

MINUTES OF APRIL 4, 2024, MEETING OF
THE BOARD OF TRUSTEES OF
THE UNITARIAN UNIVERSALIST FELLOWSHIP OF BOCA RATON

Present: Co-president Rajeev Arora, Secretary Judy Keiser, Treasurer Bill Jensen; VP/Facilities Patrick Larson, Trustees Carole Stephens, Lynn Smith, Rick Troiano, Howard Prentice; Interim Minister Rev. Kathy Tew Rickey; guests Mitch Major, Betty & John Tilton, and Jon Garberg

Leadership Development session: continuation of the discussion about adaptive and technical problems and leadership

The meeting was called to order by Chair, Rajeev Arora, at 7:18. It was decided that Rajeev would light chalice, Carole would share opening words, Rick would check vibes, and Carole would mind time.

Rajeev determined there was a quorum and welcomed visitors.

Approval of Minutes, using Roberts Rules (RR) for small groups:

Minutes of Congregational Budget meeting 3/24/2024 and BOT Meeting 3/28/24: Motion by Carole, seconded by Rick to approve the minutes if no objection. Objection raised to approving minutes circulated too close to meeting time. New motion by Carole, seconded by Rick, to save minutes til May meeting and approve along with April minutes. Motion passed.

a. Discussion of process of reviewing minutes: Need to give trustees chance to prepare for meeting by reviewing minutes. Desire to avoid ritualizing minutes by approving them without reading them. Best practices would have minutes sent out one week before meeting. Alternative is Tuesday of meeting week, when agenda is sent out, sending minutes with agenda. Committee reports should also be submitted at same time. Ideally, all three will come out together at least two days before meeting. Reports for Endowment/finance can't be sent til month is over. Mitch suggested sending his report for the meeting the month after.

b. Discussion of changing the BOT meeting to the second week of the month. Endowment meets 2d week because it gives time to generate numbers. Soul matters meets 3rd week. Fiduciary duty makes it important to keep current with numbers, raising stakes to review numbers promptly if they're not released til midmonth. Suggestion was made to move BOT meeting to third Thursday of each month. Reports not financial in nature can wait til then; that week gives time to generate current financial reports, since Treasurer gets prior month's numbers the second week. Consideration of finding a technical solution to an adaptive question. Factors to consider: resistance to change, choice of accommodating committees or trustees.

Motion made by Lynn and seconded by Rick, to return to 4th Thursday of month, starting in April, to accommodate those handling financial information. Discussion: none. Motion passed unanimously. April 25 will be the next meeting. Friendly amendment accepted, Howard seconded, motion passed unanimously.

Reports

- a. Trustee projects (tabled):
 - i. Claire Smith: Mission/vision project
 - ii. Rajeev Arora: contract ministry search

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- b. Minister's Report (none)
- c. Administrative Reports/Action items:
 - i. Treasurer (none)
 - ii. Finance Committee (none)
 - iii. VP-Facilities (none)
 - iv. Sharex: a piano recital Sharex partner cancelled for lack of students and HAF cancelled spring break camp for lack of campers. See prior report about new Jewish congregation using space in October. Sharex will assume responsibility for elections.
 - v. Endowment (quarterly report): Mitch presented a summary of his report which was previously received by email. Mitch is the new chair of Endowment Committee. No grants were made in first quarter of year. Positive quarter due to stock market gains.
 - a. Discussion about situation on endowment committee where Mitch is both treasurer and chair, among six members. Question whether it's alright to hold 2 positions on one committee. Impression is that it's not alright, but may be necessary for lack of willing volunteers, perception that it's a lot of work to serve on Endowment Committee, bylaws restrictions on leadership.
 - b. Discussion about topic: congregation is responsible to populate endowment committee with volunteers willing to serve as leaders; option of position remaining vacant or rotating among members, fact that bylaws do not impose requirement to have officers. Mitch is willing to serve in two positions unless another volunteer can be found. Mitch mentioned a need for Zoom training. Rajeev willing to conduct a training. Mitch will bring up issues at next Thursday's endowment committee meeting.
 - vi. OE and CI Funds (quarterly report) Capital Improvement performance is fine, fund is growing, no changes are planned. CI Fund has \$20k, invested in S&P index fund. Doug Hughes Fund same: no changes to portfolio are planned. Money is available to distribute when needed.
- d. Program Committees and Groups/Action items:
 - i. IT Team (none)
 - ii. Membership – Carole reported that visitors don't fill out forms at table. Alternative: pass book around in service and anyone/everyone can fill it out. Started using sign-in books Sunday. New inserts are being obtained for binders on Welcome Table.
 - iii. Landscaping – provided in writing
 - iv. Community Services (none)
 - v. Personnel (none)
 - vi. Aesthetics Team: Rev Kathy noted that Monica spent 12 hours at Fellowship power washing, diligently improving our building's curb appeal, a very significant aspect of hospitality.
 - vii. Legacy Group (none)
 - viii. Space Planning Group (none)
 - ix. Healing Justice (none)

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Old Business:

- a. Banking policy regarding online access: we access balances, and move funds among 3 bank accounts. Treasurer has no ability to write checks, but needs access to view Automated Clearinghouse (ACH) payments to vendors, who are set up online to receive payments through ACH instead of by checks. Need non-Treasurer who can access bank balances. Through bank mistake, access for all was removed; that problem is being fixed. Security procedure exists by which ACH system sends code to phone. UUFBR policy doesn't match new online banking structure, and our Bylaws don't contemplate online banking.
 1. Discussion: whether to continue as in past, or amend bylaws to update to match current financial reality. Can we give Robert ACH access without a bylaws change? Finance people intend to give Robert access anyway. Accountants had access and they didn't perform up to expectations. Need designated individual other than treasurer so two pairs of eyes have access. The right thing for the congregation is to give Robert access.
 2. Larger discussion of bylaws amendments: Membership Committee is also interested in amendment of bylaws. Idea: include bylaws amendment in special congregational meeting agenda? Discussion noted that bylaws change is a technical solution to an adaptive issue in connection with membership. Larger issue is about the meaning of membership. Our process of addressing it should start with a congregational town hall meeting, not with a change to our Bylaws.
 3. Discussion of future bylaws amendments to bring them current to match reality in finance and membership. Other areas of internal conflict in Bylaws: taking amendments from the floor contradicts board's duty to ratify changes to previously approved budgets. Suggestion to bring all changes to congregation.
 4. Decision: This needs a committee level discussion. Bill will ask Finance Committee to lead effort to amend bylaws to accommodate online banking and ACH payment system. Discussion of other bylaws amendments to be left to future.
- b. Discernment project: continuation of process with hybrid meetings Saturday and Sunday with focus group. Comment about scheduling conflict reveals need for calendar coordinating committee. Judy was acknowledged for standing firm in following this process. Rev Kathy will observe discernment workshops.
 1. Scheduling issue for April 21: problem with scheduling congregational discussion due to full schedule of activities and full utilization of building spaces for Earth Day Idea to hold it earlier than worship service; problem: that makes it hard for tech team. Tentative plan to move it to April 28.
- c. Program council: Rev Kathy will extend invitation to program chairs.

New Business:

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- a. Trustee Time: Rajeev proposed to have trustee welcomers also volunteer to staff table during coffee hour to be available and visible to congregants. Discussion: some trustees welcome remotely; those trustees will perform the virtual coffee hour duties remotely; Carole to be excused from remote post-worship duties.
- b. Side topic: Rick still has Slack issues. Rajeev to talk separately with Rick; email will continue to be used until problems can be resolved.

Executive Session: 11-month employment contract with Marina Machado was approved.

Meeting was adjourned at 9:10 on motion by Rick seconded by Bill; motion passed without objection. Date of next mtg was announced as April 25, 2024. Meeting ended after brief checkout from all trustees and Rev Kathy.

Respectfully submitted by Judy Keiser, secretary, UU Fellowship of Boca Raton