

UUTC Board Meeting Minutes
November 19, 2020 @ 5:30pm via Zoom

Present: Joanna Bliss, Betty Kendrick, Gail Meyers, Quim Moya, Rev. Bob Renjilian, Bart Renner, Kay Webb, Elizabeth Williams, RK Young, and Susan Zelle

Welcome, Check-In, and Opening Words: The meeting opened with a check-in with those attending and a reading by Susan Zelle. Betty Kendrick volunteered to present the opening words in January.

Approval of the Minutes: The October 22, 2020 meeting minutes were approved via email and distributed to the Administrator and to Members and Friends.

Approval of Email Votes: Kay moved to accept the following email vote for inclusion in the November minutes; Bart seconded. The motion carried.

10/25/20 – Motion to accept the October 22, 2020 Board Meeting Minutes as presented was made by Kay Webb, seconded by Susan Zelle; motion carried on 10/25/20.

Standing Updates: Gail moved to approve the submitted reports for the record and Susan seconded the motion; the motion was approved. The following reports were accepted:

Minister's Report – Rev. Bob highlighted his activities during the month of November: small-group, safe-distanced outdoor meetings on campus; Zoom meetings with various teams and small groups; pastoral care visits; officiating his first outdoor wedding in NC.

In the area of Professional Development, he was busy online meeting with the UUA Transitions Office, leading a worship service for a retreat for the South East UU Minister's Association, attending the Interim Ministers Network annual conference, and meeting with the UUA Religious Education Credentialing Committee.

November's worship services centered on the theme "How Are We A People of Healing" and included a mid-day prayer service the day after the elections.

In the broader community, he attended an online Hendersonville PFLAG meeting and the Blue Ridge Pride Center November online lunch meeting.

Rev. Bob recommended that Board members look at the recently released report from the UUA Commission on Institutional Change, "Widening the Circle of Concern."

Treasurer's Report – The ACS reports and the Treasurer's monthly report and comments were shared with Board members, providing the financial status as of October 30, 2020. Gail reported that the last external review was conducted in June 2017; if the Board decides to request a future external review, it should plan for and include the cost in the budgeting process.

Operations Report – RK reported the status of UUTC's outreach through social media and the status of fund raising through pledges and the calendar sales initiative. Calendar sales have not recouped the expense of printing at this point.

She shared that staff roles have become more defined and staff members are settling into their respective roles; the report included staff member self-assessments for November.

She reported on the trends indicated by the responses to the recent survey sent to Members and Friends. The data provides some direction on what future programming would be welcome and on what social justice initiatives might have traction. There is a desire for more virtual programming and a consensus on the desire for small, in-person gatherings. She will be sharing results in the newsletter.

Administration Committee Report – Two November reports were sent to the Board. The first indicated no need for Board action; however, the committee completed the draft of a proposed Conflict-of-Interest policy at a November 17th meeting and submitted it for Board review in a subsequent report.

Finance Committee Report– Minutes of the committee’s November 17, 2020 meeting were shared with Board Members. During discussion, Gail commented that the PPP loan does provide help for low contributions, but it is already in the calculations for earlier reported deficits. Also, she suggested that directing the expense of the electronic access for doors to the Capital Fund is inappropriate considering the cost, and the Capital Funds were encumbered for other projects. After explaining IRS tax regulations regarding capital expensing rules, she recommended that the Board consider a policy that states that expenditures of \$5000.00 or less be expensed rather than capitalized for accounting and tax purposes. Susan recommended that Gail contact members of the Finance Committee for their input before the Board votes on the recommendation.

Personnel Committee – No report

Property Committee – No report – Quim, liaison to the Property Committee, reported that he had contacted the three new members of the Committee. Susan suggested that their first task might be reviewing and revising the Committee’s Operating Guidelines which have not been reviewed since 2017.

Advisory Council – No report - Michael Solomon submitted Operating Guidelines for the Right Relations Task Force for Board approval.

Old Business Updates:

501(c)(3) Application – Gail reported that she is starting on the 5-year financial reports needed for the application. She asked RK to send her a copy of the responses to certain sections of the application that were sent to the Board. The aforementioned sections are on Google docs in a form that Board members may access and write responses.

Varsity Property Tax-Exempt Status – As authorized at the previous Board meeting, Gail contacted Claudia Hawkins regarding preparing an IRS filing for a Private Letter Ruling to determine whether the Varsity properties purchased in 2017 are tax-exempt. After talking with Ms. Hawkins, Ms. Hawkins declined to accept an engagement to complete this filing. She provided Gail with two references at mid-tier firms that are experienced in Not-for-Profit filings. After explaining that not pursuing a Private Letter Ruling from the IRS would likely cost more in taxes than the expense of engaging a firm to make the filing, the Board agreed that Gail should continue to pursue a firm to move forward with the IRS filing. She will report back to the Board when she finds a firm willing to do the filing to seek authority to contract with the firm.

Conflict-of-Interest Policy Recommendation – Board members were provided a draft policy recommendation from the Administration Committee prior to the meeting. After a brief discussion, Kay suggested two minor amendments for clarification (inserting the words “personal or” before the words “financial interest” on lines 34 and 38 of the draft proposal). Gail made a motion to approve the proposed policy as amended; Bart seconded the motion. The motion was approved. The Administration Committee will determine where in the Policy Manual to insert the approved policy. Kay reminded Board members of the 5 steps recommended by the Administration Committee in regard to finalizing a Conflict-of-Interest policy that will meet government requirements and regulations for non-profit organizations. She stated that she is currently working on step 3, writing procedures to implement the policy; these procedures will reside in the Board Operating Guidelines and will require annual signatures of compliance from certain UUTC leaders and staff.

Survey Analysis & Recommendations - RK shared a slide show of the survey results with Board members prior to the meeting. She suggested that an analysis of the data indicated a consensus that there is a desire for in-person small group meetings. Considering two options of 1) creating a more weather-resistant structure on the Fellowship Green and 2) improving the ventilation systems within the building, RK recommended pursuing the second option first. Investing in upgrades to the building’s ventilation systems will allow the building to be open to limited use by small groups in 2021. Rev. Bob emphasized that small groups will likely be 8 or fewer, following distancing and mask wearing protocols; he shared that, at this time, the UUA was recommending no indoor church services until May of 2021. After much discussion, the Board agreed that RK should seek bids from several firms on ventilation system improvements and report back to the Board to determine next steps.

New Business:

Endowment Committee Operating Guidelines – Joanna Bliss, Chair of the Endowment Committee, submitted the committee’s Operating Guidelines to the Board prior to the meeting. She was commended for her tireless efforts in moving this recently established Congregational Committee forward. Kay moved to approve the Committee’s Operating Guidelines as submitted and Gail seconded the motion; the motion was approved.

Right Relations Task Force Operating Guidelines – Prior to the meeting, members received copies of the Operating Guidelines for the Right Relations Task Force, submitted by Michael Solomon. Gail asked for clarification on the responsibilities of the Advisory Council and responsibilities of the Board in relation to the Task Force. Kay clarified that the Council is responsible for recommending members to the Task Force and for oversight of the Task Force, while the Board approves members to serve on the Task Force and calls the Task Force into action when necessary. With this clarification, Gail made a motion to approve the guidelines as submitted and Bart seconded the motion; the motion was approved.

Additional Business: Referencing the Budget Requests noted on the Board Calendar for January, Gail suggested that teams need to be alerted to begin looking at their budget needs before January. This led to a discussion of how and when to share the Board’s vision to teams to provide guidance for budget planning. Betty suggested that perhaps Susan, Gail,

and RK could meet online with team leaders in December to discuss the Board's guidance for planning for 2021-2022. Susan offered to write an article for the newsletter, providing guidance for planning for the next fiscal year.

Board Calendar Review: January – Budget Requests

Adjournment: The meeting adjourned at 7:30PM.

Next Regularly Scheduled Board Meeting: January 28, 2020 at 5:30pm

Note: There may be a called meeting in December to review bids on a ventilation system and determine next steps.

Respectfully submitted,
Kay Webb,
Secretary