

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

April 20-21, 2013

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held on Saturday April 20, and Sunday, April 21, 2013 at 25 Beacon Street in Boston, MA.

**MEMBERS**

**PRESENT:** Allen, Averett, Bartlett, Brody, Carlson, Courter, Cullen, Friedman, Grubbs, Harrison, Jackoway, Kreicker, Laskowski, Lund, Loughrey, Manley, Morrill, Pupke, Raible-Clark, Ritchie, Shanti, Stewart, Tino, and Morales

**MEMBERS**

**ABSENT:** Phinney

**ALSO**

**PRESENT:** Brennan, Lawrence, Limpert, Montgomery, Rigdon, and observers

Gini Courter, Moderator, called the meeting to order at 8:30 am on Saturday, April 20, 2013. Tom Loughrey provided opening words. Trustees and visitors were introduced and the agenda was approved.

**APPROVAL OF BOARD MINUTES**

The meetings of the January 19-20, February 14, February 28 (executive session), March 14 (executive session) and March 28, 2013 meetings of the Board of Trustees were approved as written.

**APPROVAL OF EXECUTIVE COMMITTEE MINUTES**

The minutes of the January 22, 2013 Executive Committee meeting of the Board of Trustees were approved as written.

**APPROVAL OF SCHOLARSHIPS**

By unanimous consent, the following scholarships were approved:

<b>MARION BARR STANFIELD ART SCHOLARS</b>		<b>Total \$19,000</b>
Lora Green	First Unitarian of Albuquerque	\$2,000
Hannah Jeremiah	Universalist Church, W. Hartford, CT	2,000
Deanna Kizer	UU Church of Bangor, ME	2,000
Kelin Michael	UU Community Church, Portage, MI	2,000
Aubrie Nelson	UU Society, Hartford, CT	2,000
Abigail Tatarian	First Parish, Bridgewater, MA and Northampton	2,000
Dino Traite	First Parish in Waltham, MA	3,000
Ty Underwood	UU Fellowship of Hendersonville, NC	2,000
Hilary Weissbard	Unitarian Church, Rockford, IL	2,000

<b>PAULY D'ORLANDO ART SCHOLAR</b>		<b>Total \$500</b>
Deanna Kizer	UU Church of Bangor, ME	\$500

<b>OTTO STANFIELD LAW SCHOLARS</b>		<b>Total \$15,000</b>
Alisa Boles	East Shore, Kirtland, OH	\$2,500
Jessica Knowles	U.U. Church, Seattle, WA	\$3,000
Carly McClain	First Church Unitarian, Salem, MA	\$5,000
Corie Ann White	First Unitarian Church, Oklahoma City, OK	\$5,000

### **SECRETARY'S REPORT**

Tom Loughrey, Secretary, reported on the following congregational name changes:

**Formerly:** Unitarian Universalist Church of Pueblo (Pueblo, CO)  
**Now Known As:** First Unitarian Society

**Formerly:** Unitarian Universalist Fellowship of Marion County (Summerfield, FL)  
**Now Known As:** The Unitarian Universalist Fellowship of Marion County, FL

**Formerly:** First Unitarian Universalist Congregation of Terre Haute (Terre Haute, IN)  
**Now Known As:** First Unitarian Universalist Congregation

**Formerly:** Universalist Unitarian Church (Waterville, ME)  
**Now Known As:** Universalist Unitarian Church of Waterville, Maine

**Formerly:** All Souls Church (Greenfield, MA)  
**Now Known As:** All Souls Unitarian Universalist Church, Greenfield MA

**Formerly:** Unitarian Universalist Church of Flint (Flint, MI)

**Now Known As:** Unitarian Universalist Congregation of Flint

**Formerly:** Second Congregational Society Unitarian Universalist (Concord, NH)

**Now Known As:** Unitarian Universalist Church of Concord

**Formerly:** Unitarian Universalist Fellowship of Bellport (Sayville, NY)

**Now Known As:** Unitarian Universalist Congregation of the Great South Bay

**Formerly:** First Universalist Parish (Chester, VT)

**Now Known As:** First Universalist Parish of Chester, Inc.

**Formerly:** First Unitarian Congregation of Waterloo (Kitchener, ON, Canada)

**Now Known As:** Grand River Unitarian Congregation

### **PRESIDENT'S REPORT**

President Peter Morales reported on staff restructuring to begin July 1 following Kay Montgomery's retirement. He said that Harlan Limpert would serve as Chief Operating Officer and distributed a new organization chart. He also reported on recent growth statistics of religious denominations generally and the UUA specifically, saying that this year's statistics showed a slight decline in membership and that UU membership had declined by 181 over the last ten years.

### **TREASURER'S REPORT**

Tim Brennan, Treasurer, reported on the status of UUA Boston property and described the process for moving Boston staff to 24 Farnsworth Street. He said that staff was sharing responsibilities connected to the move, that Leggat McCall would serve as external project manager, architectural firms were being interviewed, and that current properties would likely go on the market on June 15. He then reviewed year-end budget forecast and current investment performance.

### **FINANCIAL ADVISOR'S REPORT**

Dan Brody, Financial Advisor, reviewed performance of the Annual Program Fund, the Friends program, unrestricted bequest income, and general investment income and reported on proposed revisions to the UUA Retirement Plan. Brody reviewed topics that had been considered and dealt with during his time as Financial Advisor and said that current areas of attention included financial reporting and the chart of accounts, compliance with state planned giving rules, the relationship with the Liberal Religious Charitable Society, and asset management.

### **REPORT OF THE RIGHT RELATIONS MONITORING COMMITTEE**

Michael Tino, Chair of the Right Relations Monitoring Committee, reported on that committee's discussions, including a conversation with representatives of the group Leather and Grace

### **REPORT OF THE COMMUNICATIONS WORKING GROUP**

M (Carlson), S, and

VOTED AND PASSED: To approve a letter to the New Orleans congregations in the wake of the trustees' time with those congregations in January of 2012, thanking them for their hospitality, acknowledging the pain and trauma resulting from the Katrina catastrophe and expressing regret over anything that Unitarian Universalists may have done to add to that pain.

Discussion was held concerning a fundraising effort to be held at the 2013 General Assembly with the proceeds going to support the efforts of the New Orleans congregations.

M (Carlson), S, and

VOTED AND PASSED: Whereas the three UU congregations of the New Orleans area were devastated by the storms and flooding of hurricanes Katrina and Rita of 2005 and;

Whereas the three congregations have of their own accord established and helped support the Center for Ethical Living and Social Justice Renewal;

Whereas there is still a finite but dire need that has yet to be met in restoring the congregations, their physical spaces and their ministry in the greater New Orleans area and;

Whereas the greater Unitarian Universalist faith movement has repeatedly and consistently committed to being with our siblings in New Orleans "for the long haul";

Be it resolved that the plenary offering at GA 2013 be collected for the Greater New Orleans Unitarian Universalists.

### **REPORT OF THE LINKAGE WORKING GROUP**

Linda Laskowski, Convenor of the Linkage Working Group, reported on the work of that group, saying that they had primarily been collecting feedback on the creation of a new Ends statement.

## **REPORT OF THE GOVERNANCE WORKING GROUP**

**Policy 2.3.2 [The President] Shall not fail to permit, and provide emotional space for, the non-disruptive expression of dissent by any staff member.**

M (Morrill), S, and

VOTED AND PASSED: To accept as written the monitoring report for Policy 2.3.2.

M (Morrill), S, and

VOTED AND PASSED: To rewrite Policy 2.3.2 to read:  
[The President] Shall not retaliate against the constructive expression of dissent by any staff member.

A monitoring report on the revised policy may be submitted the next time that this report is scheduled to be monitored.

**Policy 2.3.3 [The President] Shall not fail to consider geographic diversity in appointments to staff committees and task forces.**

M (Morrill), S, and

VOTED AND PASSED: To rewrite Policy 2.3.3 to read:  
[The President] shall not fail to ensure staff-appointed committees and task forces reflect the full diversity of the Association, especially in regard to historically marginalized communities, but also balancing amongst size of congregation, lay and ordained, geography, age (including youth and young adults), and gender, among others. The President shall not fail to consult with groups and organizations, including those traditionally underrepresented in Unitarian Universalist leadership, to help inform the appointment process.

Require that a new monitoring report be submitted by July 20 on the rewritten policy. That monitoring report should correct the following issues that were present in the report that was reviewed:

- Operational definition should include clear standards for defining success / compliance
- Data should be provided to the Board rather than saying the Board can go look. This policy is monitored by internal report rather than direct inspection
- Recall that the purpose is to create a system, not just create data

**Policy 2.3.4 Safety [The President] Shall not allow staff to work under unsafe conditions.**

M (Grubbs), S, and

VOTED AND PASSED: To accept the monitoring report for Policy 2.3.4 as written.

**Policy 2.7.8 Expense Limitations. [The President] Shall not make payments for travel or other reimbursable expenses incurred by staff members or volunteers (including board, committee, or commission members), except as authorized by a travel and expense reimbursement policy.**

M (Grubbs), S, and

VOTED AND PASSED: To accept the monitoring Move for Policy 2.7.8 as written.

M (Harrison), S, and

VOTED AND PASSED: Move to add a new policy:

3.1.10 Communications – only the board and other individuals specifically approved by the moderator shall be on the official [board@uua.org](mailto:board@uua.org) email list. The board shall be informed immediately as to who is on that list.

**Monitoring Report for policy 2.12. In order to provide wide dissemination of information about Unitarian Universalist Association (UUA) elections, and to make it possible for all qualified candidates to seek national office without undue financial and time burdens, the President shall not fail to establish appropriate policies, practices and communications systems to support the election process.**

M (Harrison), S, and

VOTED AND PASSED: To reject the monitoring report for Policy 2.12 as the operational definition was incomplete in that it did not provide an interpretation or operational definition for the term “undue financial burden.” This should be interpreted and included in a report on to be resubmitted by May 20. The new report should also be consistent with the new policy 3.1.10.

**Monitoring Report for policy 2.13 The President shall not permit the Board to be uninformed or unsupported in its work, nor perform tasks or take responsibility for areas that are the Board's responsibility.**

M (Harrison), S, and

VOTED AND PASSED: Move to reject the proposed operational definition in the monitoring report for Policy 2.13 as it is centered only on Ends work and not on the full responsibilities of the Board. In addition, the proposed operational definition does not provide clear standards for assessing compliance.

A revised operational definition shall be submitted by May 20.

**Policy 2.13.3. [The President] Shall not fail to apprise the Board of current staff practice regarding how UUA justice work efforts are chosen and how this practice has guided the Administration since the last report.**

M (Harrison), S, and

VOTED AND PASSED: To rewrite Policy 2.13.3 to read:

Shall not fail to apprise the Board of current staff practice regarding how those UUA justice work efforts that consume significant association resources have been chosen and how this practice has guided the Administration since the last report. A proposed operational definition for the rewritten policy shall be submitted by May 20.

**Policy 2.13.5. [The President shall not] Fail to provide a mechanism and staff support for official Board, officer or committee communications, including need to communicate within the Board or committee and with congregations and other Sources of Authority and Accountability**

M (Averett), S, and

VOTED AND PASSED: To reject the proposed operational definition in the monitoring report for Policy 2.13.5 as it does not contain a clear standard for assessing compliance. A revised operational definition shall be submitted by May 20.

**Policy 2.13.7. [The President shall not] Fail to report to the Board in a timely manner any actual or anticipated noncompliance with any policy of the Board.**

M (Averett), S, and

VOTED AND PASSED: To reject the proposed operational definition in the monitoring report for Policy 2.13.7 as the operational definition is worded in such a way that the focus is on non-compliance by the Board, rather than with what the Board states, which is non-compliance with policies of the Board, which covers the violation of any policy in the manual, by anyone. In addition when the operational definition is resubmitted, the rationale provided should be a defense of the operational definition proposed. A revised operational definition should be submitted by May 20.

**Policy 2.13.8. [The President] Shall not operate without ensuring that youth leadership is integrated within our Association at all levels.**

M (Harrison), S, and

VOTED AND PASSED: To reject the proposed operational definition in the monitoring report for Policy 2.13.8 as non-responsive to the previous feedback which has been provided in previous reviews of the proposed operational definition.

M (Harrison), S, and

VOTED AND PASSED: To rewrite policy 2.13.8 to read:

[The President] Shall not operate without ensuring that youth are integrated into leadership at all levels of the association, including the establishment of clear targets for successful youth participation in leadership roles throughout the UUA.

M (Harrison), S, and

VOTED AND PASSED: This policy shall be monitored by internal report rather than by direct inspection. The operational definition should be submitted by May 20, 2013.

**Policy 2.13.8.1. [The President] Shall not allow situations where youth serve in leadership positions in the UUA (including the Board, committee and task force appointments) and where youth safety and protection policies have not been followed.**

M (Harrison), S, and

VOTED AND PASSED: To accept the proposed operational definition in the monitoring report for Policy 2.13.8.1.

M (Harrison), S, and

VOTED AND PASSED: To rewrite the Policy 2.13.8.1 for clarity: The President shall not allow situations where youth safety and protection policies have not been followed for youth who serve in leadership positions in the UUA (including the Board, committee and task force appointments).

M (Harrison), S, and

VOTED AND PASSED: This policy shall be monitored by internal report rather than direct inspection. The edited operational definition and the data needed to assess compliance shall be submitted by May 20.

**Motion for administrative clean-up of policy numbering:**

M (Harrison), S, and

VOTED AND PASSED: Move that the Governance Working Group be authorized to re-number all policies in the policy manual to a fully numeric hierarchy.

**FINANCE COMMITTEE REPORT**

M (Pupke), S, and

VOTED AND PASSED: To approve the Capital Planning Budget.

**GENERAL ASSEMBLY PLANNING COMMITTEE REPORT**

Jackie Shanti, Board liaison to the GA Planning Committee reported on plans for the 2013 General Assembly and noted that the UUA had been praised for its commitment to green meetings.

**EXECUTIVE SESSION**

The Board voted to go into Executive Session to discuss committee appointments proposed by the Appointments Committee as well as the UUA administration and the

Distinguished Service Award and, when it returned to regular session, agreed that committee appointments and the name of the Distinguished Service Award recipient would be entered into the regular minutes of the meeting.

### **DISTINGUISHED SERVICE AWARD**

M (Ritchie), S, and

VOTED AND PASSED: To give the 2013 Award for Distinguished Service to the Cause of Unitarian Universalism to the Rev. Mel Hoover.

### **COMMITTEE APPOINTMENTS**

M (Bartlett), S, and

VOTED AND PASSED: To make the following two-year committee appointments, effective at the close of the 2013 General Assembly:

#### Audit Committee

New appointment:

James Wu

Reappoint:

James Key

Sean Rush

#### Open UUA

Reappoint:

Rev. Sam Trumbore

Dick Jacke

Cheri Cody

Jennifer Z. Carver

#### Election Campaign Practices Committee Reappoint:

Ken Sawyer, chair

#### Investment Committee

Reappoint:

Carol McMullen, chair

Robert Friedman

Reappoint for 1 year term:

Arnold Bradburd

Julie Skye

New Appointment:  
Kimberly Gladman - 2 year term  
also member of SRIC does the joint position

Committee on Socially Responsible Investing New Appointment:  
Vonda Brunsting

Reappoint:  
Dave Stewart, co-chair Marva Williams  
Simon Billenness  
Kimberly Gladman, co-chair

Journey Toward Wholeness Transformation Committee

Reappointment:  
Ben Gabel  
Rev. Jonipher Kwong  
Rev. Walter LeFlore  
Rev. Scott McNeill  
Rev. Dr. Tracey Robinson-Harris  
David Slavin  
Carrie Stewart  
Rev. Wendy von Zirpolo, Chair

General Assembly Planning Committee Appointment:

Ila Klion  
Rev. Paul Langston-Daly

Retirement Plan Committee

Reappointment  
Paige Roth  
Rev. Marni Harmony  
Rich Sider

New Appointment:  
Glenn Farley

Unitarian Universalist Association Employee Benefits Trust

Reappoint:  
Paul Bluestein  
Kathy Burek

Commission on Social Witness New Appointment:

Caitlin Cotter

Presidential Search Committee

Liz Jones  
Joanna Fontaine Crawford

M (Grubbs), S, and

VOTED AND PASSED: To make the following committee two-year appointment, effective at the close of the 2013 General Assembly:

Ministerial Fellowship Committee  
Nick Allen

### **DISCUSSION OF THE PRESIDENT'S AWARD FOR DISTINGUISHED SERVICE**

President Morales let the trustees know that he had chosen Charlie King as the recipient of the 2013 President's Award for Volunteer Service. Trustees expressed their gratitude that King would be honored for his lifetime of service.

### **DECISIONS REGARDING REGIONALIZATION**

M (Allen), S, and

VOTED AND PASSED: To approve the following document authorizing the transfer of assets from the Prairie Star District to the newly formed MidAmerica Region:

Transfer of Assets from Prairie Star District to MidAmerica Region  
April 20, 2013

WHEREAS, the Articles of Incorporation of the PSD specify that the assets of the District would be transferred to the Unitarian Universalist Association (UUA) upon dissolution of the District, and

WHEREAS, the Board of Trustees of the UUA (the Board) supports the decision of the Prairie Star District (PSD or the District) delegates to dissolve their corporation and create the MidAmerica Region, and

WHEREAS, based on a conversation with a representative from the office of the Minnesota Attorney General that as long as such assets continue to be used for the same purposes and maintain any restrictions for their use, that there would be no objection to the transfer of assets to the MidAmerica Region and a newly created Minnesota nonprofit corporation (Foundation), and

WHEREAS, UUA has no interest in receiving and becoming the owner of such assets,

BE IT RESOLVED, that the Board of the UUA has no objection to the transfer by the PSD Board District's assets and any other relevant claims, rights, goods, and resources to the MidAmerica Region (with the exception of any assets, relevant claims, rights, goods and resources relating to Camp UniStar), provided that the transferred assets shall be used for the same purposes and be subject to the same restrictions on their use as when held by the District, and provided further that the transfer shall occur only after the UUA receives a determination from the Internal Revenue Service of the United States that the MidAmerica Region is included in the UUA's charitable, tax exempt status under Section 501(c)(3) of the tax code.

BE IT FURTHER RESOLVED, THAT all assets, relevant claims, rights, goods and resources relating to Camp UniStar shall be transferred to the Camp UniStar Foundation at the earliest practical date after the Camp UniStar Foundation receives a determination from the Internal Revenue Service of the United States that the Camp UniStar Foundation is recognized as a charitable, tax exempt organization under Section 501(c)(3) of the tax code.

BE IT RESOLVED, that UUA disclaims and waives all rights, title and interest to such assets and will provide notification of disclaimer and waiver of rights to the District upon request.

M (Kreicker), S, and

VOTED AND PASSED: To place the following Bylaw amendments on the agenda of the 2013 General Assembly:

**Section C-3.6. Termination of Membership.**

A member congregation upon written notification to the Association may withdraw from the Association at any time. The Board of Trustees may terminate the membership of any congregation that, pursuant to the provisions of Section C-3.5, has been placed in an "inactive congregation" category maintained by the Association but shall do so only after consultation with:

- (a) the congregation in question, whenever possible; and
- (b) the President of the district **or region** in which the congregation is located or such other authorized official as the district **or region** designates in writing to the Association.

**Section C-13.1. Districts and Regions.**

The Association shall support areas of geographic responsibility known as districts **or regions**.

**Section C-13.2. Establishment.**

The establishment of districts **or regions** and the manner of determining which congregations are included in each district **or region** shall be in accordance with rules adopted by the General Assembly.

**Section C-13.4 Autonomy.**

Each district **or region** shall be autonomous and shall be controlled by its own member congregations to the extent consistent with the promotion of the welfare and interests of the Association as a whole and of its member congregations.

**Rule G-13.2.1 Establishing Districts.**

(a) There **shall be** districts [**shall be nineteen in number and**] named Ballou Channing, [**Central Midwest,**] Clara Barton, Florida, [**Heartland,**] Joseph Priestley, Massachusetts Bay, Metropolitan New York, **MidAmerica**, Mountain Desert, Mid-South, Northern New England, Ohio Meadville, Pacific Central, Pacific Northwest, Pacific Southwest, [**Prairie Star,**] St. Lawrence, Southeast, and Southwestern.

(b) **Transition Provision. The amendments to Rule G-13.2.1 deleting the Central Midwest, Heartland, and Prairie Star districts, shall not become effective until those Districts dissolve. This transition provision shall automatically be deleted from the bylaws following the first regular General Assembly occurring after all of those districts have dissolved.**

**ACCEPTANCE NEW OF CONGREGATIONS**

M (Bartlett), S, and

VOTED AND PASSED: To accept Unitarian Universalist Congregation of Cookeville, Cookeville, TN as a congregation of the Unitarian Universalist Association.

**EXECUTIVE SESSION**

The Board voted to go into executive session to discuss personnel matters and, when it returned to regular session, announced that they had discussed a process for working with the Administration on Ends monitoring reports.

**DISCUSSION OF ENDS MONITORING REPORTS**

Discussion was held concerning the remediation report on the Ends policy. After discussion, it was agreed that a motion put forward would be tabled until May 20.

M (Pupke), S, and

VOTED AND PASSED: To budget \$100,000 from reserves in the 2014 budget for work with a consultant on Ends monitoring reports, the consultant to be jointly chosen by the Board and the Administration.

**CLOSING**

Gini Courter provided closing words and the meeting was adjourned at 2:20 on Sunday, April 21, 2013.

Respectfully submitted,

/s/ Kathleen Montgomery  
Recording Secretary

## BOARD OF TRUSTEES SCHEDULE

*The board normally meets as follows in **January and April**:*

**Thursday: Committee Day:** Right Relationship Monitoring Committee; Committee on Committees; and Finance Committee meet. Whole board activities begin with Thursday dinner.

**Friday:** Working Group Day

**Saturday:** Board meeting

**Sunday:** Board meeting followed by Coordinating Council meeting

*In **June**, the Board meets before and after the General Assembly. The schedule allows Board member participation in UUMA Ministry Days. Working groups normally do not meet at the June meeting. In election years (odd years), newly elected trustees must attend Anti-Racism / Anti-Oppression training for leaders following General Assembly.*

*In **October**, the Board meeting is one day longer, with Committee Day on Wednesday. In October of odd-numbered years (2009, 2011 ...) the Board meeting is preceded by a retreat for new board members beginning on Tuesday or Wednesday.*

### **June 2013, Louisville, KY:**

Tuesday, June 18 – Wednesday, June 19 – Board of Trustees meeting

Wednesday, June 19 – Sunday June 23 – General Assembly

Monday, June 24 – Board of Trustees meeting

(Board packet deadline: **May 20, 2013**)

### **October 2013, Boston, MA**

Wednesday, October 16 - Committees

Thursday, October 17

Friday, October 18 – Working Groups

Saturday, January 19 – Sunday, January 21 - Board of Trustees meeting

(Board packet deadline: **September 17, 2013**)

### **January 2014, San Diego, CA**

Thursday, January 23 - Committees

Friday, January 24 – Working Groups

Saturday, January 25 – Sunday, January 26 – Board of Trustees meeting

(Board packet deadline: **December 16, 2013**)

### **April 2014 Boston, Providence, RI:**

Thursday, April 10 - Committees

Friday, April 11 – Working Groups

Saturday, April 12 – Sunday April 13 – Board of Trustees meeting

(Board packet deadline: **March 17, 2014**)

### **June 2014, Providence, RI:**

Tuesday, June 24 – Wednesday, June 25 – Board of Trustees meeting  
Wednesday, June 25 – Sunday June 29 – General Assembly  
Monday, June 30 – Board of Trustees meeting  
(Board packet deadline: **May 19, 2014**)