns for President and Moderator
- Delaying the start of the President's term by 1-2 months to allow for a true transition time
- Giving covenanting communities delegates to vote, with exact details still to be determined
- Allowing delegates to be identified earlier in the elections cycle for President and Moderator so that campaigns can be in touch with them
- Creating an annual leadership pipeline strategy, integrating governance and leadership development programs

Areas needing further discussion before consensus can be reached included:

- The shape of leadership development cohort programs
- Changes to Moderator term, or staggering of terms
- Ability to nominate teams of Co-Presidents
- Number of delegates received by covenanting communities
- Denominational public financing for President and Moderator campaigns
- ECPC/CARE Team's role in discernment with candidates, mindful of the role of the PSC

Matthew presented a possible timeline for implementation over the next six years, depending choices made by the Board. Members also noted it may make sense to separate the leadership pipeline conversation from elections changes that must be made in the bylaws, since it can be addressed through programs and Board-level conversation. The Board voiced its appreciation for Matthew's role in ushering election reform conversations to this point, and that the Board will take on the responsibility for these conversations going forward.

Items for Vote

Kathy Burek moved, Patrick McLaughlin seconded, and the Board unanimously approved the UU the Vote budget changes (with an abstention from Suzanne Fast).



Tom Schade moved, Sherman Logan seconded, and the Board unanimously approved the borrowing authorization for refinancing and tenant space improvements.

Kathy Burek moved, Sarah Dan Jones seconded, and the Board unanimously affirmed the charge to the Values and Resources Alignment Working Group.

The Board unanimously affirmed the direction of the Article II charge, with an intent to review a new draft at a future meeting that incorporated changes discussed in the meeting.

The meeting broke for lunch at 12:20 pm and returned at 1:40.

EXECUTIVE SESSION

The Board entered Executive Session for the purpose of considering nominations and awards.

It was reported that the Board appointed Shirley Lange and Michael Tino to the Ministerial Fellowship Committee.

The meeting ended at 2:40 pm.



Respectfully submitted,

/s/ Carey McDonald

Recording Secretary

BOARD OF TRUSTEES SCHEDULE

- **Videoconference Meeting: February 10, 2020**
8:00 p.m. - 9:30 p.m. (Eastern)
- **Videoconference Meeting: March 9, 2020**
8:00 p.m. - 9:30 p.m. (Eastern)
- **Meeting: April 2020, Boston, MA**
Friday, April 24—Saturday, April 25, 2020
- **Videoconference Meeting: May 11, 2020**
8:00 p.m. - 9:30 p.m. (Eastern)
- **Meetings: June 2020, Providence, RI**
Tuesday, June 23—Wednesday, June 24, 2020: Board of Trustees Meeting
Wednesday, June 24—Sunday June 28, 2020: General Assembly
Monday, June 29, 2020: Board of Trustees Meeting
- **Meeting: October 2020, Boston, MA**
Thursday, October 15 – Saturday, October 17, 2020
- **Meeting: January 2021, Boston, MA**
Friday, January 22 – Saturday, January 23, 2021
- **Meeting: April 2021, Boston, MA**
Friday, April 22—Saturday, April 23, 2021
- **Meetings: June 2021, Milwaukee, WI**
Tuesday, June 22—Wednesday, June 23, 2021: Board of Trustees Meeting
Wednesday, June 23—Sunday June 27, 2021: General Assembly
Monday, June 27, 2021: Board of Trustees Meeting





Principles for Reparations

- Align with international standards and definitions for reparations work, have a covenantal approach around the imagined future we are moving towards rather than repairing people to where they had been in a system that was not working
- Everyone needs to be able to share the discomfort in service of where we are going
- Theologically, moving the basic building block of Unitarian Universalism from individual (people, congregations) to covenantal community
- How do we change our structure to get a different outcome of where and how our congregations operate, away from an emphasis in educated, segregated, suburban enclaves? Need both traditional congregations as well as new forms of spiritual communities; investing in new types of communities is an essential form of innovation
- The level of harm that has been done to some individuals and communities – decades of hurt – cannot be repaired. It is not a matter of moving past trauma altogether
- Care for people needs to be at the center and matter more than anything else; this is not about money or financial decisions, but rather leadership, skills, relationships and attention

Support for innovation

- Need to shift towards risk taking, and to change the metrics we use to evaluate our congregations in how to support innovation in many forms
- Mediate the impacts of risk taking, which have cost the livelihood of many leaders holding marginalized identities; share risk more widely, and do not build people up on pedestals to then tear them down
- Where does innovation continually come from? Internships and youth and other young leaders, need to invest more here; also, once you move out of these spaces, you lose ability to take risks and they are less valued
- Interim ministers are key leverage points to shift congregational dynamics, promote anti-oppression and push towards risk taking and truth-telling
- The search process for a new minister can also be a major time of risk, how do we better prepare congregations for possibility and risk in this time?
- One of the ways we are innovating is that we have people from marginalized identities in positions of leadership, their existence is an innovation though the system is not necessarily ready for their innovative leadership; how do we break this cycle that is abusive to the innovative leaders involved?
- Need to support both congregations doing good work, as well as new communities and modes of faith engagement

Resources and Investment

- As the Board gets ready to receive and act on the COIC recommendations, need to be in close coordination with all other key UU organizations so they are aligned with our approach, people are not dropped in gaps between groups
- Need to sustain leadership focus over time, avoid the “shiny penny” and pay attention to leadership transitions how successive new Board members are oriented into the work
- Prepping for iterative conversations for this year and next year’s budgets between Board and Administration, will be conversations through the Values and Resources Alignment Working Group

- Regions are key system for communication, relationship and engagement, yet, they are inconsistent in practices and programs; need to move towards more standard and skilled anti-oppression work. Critical to have regional assemblies and other more accessible places to gather beyond General Assembly, as well as strong outreach and virtual experiences b/c not everyone can travel
- There can be local gatekeeping if a particular minister or president does not want the congregation to connect with the UUA, need ways to engage a broader set of congregational leaders
- Much work is already in process within the UUA, the COIC wants to uplift what is most critical and reinforce that; UUA staff can provide an update to accompany COIC report)
- Funding will need to come from a variety of sources, both fundraising and shifting existing resources; congregational giving is the most sustainable resource, as we move to a more equitable congregational giving formula we need to continue to raise attainment as part of our covenant as UUs

