

UUA Board of Trustees  
March 5 and 7, 2015

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

March 5 and 7, 2015

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held on March 5 and 7, 2015 in Birmingham, Alabama.

**MEMBERS**

**PRESENT:** Andy Burnette, Rob Eller-Isaacs, Donna Harrison, Jim Key, Larry Ladd, Peter Morales, Lew Phinney, Susan Ritchie, Christina Rivera, Michael Sallwasser, Julian Sharp, James Snell, Sarah Stewart, and Susan Weaver.

**MEMBERS**

**ABSENT:** None

**ALSO**

**PRESENT:** Tim Brennan, Terasa Cooley, Benji Janapol, Harlan Limpert, and observers.

Jim Key, Moderator, called the meeting to order at 9:20 AM on Thursday, March 5, 2015 after a Centering Exercise led by Andy Burnette, introductions of board members, and welcoming guests.

A quorum was declared present. Michael Sallwasser moved and Susan Weaver seconded a motion to approve the agenda, including the consent agenda.

A series of reports were presented, including:

**PRESIDENT'S REPORT**

Peter Morales presented his president's report and led a discussion.

**MODERATOR'S REPORT**

Jim Key presented his moderator's report and led a discussion.

**VICE MODERATOR'S REPORT**

Donna Harrison presented her vice moderator's report and led a discussion. It included a suggestion for who would present the various motions at the upcoming General Assembly.

**TREASURER AND CHIEF FINANCIAL OFFICER REPORT**

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Tim Brennan presented his report and led a discussion about UUA finances. The proposed budget will be presented to the board by the staff in early April and discussed at the April 23 board phone call.

### **FINANCE COMMITTEE'S REPORT**

Sarah Stewart presented the Finance Committee's Report and led a discussion.

### **COMMITTEE'S WORKING GROUP REPORT**

Sarah Stewart led a discussion on behalf of the Committee's Working Group about a possible change in Bylaw 7.9 regarding the Commission on Appraisal. A motion may be made on Sunday.

### **REPORT FROM THE CONGREGATIONAL BOUNDARIES WORKING GROUP**

Susan Weaver presented a report and led a discussion on behalf of the Congregational Boundaries Working Group.

### **REPORT FROM THE INCLUSION WORKING GROUP**

Julian Sharp presented a report and led a discussion on behalf of the Inclusion Working Group.

### **SECRETARY'S REPORT**

Susan Ritchie presented her secretary's report and led a discussion.

### **REPORT FROM THE LINKAGE WORKING GROUP**

Susan Weaver presented a report and led a discussion on behalf of the Linkage Working Group.

### **TRANSFORMING GOVERNANCE REPORT**

Donna Harrison presented a report and led a discussion on Transforming Governance.

### **DISCUSSION OF MONITORING REPORTS**

A discussion of monitoring reports took place, led by Lew Phinney. Motions will be made on Sunday.

Cristina Rivera provided process observations and Moderator Jim Key announced recess at 2:42 PM until 10:45 on Saturday.

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Jim Key, Moderator, reconvened the meeting at 11:05 AM on Saturday, March 7, 2015. He welcomed guests and board members introduced themselves to guests, and guests were invited to introduce themselves.

### **EMERGING CONGREGATIONS WORKING GROUP REPORT**

James Snell and Terasa Cooley, Program and Strategy Officer of the UUA, presented a report and led a discussion on behalf of the Emerging Congregations Working Group.

### **FINANCE CHAIR REPORT**

Sarah Stewart led a conversation about the Memo of Understanding among the UUA and SKSM and M/L.

Moderator Jim Key announced recess at 12:10 PM until Saturday at 1:00 PM when we will reconvene in Executive Session.

Jim Key, Moderator, reconvened the meeting at 1:02 PM. Susan Ritchie moved that we move into Executive Session for the purpose of discussing candidates for the Distinguished Service Award.

James Snell made a motion to come out of Executive Session.

Minutes for the Executive Committee meeting are included in a separate document, not for public distribution. It was announced, however, that in Executive Session an individual was selected to receive the Distinguished Service Award at General Assembly. The recipient will be notified immediately but the name will not be made public until GA.

### **EMPOWERING AND INCLUSION WORKING GROUP REPORT**

Julian led a conversation about electing two youth to the board.

### **GOVERNANCE WORKING GROUP REPORT**

Donna Harrison led a conversation about General Assembly including the assignment of updates from various committees and working groups.

### **APPOINTMENTS WORKING GROUP REPORT**

Michael Sallwasser explained that nominations would be lifted up for consideration prior to the April board meeting for decision at that board meeting on April 23.

### **PRESENTATION AND VOTING ON MOTIONS**

Donna Harrison led the discussion of motions that are being proposed for passage.

Proposed Transformation of the Commission on Appraisal of the UUA  
Proposed Bylaw Amendments  
Insertions are underlined; deletions are struck through

#### 4.11 Tentative Agenda for Regular General Assemblies

The Board of Trustees shall prepare a Tentative Agenda for each regular General Assembly which shall include:

- a. reports and other matters required by these Bylaws to be submitted to the General Assembly;
- b. proposed amendments to these Bylaws which are submitted as prescribed in Article XV, Section 15.2;
- c. items referred by the preceding General Assembly;
- d. ~~Business Resolutions and proposed amendments to Bylaws and Rules submitted by the Commission on Appraisal;~~
- e. all proposed amendments to Rules and all Business Resolutions as defined in Rule G-4.18.2, submitted by:
  1. the Board of Trustees or the Executive Committee;
  2. not less than fifteen certified member congregations by action of their governing boards or their congregations; or
  3. a petition by not less than 250 members of certified member congregations with no more than 10 members of any one member congregation counted as part of the 250;
- f. proposed amendments to Rules and Business Resolutions submitted by a district by official action at a duly called meeting at which a quorum is present but not in excess of three Business Resolutions per district; and
- g. Proposed Congregational Study/Action Issues submitted by the Commission on Social Witness pursuant to Section 4.12(a).

Resolutions submitted under ~~(d)~~, (e)(2), (e)(3) and (f) must be received by the Board of Trustees by February 1 whenever the regular General Assembly opens in June. If the General Assembly opens in a month other than June, the Business Resolutions submitted under ~~(d)~~, (e)(2), (e)(3) and (f) must be received no later than 110 days before the date set for the opening of that General Assembly. The UUA Statements of Conscience process deadlines are established by Sections 4.12(a) and (c) and by the Board of Trustees pursuant to Section 4.13 whenever one or more

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regular General Assembly is scheduled to begin in a month other than June. The Board of Trustees shall include on the Tentative Agenda all items so submitted. It may submit alternative versions of Business Resolutions in addition to the original ones submitted if in its judgment such alternatives clarify the resolutions and may make such changes in the Business Resolutions as are necessary to make each conform to a standard format. It may also submit one or more alternative versions for the purpose of combining two or more Business Resolutions. Adoption of Business Resolutions by a General Assembly shall be by two-thirds vote. The Tentative Agenda shall be mailed to each member congregation, associate member organization and trustee by March 1 if the General Assembly opens in June, otherwise, not less than 90 days before the opening of the General Assembly.

#### **4.14 Final Agenda for Regular General Assemblies.**

The Board of Trustees shall prepare a Final Agenda for each General Assembly which shall include:

- a. all reports and other matters required by these Bylaws to be submitted to the General Assembly and all proposed amendments to Bylaws and Rules appearing on the Tentative Agenda that meet the requirements of Rule G-4.18.3;
- b. those Business Resolutions, including alternative versions, on the Tentative Agenda which meet the requirements of Rule G-4.18.3;
- c. Business Resolutions, amendments to Rules or Bylaws or other items submitted by the Board of Trustees or the Executive Committee, which did not originally appear on the Tentative Agenda, provided, however, that any such items appear on the Final Agenda accompanied by an explanation for the delayed submission;
- d. ~~additional proposed amendments to Bylaws submitted by the Commission on Appraisal;~~
- e. those proposed Congregational Study/Action Issues on the Tentative Agenda which meet the requirements of Rule G-4.18.3, and if applicable pursuant to Sections 4.12(a); and
- f. the UUA Statement of Conscience submitted by the Commission on Social Witness pursuant to Section 4.12 (c) and (d), if applicable.

The Board of Trustees shall mail the Final Agenda to each member congregation, associate member organization and trustee not less than 30 days before the General Assembly.

#### **5.1 Committees of the Association**

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The standing committees of the Association shall be:

- a. the Nominating Committee;
- b. the Presidential Search Committee;
- c. the General Assembly Planning Committee;
- d. ~~the Commission on Appraisal;~~
- e. the Commission on Social Witness; and
- f. the Board of Review.

The President shall be a member, without vote, of the General Assembly Planning Committee, ~~the Commission on Appraisal,~~ and the Commission on Social Witness.

#### **5.9 ~~Commission on Appraisal.~~**

~~The Commission on Appraisal shall consist of nine members elected to terms of six years. One-third of the members shall be elected at the regular General Assembly held in each odd-numbered year. After serving a term in office, a member shall not be eligible for re-election until after an interim of at least six years.~~

~~The Commission on Appraisal shall:~~

~~review any function or activity of the Association which in its judgment will benefit from an independent review and report its conclusions to a regular General Assembly;~~

~~study and suggest approaches to issues which may be of concern to the Association; and~~

~~report to a regular General Assembly at least once every four years on the program and accomplishments of the Association.~~

#### **7.1 Committees of the Board**

The standing committees of the Board of Trustees shall be:

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- a. the Executive Committee;
- b. the Ministerial Fellowship Committee;
- c. the Finance Committee;
- d. the Investment Committee;
- e. the Religious Education Credentialing Committee; ~~and~~
- f. the Audit Committee; and
- g. the Commission on Appraisal.

The President shall be a member, without vote, of the Executive Committee, the Finance Committee, and the Investment Committee.

### **7.9 Commission on Appraisal**

The Commission on Appraisal shall consist of four members appointed by the Board.

The Commission on Appraisal shall:

conduct linkage with identified sources of authority and accountability on topics of importance to the Association chosen in consultation with the Board;

alert the Board to any issues which may be of concern to the Association or which could benefit from review; and

report annually to the Board and the General Assembly.

### **15.2 Submission of Proposed Amendment.**

Proposed amendments to these Bylaws may be submitted only by:

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- a. the Board of Trustees;
  - b. the General Assembly Planning Committee;
  - c. ~~the Commission on Appraisal;~~
  - d. not less than fifteen certified member congregations by action of their governing boards or their congregations; such proposed amendments to Bylaws must be received by the Board of Trustees on February 1 whenever the regular General Assembly opens in June; otherwise, not less than 110 days before the General Assembly; or
- (d) a district by official action at a duly called district meeting at which a quorum is present, such proposed amendment to be received by the Board of Trustees on February 1 whenever the regular General Assembly opens in June; otherwise, not less than 110 days before the next General Assembly.

Passed unanimously.

#### **PROCESS OBSERVATION AND ADJOURNMENT**

Susan Ritchie provided process observations and Moderator Key adjourned the meeting at 2:40 PM.

Respectfully submitted,

/s/ Harlan Limpert  
Clerk

#### **BOARD OF TRUSTEES SCHEDULE**

##### **April Monthly Board Conference Call**

April 23, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903942



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**May Monthly Board Conference Call**

May 28, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903998

**June 2015, Portland, OR**

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

Wednesday, June 24 – Sunday, June 28– General Assembly

Monday, June 29 – Board of Trustees

**July 2015 Monthly Conference Call**

July 23, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 28356694

**August 2015, Boston, MA – New Trustee Orientation**

Monday, August 24, 2015 8:00 to 9:30 PM EST

**September 2015 Monthly Conference Call**

September 24, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 28356714

**October 2015, Boston, MA**

Thursday, October 15 –October retreat for all board members

Friday, October 16 to Sunday, Oct 18 – Board meeting in Boston

**November 2015 Monthly Conference Call**

November 19, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 28356738

**December 2015 Monthly Conference Call**

December 17, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 28356746

**January 2016**

Friday, January 22 to Sunday, January 24 – Location TBD

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**February 2016 Monthly Conference Call**

February 25, 2016 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 28356754

**March 2016 Monthly Conference Call**

March 24, 2016 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 28356770

**April 2016, Boston, MA**

Friday, April 15 to Sunday, April 17

(Note: This is changed from April 22 to 24 due to Passover)

**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