

First Unitarian Church of Portland

Board of Trustees Meeting –**Wednesday December 4, 2024** – Agenda

NOTE TIME CHANGE: Board Potluck – 6:00-7:00 pm, followed by meeting 7-8:15pm, and party (Board only) Bring something to share.

**Join Zoom Meeting:**

<https://us02web.zoom.us/j/82930223125?pwd=TDdrckx1T0lSTG1KT3BFWGx5MmQyZz09>

Meeting ID: 829 3022 3125 One tap mobile

Passcode: 398649 +12532158782,82930223125# US (Tacoma)

**Board Meeting**

7:00 Convene meeting

- Chalice Lighting/Opening Words –
- Determine Quorum
- Read Board Covenant
- Process Observer Review
- Review Agenda
- Accept the minutes of the Board meeting in October 2024
- 7:15 Introductory, and Congregant Comment Period
- 7:25 Consent Agenda- Confirm congregant members of the Communications Committee
- 7:30 Board Goals report
- 7:40 Executive Team report, Annual Fund Drive update
- 7:50 Committee reports: Finance, Governance, Finance and Board Liberation Team

**8:00pm Executive session**

Dates to Calendar- Seminary for a Day

- Closing comments, items for future agendas
- Communications Check
- Process Observations

● Closing Words –

8:15 Adjourn meeting

Party for the Board

BOARD COVENANT OF LEADERSHIP

We covenant to

1. Uphold the spiritual nature of our work by regularly engaging in spiritual deepening.
2. Demonstrate our leadership and commitment to the church by our example.
3. Listen with an open, nonjudgmental mind and heart.
4. Treat our time on the board as an opportunity to make an important gift to our church.
5. Communicate openly and appreciate others enthusiastically.
6. Practice respect and care for each other.
7. Work toward repair when harm is done.
8. Act for the good of the church and the community.
9. Acknowledge and understand the true history of the church we inherit, and together build a future that embodies our Unitarian Universalist values.
10. Cultivate relationships within the congregation.
11. Discuss and disagree with curiosity, expressing ourselves as clearly, honestly, and lovingly as possible to further the goal of building understanding.
12. Speak openly with the congregation, respecting the confidentiality of board conversations

We pledge to observe these promises, to do our best to trust that others are also observing them, and to be forgiving when we inevitably make mistakes. We accept the accountability implied in these promises

**First Unitarian Church of Portland Board of Directors Meeting Minutes**  
**Thursday, November 7, 2024**

Board Attendees: Leslie Pohl-Kosbau, Julia Griffiths, John Bishop, Linda Craig, Roger Robinson, Harriett Shaklee, Bob Bonner, David Livermore.

ET Attendees: Alison Miller, Tom Disrud, Kathryn Esty.

Board/ET members absent: Ryan Deibert (ex-officio).

Non-board/ET attendees: Eloise Eccles, Alyssa Eldridge, Laura Lester, Teri Martin. Via Zoom: Chris Jakel, Kathy Birch, Jennifer O'Donnell, Rick Lathrop, Maxine Lathrop, Jane Howard.

**7:05 pm Chalice Lighting/Opening Words**

Song for Autumn, Mary Oliver. Shared by Leslie.

**7:06 pm Quorum determination**

A quorum of the Board is in attendance.

**7:06 pm Review Agenda**

Add approval of October minutes.

Add approval of Board goals.

**7:07 pm Congregant Comment Period**

Alyssa Eldridge, Laura Lester spoke to the Board.

**7:17 pm Covenant Reading**

**7:18 pm Consent Agenda**

Approval of the UUA Retirement/Benefits changes was made during the last BOC meeting on October 17, 2024. The full Board supported that decision.

**7:20 pm Board updates**

Board Liberation Team report.

- The BLT invited Ryan to join the next BLT meeting to get an update on the history of this committee. The BLT committee currently consists of Harriet and Julia.

Finance committee report. Four task forces are active. Reports were presented by Linda and Bob.

- Linda presented on financial issues. Beneficial Bank has accounts that allow for money sharing in \$250,000 increments that allows full coverage of First Unitarian Church's bank balances (exceeding \$250,000) under the FDIC. This will also increase interest received from our bank account. The new account will have to be authorized at a future Board meeting. Linda provided a review of the financial statements. These are the same statements presented at the Board forum. The actual cash loss for the year ending 6/30/2024 is \$280,000. About \$190,000 of that was for consulting, legal, and the separation package for DeReau Ferrar.
- Bob provided a summary of the buildings and grounds tour led by Jason Chapman. The most immediate concern is the flat roofs on the larger buildings on the block, i.e., over the Main Street Sanctuary. We need a regular program and priority system for patching roofs on these buildings. Roof patching is most economically completed at the early part of the summer; however, budget is usually not available at this time. The approach to roof patching will be discussed further by the finance committee.
- An Ombuds Task Force which is part of our Safe Church Policy was formed and includes Roger Robinson, Laura McKinney, and Ron Yoder. The committee has reviewed emails and conducted interviews. The committee will finish its work and give a report at a future meeting.

#### Governance committee report.

- John said that the minutes from the last governance meeting are comprehensive. Committee goals needed to be clarified. John has provided a response to the request from the Congregant Action Team for the membership list. The committee has developed and implemented a process for adding non-Board members to the Governance committee. Evaluation of the ministry is an outstanding task from last year. The committee is beginning a process for developing a Bylaws update for the Board size issue.

#### Communications committee report.

- Two congregants have asked to be on the communications meeting. **Action item: Julia will have the bios for these two congregants—Laurie Lester and Teri Martin—at the next meeting.**

#### 7:39 pm ET Update

Alison spoke about the following:

- Updated org chart. Sam Muller is not staff, but he is working for the Easter Seals program doing work in the community. He joined in the last few weeks. We want to reach out to our congregants in general to see how they are doing. Sam's hours are about half time, and he will work on the congregant reach out task. Danielle is with us for a second year. She is 0.75 FTE. Garrett Bond is the new Interim Director of Music

Ministries. Raven Schmidt has joined the Sexton team. Isabella Utrecht has added communications to her roles. Ashley Lookenhouse is taking on a larger role for elementary school kids through 6<sup>th</sup> grade on the first Sunday of the month.

- Election. Pre-election, 13,000 UU the Vote letters were sent out. Canvassers were in AZ. The church held a forum about immigrant impacts of the candidates. Rank-choice voting was also the topic of a forum. There were services held after the election results were known. Congregants attended by Zoom and in-person. Garrett Bond played reflective music.
- Music Ministry Transition (MMT). Alison would like to recognize Theo, Holly, Rich, Michael, and Henriette for their service on the transition team. Search for the interim director was the first step. The MMT team is now beginning the process of getting feedback from music makers and appreciators on the future of the music ministry at First Unitarian Church. Katherine said that she loves having Garrett on staff.
- Tom spoke about the 100<sup>th</sup> anniversary committee. There have been events this fall around the 100<sup>th</sup> anniversary of the church moving to 12<sup>th</sup> and Salmon including organ music, architectural history, and an upcoming Eliot chapel celebration. The final piece of the 100<sup>th</sup> anniversary celebration will be the Christmas pageant.
- Katherine spoke about the status of the annual fund drive. At this time last year, we were at \$1,068,000. We are currently at \$1,086,000, which is 77.5% of our goal. We have 490 pledges in hand and have not heard from 201 households that pledged last year. We have had 4 Sustainers drop off the Sustainer list, and 7 new Sustainers for a net increase of 3 Sustainers so far. We have not heard from other Sustainers that represent about \$582,000 of the pledges. A lot of very generous folks have increased their pledge by 10 percent. A number of folks have dropped their pledge because of the music ministry change, which Katherine said was disappointing but not a surprise.

#### **7:50 pm New Board member discussion/vote**

Leslie wants to put forth Saranna Weller-Filz. Saranna grew up at First Unitarian Church. She teaches in RE, and was on the ministerial search committee. She is passionate about the congregation. She and her husband Frank have two young children in the RE program. She has been a leader in the BIPOC community at the church and nationally as well. Leslie is suggesting having her fill the remainder of Andy's term which goes through 2024-25. **Action item: Leslie will circulate her biography and have her attend the next Board meeting.**

#### **8:01 pm Review of Nov. 4 Executive Session**

The Board met in executive session on November 4, 2024 from 6:00 – 7:34 pm. Recommended actions coming out of the executive session included:

- The Board will delegate Linda Craig, David Livermore, and John Bishop to invite 2-4 of the Congregant Action Team members to meet with them to discuss how the Congregant Action Team proposes to use the Church membership list. The meeting will be facilitated by a mediator selected by the Board's delegation. The agenda for the meeting will be limited to this one topic.
- The Governance committee will begin a process to amend the Bylaws to address congregants' concerns about limiting access to and use of the church's membership list to protect members' privacy and safety.

Julia motioned to have the delegation meet with the Congregant Action Team as specified in the first bullet. The motion was seconded by Harriet and approved unanimously.

### **8:05 pm Board Goals**

There was discussion about the Board goals previously presented. ***Action item: Leslie will continue work on revising the goals with input from other Board members so that the goals can be discussed and finalized at the next Board meeting.***

The Board also is interested in exploring adding long-range planning, including strategic planning, to the Board goals.

### **8:19 pm Items for future agendas/planning for December Board meeting**

- To add to the Agenda
  - Vote to approve congregant members on Board committees
  - Monthly financial revue (add to the regular Board agenda)
  - Annual fund drive update.
  - Pick a date for the Board forum in January.
- Holiday party at the next meeting. Bring a white elephant gift. Dinner will be potluck. The Board meeting will start and end early and will be followed by the party.

### **8:27 pm. Special Announcement re immigrants and potential downtown protests**

Alison stated that the environment we are entering will be difficult and unsafe for immigrant populations. Alison wants to be prepared for the potential for First Unitarian Church to be asked to be a respite location and wants us to think about what First Unitarian Church can provide to be a safe place for immigrant populations.

Similarly, First Unitarian Church may be a safe space for people after protests downtown. We might be asked to use our facilities, or to be at appearances in support of immigrants and immigrant justice.

### **8:31 pm. Listening Circles**

Roger asked about the status and next steps from the Listening Circles. **Action item: Julia is going to add that to the communications committee agenda to see what deserves Board attention.** Some of the information from the Listening Circles will be used for strategic planning. The church is also in communication with the UUA about Hope For Us and Healthy Boundaries Training. Roger suggested putting the information in the next Front Steps.

### **8:34 pm Meeting Wrap-up**

Communications Check/Process Observations

- Some Board members are finding it hard to hear everyone in the circle. Can we set up a microphone for future meetings?
- We need a rubric for best practices at Board meetings.

Closing Words

- Reading about our country by Linda.

**8:40 pm meeting adjourned.**

Meeting minutes by David Livermore

**First Unitarian Church of Portland Board Officers Committee Meeting Minutes**  
**Thursday, November 21**

Board Attendees: Leslie Pohl-Kosbau, Julia Griffiths, John Bishop, Roger Robinson, David Livermore.

ET Attendees: Alison Miller, Tom Disrud.

Board/ET members absent: Kathryn Esty, Ryan Deibert (ex-officio)

**4:06 pm. Chalice Lighting/Opening Words**

Reading by Leslie

**4:07 pm Check-in**

Check-in by all.

**4:12 pm Quorum determination**

We have a quorum of the BOC.

**4:13 pm ET Update**

Pledge update. We have 541p ledges for \$1,217,095, which is 87 percent of our goal. This year we will be making calls to congregants we have not heard from starting next week instead of waiting until the beginning of the year like we did last year. Just looking at the names of sustainers who have not responded, there may be about 10 names that we might lose from the sustainer group, but we are also likely to gain some names as well.

Shower project. UU Fund for Social Responsibility fully funded our request for the Shower Project. \$25,000 plus a \$5,000 matching grant from a congregant. We have also received a promise of a future Oregon Community Foundation Discretionary Grant in 2025.

Music program. Things are going well. Two vocal choirs. The numbers of participants have risen to the low- to mid-50s so far. Yesterday was the first practice for the bell choirs. Experienced bell ringers showed up. Compared to last year, there will be more musical support for our pageant.

Oregon Clinic, a few blocks away, is closing because of safety concerns. Fentanyl dealing. Police are focused on that spot. Hopefully this will not impact our church area.

The rededication of Eliot chapel was celebratory and wonderful. People are showing up. Election. Souper Sundays. Youth groups are more engaged. Concern over religious education enrollment. Some stories were shared about families in RE, recent positive interactions and one negative interaction during the protestor's presence in September.

**4:28 pm New Board Member**



Leslie has considered candidates. **Action item: Leslie has a recommendation and wants to discuss it at the next Board meeting.**

#### **4:50 pm Proposed Goals**

Discussion of the latest draft of the Board goals (see below). **Action item: Roger and Julia will complete a draft and circulate so that we can vote on the goals during the next meeting.**

Proposed First Unitarian Church Board Goals 2024-25.

- 1) Support Reverend Alison Miller and assure a safe work space for all Church staff.
- 2) Hold at least four all church forums, enhancing communication and participation with the Congregation.
- 3) Complete the 2024 evaluation of Ministry, and those for each year forward.
- 4) Provide the Congregation with information for a vote to make changes to the Board size.
- 5) Increase the number of congregants serving as non-voting members on the Board committees.
- 6) Create a Right Relations Committee to serve the Congregation.
- 7) Continue toward “the Beloved Community” and 8th Principle work.
- 8) Mission, vision, strategic planning.

Once the goals are established, committees/task forces will be established and be given metrics to measure progress toward achieving these goals.

#### **5:00 pm Board Committee Reports**

Communications. The auto response to Board email is now working. Google calendar is updated with meeting times/dates. The Board’s Listening Circle assessment will be moved to the BLT with the focus of looking at what Board actions might need to be taken based on Listening Circle feedback. Julia is asking people to write the Board letter instead of waiting for volunteers.

Governance. John Hutzler and Mindy Clark have both asked to be on the committee and have submitted bios. They will attend one or two meetings, and the committee will then make its recommendation to the Board. The committee still has not completed last year’s evaluation of the ministry. The committee is having discussions about the process. The committee has assigned a subgroup to work on this. The Committee has discussed the Board’s decision to propose a bylaws amendment to change board size. Mindy Clark has volunteered to help plan

the forum re the Board size. Other committee members will assist, and they will engage the Communications Committee. We are eyeing a forum in January. The Committee is evaluating Bylaws and Governing Policies to address needed revisions. For example, although Governing Policies mention “Ministerial Relations Committees,” these have not existed for some time. The Governance Committee will review the policies and bylaws for these types of issues and develop recommendations.

Finance. Linda and Bob are working on the FDIC issue. We will gain money through this process. We have had 3 people who have recently put their names in to help with the finance committee. Roger will be vetting.

***Communications Committee Action item: Julia has the names of two committee members who have provided bios and will be submitted to the Board packet for the next Board meeting.***

#### **5:00 pm Board Agenda**

***Action item: Leslie is working on the agenda and will circulate to the Board before the meeting for any revisions.*** There was a request to follow last year’s agenda format/sequence. Some items will be in a different sequence.

**Action item: Roger to send Ryan’s congregant remark statement to Leslie.**

Potluck will begin at 6 pm. The Board meeting will start at 7 pm, and we will have our holiday party at 8 pm.

#### **5:32 pm Meeting Wrap-up**

Closing reading by Leslie.

#### **5:33 pm Meeting adjourned.**

Minutes by David Livermore

## Action Item Tacking

### Nov. 17 BOC Meeting

Action Item	Status
New Board Member. Leslie has considered candidates. <b>Action item: Leslie has a recommendation and wants to discuss it at the next Board meeting.</b>	Pending.
Discussion of the latest draft of the Board goals. <b>Action item: Roger and Julia will complete a draft and circulate so that we can vote on the goals during the next meeting.</b>	Pending.
<b>Communications Committee Action item: Julia has the names of two committee members who have provided bios and will be submitted to the Board packet for the next Board meeting.</b>	Pending.
<b>Action item: Leslie is working on the agenda and will circulate to the Board before the meeting for any revisions.</b> There was a request to follow last year's agenda format/sequence. Some items will be in a different sequence.	Completed.
<b>Action item: Roger to send Ryan's congregant remark statement to Leslie.</b>	Pending.

### Nov. 7 Board Meeting

Action Item	Status
Two congregants have asked to be on the communications meeting. <b>Action item: Julia will have the bios for these two congregants— Laurie Lester and Teri Martin—at the next meeting.</b>	Pending
Leslie wants to put forth Saranna Weller-Filz. Saranna grew up at First Unitarian Church. She teaches in RE, and was on the ministerial	Pending

<p>search committee. She is passionate about the congregation. She and her husband Frank have two young children in the RE program. She has been a leader in the BIPOC community at the church and nationally as well. Leslie is suggesting having her fill the remainder of Andy’s term which goes through 2024-25. <b>Action item: Leslie will circulate her biography and have her attend the next Board meeting.</b></p>	
<p>There was discussion about the Board goals previously presented. <b>Action item: Leslie will continue work on revising the goals with input from other Board members so that the goals can be discussed and finalized at the next Board meeting.</b></p>	Pending
<p>Roger asked about the status and next steps from the Listening Circles. <b>Action item: Julia is going to add that to the communications committee agenda to see what deserves Board attention.</b> Some of the information from the Listening Circles will be used for strategic planning. The church is also in communication with the UUA about Hope For Us and Healthy Boundaries Training. Roger suggested putting the information in the next Front Steps.</p>	Pending

Oct. 17 BOC Meeting

Action Item	Status
<p>For future BOC meetings, we can move the meeting back to 4 pm. <b>Action item: Julia to add meeting to calendar for recurring BOC, including Zoom.</b></p>	Completed
<p>Leslie has looked for a Board replacement. She checked with NomCom and they didn’t have any names. Leslie is asking for suggested candidate names. Julia suggested we consider folks who are involved in the RE community. Julia will send an email to the full Board asking for any suggested names for a Board member replacement in the next 24-48 hours. <b>Action item: Leslie and Julia will screen candidates and bring a recommended candidate, and provide qualifications (resume), to the next Board meeting in November for discussion and a vote.</b></p>	Partially completed. See Nov. 7 meeting minutes.
<p>There was discussion around forming an Ombudsperson team/committee to implement the Safe Church Policy with respect to members who are harming the church or greater church community.</p>	The names of two individuals interested in the

<p>This Ombudsperson committee would be separate and distinct from the Right Relations committee which is also being developed. Roger has volunteered to be the Board representative to the Ombuds committee. <b>Action item: Names of people with the right skills to be part of this group should be provided to Roger.</b> Roger will reach out to individuals to evaluate who he recommends for the committee. <b>Action item: Roger will bring his recommendations to the full Board.</b> No actions will be taken re the Safe Church Policy until the Ombuds committee is formed.</p>	<p>Ombuds committee have been identified.</p>
<p>By Laws and safe church policy. It is being worked on by the Governance Committee. Still consulting with legal counsel. <b>Action item: David and John to get together to see if there is a recommendation for a short-term narrow By Law change related to the sharing of the church roster.</b></p>	<p>Partially completed.</p>

Oct. 3 Board Meeting

Action Item	Status
<p>Board Goals. Linda spoke to the first four. Suggested separating the Right Relations from the forums in item 2. Suggested including Policy Based Governance as part of item 3. Linda wants to include safety of the staff. Alison spoke to the fact that the staff have that as a staff goal, and that a Board goal that is aligned with the staff goal is a good thing. Linda wants to add the 8<sup>th</sup> principle in our goals. Linda also mentioned that we are trying to find ourselves post pandemic, and that we need to have a balanced budget. Linda said it may be tough this year. <b>Action item: Leslie will work with the BOC to amend the goals and resend the goals around.</b></p>	<p>Partially completed</p>

Sept. 19 BOC Meeting

Action Item	Status
<p><b>The Board at the September meeting asked the Governance Committee to bring a recommendation to the October meeting on whether and how to fill Board vacancies.</b> At that time, there were</p>	<p>Completed. Governance Committee</p>

<p>three Board vacancies. Since then, Marilyn May resigned, so now there are four vacancies. It is within the Board’s discretion, per the Bylaws (Article IV, Section 2) to fill vacancies by election of the Board until the next annual meeting. After discussion, we approved the following:</p>	<p>recommended at October 3 Board meeting that Andy Wilson’s vacant seat be filled for the remainder of the year. A motion was made seconded and passed to accept this recommendation.</p>
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Sept. 5 Board Meeting

Action Item	Status
<p>There was a discussion about Board goals. <b>Action item: Each committee will meet in the next month and be prepared to present three-year Board goals.</b></p>	<p>Partially completed</p>
<p>There was a discussion about what the Board size should be this church year with the two members who have recently resigned (Adam and Caitlynn). Ryan said the Bylaws say that the Board may fill the vacancy for the church year. There was discussion about the future and bringing diverse voices to church leadership (and the Board) in other ways. Roger wants to refer this issue to the Governance committee to come back with a recommendation as to whether they recommend that we stay with a nine-person Board this year. Leslie also wants to bring this issue to the congregation at a future Church forum. <b>Action item: Governance committee to provide a recommendation to the Board at the next meeting on whether the Board remains at nine-people for the church year.</b></p>	<p>Completed. Governance Committee recommended at October 3 Board meeting that Andy Wilson’s vacant seat be filled for the remainder of the year. A motion was made seconded and passed to accept this recommendation.</p>
<p>Process Observations—Marilyn said it feels bad when we say that 10-minutes are up at the end of the public comment period. Are there other ways to allow for congregant comments? Ryan has a written statement that he will share. <b>Action item: Ryan will share the statement he uses to open the congregant sharing portion of the Board meeting.</b></p>	<p>Roger shared Ryan’s statement with David on 11/15/24.</p>

Aug. 15 BOC Meeting

No action items identified

Aug. 1 Board Meeting

No action items intensified

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### **First Unitarian Church**

**Governance Committee Meeting 11/20/24, 4:30 p.m., Buchan, Room B310**

**Attending: John Bishop (Chair), Cathy Tortorici, Bob Bonner, Leslie Pohl-Kosbau, Linda Craig and John Hutzler, prospective congregant member.**

**For reference—Committee goals for the 2024-2025 year**

- Prepare a plan for conducting a Congressional vote on a Bylaws change to reduce the size of the Board to 9 members.
  - Identify and follow Bylaws and Board policies on evaluation processes, grievance procedures, and right relations among congregants, ministers and staff to advance them and, if they have lapsed, to reinstate them. In particular, the Governance Committee is charged with conducting the annual joint evaluation of the ministry of the church with the Senior Minister and Executive Team as called for in the Church's bylaws.
  - Study and plan for how policy governance should be practiced at First Unitarian.
1. Updates from John.
    - a. John Hutzler and Mindy Clark have expressed interest in being congregant members of the Committee and both have submitted their written bios for the Committee to review. John Hutzler was present for the meeting; Mindy Clark could not be present due to a schedule conflict.
    - b. The Right Relations Task Force has been meeting weekly to develop proposed language for a Right Relations Committee and its related processes. Task Force members are John Bishop, Cathy Tortorici, Lauren McNeill, Jody Feldman, Kathy Ludlow. When the Task Force completes its draft proposals it will present them to the Governance Committee for consideration.
    - c. At its November meeting, the full Board tasked John B, Linda, and David Livermore to serve as the Board's representatives and to meet with representatives from Congregant Action to discuss their request to use the Church membership list. The Board authorized the meeting and directed that it be facilitated. Congregant Lauren

McNeill has agreed to facilitate the meeting. Congregant Action has requested that the meeting has asked to prioritize a different topic for the meeting and has stated their request to use the membership list is not their priority at this time. Lauren will work with the parties to see if they can come to an agreement on the agenda for their meeting.

## 2. Discussion on Evaluation of the Ministry

***Article III, Section 5 of the Bylaws. "The Board, the Senior Minister, and the ET shall annually conduct a joint evaluation of the ministry of the church in reference to the church's mission and the Ends Policies enacted by the Board. Responsibility for ensuring that this evaluation occurs rests with the Board."***

Reports back from last month's meeting assignments:

Bob discussed ways to get people to respond to a survey with the membership committee. Might be done in person before or after a service. Printed surveys could be distributed by ushers on the first Sunday of a month. People can also be reached online. Past surveys have resulted in underrepresentation of the congregation. Work needs to be focused on a decision to get the content of a survey together and then decide how best to solicit responses.

Leslie presented a list of 35 groups in the church. They might be visited or contacted another way to encourage responses at their meetings.

New assignments: A subgroup of the committee consisting of Bob, Cathy & Leslie will look at sample surveys and bring draft questions to our next meeting. Sample surveys include prior years for our church, Ministerial Search Committee survey at our church, Unity Church, maybe others. Leslie will look for surveys and reports from prior years for our church.

It was noted that we need to involve the ET in this work. We'll also need to gather facts and statistics that can be compared from year to year to include financial data, membership, RE registrants and attendance data.

## 3. Reducing Board Size

Cathy reviewed past resources relating to the question of reducing the Board size and wrote a memo summarizing the arguments for the current proposed bylaws change. Her memo and the resources are in a subfolder for the Governance Committee's shared folder in Google Drive. Cathy offered to do work on a first draft of a Powerpoint to use in congregant informational forums. Others to help would be someone from the Board's Communications Committee (check with Julia), Mindy Clark and perhaps Barbara Morrison.

It was generally agreed that this topic should be included as part of the next Congregational Forum likely to be scheduled in January.



#### 4. Review of Policies and Bylaws Regarding Grievance Procedures and Required Evaluation Processes

Prior to the meeting, Linda went through Board's Governing Policies and Church Bylaws and attempted to identify all of those that relate to either grievance procedures or evaluation tasks. This document is in the Governance Committee's shared folder in Google Drive. Next step will be to go through these to identify which stated items should be kept or modified, what tasks those provisions would require of us, and which provisions may be redundant or no longer useful and may need to be deleted. (It was noted that most items identified are in the Board Policies and not in the Bylaws.)

There was discussion about the need to revisit with the ET the provision for evaluating ET pursuant to the Governing Policies. An attempt at starting this process began earlier this year but work on that plan has stalled since the early summer.

There was also discussion about amending the bylaws to address congregants' recent safety & privacy concerns relating to requests for access to the Church's membership list. Oregon law anticipates and allows such bylaws changes. Implementation of this change would not be complicated and could be mostly a matter of including information about any proposed change in upcoming congregational forums at the same time information is shared concerning bylaws changes addressing the board-size issue.

Linda, John B, and John H. agreed to work as a subgroup of the committee to proceed with next steps on this goal.

*Notes by Linda Craig (with amendments by John Bishop)*

## **First Unitarian Church of Portland**

### **Finance Committee Meeting**

MINUTES: October 8, 2024

**Attendees:** Roger Robinson (Board Treasurer), Bob Bonner, Linda Craig, Dev Dion, Kathryn Estey, Ed McClaren, and Karen Shawcross

**Call to order:** 5:00 pm

**Check-ins, Chalice Lighting and Opening Reading:** Personal check-ins were completed, the chalice was lit and Karen gave an opening reading.

**Minutes:** The minutes of the September 10, 2024, meeting were approved.

#### **Committee business:**

##### ET Update:

- The Annual Fund Drive (AFD) kickoff will be Sunday, October 20 and Celebration Sunday will be November 17.
- The AFD marketing/communications materials have been prepared and sent to the printer.

##### Review of Board Calendar:

- The next combined senior minister Q&A session and Finance Committee presentation to the congregation will be October 27<sup>th</sup>. Roger, Linda, Bob, and Kathryn are preparing the presentation charts and coordinating with Rev. Alison. The presentation will include: A summary of the 2022/23 Kern Thompson report; June 2024 end-of year financials; and an overview of the Finance Committee task forces.
- Executive Team's Annual Maintenance Report/Planning (or Building & Grounds Task Force) consists of Kathryn, Bob, Roger, Karen, Jason, and other staff. Bob is working to have a meeting with Jason and other staff by the end of October.

##### Finance Committee Secretarial Duties:

- The committee agreed that members would sign up for rotational assignments to prepare the monthly meeting minutes and present opening/closing meeting words.
- Roger took the action to recommend a sign-up process.

**Proposed Committee Goals:** The committee established the following goals proposed by Linda Craig. Assignment of these goals to the committee task force efforts to be worked are as shown in the following item on Progress of Task Forces:

1. Put in place the program available through our bank to cover more of our cash in higher interest paying accounts that are insured by FDIC.

2. Review and clarify the unrestricted and restricted fund balances to define how these can be used and who approves the use of them.
3. Strengthen Board and congregation knowledge of our financial status and reporting.
4. Continue contracting for an outside accountant to perform review services on our year-end financial statements and aim for improving the timeliness of this work.

Progress of Task Forces: Roger proposed, and the committee established the following task forces and members to work on committee goals and associated Finance Committee issues:

- Transparency (Roger, TBD) – Includes Goals #3 and #4 above. The scope of this task force will be broader to include “transparency” in a general sense and a survey of the transparency common practices of other congregations. Roger is recruiting members.
- Restricted Reserve Accounts (Linda, Bob, Jo Ann, and Kathryn) – As defined by Goal #2 above. Linda is trying to contact Stan Jewett who worked on this previously. Kathryn will need to be included so we’ll delay next steps until after the AFD.
- Resolve FDIC Issue and Review Cash & Investments (Bob, Linda, Jo Ann, and Kathryn) – As defined by Goal #1 above. Craig Hill (Beneficial Bank) will meet with Linda and Bob to discuss the options for allocating our holdings to FDIC protected Certificate of Deposit Account Registry Service (CDARS)/ Insured Cash Sweep (ICS) accounts. Developing a strategy is the next step.
- Re-establishing the periodic presentations to the congregation (Roger and Kathryn) – Includes Goals #3 and #4 above. Roger and Kathryn will work to develop a concept for Church finance report presentations to the congregation about every three months.
- Building & Grounds (Kathryn, Bob, Roger, Karen, Jason, and other staff) – see Executive Team’s Annual Maintenance Report/Planning above.
- Meet with Foundation Board (Roger and Dev) – Roger, Dev and the committee agreed to have a Foundation Update (similar to the ET Update agenda item) presented to the committee on the months following a Foundation meeting. In that spirit, Dev reported that the Foundation is investigating their investment policies and guidelines and the associated impact on overall investment performance.
- Lower Priority
  - FY/Calendar Year Issue (Kathryn and Karen) Discussion to delay for now.
  - Real Estate (Karen)

New Business: Treasurer’s Report to the Board – Roger and Linda will re-institute the presentation of a church financial status report at the monthly Board of Trustees meeting. Linda will propose a format.

Financials: The year-ending, June 30, 2024 and first-month July 31, 2024 reports were reviewed.

- When all expenses are accrued, total loss for the 6/30/24 year will be \$523K which includes \$280K in depreciation and \$191K in expenses associated with the Music Ministry transition.
- The first month of the current fiscal year was on budget with a small negative change in operating fund net assets.

Karen presented closing words, and the meeting adjourned at 6:30 pm

**Next Meeting:** November 12, 2024

Submitted by Ed McClaran

**First Unitarian Church of Portland Board Officers Committee Meeting Minutes**  
**Thursday, November 21**

Board Attendees: Leslie Pohl-Kosbau, Julia Griffiths, John Bishop, Roger Robinson, David Livermore.

ET Attendees: Alison Miller, Tom Disrud.

Board/ET members absent: Kathryn Esty, Ryan Deibert (ex-officio)

**4:06 pm. Chalice Lighting/Opening Words**

Reading by Leslie

**4:07 pm Check-in**

Check-in by all.

**4:12 pm Quorum determination**

We have a quorum of the BOC.

**4:13 pm ET Update**

Pledge update. We have 541p ledges for \$1,217,095, which is 87 percent of our goal. This year we will be making calls to congregants we have not heard from starting next week instead of waiting until the beginning of the year like we did last year. Just looking at the names of sustainers who have not responded, there may be about 10 names that we might lose from the sustainer group, but we are also likely to gain some names as well.

Shower project. UU Fund for Social Responsibility fully funded our request for the Shower Project. \$25,000 plus a \$5,000 matching grant from a congregant. We have also received a promise of a future Oregon Community Foundation Discretionary Grant in 2025.

Music program. Things are going well. Two vocal choirs. The numbers of participants have risen to the low- to mid-50s so far. Yesterday was the first practice for the bell choirs. Experienced bell ringers showed up. Compared to last year, there will be more musical support for our pageant.

Oregon Clinic, a few blocks away, is closing because of safety concerns. Fentanyl dealing. Police are focused on that spot. Hopefully this will not impact our church area.

The rededication of Eliot chapel was celebratory and wonderful. People are showing up. Election. Souper Sundays. Youth groups are more engaged. Concern over religious education enrollment. Some stories were shared about families in RE, recent positive interactions and one negative interaction during the protestor's presence in September.

**4:28 pm New Board Member**

Leslie has considered candidates. **Action item: Leslie has a recommendation and wants to discuss it at the next Board meeting.**

#### **4:50 pm Proposed Goals**

Discussion of the latest draft of the Board goals (see below). **Action item: Roger and Julia will complete a draft and circulate so that we can vote on the goals during the next meeting.**

Proposed First Unitarian Church Board Goals 2024-25.

- 1) Support Reverend Alison Miller and assure a safe work space for all Church staff.
- 2) Hold at least four all church forums, enhancing communication and participation with the Congregation.
- 3) Complete the 2024 evaluation of Ministry, and those for each year forward.
- 4) Provide the Congregation with information for a vote to make changes to the Board size.
- 5) Increase the number of congregants serving as non-voting members on the Board committees.
- 6) Create a Right Relations Committee to serve the Congregation.
- 7) Continue toward “the Beloved Community” and 8th Principle work.
- 8) Mission, vision, strategic planning.

Once the goals are established, committees/task forces will be established and be given metrics to measure progress toward achieving these goals.

#### **5:00 pm Board Committee Reports**

Communications. The auto response to Board email is now working. Google calendar is updated with meeting times/dates. The Board’s Listening Circle assessment will be moved to the BLT with the focus of looking at what Board actions might need to be taken based on Listening Circle feedback. Julia is asking people to write the Board letter instead of waiting for volunteers.

Governance. John Hutzler and Mindy Clark have both asked to be on the committee and have submitted bios. They will attend one or two meetings, and the committee will then make its recommendation to the Board. The committee still has not completed last year’s evaluation of the ministry. The committee is having discussions about the process. The committee has assigned a subgroup to work on this. The Committee has discussed the Board’s decision to propose a bylaws amendment to change board size. Mindy Clark has volunteered to help plan

the forum re the Board size. Other committee members will assist, and they will engage the Communications Committee. We are eyeing a forum in January. The Committee is evaluating Bylaws and Governing Policies to address needed revisions. For example, although Governing Policies mention “Ministerial Relations Committees,” these have not existed for some time. The Governance Committee will review the policies and bylaws for these types of issues and develop recommendations.

Finance. Linda and Bob are working on the FDIC issue. We will gain money through this process. We have had 3 people who have recently put their names in to help with the finance committee. Roger will be vetting.

***Communications Committee Action item: Julia has the names of two committee members who have provided bios and will be submitted to the Board packet for the next Board meeting.***

#### **5:00 pm Board Agenda**

***Action item: Leslie is working on the agenda and will circulate to the Board before the meeting for any revisions.*** There was a request to follow last year’s agenda format/sequence. Some items will be in a different sequence.

**Action item: Roger to send Ryan’s congregant remark statement to Leslie.**

Potluck will begin at 6 pm. The Board meeting will start at 7 pm, and we will have our holiday party at 8 pm.

#### **5:32 pm Meeting Wrap-up**

Closing reading by Leslie.

#### **5:33 pm Meeting adjourned.**

Minutes by David Livermore

First Unitarian Church of Portland					
Statement of Activities - Monthly					
03 Months Ending September 30, 2024					
Prepared by Susan Matlack Jones & Associates					
From FUCP Records/For FUCP Use Only					
Unaudited					
	YTD Total	7/31/2024	8/31/2024	9/30/2024	1
<b>Revenue:</b>					
Pledge Contributions	207,173	108,213	49,407	49,553	
Adjust to Accrual Pledge Contributions	-	-	-	-	
Non-Pledge Contribution	38,080	28,591	7,379	2,111	
Foundation Gifts to the Church	-	-	-	-	
Plate Contributions	13,236	4,897	4,854	3,485	
Program Contributions (charitable)	1,550	550	100	900	
Program Income (non-charitable)	123	-	83	40	
Tenants Rental Income	85,567	25,618	31,466	28,483	
Deferred Lease Income	-	-	-	-	
Event Rental Income	11,532	6,043	60	5,429	
Merchandise Income	931	429	231	271	
Interest Income	3,744	1,158	1,080	1,505	
Gain (Loss) on Investments	8,614	2,075	2,255	4,284	
Miscellaneous Income	24	-	24	-	
Reserve & Fund 49 Income	9,612	3,779	5,936	(102)	
Transfers In	4,334	-	-	4,334	
<b>Total Revenue</b>	<b>384,520</b>	<b>181,352</b>	<b>102,875</b>	<b>100,292</b>	
<b>Expenses:</b>					
Payroll	252,944	81,941	86,024	84,979	
Payroll - Minister Housing	51,200	17,067	17,067	17,067	
Payroll Taxes	15,419	5,001	5,221	5,198	
Employee Benefits	19,953	5,818	7,614	6,521	
401(K)	24,725	8,519	8,105	8,101	
Workers' Comp	1,986	662	662	662	
Unemployment Insurance	1,910	1,910	-	-	
HR Expenses	5,732	2,707	1,745	1,280	
Professional & Contract Services	16,918	8,651	5,567	2,700	
Professional Expenses	1,002	-	573	429	



Professional Expenses - Sr. Minister	1,433	-	2,550	(1,117)
Professional Expenses - Associate Minister	184	-	118	66
Professional Expenses - Intern	-	-	-	-
Guest Ministers, Musicians, & Speakers Expenses	3,050	1,700	1,350	-
Interest Expense	-	-	-	-
Merchandise Inventory	-	-	-	-
Program or Office Expense	2,637	720	1,093	824
Retreat/Workshop/Conference Expenses	791	-	435	356
Event Expense	1,528	144	264	1,120
Parking	6,936	2,109	2,109	2,719
Utilities	14,802	3,837	5,119	5,847
Custodial Supplies	2,209	-	1,281	927
Software/Web/Comp. Program	3,248	377	1,271	1,600
Computers, Furniture & Equipment	316	-	237	79
Equipment Rental/Lease	3,928	1,742	1,443	742
Bldg Repairs & Maintenance	4,325	-	3,588	737
Equip Repairs & Maintenance	125	105	-	20
Landscaping	-	-	-	-
Outside Printing & Copying	1,099	-	610	490
Postage & Shipping	1,804	-	1,297	507
Bank Charges & Merchant Fees	2,714	1,099	750	865
Cost of Goods Sold	202	31	171	-
Licenses & Fees	1,093	943	150	-
UUA Dues	9,625	3,208	3,208	3,208
Insurance	1,987	918	918	151
Depreciation Expense	70,216	23,405	23,405	23,405
Amortization Expense	-	-	-	-
Credit Card Rebates	(118)	-	(75)	(42)
Donations/Plate Share	3,865	2,549	1,217	100
Miscellaneous Expenses	-	-	-	-
Uncollectibles	-	-	-	-
Transfers Out	-	-	-	-
<b>Total Expenses</b>	<b>533,722</b>	<b>177,291</b>	<b>185,712</b>	<b>170,719</b>
<b>Change in Net Assets</b>	<b>(149,202)</b>	<b>4,061</b>	<b>(82,836)</b>	<b>(70,427)</b>