

UUA Board of Trustees
January 23-26, 2014

MINUTES
BOARD OF TRUSTEES
UNITARIAN UNIVERSALIST ASSOCIATION

January 23, 2014 to January 26, 2014

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held on Thursday through Sunday, January 23 to 26, 2014 in San Diego, California.

MEMBERS

PRESENT: Averett, Eller-Isaacs, Grubbs, Harrison, Key, Ladd, Morales, Phinney, Ritchie, Sallwasser, Sharp, Snell, Stewart, and Weaver.

MEMBERS

ABSENT: None.

ALSO

PRESENT: Brennan, Cooley, Dodd, Limpert, and observers.

Jim Key, Moderator, called the meeting to order at 11:30 AM on Thursday, January 23, 2014. The board covenant was read in unison. Visitors were welcomed and introductions took place.

Phinney moved and Grubbs seconded to approve the agenda, including the consent agenda.

MODERATORS REPORT

Moderator Jim Key presented his moderators report.

SECRETARYS REPORT

Susan Ritchie presented the secretary's report noting that April is the deadline for putting something on the GA agenda.

FINANCE COMMITTEES REPORT

Sarah Stewart presented the report for the finance committee and request ninety minutes at the April meeting to discuss board committees and board committee budgets.

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Phinney moved and Ladd seconded the following motion which passed.

Beacon Press 2.7.4.2 Motion

2.7.4.2.

In the Beacon Press budget segment, the President shall follow the Beacon Press Financial Policy (Appendix 2.F): -

- i. shall make every reasonable effort to limit any operating deficit to a level that is commensurate with the contribution of Beacon Press towards meeting the Ends of the Association,
- ii. shall not spend or commit to spend on any single project an amount that exceeds 3% of Beacon's total expenses in the prior fiscal year, and
- iii. shall not spend or commit to spend on one or more projects amounts that would cause Beacon's liquid assets or its unrestricted net assets to fall below 20% of Beacon's total expenses in the prior fiscal year.

This policy change also deletes Appendix 2.C in its entirety:

Beacon Press Financial Policy: UUA Governance Manual Appendix 2.C

The President shall manage Beacon Press to avoid an operating deficit of more than \$300,000 in any one fiscal year or of more than \$600,000 in any three fiscal year period.

If either deficit limit is exceeded, the President shall present to the Board within 90 days a plan to prevent future deficits.

In each fiscal year from 2009 through 2013, the Beacon Press budget segment shall receive from the UUA [Unitarian Universalist Association] current operations budget a support payment equal to the amount that Beacon is charged for the use of space in UUA buildings.

The President, without prior Board approval, shall not permit Beacon Press to:

spend or commit to spend on any single project an amount that exceeds 3% of Beacon's total expenses in the prior fiscal year, or

spend or commit to spend on one or more projects amounts that would cause Beacon's liquid assets (defined as cash, cash equivalents, and investments) or its unrestricted net assets to fall below 20% of Beacon's total expenses in the prior fiscal year.

(Please disregard the discrepancy between the "2.F" in the policy and the "2.C" of the actual appendix; this is the result of renumbering and deleting the appendix fixes the problem.)

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FINANCIAL ADVISORS REPORT

Larry Ladd presented the Financial Advisors Report. Jim Key noted that in April the board will discuss divestment.

POLICY REVIEW WORKING GROUP'S REPORT

Rob Eller-Isaacs presented the Policy Review Working Group's Report. A motion will be presented on Sunday for discussion and vote.

RECESS

Clyde Grubbs shared process observations and the meeting went into recess at 5:17 until Friday morning.

At 9:00 AM on Friday, January 24, 2014 Jim Key, Moderator called the meeting to order. Visitors were welcomed. Snell led the board in a centering process and Taquiena Boston from UUA staff was welcomed.

STAFF REPORT ON RESPONSIVE RESOLUTION

Taquiena Boston, Director of the Multicultural Growth & Witness staff group presented a report on the responsive resolution passed at General Assembly.

REPORT OF THE INCLUSION AND EMPOWERMENT WORKING GROUP

Julian Sharp presented the report from the Inclusion and Empowerment Working Group.

ANTIRACISM, ANTI-OPPRESSION AND MULTICULTURAL TRAINING

Julian Sharp conducted ARAOMC training.

PRESIDENTS REPORT

President Peter Morales presented his President's Report and a discussion of Ends monitoring took place.

RECESS

Susan Weaver shared process observations and the meeting went into recess at 5:00 PM until Saturday morning.

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At 9:00 AM on Friday, Saturday 25, 2014 Jim Key, Moderator called the meeting to order. Visitors were welcomed. Stewart led the board in a centering process.

GA PLANNING WORKING GROUP REPORT

Donna Harrison, Susan Ritchie and James Snell presented a report and led a conversation about General Assembly.

LINKAGE WORKING GROUP REPORT

Susan Weaver presented a report on linkage.

CONGREGATIONAL BOUNDARIES WORKING GROUP REPORT

Natty Averett led presented a report regarding professional misconduct.

EXECUTIVE SESSION

Rob Eller-Isaacs moved and Natty Averett second a motion to go into Executive Session for the purpose of discussing real estate transaction and a potential conflict of interest. Motion passed.

Sarah Stewart moved and Larry Ladd seconded a motion to move out of Executive Session. Upon returning from Executive Session it was reported that the conflict of interest matter was tabled for further conversation sometime in the future.

GENERAL ASSEMBLY GENERAL SESSION PLANNING

Jim Key led a conversation about the agenda for general sessions (formerly called plenary sessions) at the upcoming General Assembly.

VICE MODERATORS REPORT

Donna Harrison presented her Vice Moderators Report.

RECESS

Rob Eller-Isaacs shared process observations and the meeting went into recess at 1:54 PM until 9:00 AM Sunday.

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At 9:00 AM on Sunday, January 26, 2014 Jim Key, Moderator called the meeting to order. Opening words were shared and visitors were welcomed.

The following motions were presented:

Susan Ritchie moved and Rob Eller-Isaacs seconded a motion to hold the Spring 2015 board meeting in or near Selma, Alabama in such a way as to express support for the 50 year anniversary of the Selma to Montgomery Civil Rights March. Passed.

Lew Phinney moved and Rob Eller-Isaacs second a motion to make the following change to policy 3.0 of the governance manual:

3.0 Global Governance Commitment [Governance Process]: UUA Governance Manual Section Three

As amended January 2014. [Revision History](#).

The purpose of the Board, on behalf of the Sources of Authority and Accountability, is to ensure that the Unitarian Universalist Association (a) achieves appropriate results for appropriate persons at an appropriate cost, and (b) avoids unacceptable actions and situations.

The Board will inspire, direct and hold accountable the administration and itself through the careful establishment of broad written policies reflecting Unitarian Universalist values and perspectives.

Our Sources of Authority and Accountability are defined as:

1. Our member congregations
2. Current and future generations of Unitarian Universalists
3. The heritage, traditions, and ideals of Unitarian Universalism
4. The vision of Beloved Community
5. The Spirit of life, love, and the holy

3.1 Governing Style. The Board will govern with an emphasis on (a) outward vision, (b) encouragement of diversity in viewpoints, (c) strategic leadership, (d) clear distinction of Board and President roles, (e) collective, (f) future, (g) pro-activity, and (h) an open and transparent process.

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3.2 Board Job Description. As informed and elected leaders of our Association of member congregations, the UUA Board of Trustees assures organizational performance by creating, communicating, and monitoring organizational systems and performance, in accord with established Board policy.

3.3 Board and Board Member Code Of Conduct. The Board commits itself and its members to act in adherence with the UUA bylaws, to conduct themselves ethically, businesslike, and lawfully, and to act with respect for others, with proper use of authority and appropriate decorum when serving as Trustees.

3.4 External Relations. Speaking with one voice is an important value of the Board. To achieve this, the board will formally delegate official authority to speak on behalf of the organization in the public arena.

Committee chairs, working group conveners and officers are authorized to communicate with members of the press concerning areas of Board discussion, deliberation and action within the scope of their authority following meetings of their respective groups.

3.5 Agenda Planning. The Board will follow an annual agenda which (a) advances and/or reevaluates the relevance of its Shared Vision (ENDS) and (b) continually improves Board performance through Board education and enriched input and deliberation.

3.6 Election Of Officers And Officer Roles. The General Assembly elects the Moderator (CGO) and Financial Advisor. The Board elects the Vice Moderator and the Secretary. The Board also appoints the Recording Secretary and the Treasurer of the UUA

Youth Observer The Youth Observer is the primary liaison between GA Youth Caucus and the Board.

The Youth Observer shall serve her/his term without vote.

Excluding matters of voting, The Youth Observer shall bear the same responsibilities and accountabilities as defined for trustees.

With consent of the Board, the enumerated tasks of the observer may evolve as the structures of denominational youth leadership evolve.

The Youth Observer is charged with:

- Informing GA Youth Caucus and Youth Caucus staff of relevant Board issues at the Youth Observer's discretion
- Staying informed about the planning and activities of GA Youth Caucus
- Keeping abreast of national issues that are of interest to Unitarian Universalist youth in districts and congregations

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- o Linking and nurturing relationships between youth leaders in districts and congregations across the nation
- o Seeking out qualified youth candidates as future Youth Observers and for other UUA volunteer positions

3.7 Board Committee Principles. Board committees will be used sparingly and, when used, will be chartered to reinforce the wholeness of the Board’s responsibilities and to never to interfere with delegation from Board to President.

3.8 Cost Of Governance. Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

3.9 Board / General Assembly Relations. Pursuant to the Bylaws, the Board shall act for the Association between General Assemblies.

3.10 Board Need for General Assembly General Session Time. The Board shall define its need for General Assembly General Session time.

Motion passed.

Donna Harrison moved and Lew Phinney seconded a motion that the Monitoring Schedule be modified to read as shown below, which incorporates a change in the monitoring schedule for Policy 1.0.

	Policy Title	Method of Monitoring	Frequency	Due to Board	Trustees Receive	Trustees Review By
1.0	Ends	Internal	Annual	20 Dec	27 Dec	10 Jan
		<p>Special Provision :</p> <p>For the Ends Monitoring Report due in December 2013, a modified schedule is adopted: For the January 2014 Board meeting, the administration will present an interpretation for one or two policies, without monitoring data.</p> <p>By March 26, 2014 The Administration will submit interpretations of Policy 1.0 and all sub-policies. In addition, the Administration will present proposed metrics (without data) for as many policies as it is able to do so. The report should also include a plan indicating when data for any proposed metrics will be available. Where the Administration has not developed its final plan for metrics, the Administration will provide information so that a directional conversation may take place at the April 2014 Board meeting.</p> <p>Final interpretation and proposed metrics (operational definitions) will be submitted by June 9, 2014. Data will be submitted based on the schedule agreed to at the April and June 2014 meetings and will be documented in this monitoring schedule at that time.</p> <p>This special provision will sunset and can be removed from the monitoring schedule on January 30, 2015.</p>				
2.0	Global Leadership Covenant	Internal	Annual	20 Apr	27 Apr	10 May
2.1	Treatment of People	Internal	Every 3	20 Jun	27 Jun	10 Jul

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			years beginning 2014			
2.2	Treatment of Congregations	Internal	Every 3 years, beginning in 2013	20 Feb	27 Feb	10 Mar
2.3	Treatment of Staff	Internal	Every 3 years, beginning in 2012	20 Aug	27 Aug	10 Sep
2.4	Compensation and Benefits	Internal	Every 3 years, beginning in 2014	20 Oct	27 Oct	10 Nov
2.5	Employee Benefits for UU Organizations	Internal	Every 3 years, beginning in 2012	20 Sep	27 Sep	10 Oct
2.6	Financial Planning and Budgeting	Internal	Every 2 years beginning in 14	2 Apr	9 Apr	15 Apr
2.6.4	Assessment of Current Property Holdings	Internal	Every 10 years, beginning in 2013			
2.7	Financial Condition & Activities		See subpolicies			
2.7.1	Annual Audit	Direct Inspection	Annual	20 Dec	5 Jan	20 Jan
2.7.2	Donor Restricted Funds	Internal	Every 3 years, beginning in 2013	20 Dec	5 Jan	20 Jan
2.7.3	Transparent Reporting	Internal	Every 3 years, beginning in 2012	20 Sept	27 Sept	10 Oct
2.7.4	Budget Oversight	Internal	Annual	20 Sept	27 Sept	10 Oct
2.7.5	Gift Acceptance	Internal	Annual	20 Sept	27 Sept	10 Oct
2.7.6	Real Property Transactions	Internal	Annual	20 Sept	27 Sept	10 Oct
2.7.7	Reporting of All Transactions	Internal	Annual	20 Dec	5 Jan	20 Jan
2.8.8	Travel Expense Oversight	Internal	Every 3 years, FY13	20 Mar	27 Mar	10 Apr
2.8	Grants, Contracts & Partnerships	Internal	Every 2 years,	20 May	27 May	10 Jun

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			beginning in 2013			
2.9	Asset Protection	Internal	Every 2 years, beginning in 2014	20 Dec	27 Dec	10 Jan
2.10	External Relations	Internal	Every 2 years, beginning in 2014	20 Jul	27 Jul	10 Aug
2.11	Emergency President Incapacity	Internal	Every 3 years, beginning in 2013	20 Feb	27 Feb	10 Mar
2.12	Election Practices	Internal	March of the year following election of Moderator or President (March 2014)	20 Mar	27 Mar	10 Apr
2.13	Comm. & Support to Board	Direct Inspection	Annual	20 Mar	27 Mar	10 Apr
2.14	Implementation of the Business Resolutions of GA	Internal	Annual	20 Mar	27 Mar	07 Apr
3.0	Global Gov. Commitment	Direct Inspect	Annual	20 Sept	27 Sept	
3.1	Governing Style	Direct Inspect	Annual	20 Sept	27 Sept	07 Apr
3.2	Board Job Description	Direct Inspect	Annual	20 Sept	27 Sept	07 Apr
3.2.5	Review and Post Annual Audit	Direct Inspect	Annual	20 Nov	27 Nov	10 Oct
3.3	Board & Board Member Code of Conduct	Direct Inspect	Annual	20 Sept	27 Sept	10 Oct
3.4	External Relations	Direct Inspect	Annual	20 Dec	27 Dec	10 Oct
3.5	Agenda Planning	Direct Inspect	Annual	20 Dec	27 Dec	10 Dec
3.6	Elect of Officers & Officers Roles	Direct Inspect	Annual	20 Dec	27 Dec	10 Oct
3.7	Board Committee Principles	Direct Inspect	Annual	20 Dec	27 Dec	10 Jan
3.8	Board Committee Structure	Direct Inspect	Annual	20 Mar	27 Mar	10 Jan
3.8.2	Retirement Plan Committee					10 Jan
3.9	Cost of Governance	Direct Inspect	Annual	20 Mar	27 Mar	10 Jan
3.10	Board / General Assembly Relations	Monitored by the CGO	Annual, begin 2011	20 Mar	27 Mar	10 Apr
3.11	Need for Plenary Time		Annual,			

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			begin Aug 2011			
4.0	Board-President Linkage	Direct Inspect	Annual	20 Mar	27 Mar	10 Apr
4.1	Unity of Control	Direct Inspect	Annual	20 Mar	27 Mar	07 Apr
4.2	Accountability to the President	Direct Inspect	Annual	20 May	27 May	
4.3	Partnership with the President	Direct Inspect	Annual	20 May	27 May	10 Apr
4.4	Monitoring Pres. Performance	Direct Inspect	Annual	20 May	27 May	10 Apr
4.5	Presidential Comp and Benefits	Direct Inspect	Annual	20 May	27 May	10 Jun

Monitoring Schedule Revised January 2014

Motion passed.

Donna Harrison moved and Lew Phinney seconded a motion that a \$100 discount on General Assembly registration be offered for GA2014 to all congregational presidents or board chairs attending General Assembly as a delegate from their congregation and that the cost of this be funded through the Board budget of the UUA with a cap of \$50,000.

Motion passed.

Natty Averett moved and Susan Weaver seconded a motion to:

Charge:

1. Assess the current process that the ~~MFC (a committee of the UUA Board)~~ follows [UUA and the committees of the UUA Board follow] that ensures just and equitable treatment of the complainant and defendant, ~~victim and/or clergy~~[religious professional related to complaints of misconduct]. Make recommendations to the Board ~~and MFC~~ as appropriate.
2. Review Restorative Justice for All, <http://www.uua.org/safe/misconduct/restorative/>
3. Review First Unitarian Church of Nashville Safety Net resources <http://www.uusafety.net>
4. Review Rev. Debra Hefner and the Religious Institute's resources <http://www.religiousinstitute.org/staff/the-rev-debra-w-haffner>
5. Review Faith Trust Institute resources <http://www.cpsdv.org>
6. Review Rev. Fred Muir's Safe Congregations report at GA 2003 <http://archive.uua.org/ga/ga01/3003-muir.html>
7. Consider apology from the board to victims of ~~Clergy Sexual~~ misconduct (~~CSM~~), [by religious professionals, to be offered at] GA 2014

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8. Propose changes to handling charges of CSM [misconduct, as appropriate].
9. Propose the promotion of Safe Congregation policies and certification

Motion was approved.

Lew Phinney moved and James Snell seconded a motion that the Executive Committee be authorized to make a decision regarding which policies due March 20, 2014 or sooner are required to be submitted to the Board in time for review for the April meeting.

Motion passed.

Natty Averett shared process observations and the meeting was adjourned by Moderator Jim Key at 11:00 AM.

Respectfully submitted,

/s/ Harlan Limpert
Clerk

BOARD OF TRUSTEES SCHEDULE

April 2014, Boston, MA

Thursday, April 10 – Sunday April 13

June 2014, Providence, RI

Tuesday, June 24 – Wednesday, June 25 – Board of Trustees meeting

Wednesday, June 25 – Sunday June 29 – General Assembly

Monday, June 30 – Board of Trustees meeting

October 2014, Boston, MA

Thursday, October 16 – Sunday October 19

January 2015, TBD

Thursday, January 16 – Sunday January 18

~~April 2015 Boston, MA~~ - WILL OCCUR IN MARCH 2015 IN SELMA, AL
Details to follow.

June 2015, Portland, OR

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Tuesday, June 23 – Wednesday, June 24 – Board of Trustees meeting

Wednesday, June 24 – Sunday June 28– General Assembly

Monday, June 29 – Board of Trustees meeting

October 2015, Boston, MA

Thursday, October 15 –Sunday October 18