



PEOPLES CHURCH
UNITARIAN UNIVERSALIST

4980 Gordon Avenue N.W. Cedar Rapids, IA 52405 | www.peoplesuu.org | 319.362.9827

PCUU Board of Trustees Monthly Meeting Minutes

February 3, 2019

Kathleen Mavity, President, called the meeting to order at 6:20 PM.

Present: Kathleen Mavity, President; Kathy Juba, Co-Secretary; Jude Johnson; Mike Meshak; Geoff Johnson; Rev. Rebecca Hinds; Gary McGraw, Treasurer

Board secretary for this meeting: David MK

Chalice Lit: Rebecca: blessing!

I. Board Business - Meeting Minutes: January, 2019

- Kathleen: Changes, on section near end of minutes.
- Motion to accept as corrected: Kathy. Second: Geoff. Passed.

II. Meeting with Laura of Unity Consulting (via Zoom)

Process of Policy Writing

- Divy up the categories to draft pre-retreat
- Put all together to review at retreat
- Talk about the values; not about the commas
- Policy is bigger than values written for a governing purpose
- What are the values that we want guiding the way that we do things?
- Not into the nitty gritty
- Policies govern everything that happens
- Power, what things can/can't happen
- Relationship with the Minister
- Similar to the Constitution: Here's how you get to do; related to branches of government
- Up to the Board to monitor compliance
- Write these and have these for us to use at trustees
- "I wonder what our policies already say about this?"
- Have at all board meetings and should be guided or related to agenda items
- Needs to be a living expression of our values; not written in stone; expected to change policies with values changes; belong to the board--board policies that govern what happens at the church
- Bylaws voted on by the congregation; policies nest into bylaws--board's job and relationships--more focused structure and substance through policies



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- You earn your authority as a board to write policies; need to be in relationship with congregation and sources--feel authorized from congregation and obligated to have finger on the pulse;
- These are not arbitrary decisions

Big Picture of Process

- David: How will we know when we're done?
- Laura: When the board as a whole can accept any reasonable interpretation of the policies, and be okay making some changes

Specifics

Policy Governance Level 2 Policy Comparison Chart

4th bucket: End Statements are completed; Mission Statement as part of the Ends Policy

3 buckets remain for us to do

1. Board Governance Process Policies - commitments, jobs, values to guide the way we work, commitments as trustees
2. Board Executive Relationship Policies - who our executive is—minister, relationship, authority delegating, and accountability
3. Executive Limitations Policies - authority given, certain things we can't allow you to do, congregants and staff supervision prohibitions—to create a permission granting system and accountability

Big Bucket Things

"Don't do anything dumb or illegal!"

- Most boards want to say more about what dumb or illegal looks like for staff (for example).
- Can't discriminate: Job discrimination; can't operate without a performance or a policy manual
- Q: Can we stop talking yet?
- A: When we can accept any reasonable interpretation.

How we do this

- Here's a draft that comes pretty close →
- Send to Laura for feedback →
- Iterative revisions →
- Yes, this draft we'll put in the policy manual!

Level 2



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- Laura: Which policies do we want to start to draft?
- Global Policies: The board works on our behalf ...
- Meant to be the overarching policies for the buckets
- Will be drafting using the samples to help us begin.

#1 Governance Process Policy

Just the overarching statement is the beginning.

- Kathy: Discuss before someone runs off to write?
- Gary: The process?
- Laura: Global helps to write the rest.
- Kathleen: What do we have to do with rest of your time?
- Laura: Values guiding. Assignments. Leave with an understanding how policies nest, who to take on drafts, and XXX.
- Kathleen: Get through all three statements tonight?
- Group: Yes.
- Kathy: Why adding/crafting negative into policies?
- Laura: Goal in policy governance is to be as liberating as possible. More liberating to say, "Just don't do this! Don't do that because it violates our values." Most ministers appreciate the clarity. Think in a more disciplined way.
- Rev.: Exec. limitations, "More clear and can more efficiently do my job. I have to test boundaries without policies in place. Make it safe in the environment."
- Jude: "Cup of coffee is hot. Don't touch it."
- Kathy: Hope this will carry through multiple ministers.
- Laura: Check in with me on how it feels through writing and monitoring for things we have and haven't thought of.

Reasons policies are written the way that they are:

- Get clear about who you delegate to
- Be clear that you are not going to run around that person
- Rev. Exec. team at Laura's church? 4-person exec. team at equal authority and accountability; each member has overarching ministry responsibilities at the church; titles: 2-called co-ministers, exec. dir. of ops., minister of comm. and congregational engagement
- Disadvantages of a team: needs to be good at teamwork and know who is accountable

#1 Governance Process Policy - Our working Draft from working with Laura:

Discussion Points

- Q: Positive vs. negative statement crafting? A: Liberty and permission-granting process—Ministers appreciate the clarity; system makes you think in a more disciplined way to about what makes you uncomfortable; people still have to be good for this system to work; policies to help alleviate the problems through clarity and purpose—attractive to future ministers
- Q: what defines “membership”; who has the moral right/ownership; legal authority from members; legal vs. moral obligation; legal to members; moral for all; how do we include beyond; get information from membership group on how they talk about, phrases used, etc. On behalf of the congregation rather than on behalf of the church. Kathleen messaged a membership co-chair to put the subject of member vs. friends on the agenda. Church would have a difficult time running without “non-members.” Kathleen believes that we should remove the “Friends” affiliation and broaden the “Member” one.

#1 Governance Process Policy

The Board of Trustees (the “Board”) of the Peoples Church will act on behalf of **the Church’s membership** to further the congregation’s mission and chosen Ends, with appropriate use of its resources, and avoids unacceptable actions and situations as defined in Church Bylaws and these policies.

#2 Board-Executive Relationship - Our working Draft from working with Laura:

Discussion Points

- CEO vs. Executive vs. Executive Team vs. Minister terms and usage. For our size at PCUU, a single person makes sense. Teams have to work well together and know who to hold accountable and can be ripe for triangulation if not done well. We can change this policy in the future; write it for our needs today.

#2 Board-Minister Relationship Policy

The board’s sole official connection to the operational organization, its achievements and conduct will be through the Minister, who is the Chief Executive Officer. The Board will monitor the Minister’s performance and hold them accountable for progress on the Ends and compliance with the Limitations.

#3 Executive-Limitations - Our working Draft from working with Laura:

Discussion Points

- Minister vs. Executive roles, including the religious values and functions of the church. Change title to Minister Limitations.

#3 Minister Limitations Policy

The Minister shall not cause or allow any practice, activity, decision, or congregational circumstance that is unlawful, in violation of professional ethics or commonly accepted business practices, or inconsistent with our values.

Other policies that nest inside of these buckets:

Using the Policy Comparison Chart

- Perpetual Calendar as a key tool to use month by month and passed from board chair to board chair to stay on track with the job. Chair's interpretation. You could put it in as part of the Board-Gov. Process policy.
- Chairperson's role is to make sure the board sticks with this policy.
- Board secretary role -- what's important with keeping the board's record.
- Officer's roles, combined or kept separately.
- Board members code of conflict. Governing with unconflicted loyalty.
- Board committee principles—to do the board's job—not the work of the congregation. Limited duration. For specific purpose. Don't get to interfere with the job of the board.
- Where does the finance committee live? Think about where and how committees best work within the needs of church—check in on this later on.
- Personnel committee of one volunteer person now.
- Cost of governance to review to see if we want it or not. Board does have expenditures line item.
- Complaint handling—don't like to do in the retreat because it can bog things down. Eventually may want something in place. Flowchart may be wanted in the future.
- Will we need a policy on how to amend the policies? Do we just vote on it when needed? Yes. Sub-committee brings up language and ramifications and then the board votes on changes.

Board-Minister Relationships

- Unity of Control: Role of the board and minister are not going to interfere with each other's roles
- Accountability of the Minister: Accountable for progress on ends compliance and limitations
- Delegation to the Minister: Board will not triangulate
- Monitoring Minister Performance: Entire responsibility is for progress on ends compliance and limitations; get data to show those things

Executive-Limitations



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- Treatments of members, friends, visitors: Treatment ways of people in building
- Treatment of staff: What treatment we accept in how minister supervises staff
- Financial Budgeting and Planning: What you can't accept using data for money coming in and how you will spend it
- Financial Conditions and Activities: What you can't accept that puts you into fiscal jeopardy
- Endowment and Memorial Gift Fund: To skip at retreat
- Conflict of Interest: To skip at retreat
- Emergency Minister Succession: Don't operate without a planned absence of a Minister
- Asset Protection: Here are the things we can't accept in the way we protect our assets
- Compensation and Benefits: Here's the way that we can't accept how compensation is provided to staff; can't promise we don't have or unlimited employment
- Communication and Support of the Board: Can't leave the board uninformed and unsupported, and here are the specifics of how

Next Steps

- Laura to send chart, we will fill it in, and share with Laura before the retreat
- Start conversations in preparation for final drafts at retreat
- Send global policies drafted

Retreat

- Starts Friday night with dinner together at Prairiewoods, including the nominating committee members for governance process (Friday night and Saturday during the morning or day).

III. Treasurer's Report

Income and expense sheet:

- Gary said that we ended up with deficit of \$5,800.00 vs. projected \$8,000.00, due to larger income than projected and made extra on fundraising.
- Expenses were close to what we planned.
- Staff expenses were less than budgeted, but we'll be paying more now due to tonight's agreement to provide disability and life insurance for DFF and OC. Spent a little higher.
- Corrected the Minister's discretionary fund. Building expenses were higher.
- Balance sheet needs correcting post January statement—discussion between Rev. and Gary. Big chunk of money as income will show up. What you don't see is the lousy market and the endowment gift.



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- First meeting of financial strategic task force has been held. Endowment key to be on a more stable footing.
- More activities, including one in conjunction with People's 150th birthday celebration this year.
- Reduce expenses on resources—energy efficiencies.
- Income from building. 3-month checks: prorated with a damage deposit, to put checks into the Office Coordinator's box.
- Endowment and planned giving. Importance of wills → putting on a forum at PCUU via Simmons Perrine law firm and maybe a group discount on normal wills. March 3rd, forum.

IV. Staff Reports

Minister's Report: Custodian and church member Jerry Morse recently had open-heart surgery. What do we do to get the facility clean? Want to talk to attorney to make sure everything is legitimate to get things done.

- Jude: Hire as an open-ended temp position.
- Social worker to talk with Jerry with Rev. there to help fill out the paperwork.
- Yes to some visitors at St. Lukes, room 212.
- Rev. went into fixer mode. Inquiry into others as friends to do a GoFundMe page.

DFF Report: Activities based on monthly themes covered in church services and Faith Formation classes will soon be emailed to families. New childcare worker is an addition.

OC Report: Christine, our new Operations Coordinator, is settling in.

V. Staff Insurance

For DFF and OC: DFF and Rev. to fill in and Board President will sign the letter.

- Long-term disability and life \$524.00 / year; CO is \$326.00 / year.
- Motion: Kathy; Jude second. Passed.

VI. Peoples Financial Future

- Kathleen: Mentioned in Gary's and Rev. reports. Unity of voice, strong feeling that came out was that we did the fun project (stained glass window). Now fiscally wise to focus on the endowments, which will continue to provide in perpetuity. Capital campaign vs. endowment?



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- Rev: Facilities study report to help us decide on spending. Was originally thinking capital to pay for improvements.
- The decision was tabled to hear Mike present on the progress of the Facility Study Group.

VII. Facility Study Group

- Mike: safety, structural, efficient, esthetics -- in the process of collecting data and input. With Rev. assistant, last time the furnace was looked at ~35 years ago. Pre-solar, we have a lot more to do. Asking for what was fixed last and get a good sense for what needs to be done for maintenance and such.
- Interior committee did some work. Rev. to connect them with Mike.
- Rev. birds in the stucco. Scott or Mike to put online. Mike would like to know church insurance policy for next steps in case it happens (in the office).
- Mike to bring a list for recommendations to share at the annual meeting.

VIII. Reminder for change of BoT meeting

- March board meeting moved to the 10th!

Adjourned: Motion made by Kathy. Seconded Mike. Passed. 9:08 PM.

Respectfully submitted,
David Miessler-Kubanek
Co-Secretary