

UUA Board of Trustees  
June 20-21, 2017

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

**MINUTES**  
BOARD OF TRUSTEES  
UNITARIAN UNIVERSALIST ASSOCIATION

June 20-21 2017

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held at the Omni Hotel in New Orleans, LA on Tuesday and Wednesday, June 20-21, 2017.

**MEMBERS**

**PRESENT:** Tim Atkins, Greg Boyd, Kathy Burek, Rob Eller-Isaacs, Dick Jacke, Sarah Dan Jones, Patrick McLaughlin, Denise Rimes, Christina Rivera, Lucia Santini Field, Elandria Williams.

**ALSO**

**PRESENT:** Tim Brennan, Danielle DiBona (chaplain), Sarah Lammert, Stephanie Carey Maron, Mary Katherine Morn, Andrea Briscoe (Youth Observer), Bailey Saddlemire (Youth Observer), Susan Suchocki-Brown (Chaplain) and observers.

Denise Rimes, Vice Moderator, called the meeting to order at 8:00 AM EDT on Tuesday, June 20, 2017. Following a check-in, Denise Rimes welcomed observers and guests. Susan Suchocki-Brown offered an opening reflection.

Board members read the covenant out loud in unison. Board members, UUA staff and observers introduced themselves. Theresa I Soto, Ben Gabel and Elizabeth Mount from the Journey Toward Wholeness Transformation Committee were introduced as process observers.

**CONSENT AGENDA** – Kathy Burek moved and Patrick McLaughlin seconded to approve the consent agenda. It was approved with one correction to the April 21-22 minutes. The consent agenda included the following motions:

- Approval of the UUA Board Minutes from April 21-22, 2017
- Approval of the UUA Board Minutes from May 30, 2017
- Approval of the UUA Board Minutes from June 6, 2017
- Approval of the UUA Board Minutes from June 13, 2017

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- Approval of the UUA Board Executive Committee Session May 1, 2017
- Approval of the UUA Board Executive Committee Session May 16, 2017
- Approval of the UUA Board Executive Session Minutes from April 22, 2017
- Approval of the UUA Board Executive Session Minutes from May 30, 2017
- Approval of the UUA Board Executive Session Minutes from June 13, 2017

The following reports were presented:

**CO-PRESIDENTS' REPORT** - Sofia Betancourt, Bill Sinkford, and Leon Spencer presented the presidents' report.

**ACTING MODERATOR'S REPORT** – Denise Rimes offered her report.

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

**TREASURER'S REPORT** – Tim Brennan presented the treasurer's report. The board discussed the deficit projected in the FY17 fourth quarter forecast that is due to severance packages and other unbudgeted transitions expenses.

**FINANCIAL ADVISOR'S REPORT** – Lucia Santini-Field presented the financial advisor's report.

**FINANCE SECRETARY'S REPORT** – Christina Rivera presented the finance secretary's report.

**BLACK LIVES OF UNITARIAN UNIVERSALISM (BLUU) FUNDING** – Rob Eller-Isaacs gave a report.

Rob Eller-Isaacs moved and Patrick McLaughlin seconded:

In furtherance of the Mission and Ends of the Association and In particular of Section 1.3 "Congregations and communities are intentionally inclusive, multigenerational and multicultural"; And of Section 1.4 "Congregations and communities engage in partnerships to counter systems of power, privilege and oppression"; be it resolved that the UUA Board authorizes staff to execute a binding memorandum of understanding between the UUA and BLUU consistent with the memo entitled, "Considerations and Recommendations Concerning UUA Board's BLUU Funding Resolution" as revised June 2, 2017."

The motion passed unanimously.

**STEWARDSHIP/DEVELOPMENT (INCLUDING ANNUAL PROGRAM FUND UPDATE)** – Mary Katherine Morn and Lucia Santini-Field gave a report.

### **EXECUTIVE SESSION**

Tim Atkins made a motion to move into Executive Session (no second needed). Patrick McLaughlin moved to stay in Executive Session for the purpose of considering appointments. Lucia Santini-Field seconded. Motion carried.

Upon returning from Executive Session Tim Atkins announced with gratitude and appreciation that:

Michael Wagner was appointed to the Health Care Trust. The board also discussed intra-board dynamics.

### **GOVERNANCE AND POLICIES WORKING GROUP** – Tim Atkins gave his report.

Tim Atkins moved on behalf of the Governance and Policies Working Group to amend Policy 2.10.1 as follows:

“2.10.1: In the event of emergency presidential incapacitation, the UUA board will designate an immediate Acting Executive for the purposes of UUA policies until either a) The President sends written notice to the Board they are able to resume functions of the presidency or b) The UUA Board designates a new President in accordance with UUA Bylaws.”

and amend the Preamble of Section 2.0 as follows:

“Amend the second paragraph of the preamble of Section 2.0 to read, “Furthermore, and in all instances, neither the President, nor any person acting in the President’s stead, shall cause or allow any practice, activity, decision, or operation which is in violation of the Bylaws of the Association, commonly accepted business practices, professional ethics or which is imprudent or unlawful, except where Unitarian Universalist principles, as set forth in the Bylaws, are at risk.”

The motion passed.

Tim Atkins moved on behalf of the Governance and Policies Working Group to appoint a Second Vice Moderator with the following charge:

“We charge the Second Vice Moderator to monitor how the Board governs, and specifically to

- Monitor the Board in following Section 3 Policies in our discussions and actions;

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- Monitor the Board in following Section 3 Procedures in our discussions and actions;
- Monitor the Board in following the UUA Bylaws in our discussions and actions.”

The motion passed.

### **Moderator Nominating Committee Charge (2019 Election)**

Denise Rimes moved and Rob Eller-Isaacs seconded the adoption of the charge to the Moderator Nominating Committee (2019 Election).

“We appreciate the Moderator Nominating Committee’s willingness to undertake the important work that will lead to the election of the next Moderator for the Unitarian Universalist Association. The following charge outlines the expectations of the Board of Trustees with respect to the search process and the authority granted to the search committee:

- 1.The search committee will develop a statement of desired qualifications for the Moderator that will guide the search and selection process and be shared with candidates and nomination sources. The statement will be reviewed and approved by the UUA Board of Trustees.
- 2.The search committee will adopt a timetable for the search that will permit the anticipated election of a moderator at General Assembly 2019.
- 3.The search committee will make periodic reports to the board secretary about the progress of the search.
- 4.All search committee members will observe strict confidentiality in the conduct of the search. Any member of the search committee who breaches confidentiality may be removed from the committee without replacement.
- 5.The search committee will present to the Board of Trustees a summary of its work and to make its recommendation for two or more nominees on or before December 1, 2017.”

The motion passed.

### **General Assembly Run-Through**

Denise Rimes and other trustees reviewed the General Assembly agenda and lifted up specific items of particular interest to the board. Rimes noted that there will be a responsive resolution on the 8<sup>th</sup> Principle.

### **Review Board Panel Discussion for Thursday**

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Kathy Burek discussed the board panel. This will be presented as a deep and reflective conversation about the recent controversy at the UUA that the audience is overhearing. The panelists will respond to a set of questions. She also discussed an alternative way of managing discussion of resolutions in the mini-assemblies.

### **PROCESS OBSERVATION**

Process observation was offered by Ben Gabel, a member of the Journey Toward Wholeness Transformation Committee.

### **MEETING RECESSED**

Denise Rimes recessed the meeting at 3:50 pm.

### **MEETING RECOVERED**

Denise Rimes reconvened the meeting on Wednesday, June 21 at 10:22 am. Denise Rimes welcomed everyone. The meeting began with a centering by Patrick McLaughlin and Danielle DiBona. Members of the board, staff and observers introduced themselves.

### **WORKING GROUP UPDATES**

Updates on the Appointments, Communications, Congregational Boundaries and Empowerment and Inclusion Working Groups were given by Tim Atkins, Christina Rivera and Denise Rimes.

### **INVITATION TO THE SUMMIT ON INTER-NATIONAL INITIATIVE FOR TRANSFORMATIONAL COLLABORATION**

Kathy Burek introduced Karen Van Fossan of the UU Fellowship and Congregation of Bismarck-Mandan and Johnnie Aseron of the Inter-National Initiative for Transformational Collaboration. They invited the participation of the UUA in this work.

### **DISCUSSION TIME FOR OPEN ITEMS**

Tim Atkins facilitated an open discussion time.

The Board of Trustees discussed their response to the 2016 Responsive Resolution “Reaffirmation of Commitment to Racial Justice.” Greg Boyd talked about the possibility of the GA voting for a By-Laws Article 2 Study Commission, and the Board’s commitment to reviewing the By-Laws in the next fiscal year. Denise Rimes noted that she anticipates a Responsive Resolution proposing an 8<sup>th</sup> Principle. Patrick McLaughlin offered to draft a response to Don Southworth’s letter to the board. Denise Rimes raised the issue of a response from the UUA Board to the issues surrounding severance packages. The board discussed communications dynamics within the board.

### **EXECUTIVE SESSION**

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Tim Atkins made a motion to move into Executive Session (no second needed). Tim Atkins moved to stay in Executive Session for the purpose of considering appointments. Patrick McLaughlin seconded. Motion carried.

Upon returning from Executive Session Kathy Burek announced with gratitude and appreciation that:

The Board approved the Charge presented by Sofia Betancourt and appoints the following people to serve on the Commission on Institutional Change:

- Rev. Leslie Takahashi, Chair
- Caitlin Breedlove
- Mary Byron
- DeReau Farrar
- Rev. Natalie Fenimore
- Dr. Elias Ortega-Aponte

Denise Rimes was appointed Moderator until such time that the Board appoints her replacement and that she is free to delegate consistent with the By-Laws.

**REVIEW MOTIONS, ACTIONS FOR OCTOBER BOARD MEETING** – Tim Atkins presented two motions and facilitated a review of motions and actions for the October board meeting.

Tim Atkins moved (on behalf of the Governance Working Group):

Amend Section 2 Policies in the UUA Governance Manual as follows:

2.7.7:

Allow under any circumstances spending in excess of 0.5% more than the Board approved, unrestricted budget without the approval of the Board.

The motion passed [Greg Boyd was absent for this vote].

2.4.5:

Offer a severance package to any employee that exceeds that provided for in the Employee Manual (in effect on June 21, 2017), or amend the severance policy in that Employee Manual, without approval of the Board.

The motion passed.

The following actions were agreed to:

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Actions for Monday

- Working group for responsive resolutions, including BLUU.
- Focused time on response to Don Southworth & Response about Severances

Actions for October

- Revisit the discussion about partnership with Inter-National gathering in North Dakota.
- Process through which the letter went – online, multiple people of color had trouble with not best practice.
- Communication best practices – when do we move from email to an emergency zoom call.
- Executive committee – what does regular business and order mean in terms of when executive committee can be used and when it should be the whole Board.
- I think we need training in what accountability looks like, what do different forms of accountability look like.
- Bylaw revision possibility.

**BOARD REPORT** – The board discussed its report out.

**PROCESS OBSERVATION** – Wendy Von Courter of the Journey Toward Wholeness Transformation Committee offered process observations.

Open Board Hours will be set up in Room 203 in the Conference Center, which is available Thursday 2-8 pm, Friday 4-8 pm & Saturday 4-5 pm. Christina Rivera will manage the schedule with “sign-up genius.”

**CLOSING WORDS** – Andrea Briscoe offered closing words.

**ADJOURNMENT** – Moderator Denise Rimes adjourned the meeting at 2:04 pm.

Respectfully submitted,

/s/ Sarah Lammert  
Clerk

**BOARD OF TRUSTEES SCHEDULE**

- **Meeting: October 2017, Boston, MA**  
Thursday, October 12 - Saturday, October 14, 2017
- **Meeting: January, 2018, Highlander Center in New Market, TN**  
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