

Board of Trustees

MEETING: May 8, 2023, 7:00 pm Eastern Time

Pursuant to notice duly given, this meeting of the Board of Trustees of the Unitarian Universalist Association was held via Zoom conferencing.

MEMBERS PRESENT: Kathy Burek, Chris Chepel (Co-Financial Advisor), Barbara de Leeuw, Suzanne Fast, Susan Frederick-Gray (President), Sherman Logan, Elizabeth Mount, John B. Newhall, JeKaren Olaoya, Meg Riley (Co-Moderator), Adam Robersmith, Justine Sullivan, David Stewart (Co-Financial Advisor), Sam Trumbore, Bill Young (Secretary)

ADDITIONAL PARTICIPANTS: Carey McDonald (Recording Secretary & Executive Vice President), Andrew McGeorge (Treasurer), Stephanie Carey Maron, Danielle Di Bona (chaplain)

Observers: 16

Meeting Minutes

Co-Moderator Meg Riley started the meeting at 7:05 pm, President Susan Frederick-Gray offered an opening reading, and participants and observers did a brief personal check-in in small groups.

Co-Moderator Riley congratulated Board members on recent accomplishments, including Rev. Elizabeth Mount's installation and members who have recently completed degree programs.

Consent Agenda

The consent agenda, which included minutes from the January meeting, was unanimously approved.

Consolidated Budgets

Treasurer/CFO Andrew McGeorge presented the UUA's consolidated FY 2024 budgets, following approval in April of the FY24 operating budget. He noted that the deficit of the operating budget had slightly decreased from the version the Board approved as all details and changes were integrated.

- Lease income is forecasted to remain steady, despite turnover in the WeWork lease, due to the underlying bank guarantees on that agreement.
- Beacon Press is forecasting a deficit for FY24 due to continued disruptions in the book market and supply chains delaying print dates, but anticipates a better forecast in FY25.
- The capital budget continues with planned maintenance and investment for 24 Farnsworth going forward, including replacing windows and an automatic flood gate. In the future, it is possible to delay further maintenance if the UUA were considering other changes to the building.



- The building loan budget remained at a similar level to prior years.
- General Assembly projects a break-even 2024 budget for a virtual GA; however, this is a preliminary budget and will be updated as usual in October.

Kathy Burek moved, Bill Young seconded, and the Board unanimously approved the consolidated and capital budgets.

Proposed Rule Change

Executive Vice President Carey McDonald reviewed the proposed change to UUA Rule 4.18.5 (c)(2), which would raise threshold required for votes in a GA mini-assembly to qualify for the GA ballot from 33% to 50%. The goal of the Moderation Team (ModSquad) was to empower the mini-assembly to have more meaningful vote, and to standardized the threshold with 50% required for Article II amendments.

John Newhall moved, Kathy Burek seconded, and the Board unanimously approved this change.

Rules of Procedure

EVP McDonald presented the draft Rules of Procedure. These had been updated from the GA 2022 version that was rewritten to make the more accessible in the style of plain language.

New sections had been added to address the Article II vote, and more flexibility was given to the Moderator to allow other types of actions and motions.

Suzanne Fast recommended reducing the time to discuss the full Article II proposal package (after amendments), to 35 min to ensure it fit within the overall General Session schedule. Discussion noted that, if other items in that GS take less time than they were scheduled for, that time could be added to the Article II discussion. Elizabeth Mount suggested that the ModSquad be given the ability to review and finalize all time limits, including the time limit for individual delegate comments. These changes unanimously approved.

It was later reported that the ModSquad approved a 90 second time limit for individual delegate comments.

John Newhall moved, Kathy Burek seconded, and the Board unanimously approved the Rules of Procedure.

Update to Annual Budget Timeline Policy

Kathy Burek presented the proposed change to Policy 2.6.C.1, which currently requires that the operating and consolidated budgets all be presented at the Board's April meeting. She noted that the Board has given special permission to extended capital consolidated budget presentation to May for two years in a row. The change would allow this as a regular practice rather than require special permission. This seems reasonable, because the Board typically considers the operating budget first, and it gives the Administration more time to complete these additional budget presentations.



Kathy moved, Sam Trumbore seconded, and the Board unanimously approved the change.

Board Resolution on Article II Proposal

The Board discussed their draft statement on the Article II proposal. They revised the final sentence to say “We, your UUA Board, ask delegates to vote to give preliminary approval to continue the conversation on the Article II proposal”

Kathy Burek moved, Elizabeth Mount seconded, and the Board unanimously approved the statement.

Article II Amendment Process

Trustees shared that they had received 491 submissions in April through the Article II ideas and suggestions form. Of those submitted, 486 are now posted on discuss.uua.org for public discussion, and the remaining five were not posted because they were personal attacks on the Board or the Article II Study Commission.

The Board plans to focus the three amendment workshops in May on different parts of the Article II proposal:

- May 11 – Inspirations, and amendments related to the current Six Sources
- May 18 – Values and covenant, and amendments related to the current Seven Principles
- May 21 – Purposes, Inclusion, Freedom of Belief, and amendments relating to anything else

The goals are to help participants choose where they want their passion and energy to be, and to help people develop substantive amendments together and navigate their different opinions. Discussion noted that there have never been so many people talking about what it means to be UU, so in this regard the Article II process is already a success.

Trustees noted that they are unlikely to submit any amendments to the General Assembly. However, the Board or the Article II Study Commission may choose to comment on some delegate amendments.

Business Resolution on Climate Divestment

The Board reviewed the last few months’ discussions on the business resolution submitted by petition on climate divestment. This included the dire financial and operational analysis especially due to removing \$14 million from the UUA’s endowment, research into what similar denominational groups are doing with their endowments, review of the UUA’s current work on reparations, and the limited impact for UU values anticipated from selling bank stocks as required by the resolution.

Treasurer McGeorge shared that the Investment Committee (IC) is ending shareholder advocacy with fossil fuel companies (Carbon Underground 200 list), which has been in discussion since the previous fall. He shared that the IC has been holding updates with UU Common Endowment Fund investors about the impact of the resolution, including presenting the serious consequences if the



resolution were to pass. These calls will also give update on what the Investment Committee has been doing on climate action, including coalition advocacy with the Interfaith Center on Corporate Responsibility. He said that the IC has been moving in this direction all along, but not in good communication and conversation with the proposers of the resolution.

EVP McDonald noted that he, Elizabeth Mount, and Co-Moderator Charles Du Mond have met with sponsors of the business resolution as well, and plan to continue conversation.

Trustees noted that the Board does agree with many of the underlying values of the Business Resolution, including the central commitment to a fossil-free future, and will advance more conversation and movement in this direction.

Barbara de Leeuw made the following motion, which was seconded by David Stewart and unanimously approved by the Board:

Motion: To support the Investment Committee’s continued work on climate action and divestment, and to oppose the Business Resolution ‘Complete Divestment from the Fossil Fuel Industry and Subsequent Reparations.’. A full statement explaining the Board’s position will come soon.

The full statement was posted on May 24.

EXECUTIVE SESSION

The Board moved to Executive Session at 9:15 for the purpose of discussing appointments.

The following appointments were later reported (for 2 year terms, unless otherwise specified):

Reappointments

- Investment - Vanessa Lowe, Eric Horvath (3 year term), Ken Redd (1 year term)
- Audit & Risk - Judy Kleen, Azim Mazagonwalla, Christopher Harris
- Retirement Plan - Katherine Brewin, Andrew Chirch, Brian Helmer, Nick White
- Health Plan Trust - Michele David (2-year term)
- Appointments - Amanda Thomas, Kimberley Debus
- Ministerial Fellowship Committee: Alison Aguilar Lopez Gutierrez McLeod, Elizabeth Norton, Shirley Lange, Karen LoBracco, Rebekah Savage, Paul Langston-Daly, Michael Tino, Nathalie Edmond
- Religious Education Credentialing Committee: Emily Gage, Sara Lewis, Mia Morse, Art Nava, Bob Renjilian, Patty Withers
- Election Campaign Practices Committee: Matthew Johnson

New Appointments



DRAFT – NOT YET APPROVED BY THE BOARD

- Rev. C. Nancy Reid-McKee - Commission on Social Witness (nominated for a full term, and appointed to start early)
- Rev. DC Fortune - Ministerial Fellowship Committee
- Rev. Dr. Sarah Lenzi - Election Campaign Practices Committee
- Jill Sampson - Religious Education Credentialing Committee

Additionally, the Board affirmed the UU Ministers' Association appointments to the Ministerial Fellowship Committee:

- Maria Cristina Vlassidis Burgoa, Lindasusan Ulrich

The meeting ended 9:45 pm



Respectfully submitted,

/s/ Carey McDonald

Recording Secretary