

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

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President Don Barber called the regular monthly meeting of the Board of Trustees (BoT) to order at 6:33pm on Wednesday, April 20, 2022.

**Trustees Present:** Don Barber (President), Therese O'Connor (Vice-President), Walt Peck (Treasurer), Nancy Miller, Margaret Nichols, John Gaines, John Gaines, Simon Catterall, Valerie Graves, Elton Hall

**Trustees Absent:** Diana Nier (Clerk)

**FUSIT Members & Guests:** Emily Richards, Michelle Waffner, Jennifer Steid Mullen, Marie McRaeSee, Fred Balfor, Beth Howard, Elizabeth Bixler

### **Handouts:**

- [Amended Board charge to the Personnel Committee](#)
- [Ministry Fulfillment Committee members and orientation meeting agenda](#)
- [Team and Committee Reports:](#) 8th Principle Task Force, Adult RE Team, Antiracism Ministry Team, Buildings & Grounds, Care Team, Celebrations Team, Communication Policy Committee, Personnel Committee, Hospitality Team, Nominating Committee, Religious Exploration, Social Justice Council, Stewardship, Way Forward Team, Congregational Administrator's Report, Treasurer's Report
- [Draft Annual Meeting Agenda](#)
- [Amended Partnership Governance Adaptation Resolution](#)
- [Connection with Rev. Renee Ruchotzke](#)
- [Mission/Purpose Discernment Process](#)
- [UUA Dues Resolution](#)
- [Board Meeting Construction: brainstorming for greater spiritual fulfillment](#)
- [Vision of Ministry process](#)

### **Agenda Item # 1: Welcome and Chalice Lighting**

Emily Richards lit the chalice and read a selection.

### **Agenda Item # 2: Congregational Communication Period**

- Jennifer Streid-Mullen - Jennifer was attending specifically to hear about the 8th Principle and the annual congregational meeting. She asked whether the 8th Principle would be covered under the congregational meeting agenda and was assured that it was.

### **Agenda Item # 3: Changes to Agenda**

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

- At the end of the meeting there will be an executive session with the nominating committee.
- The process for the development of the Vision of ministry was moved to the consent agenda.

### **Agenda Item # 4: Consent Agenda**

#### **CONSENT AGENDA ITEMS:**

- Approve the minutes of the March 16, 2022 Board of Trustees meeting, shown in Google Docs folder as of the date and time of this meeting
- Accept the Treasurer's Report and all Committee and Team Reports
- Appoint Betsy East, Sue Rakow, Margaret Nichols, Scott Grover, Andy Turner, Magdalen Lindeberg to the Ministry Fulfillment Committee, and accept the orientation meeting agenda
- Amend the Board charge to the Personnel Committee
- Vision of Ministry Process

**MOTION:** Approve the Consent Agenda Items. Moved by Don Barber, seconded by John Gaines. **PASSED.**

### **Agenda Item # 5: Ministry Reports and Upcoming Dates**

(Newsletter deadline is May 12th for the June newsletter)

- Team reports
- Listening Circle reports
- Staff reports
- Committee Reports

The floor was open to discussion:

- Nancy Miller Highlighted that more volunteers are needed for the RE team and the Care team. Once the Ministry Visioning Team (MVT) and Operations/Administration Team (OAT) are in place this issue needs to be addressed.
- Therese O'Connor highlighted the Stewardship report because of a concerning lack of donations. There was discussion about the reported amount raised to date (\$179,000) which is historically low. The stewardship team plans to have 75-80% of the pledge goal by the annual meeting.
- Michelle Waffner informed the Board that some donations came in that have not yet been reported and we are actually at \$264,000, which is a little ahead of what we had in pledges at this time last year.

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

- Walt Peck mentioned that if the pledges are low there is some room in the budget related to the ministry fulfillment committee budget line.
- Don Barber shared that the Buildings and Grounds report included several items that need attention. The budget includes an increase in maintenance and repair costs for the coming year.
- Therese O'Connor shared that the Stepping Stones lease is up for renewal in June and members of the Board and B&G Team will be meeting with the Stepping Stone staff on May 5th. There are concerns about inflation and our ability to make needed repairs and their ability to afford additional cost.
- **Action Item:** Don Barber mentioned that Michelle Waffner received a notice regarding employment withholdings for the state of NJ. Michelle is digging to identify how we could be considered an employer in the state of NJ and how they determined the number they claim we owe.

### **Agenda Item # 6: Budget Discussion & UUA Dues Resolution**

- Walt Peck went over the Budget with the Board. The preliminary budget will be sent over Slack. There was discussion related to how to best share the information and with whom. It was decided that the specifics are shared with the Board. When the budget is shared with the congregation, certain lines are labeled as "personnel" and individual salaries are not shared. The Budget will be covered in general with the congregation, not shown with all the details.
- Walt Peck went over some additional details:
  - There was a pay increase of 5% for staff and an additional increase for the church administrator. There was a more than 5% increase for music director because it was agreed that she was underpaid for her work.
  - There is \$80,000 available for the Ministry Fulfillment Committee's (MFC) use - that amount may be increased or decreased based on other line items.
  - The UUA asked for \$27,000+ for next year. That amount is not in budget.
  - There is an increase funding for buildings and grounds
  - There is funding provided for a Choir Director of around \$6,000
  - The Membership Outreach and Assistant DRE position will not be funded unless the MFC decides to do so.
  - There is a small deficit of about \$5,000 forecasted if the MFC uses their entire funding.

The floor was open to discussion:

- Don Barber asked whether the 2021-2022 forecast can be filled in to allow the Board to know the forecast for the rest of this year.

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

- Walt Peck shared that the Finance Committee went over expenses and found it difficult to just look at the numbers YTD and compare to the budget because some items are completely paid and others are way over for various reasons.
- Valerie Graves asked why the UUA funding is not in the budget.
- Walt Peck shared that for many years the UUA said FUSIT did not pay our fair share, so in the last few years, FUSIT has worked to pay our fair share. The amount the UUA is asking for is not possible if FUSIT has paid ministerial fulfillment.
- Don Barber spoke with Renee Ruchotzke of the UUA and there are details to share when we get to the related agenda item. The Board will be discussing how much we will be giving the UUA this year and that will affect plans for the future year.
- There was some discussion of specific totals and numbers but it was found that the smaller total did not include payroll taxes and disability. There was no error in the budget found.
- Don Barber expressed that looking at the budget before hearing about the pledge increase left him concerned, but now the budget seems reasonable.
- Walt Peck shared that any of the \$80,000 that is not used for minister salary will be applied to MFC. It is hard to know how much money that committee will need to follow through with their task. For a full time minister, the \$80,000 that would be half to 2/3 of what they would need. Some of the money will go to pastoral care and can also go to regular services, or a head of staff. These are not recommendations - it is up to the MFC to do the best they can. It is far more difficult to find people in very different situations than one might think.
- Walt let the Board know that FUSIT is done paying the minister salary to Rev. Tony.
- John Gaines noted that the fund balance has gone up a lot in the recent months because people often pay their pledge immediately. In the past FUSIT has had the same basic feature on the balance sheet.
- Simon Catterall asked what the "recycle cancellation grant?" in the budget referred to.
- Walt Peck answered that a one-time donation was made to cover the lost income from the recycle sale that was not held last year. There were two lines of one-time money in this year's budget that FUSIT will not get again.
- Don Barber summarized that the Board is comfortable with the budget as presented. The finance committee will continue to fine tune the information for sharing with the congregation - and then a congregational conversation to discuss the budget before the annual meeting.
- **Action Item:** Walt Peck was informed that the Budget is due by May 1st, so there should be a Congregational Conversation held in the next week and a half. He shared that the timing is tight and was told to talk to Loretta about a final deadline.

**Resolution for non-payment of UUA dues.**

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

- Don Barber had a discussion with Renee Ruchotzke from the UUA and she understands that FUSIT will not pay the second half of our UUA dues this year. Renee spoke with a few trustees at the beginning of April and Walt presented some concerns. Renee appreciated the feedback and asked that it be put together to share with the UUA. The biggest take away from the meeting was that the interim minister hiring process does not allow much time for interim ministers to be vetted and the UUA does not have a method to appropriately vet them. Therefore the UUA recommendations for interim ministers may not be well vetted or good matches for the congregations they serve.

**Action item:** Renee Ruchotzke encouraged the Board to write a letter to the UUA while we were working through dissolution with Rev. Tony. That letter should be written to share our concerns with the UUA. Walt Peck will write the letter, but it will be a little while before he can start work on it.

- Don Barber also discussed with Renee Ruchotzke that FUSIT might not pay UUA dues next year. If FUSIT is not a “fair share congregation,” the UUA will still provide support. Renee said it would be helpful to have a conversation with the UUA in Boston about why we are not paying a fair share going forward and to clarify what we expect from them and what they expect from us. Don will talk to Elton Hall about the structure at the UUA and to make a plan to have a conversation with them.
- Don told Renee about our plans to form a MVT and OAT to allow our congregation to be flexible and able to weather changes in the format of ministry fulfillment. Renee said our plans are cutting edge and she wishes us success. She thought we were being proactive and congratulated us. John Gaines sent her the MVT and OAT proposal.

Amendment to the resolution - the resolution should include the amount FUSIT is not paying this year, which is \$13,090.

**MOTION:** The Board of Trustees hereby accepts the resolution of Non-Payment of Half of the UUA Dues with the amendment to include the amount (\$13,090). Moved by Don Barber, seconded by Nancy Miller.

The **MOTION PASSED**.

### **Agenda Item # 7: Organization/Administration Team & Ministry/Vision Team Roles and Recruitment Process**

**MOTION:** The Board of Trustees hereby accepted the proposal for the roles and charge for OAT

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

and MVT as written in the Amended PG Adaptation Resolution. Moved by Don Barber, seconded by John Gaines.

The floor was opened to discussion:

- John Gaines highlighted that this proposal has not been looked at by the Governance Committee with all the purple updates in the document.
- Margaret Nichols shared that the Communication Committee has looked at how MVT and OAT will communicate given that MVT might need communication with the congregation. The Communication Committee can come up with suggestions. Can those suggestions be added to the proposal?
- John Gaines shared that the communication piece is a priority and it has been strengthened by this resolution. The method for communication to the board is set. The leadership council has not had direct communication with the congregation. The MVT sits above the leadership council. The Team Leadership Council (TLC) and MVT will need to work together to communicate about what they are doing. Making communication a priority is part of the resolution. In advance I don't know if we can come up with a formula that will work.
- Putting updates and information in the newsletter and weekly announcement has helped a lot with communication with the congregation. A lot of the congregation has no idea what happens in the background. Loretta Heimbuch and Michelle Waffner have done a great job of communicating.
- Nancy Miller shared that after going to staff meetings with John she has concerns about the staff having confusion about what falls under OAT and what falls under MVT. There may be confusion and overlap. And it is important for OAT and MVT to have communication and discussion about who does what and that it is communicated to the staff.
- Emily Richards shared that the staff hasn't discussed particular concerns. They currently work well together and communicate well. Assuming there is no minister serving on both these teams, Michelle Waffner will serve on OAT and Emily Richard will serve on MVT and they could communicate their roles and the groups roles to the staff.
- John Gaines shared that with the MVT, FUSIT could see the vision of ministry brought to life both for the teams and the whole congregation. If we asked the congregation they don't know what it is. If the MVT focuses on the vision of ministry it will be brought out into everything that is done. At staff meeting yesterday - the Board liaisons offered to ask the staff in a year whether they think things are going better than they were and that answer could inform how things are going. Both groups are self-determining and can make changes as needed through the year. It will be an organic process.
- While the additions thus far are good and clarifying, we should not go farther - The Board needs to let teams do their work.

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

Discussion was closed. **MOTION PASSED.**

### **The MVT and OAT Recruitment process:**

Without a minister, is it up to the Board to recruit members for the two teams. The congregational administrator will serve and John Gaines volunteered to be on OAT so there are two more spots to fill. Emily Richards will serve on MVT. There are names from the Nominating Committee but Board help is needed to interview and recruit members. There will be some names provided. There were no volunteers during the meeting.

The floor was opened for discussion:

- John Gaines expressed that it is important for this to go well because it is brand new. If it doesn't go well, people will lose interest in trying again. It is critical to have someone who really understands the leadership council.
- **Action Item:** The president of the Board will approach Board members privately to try to find volunteers to assist.

### **Agenda Item # 8: Spring Open Question- Board Input**

- John Gaines shared that asking difficult questions with multiple parts doesn't work very well. He doesn't expect to break 50 in the number of responses. Eight of the 10 board folks have answered the Spring Open Question. He asked whether the Board can use the same model as we used before, Where Therese O'Connor, Margaret Nichols and Valerie Graves look through the responses and write up summary. The three trustees agreed.
- **Action Item:** Nancy Miller shared that her small group went over the Open Question last Friday and will compile notes to send to John Gaines to include in the spreadsheet of responses.

### **Agenda Item # 9: Discernment Process of FUSIT Purpose (Largest Bowl or Owner)**

- Don Barber shared that the Board has been struggling with the Mission. FUSIT has a strong mission statement, but we have not determined the mission at this point in time. Need to focus on the largest bowl or the owner of the organization that all actions are directed towards. Originally, Board members thought we would do that internally but after doing a workshop we realized we need to engage with those outside our walls about how we are viewed and what we provide the community. There is no need to rush the process.
- **Action Item:** There is a new document in the discussion folder entitled "Mission/Purpose Discernment Process" for all Board members to add to.

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

The floor was opened to discussion:

- Nancy Miller shared that the creation of the Mission Statement was a long process. This process should also not be rushed. Maybe we are looking for something too complex. The mission needs to be simple.
- Margaret Nichols shared that it is difficult to determine our mission and purpose when we are in unusual circumstances. People might not have the space to think about the big picture when they are struggling.
- Don Barber shared that it could actually be a good time to work on the mission because everything is shaken.
- Nancy Miller shared that we are all, on some level, as unstable as we ever have been but the church is one of the stabilities in our life.

### **Agenda Item # 10: Annual Meeting Agenda, Format, Organization**

- The 8th principle is on the agenda for the Annual Meeting with the exact wording listed.
- The Board is talking about using a hybrid meeting format
- There will need to be a way for those participating remotely and those participating in person to be able to vote.

The floor was open to discussion:

- Valerie Graves noted that an adjustment to the bylaws might be necessary.
- Don Barber noted that they were written before the current technology existed.
- Emily Richards mentioned that remote participants can still be considered “present.”
- Nancy Miller reminded the Board that the other issue brought to board by Beth Howard of the ARMT was that the quorum of those who actually vote and make decisions on behalf of the congregation is often very small.
- John Gaines shared that Don Barber responded on behalf of GovCo. There will be no change to the defined quorum.
- Jennifer Streid-Mullen shared the ARMT strategy of taking a survey of the congregation before the vote so that there can be clarity about whether the vote at the Annual Meeting represents the full congregation and to get a feel for where people stand on the adoption of the 8th Principle and how many people are engaged in the issue. If there is not good participation in the poll, the ARMT might not move the resolution at the meeting.
- Don Barber summarized that If the resolution passes with a small number at the annual meeting, the straw poll can show that it has broad support in the congregation. If the ARMT decides not to bring the resolution forward, they will make a formal statement and then the meeting will move on.

### **Agenda Item # 11: Spring Goals of Board**



# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

- Suggested goals as follows:
  - Develop 2022-23 Vision of Ministry
  - Create the Organization Admin Team and the Ministry Vision Team
  - Identify people or create plan for filling three ministerial functions: spiritual leadership, pastoral care, operations leadership
  - Discover ways for the Board to ponder powerful questions at the business meetings.
  - Therese O'Connor added: Continuation of professional development and training of board members.

The floor was open to discussion:

- Therese O'Connor shared that there is a group working on the VoM (Emily Richard, Therese O'Connor, Margaret Nichols and Valerie Graves) and it should be done by May.
- Don Barber noted that Board meetings will be longer if they include time to ponder powerful questions.
- Therese O'Connor expressed that more agenda items probably need to be moved to the consent agenda. But that requires Board members to check regularly and participate.
- Valerie Graves highlighted that there is no way to know if people see the documents that are available on Slack. We need a system for verifying that something is seen even if not everyone has a comment.
- Nancy Miller commented that people can simply write in Slack that they have read the material.
- John Gaines shared that it is each member's due diligence to use Slack - at least twice a week.
- Margaret Nichols shared that Mark Pedersen was active in the congregational admin group in UUA and asked whether staff is likely to connect with the UUA for professional development as well.
- Emily Richards shared that she is in the midst of the UUA credentialing process. As is Stephanie Ortolano. Professional development is part of the benefits package offered by FUSIT and staff feels supported in pursuing professional development.

### **Agenda Item # 12: Meeting/Action Summary for Communication**

The plans for the Board Meeting agenda for next month was reviewed and will include the following topics:

- Draft of VoM for review
- Spring Open Questions
- OAT and MVT appointments

# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

### **Agenda Item # 13: Closing Words**

Emily Richards read a selection and extinguished the chalice.

### **Meeting adjourned at 8:13 pm.**

Minutes taken by Valerie Graves, 4/20/22.

**Executive Session:** The Board went into Executive Session at 8:00pm.

### **Executive Session Adjourned at 8:40 pm.**

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### **Ministry Fulfillment Committee**

The charge for the Ministry Fulfillment Committee (MFC) was adopted by the FUSIT Board at its March 16th meeting.

The following congregants have agreed to serve on this committee and have been appointed by the Board President: Betsy East, Sue Rakow, Margaret Nichols, Scott Grover, Andy Turner, Magdalen Lindeberg.

The MFC's first meeting is scheduled for April 26th. The agenda for that meeting is:

- Orientation to how the Board conceives of Ministry Priorities (John);
  - The MFC charge (John);
  - Financial realities (Walt);
  - Burning Questions (all);
  - MFC Leadership (all);
  - Next tasks and assignments (all);
  - Set the next meeting.
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### **Personnel Committee Amendment to Charge**

Whereas, the Board of Trustees created a Personnel Committee on August 18, 2021 and charged said committee:

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# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

1. To ensure compliance with state and federal employment statutes
2. To counsel the Board on compensation and benefit policies
3. To bi-annually review the Personnel Manual
4. To serve in the ombudsman function for staff concerns that are not felt to be satisfactorily addressed by supervisor
5. To support and counsel the Board on proper grievance procedures when the Board is called into fulfilling its responsibilities, and

Whereas, the Board has subsequently adopted changes to the organizational structure of the Society, and

Whereas, said changes may require advice and recommendations from the Personnel Committee,

Now Therefore Be It Resolved, that the charge to the Personnel Committee is hereby amended to add the following:

6. To advise the Board on other matters as requested by the Board.
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### **Amended Partnership Governance Adaptation Resolution**

#### **Team 1: Ministry Visioning Team**

This team will consist of four people, whose task will be to guide and coordinate the work of the ministry and serve as **governance** partners with the Board to implement the goals articulated in the annual Vision of Ministry.

This team will also regularly report back to the Board the progress in its implementation of the Vision of Ministry. It will guide the Team Leader Council and ensure coordinated efforts across all of FUSIT's ministry teams.

Members (4): 1 Board member, 2 Board appointees made in consultation with the **Team Leader Council**; staff representation from the Minister or a Ministry-focused staff member.

Charge:

- **Authority** to guide **and to make independent decisions regarding** the implementation of the Vision of Ministry **in coordination with the work of staff and Teams.**
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# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

- Report the results of the Ministry work to the Board by having one MVT member present at each Board business meeting and submitting a ministry report to the Board each month.
- Create intentional communication with the Organization and Administration Team.
- To propose annual budget expenditures to support the ministry work.
- Partner with the Board in Vision of Ministry and Open Question development

Term of Service: 2 years, with 1 possible reappointment. After the first year of implementation, members will rotate off in alternate years to ensure a degree of continuity from year to year.

### **Team 2: Operations Administration Team**

This 4-person team will work to oversee the administration of the church operations and serve as governance partners with the Board to manage operations. It will serve as a supervisor to the paid staff members and review their work annually. It will also be responsible for recommending the hiring and firing of paid staff members, should the need arise. It will also oversee spending and make budget recommendations.

Members (4): Members (4): The Board Treasurer or designee, 2 Board appointees; staff representation from the Minister and/or the Congregational Administrator.

### Charge:

- Guide and coordinate the work of the paid staff
- Coordinate searches for new staff members
- Recommend hiring and firing of staff members to the Board
- Provide input to annual budgets and compensation recommendations for salary and benefits made in consultation with Finance and Personnel Committees
- Evaluate the paid staff's work, and report those reviews to the Board at least annually
- Provide a monthly written report to the Board summarizing staff activities and the Organization and Operation Team's focus areas
- Create intentional communication with the Ministry Visioning Team

Term of Service: 2 years, with 1 possible reappointment. After the first year of implementation, members will rotate off in alternate years to ensure a degree of continuity from year to year.

Purple amended language inserted by D. Barber 4/19/22

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# First Unitarian Society of Ithaca

## Board of Trustees Meeting

April 20, 2022 Minutes

---

### **Non-Payment of Half of UUA Dues**

Whereas, FUSIT paid much more in salary than we received in services from Rev. Anthony Johnson, and

Whereas, FUSIT paid a severance package that was larger than the salary package while Rev. Tony was with us, and

Whereas, the transition surround Rev. Tony's ineffective time with us and his leaving had a negative impact on some congregants view of and support for FUSIT and when taken with the above, has put FUSIT in a severe financial pinch, and

Whereas, FUSIT feels the UUA has impacted this financial stress by the UUA Interim search process which suggests with the timetable and candidate and reference connection process that interim minister candidates are vetted and endorsed by the UUA,

Now Therefore Be It Resolved, that the FUSIT Board of Trustees directs the Treasurer to not make the second Fair Share payment to the UUA for Fiscal Year 2021-2022