

West Shore Unitarian Universalist Church
Board of Trustees Meeting
Thursday, May 01, 2023, 6:30 - 10:01 p.m. (Via Zoom)
(Rescheduled from Thursday, April 27, 2023, 6:30 p.m.)
Motions and Minutes
Approved May 25, 2023, 6:40 p.m.

TRUSTEES

- **Mark Aulisio**
- **Cathy Bollin** (Vice President)
- **David Drickhamer** (Secretary)
- **Brian Gardner** (President)
- **Kathy Kosiorek**
- **Gary Kustis** (Past President)
- Liz Nolan - absent
- **Suzanne Rusnak**
- **Dave Willett**
- **Jen Wynn** (Treasurer, Finance Committee Chair)

STAFF

- **Suehana Kieres**
- Rev. Anthony Makar - absent
- Meghan Ross - absent

MINUTES

- 1. Chalice Lighting and Opening Reading** - "... beautiful people do not just happen." - Elizabeth Kubler Ross.
- 2. Approval of Minutes** - David Drickhamer
Motion to approve March BOT minutes. Motion made by Mark Aulisio, seconded by Kathy Kosorek. All in favor, not opposed.
- 3. RE Report** – Meghan Ross (Absent)
 - Highlights as presented in the board packet.
- 4. Financial Report** – Jen Wynn
 - **Suzanne Rusnak moves that we acknowledge the \$6,238 bequest from Janet Tracy that is restricted for WSUUC's Endowment, but unrestricted for purpose. Cathy Bollin seconds. All in favor, none opposed.**
 - **Suzanne Rusnak moves that we acknowledge the \$4,964 bequest from Ruben**

and Roxanne Kazarian for WSUUC's Endowment, but unrestricted for purpose. Mark Aulisio seconds. All in favor, none opposed.

- Review of highlights from quarterly financial statements through March 2023. **Brian Gardner moves that we accept receipt of WSUCC's quarterly financial statements for the nine-month period ended March 31, 2023. Kathy Kosorek seconds. All in favor, none opposed.**

5. Senior Minister Report (Absent)

- Highlights as presented in the board packet.
- Discussion of drop list recommendation to the board (p. 47)
 - The board reviewed and confirmed that the requirements in Article II, Section 3 of the bylaws have been met:
 - In mid-March the senior minister sent out inquiry letters to 62 current members (representing 48 pledge keeping units). Seven responses were received: 6 members resigned and 3 elected to retain membership.
 - Net recommended reduction based on responses by (and after) the April 15 deadline is 53 members (39 pledging units).
- **Dave Willett moves—in accordance with Article II, section 3 of our bylaws—to remove 53 members who have not communicated with us or have not contributed to the church for two or more years. Mark Aulisio seconds. All in favor, none opposed.**

6. Annual Meeting Agenda - Board of Trustees

- Quorum requirements: Based on the church's currently revised membership count of 443 members: A 30% quorum will require 133 members, and a 20% quorum will require 89 members.
- Council Reports (5 total) will streamline the many previous individual task force presentations to maintain engagement/attendance of meeting attendees. Guidance is for each to present brief highlights and 1-2 challenges going forward.
- Congregational Affirmation of the Justice Vision Roadmap put forth by the JVTF, which was previously affirmed by the BOT. (20% quorum required)
- Proposed Bylaw Changes discussed:
 - ARTICLE II, Section 2: A Member is... review and discussion.
 - **Brian Gardner motions that the board proposes to amend Article II, Section 2: "A Member is one who has affirmed a commitment to the church by signing the Membership Book, commits to supporting the work of the church through their time, talent and making an annual financial pledge as they are able." Seconded by Dave Willett. All in favor, none opposed.**
 - ARTICLE II, Section 3: Resignation, Removal and Termination of Membership proposed changes. - Discussed. Not needed with previous clarification of what membership means.

- ARTICLE III, Section 7: Adjusting Quorum Requirements
 - **Brian Gardner motions that the board proposes at the annual meeting a revision to amend Article III, Section 7 to read: “Twenty percent (20%) of the eligible voting Members *present in person, online, or voting by proxy or mail-in ballot*, constitutes a quorum, except for the following cases when the quorum shall be thirty percent (30%) of the Members....” Seconded by Cathy Bollin. All in favor, none opposed.**

- ARTICLE V and VI: Role of Treasurer
 - **Brian Gardner motions that the board proposes at the annual meeting revisions to amend Article VI and V as it relates to the role of the Treasurer. Seconded by Mark Aulisio. All in favor, none opposed.**
 - **Article VI, Section 4 to read:** “The Treasurer, in collaboration with the Church’s Finance Manager and Senior Minister, shall ensure that appropriate financial reports are provided to the Board at each regular Board Meeting and to the Congregation at the Annual Meeting (see Article III, Section 3). The Treasurer, who is nominated by the President for a 3 year term and approved by the Board, serves as a non-voting advisor to the Board, unless serving as an elected Trustee simultaneously.”
 - **Article VI, Section 6 to read:** “No later than its regular meeting in June, the Board shall adopt a balanced budget for the new fiscal year. The Board may revise the budget as necessary after adoption. The financial books and records of the Church shall be examined annually by a qualified independent third party accounting professional approved by the Church Finance Committee and the Board. The final report from the third party accountant shall be submitted to the Board for review and approval. The financial records of the Church are the Church’s property, and are open for inspection at any reasonable time to any Member.”
 - **Article V, Section 3 to read:** “The incoming President nominates the Historian, with approval of the Board. The Treasurer and Historian are non-voting advisors to the Board, unless they are simultaneously serving as an elected Trustee.”

- Chairman Emeritus issue review and discussion. The board decided to move forward with concrete steps of reconciliation and healing, and collectively decided that the chairman emeritus issue will not be on the agenda at this year’s annual meeting. ○
- Nominating Committee Slate of Incoming Trustees
 - **Dave Willett moves to accept the slate of individuals put forward by the Nominating Committee for the next term of the Board of Trustees. Seconded by Kathy Kosorek. All in favor, none opposed.**

7. **Annual Meeting: Followup Actions and Additional Planning** - Board of Trustees
8. **Closing Reading & Extinguishing the Chalice** - "The difference between the right word and the almost right word is the difference between lightning and the lightning bug." – Mark Twain.

NEXT BOARD MEETING: May 25, 2023 @ 6:30pm

- **Refreshments: David Drickhamer**
- **Opening Reading: Dave Willett**
- **Closing Reading: Volunteers**

PERPETUAL CALENDAR: May - July

MAY

- **FC** – Provides the Board with a status report on all endowment and invested funds ●
- **SM/FC** – Senior Minister, with support from the Finance Committee, submits a two-year operating budget and a five-year capital budget for Board approval
- **BOT** – Board President initiates an on-boarding process for incoming Trustees ● **BOT** – Regular monthly meeting – approves two-year operating budget and five-year capital budget

JUNE

- **SM/FC** – Senior Minister, with support from the Finance Committee, submits to the Board a proposed balanced budget for the next fiscal year
- **SM** – Ensures completion of written performance evaluations of all paid staff ● **SM** – With the Coordinating Team, ensures completion of evaluations of all ministry teams
- **BOT** – Incoming and continuing Trustees meet to elect the next President, Vice President, and Secretary
- **BOT** – Regular monthly meeting:
 - Approves a balanced budget for the next fiscal year
 - Approves incoming President's appointments for Treasurer (if current Treasurer's term is expiring) and Historian
 - Approves incoming President's appointments to the Governance Committee
 - Mutual performance evaluation of the Senior Minister's and Board's effectiveness in their respective roles
 - Agree on Board meeting schedule for the coming fiscal year

JULY

- **BOT** – No regular meeting
- **BOT** – Completion of on-boarding process for new Trustees

BOT: Board of Trustees

FC: Finance Committee

NC: Nominating Committee

SM: Senior Minister