

**MINUTES**  
**BOARD OF TRUSTEES**  
**UNITARIAN UNIVERSALIST ASSOCIATION**

March 28, 2013

Pursuant to notice duly given, an executive session meeting of the Board of Trustees of the Unitarian Universalist Association was held by electronic communication on Thursday, March 28, 2013.

**MEMBERS**

**PRESENT:** Allen, Averett, Bartlett, Carlson, Courter, Grubbs, Friedman, Harrison, Jackoway, Kreicker, Laskowski, Loughrey, Lund, Manley, Morrill, Phinney, Pupke, Raible-Clark, Ritchie, Shanti, Stewart, Tino, and Morales

**MEMBERS**

**ABSENT:** Brody, Cullen, and Greene

**ALSO**

**PRESENT:** Brennan, Limpert, and Montgomery

Gini Courter, Moderator, called the meeting to order at 8:00 pm on Thursday, March 28, 2013.

**STOCK TRANSFER**

By unanimous consent, the following motion was approved:

**VOTED AND APPROVED:** To authorize the Treasurer, Timothy Brennan, and the Executive Vice President, Kathleen Montgomery, each individually, acting singly or together, to execute and deliver documents to effect transactions in the Association's Computershare account, all with such terms and conditions as are approved by the signatory, with such officer's signature being conclusive evidence of approval.

**ENDOWMENT PARTICIPATION**

By unanimous consent, the following motion was approved:

**VOTED AND APPROVED:** To approve the participation of the UU World of Children in the UU Common Endowment Fund.

## **GOVERNANCE WORKING GROUP REPORT**

Donna Harrison reported on the Governance Working Group's recommendations concerning recent monitoring reports.

M (Harrison), S, and

VOTED AND APPROVED: That the Board accept the monitoring report as written for policy 2.8 (now re-numbered to be policy 2.7).

M (Harrison), S, and

VOTED AND APPROVED: That the Board reject the proposed operational definition policy 2.8.1 (now re-numbered to be policy 2.7.1) as not it does not clearly address the requirement that the President cooperate with the annual audit and to sign and certify the financial statements. In addition, the Board asks that the team considering how we handle committees in our policies make a recommendation as to whether instructions to the audit committee belong in this policy or elsewhere. This monitoring report can be re-submitted the next time this policy is scheduled to be monitored.

M (Harrison), S, and

VOTED AND APPROVED: That the Board accept the monitoring report for policy 2.8.2 (now re-numbered to be policy 2.7.2), noting that the operational definition does not actually provide a metric for determining compliance. We note that the implied metric appears to be that the audit will test and find compliance with MA law governing donor restricted funds. We ask that next time this policy is monitored the operational definition and rationale be written to be clearly consistent with the data provided.

M (Harrison), S, and

VOTED AND APPROVED: That the Board reject the monitoring report and operational definition for Policy 2.6 (now re-numbered to be 2.5) as being non-responsive to several elements of the policy: The operational definition and data do not demonstrate that all eligible UU organizations that wish to participate in the plans are allowed to do so. It also does not demonstrate that ineligible organizations have been prohibited from participating. The report does not define a "reasonable level of cost" or an "excessive level of surplus."

### **DISCUSSION OF 5<sup>TH</sup> PRINCIPLE TASK FORCE**

Joan Lund presented the request of the Fifth Principle Task Force Board Ad Hoc Group that the Administration provide ideas and proposed plans in response to a request that they provide a design assuring that no delegate or potential delegate be unable to go to General Assembly because of financial limitations. Kay Montgomery, responding for the Administration, said that such a document would be sent to the Board in time for discussion at the April Board meeting.

### **EXECUTIVE SESSION**

The Board voted to go into Executive Session to an appointment and, when it returned to regular session, agreed that that appointment would be entered into the regular minutes of the meeting.

### **APPOINTMENT OF BOARD YOUTH OBSERVER**

M (Laskowski), S, and

VOTED AND APPROVED: To appoint Katie Rigdon to fill out the term of Katherine Allen as Youth Observer to the Board of Trustees.

### **CLOSING**

The meeting was adjourned at 9:05 pm on Thursday, March 28, 2013.

Respectfully submitted,

/s/ Kathleen Montgomery  
Recording Secretary