

# Board of Trustees

**MEETING: January 25-26, 2019, Boston MA**

**MEMBERS PRESENT:** Greg Boyd, Kathy Burek, Susan Frederick-Gray (President), Mr. Barb Greve (Co-Moderator), Chelsea Hendrix, Tanner Linden, Manish Mishra-Marzetti, Patrick McLaughlin, Denise Rimes, Lucia Santini Field (Financial Advisor), Elandria Williams (Co-Moderator), Latifa Woodhouse

**ADDITIONAL PARTICIPANTS:** Carey McDonald (Recording Secretary & Executive Vice President), Tim Brennan (Treasurer), Stephanie Carey Maron, Chris Buice and Danielle DiBona (Chaplains)

## Meeting Minutes

**Friday, January 25**

### EXECUTIVE SESSION

Co-Moderator Elandria Williams opened the meeting at 9:15 am with a personal check-in and reflection question for participants.

### **Board Self-Assessment**

At 10:00 am, discussion moved into the Board's self-assessment. The Board named its process as using a "policy-based" governance model, rather than a strict policy governance form. Under this framework, Board roles include strategic planning and assessment, fiduciary responsibility, and oversight and support for the UUA President and Administration. Members spent 15 minutes writing their evaluation of the Board's work in each of these three areas, and shared with one another in small groups. See Appendix 1 for points raised in this discussion.

The Board agreed to proceed with the following items as areas of improvement:

- More clearly define the decision-making model which the Board uses, step-by-step, to be clear what decision points are and when voting and consensus are appropriate to use.
- Draft a policy that the Board will not make financial decisions about proposals which have not been evaluated by the staff first.
- Moderators should be clear about their shared or separate opinions up front in discussions (and prepare this before the meeting).
- All members will state conflicts of interest before decision-making happens, more broadly defined as when a Board member's perspective or judgement is affected by a role that is different from their Board role; if members have disclosed a conflict that would allow them to personally benefit from the



decision or for an organization they lead to benefit from the decision, they should not vote on it.

- Affirm the recognition that close relationships between people who are a part of small and/or marginalized communities who care about one another (e.g. the UU People of Color community) can be perceived as conflicts of interest; while these relationships are still helpful to name, the definition of a material conflict of interest cannot be so broad as to exclude anyone who holds such relationships from participating in decision-making.

The agenda was shifted to conduct officer elections on Saturday. Over lunch, members were asked to consider what 3-4 essential things would the Board want to communicate to the outside world about its goals and intentions, in order to inform an article that the Co-Moderators were writing for *UU World* magazine.

### OPEN SESSION

Co-Moderator Williams started the open session at 1:03 pm with introductions of participants and observers.

*Observers (online and in-person) – Elaine McArdle, Christopher Hartley, Mark Steinwinter, Debra Boyd, Linnea Nelson, Ben Gabel, Marcus Fogliano, Leslie Takahashi, Elka Carrier-Ladd, Kim Hampton, Laura Conkle, Janine Gelsing, Leslie Runnels, Leslie MacFayden, Lori Sirtosky, Lee Thomas, Cassie Withey-Rila, Suzanne Fast, Laura Bollettino, Carolina KG, Margie Manning, Jim Krawarik-Graham*

### **Consent Agenda**

Denise Rimes moved, Kathy Burek seconded, and the Board unanimously approved the December meeting minutes. Lucia Santini Field moved, Patrick McLaughlin seconded, and the Board unanimously approved the changes to the Audit Committee charter. The Board acknowledged acceptance of the congregational changes report from regional staff.

### **President's Report**

President Susan Frederick-Gray began her report by characterizing the president's report at this January meeting as more informal, whereas the October report presents priorities, the April report give updates on priorities and the June report addresses metrics.

President Frederick-Gray made note of several current trends in the UUA, including that misconduct and conflict cases continue to rise. She shared successful impacts of the impact of Beyond Categorical Thinking program to help congregations call ministers in inclusive and unbiased ways, and described improvements to the ministerial settlement system. She shared that fundraising for the Promise and Practice Campaign for Black Lives of UU was on track to be completed by General Assembly 2019. Finally, she noted that the UUA has needed to spend considerable time in hiring new staff due to ongoing openings, including welcoming Rev. Lauren Smith as Director of Stewardship and Development who will also meet the Board at their April meeting.

Executive Vice President Carey McDonald reviewed the memo included in the Board packet that gave an update on the Administration's conversations with Diverse and Revolutionary UU Multicultural Ministries (DRUJMM) since the October



Board meeting. The memo outlined a plan for a memorandum of understanding between the UUA and DRUUMM that would include commitment for ongoing support and funding for DRUUMM, recognizing the two organizations' shared mission of supporting UUs of color. The Board unanimously affirmed the following statement:

*In response to the team collaborating on this agreement, the Board gives its affirmation to proceed in this direction, and an affirmation of the dedication, sacrifice, and leadership which many generations of DRUUMM leaders have given on behalf of their community and Unitarian Universalism as a faith movement.*

The meeting took a break from 1:47 pm – 2:00 pm.

### **Financial Training**

Financial Advisor Lucia Santini Field, Treasurer and Chief Financial Officer Tim Brennan, and Executive Vice President McDonald led a training for Board members on their financial duties and oversight roles.

Financial Advisor Santini Field described the elements of fiduciary duty as beyond financial analysis to broadly include duty of care of the organization and its assets, duty of loyalty to the organization and its interests, and duty of obedience to the organization's mission. She noted that the underlying goal of fiduciary duty is to ensure that Board members are acting in the best interest of the Association, recognizing that the discernment of the Board is when people disagree about the interpretation of the mission. She described the role of the Audit Committee in paying attention to fiduciary duty, the fiscal controls that support it. It was additionally noted that the Massachusetts Attorney General is tasked with oversight of charities in Massachusetts, including the UUA, and sets policy and expectations about fiduciary duties.

Treasurer and CFO Brennan provided an overview of the UUA's financial structure, which includes close to \$1 billion in assets and over \$50 million in annual budget across three legal entities. He characterized the UUA's investment strategy as grounded in intergenerational equity and upholding the UUA's ethical commitments. EVP McDonald described the processes of annual budgeting and quarterly forecasting, and how the UUA organizes its accounts.

Participants broke up into three groups to brainstorm observations and questions for each of these three areas: budgeting/forecasting, investments, and auditing. See Appendix 2 for notes from these groups.

### *Second Quarter Update*

Treasurer and CFO Brennan shared that the 2Q financial forecast is projecting a \$300,000 deficit, principally due to a dramatic decline in projected bequests, which he described as manageable this year. However, he noted that the dynamics creating a deficit this year, which is being partially managed through the cost savings of open positions, will make it difficult next year. He described revenues as being mostly flat even as expenditures increased over the past 10 years, highlighting the need to plan for revenue growth if the UUA wants to make the mission-focused investments needed to advance its values, mission, and vision. President Frederick-Gray shared that there is early thinking for an upcoming



campaign that focuses on growing congregational commitments to the Annual Program Fund, the UUA's largest and most sustainable source of revenue, to address this structural deficit.

The meeting took a brief break from 3:54-4:00 pm.

### **Commission on Institutional Change**

Rev. Leslie Takahashi joined the meeting virtually as chair of the Commission on Institutional Change (COIC) to provide an update from the Commission. She affirmed the need for a faith-wide examination of covenant and mutual obligation, as named in a recent COIC communication.

Rev. Takahashi reported that the COIC is proceeding with the original charge for a racism audit, revising its approach away from outsourcing the audit to an independent firm towards the COIC members leading the audit with a substantial consulting report. The COIC's October 2018 meeting provided a baseline for the aspiration of the UU faith community which the Commission will be able to audit against.

She noted the COIC is observing a growing amount of kickback in congregations from engaging powerful conversations about countering white supremacy culture, heavily influenced by the rising anxiety in the wider culture and the stress of rising political ethno-nationalism. She also identified the pressure of a generational disconnect around vocabulary, especially around identity-related terms. She noted the COIC continues to try to grow its engagement with lay people of color, recognizing the Commission started its work with a greater focus on religious professionals of color

At General Assembly this year, Rev. Takahashi said the COIC plans to lead attendees in an exploration of the ten critical focus areas named by the Commission, and to make space for attendees to hear the wisdom of those congregations and leaders who have already traveled down the path of greater inclusion and equity. She said Rev. Sofia Betancourt is working with the COIC as a theological advisor, helping to reframe conversations in theological terms to respond to criticism of UU leaders as too focused on political topics.

Rev. Takahashi reemphasized the need for UUs to work towards institutional change while staying in relationship, and that covenants are essential even when they are broken or need to be rewritten. She characterized this work as requiring years of commitment, and thereby needing to go beyond behavioral covenants to the deeper, theological mandate of covenantal bonds.

### **General Assembly**

Preparing for General Assembly (GA) 2019, the Board reviewed the schedule grid and noted the arc of GA experience welcoming celebration, opening worship, theme conversations, closing ceremonies, and Sunday morning worship. Members named that new level of collaboration between Board, General Assembly Planning Committee (GAPC), and Administration, which has taken more planning time but is currently on track.

*Proposed Bylaw Changes*



Social Witness Process Conforming Changes – Since changes to the UUA’s social witness process were approved at GA 2018 for congregational study action issues and actions of immediate witness, conforming G-rule changes are required. The Board agreed to invite the Commission on Social Witness to draft the necessary rule changes related to revisions made to Sections 4.12 and 4.16.

Elections Process – A taskforce with recent members from the Election Campaign Practices Committee, Presidential Search Committee, Moderator Search Committee, UUA Board, and Administration was scheduled to meet in February to review UUA competitive elections processes. The Board noted it expected recommendations for bylaw changes to come out of that meeting.

Full Fellowship – Rev. Cheryl M. Walker and Rev. Melissa Carvill-Ziemer, respectively President and Executive Director of the UU Ministers Association (UUMA), joined the meeting virtually to request a bylaw change on behalf of the UUMA to shift the term “final ministerial fellowship” to “full ministerial fellowship.” They noted that this would be a powerful signal about the nature of ministerial fellowship, which is not likely to be controversial. They described this change as in keeping with culture shift from a “learned” ministry to a “learning” ministry, and with a UUMA taskforce planning for a continuing education policy for its members. They also noted the UUMA has also engaged committees to review its guidelines on ethics and accountability. The Board agreed to place this bylaw change on the GA agenda.

#### *Board-Specific GA Planning*

Recognizing that this year’s GA schedule included far less General Session time than previous GAs, the Board identified elements that must be a part of this year’s General Session business meetings:

- Adoption of the rules or procedure
- Social witness process – vote on proposed statement of conscience, affirmation of actions of immediate witness
- Proposed bylaw changes
- Business and responsive resolutions
- Presentation of the budget
- Elections (by acclamation unless contested)
- Bylaw-required reports– President, Board, Moderator, Financial Advisor, Secretary, Treasurer (note that other reports have been traditionally given but may not be required)
- Presentation of new congregations and covenanting communities (it was noted this could be a part of the welcoming celebration)
- Presentation of delegate credentials by the secretary



- Embodying joy, prayer, song, and “the power of we” GA theme

Outstanding questions included how to continue to revise the rules of procedure to promote inclusion and move away from the norms of Robert’s Rules, how to reconfigure mini-assemblies to make them more effective, and how to design the Friday morning theme conversations block.

Participants and observers did a check-out with affirmations for the meeting day and the meeting closed at 6:07 pm.

## **Saturday, January 25, 2019**

Co-Moderator Williams opened the meeting at 9:07 am and led a brief centering worship. The agenda was modified to include Executive Session for Board officer elections from 11:30 am -12:00 pm.

### **Journey Toward Wholeness Transformation Committee**

Ben Gabel from the Journey Toward Wholeness Transformation Committee (JTWTC) led a presentation on the JTWTC’s work in the past year that included reflections on UUA accountabilities, responsibilities, and relationships. The presentation recognized the JTWTC has had a weak link with the Board, and has felt like the Board has not valued its work or made enough space at GA for the JTWTC to report. The presentation named that the JTWTC has been engaged in a power analysis mapping of the UUA, looking at who has the influence to help bring about the UUA’s commitment to dismantling white supremacy culture, but did not present the findings of the analysis.

Board members noted their surprise at the JTWTC’s report, since they had expected a report on the power analysis. Members noted that they are glad key stakeholders have been finding their voice as members of the JTWTC, but would appreciate greater clarity about what to expect from reports like these in order to give Board members time to prepare before meetings. Co-Moderator Williams noted the historic shift in the Board, Administration, and other UUA leaders getting on the same page about commitment to dismantling white supremacy culture, so it is not necessary to assume leaders are in disagreement or to hold one another accountable in oppositional ways.

The Board invited the JTWTC to return once it finished its power analysis. Members noted that once the COIC completes its report, there will be an open question about what a long-term accountability structure looks like which spans the work of the COIC and the JTWTC. Members affirmed the need for a strategy conversation overall for how to move the UUA forward in this work, and recognized that these type of strategy conversations in the late 1990s helped create momentum at the time.

Members described this moment as a time when the UUA needs to change its structures. Since both the COIC and JTWTC are appointed by and accountable to the Board, the Board can help align the work of the two committees. Discussion recognized there has been change already on the Board over the past two years, that as the Board and the Administration have changed, the approach of the JTWTC should also change to be most effective, beyond reports to the Board and GA. The Board conveyed its appreciation to the JTWTC for its ongoing work.



The Board took a break from 10:05 to 10:21 am.

### **Moderator Role**

The Board reviewed the list of responsibilities for the Moderator role that were identified at the October meeting. Members asked what elements of the role could be further delegated to other Board members. Discussion noted the fundamental balcony-view leadership and tone-setting responsibilities which must be held by the Moderator. It was clarified that the Moderator is overseeing business sessions at General Assembly rather than being the sole debate facilitator, since this facilitation has been done by a debate team of Board members for the past two years. Similarly, it was recognized that the Moderator must ensure leadership and facilitation happens at Board meetings but need not personally facilitate every meeting. Discussion also noted that, if there are Co-Moderators in the role, the job description must include the ongoing requirement for the Co-Moderators to communicate with one another.

Board members agreed to form a sub-group of members to draft a job description and list of qualifications for the Moderator role. There was also affirmation that, combined with the new foregone income reimbursement policy, the revised job description for the Moderator does address the Moderator Search Committee's concerns raised in its 2017 report. The sub-group of Barb Greve, Lucia Santini Field, and Patrick McLaughlin was asked to bring a draft to the February Board meeting, and to clarify the role's time commitment.

### **Decision-Making Process**

Following up on questions raised during the Board's self-assessment, members engaged in a review of the current decision-making sequence. Discussion noted that most decisions can be made by affirmation without a formal vote, but there is also a need for certain types of Board decisions related to bylaws, policies, and other formal roles to be able to be recorded as a vote. Members agreed there should be time for thoughtful decision-making, time to sit in the discomfort, and to try not to make decisions the same day a motion or idea is proposed.

Board members discussed the current use of a consensus process for most Board decisions. They recognized that there has not been clarity about the type of consensus the Board is using, which should include ability to stand aside or block decisions. There was broad acceptance of a modified consensus process (e.g. requires more than one block), but not broad understanding of how various consensus processes play out and what they require. Members also recognized the ultimate goal of using full consensus in both Board and Associational processes, since the Board wants to build a shared vision which integrates what everyone brings to the table. Discussion surfaced caution of the time that formal consensus can take, and asked whether the Board can maintain the discipline to focus consensus discernment time on the most critical areas. Discussion also noted that UU cultural process typically strives for consensus as conflict-avoidance until it is inconvenient, and then can switch to a voting process to overrule a minority opinion.

The Board affirmed its desire to continue to use and experiment with consensus in decision making, and identified the needs for further discussion of the shared values which are used as the basis for consensus decision-making and for greater definition of the details of the consensus process.



The decision-making sequence identified by the Board was as follows:

1. Lay out question and/or decision needed, including parameters, time frame and, context.
2. Participants ask clarifying questions.
3. Determine whether the decision will use consensus or voting (consensus is for value-based decisions); Moderator will lead this determination.
4. Discussion.
5. Straw poll or inquiry if the Board is ready to decide.
6. If ready to decide, proceed; if not ready, learn what is needed to get to decision-making and focus discussion there until straw poll shows participants are ready to decide.
7. Take consensus or vote.

The meeting took a break at 11:35 am and reconvened at 11:48 am.

#### EXECUTIVE SESSION

The Board entered into Executive Session for the purpose of considering appointments. Executive Session concluded at 12:40 pm, and the Board broke for lunch until 1:35 pm.

#### OPEN SESSION

The following items were reported out from Executive Session:

- Kathy Burek was appointed for a two-year term as the Financial Secretary.
- Denise Rimes and Manish Mishra-Marzetti were appointed to serve as Acting Co-Secretaries until February 11.
- The Board will follow up with the Nominating Committee and Appointments Committee to discuss process improvement for volunteer application, appointments, and nominations.
- A report from the Friday morning Executive Session was also provided (noted above).

#### **Foregone Income Policy**

Board members reviewed the draft foregone income reimbursement policy submitted by the Administration, to allow Board members to fully participate regardless of their economic status. Discussion agreed to add to the policy a statement of the expectation that Board members employed by UU congregations or organizations will be supported in their full participation in the Board, though they still are covered under the policy.





UUA staff members agreed to propose a budget limit for total foregone income reimbursement at an upcoming meeting. The Board agreed to determine what counts as a required event beyond Board meetings and GA. Members acknowledged the list of required events will include GA Planning Committee meetings for Board leaders/liaisons, with a more complete list still to be determined.

The Board unanimously approved the policy, to take effect once the budget limit and list of eligible events had been approved.

### **Bylaw Changes Approval**

The Board reaffirmed and formally approved putting on the GA business agenda the following items so that they could begin to be drafted:

- Social witness process rules
- Full fellowship

Members signed up for working groups to prepare for the April meeting, and agreed to check in on their progress at the February and March meetings:

- Revising Executive Limitations in governance manual – Greg Boyd, Susan Frederick-Gray, Tanner Linden, Latifa Woodhouse, Elandria Williams
- Adding job descriptions for secretary and financial secretary to governance manual – Patrick McLaughlin, Kathy Burek, Barb Greve
- Cost structure for attending non-Board meetings – Kathy Burek, Elandria Williams
- Preparation for annual budget consideration – Tim Brennan, Kathy Burek, Barb Greve, Elandria Williams, Carey McDonald, Susan Frederick-Gray
- Communications working group – Denise Rimes, Manish Mishra-Marzetti, Patrick McLaughlin, Latifa Woodhouse, Chelsea Hendrix, Barb Greve, Elandria Williams
- Plan Saturday morning theme conversations at GA and create study guide for attendees to take back to their congregations – Kathy Burek, Greg Boyd, Chelsea Hendrix, Carey McDonald, Barb Greve, Elandria Williams, GA Youth Deans
- Proposed bylaw revisions from elections working group – Manish Mishra-Marzetti, Elandria Williams, Carey McDonald

The Board affirmation its intention to offer online sessions before GA to introduce the theme, similar to ones the Board has led in the past. Discussion raised the possibility of offering webinars based on cohorts, to repeat one-time sessions, and to recruit facilitators who could help lead break out groups for GA theme conversations.

Participants and observers offered a brief personal checkout, and the meeting was adjourned at 2:50 pm



Respectfully submitted,

/s/ Carey McDonald

Recording Secretary



## Appendix 1 – Executive Session Discussion Points

- The UUA Board has actually been hard at work doing culture shift; there's a long-term narrative that "the Board is ineffective"
- Board has worked on shepherding, modeling and living into cultural shifts that move us towards greater inclusion and accountability
- Would like to see the Finance Committee coming back, the Board has not been able to devote enough time/energy to financial oversight
- Can we push our vision out to 3-5 years to articulate where we are going?
- Delighted to have abandoned Roberts Rules as the only way to conduct business, but would like to have a clear decision-making system that was respectful and inclusive but doesn't fall into the trap of not making decisions via a block on consensus
- What happened during the moderator conversation in October 2018 that prevented objections from being raised at that time, that then were difficult to address in January?
- GA2019 will help us decide where we are going
- Is the co-moderator structure working? We haven't been honest about our assessments, sometimes because of white fragility, and have gotten stuck being very inwardly focused
- Moved bylaw changes really well last year
- Disagreements can be a normal part of passionate conversation on a Board; is there a thing around nicety culture?
- Doing ok on fiduciary responsibility, but need to do more regular review of forecasts, profit and loss statement, etc. Glad there is financial training as part of this meeting
- The Board's decision-making process can be clear, but everyone doesn't always agree with the decision, then things get muddy
- People have a lot of demands on their lives, recognize they can't always prioritize Board work
- Board members have different senses of what's important, different senses of what constitutes trauma, and what our sense of priorities is
- This Board has been very intentional about not exacerbating the conflict between the Board and Administration, and interrupting it when it arises to choose a different path of collaboration
- It is ok that the Co-Mods don't always agree, but want to make sure they've discussed their opinions ahead of time; if they are discovering disagreements in real time, it's awkward for Board members who actually want to support the chair of the Board
- We haven't consistently followed through on the decisions we've made, e.g. reviewing executive limitation policies
- Conflict of interest has been an area of fiduciary responsibility where we have more work to do, glad we're talking about it but still need more agreement





- We chronically overestimate our capacity; the volunteer Board can't always do as much as it wants
- Staff are supportive of the Board in public and in private, and also try to be collegial at all levels
- Want to find more ways to be strategic partners between Board and administration in charting the path for the Association, evaluating tradeoffs and holding the big picture together
- Suggestion that the Board have a policy that it will not consider financial requests to be reviewed by the staff, which also helps independent groups know how to approach the UUA with funding requests
- Recognize we cannot fix or relitigate the past, including questions about how the BLUU funding decision was made (recognizing a few members of Board pushed for this specific process, not BLUU leaders)
- Need to make sure that information sharing is happening through the Board, different people get info at different times (e.g. some members knew DRUUMM would be coming with a funding request in October, but some found out during the meeting); but also do not want to spread rumors
- The Board has gotten better at getting good legal advice and then carefully considering it, not getting bound up in too much risk aversion
- Would like to have more detailed understanding about the programmatic changes underlying the budget in order to make decisions about it
- Need to be clearer on when we're using what decision-making process, consensus should be reserved for values-based issues and focus on which decisions we are able to agree on (Roberts rules instead focuses on "can we agree to a decision")
- Recognize that what happened at the beginning of trustees' experiences shapes what they focus on (deficits, BLUU decision, severance packages/resignation, etc.)
- The senior staff who sit with the Board can be differently impacted by process and decisions, want to recognize the power the Board holds over staff
- Hold the both/and of the fact that the Board acts on behalf of congregations between General Assemblies, but is not itself the congregations
- UUA leadership, volunteer and professional, can sometimes act like a small congregation where power moves relationally, and sometimes act like a huge corporation where power is used in a hierarchical corporate model
- The Board has recently tried to follow the bylaws to the letter, but sometimes completely disregarded them in years past, and need to be consistent if we want people to trust the Board's leadership

## Appendix 2 – Financial Training Observations and Questions

### Budgeting and forecasting

#### *Observations*

- Fiduciary duty is not limited to annual operating budget, has much more
- Thoughtful input from all UUA departments on the annual budget
- Mission-based budget analysis is really critical
- Budgets are great opportunities to clarify mission/vision, and fund what we believe in; budgets are policy documents and moral documents
- Budgets really are just plans, and we have the ability to change as we go
- Timeframes and decision points interact – you have more choices the further out you look
- Budgets are incremental – better to do strategic planning before budgets, not as a part of budgeting

#### *Questions*

- How is this budget advancing our priorities and our mission/vision? What is the incremental difference that we are making in progress?
- Is it balanced? Is it sustainable?
- Are there major changes in assumptions or forecasting (e.g. market performance, APF projections)?
- Look at the variance, have explanations – what’s driving the change?
- In quarterly forecasts, are changes based on short-term or long-term trends? They require opposite solutions to address, and staff can set up these analyses and our certainty

### Investments

#### *Observations*

- Need to look at issues beyond safety and return.
- For congregations, security of investments is important.
- We need to get the word out to congregations about the opportunity for investing in the UUCEF. Suggest an article in the *UU World*.
- Need to better explain the roles of the financial advisor, financial secretary, Treasurer & CFO, and Board.
- It would be helpful to have an example of the calculation of the allowable spending limit. This would help to understand how the spending policy formula works.

#### *Questions*

- Are we on a sustainable path? Do we hit the right balance of “intergenerational equity”?



- Are we profiting appropriately in keeping with our socially responsible investment strategy? Need to consider meet our ethical commitments.

### Auditing

#### *Observations*

- Understanding the work of the Audit Committee is important for a Trustee.
- Note that auditors are hired by and are accountable to the Board, not the Audit Committee
- Ensuring that the work of the Audit Committee is done timely and proficiently by those well versed in the subject matter is an important responsibility of the Board.
- The CFO/Treasurer is a large and complicated job that Tim has done extremely well and made it look easier than it is. We need to expect it to take some time for his successor to get fully up to speed!

#### *Questions*

- What recommendations were made by the Auditor in their presentation to the Audit Committee? (Whether related solely to changes in GAAP, regulations, or resulting from their Audit?)
- When was the most recent RFP for Audit services? How long has the Association utilized this Audit/CPA firm?
- What changes, if any, have been made in the financial control environment in the past year either as a result of systems, staff, reporting requirements or other key considerations?



## BOARD OF TRUSTEES SCHEDULE

- **Videoconference Meeting: February 11, 2019**  
8:00 p.m. - 9:30 p.m. (Eastern)  
Meeting URL: <http://zoom.us/j/985901272>  
Meeting ID: 985 901 272  
Join by Phone: +1 646-558-8656
- **Videoconference Meeting: March 11, 2019**  
8:00 p.m. - 9:30 p.m. (Eastern)  
Meeting URL: <http://zoom.us/j/614125629>  
Meeting ID: 614 125 629  
Join by Phone: +1 646-558-8656
- **Meeting: April 2019, Boston, MA**  
Friday, April 26—Saturday, April 27, 2019
- **Videoconference Meeting: May 13, 2019**  
8:00 p.m. - 9:30 p.m. (Eastern)  
Meeting URL: <http://zoom.us/j/596473699>  
Meeting ID: 596 473 699  
Join by Phone: +1 646-558-8656
- **Meetings: June 2019, Spokane, WA**  
Tuesday, June 18—Wednesday, June 19, 2019: Board of Trustees Meeting  
Wednesday, June 19—Sunday June 23, 2019: General Assembly  
Sunday, June 23, 2019: Board of Trustees Meeting
- **Meeting: October 2019, Boston, MA**  
Thursday, October 17—Saturday, October 19, 2019
- **Meeting: January 2020, Boston, MA**  
Friday, January 24—Saturday, January 25, 2020
- **Meeting: April 2020, Boston, MA**  
Friday, April 24—Saturday, April 25, 2020
- **Meetings: June 2020, Providence, RI**  
Tuesday, June 23—Wednesday, June 24, 2020: Board of Trustees Meeting  
Wednesday, June 24—Sunday June 28, 2020: General Assembly  
Monday, June 29, 2020: Board of Trustees Meeting

