



9:00 – 9:30	Check-In Without Observers	
9:30 – 9:45	Opening Worship	Andy Burnette
9:45 – 9:55	Call to Order, Welcome, and Introductions	Jim Key
9:55 – 10:00	Review Board Covenant	Jim Key
10:00 – 10:10	Approval of Consent Agenda	Jim Key
10:10 – 10:20	President's Report	Peter Morales
10:20 – 10:30	Moderator's Report	Jim Key
10:30 – 10:35	Vice-Moderator's Report	Susan Weaver
10:35 – 10:40	Secretary's Report	Rob Eller-Isaacs
10:40 – 10:55	Break	
10:55 – 11:15	Financial Advisor's Report	Larry Ladd
11:15 – 11:30	Treasurer's Report	Tim Brennan
11:30 – 12:00	Renewing the Covenant Task Force	Susan Ritchie
12:00 – 1:00	Lunch	
1:00 – 2:25	Finance Discussion	James Snell
2:25 – 2:50	Audit Committee	Sean Rush
2:50 – 3:05	Break	
3:05 – 3:50	Empowerment and Inclusion Working Group	Julian Sharp
3:50 – 4:10	Review Motions	Susan Weaver
4:10 – 4:15	Process Observation	Christina Rivera
4:15 – 5:30	Break	
5:30 – 6:30	Dinner at 24 Farnsworth	
6:30 – 7:00	Vespers	Patrick McLaughlin



9:00 – 9:15	Opening Worship	Rob Eller-Isaacs
9:15 – 10:45	Governance and Policies Working Group	Andy Burnette
10:45 – 11:00	Break	
11:00 – 11:30	Open UUA Committee	Dick Jacke
11:30 – 12:00	Journey Toward Wholeness Transformation Committee	Wendy von Courter
12:00 – 1:00	Lunch	
1:00 – 1:45	Linkage Working Group	Christina Rivera
1:45 – 2:30	Commission on Social Witness	Susan Goekler
2:30 – 3:00	Review of Executive Compensation Process	Rob Molla
3:00 – 3:15	Break	
3:15 – 4:15	Reimagining Governance Working Group	Susan Weaver
4:15 – 4:40	Review Motions Review Actions for April Board Meeting	Susan Weaver
4:40 – 4:55	Board Report	Rob Eller-Isaacs
4:55 – 5:00	Process Observation	Julian Sharp
5:00 – 5:05	Closing Words	Jim Key
5:05	Adjourn / Dinner on Your Own	

UUA Board of Trustees
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DRAFT - NOT YET APPROVED BY THE UUA BOARD.

MINUTES
BOARD OF TRUSTEES
UNITARIAN UNIVERSALIST ASSOCIATION

October 16 & 17, 2015

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held on Friday, October 16 and Saturday, October 17, 2015 in Boston, Massachusetts.

MEMBERS

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

MEMBERS

ABSENT: Dorothy Holmes.

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 9:50 AM on Friday, October 16, 2015. Board members and guests introduced themselves.

Susan Weaver moved and Andy Burnette seconded the motion to approve the consent agenda, which includes the meeting agenda. One item was removed – the proposed Ministerial Fellowship Committee changes. They will be discussed later. The consent agenda that was approved included the following motions:

Approved October 2015 Board agenda.

Approved UUA Board Minutes from June 23, 24, and 29, 2015

Approved 2016 General Assembly Registration Fees.

Accepted Monitoring Reports 2.5, 2.5.1, 2.7.2, 2.7.3, 2.7.4, and 2.3.

Accepted the Congregational Boundaries Working Group Report.

Acknowledged changes in the status of the following congregations:

- The First Universalist Society of Salem (MA) has merged with First Parish in Beverly (MA).
- All Souls Church UU (Durham, NC) has dissolved.
- Formerly: Comal County UU Society (New Braunfels, TX) Now Known As: UUs of New Braunfels.

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- Formerly: UU Society Daytona Beach Area (Ormond Beach, FL) Now Known As: UU Congregation Ormond Beach Formerly.
- Community Unitarian Church at White Plains (NY) Now Known As: Community UU.
- Congregation at White Plains Formerly: Northern Hills Fellowship (Cincinnati, OH) Now Known As: The Gathering at Northern Hills – UU.

The following reports were presented:

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

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

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 financial advisor's report focused on the Annual Program Fund.

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

FINANCE DISCUSSION – James Snell led a discussion on finance and Mary Katherine Morn, director for stewardship & development, thanked the board for their support of the Annual Program Fund, Friends of the UUA, Faithful Partners, and being members of the Legacy Society.

DISCUSSION OF APPOINTMENTS PROCESS – Michael Sallwasser led a discussion of ways in which the recruiting, appointments and lay leadership development process could be improved.

EMPOWERMENT AND INCLUSION BOARD TRAINING – Julian Sharp led us in this reflection and training.

PROCESS OBSERVATION

Christina Rivera shared process observations and at 4:29 Jim Key declared the meeting recessed until Saturday morning.

RECONVENED

Moderator Jim Key reconvened the board meeting at 9:08 AM on Saturday, October 17, 2015. Guests were introduced.

BLACK LIVES MATTER REPORT – Terasa Cooley shared results of a recent survey of UUs about their involvement in the Black Lives Matter movement.

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

DISCUSSION OF “FROM MEMBERSHIP TO COVENANT” – Moderator Jim Key shared thoughts about membership and covenant.

EMPOWERMENT AND INCLUSION WORKING GROUP REPORT – Julian Sharp shared information from this working group.

LINKAGE WORKING GROUP REPORT – Christina Rivera shared information from this working group.

DISCUSSION OF REQUEST FROM THE COMMISSION ON APPRAISAL – Nathan Hollister join the board via video technology to update everyone on the work of the COA.

EXECUTIVE SESSION

Michael Sallwasser moved and Susan Weaver seconded a motion to move into Executive Session for the purpose of considering appointments. Upon returning from Executive Session, Michael Sallwasser announced that Kimberly Johnson had been appointed to the Appointments Committee and Virginia (Ginger) Abraham had been appointed to the Commission on Appraisal.

PRESIDENTIAL EVALUATION PROCESS – President Peter Morales shared reflections on the process of presidential evaluation.

REIMAGINING GOVERNANCE WORKING GROUP REPORT – Susan Weaver shared information from this working group.

EMERGING CONGREGATIONS WORKING GROUP REPORT – James Snell shared information from this working group.

BOARD CALENDAR UPDATED – Additional dates were chosen for future board meetings and appear at the end of these minutes.

APPROVAL OF MOTIONS:

The Governance Working Group moved (therefore no second needed) that the Board of Trustees adopt the attached perpetual calendar.

Motion passed unanimously.

The Governance Working Group moved (thereby no second needed) that the Board of Trustees make the following changes to Policies 3.6 and 3.6.1:

UUA Board of Trustees
October 16 & 17, 2015
Policy 3.6 should read:

“The General Assembly elects the Moderator (CGO) and Financial Advisor. The Board elects the Financial Secretary, Vice Moderator, and the Secretary. The Board also appoints the Youth Observer(s), Recording Secretary, and the Treasurer of the UUA.”

Policy 3.6.1 should be deleted.

Motion passed unanimously.

Tim Atkins moved and Rob Eller-Isaacs seconded a motion that the Board of Trustees adopt the Section Three Procedures Document Version 4.0, as previously amended, and as attached.

Motion passed unanimously.

The Congregational Boundaries Working Group moved (thereby no second is needed) that the changes to Rules 16B and 21 of the Ministerial Fellowship Committee (“MFC”) Rules, as unanimously approved by the MFC on October 4, 2015, are adopted with the exception that the revision to Rule 21A changing the word “shall” to “may” is not approved, so that Rule 21A is approved to read in its entirety as follows:

A. The MFC shall give the minister notice and an opportunity to be heard before the MFC. The minister may submit any relevant material to the Committee and will be given copies of any documents upon which the Committee may rely. The minister will be invited to meet with the Executive Committee of the MFC and is expected to be accompanied by a UUMA Good Offices person in Final Fellowship. The Executive Committee shall also invite the ~~complainant person filing the complaint to consider meeting~~ **meet privately** personally with the Executive Committee, accompanied by an advocate designated by the Office of Ethics and Safety. The option to appear before the committee shall be in person or by secured teleconference software. The choice between such methods of appearance shall be ~~in~~ **at** the discretion of the invitee. The Executive Committee may determine that no further action is warranted, may propose to the full Committee a mutually agreed upon course of redress, or may determine that further investigation and a full Committee Fellowship Review is warranted.

Motion passed unanimously.

The Reimagining Governance Working Group and Communications Working Group moved (thereby not needing a second) that the board shall ensure that the Pilot GA 2016 Scholarship Program is well-defined in accord with the Board’s intent and that the availability of and eligibility for scholarship funds is communicated to congregations. The Reimagining Governance Working Group shall ensure a pre-GA webinar is available to ensure scholarship recipients understand the governance work of delegates at GA 2016 and relevant procedures.

Motion passed with one abstention.

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The Committees Working Group is charged with reviewing the roles and purposes of its Board and Association committee's structures, to discern the committee's roles in achievement of the Ends of the Association and the most meaningful and effective use of governance resources.

The Committees Working Group moves (thereby not needing a second) that the Committees Working Group and the Moderator continue discussing the role and structure of the General Assembly Planning Committee and the Board of Review with their chairs, asking:

- How do they understand and view the role of their committee in achieving the Ends of the Association?
- How is the current structure of the committee helpful in that role?

The goal of the conversation is mutual agreement on changes needed, if any, to the committees to ensure the Association is effectively using human and financial resources for governance.

Further moved, with a second by Susan Weaver, that the Committees Working Group and Moderator continue to discuss with the Commission on Appraisal and the Nominating Committee the number of members needed to effectively fulfill their responsibilities, and recommend to the Board by June 2016 any needed changes in the number of their members, for a bylaws vote at GA 2017.

Motions passed with one opposed and one abstaining.

PROCESS OBSERVATIONS – Michael Sallwasser provided process observations.

ADJOURNMENT

At 5:10 PM Moderator Jim Key shared closing words and declared the meeting adjourned.

Respectfully submitted,

/s/ Harlan Limpert
Clerk

BOARD OF TRUSTEES SCHEDULE

- **Trustee Orientation Session 3: *Linkage***
October 29, 2015
8:00 PM - 9:30 PM (Eastern)
- **Trustee Orientation Session 4: *Monitoring***
November 5, 2015
8:00 PM - 9:30 PM (Eastern)
- **Conference Call: November 2015**
November 19, 2015
8:00 PM - 9:30 PM (Eastern)
 - Meeting URL: <https://zoom.us/j/595209167>
 - Meeting ID: 595 209 167
 - Phone: (408) 638-0968 or (646) 558-8656
- **Conference Call: December 2015**
December 17, 2015
8:00 PM - 9:30 PM (Eastern)
 - Meeting URL: <https://zoom.us/j/685506825>
 - Meeting ID: 685 506 825
 - Phone: (408) 638-0968 or (646) 558-8656
- **Meeting: January 2016, Boston, MA**
Friday, January 22—Saturday, January 23
- **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

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- **Meeting: April 2016, Boston, MA**
Friday, April 15—Saturday, April 16
- **Conference Call: May 2016**
May 26, 2016
8:00 PM - 9:30 PM (Eastern)
 - Phone: (408) 638-0968 or (646) 558-8656
 - Meeting ID: 985 381 702
 - Meeting URL: <https://zoom.us/j/985381702>
- **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

UUA Board of Trustees
PERPETUAL CALENDAR
(updated 12/7/2015)

Policy	# of Policies & Sub-policies	Policy Title	Date of Last Monitoring Report	Accepted/Not Accepted	Method of Monitoring	Frequency	Whose Responsibility ?	Next Due to Board	Meeting at Which Item Is Reviewed By Board
1.0	10	Ends	12/24/2014	Accepted	Internal	Annual	Cooley	3/20/2016	April
1.0	10	Ends	12/24/2014	Accepted	Direct Inspection	Annual	Board	9/20/2016	October
2.0	1	Global Leadership Covenant	See subpolicies	See subpolicies	Internal	Annual	Limpert	See subpolicies	June (Global policy is addressed in subpolicies which have different due dates)
2.1	5	Treatment of People	12/20/2014	Accepted	Internal	Every 3 years beginning 2017	Limpert	12/20/2017	January
2.2	3	Treatment of Congregations	5/20/2013	Accepted	Internal	Every 3 years, beginning in 2016	Tayler	5/20/2016	June
2.3	1	Treatment of Staff	9/11/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Every 3 years, beginning in 2015	Molla	8/20/2018	October
2.4	9	Compensation and Benefits	10/1/2009	Accepted	Internal	Every 3 years, beginning in 2015	Molla	10/20/2015	January
2.5	2	Employee Benefits for UU Organizations	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Every 3 years beginning in 2015	Nugent	9/20/2018	October
2.6	5	Financial Planning and Budgeting	4/3/2015	Accepted	Internal	Every 2 years beginning in 2016	Brennan	4/2/2017	April
2.6.2	1	Assessment of Current Property Holdings	4/13/2015	Accepted	Internal	Every 10 years, beginning in 2013	Brennan	3/20/2023	October
2.7	1	Financial Condition & Activities	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	See sub-policies	Brennan	9/18/2016	October
2.7.1	1	Annual Audit	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Direct Inspection	Annual	Brennan	12/20/2016	January

UUA Board of Trustees
PERPETUAL CALENDAR
(updated 12/7/2015)

Policy	# of Policies & Sub-policies	Policy Title	Date of Last Monitoring Report	Accepted/Not Accepted	Method of Monitoring	Frequency	Whose Responsibility ?	Next Due to Board	Meeting at Which Item Is Reviewed By Board
2.7.2	1	Budget Oversight	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Annual	Brennan	9/20/2016	October
2.7.3	1	Gift Acceptance	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Annual	Brennan	9/20/2016	October
2.7.4	1	Real Property Transactions	9/18/2015	Needs to be voted upon at Oct 2015 meeting	Internal	Annual	Brennan	9/20/2016	October
2.7.5	1	Reporting of All Transactions	9/18/2014	Accepted	Internal	Annual	Brennan	12/20/2015	January
2.8	2	Asset Protection	12/19/2014	Accepted	Internal	Every 2 years, beginning in 2014	Brennan	12/20/2016	January
2.8.1		UU Identity in Professional Ranks	6/18/2015	Accepted	Internal	(What frequency did we agree upon?)	Cooley		
2.9	1	External Relations	10/12/2014	Accepted	Internal	Every 2 years, beginning in 2014	Limpert	7/20/2016	October
2.10	1	Emergency President Incapacity	2/20/2013	Accepted	Internal	Every 3 years, beginning in 2016	Limpert	2/20/2016	April
2.11	2	Election Practices	12/20/2014	Accepted	Internal	March of the year following election of Moderator or President (March 2018)	Limpert	3/20/2018	April
2.12	13	Communication & Support to Board	5/20/2013	Accepted	Direct Inspection	Annual	Limpert	3/20/2015	April
2.13	4	Implementation of the Business Resolutions of GA	(Checking status)	(Checking status)	Internal	Annual	Limpert	(Checking status)	April

UUA Board of Trustees
PERPETUAL CALENDAR
(updated 12/7/2015)

Policy	# of Policies & Sub-policies	Policy Title	Date of Last Monitoring Report	Accepted/Not Accepted	Method of Monitoring	Frequency	Whose Responsibility ?	Next Due to Board	Meeting at Which Item Is Reviewed By Board
3	1	Global Gov. Commitment	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.1	1	Governing Style	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.2	1	Board Job Description	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.3	1	Board & Bd Mbr Code of Conduct	x	x	Direct Inspection	Annual	Board	9/20/2015	October
3.4	1	External Relations	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.5	1	Agenda Planning	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.6	1	Elect of Officers & Officers Roles	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.7	1	Board Committee Principles	x	x	Direct Inspection	Annual	Board	12/20/2015	January
3.8	1	Cost of Governance	x	x	Direct Inspection	Annual	Board	3/20/2015	April
3.9	1	Board / General Assembly Relations	x	x	Monitored by the CGO	Annual	Board	3/20/2015	April
3.10	1	Board Need for GA Time	x	x	???	Annual	Board	???	
4.0	1	Board-President Linkage	x	x	Direct Inspection	Annual	Board	3/20/2015	April
4.1	1	Unity of Control	x	x	Direct Inspection	Annual	Board	3/20/2015	April
4.2	1	Accountability to the President	x	x	Direct Inspection	Annual	Board	5/20/2015	June
4.3	1	Monitoring Pres. Performance	x	x	Direct Inspection	Annual	Board	5/20/2015	June
4.4	1	Presidential Comp and Benefits	x	x	Direct Inspection	Annual	Board	5/20/2015	June

3.0 Governance Process

Policy: 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.

Policy: 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.

3.1 Governing Style

Policy: 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.

Procedures:

On any issue, the Board must insure that differing views are considered in making decisions, yet must resolve these into a single organizational position. Accordingly:

1. The Board will cultivate a collective responsibility. The Board, not the staff, will be responsible for the quality of governance. The Board will be the initiator of policy, not merely react to staff initiatives.
2. The Board's major policy focus will be on the intended long-term results both inside and outside of the Association.
3. Board members will prepare for and attend meetings, remain aware of policy-making principles, and respect roles. Although the Board can change its governance process policies at any time, it will observe them scrupulously while in force. The Board will address an issue only if the Board determines that the following criteria have been met:
 - A. A substantial portion of the Board believes that the issue deserves Board time;
 - B. The issue is the responsibility of the Board;
 - C. If the Board has dealt with the issue before, there is new information that compels reconsideration;
 - D. The focus of the issue is at a systemic level, and is not just a fix for a specific problem. If the issue is below the Board's broad policy threshold, the Board will seek to broaden the issue to include a class of related issues.

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4. Ongoing Board development will include orientation of new Trustees in the Board's governance processes.
5. The Board will allow no officer, individual or committee of the Board to hinder or be an excuse for not fulfilling its commitments.
6. The Board will monitor and discuss the Board's processes and performance at each meeting. Self-monitoring will include comparison of Board activity and discipline to policies in the Governance Process and Board-President Linkage categories, following the monitoring schedule in Appendix 3.A.
7. The work of the Board of Trustees on matters of public witness will be guided by the actions made by the General Assembly. This shall not preclude the Board from choosing to bear witness in a time of extraordinary circumstances. Accordingly, on matters of public witness regarding social concern, the Board will:
 - A. Call upon the elected leadership of our congregations to provide and safeguard the sacred space where Unitarian Universalists may discuss, better understand, and explore public policy in the light of UU principles and the individual's conscience.
 - B. Encourage our congregations to take a responsible role in bearing witness publicly to their faith in matters of social concern.
 - C. Support the work of the UUA President and staff to bear witness publicly, expressing the historic and theological grounding of UU positions on matters of public social concern.
 - D. Encourage the President of the UUA to provide prophetic leadership.
 - E. Encourage congregations to make use of the Social Witness process, which refers issues for study and statements of conscience to the larger Association, through the authority of the congregations meeting at the General Assembly.
 - F. Speak as the Board of Trustees of the UUA on matters of witness in our own work as an Association.
8. To be consistent with our commitment to the right of conscience and the democratic process and achieve a transparent and open process, the Board will:
 - A. Provide advance notice of dates and locations of regular business meetings, and make agendas, reports, and the previous meetings' minutes available prior to the meeting;
 - B. Provide avenues for comment on issues on the meetings' agendas;

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- 91 C. Accommodate observers at regular business meetings, and notify all participants
92 of recording and archiving policies.
93
- 94 D. Make documents submitted for consideration to the Board of trustees publicly
95 available, with the exception of documents distributed during or related to
96 business to be discussed in executive sessions.
97
- 98 E. Conduct its business in public, except when the Board decides by majority vote to
99 deal with the following kinds of matters in Executive Session:
100
- 101 i volunteer and staff personnel matters that are of a delicate nature
102
- 103 ii legal matters of which public discussion could be legally injurious
104
- 105 iii budget matters that involve such legal or personnel matters
106
- 107 iv property acquisition or disposition
108
- 109 v discussion of internal board relationships
110
- 111 vi business of the above nature involving a member society if the society
112 requests an Executive Session.
113
- 114 9. Any officer or trustee may initiate a request for an Executive Session. The first item of
115 business in any Executive Session shall be an explanation of the reason for the request,
116 after which the Board shall vote whether or not to remain in Executive Session.
117
- 118 A. Participants in Executive Session will be limited to Board Members, Youth
119 Observer(s), the Chief Operating Officer, the Program and Strategy Officer and
120 the Treasurer, Chief Financial Officer. The Board may vote to include others in
121 Executive Session where appropriate.
122
- 123 B. All meetings in executive session will close with a determination as to whether
124 the material is confidential and needs to be confidential.
125
- 126 C. The Executive Session may be ended at any time by majority vote.
127
- 128 D. Executive Sessions will be held to the minimum necessary under these guidelines.
129
- 130 10. Record and archive audio of business proceedings of the UUA Board, with the exception
131 of executive sessions, to be available to members of UUA congregations upon request.
132
- 133 11. Regularly hold meetings in sites other than Boston, to strengthen relationships with the
134 Association's Member Congregations and other Sources of Authority and Accountability,
135 and also to learn first-hand about vital interests of the Association.
136

3.2 Board Job Description

Policy: 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.

Procedures:

Accordingly, the Board has responsibility to:

1. Create and maintain linkage between the Board and the Sources of Authority and Accountability defined in Policy 3.0.
 - A. Linkage shall mean
 - i Formal, intentional dialogue with the Sources of Authority and Accountability for the purpose of understanding the Sources' values and the benefits the Association should produce
 - ii Connections with the Sources of Authority and Accountability that ensure the board governs accountably on their behalf.
 - B. In linking with any particular Source, the Board will listen to multiple voices.
 - C. The Board will collaborate with communities and organizations outside the Board in identifying the voices invited to speak on behalf of these Sources.
 - D. The Board will report on its linkage activities with these Sources, identifying not only the methodology but also the values discerned, and the impact of those values on Board actions.
2. Write policies that address organizational decisions and situations at the broadest levels:
 - A. Shared Vision (ENDS): Statements that express values identifying what benefit to whom and at what cost.
 - B. Leadership Covenant and Expectations: Established boundaries around both ethics and prudence within which all executive activity and decisions must take place.
 - C. Governance Process: How the Board conceives, carries out and monitors its own tasks.
 - D. Board-President Linkage: Promote right relationship between the President and the Board by defining and respecting the president's role, authority, and

accountability.

3. Assure operational performance by monitoring the structures, systems, and organizational performance, considering established policy, and examining and approving the operating and capital budgets before they are implemented.
4. Act as bold and faithful stewards of the resources of the UUA.
5. Obtain an annual audit of the Association's financial reports by a certified public accounting firm with experience conducting audits of organizations of comparable size, as overseen by the Audit Committee. The Audit Committee will then provide the Board with a written report, for publication on the UUA website, containing the key findings of the audit, including any finding of a serious accounting or management weakness. Upon receipt of the that report, the Board will meet with the chair of the Audit Committee to review the report and the auditing firm's credentials.
6. Promote and actively engage in the work of building an antiracist / antioppressive/multicultural institution.
7. Act in direct relationship with the General Assembly (GA).
 - A. Approve the GA site, participating in GA programs, and responding, as appropriate, to motions adopted by GA.
 - B. Review and affirm adoption of UUA Public Policy Statements, based on actions of previous General Assemblies.
 - C. In consultation with the General Assembly Planning Committee, make decisions about the allocation of excess funds generated from General Assembly activities. (q.v. Policy on GA Reserve Fund)
8. Vote to accept into membership or to terminate association membership of a congregation in accordance with UUA By-laws.
9. Appoint and empower Board committees and Board liaisons.
10. Ensure continuity of governance capability.

3.3 Board and Board Member Code Of Conduct

Policy: 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.

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Procedures:

1. Board members shall act in accordance with our covenant with each other.
 - A. We promise to:
 - i Show up with our best selves, intent on listening with openness and willingness to the voices in the room and those that are not.
 - ii Speak with an authentic voice, grounded in our lived experience, mindful of differing cultural interpretations and realities that are present.
 - iii Honor our duty to do the work of the board and to place anti-racism, anti-oppression, and multicultural accountability at the center of that work.
 - iv Recognize that each of us is fully human, with hurts and vulnerability, and the need to laugh and sing!
 - B. This covenant shall be read at the beginning of each board meeting.
2. Board Members must act in accordance with our covenant with member congregations. As Board members, our primary purpose is to serve our member congregations regardless of personal relationships with staff, affiliations with other organizations, or any personal interest.
3. Board Members must comply with Conflict of Interest (Appendix 2.J) and Whistleblower policies (Appendix 2.K).
4. Member Trustees covenant with each other to follow a practice of "Speaking with one voice". This requires that each Trustee has had reasonable opportunity to participate in the debate of the issues and opportunities before the committee or Board. However, once the Board makes a policy decision, and even if an individual Trustee does not fully support the Board's position, each Trustee agrees to act in alignment with that policy in the spirit of moving our organization ahead in accordance with our democratic principles.
 - A. If a Trustee finds that they cannot in good conscience adhere to this policy and covenant, then that Trustee bears the responsibility to consult with the Moderator or Vice-Moderator and determine an acceptable course of action.
5. Board Members shall not attempt to exercise individual authority over all or any part of the organization.
6. Board Member's interaction with the President or with staff must recognize that an individual Board member has no authority except when explicitly authorized by the Board.

7. Board Members shall not express individual judgments on the performance of employees of the President, except while participating in Board deliberation about whether reasonable interpretation of Board policy has been achieved by the President.
8. Board Members shall respect the confidentiality appropriate to issues of a sensitive nature.
9. Board Members will model UU values in our lives and in our roles as Trustees.
10. Board Members will provide leadership for UUA's stewardship and development efforts. Each Board Member is encouraged to:
 - A. Support the financial well being of the Association, including: pledges to his or her congregation, an annual contribution to the Friends of the UUA, and participation in capital campaigns.
 - B. Submit names of potential donors to the Stewardship and Development staff group;
 - C. Encourage his or her own congregation to attain the fair share contribution to the Annual Program Fund.
 - D. Promote testamentary giving through legacies and bequests.
 - E. Be knowledgeable about Association funding.
11. Board Members are expected to have completed anti-racism training including analysis and systems theory components. Such training will be arranged and offered prior to the January meeting of their first year as a Trustee. Participation in such training will be paid for, or reimbursed by the UUA, with prior approval of the CGO.
12. Individual Board Members will not engage in fundraising or public support of any candidate for national UUA office except within twelve months of the date of the election.
13. Each Board Member will annually certify in writing their knowledge of, and their agreement to honor, the contents of these Governance Process policies.

3.4 External Relations

Policy: 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.

Policy: 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.

Procedures:

1. The CGO [Chief Governance Officer] and President are the customary spokespersons for the UUA. A Trustee's interaction with the public, press, or other entities must recognize that no Trustee may speak for the Board except to repeat explicitly stated Board decisions.
2. Any Board member may be empowered and charged by the Board to be a Board representative in relationship with any group, and such empowerment, the charge and its responsibilities will be defined by the Board at the time of the assignment.
3. At events with organizations external to the UUA, Board members may represent the Board or the Association at meetings and events where such representation is deemed desirable and where the CGO has agreed to the representation. Board members should represent the Board and the Association at district and regional meetings whenever appropriate to their role as trustees. Board members are entitled to represent themselves as UUA Trustees at ceremonial events where the Board member deems such representation desirable. Board members must avoid any ambiguity about their representative role or authorization to speak for the Board of Trustees of the UUA.
4. For special electronic communications (e.g., the Board Facebook page), the CGO may appoint a trustee to post on subjects in which they have knowledge or expertise.
5. The Chief Governance Officer will appoint a trustee or trustees to write a brief letter to UU ministers and congregational presidents following each quarterly board meeting, to apprise them of important decisions the Board made at that meeting and vital issues it discussed. Such a letter will be signed by the Secretary on behalf of the Board.

3.5 Agenda Planning

Policy: 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.

Procedures:

1. Agenda planning will be completed during the first meeting of each fiscal year, and the agenda published with the minutes of that meeting. The agenda or work plan should look out at least 24 months.

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2. Agenda planning will include:
- A. Consultations with selected groups in the member congregations, or other methods of gaining member congregations input.
 - B. Governance education, and education related to Shared Vision (ENDS) determination, (e.g. presentations by futurists, demographers, advocacy groups, staff, etc.)
 - C. A consent agenda to help the Board deal with routine items as expeditiously as possible.
3. The agenda for each meeting is to be prepared by the Chief Governance Officer (Moderator). Suggestions for agenda items are solicited from Working Group conveners and committee chairs. Any Trustee may suggest items for the agenda. The tentative agenda will be sent to Trustees and posted on UUA.org at least two weeks prior to the meeting with all available supporting documents.
4. All monitoring events will be included on the agenda as reflected in the monitoring schedule in Appendix 3.A.
5. All recurring calendar events will be included on the agenda as reflected in the Recurring Events schedule shown in Appendix 3.B.
6. Individual meeting agendas will generally follow the format below:
- A. Welcoming and recognizing guests
 - B. Chalice Lighting
 - C. Approve agenda
 - D. Consent Agenda
 - i Operational (Moderator constructs).
 - ii May include Monitoring Reports motions.
 - E. Linkage to Member congregations and Board Communications
 - i Member congregation communication
 - ii Communication with the stakeholders and selected interested groups or constituencies in regard to Board's Annual Agenda.

F. Board Information

- i President's Report
- ii Moderator's Report
- iii Financial Advisor's Report.
- iv Any additional officer's reports.
- v Other topics in accord with the annual agenda to assist the Board in its work and governing capacity.

G. Policy Discussion, based and focused upon the annual plan of Board work.

H. Generative Work

I. Assurance of Operational Performance

- i Receipt of Monitoring Reports; Review of Trustee's personal analysis of the reports; Discussion of interpretations; Challenges to interpretation; Vote on compliance.
- ii New Operational updates / concerns
- iii Monitoring schedule
- iv Board self-assessment against Board means policies (according to the monitoring schedule)

J. Executive Session (if circumstances require)

K. Process Observations

L. Other issues that require board knowledge or action.

M. Announcements

N. Adjournment

3.6 Election Of Officers And Officer Roles

Policy: The General Assembly elects the Moderator (CGO) and Financial Advisor. The Board elects the Financial Secretary, Vice Moderator, and the Secretary. The Board also appoints the Youth Observer(s), Recording Secretary, and the Treasurer of the UUA

Procedures:

1. Youth Observer(s)

- a. The Youth Observers represent youth voices to the Unitarian Universalist Association Board of Trustees. The Youth Observers are charged with:
 - i. Participating in the business of the association as full board members, and bearing the same responsibilities and accountabilities as defined for trustees, excluding matters of voting.
 - ii. Attending four in person board meetings per year, including General Assembly, and participating in monthly board meetings via the internet, as well as working group assignments;
 - iii. Keeping abreast of board issues that affect Unitarian Universalist youth; and
 - iv. Remaining active and in good standing with a UU congregation.

2. Moderator

- a. The Moderator is the Chief Governance Officer (CGO) and is elected by the General Assembly. The CGO assures the integrity of the Board's processes and, secondarily, represents the Board to outside parties. Accordingly, the CGO is responsible for:
 - i. Ensuring that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - ii. Ensuring that the Board discusses only those issues that, according to Board policy, clearly belong to the Board to decide, not the President.
 - iii. Ensuring that deliberation is fair, open, and thorough, but also timely, orderly, and kept to the point.
- b. Nomination of Candidates for Moderator/CGO
 - i. Not later than 24 months before the beginning of a General Assembly at which an election for Moderator will be held, the Moderator Nominating Committee (MNC) shall issue a call for nominations, which must be received within two months.
 - ii. Not later than 19 months before the beginning of a General Assembly at which an election for Moderator will be held, the committee shall recommend to the board two or more possible candidates for Moderator. No member of the committee may be recommended as a candidate. Each candidate must give

written consent prior to being recommended. The names of recommended candidates who are not nominated by the board shall not be made public. The committee shall submit to the board background information on each recommended candidate, which shall be received by the board in confidence. No board member who is a recommended candidate shall receive the background information on any candidate. Individuals who normally attend executive sessions, per policy 3.1.9.E, shall be entitled to receive the MNC recommendations and background information, and to attend all sessions concerning the nomination of candidates for Moderator.

iii. The board shall interview one or more of the recommended candidates in executive session. No candidate who was recommended by the MNC or who intends to run by petition may be present during the interview of any other candidate, or in any other executive session held to discuss candidates for Moderator.

iv. As required by Section 9.5 of the Bylaws, the board shall nominate one or more candidates no later than February 1 of the year before the General Assembly at which there is to be an election for Moderator.

1. The following individuals may participate in Board deliberations but shall not be eligible to vote: the Secretary of the Board, the Trustees who serve on the Election Campaign Practices Committee, the President, and the Youth Observer.
2. The following individuals may participate in Board deliberations and shall be eligible to vote: the Moderator, and any Trustee who served as a voting member of or non-voting board liaison to the MNC.
3. Voting shall be by secret ballot in executive session, with procedures for voting and vote counting to be determined by the Secretary.
4. Voting shall be conducted using the “single transferable vote” method, with a ballot designed to permit the designation of first, second, third, etc. choice. At the conclusion of the vote counting, the two candidates with the highest number of votes shall be declared the nominees. However, if one candidate receives more than 75% of the first choice votes, then only that candidate shall be the nominee of the board. Furthermore, if two or more candidates for nomination are separated by less than one full vote, they shall be considered tied and the board shall take a second vote to break the tie.
5. The minutes of the executive session shall report only the names of the nominee(s).

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- 542 v. If a special election is to be held to fill a vacancy in the office of Moderator,
543 the procedures in this section 3.6.1.A shall be followed to the extent that time
544 permits. The Moderator Nominating Committee shall make its
545 recommendations to the Board no later than November 1 of the year before
546 the election.
- 547
- 548 c. The CGO is authorized to use any reasonable interpretation of the provisions in these
549 policies. The CGO may make decisions that fall within topics covered by Board
550 policies on Governance Process and Board-President Linkage, with the exception of
551 employment or termination of a President and situations where the Board specifically
552 delegates portions of this authority to others.
- 553
- 554 d. The CGO is empowered to chair Board meetings with all the commonly accepted
555 power of that position (e.g., ruling, recognizing).
- 556
- 557 e. The CGO has no authority to make decisions about policies created by the Board
558 within Shared Vision (ENDS) and Leadership Covenant and Expectations policy
559 areas. Therefore, the CGO has no authority to supervise or direct the President.
- 560
- 561 f. The CGO may represent the Board to outside parties in announcing Board stated
562 positions and in stating chair decisions and interpretations within the area delegated to
563 her or him.
- 564
- 565 g. The CGO may delegate CGO authority, but remains accountable for its use.
- 566
- 567 h. The CGO may create task forces or special committees to address or explore issues of
568 concern to the Association.
- 569
- 570 i. In the event of a vacancy, the CGO shall inform congregations of the vacancy.
- 571
- 572 3. Vice Moderator (Board Coordinator)
- 573
- 574 a. The Vice Moderator is elected by the Board. The role of the Vice Moderator/Board
575 Coordinator is to:
- 576
- 577 i. Assist with Board of Trustees agenda planning and scheduling of Board work.
- 578
- 579 ii. Participate in leading Board of Trustees meetings.
- 580
- 581 iii. Assumes the CGO role in the event of absence, death, disqualification,
582 resignation, or removal of the CGO.
- 583
- 584 4. Secretary
- 585
- 586 a. The Secretary is elected by the Board. The responsibilities of the Secretary of the
587 Association are defined in the Bylaws.

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- 588
589 b. In addition to these responsibilities, the Secretary shall:
590
591 i. Maintain the UUA Governance Manual, assuring that all policies will be
592 reviewed at least once in five years.
593
- 594 5. Financial Secretary
595
596 a. The Financial Secretary is elected by the Board. The responsibilities of the Financial
597 Secretary are defined in the Bylaws.
598
- 599 6. Recording Secretary
600
601 a. The Recording Secretary is appointed by the Board. The responsibilities of the
602 Recording Secretary are defined in the bylaws.
603
- 604 7. Treasurer
605
606 a. The Treasurer is appointed by the Board. The responsibilities of the Treasurer are
607 defined in the bylaws.
608
- 609 8. The process for selection of the Vice Moderator, the Secretary and Financial Secretary shall
610 be:
611
612 a. Each Board member shall be given the opportunity to stand for election as Vice
613 Moderator/Board Coordinator. A vote shall then be conducted to choose the Vice
614 Moderator.
615
616 b. The Executive Committee brings forward nominees for the Secretary and Financial
617 Secretary positions. A vote shall then be conducted to affirm or reject the
618 recommendations.
619
- 620 9. The process for appointment of the Recording Secretary and Treasurer of UUA shall be:
621
622 a. President recommends to the Board at least one candidate for each position.
623
624 b. Board discusses in Executive Session, and votes to affirm or reject the nominee.
625
626 c. Appointments announced.
627
- 628 10. The process for appointment of the Youth Observer(s) shall be:
629
630 a. The Office of Youth and Young Adults will run an election for the youth observer(s)
631 and will recommend appointment(s) to the Board.
632

- b. The Board discusses in Executive Session, and votes to affirm or reject the nominee(s).

3.7 Board Committee Principles.

Policy: 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.

Procedures

Accordingly:

1. Board committees are established to help the Board do its job and, in general, not to help or advise the staff. Some exceptions to this policy exist due to constraints placed on the Board by Bylaws, or because the Board is still in discernment (See 3.8 below for more information). Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will normally not have direct dealings with current staff operations.
 - a. Board members may serve on committees outside the Board, but only in their capacity as private individuals, and do not carry any Board authority in these roles.
 - b. Board members may serve on staff operational committees at the invitation of the President.
2. Board members may serve on General Assembly operational committees, at the invitation of those committees established by the General Assembly.
3. Except as specified by the Bylaws, Board committees may not exercise authority over staff. Because the President works for the full Board, the President shall not be required to obtain approval of a Board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a Board committee that has helped the Board create policy on some topic should take special care to represent the full Board's interest when monitoring organizational performance on that same subject.
5. Special committees will be used sparingly and ordinarily in an ad hoc capacity for specific short-term objectives or to carry out special tasks that will facilitate the work of the Board. Although the CGO may create special committees, the CGO will consult with the Appointments Committee regarding any appointments the CGO wishes to make.

6. This policy applies to any group that is formed by Board action, whether or not it is called a committee and regardless whether the group includes Trustees. It does not apply to committees formed under the authority of the President.
7. All members of Board-appointed committees are expected to have reasonable competence in the area of racism and oppression.
8. Each Board-appointed committee, including Working Groups, is charged with developing standards and processes for embodying the commitment to antiracism, anti-oppression and multi-culturalism in its work, and to develop a plan for the ongoing training and education of its members.
9. Unless otherwise specified by these policies or by the Bylaws or Rules of the Association, committee appointments are made for two-year periods, which can normally be renewed up to a maximum of 8 years of service. Terms begin at the close of the regular General Assembly in odd-numbered years. When considering possible reappointments of committee members, the Appointments Committee shall take into account the goal that committee membership should reflect the full diversity of the Association, as well as the need for each committee to have the full range of skills and experience necessary for its work.
10. Whenever a new committee is named, the Board shall develop a charge, including a statement of the committee's purpose and estimated duration, and monitor and address issues of committee performance.
11. Committees will not be reimbursed for committee expenditures beyond their approved budget, without prior approval by the Treasurer, the Financial Secretary, and the Moderator
12. If a Board-appointed committee finds that an individual member creates a working atmosphere that is unproductive, disruptive, or otherwise impeding effective committee functioning, the Appointments Committee urges the leader and members of that particular committee to speak candidly with the member whose behavior is problematic in order to identify desired changes. If the committee is not able to resolve the problem internally, the chair should contact the Chair of the Appointments Committee for help in resolving the problem.
13. Committee members must comply with the Association's Conflict of Interest Policy (Appendix 2.J, see Policy Section 2)
14. Committee members must comply with the Association's Whistleblower Policy (Appendix 2.K, see Section 2)

3.8 Board Committee Structure

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1. The Board has the responsibility for appointing and monitoring certain committees and entities. Section 7.1 of our Bylaws mandates the following board-appointed committees:
 - a. Executive Committee
 - b. Ministerial Fellowship Committee
 - i. The MFC has created sub-committees on candidacy that also require board appointments
 - c. Investment Committee of the Unitarian Universalist Common Endowment Fund, LLC (UUCEF LLC) [[Charge to the Investment Committee](#)]
 - i. The Bylaws of the UUCEF LLC specify the qualifications of members of the UUCEF Investment Committee, and further describe the specific responsibilities of the committee.
 - ii. The Board of Trustees appoints the members of the UUCEF Investment Committee and has other powers over the UUCEF LLC, as described in the Certificate of Organization, the Operating Agreement, and the Bylaws of the UUCEF LLC.
 - d. Religious Education Credentialing Committee [[Charge to the Religious Education Credentialing Committee](#)]; and
 - e. Audit Committee [[Audit Committee Charter](#)]
2. Additional board-appointed committees were created in response to General Assembly actions:
 - a. Open UUA Committee (Rule G-2.1)
 - b. Journey Toward Wholeness Transformation Committee (1997 Business Resolution)
 - c. Election Campaign Practices Committee (Rule G-9.13.10)
3. The Board itself has created the following entities:
 - a. Appointments Committee [[Charge to the Appointments Committee](#)]
 - b. Moderator Nominating Committee
 - i. Not later than 26 months before the beginning of a General Assembly at which an election for Moderator will be held, the board shall appoint a Moderator Nominating Committee to assist the board in carrying out its

responsibilities under Section 9.5 of the Bylaws and Section 3.6.2.B of these procedures. The committee shall consist of five members, including not more than two trustees.

- c. Committee on Socially Responsible Investing [[Charge to the CSRI](#)]
 - d. Retirement Plan Committee [[Charge to the RPC](#)]
 - e. Employee Benefits Trust [[Charge to the Health Plan Trustees](#)]
 - f. Council on Cross-Cultural Engagement [[Charge to the CCCE](#)]
4. The Board-appointed entities and committees identified in this policy should report to the Board no less than once a year. Each report should address the committee's performance against the committee charge, and demonstrate compliance with Procedure 3.7.8, which requires standards, processes and plans related to antiracism, anti-oppression and multi-culturalism. As reflected in policy 2.13 (Support to the Board), the Board will ensure that adequate staff support is provided to facilitate compliance with 3.7.8 and Open UUA guidelines. The Board shall consider and take appropriate action on committee recommendations.

3.9 Board / General Assembly Relations

Policy: Pursuant to the Bylaws, the Board shall act for the Association between General Assemblies.

Procedures:

1. Costs will be prudently incurred. The Board will ensure that its budget is properly included in the UUA budget by developing its budget in coordination with the budget cycle each year. The Board budget shall include:
 - a. Board training, including attendance at conferences and workshops.
 - b. An annual external financial audit and other third-party monitoring of organizational performance.
 - c. Surveys, focus groups, opinion analyses,
 - d. Operating and meeting costs of the Board, Board committees, Board appointed committees, and the elected Committees of the Association.
2. Only prudently incurred expenses related to volunteer service on behalf of the Board are reimbursable from the Association budget. The Board shall comply with all provisions of the Association's expense reimbursement policies that are applicable to volunteers who

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813 serve on committees. The staff may ask the Moderator to review and approve any
814 reimbursement request from a Board or committee member. The Audit Committee shall
815 designate a committee member to review the Moderator's expense reimbursements at
816 least twice a year, to ensure that they are in compliance with the Association's
817 reimbursement policies.
818

- 819 3. Candidates for President or Moderator who have been duly nominated in accordance with
820 Section 9.5 or Section 9.6 of the bylaws shall be entitled to be reimbursed by the
821 Association for reasonable expenses for registration, travel, meals and lodging for
822 attending the General Assemblies held one year prior to the election and in the year of the
823 election, and for regular meetings of the Board of Trustees held during the period
824 between the two General Assemblies, provided they remain candidates as of the time of
825 the General Assembly(ies) and the quarterly meeting(s) for which they seek
826 reimbursement. Each such candidate shall be provided a single booth space in the Exhibit
827 Hall at the General Assemblies held one year prior to the election and in the year of the
828 election. In no case is a candidate eligible for reimbursement for expenses incurred prior
829 to being nominated.
830
- 831 4. Candidates for Financial Advisor who have been duly nominated in accordance with
832 Section 9.4 or Section 9.6 of the bylaws shall be entitled to be reimbursed by the
833 Association for reasonable expenses for travel, meals and lodging for attending the
834 regular meetings of the Board of Trustees held in April and June of the year during which
835 the election of a Financial Advisor will be held.

836

UUA Board of Trustees
November 19, 2015

DRAFT - NOT YET APPROVED BY THE UUA BOARD.

**MINUTES
BOARD OF TRUSTEES
UNITARIAN UNIVERSALIST ASSOCIATION**

November 19, 2015

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was via video conference call on Thursday, November 19, 2015.

MEMBERS

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

MEMBERS

ABSENT: Rob Eller-Isaacs.

ALSO

PRESENT: Sean Rush (chair, Audit Committee), Tim Brennan, Olivia Calvi (youth observer), Caleb Leman (youth observer), Harlan Limpert, and observers.

Jim Key, Moderator, called the meeting to order at 8:00 PM EST on Thursday, November 19, 2015.

Sean Rush presented a report on behalf of the Audit Committee. The recent audit results indicated “Unqualified” or “Clean” opinion. The audit committee gave praise to Tim Brennan and the UUA’s finance team for handling of very complex real estate transactions and achieving an excellent audit.

Susan Weaver moved and Andy Burnette seconded a motion to accept the audit report. Motion carried unanimously.

After discussion of the General Assembly Planning Committees recommendation that the 2019 General Assembly be held in Spokane, Washington, Susan Weaver moved and Michael Sallwasser seconded a motion to approve their recommendation. Motion carried with a majority with three abstentions.

Moderator Key confirmed that the December 17, 2015 UUA board conference call using Zoom *would* occur with the Annual Program Fund being the primary topic. It will begin at 8:00 PM EST.

UUA Board of Trustees

November 19, 2015

Moderator Key adjourned the meeting at 8:59 PM EST.

Respectfully submitted,

/s/ Harlan Limpert
Clerk

BOARD OF TRUSTEES SCHEDULE

- **Conference Call: December 2015**
December 17, 2015
8:00 PM - 9:30 PM (Eastern)
- **Meeting: January 2016, Boston, MA**
Friday, January 22—Sunday, January 24
- **Conference Call: February 2016**
February 25, 2016
8:00 PM - 9:30 PM (Eastern)
- **Conference Call: March 2016**
March 24, 2016
8:00 PM - 9:30 PM (Eastern)
- **Meeting: April 2016, Boston, MA**
Friday, April 15—Saturday, April 16
- **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

UUA Board of Trustees

November 19, 2015

- **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

UUA Board of Trustees
December 17, 2015

DRAFT - NOT YET APPROVED BY THE UUA BOARD.

MINUTES
BOARD OF TRUSTEES
UNITARIAN UNIVERSALIST ASSOCIATION

December 17, 2015

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was via video conference call on Thursday, December 17, 2015.

MEMBERS

PRESENT: Tim Atkins, Greg Boyd, Rob Eller-Isaacs, Dorothy Holmes, Jim Key, Larry Ladd, Patrick McLaughlin, Peter Morales, Christina Rivera, and Susan Weaver.

MEMBERS

ABSENT: Andy Burnette, Michael Sallwasser, Julian Sharp, and James Snell.

ALSO

PRESENT: Tim Brennan, Mary Katherine Morn, Pat Grimm, Olivia Calvi (youth observer), and observers.

Jim Key, Moderator, called the meeting to order at 8:00 PM EST on Thursday, December 17, 2015.

Ladd presented a charge to a new task force to bring to the UUA Board of Trustees a recommendation on how and when to roll out a Congregational giving approach that will best sustain the Association into the future, with the core question being whether and how to replace the existing “per-member” formula with a formula based on ability to pay (% of budget). He expects to deliver a final report before General Assembly in June.

Moderator Key adjourned the meeting at 9:15 PM EST.

Respectfully submitted,

/s/ Harlan Limpert
Clerk

BOARD OF TRUSTEES SCHEDULE

- **Meeting: January 2016, Boston, MA**
Friday, January 22—Saturday, January 23
- **Conference Call: February 2016**
February 25, 2016
8:00 PM - 9:30 PM (Eastern)
- **Conference Call: March 2016**
March 24, 2016
8:00 PM - 9:30 PM (Eastern)
- **Meeting: April 2016, Boston, MA**
Friday, April 15—Saturday, April 16
- **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

UUA Board of Trustees

December 17, 2015

- **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

Memorandum

To: UUA Board of Trustees
Subject: President's Report
From: Peter Morales
Date: January 13, 2016



This report will highlights topics that are not covered in other parts of the agenda or in other reports.

Presidential transition

As you know, there is no time gap between the election of a new UUA president and that new president taking office. I recall celebrating our election victory with friends the night of the election and arising at dawn the following day for 7:00 a.m. breakfast with foreign guests.

I am determined to make next year's transition smoother for the entire Association. We are going to use the pro bono services of a retired business consultant to help ensure the best transition possible. I and my colleagues in the office of the president have had a couple of meetings already. One area of particular focus will be our fundraising. The changes to the Annual Program Fund and the Life's Calling campaign will both overlap into the next administration.

I have a meeting scheduled at the end of January with both candidates. The Board of Trustees will also play a key role in this transition. I will be working with Jim Key to coordinate our work.

Program and Strategy Officer

You have all heard of the resignation of Terasa Cooley, our Program and Strategy Officer. Terasa has played a key role in leading and coordinating our program staff groups.

While we are still assessing the organizational impact of her departure, we are not likely to fill her position. The staff groups that she has led have capable leadership that has excellent working relationships.

Entrepreneurial Ministry program

While we are meeting as a board, the third of four “intensive” sessions taking place over a two year period is being held in North Carolina. In August of this year the final session will be held in the Boston area.

From the beginning, the goal of this program was not to offer training for a couple dozen ministers, but rather to bring a culture of innovation and the skills of successful implementation to our ministers and other religious professionals. Soon the core team will begin an evaluation of this prototype and begin the work of making the learning available to all religious professionals.

Multi Faith outreach

The multi faith outreach program development has been proceeding steadily and quietly. We are looking to have a symposium in late spring that brings together leaders of several faith traditions who do innovative outreach. This is a high risk and potentially very high reward initiative.



Jim Key
UUA Moderator and
Chief Governance Officer

January 2015

Report to the UUA Board of Trustees

Congregational and other visits

October 22-23 – LREDA Annual Meeting Morristown NJ

November 6-7 – DPA Meeting, Boston MA

November 14-15 – Governance Workshop for Valley UU and preach,
Chandler AZ

November 22 – Town Hall meeting and preach at Eno River UU,
Durham, NC

January 14-15 – GAPC meeting, New Orleans LA

January 16-17 – Keynote at Trustee Day for Minneapolis and St. Paul
congregations', St. Paul MA

Narrative

The board will hear updates about the three initiatives I brought to the board in my October 2015 report: Larry Ladd will provide an update from the APF task force, Susan Ritchie will report from the Renewing the Covenant task force, and Susan Weaver will bring you up to date on the GA Delegate Scholarship initiative.

In other areas, Susan Weaver and I have been exploring ways to demonstrate a discernment process at GA Columbus that both explores a “big question” and provides linkage feedback. I have also been active with the GAPC, CSW, and staff planning ahead for GA 2017 in New Orleans with a social justice theme. Additionally, President Morales and I are planning on how we will integrate our interfaith guests into the General Sessions.

Vice Moderator's Report January 22, 2015

Tentative Agenda

The Ballou-Channing District has submitted the Business Resolution "Thanksgiving Day Reconsidered," which will be part of the congregational poll process under Rule G-4.18.3. (See Attachment 1.)

Proposed amendments to Rules and the Bylaws, as well as proposed Business Resolutions, may be submitted up to February 1.

Proposed Guidelines for Moderators of General Assembly Mini-Assemblies

Attached are guidelines proposed by legal counsel for strengthening the mini-Assembly process and ensuring consistency in the training of moderators. The Board will discuss and approve at the April Board meeting. (see Attachment 2.)

Procedural Rules

Attached are the proposed and adopted Procedural Rules for General Assembly 2015. We will be discussing and adopting in April Procedural Rules for GA 2016.

The Board has discussed both the value and challenges of discussion of unincorporated amendments in General Sessions. Legal counsel has suggested, if the Board would like to continue this procedural practice, that only unincorporated amendments that have more than 50% support in mini-Assemblies be reported in General Session, along with the actual straw poll results. This procedural change would not affect the AIW or CSAI processes as established in the bylaws. We will discuss in the April Board meeting; I attach the current version of the Rules now so that Board members have adequate time to review before April. (See Attachment 3.)

Attachment 1

Proposed Business Resolution for General Assembly 2016

THANKSGIVING DAY RECONSIDERED

WHEREAS the year 2020 marks the 400th anniversary of the arrival of the ship "Mayflower" in the region that is now known as New England

WHEREAS concern has been expressed by Native American tribal leaders, by human rights advocates, by environmental justice advocates, and by others, about the celebration of the 400th anniversary of the colonization of New England; and

WHEREAS several of the New England congregations that were established during the 1600s continue today as Unitarian Universalist congregations; and

NOTING the role of Unitarian Universalists in developing the holiday that is known as "the American Thanksgiving Day"; and

NOTING the desire of Unitarian Universalists to work for peace and justice for all of the world's people.

THEREFORE, BE IT RESOLVED that this General Assembly encourages all Unitarian Universalists to enter a time of education, careful reflection, and healing, for the years 2016-2021. We ask that special attention be given to the suffering, indignity, and loss that native peoples have suffered since the early 1600s; and

BE IT FURTHER RESOLVED that this General Assembly asks the President of the Unitarian Universalist Association to report to the 2017 General Assembly on national, tribal, and congregational plans for both the 400th anniversary of the "Mayflower" voyage and the 400th anniversary of the first harvest festival in Plymouth Colony; and

BE IT FURTHER RESOLVED that this General Assembly asks the President of the Association to work with congregations, districts, camps, and theological schools, to make recommendations for the Americans who wish to observe what is often called "the first Thanksgiving Day in America"; and

BE IT FINALLY RESOLVED that we encourage Unitarian Universalists to work with all of the religious groups that trace their religious roots to the Pilgrims and the Puritans. When we confront the past that we share with others, we ask for wisdom with charity as we try to better understand the people and the environment of the 1600s.

To prepare for the future, we must make peace with our past. As we approach the

Plymouth Colony quadricentennial dates, we ask for religious education programs that acknowledge the Radical Reformation and the religious Dissenters and Separatists of the 1600s. The story of religious Dissenters and Separatists is part of our Unitarian Universalist story and their influence is still with us. We ask for religious education programs that affirm the spiritual wisdom of Native American leaders. In today's world, we know that we are part of an interdependent web of all existence. With this awareness in mind, we ask for a time of truth and reconciliation for all Americans for the years 2016-2021.

GUIDELINES FOR MODERATORS OF GENERAL ASSEMBLY MINI-ASSEMBLIES

From the 2015 Delegate Guide

A Mini-Assembly is an opportunity for delegates to learn more about and to propose amendments to matters on the final agenda and to the proposed Actions of Immediate Witness admitted to the final agenda. In years when the selection of a Congregational Study/Action Issue is on the agenda, the Mini-Assembly is also an opportunity to work collaboratively with other delegates on ways to garner support for their issue. In years when a vote to adopt a Statement of Conscience is on the agenda, the mini-assembly is an opportunity to work collaboratively with other delegates to draft amendments. Mini-Assemblies save time in General Session and permit freer debate than General Sessions do. It is not possible to offer an amendment to a business resolution, bylaw change, rule change, or social witness statement during General Session debate if it was not submitted for consideration at the appropriate Mini-Assembly.

There is a Mini-Assembly scheduled for the bylaw and rule changes listed on the final agenda. All Mini-Assemblies are listed in the program. After a Mini-Assembly and before voting in a General Session, the Board of Trustees may incorporate proposed amendments into a business Resolution or a Bylaw, and the Commission on Social Witness may incorporate proposed amendments into a Statement of Conscience or an Action of Immediate Witness. For statements of Conscience, the Commission on Social Witness is required to report all amendments to the Assembly. The Commission on Social Witness may prioritize the amendments, including the order of their presentation at the amendment microphone in General Session. If you wish to modify the Statement of Conscience, plan to attend the entire Mini-Assembly and work collaboratively with other delegates to suggest amendments.

Purpose of the Mini-Assembly

Because there will be time on the floor of GA to discuss the pros and cons of proposed bylaw amendments, SOC's, and AIWS, all or substantially all of the time in Mini-Assemblies should be devoted to (a) describing the proposal and responding to questions concerning its meaning and intent, i.e., clarification; and (b) considering amendments to the proposed amendment. Mini-Assemblies tend to be less productive when the overall merit of proposed bylaw amendments, SOC's, or AIWS, is discussed as a group.

Suggested Attendees at Every Mini-Assembly

Historically, Mini-Assemblies have worked best when they are attended by a moderator; a proponent who can answer questions about the proposal; a person who is able to post a proposed amendment on a screen for all delegates to see; and legal counsel or CSW representative who can work with delegates to draft amendments.

Order of Proceedings at Mini-Assemblies

One approach that has been effective is to start the Mini-Assembly by having the Board/CSW/AIW proponent explain that proposal, and giving attendees the opportunity to ask questions of clarification. While this is occurring, people with proposed amendments _____ be working with legal counsel or a CSW representative to prepare amendments on amendment forms. No amendments should be considered unless the proponent has prepared a written amendment form so that it be posted on the screen so all Mini-Assembly participants may review it.

Divide the time remaining after questions to discussion of the proposed amendments. It probably makes sense to divide the time equally among the proposed amendments. So, if there is one hour left after questions, and there are four proposed amendments, allot 15 minutes to each amendment. At the end of discussion on each proposed amendment, take a non-binding straw vote on the amendment, and record the results. These straw votes are used by the Board and CSW in deciding whether to incorporate an amendment and how to prioritize discussion of amendments they decide not to incorporate.

Note: While only delegates are permitted to speak on the floor of GA, we have been more flexible in permitting non-delegates to speak at Mini-Assemblies if time permits. Moderators should exercise their discretion in permitting non-delegates to speak at Mini-Assemblies.

Offsite Delegates

Moderators should endeavor to call on off-site delegates as if they were on-site. In the past, off-site delegates have sometimes been forgotten; at other times, they seem to have gotten priority over on-site delegates. Neither is appropriate.

Conclusion

Remember, as moderator, you are in charge of the process of your Mini-Assembly.

Attachment 3

Rules of Procedure GA 2015

RULE 1. ORDER OF BUSINESS Consideration of and action upon items must proceed in the order set forth in the Final Agenda unless during the meeting that order is changed by majority vote.

RULE 2. MEANS OF VOTING So long as a quorum is present, action on any question, unless the Bylaws otherwise provide, will be decided in the first instance by an uncounted show of hands/voting cards and off-site delegate input. If the Moderator wishes a counted vote or if a delegate requests it and the Moderator determines that at least 99 of the other delegates join in the request, the vote must be counted. Except for Congregational Study/ Action Issues (Rule 11) and selection of AIWS for inclusion on the final agenda, no vote will be taken by written ballot unless the Assembly orders a written ballot by a two-thirds vote. Provided a quorum is present at each General Session, all matters submitted to a vote of the Assembly will be determined by the number of votes cast by delegates and Trustees voting on the matter. The required proportion of votes cast by delegates and Trustees to approve any action or resolution will be as set forth in the Bylaws or Rules or these Rules of Procedure.

RULE 3. MINUTES The Board of Trustees will approve the minutes of the General Assembly General Sessions, which will be prepared by the Recording Secretary in consultation with Legal Counsel.

RULE 4. PRESENTATION OF ITEMS The provisions of Rule 5 notwithstanding, the Board of Trustees and/or the Commission on Social Witness will, at their discretion, move the item as printed on the Final Agenda or move an amended version of the item.

RULE 5. AMENDMENTS Except for clarifying amendments, amendments to the main motion and motions to refer, table or to call the question will not be in order until there has been at least fifteen minutes of debate, if that much is needed, on the merits of the main question as moved. Amendments to a business resolution, a bylaw, a rule, an Action of Immediate Witness (AIW), or a proposed amendment must be submitted for consideration at the appropriate Mini-Assembly in order to be offered in the general session. No amendment or other change to any motion under consideration will be entertained unless it is submitted in writing on forms prescribed by the Moderator, who may, however, waive this requirement. Only the section of particular bylaws that are proposed to be amended may be amended during GA. The remaining text of a bylaw, which may have been printed for the convenience of the reader, may not be amended. The Moderator will determine whether a particular section of text is eligible for amendment.

RULE 6. TIME LIMITS The following time limits are imposed on all business transacted by the Assembly except as otherwise provided in these Rules for Actions of Immediate Witness, Congregational Study/Action Issues, and UUA Statement of

Conscience. If, however, there is no objection from the floor, the Moderator may grant minor extensions of time. Any time limits imposed by this rule may be extended by a two-thirds vote.

a) No person may speak on any motion for more than two minutes, and not more than once, so long as there are others who have not spoken who desire the floor, except that persons having special information may, with the permission of the Moderator, reply to questions.

b) Thirty minutes is allowed for discussion of any proposed bylaw or rule amendment, resolution, or action on a report that is on or admitted to the Final Agenda. Whenever possible, the discussion time will be equally divided between proponents and opponents through equitable recognition of speakers at microphones designated Pro and Con and off-site delegates.

c) A motion to call the previous question on the main motion shall not be in order if there are potential speakers at both Pro and Con microphones or in the off-site queue and the original or extended time for discussion has not expired. A motion to call the previous question is in order after the earlier of (a) 10 minutes of discussion concerning the amendment and (b) the absence of potential speakers at the pro and con microphones and in the off-site queue.

RULE 7. MICROPHONES

a) Pro and Con Microphones. Usage of the microphones designated “Pro” or “Con” and off-site “Pro” and “Con” queues is limited to statements in support of or in opposition to motions.

b) Amendment Microphone. Usage of the microphone or off-site queue designated “Amendment” is limited to presenters of motions and members of the Board of Trustees who may use the microphone only for:

1) making an amendment to a main motion or another amendment, provided the motion is otherwise in order;

2) using such additional time remaining under Rule 6, if any, to speak in support of the amendment; and

3) stating the Board of Trustees’ position at the outset of debate on those items on the Final Agenda on which the Board takes a position.

c) Procedure Microphone. All other matters must be brought to the Procedure microphone or offsite procedure queue.

RULE 8. COMMITTEE OF THE WHOLE At any stage of the meeting, the Moderator, without a vote of the Assembly, at his or her discretion from time to time may order the

meeting resolved into a Committee of the Whole or reconvened in regular Session. While the meeting is acting as a Committee of the Whole, the following Special Rule will apply: The Presiding Officer, without a vote of the Committee of the Whole, may permit reconsideration of any action taken by the Committee of the Whole and other departures of the Rules of Parliamentary Procedure if it appears to him or her that the work of the Committee of the Whole will thereby be expedited. When the General Assembly is reconvened, the only motion in order will be to adopt the recommendation of the Committee of the Whole. A motion recommended by the Committee of the Whole will not be subject to amendment, debate, or delay.

RULE 9. BUDGET MOTION Any motion concerning the 2015-2016 budget that is to be made at the time provided for such motions during the formal business sessions must be filed in writing in the Volunteer Office not later than 5:00PM Saturday. All such motions must provide for reductions in specific other categories of spending equivalent to the increase in spending recommended in the motion. Adoption of the motion requires a two-thirds vote.

RULE 10. RESOLUTIONS AND ACTIONS NOT ON THE FINAL AGENDA A Resolution or Action not on the Final Agenda may be considered only under the following circumstances:

a) under Bylaw Section 4.16(c), which permits the addition of Actions of Immediate Witness to the Agenda and consideration of non-substantive resolutions; and

b) under Bylaw Section 4.16(d), which permits the addition of Responsive Resolutions in response to a substantive portion of a report by an officer or committee reporting to the Assembly. The author of a Responsive Resolutions must notify the Moderator in writing of the title and content of his/her Responsive Resolution as soon as it is practical to do so, but not later than 6:00PM on Saturday for Responsive Resolutions based on reports delivered in general sessions 1 through 4. A resolution submitted to the Commission on Social Witness for consideration as an Action of Immediate Witness may not be submitted as a Responsive Resolution.

RULE 11. CONGREGATIONAL STUDY/ ACTION ISSUES Pursuant to Bylaw Section 4.12(a): In a year in which Congregational Study/Action Issue(s) are proposed, up to five Congregational Study/Action Issues may be presented to the General Assembly. A sponsor of a Congregational Study/ Action Issue determined by the Commission on Social Witness to be eligible for consideration will have two minutes to speak in support of obtaining the vote necessary to be selected as the Congregational Study/Action Issue referred for study. Following the presentation by the sponsors for all Congregational Study/Action Issues eligible for consideration, time will be provided for up to four additional statements of support for each Congregational Study/Action Issue. Persons wishing to speak shall use the microphone or off-site queue designated for the Congregational Study/ Action Issue for which he/she advocates.

After debate concerning the proposed Congregational Study/Action Issues, a written or electronic ballot, prepared by the Commission on Social Witness, will be used to receive the vote of the delegates and Trustees for which one of the Congregational Study/Action Issues will be referred for study. The Congregational Study/Action Issue receiving the highest number of votes among all Congregational Study/Action Issues shall be referred for study providing, however, that if no Congregational Study/Action Issue receives a majority of the votes cast, then a second vote shall be taken between the two Issues receiving the highest number of votes cast in the initial election.

RULE 12. UUA STATEMENT OF CONSCIENCE In a year in which a UUA Statement of Conscience is proposed, one hour will be allowed for debate. The Commission on Social Witness may recommend for Assembly approval by majority vote an amount of time for the Statement to be debated before amendments are in order. If no such recommendation is proposed and approved, no amendment shall be in order unless there has been at least 30 minutes of debate, if that much is needed, on the merits of the proposed UUA Statement of Conscience.

A motion to amend a proposed UUA Statement of Conscience is not in order in the General Session unless it first was presented to a Mini-Assembly as described in Rule 4.12.4. Up to twelve minutes will be allowed for the debate on an amendment. The Commission on Social Witness will have the discretion to prioritize the amendments including their presentation at the amendment microphone in General Session.

RULE 13. ACTIONS OF IMMEDIATE WITNESS

- a) The proposed Action of Immediate Witness must be in writing.
- b) A copy for posting at the Commission on Social Witness booth in the Exhibit Hall must be delivered to the booth in the exhibit area no later than 5:00PM Thursday, so that proposals may be made available for viewing prior to the filing deadline.
- c) The copy to be filed must have attached signatures showing the requisite delegate support specified in Bylaw Section 4.16(c)(3) and must be filed with the Commission on Social Witness in the Volunteer Office by no later than 5:00 PM Friday.
- d) The Commission on Social Witness will provide a summary of up to six proposed Actions of Immediate Witness that meet the criteria during Saturday morning's General Session.
- e) Each sponsor of a proposed Action of Immediate Witness determined by the Commission on Social Witness to be eligible will have two minutes to speak in support of obtaining a vote supporting the admission of the action to the agenda.
- f) Delegates and Trustees will vote by ballot for up to three AIWs that they would like to see added to the final agenda.

g) After the tellers count the ballots, the CSW chair will make a motion to add to the agenda each of the three proposed AIWs with the most votes. Those that receive a two-thirds vote are admitted to the Final Agenda for a vote at a subsequent General Session.

h) The motion to admit is not debatable and requires a two-thirds vote of support.

i) A motion to amend an Action of Immediate Witness is not in order in the General Session unless it first was presented to a Mini-Assembly, as described in Bylaw Section 4.16(c)(5). The Commission on Social Witness will have the discretion to prioritize the amendments including their presentation at the amendment microphone.

j) Up to twenty minutes will be allowed for debate, if needed, on each proposed Action of Immediate Witness admitted to the final agenda. No amendment shall be in order unless there have been at least twelve minutes of debate, if that much is needed, on the merits of the proposed Action of Immediate Witness.

k) Debate and voting on adoption of an Action of Immediate Witness will occur during General Session on Sunday. Adoption must be by two-thirds vote, as specified in Bylaw Section 4.16(c) (6). Proposed AIWs are not in competition with one another as are proposed Congregational Study/ Action Issues. Each of the proposed AIWs admitted to the Final Agenda may be adopted or rejected by the delegates & Trustees.

RULE 14. AMENDING THE RULES OF PROCEDURE These Rules of Procedure will be adopted by a two-thirds vote and may be amended, suspended, or repealed during the course of the Assembly only by a two-thirds vote, except for the preceding Rule 9, the amendment, suspension, or repeal of which requires a four-fifths vote.

RULE 15. PRECEDENCE OF THE BYLAWS AND RULES In the event of a conflict between these Rules of Procedure and the Bylaws or Rules of the UUA, the Bylaws and Rules of the UUA take precedence.

RULE 16. ADJOURNMENT The final business session of the 2015 General Assembly will be adjourned no later than 4:45 p.m. on Sunday, June 28.



Treasurer's Report to the Board of Trustees

January 22, 2016

**Tim Brennan
Treasurer & Chief Financial Officer**



Agenda

- FY16 2nd quarter forecast
- Audit: certification p. 70
- Spending policy: UUA assets, trust assets
- Facilities Condition Assessment (FCA)
- Reserve for major maintenance
- UU Common Endowment Fund, LLC
- Preliminary FY17 revenue forecast



2nd Quarter Forecast

- See p. 71 of packet
- Headline: projecting breakeven for the year
- APF projected to be 2.7% below budget, or \$180K
- Friends and other unrestricted gifts \$85K below budget
- Offset against contingency with \$90K remaining



Facilities Condition Assessment

- Systems: roof, windows, masonry, HVAC, pumps and flood protection, fire/safety, elevators
- \$3.1 mm needed 2016-2023
- Analysis updated each year
- Budgeted amount set aside in reserve account



UU Common Endowment Fund

- Transition to LLC January 2016
- New subscription agreements for 400+ accounts
- New agreements with 15 managers and several service providers
- Of \$174mm, 37 accounts representing \$1.9mm remain to be documented



UUCEF Investment Performance

Periods ending 12/31/15

	1 Month	1 Year	3 Years	5 Years
Gross return	-1.8%	-2.4%	4.4%	5.1%
Net return	-1.8%	-3.3%	3.4%	4.0%
Benchmark*	-1.2%	-1.4%	4.9%	4.7%

* *Weighted average of underlying benchmarks for each asset class*



Top Priorities

- Complete transition to LLC
- FY 17 budget
- Sabbatical – April through June 2016

Report of the UUA Task Force on Covenanting to the UUA Board

January 2016

Rev. Susan Ritchie, Convener
Kathy Burek
Rev. David Miller
Elizabeth Mount
Rev. Tandi Rogers
David Ruffin
Rev. Tom Schade

In October of last year, Moderator Jim Key charged the Task Force on Covenanting with imagining a future for our association in which congregations were not merely members of an organization, but related to the whole dynamically and organically: through covenants, that could be renewed periodically.

He also asked us to imagine the equivalent on the level of the local congregation, where rather than signing the relatively static membership book, people were related to the whole through a living, covenantal process.

In consultation with Moderator Key, we have seen the task force process consists of three phases: a “think tank” phase for imagining the possibilities; a phase for expanding the dialog by identifying stakeholders that need to be consulted or brought actively into the conversation; and finally a phase for developing specific recommendations to the board for bylaw and/or other institutional changes, along with pilot implementations.

We feel that we are nearing completion of the think tank part of our task.

This fascinating charge has caused us to rethink in a fundamental way what our association is, and what it might be.

According to our bylaws, Section C.2.2, “The Unitarian Universalist Association shall devote its resources to and exercise its corporate powers for religious, educational and humanitarian purposes. The **primary purpose of the Association is to serve the needs of its member congregations**, organize new congregations, extend and strengthen Unitarian Universalist institutions and, (finally), to implement its principles”. The first sentence of this section provides a very general mission. The first part of the second sentence describes a membership-service organization. The UUA is, of course, comprised of its member congregations.

We should not be surprised that an association that services the very entities that comprises it would develop tendencies to be focus on internal structures, bylaws, and parliamentary method. Nor should we be surprised that in such an atomistic model reifies the independence rather than interdependence of the congregations.

Noting this quickly leads to concerns not just of efficiency, but of justice.

Successful agents in this environment are likely to be experts in certain kind of very nuanced internal and long term conversations. Activists, persons in love with movements but not membership

organizations, and all non-congregational entities are frustrated if not actively repelled. Non congregational UU identity organizations will find it easy to claim independence over accountability in times of trouble; in times of aspiration they will become confused by the extraordinary effort necessary to gain institutional toe hold at the cost of doing their work in the world.

One of the earliest conversations that we had as a task force was wondering what would happen if we just replaced covenant with membership as the means of entering into the associational box. This did not satisfy us. We notice that a lot of implementations of covenant become static because they imagine covenant as the glue between members or member equivalents; missing is the theological connection with transforming power.

But what if we thought about the purpose of the association differently?

In the past, when we have spoken of transforming governance, we have often spoken of the problem of representation, as in, congregations are not well or fully represented by delegates at General Assembly. We often invoke, even if implicitly, a model roughly equivalent to American federal democracy to understand what it is we believed we wanted from representation, and why. Congregations require representation as certain kind of singular, inviolable ontological entities; the will of these entities must have a means of articulating their concerns and interests inside of the governance structure that purports to act in their interests.

But what if congregations are not important because they are contained entities, but because they are one of many ways of manifesting and incarnating a Unitarian Universalist mission in the world? What if they don't need representation so much as they already represent various expressions of mission?

We have gestured in this direction with

"Renewing the Covenant – Ends 1.1 and 1.2 state: Congregations and communities are covenanted, accountable, healthy, and mission driven. And, Congregations and communities are better able to achieve their missions and to spread awareness of Unitarian Universalist ideals and principles through their participation in covenanted networks of Unitarian Universalist congregations and communities.

But of course, if this is what we want congregations to be, we need the associational structure to support this desire.

We've had conversations in the past about which of our governance entities is responsible for the articulation of our mission. Our bylaws give this responsibility to the board, and yet our Presidents are usually elected on platforms with visions for the association that are necessarily related to mission. Meanwhile, we also leave it to the board to articulate the "ends" of the association, the President to interpret them, and the staff to operationalize them.

And yet all UU organizations, congregations, regions, cooperative housing units, seminaries, identity based groups, —any gathering of two or more in the name—are already all of these things. We all own mission; we are all owned by mission; we all attempt to operationalize the mission in different ways.

What, then, if our association is actually an alliance of mission partners, all related to each other by mutual and renewing covenants: radically interdependent, mutually accountable, flexible and dynamic.

But how to initiate such a large, adaptive transformation?

One small but significant step could begin with General Assembly in 2016.

The Transforming Governance team of the board has for several years now tried to model a more engaging and generative GA process by hosting conversations where delegates have been asked large questions about their idea, preferences, and inspirations regarding our governance system. This year the team has asked our Task Force on Covenanting to perhaps help supply some content and questions to this process, with the idea that we might solicit delegate feedback precisely on this question of how a transition from membership to covenant might work.

But what if we modeled a commitment to turn away from internal questions about governance, and instead brought mission to the fore in these conversations? We could begin with asking for a response to one of our larger ends statements.

In our research as a task force, we have been much inspired by the real world example of the American Baptist Church, USA, and especially how they have restructured their general assembly equivalent, their Biennial Summit. They made a commitment to do the minimal amount of institutional business in order to devote energy instead in the “Mission Summit.”

Here is how their own documents describe the Mission Summit:

The Mission Summit is the place and the time when American Baptists with diverse backgrounds, contexts and characteristics sit together, reflecting and discussing what this people of God can do in Christ's name in our world. The goal of the Mission Summit is to discern and articulate broad priorities for American Baptists for the upcoming biennium and beyond.

The Mission Summit consists of many dozens of smaller conversations, each conversation led by a trained facilitator. The conversations are grouped by three main categories—Leadership, Witness, and the Future. The conversations all begin with a question about what new shape mission requires in changing cultural circumstances. Just two examples from the 2013 conversations include:

“Can we discover new and innovative forms of church that are effective in light of today's multi-cultural and post-Christian realities?”

“Raising Up, Training, and Mobilizing Lay Leadership needs a new look. How can all God's people, each of whom has been given spiritual gifts, discover their giftedness and engage in active ministry in their communities?”

The facilitators of the conversations report on them to a group known as the Mission Table. “The Mission Table,” which consists of representatives from the churches but also all mission partners (including seminaries, related organizations, etc..) is charged with collecting and refining the results of the Mission Summit, so that all mission partners can take the mission charge home to refine their own work. The Board and the Staff then, are also charged with looking to implement the mission as refined by the Mission Table.

And so, a very accessible first step would be to construct GA conversations along this model.

In terms of further steps, we might take, we can imagine at GA—but also through as many other vehicles as possible—inviting congregations and any potential mission partners-- to enter into a multi-party covenants with each other, with General Assembly, with the Board, with the President and Staff.

We can imagine this covenant would include each entity's statement of how they are living their understanding of their UU mission, and how they pledge to both support the larger movement's missional commitments, both by affirming the mission but by also participating as possible in as many opportunities for mutual clarifying and expanding the understanding mission. All parties could suggest changes to the covenant, and it would be understood that some mission partners might enter into the covenant for limited periods.

In science language, this would look like measuring the velocity (the enactment of missional work, behavior) of the particles (congregations and communities), whereas we have previously been measuring the position periodically (congregation with a mailing address and membership).

The Mission Summit might be the paradigm for these covenant creating conversations, but they could should take place everywhere-in regions, clusters, congregations, identity groups, and related organizations.

Initially these covenants could simply run alongside the existing relationships as spelled out in the bylaws, but obviously, we are also imagining a redefinition of the purpose of the association, and we can easily see recommending that eventually, the covenanting relationship replace membership.

A next step could be to look into how to develop a parallel process for congregations, whereby rather than recruit members, they invite persons to affirm and rearticulate their mission through the vehicle of covenanting and recovenanting on a regular basis.

The Task Force considers it an honor to participate in these engage and important questions; thank you for this opportunity; we are eager for continued conversation.

*Finance Agenda
UUA Board of Trustees
January 22, 2016*

1. Treasurer's report (Designated time)
2. Review Income Forecast 2017 (Treasurer Report)
3. Review and assess the current year's first quarter performance compared to budget
4. Consider Investment Committee recommendation spending be adjusted downward given market conditions and the long-term outlook. Reference memo "UUA Endowment Spending Policies."
5. Consider the following motion from Treasurer Tim Brennan:

"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."
6. Consider proposed policy regarding unrestricted bequests:

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."

Peter Morales, President, and Timothy Brennan, Treasurer and Chief Financial Officer, individually certify that:

1. Each of us has reviewed the audited Financial Statements of the Unitarian Universalist Association for fiscal years 2015 and 2014;
2. Based on our knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact;
3. Based on our knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the Association as of, and for the period presented in this report;
4. We have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Association's auditors and the audit committee of the UUA Board of Trustees:
 - (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting; and
 - (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: January 8, 2016



Peter Morales
President



Timothy Brennan
Treasurer & Chief Financial Officer

	C	D	E	F	G	H	I
2	Unitarian Universalist Association	FY14	FY15	FY16	FY16	FY16	Percent
3	Budget Overview	Results	Results	Budget	1Q16 Fcst	2Q16 Fcst	Inc/(Dec)
4	Current Operations						G to H
5							
6	\$ in Thousands						
7	Income:						
8	Income for General Support						
9	Annual Program Fund	6,657	6,532	6,734	6,734	6,554	-2.7%
10	Annual Program Fund - Regional	0	0	700	575	490	-14.8%
11	Unrestricted Gifts	1,437	1,333	1,350	1,350	1,236	-8.5%
12	Bequest Income	698	450	500	500	500	0.0%
13	Administrative Fees	2,007	2,037	2,335	2,302	2,334	1.4%
14	Investment Income	2,293	3,288	3,905	3,148	3,148	0.0%
15	Other Current Fund Income	2,595	2,600	1,938	3,571	3,630	1.7%
16	Total Income for General Support	15,688	16,241	17,462	18,180	17,892	-1.6%
17							
18	Income for Designated Purposes						
19	Campaign Income	698	1,774	1,487	1,501	1,483	-1.2%
20	UUCSR Veatch Grants	2,207	2,320	2,304	2,354	2,354	0.0%
21	Grants and Scholarships	927	1,086	1,026	1,026	1,026	0.0%
22	Ministerial Aid Funds	531	543	484	484	484	0.0%
23	Holdeen and International Trusts	1,448	1,940	1,698	1,713	1,981	15.6%
24	Income for Other Purposes	835	951	1,114	1,108	1,304	17.7%
25	Total Inc for Designated Purposes	6,645	8,614	8,112	8,186	8,632	5.5%
26	Total Income	22,333	24,854	25,574	26,366	26,524	0.6%
27							
28	Expenses:						
29	Board & Volunteer Leadership	568	550	494	526	527	0.2%
30							
31	Programs:						
32	Program and Strategy Office	899	803	805	805	812	0.9%
33	Multicultural Growth and Witness	1,242	1,217	1,130	1,132	1,209	6.7%
34	International Programs	1,367	1,770	1,525	1,574	1,911	21.5%
35	Congregational Life	2,912	2,969	3,809	3,662	3,622	-1.1%
36	Ministries and Faith Development	4,864	4,824	4,968	4,906	4,927	0.4%
37	UU Funding Program	1,207	1,320	1,254	1,329	1,329	0.0%
38	Crisis Relief & Misc. Programs	401	60	53	53	113	112.8%
39	Communications	2,733	2,654	2,748	2,743	2,771	1.0%
40							
41	Total Programs	15,624	15,617	16,292	16,203	16,693	3.0%
42							
43	Administration	1,626	1,211	1,462	1,425	1,515	6.3%
44	Contingency/Salary Increase	22	0	687	687	345	-49.8%
45							
46	Infrastructure						
47	Stewardship and Development	2,343	1,920	2,097	2,157	2,095	-2.9%
48	Information Technology Services	1,419	1,443	1,485	1,485	1,502	1.2%
49	Internal Services	1,874	4,105	3,306	4,089	4,098	0.2%
50	Total Infrastructure	5,636	7,468	6,888	7,731	7,695	-0.5%
51							
52	Total Expenses	23,476	24,846	25,824	26,571	26,774	0.8%
53							
54	Depreciation Spending	0	0	250	250	250	
55							
56	Current Section Excess/(Deficit)	(1,143)	8	0	45	0	
57							

	D	E	F	G	H	I	J
1	Unitarian Universalist Association	FY14	FY15	FY16	FY16	FY16	Percent
2	Forecast Summary	Results	Results	Budget	1Q16 Fcst	2Q16 Fcst	Inc/(Dec)
3	Current Operations Expenses						H to I
4							
5	\$ in Thousands						
6	Income:						
7	Income for UUA General Support						
8	Annual Program Fund	6,657	6,532	7,434	7,309	7,044	-3.6%
9	Unrestricted Gifts	1,437	1,333	1,350	1,350	1,236	-8.5%
10	Bequest Income	698	450	500	500	500	0.0%
11	Administrative Fees	2,007	2,037	2,335	2,302	2,334	1.4%
12	Endowment Income	2,254	3,052	3,148	3,148	3,148	0.0%
13	Lease Income	0	318	757	1,579	1,585	0.4%
14	Investment Income	39	(82)	0	0	0	N/A
15	Other Current Income	2,595	2,600	1,938	1,992	2,045	2.7%
16		15,688	16,241	17,462	18,180	17,892	-1.6%
17	Income for Designated Purposes						
18	Campaign Income	698	1,774	1,487	1,501	1,483	-1.2%
19	Veatch Grants	2,207	2,320	2,304	2,354	2,354	0.0%
20	Grants and Scholarships	927	1,086	1,026	1,026	1,026	0.0%
21	Ministerial Aid Funds	531	543	484	484	484	0.0%
22	Holdeen & International Trusts	1,448	1,940	1,698	1,713	1,981	15.6%
23	Income for Other Purposes	835	951	1,114	1,108	1,304	17.7%
24		6,645	8,614	8,112	8,186	8,632	5.5%
25	Total Income	22,333	24,854	25,574	26,366	26,524	0.6%
26							
27	Board & Volunteer Leadership						
28	Board of Trustees	249	221	166	186	188	1.1%
29	Board Committees	102	101	109	109	110	0.9%
30	Board Task Forces	8	7	4	4	4	0.0%
31	Moderator	26	28	26	26	24	-7.8%
32	Nominating Committee	21	27	19	19	19	0.0%
33	Commission on Appraisal	26	20	19	31	31	0.0%
34	Ministerial Fellowship Committee	111	119	121	121	121	0.0%
35	Commission on Social Witness	24	29	30	30	31	0.0%
36	Total Board & Volunteer Leadership	568	550	494	526	527	0.2%
37							
38	Programs:						
39	Program Strategy Office (former Growth Strategies)	899	803	805	805	812	0.9%
40							
41	Multicultural Growth and Witness	1,242	1,217	1,130	1,132	1,209	6.7%
42							
43	International Office	233	230	205	204	213	4.4%
44	Holdeen International Partners	139	143	161	161	165	2.5%
45	Holdeen India Program	686	1,101	845	890	1,213	36.4%
46	UU-UNO	310	296	315	318	319	0.3%
47	Total International	1,367	1,770	1,525	1,574	1,911	21.5%
48							
49	Congregational Life						
50	Congregational Life	2,633	2,756	2,495	2,356	2,359	0.1%
51	Southern Region	0	0	1,237	1,228	1,185	-3.5%
52	Office of Congregational Stewardship Services	278	213	78	78	78	-0.4%
53	Total Congregational Life	2,912	2,969	3,809	3,662	3,622	-1.1%
54							
55	Ministries and Faith Development						
56	Resource Development Director	131	139	153	153	153	0.0%
57	Resource Development Office	624	507	471	476	477	0.2%
58	Youth and Young Adult Ministries	442	528	588	592	596	0.6%
59	Director of Ministries and Faith Development	569	364	400	400	405	1.1%
60	Director of RE Credentialing	96	70	100	100	102	2.5%
61	Director of Ministerial Credentialing	208	200	192	192	193	0.6%
62	Director of Transitions	343	334	315	315	316	0.4%
63	Office of Church Staff Finances	572	592	657	648	652	0.6%
64	Office of UUA Health Plan	195	240	239	230	231	0.5%
65	Director of Professional Development	158	193	190	190	191	0.6%
66	Scholarships and Ministerial Ed Grants	328	350	350	349	349	0.0%
67	Continuing Education	48	65	85	100	85	-15.3%
68	Aid Funds	597	606	577	509	552	8.3%
69	Panel on Theological Education	552	634	651	651	625	-4.0%
70	Total Ministries and Faith Development	4,864	4,824	4,968	4,906	4,927	0.4%

	D	E	F	G	H	I	J
1	Unitarian Universalist Association	FY14	FY15	FY16	FY16	FY16	Percent
2	Forecast Summary	Results	Results	Budget	1Q16 Fcst	2Q16 Fcst	Inc/(Dec)
3	Current Operations Expenses						H to I
71							
72	UU Funding Program	1,207	1,320	1,254	1,329	1,329	0.0%
73	Crisis Relief & Misc. Programs	401	60	53	53	113	112.8%
74							
75	Communications						
76	IPW Office	500	349	382	379	378	-0.1%
77	Periodicals Office	960	952	975	975	977	0.2%
78	Publications Administration	504	526	567	568	572	0.6%
79	UUA Bookstore	769	827	823	821	844	2.7%
80	Total Communications	2,733	2,654	2,748	2,743	2,771	1.0%
81							
82	Total Programs	15,624	15,617	16,292	16,203	16,693	3.0%
83							
84	Administration						
85	Office of the President	460	500	557	557	573	2.9%
86	Office of the Executive Vice President	651	331	409	384	396	3.1%
87	Contingency Expense	22	0	433	433	91	-79.0%
88	Salary Increase	0	0	254	254	254	0.0%
89	Human Resources	514	379	496	484	545	12.7%
90	Total Administration	1,648	1,211	2,149	2,112	1,860	-11.9%
91							
92	Infrastructure:						
93	Stewardship and Development						
94	Vice President, Development	288	59	51	51	52	1.1%
95	APF Campaign	291	270	367	367	351	-4.3%
96	Friends Campaign	414	291	353	373	316	-15.3%
97	Charitable Gift and Estate Planning	140	154	175	175	176	0.5%
98	Comprehensive Campaign	1,210	1,146	1,151	1,191	1,201	0.8%
99	Total Stewardship and Development	2,343	1,920	2,097	2,157	2,095	-2.9%
100							
101	Information Technology Services	1,419	1,443	1,485	1,485	1,502	1.2%
102							
103	Internal Services:						
104	Finance						
105	Treasurer and Vice President of Finance	529	381	387	382	376	-1.6%
106	Financial Services	601	615	635	651	655	0.5%
107	Total Finance	1,130	996	1,022	1,033	1,030	-0.3%
108							
109	Facilities						
110	Facilities - General	78	(0)	0	0	0	N/A
111	25 Beacon Street	(27)	0	0	0	0	-100.0%
112	41 Mt Vernon Street	(7)	29	0	0	0	N/A
113	Eliot & Pickett House	416	0	0	0	0	N/A
114	24 Farnworth Street	284	2,706	2,285	2,525	2,492	-1.3%
115	Building Investment	0	373	0	531	576	8.5%
116	Total Operations Services	743	3,108	2,285	3,056	3,068	0.4%
117							
118	Total Internal Services	1,874	4,105	3,306	4,089	4,098	0.2%
119							
120	Total Infrastructure	7,284	8,678	9,037	9,842	9,555	-2.9%
121	Total Expenses	23,476	24,846	25,824	26,571	26,774	0.8%
122							
123	Depreciation Spending	0	0	250	250	250	
124							
125	Current Section Excess/(Deficit)	(1,143)	8	0	45	0	
126							

FY 16 2nd Quarter Budget Variance Analysis

Summary

The variance analysis describes the key differences between the first quarter Fiscal Year 2016 budget forecast and the second quarter forecast. At this time, we are forecasting a breakeven outcome for the year. Overall both income and expenses are within 1% of budget. The principle factor driving changes from the earlier forecast is a reduction in expected income from APF and from unrestricted gifts. This is offset by a reduction in the contingency and savings from unfilled staff positions.

Variances from 1st Quarter Forecast to 2nd Quarter Forecast

Overall income – up 0.6%

Annual Program Fund – down 2.7%

Based on year-to-date results and our current projections, we are reducing the APF forecast to \$6,550,000, \$180,000 lower than the first quarter forecast. While the APF program has been strengthened considerably, including more staff resources and Board support, given the nature of congregational budget cycles, the benefit of these changes will likely not be seen until next year.

Annual Program Fund - Regional – down 14.8%

This line reflects APF revenue in support of the Southern Region's operations, or what used to be paid for through district dues. The \$85,000 shortfall will be covered through expense reductions and/or drawing on Regional reserves. There is no bottom line effect for the UUA.

Unrestricted gifts – down 8.5%

The Friends program got off to a slow start in FY 16. We are nevertheless projecting an increase over FY15, but growth expectations in the budget are tempered based on time remaining in the year.

Holdeen and International Trusts – up 15.6%

This represents the payout from the Holdeen Trusts, managed by Wells Fargo. In addition, we have received additional grants from the Ford Foundation and Hivos, a Dutch foundation, to support Holdeen partner organizations in India. This is reflected as additional Holdeen Trust income and offset by an increase in HIP grants.

Income for Other Purposes – up 17.7%

The increase is the result of a mis-posting of split interest agreements from previous campaigns that will be corrected in the next quarter.

Overall Expenses – up 0.8%

Multicultural growth and witness – up 6.7%

Primarily the effect of \$69K in grants for Black Lives Matter and other social justice activities funded by a major donor.

International – up by 2.0%

Additional grants through the Holdeen India Program funded by the Ford Foundation and Hivos.

Crisis relief and miscellaneous programs – up 112.8%

A large percent increase, but only \$60,000. This is funding for a Simmons College scholarship funded through a restricted gift.

Administration – up 6.3%

Primarily due to increased health insurance costs and executive search expenses.

Contingency/Salary Increase

Contingency is set in the by-laws as 3% of unrestricted income. The FY 16 contingency has been reduced from \$433K to \$91K to offset the lowered income projections.

Stewardship and Development – down 2.9%

Reflects budgeted staff positions that are currently open.

Stewardship & Development

Income Forecast FY 2017

	Show Variance to:				
	FY 15 Actual	FY 16 Q2 Fcst	FY 17 Preliminary Fcst	Q2 +/- From to FY16	Notes
Fundraising (Unrestricted)					
41110 Annual Program Fund Cong. Support	6,531,799	7,056,277	7,250,000	193,723	
<i>APF (National)</i>	6,531,799	6,550,000	6,750,000	200,000	Continuing to work through strategy to achieve a \$200k increase over current year
<i>APF (Regional - cc 441)</i>	n/a	502,000	500,000	-2,000	This line is for Cong Life to submit; reduced by Ken (per Heather)
<i>APF UUCEF Dist</i>	n/a	4,277		-4,277	From UUCEF: Jason will fill in if applicable
41140 Unrestricted Gifts	1,333,060	1,235,730	1,451,130	215,400	
<i>Friends</i>	979,512	1,054,500	1,266,130		Conservative projections from new direct mail vendor
<i>Other Unrestricted</i>	353,548	181,230	185,000		\$180k for SfS plus \$5k pledge due to New Bldg Fund
41150 Bequest Income	450,000	500,000	500,000	0	Depending on Boad decision, this may become restricted income
<i>Bequest income realized</i>	607,308	500,000	500,000	0	
<i>Bequest Carryover</i>	-157,308	0	0	0	
Total Unrestricted	7,864,859	8,792,007	9,201,130	409,123	
Campaign (Restricted)					
Lifes Calling Campaign					
43200 Comprehensive Camp. Income	836,183	1,444,075	1,600,000	155,925	
General Campaign-999		590,452	800,000	209,548	
Major Restricted		853,623	800,000	-53,623	
43600 Bequest Income – Restricted 16850		155,925		-155,925	Bequest income restricted by previous campaigns--Not forecasted due to unpredictability.
Total Campaign (restricted)	836,183	1,600,000	1,600,000	-0	
Veatch Grants					
43210 Veatch	900,000	950,000	900,000	-50,000	FY 16 extra 50k for special project (money heldover for FY17)
43211 Veatch (UNO)	100,000	100,000	75,000	-25,000	Veatch expressed intention to decrease support for UNO
Total Restricted	1,836,183	2,650,000	2,575,000	-75,000	
Total fundraising for current year operations	10,151,041	11,442,007	11,776,130	334,123	

UUA Endowment Spending Policies

Current policies:

1. For UUA endowment, including permanently restricted and board restricted (“quasi-endowment”) calculated as of 12/31 of the calendar year preceding the fiscal year:
 - A. Trailing four quarter MV average [Q2 FY15, Q1 FY15, Q4 FY14, Q3 FY14]
 - B. Above times Spending Factor [5.5%] times weight factor [30.0%]
 - C. PLUS FY15 “Authorized Spending” times Inflation Factor [.8%] times weight factor [70.0%]
 - D. FY16 Authorized Spending / Budget = sum of B and C.
2. For funds donated to the UUA to benefit congregations or other UU-related organizations (“trust funds”):

5% of the 13-quarter rolling average MV

Historical Perspective

Effective payout as a percentage of market value over last 5 years:

	2012	2013	2014	2015	2016
Payout %	5.32%	5.64%	5.27%	5.69%	5.47%

Average payout: 5.48%

During the same period, the UUCEF has returned approximately 5.1% net of fees and expenses.

Inflation during that period has averaged approximately 1.0%/year. The result is an erosion of endowment value of approximately 1.4% per year.

Recommendation

1. For UUA Endowment: Reduce the Spending Factor in B above to 4.5% over next 3 years. Specifically, 5.5% in FY 2016 (current year), 5.0% in FY 2017 and 4.5% in FY 2018.
2. For Trusts: Reduce the payout percentage that is applied to the 13-quarter rolling average to 4.5% over next 3 years. Specifically, 5.0% in FY 2016 (current year), 4.75% in FY 2017 and 4.5% in FY 2018.



MEMORANDUM

TO:	Board of Trustees
SUBJECT:	Reserve for major building repairs
FROM:	Tim Brennan, Treasurer & CFO
CC:	Larry Ladd, Peter Morales, Harlan Limpert
DATE:	January 13, 2016

A key aspect of the stewardship of our new headquarters at 24 Farnsworth Street is conducting an annual Facilities Condition Assessment (FCA). The FCA gathers data to reduce risk, ensure business continuity, and optimize facility investments over the long-term. The process of preparing the FCA involves a team of one or more specialists inspecting each system in the building to understand its condition. This includes roofing, outer walls, windows, HVAC, elevators, fire safety, etc. The useful life of each system and the cost of replacement is estimated, adjusted for inflation, and scheduled out over 8 to 10 years. The resulting analysis forecasts the annual investment required to maintain all building systems in good condition.

Our new headquarters building is in basically good shape, but will require significant investment in coming years to maintain its functionality. The building was constructed as a warehouse in the early 20th century and converted to an office building in the early 1990s. The systems that were installed then – including elevators and HVAC – are nearing the ends of their useful lives.

In preparing the FCA, we have the advantage of the extensive engineering analysis that was done during the due diligence period prior to entering into the lease-purchase agreement. We have also hired a general contractor to inspect all of the building systems and consulted with the building management company, Barkan Management (Barkan was the original developer who converted the building to offices).

Many organizations fail to make sufficient investments in their building systems resulting in what is called deferred maintenance. Essentially

this is pushing off these necessary building investments to future generations. Best practice is to set aside cash in a separate account on an annual basis so that there are sufficient funds available as each building system needs replacement. Therefore, we are requesting that the Board adopt the following resolution:

MOVED: 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.

RISK ANALYSIS GRID

UPDATED 5-26-2015

Sorted by 1) Composite Score 2) Reputational Impact 3) Likelihood of Occurance

Risk Factor	Threat Category	Proposed Date of Next Presentation & Discussion	Reputational Impact (Secondary sort) High: 5 Low: 1	Financial Impact High: 5 Low: 1	Likelihood of Occurrence High: 5 Low: 1	Speed of Onset Quickly: 5 Slowly: 1	Composite Score (Primary sort) High: 5 Low: 1
Professional misconduct (2)	Social	Winter, 2016	5	4	3	4	4.00
Data security and Cyber Attack (e.g. loss of personal or financial data)	Technology	Spring, 2016	5	4	2	5	4.00
Terrorism (at GA or HQ)	Social	Winter, 2016	2	5	2	5	3.50
Health Plan Viability	Financial	Fall, 2015	3	3	3	4	3.25
Fundraising	Financial	Spring, 2016	2	5	3	2	3.00
Fire/flood/natural disasters	Natural Disaster	Winter, 2016	1	5	1	5	3.00
Investment assets	Financial	Winter, 2017	3	4	2	2	2.75
District Finances	Financial	Fall, 2016	2	4	2	2	2.50
Violent intruder	Social	Spring, 2016	2	1	1	5	2.25
Beacon Press	Financial	Spring, 2016	1	3	3	2	2.25
Death/retirement of president or senior staff	Social	Winter, 2017	1	2	1	5	2.25
Compliance (e.g. legal, OSHA, HR-related)	Financial	Winter, 2016	1	2	1	2	1.50

RISK ANALYSIS GRID

UPDATED 5-26-2015

Sorted by 1) Composite Score 2) Reputational Impact 3) Likelihood of Occurance

Risk Factor	Composite Score (Primary sort) High: 5 Low: 1
Professional misconduct (2)	4.00
Data security and Cyber Attack (e.g. loss of personal or financial data)	4.00
Terrorism (at GA or HQ)	3.50
Health Plan Viability	3.25
Fundraising	3.00
Fire/flood/natural disasters	3.00
Investment assets	2.75
District Finances	2.50
Violent intruder	2.25
Beacon Press	2.25
Death/retirement of president or senior staff	2.25
Compliance (e.g. legal, OSHA, HR-related)	1.50

Enterprise Risk Management – Schedule of Topics to Review

As of 1-17-2016

Timing	Year 1
Winter, 2014	<ul style="list-style-type: none">• Professional Misconduct• Beacon Press
Spring, 2015	<ul style="list-style-type: none">• Data Security / Cyber Attack• Audit plan
Fall, 2015	<ul style="list-style-type: none">• Health Plan• Audit report

Timing	Year 2
Winter, 2016	<ul style="list-style-type: none">• Professional Misconduct• Fire/Flood/Natural Disasters• Terrorism at GA• Governmental compliance
Spring, 2016	<ul style="list-style-type: none">• Data Security / Cyber Attack• Fundraising• Audit plan
Fall, 2016	<ul style="list-style-type: none">• Health Plan• District/Regional Finances• Audit report

Timing	Year 3
Winter, 2017	<ul style="list-style-type: none">• Professional Misconduct• Investments• Death/Retirement of Senior Staff
Spring, 2017	<ul style="list-style-type: none">• Data Security / Cyber Attack• Audit plan
Fall, 2017	<ul style="list-style-type: none">• Health Plan• District/Regional Finances• Audit report

Current Procedures for MNC

As background, here is what the UUA Bylaws say about the Moderator Nominating Committee in Section **9.5.b**:

Moderator. The Board of Trustees shall submit one or more nominations for the office of Moderator for an election at the end of a Moderator term or for a special election. The report of the Board of Trustees shall be announced by February 1 of the year before the General Assembly at which there is to be a Moderator election, except in the case of a special election, in which case the report of the Board of Trustees shall be announced by December 10 of the year before the election.

These are the current UUA Board policies for the Moderator Nominating Committee (MNC.) From our Section Three Policies, adopted in October of 2015, Section **3.6.2.b**:

- i. Not later than 24 months before the beginning of a General Assembly at which an election for Moderator will be held, the Moderator Nominating Committee (MNC) shall issue a call for nominations, which must be received within two months.
- ii. Not later than 19 months before the beginning of a General Assembly at which an election for Moderator will be held, the committee shall recommend to the board two or more possible candidates for Moderator. No member of the committee may be recommended as a candidate. Each candidate must give written consent prior to being recommended. The names of recommended candidates who are not nominated by the board shall not be made public. The committee shall submit to the board background information on each recommended candidate, which shall be received by the board in confidence. No board member who is a recommended candidate shall receive the background information on any candidate. Individuals who normally attend executive sessions, per policy 3.1.9.E, shall be entitled to receive the MNC recommendations and background information, and to attend all sessions concerning the nomination of candidates for Moderator.
- iii. The board shall interview one or more of the recommended candidates in executive session. No candidate who was recommended by the MNC or who intends to run by petition may be present during the interview of any other candidate, or in any other executive session held to discuss candidates for Moderator.
- iv. As required by Section 9.5 of the Bylaws, the board shall nominate one or more candidates no later than February 1 of the year before the General Assembly at which there is to be an election for Moderator.

1. The following individuals may participate in Board deliberations but shall not be eligible to vote: the Secretary of the Board, the Trustees who serve on the Election Campaign Practices Committee, the President, and the Youth Observer.
 2. The following individuals may participate in Board deliberations and shall be eligible to vote: the Moderator, and any Trustee who served as a voting member of or non-voting board liaison to the MNC.
 3. Voting shall be by secret ballot in executive session, with procedures for voting and vote counting to be determined by the Secretary.
 4. Voting shall be conducted using the “single transferable vote” method, with a ballot designed to permit the designation of first, second, third, etc. choice. At the conclusion of the vote counting, the two candidates with the highest number of votes shall be declared the nominees. However, if one candidate receives more than 75% of the first choice votes, then only that candidate shall be the nominee of the board. Furthermore, if two or more candidates for nomination are separated by less than one full vote, they shall be considered tied and the board shall take a second vote to break the tie.
 5. The minutes of the executive session shall report only the names of the nominee(s).
- v. If a special election is to be held to fill a vacancy in the office of Moderator, the procedures in this section 3.6.1.A shall be followed to the extent that time permits. The Moderator Nominating Committee shall make its recommendations to the Board no later than November 1 of the year before the election.

Question for the Board: Do we like this process for the Moderator Nominating Committee (especially section iv) or should we change it? And if so, what should we change?

Timeline for MNC

January 2016

Appointments Committee is charged with finding members for the Moderator Nominating Committee (MNC)

October 2016

Board appoints Moderator Nominating Committee

No later than GA 2017

MNC issues call for nominations

No later than October 2017

Deadline for applications

No later than December 2017

MNC recommends 2 or more candidates for Moderator to the UUA Board.

December 2017 – January 2018

UUA Board interviews candidates in executive session

UUA Board votes on nominations

By February 1st 2018

UUA Board publicly announces nomination of 1 or more candidates for Moderator

GA 2019

Election for Moderator

Questions for the Board: Do we like this timeline or should we change it? The only dates we can't change are Feb. 1, 2018 date and when the election for Moderator is. Do we want to give more guidance to the future MNC other than simply "by this date" or let the future committee decide?

Draft Charge to Appointments Committee

The UUA Board needs to appoint a Moderator Nominating Committee at the October 2016 Board Meeting. The Moderator Nominating Committee should have five members, and you should also recommend who you feel the chair of the committee should be. This will be the first time the Appointments Committee has had to recommend appointments for the Moderator Nominating Committee.

When looking for committee members, in addition to ensuring the committee reflects the full diversity of the Association, the following are characteristics of committee members the prior Moderator Nominating Committee thought were useful in their search in 2013:

- Able to look broadly at different kinds of applicants.
- Good head for interpersonal skills,
- Skilled at human resources type interviews, do them carefully and genuinely, with empathy and respect while noting differences.
- Strong skills in personal interaction and human resources type discernment.
- Able to imagine how candidates will fare in the position.
- Familiar with the responsibilities of the Moderator and Board of Trustees
- Good at recruiting and able to use a variety of communication vehicles to solicit applications, from general announcements to targeted asks.
- Well connected and well versed within Unitarian Universalism and Unitarian Universalist institutions.

Governance Working Group Monitoring Report
Section 3 Policies
January, 2016

Summary and Explanation: I (Andy Burnette) have compiled the results of the trustees' votes on whether we are in compliance with the below policies. In only one instance, policy 3.7.1, did we rate ourselves out of compliance. Below I have listed each policy and sub-policy being reviewed, and have offered detail on policies about which the board either tied or voted 'not in compliance' on the question of whether the board is in compliance with the stated policy. The trustees did not vote that any of the policies are out of compliance with policy governance.

Policy	In Compliance	Out of Compliance	Policy is Compliant with PG	Policy is Not Compliant with PG
3.0 Part 1	6	2	6	2
Part 2	5	3	7	1
Part 3	4	4	7	1
Part 4	7	1	7	1
Part 5	6	2	7	1
Part 6	7	1	8	0
Part 7	6	1	7	0
Policy 3.1 Part a	4	1	5	0
Part b	4	1	4	1
Part c	3	1	3	1
Part d	2	2	2	1
Part e	3	1	3	1
Part f	3	1	4	0
Part g	2	2	3	0
Part h	4	0	4	0
3.2 Part 1	4	4	3	1
Part 2	2	4	5	0
Part 3	4	2	6	0
3.3 Part 1	3	3	6	0

Policy	In Compliance	Out of Compliance	Policy is Compliant with PG	Policy is Not Compliant with PG
Part 2	6	0	6	0
Part 3	3	3	5	1
Part 4	6	0	6	0
Part 5	5	1	6	0
Part 6	5	1	6	0
Part 7	6	0	6	0
3.4 Part 1	5	0	5	0
Part 2	5	0	5	0
3.5 Part 1	3	2	5	0
Part 2	4	1	5	0
Part 3	3	2	4	0
3.6 Part 1	6	0	5	0
Part 2	5	1	5	0
Part 3	6	0	4	0
3.7 Part 1	2	5	6	1
Part 2	4	2	5	0
Part 3	5	1	6	0

Policy 3.0

The purpose of the Board, on behalf of the Sources of Authority and Accountability, is to ensure that the Unitarian Universalist Association (UUA) (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:

Our member congregations

Current and future generations of Unitarian Universalists
The heritage, traditions, and ideals of Unitarian Universalism
The vision of Beloved Community
The Spirit of life, love, and the holy

3.0 Part 3: The purpose of the Board, on behalf of the Sources of Authority and Accountability, is to ensure that the Unitarian Universalist Association (UUA) (a) achieves appropriate results for appropriate persons at **an appropriate cost**

Vote: 4 in compliance, 4 not in compliance

Evidence We Are Not In Compliance (Comments):

- 1) As a Board governance costs, we can be more mindful of appropriate costs. I am thinking of the Financial Secretary's note to the Board last fall. As for the Association budget, we will not have strict compliance until we have more data for monitoring.
- 2) We don't have a clear idea of what appropriate results are, or who appropriate persons are. How could we know we're in compliance on costs?

How Could We Improve Compliance? (Comments):

- 1) Be more mindful of costs, perhaps providing estimates to Moderator of meeting costs. I believe shorter meetings will improve our compliance. Better data for monitoring.
- 2) Develop a values-based instrument to use as a measure of compliance. It would need to be designed in light of contractual realities. If the Board is to act as the Finance Committee it should be brought into the budget building process from a values perspective early enough in the process to allow for shared understanding.

What Do We Need to Learn or Discuss?

- 1) Board members should be aware of our costs. We implemented that reporting to the Board starting with the smaller Board and should continue.
- 2) We need to discuss and frame our understanding and practice of stewardship in the fullest meaning of the term.

Policy 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.

Policy 3.1 Part d: Clear Distinction of Board and President Roles

Vote: 2 in compliance, 2 not in compliance

Evidence We Are Not In Compliance:

- 1) Clear distinction does not always seem possible or in the best interests of the UUA--such as our APF discussion. I think what's important is that we are aware of times when collaboration and consultation may be effective, and why we and how we are engaging in those instances.
- 2) The APF conversation fell back into the old pattern of enlisting support by implying decision making authority where it does not exist.

How Could We Improve Compliance?

- 1) I don't think strict compliance is a good idea.
- 2) We need to break the old habit of fostering a sense of ownership by confusing decision making authority.

What Do We Need to Learn/Discuss?

- 1) The importance of role clarity, the difference between deliberative authority and decision making authority. The theological and historical narratives of authority in religion particularly in our own tradition(s).

Policy 3.1 Part g: Pro-Activity

Vote: 2 in compliance, 2 not in compliance

Evidence We Are Not In Compliance:

- 1) I think we respond to more problems after the fact than before they become problems, like, for example, the black lives matter aiw discussion.

How Could We Improve Compliance?:

- 1) That said, we have had some training that looks at what's coming next in the greater religious landscape (board meeting at ga 2015.) But, what did we actually do with that info? I think we should have an outside speaker every now and then to talk to us about what's next in UUism, and in the american religious landscape.

What Do We Need to Learn/Discuss?: NO RESPONSES

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.

3.2 Part 1: ...by creating organizational systems and performance, in accord with established Board policy.

Vote: 4 in compliance, 4 not in compliance

Evidence We Are Not In Compliance:

- 1) While we measure administration performance via monitoring, we do not monitor our board committees very well if at all.
- 2) We likely have too many working groups. We don't have adequate data to effectively monitor achievement of the Ends.
- 3) I am not sure what is meant by this statement so I specified no.

How Could We Improve Compliance?

- 1) I object to these terms of strict and full compliance. By its nature compliance is binary. In or out of compliance.
- 2) We are still in the process of establishing initial data from which to begin longitudinal study. We need to be sure the Administration meets its data collection goals.
- 3) Fewer working groups and more data.

What Do We Need to Learn/Discuss?

- 1) We need to discuss committee performance.
- 2) We will need to monitor the adequacy of the accepted measures. There may well be other judicatories that have developed more effective measures.
- 3) What is an appropriate number of working groups?
- 4) Board (or may just me) needs to better understand what is meant by this policy.
- 5) I think we need a review of what the board has created in terms of structures.
Committees probably part of it, policies and monitoring section 2 probably part of it.

3.2 Part 2: ... by communicating organizational systems and performance, in accord with established Board policy.

Vote: 2 in compliance, 4 not in compliance

Evidence We Are Not In Compliance:

- 1) This is an unnecessary policy in my view.
- 2) Most people don't know what the Board does. We can use more social media to get the word out on Board deliberations and monitoring. We might publish monitoring reports.
- 3) We have minimal communication regarding our organizational systems (though I am unclear what comprises org. sys) to association of congregations.
- 4) We really aren't good at communicating with the association with what we're doing. We have got to get better at this. Christina has gotten better with the facebook page, and Rob is taking a good step with the summary, but how are we getting that summary to the people proactively vs. putting it up for people to find.

How Could We Improve Compliance?

- 1) The Administration and Board cannot communicate what we don't yet know. It takes the time it takes. But the Board needs to hold the Administration to its commitments.
- 2) We can use social media more effectively, as the Moderator has recently to summarize Board actions and discussions (such as recent APF task force discussion).
- 3) A newsletter that goes out from the UUA Board with what we've been doing. -Maybe regular Q&A sessions, done on either zoom or google hangouts/youtube -Get the communications working group some expert help and assistance, either from staff or a consultant.

What Do We Need to Learn/Discuss?

- 1) How to be critical without being condemning in an evaluation averse culture.
- 2) What do UU's really want to know about organizational systems and performance?
- 3) I think we should have a communications expert train the board in best communication practices for the modern day at a future board meeting.

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.

3.3 Part 1: The Board commits itself and its members to act in adherence with the UUA bylaws

Vote: 4 in compliance, 4 not in compliance

Evidence We Are Not In Compliance:

- 1) It's not possible for the Board to comply with inconsistent Bylaws. For instance, we cannot comply with the rule allowing Business Resolutions submitted by petition under Section 4.11 (e) to be received up to February 1, and providing, and with Rule 4.18.3, which requires that Business Resolutions, to be on the Final Agenda, have a vote of a majority of congregations from the Congregational Poll (which goes out Nov. 15).
- 2) We do not fill vacancies on committees as directed by the bylaws.
- 3) I worry that we aren't following UUA bylaws in terms of committee vacancies. Despite Jim's reading of the bylaws that elected committee vacancies don't need to be filled up to the number in the bylaws, I really do disagree and feel that we're either violating the letter or the spirit of the bylaws. There's also Patrick's MFC issue.

How Could We Improve Compliance?

- 1) Fix the bylaws.
- 2) Change the bylaws to be more flexible about staffing.
- 3) Appoint people to fill all vacancies in elected committees before changing the bylaws.

What Do We Need to Learn/Discuss?

- 1) The Board is, in general, less than well-aware of the By-Laws. It might be useful to read through them together and discuss any inherent tensions between governance as practice and governance as laid out in the By-laws.
- 2) I also wonder if our orientation session might include a "nuts and bolts" bylaws overview for new trustees, to increase awareness of requirements and timelines for GA agendas.
- 3) How to make a persuasive argument to delegates that certain committees should have fewer members.
- 4) I don't want to say overrule a decision by Jim, but, well, overrule an interpretation of the bylaws. How can we also get guidance as a board.

3.3 Part 3: The Board commits itself and its members to conduct themselves businesslike

Vote: 3 in compliance, 3 not in compliance

Evidence We Are Not In Compliance:

- 1) I believe "businesslike" is an indistinct term that is less than useful in this context.
- 2) Our Board packet items are not always completed well in advance of meetings.
- 3) We are not always arrive to meetings on time.
- 4) I think this clause should be deleted - I don't necessarily think we SHOULD always be buisnesslike.

How Could We Improve Compliance?

- 1) I suggest this policy be marked for deletion or at least reconsideration.
- 2) Try to do better on timely submission of reports.

What Do We Need to Learn/Discuss?

- 1) What does it mean?

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.

All Sections Voted In Compliance

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.

All Sections Voted In Compliance

3.6 Election Of Officers And Officer Roles

The General Assembly elects the Moderator (CGO) and Financial Advisor. The Board elects the Financial Secretary, Vice Moderator, and the Secretary. The Board also appoints the Youth Observer(s), Recording Secretary, and the Treasurer of the UUA.

All Sections Voted In Compliance

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 interfere with delegation from Board to President.

3.7 Part 1: Board committees will be used sparingly

Vote: 2 in compliance, 5 out of compliance

Evidence We Are Out of Compliance:

- 1) We probably have more committees than needed.
- 2) We have a great number of committees and it is difficult to give them all the resources they need including our time, attention and budget.
- 3) We have a standing Board of Review that does not meet.
- 4) We are a Board of 11 trustees and now have 9 Working Groups and two task forces (APF and Covenanting).
- 5) We use board committees frequently, and too many exist, it seems to me.

How Could We Improve Compliance?

- 1) The committees working group is actively working this deficiency.
- 2) Review the charge of all our committees to see if there are any that could be sunset and/or combined?
- 3) We don't have the bandwidth for this many working groups to effectively do their work, and it doesn't promote Board wholeness. We should set dates for Working Groups to accomplish their work and consider, when they are formed, if the scope of work is reasonable given the overall work of members of the Board. We may need to rely more on task forces.
- 4) Continuing to work on reducing the number of board committees.
- 5) I think we need to get a review of board appointment committees started. We need to review and either create new or re-approve committee charters.

What Do We Need to Learn/Discuss?

- 1) Acting as the finance committee is a good idea but the board as a whole needs better understanding of the financial structure and realities of the UUA.
- 2) Reasonableness and humility.
- 3) What is the charge to each committee and to each working group?

Open UUA Committee Report to UUA Board

General Process/What We Have Been Doing

The Open UUA committee began its year at GA 2015 with five members in attendance - two newly appointed members, one current member, and both the incoming and outgoing chairs. Since that time the four committee members have met online monthly.

The committee determined that their first priority should be to review once again the compliance of UUA committee websites to transparency and access standards as stated in the rules, particularly Rule G-2.1. Each of our four members was assigned a portion of the active committee list. Members then researched the compliance of their assigned committees.

By and large, the results were very mixed – with some acceptable and some very poor. Committee minutes and agendas were in many cases not posted to the UUA site. In some cases where information was available, the information available was often old or incomplete. Some committees provided current member lists for the committee, but some lists were either not present or not current. Some committees that had been mostly compliant in the past were so no longer.

Upon review of our research, it was clear that further work with the committees was needed. We sent an e-mail to each of the committee chairs summarizing the relevant rule and asking for phone time to further discuss committee compliance. At this writing, the process of contact and conversations with committee chairs is still ongoing – although most of the committees have been contacted and discussions completed. Still, a number of points are clear. Although most chairs had no problem with complying with the rules, many were simply not aware of the requirements. Often, too, they had no idea how to post materials to the UUA site. Previously, new chairs had attended a training session after GA at which such requirements and methods were explained. This training did not occur at the last GA, and we believe that committee chairs and institutional memory have been negatively impacted by this lack of orientation.

In the course of conversations with the committees, there were also discussions and questions regarding what should be posted in minutes and how long minutes and associated documents should be available online. Some committees consider all or most of their process to be executive session material and, therefore, privileged. We understand that this is appropriate for groups dealing with personnel and other such confidential matters, but other business should be open and transparent.

One group which had specific questions about what needed to be recorded in minutes is the District Presidents Association (DPA). The DPA has a Business Meeting within each of its gatherings, and these Business Meetings tend to be very perfunctory – often

including not much more than election of officers for the year ahead. Some of the presidents attending the meetings would prefer that only minutes of these Business Meetings be posted and not the full content of their meetings – even though the most important work of the DPA is done outside of the regular Business Meeting. In earlier years, a general recap of what the DPA had discussed and/or agreed upon at their meeting would be included in their minutes. We believe that such a practice should be continued. This need not require minutes at the level of who said what during the discussions. Further discussion is needed as to what level of reporting constitutes transparency and appropriate compliance.

Advances in technology can allow for much greater access by visitors to committee meetings. However, committees still need to post time, date and agenda of meetings in a timely manner to allow observers interested in their process of these committees to tune in online. Zoom software is available from the UUA to enable this access by observers.

Transparency and access remains a critical but dynamic issue. Transparency compliance is not a “natural” outcome of committee process. With the regularly changing volunteer personnel making up UUA committees and the resulting loss of institutional memory, transparency compliance may decrease over time without active efforts to forestall such outcomes. The Open UUA committee hopes that transparency and access will increasingly become part of UUA culture. For the near future, until our aspiration is met, compliance review and compliance reminders will remain a necessary aspect of the work of the Open UUA Committee.

UUA Board of Trustees

As we have monitored committees and board behavior with regard to transparency compliance, we congratulate the UUA Board of Trustees for an overall good effort at generally timely posting of meeting dates, agendas, minutes, and invitations to non-board members to observe meetings. An exception is that video conferences are often not as timely in these functions, particularly in posting agendas and materials. Going forward, it would be helpful to have at least the next meeting date (whether face-to-face or Zoom meeting) posted as soon as possible after the previous meeting. It would also be great to have meeting agendas, reports, and any other supporting materials available at least a week in advance. If that is not possible, a notation near the posted date of the meeting indicating when the materials would be available would be a second best option.

A couple of other areas of concern occurred during the 2015 General Assembly. At the Budget Hearing the printed handouts were not made readily available for people entering the meeting. They were kept on a chair in the front row and many people had to actively request copies when they couldn't see them. For those who came in after the meeting started, they had to rely on another audience member to direct them to the front row to retrieve documents. There were no balance sheet copies available and,

when asked, the audience was told that they could find them online. This response gave the impression that there was something that the presenters preferred not to address in the presentation.

The Workshop on Re-imagining Governance, turned out to be a presentation on the future of General Assembly, but it was titled in such a way that most readers had no clue that was the content of the workshop. Regular GA junkies might have understood the jargon and figured out what this was going to be about, but those less familiar with the history of this issue would likely have been in the dark. When the Vice Moderator welcomed attendees to the session, one of her first remarks was to apologize for the opaque manner in which the event had been publicized. It appears that there was some awareness that the publicity was a problem, so it would have been helpful if it had been corrected before it was released. This is, at the very least, not transparent but could be interpreted by some as deceptive. More attention to the details of publicity for future workshops and events would be welcome.

Which Bodies Need to Be Open and Transparent?

When Rule G-2.1 on Democratic Process was first approved in 2004, the UUA Board had not yet adopted Policy Governance as its governance model. In those early years, therefore, there would have been no need to discriminate between independent, board-appointed, and staff committees, commissions, and task forces – although most groups meeting those descriptions would likely have been independent or board-appointed groups.

In practice, each year the Open UUA Committee has received an updated list of committees and their respective chairs with the understanding that those were the groups that were to be overseen in their compliance. In fact, these groups currently represent an assortment of group types: 6 elected groups, 16 board-appointed groups, and 9 staff-appointed groups.

In working with these groups over the years, there has generally not been much questioning from the groups about whether or not Rule G-2.1 did apply to them. This year, however, when the Panel on Theological Education was contacted, they indicated that they had recently transitioned from being a board-appointed committee to being a staff-appointed committee and wondered if the Rule applied to them under our Policy Governance model. We referred the question to our Moderator, Jim Key, who indicated that he believed that the Panel on Theological Education was a committee of the administration governed, in his opinion, by the intent of Rule G-2.1. He further suggested, however, that we include this issue in our report to the Board and request the Board's affirmation or disaffirmation of this view.

Members of the Open UUA Committee would like the Board to consider broadening the application of Rule G-2.1 even further to include some staff activities more broadly. In our attendance at General Assemblies and District and/or Regional gatherings, we have

often heard attendees express their frustration about the lack of openness and transparency in the operations of the staff. They have indicated that new programs or policies are sprung upon them with little or no notice and that they have had little or no opportunity for input. If the Board were to feel that more openness and transparency around staff activities were appropriate, it could encourage those with executive limitations policies asking for more visibility for work in progress and opportunities for input. Such policies would need to be carefully crafted to balance the executive's prerogative in selection of means with our owners/customers interest in openness and transparency. Executive limitations policies are intended to place limits on the means which can be used in attainment of the desired ends – usually prohibiting practices which are unlawful, imprudent, or in violation of commonly accepted practices. In this case, we would argue that it would be imprudent to keep congregations in the dark about new plans if it could lead to dissatisfaction with and/or alienation from the Association and possible reductions in financial or other support.

A case in point might be the recent unveiling of the new logo for the Association. Most folks had no idea that a new logo was even being considered. Even less, was there an understanding of why a new logo was needed. The reaction that resulted might have been avoided or, at least much reduced, by having alerted our members that a new logo was being for considered and explaining the reasons for the change and the process that would be undertaken. To be even more open, an opportunity for feedback or an explanation of the feedback process that would be undertaken might have been given. In the end, we believe that this would have been a more satisfying process – even if the end result were to be the same.

In another case, changes were made in the fellowshiping process by the elimination of the Regional Sub-Committees on Candidacy. To our knowledge, the ministerial students affected and the congregations that supported them only found out about the changes after they had already been made. They did not feel that they had been consulted or invited to provide input into the decision. We believe that more notice about what was being considered and more opportunity for input from those likely to be affected could have reduced some of the tensions created by this change.

Actions/Guidance Requested of Board

The Open UUA Committee requests the attention of the UUA Board to the following items.

1. See That Regular New Committee Chair Trainings Are Conducted

On several occasions, the Open UUA committee noted that many of the difficulties in complying with the transparency guidelines might be avoided by adequate training of new chairs of committees. For example, one of the most common reasons stated for failure to comply is that board chairs simply did not know about the guidelines or the resources available to help them in adhering to the guidelines. While the Open UUA

committee exists in part to spread awareness of the guidelines and to ensure compliance, it would be much simpler, consistent, and proactive to train new committee chairs before their tenure starts than addressing non-compliance later. A common opportunity for training would also help us achieve more consistent reporting. The UUA has often had a training for new committee chairs after General Assembly, but that was not done in 2015. We suggest that such trainings be done annually and that the Orientation Manual for Chairs of Board-Appointed UUA Committees – which includes information on expectations of openness and transparency – be distributed at that time. Elected Committees should also have such a manual, as well as any Staff-Appointed committees that are deemed to need open and transparent processes. We will continue to explore the most effective ways to be transparent and how to transmit that information to committee chairs. We will also work with anyone that can help us develop systems and cultures that lead towards greater transparency and openness.

2. Clarify Which Committees Are Covered By Rule G2.1

The governance system of the UUA and the names/responsibilities/structures of certain committees has changed significantly since the rules and language regarding committee transparency were adopted. This has created some ambiguity in understanding which committees are meant to comply by the rule. For example, committees such as the Panel on Theological Education and Committee on Military Ministry have been unsure of if the rule applies to them. Moderator Keys instructed the committees to, for the time being, comply, pending review from the board. A clear position on which types of committees (Elected, Board-Appointed, Staff-Appointed) are meant to adhere to the guidelines is necessary. In addition, the Open UUA committee has had some conversation about how transparency guidelines apply to UUA staff. We ask that the board consider how transparency applies to UUA staff as well as the general value of an open association. Guidance as to what elements of a meeting should be covered would also be welcome. That would require clear guidelines on what can and cannot be conducted in Executive Session and whether the general content of District President Association meetings should be available (not just the 'Business Meetings').

It should be noted that there are Executive Limitations in the current UUA Board policies that could be interpreted to apply here. Policy 2.2 on the Treatment of Congregations declares that "with respect to member congregations or those congregations seeking membership, the President shall not cause or allow conditions, procedures, decisions or services that are untimely, disrespectful, inequitable, discriminatory or not transparent." Policy 2.1 on the Treatment of People declares that "with respect to interactions with people, the President shall not cause or allow conditions, procedures, or decisions that are unsafe, undignified, disrespectful, unnecessarily intrusive, or oppressive." If these policies are not seen as requiring transparency of the staff with our congregations and dignified and respectful treatment of people by the staff, then they could be tweaked to do so.

3. Determine How Long Records Should Be Available Online

Several of the committees contacted wanted to know how long their minutes and supporting documents should be available. We would like guidance from the Board as to how long documents should be accessible from their respective committee web pages and how long they should be available by request after that. For the very long term, a decision should be made about a format for record archives – the IT world has gone from tape to floppy discs to CDs and DVDs, and we don't know what the future might hold, but we do know that records currently stored on tape or floppy disc will be very difficult for us to access now and into the future.

4. Determine How Observers Must Be Accommodated

Since Rule G2.1 has been adopted there have been significant developments in telecommunications and the ways that UUA business can be conducted has changed accordingly. While it is clear that the rule requires that in-person observers and visitors to meetings be accommodated, it is not clear how far committees must go to accommodate other would-be observers. Are only physical visitors to be welcomed? Can something like Zoom be utilized to welcome guests, and how can this be made widely accessible to committees? What about teleconferences? Clarity and direction on what, precisely, is meant by “accommodation” would prove worthwhile. Would this require additional expense that would require adjustment of committee budgets?

5. Specify a Mechanism for Enforcing Transparency Guidelines

There currently exists no mechanism or system for ensuring compliance with transparency guidelines. While the Open UUA exists to enforce compliance, and most committees are eager and willing to comply, a conversation on how, specifically, to *require* a good faith effort to comply is necessary. What body shall make the official determination that a committee is not in compliance (the Open UUA Committee, the Board, or ??). What consequences will fall to committees that are out of compliance.

Dick Jacke, Chair
Cheri Cody
Bob Falanga
Matt Weinstein

Social Witness by the UUA

A discussion with the UUA Board and
CSW representatives Jan 23, 2016

Some big picture issues

- In policy governance, the board sets policy, the staff implements.
- Commissions such as CSW are independent and considered discernment groups.
- What does it mean to discern? How does discernment influence what we do as a denomination?

History

- Apparently the CSW's historical roots included providing consultation to the denomination President on social witness activities and pronouncements – meeting in Boston with the President at least annually. Per the bylaws, the President is a member of the CSW, but has never participated in my memory.

Where we are now

- The CSW has become the facilitator of the process for developing social witness statements adopted by delegates – not really a discernment group.
- The process is prescribed in detail in the bylaws and in other documents, providing little room for innovation or flexibility.
- The final statements do not bind the congregations; they do provide guidance to UUA staff, but do not factor into staff decisions about priorities.

Making changes

- Several years ago, the UUA Board proposed having only one issue for 4 years of study and action and eliminating AIWs.
- The delegates agreed to a 4-year process, with two issues running in a staggered sequence.
- The delegates rejected eliminating AIWs, but agreed to reduce the number.
- For one GA, delegates agreed to suspend AIWs; then the Justice GA partner wanted a statement, so a Responsive resolution was used instead.

Issues with current process

- Although statements of conscience carry the full weight of the denomination and AIWs of only the delegates at one GA, the amount of time and energy spent on AIWs versus SOC's at a GA skews their relative importance.
- For study action issues, issues for which we lack guidance are often not brought forward and issues already considered are recycled

More issues

- There is no time to fact check AIWs, so the process trusts that authors are accurate.
- There is no process for updating adopted statements or archiving outdated statements.
- There is no attempt to coordinate social action events at GA initiated by either the staff or the GAPC with the current delegate-selected study action issues.

More issues con'd

- UUA staff generate statements on issues before there are statements adopted by the delegates and often those statements continue to have a prominent place on the UUA website even after the delegates adopt a statement, making it appear as if the official UUA positions are those written by UUA staff.
- Getting changes made to CSW-related pages of the UUA website is challenging.

Some ideas

- Redefine the relationship of the work of the CSW; the delegates; the staff including Standing of the Side of Love, outreach, and Multicultural Faith and Witness; the GAPC and local partners; and the UUA Board.
- Reconsider who can propose topics in need of study, discernment, and action. Once topics are decided for CSAIs, that process seems to be working.

Ideas, con'd

- Consider showcasing at a GA general session congregational as well as staff work done on adopted SOC's (could be one adopted a while ago.)
- Consider AIW alternatives (see attachment).

A New Vision for Immediate Witness at General Assembly

Prepared by the Commission on Social Witness

In response to discussion concerning re-envisioning of Immediate Witness after the 2011 General Assembly Dr. Dan McKanan, Ralph Waldo Emerson UUA Senior Lecturer in Divinity at Harvard University and author of *Prophetic Encounters: Religion and the American Radical Tradition*, offered these principles and guidelines:

- Social justice action and dialogue should be a part of every General Assembly.
- **Action** should be the priority for social justice issues on which we have already achieved consensus, such as marriage equality and the human rights of immigrants.
- **Dialogue** is needed when we have not yet achieved consensus on a particular issue (e.g. the war in Afghanistan, prison abolition, the ethics of adoption) or when we suspect we have consensus on a newly emerging issue (e.g. the Citizens United decision).
- Activists based in local congregations should have the opportunity to inform the General Assembly of important activist campaigns, and to invite local action elsewhere. Since Unitarian Universalist individuals and congregations will exercise conscientious discernment no matter what the General Assembly does, this goal does not require the Assembly to agree on the precise phrasing of a statement.
- In some cases, we can be very helpful to our allies in social justice by endorsing particular campaigns. In these cases, it will be necessary for the Assembly to agree on a precise statement. But such statements will ordinarily be extremely brief. It should be possible for the GA to vote only on the most essential part of the statement, avoiding wrangling over "whereases."
- In some cases, the General Assembly can be helpful to our national social witness staff by clarifying a consensus position on a particular issue. Again, agreement on a very brief statement may be helpful for this purpose.
- *Wordsmithing in plenary is almost never helpful.*
- The democratic process of the mini-assembly can make helpful contributions to social witness, and decisions of mini-assemblies should be respected whenever possible. More time should be available for networking, sharing of information, and debate on big ideas.
- The role of the Commission on Social Witness should be to facilitate the process.
- To facilitate creative experimentation, the bylaws should not mandate the details of the process, but simply empower the CSW in conjunction with the board and GA Planning committee, to develop an inclusive and democratic process.

Agreeing with the spirit and vision of these suggestions by Professor McKanan, the Commission on Social Witness proposes the following alternative ways to perform immediate witness at General Assembly:

1. AIWs proposed by congregations, as CSAs are now. Everything else would remain the same as the 2011 revisions, except to include a follow-up workshop. Requiring AIWs to be proposed by congregations would increase the authority of the proposers. The follow-up workshop would be held at the next GA to report on implementation of adopted AIWs.
2. Congregations propose Social Action Project to be performed at General Assembly.
 - Proposals must be submitted to the CSW two weeks before General Assembly.
 - The CSW will qualify up to six proposals, using present criteria of grounding, fit, opportunity, immediacy, and specificity, plus stating minimum number of participants they will recruit.
 - The delegates will be asked to approve up to three in the Thursday morning Plenary.
 - Supporters of approved proposals will recruit participants and complete task.
 - The Projects will be performed and a 10 minute oral report made to the delegates in a Sunday plenary.
3. AIWs would be handled somewhat like Responsive Resolutions, being without petitions and mini-assemblies.
 - Proposed AIWs would be submitted to the CSW. The CSW could qualify up to three, using present criteria.
 - Proposers would be given five minutes to advocate for their proposal in Plenary, followed by up to 20 minutes of debate, with no amendments allowed.
 - Adoption of an AIW would require a two-thirds majority vote, and the AIW would become the policy of that GA.
 - A workshop would be held at the next GA to report on implementation.
4. Set aside GA time for issues formulation by delegates. CSW would create the space and provide facilitation. Delegates would propose topics/issues for discussion prior to the event time. CSW would select up to 5. At the formulation events, the proposer(s) could explain their interests in such a discussion; others could share resources, concerns, ideas for congregational involvement, etc. If there is a consensus that the UUA should take collective action, that could be proposed and submitted to the appropriate UUA Office. If there is a feeling that formal GA action is needed, an AIW statement similar to #3 above could be proposed. If some participants want to do collective action at GA, they propose it to CSW who would manage it similarly to #2 above. Creation of new listserves for post GA follow up with interested individuals would be provided.

Reimagining Governance Working Group

January 23, 2016

1. Delegate Scholarship Fund. In support of the Board initiative to provide scholarship assistance to youth, young adults, people of color and those from historically marginalized communities who attend General Assembly as delegates, the GAPC has allocated \$42,000 for scholarship registration (effectively covering registration costs for up to 120 delegates). This is a one year experiment.

Gifts received by the Delegate Scholarship Fund as of January 6 (including pledges) were at \$26061. The Board has met the matching funds challenge from the Jerry and Denny Davidoff Fund for Lay Leadership, which has generously increased its assistance to \$7000. These funds (net of administrative fees) may be applied to travel assistance for scholarship recipients.

Applications for these delegate scholarship funds will be made available March 1st, as part of a unified General Assembly Scholarship Application, which also includes applications for GAPC matching grants and Youth and Young Adults grants. The congregation will be expected to underwrite some of the travel expenses in conjunction with other funding sources that might be available in districts or regions.

The Board is obligated to provide a pre-GA webinar for scholarship recipients that will prepare scholarship delegates for their responsibilities, orient them to the process, and support them during GA. This is in addition to the webinar that the Board has offered the past two years discussing the business items of General Assembly.

Delegate Discussion at GA 2016. One of the Working Group's goals for GA 2016 is a break-out session for delegates on issues important to congregations and to the future of the Association. All 18 breakout rooms at GA 2016 have been reserved from 10:30 to 12:00 on Friday, June 24 (during General Session time.) Rev. Dr. Susan Ritchie has

generously agreed to assist in formulating the content and discussion materials for these sessions, inspired by the work of the “Renewing the Covenant” Task Force. I understand she will briefly discuss her thoughts on the content during her report on Friday morning.

The WG anticipates a training session at GA for 36 facilitators on Wednesday, June 22, at 1:30 p.m. immediately following the Board meeting. Jim Key and I are in conversation with 2 UU consultants (we have not yet engaged them) on facilitation of the training sessions and structuring the conversations. We anticipate that an immediate report on the discussions could be presented to the delegates on Sunday with a full written report to delegates and congregations to follow.

Board Discussion: Questions for the Renewing the Covenant Task Force.

Susan Ritchie will report to the Board on Friday on the work of the Renewing the Covenant Task Force. The Task Force’s findings may have implications for the structure of the UUA and its constituencies. Drawing on her initial report, the Working Group will invite the Board to consider what questions we should ask from the Task Force, as part of its final report, regarding concrete steps forward to realize its vision.