

UUA Board of Trustees  
January 22 & 23, 2016

**DRAFT - NOT YET APPROVED BY THE UUA BOARD.**

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

January 22 & 23, 2016

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held on Friday, January 22 and Saturday, January 23, 2016 in Boston, Massachusetts.

**MEMBERS**

**PRESENT:** Tim Atkins, Greg Boyd, Andy Burnette, Rob Eller-Isaacs, Dorothy Holmes, Jim Key, Larry Ladd, Patrick McLaughlin, Peter Morales, Christina Rivera, Michael Sallwasser, Julian Sharp, James Snell, and Susan Weaver.

**MEMBERS**

**ABSENT:** None.

**ALSO**

**PRESENT:** Tim Brennan, Olivia Calvi (youth observer), Terasa Cooley, Caleb Leman (youth observer), Harlan Limpert, and observers.

Jim Key, Moderator, called the meeting to order at 10:05 AM on Friday, January 22, 2016. Board members and guests introduced themselves.

All board members read the covenant silently. Rob Eller-Isaacs moved and Patrick McLaughlin seconded the motion to approve the consent agenda. It passed unanimously. The consent agenda that was approved included the following motions:

- Approval of UUA Board of Trustees minutes from October 16-17, 2015 meeting
- Approval of UUA Board of Trustees minutes from November 19, 2015 meeting
- Approval of UUA Board of Trustees minutes from December 17, 2015 meeting

The following reports were presented:

**MODERATOR'S REPORT** - Jim Key presented his moderator's report.

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**VICE MODERATOR'S REPORT** – Susan Weaver presented her vice moderator’s report.

**SECRETARY'S REPORT** – Rob Eller-Isaacs presented his secretary’s report.

**FINANCIAL ADVISORS’S REPORT** – Larry Ladd presented his financial advisor’s report.

**RENEWING THE COVENANT TASKFORCE REPORT** – Susan Ritchie presented her report from the Renewing the Covenant Taskforce.

**TREASURER’S REPORT** – Tim Brennan presented his treasurer’s report.

**AUDIT COMMITTEE REPORT** – Sean Rush, chair of the audit committee, presented the audit committee’s report.

**EMPOWERMENT AND INCLUSION WORKING GROUP REPORT** – Julian Sharp presented the report from the Empowerment and Inclusion working group.

**PRESIDENT'S REPORT** Peter Morales presented his president's report.

### **PROCESS OBSERVATION**

Christina Rivera shared process observations and at 4:18 Jim Key declared the meeting recessed until Saturday morning.

### **RECONVENED**

Moderator Jim Key reconvened the board meeting at 9:20 AM on Saturday, January 23, 2016. Guests were introduced.

**GOVERNANCE AND POLICIES WORKING GROUP REPORT** –Tim Atkins, Andy Burnette and Patrick McLaughlin presented information from this working group.

**OPEN UUA COMMITTEE** –\_Dick Jacke, chair of the Open UUA Committee, presented their report.

**JOURNEY TOWARDS WHOLENESS TRANSFORMATION COMMITTEE** – Wendy von Courter presented a report from this committee.

**LINKAGE WORKING GROUP REPORT** – Christina Rivera presented the report from the linkage working group.

**COMMISSION ON SOCIAL WITNESS REPORT** – Susan Goekler presented a report from the commission on social witness.

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**EXECUTIVE SESSION**

Susan Weaver moved and Julian Sharp seconded a motion to enter Executive Session for the purpose of considering nominations and discussing staff compensation matters. Motion carried.

Upon returning from Executive Session it was announced that nominations and staff compensation matters were discussed and that results of the nomination discussion would be announced at the end of February. Topics related to UUA staff compensation that were deemed not appropriate for Executive Session continued to be discussed in open session with Rob Molla, the UUA's Director of Human Resources, presenting a report.

**REVIEW OF EXECUTIVE COMPENSATION** – Rob Molla, UUA Director of Human Resources, joined the board in to present information about UUA staff compensation.

**REIMAGINING GOVERNANCE WORKING GROUP REPORT** – Susan Weaver presented a report from the reimagining governance working group.

**MOTIONS PRESENTED AND ACTED UPON**

**Motion re Undesignated Bequest Income:**

Came from finance committee so no second required: Motion to Amend Executive Limitation 2.7 to add 2.7.2.6: If undesignated bequest income is placed into operating funds, rather than placed in the Common Endowment Fund, then such funds shall only be used for innovation initiatives. Motion passed.

**Motion re Endowment:**

Larry Ladd moved and James Snell seconded that the UUA's Endowment Payout Policy in the UUA Governance Manual Appendix 2.D be amended as follows:

The amount made available for expenditure from the Association's endowment in a fiscal year shall be a weighted average of:

- the prior year's spending adjusted for inflation (weighted at 70%), and
- the trailing four-quarter average market value of the endowment as of the previous December multiplied by 5.5% in fiscal year 2016, 5.0% in fiscal year 2017, and 4.5% in fiscal year 2018 and thereafter (weighted at 30%).

However, the spending rate must be at least 4.0% and not more than 6.00% of the trailing four-quarter average market value of the endowment as of the previous December. Motion carried.

**Motion re Reserve for Repairs:**

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Larry Ladd moved and Tim Atkins seconded that the Treasurer annually conduct a Facilities Condition Assessment (FCA) and set aside sufficient funds in a board restricted account to pay for major repairs and maintenance of major building systems in accordance with the FCA. Motion carried.

**PROCESS OBSERVATIONS** – Julian Sharp provided process observations.

### **ADJOURNMENT**

At 5:40 PM Moderator Jim Key shared closing words and declared the meeting adjourned, confirming that the next meeting would take place by video conference on February 25, 2016 at 9:00 P.M. EST.

Respectfully submitted,

/s/ Harlan Limpert  
Clerk

### **BOARD OF TRUSTEES SCHEDULE**

- **Conference Call: February 2016**  
February 25, 2016  
8:00 PM - 9:30 PM (Eastern)
  - Meeting URL: <https://zoom.us/j/315386726>
  - Meeting ID: 315 386 726
  - Phone: (408) 638-0968 or (646) 558-8656
  
- **Conference Call: March 2016**  
March 24, 2016  
8:00 PM - 9:30 PM (Eastern)
  - Meeting URL: <https://zoom.us/j/382683809>
  - Meeting ID: 382 683 809
  - Phone: (408) 638-0968 or (646) 558-8656
  
- **Meeting: April 2016, Boston, MA**  
Friday, April 15—Saturday, April 16

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- **Conference Call: May 2016**  
May 26, 2016  
8:00 PM - 9:30 PM (Eastern)
- **Meetings: June 2016, Columbus, OH**  
Tuesday, June 21—Wednesday, June 22: Board of Trustees Meeting  
Wednesday, June 22—Sunday June 26: General Assembly  
Monday, June 27: Board of Trustees Meeting
- **Meeting: October 2016, Boston, MA**  
Thursday, October 13 - Saturday, October 15, 2016
- **Meeting: January, 2017, Boston, MA**  
Friday, January 27 - Saturday, January 28, 2017
- **Meeting: April, 2017, Boston, MA**  
Friday, April 21 - Saturday, April 22, 2017
- **Meetings: June 2017, New Orleans, LA**  
Tuesday, June 20—Wednesday, June 21: Board of Trustees Meeting  
Wednesday, June 21—Sunday June 25: General Assembly  
Monday, June 26: Board of Trustees Meeting
- **Meeting: October 2017, Boston, MA**  
Thursday, October 19 - Saturday, October 21, 2017
- **Meeting: January, 2018, Boston, MA**  
Friday, January 19 - Saturday, January 20, 2018
- **Meeting: April, 2018, Boston, MA**  
Friday, April 20 - Saturday, April 21, 2018
- **Meetings: June 2018, Kansas City, MO**  
Tuesday, June 19—Wednesday, June 20: Board of Trustees Meeting  
Wednesday, June 20—Sunday June 24: General Assembly  
Monday, June 25: Board of Trustees Meeting