




Minutes

All Souls Indy - Public Board Meeting

 Wed October 13th, 2021

 7:00pm - 9:00pm EDT

 ASI

 **In Attendance**

I. **ASI Mission and Vision Statements**

Our Mission: To welcome all. To lead with love. To embrace hope. To cultivate community. To challenge assumptions. To face our biases and prejudices with clear eyes. To spark positive change within ourselves and in our communities. To act in ways that help move the arc of the universe toward justice. Our Vision: We will leverage love as a force for positive action.

II. **Welcome**

a. **Call to Order**

Jean Miller called the meeting to order at 7:00 pm after establishing a quorum was present.

b. **Head Count**

Quorum and Voting. A majority of the all Trustees eligible to vote shall constitute a quorum for a meeting of the Board of Trustees. A majority of all Trustees eligible to vote, whether present or not, shall be required to approve a motion.

Board Members in attendance: Cathy Tanner, Bob Rayhill, Jean Miller (President), Babette Miller (Vice President), Teresa Quay (Treasurer), Rex Martin, and Virginia Snell. Staff in attendance: Rev. Joel Miller, Elizabeth Valencia.

c. **Chalice Lighting and Reading**

Cathy Tanner read work from the hymnal for the reading.

d. **Check-In**

Group did usual brief check-ins.

III. **Guests:**

A place for guest attendance to be recorded in the minutes.

Non board members in attendance: Judy Lumbert

IV. **Approval of Consent agenda**

Decision: Teresa made a motion to approve the Consent Agenda. Rex seconded the motion. The motion passed.

a. **Minutes**

1. **September 15 board meeting minutes**

2. **October 4 Work Session minutes**

b. **Staff reports**

DCCP Report

Office Manager Report

Minister Report

DCCP Report

Office Manager Report

Minister Report

c. **Financial Reports**

September Comparison Treasurer's Report

September Custodial Funds Report

Finance Committee Minutes

September Comparison Treasurer's Report

September Custodial Funds Report

Finance Committee Minutes

d. **Other Reports**

October MSC Report

October MSC Report

V. **Officer/Board/Standing Committee Reports**

a. **Finance Committee**

Review YTD financial reports

Review of YTD financial reports - Teresa Quay

1. **Gift Policy Approval (VOTE)**

Teresa presented the gift policy distributed prior to the board meeting. Document located in Boardable. Discussed that the committee would include the minister. There was mention that the Gift committee is also called in in the Finance Committee charter which will be reviewed in subsequent board meeting. Discussion centered on adding to section to 1 to reflect to include Treasurer, Minister, and Chair of Planned Giving in the description.

Decision: Babette made motion to approve gift policy with provision of amendment for adding Gift Committee member identification. Cathy seconded the motion. The motion passed.

2. **Approval of new finance committee member - Judy Murphy (VOTE)**

Decision: A brief discussion occurred regarding adding new committee member Judy Murphy. Virginia made motion to approve Judy Murphy to join the finance committee member. Rex seconded. Motion passed.

3. **Approval of investment firm (VOTE)**

Teresa discussed Finance Committee proposal of Scott Richardson as investment manager. Scott is with Commonwealth Capital Management LLC. The investment firm is located in Louisville. Jean asked how the fee structure worked. Teresa mention .75 basis points and sliding scale. Teresa discussed how Scott offered to meet in person or do a Zoom meeting with the board. We can arrange when decided we wanted to hold a meeting.

Jean asked about next step if approved. Board discussed it would be a need to meet to discuss our financial, social, and climate goals. Teresa mentioned that funds would need to be transferred from TD Ameritrade. Bob asked if there was a term or contract with going with Commonwealth. Teresa mentioned that there is no contract. Cathy asked would Scott be our rep with Common Capital management. Teresa answered that in general, yes Scott would be the point person. Virginia asked for clarity on the motion to be made for the vote. Teresa asked Board to comment on Endowment policy draft that was posted in Boardable.

Decision: Cathy made motion to approve Commonwealth Capital Management as the investment firm for All Souls. Helen seconded. Motion passed.

4. **Approve revised budget (VOTE)**

Jean discussed the background on the revised budget based upon the changes required and the provisions in the bylaws. Joel presented a line item budget review of the proposed changes that are being proposed for the congregational vote. It was noted that plate donations were down, draw on operating reserve was lower than \$6000, and expenditures of grants remains in the budget. Bob asked about the UUA fair share calculation increase. Joel explained the reasoning for All Souls budgeting for fair share given especially given our use of the UUA.

Jean raised that the \$60,000 from Headstart rental is something that we don't necessarily want to rely upon for the use in the operating budget and general budgets. We want to make sure we are mindful moving forward. Joel recommended we create a budget where the rent money goes to building capital reserves to address such things as the roof. Jean asked a way to demonstrate now. Joel working on budget projections.

Board discussed fair share topic. Per discussion, consensus on paying the fair share. Joel talked about membership changes to address. Goal 6.7% of operating budget to UUA. Virginia asked about the \$60k from Headstart being part of the amount the fair share is based upon. Should it be? Babette asked how many UU churches there are paying fair share, and Joel mentioned a 50/50 mix. Jean pointed out using UU resources this year like for minister search. Teresa discussed overview of church finances. We are in a good position given the year and are on solid financial footing. It would be a good gesture to do fair share.

Bob asked a question about the air filtration large expense item in the Finance notes. This was not a concern at this time.

Decision: Helen moved to propose approving the budget as proposed by Joel and Finance Committee. Cathy seconded the motion. The motion passed.

b. **Governance Committee**

1. **By-laws update topics for discussion**

Youth membership, edits to reflect shifting to policy governance and current practices

Board discussed upcoming suggestions for modifications to the by-laws. These were focused on youth membership/membership age, edits to reflect shifting to policy governance and current practices updates. Jean summarized the changes we are planning to the bylaws. Discussion occurred regarding the membership age topic. Helen thought it would be to the benefit of the congregation. Rex expressed concern about a youth having to make a financial contribution as a member. Virginia expressed path to membership training would be good to take. Cathy expressed it would be of great value also. Teresa commented that if giving someone voting privileges you need more than a little bit of training to understand the workings of the church. Teresa questioned the binding legally due to age, and that it needs to check. Helen mentioned parents should be able to step in to be responsible. Timer went off. Jean asked for comments to be put in Boardable. Joel discussed based on his experience the odds of a congregational vote being decided by youth member would never really happen. Also stressed that a minor not serve on board of trustees. Next step would be revision to be made for Board review at upcoming meeting.

c. **Personnel Committee**

VI. **Special Committee Reports**

a. **Open Question Task Group**

VII. **Minister's Report**

a. **Headstart Rental**

Joel restated how the contract had been signed and that Headstart people have started to come into the church, and they have access to the building. We again thanked Joel for his hard work on this effort. Also called out Emily Salinas for bringing this to the church.

b. **Covid Safety Update**

Joel mentioned he was relieved that the infection rate was coming down. As a result, he was feeling more comfortable with return to in person church services. Joel mentioned how he had been concerned how it might look in the community if rates were still high. Planning in progress for target 10/31 return to in person.

c. **Resuming indoor activities**

Joel mentioned he has an announcement coming out to the congregation with information about the return to in-person service. He reinforced how we will take small steps to begin with and move on from there. For example, no coffee hour. Joel will share feedback when he receives.

VIII. **Unfinished Business**

IX. **New Business**

a. **Call Special Congregational Meeting on October 24 to adopt revised operating budget - (VOTE)**

Decision: Board discussed need to call congregational meeting for the budget. Virginia proposed motion to a meeting 10days. Theresa seconded. Motion passed.

b. **Set December congregational meeting date (VOTE)**

Decision: It was proposed to hold the December congregational meeting on December 12. Babette motioned to propose December 12th for the congregational meeting. Rex seconded. Motion passed

1. **Propose December 12**

c. **Establish negotiating team (VOTE)**

Composed of one board member, one MSC member, and one other person

Board discussed the need to form a negotiating team as part of the MSC process. The team should be composed of one board member, one MSC member, and one other person. It was recommended to have the following:

Tom Miller (MSC Rep), Jean Miller (Board Rep), Jane Gosling (Board appointed rep) Joel discussed letter of agreement in the MSC process. Negotiating team is to review, and propose to the board. This is part of search materials and the candidates look at this. The second part in the process is the last Thursday in March the team would discuss with the candidate the alignment of expectations. The agreement then comes to board, and then finally approved by the congregation.

1. **Recommend: Tom Miller (MSC Rep), Jean Miller (Board Rep), Jane Gosling (Board appointed rep)**

Decision: Virginia made motion to approve Tom, Jean, and Jane as members of the Negotiating team. Rex seconded. Motion passed.

X. **Closing**

- a. **Communication and follow-up needed**

- b. **Board observer report**

- c. **Review upcoming meeting dates**

Board had a brief reminder discussion of key upcoming dates.

1. **Set work session date for interim review and by-laws discussion**

Reminder to sign up for Cottage and Categorical Thinking. Requested to reply to all. Teresa mentioned to send emails to Treasurer email address instead of personal. Also Jean reinforced to send emails to President's email address and not personal.

2. **October 23 Beyond Categorical Thinking**

3. **October 24 Special Congregational Meeting**

4. **November 10 Board Meeting**

5. **UUA Compensation Consultant - TBD**

6. **December 12 Congregational Meeting**

XI. **Executive Session (if necessary)**

XII. **Adjournment**

Reader and observers volunteer for November. Virginia volunteered.

XIII. **Submitted by:**

Bob Rayhill - transposed into Boardable form by Jane Gosling, Secretary