

First Unitarian Society of Milwaukee
Minutes of the Board of Trustees Meeting
December 14, 2021

Present: Jane Cliff – President; Ben LeFort – Vice President; Tony Panciera – Secretary; Rollie Hanson, Mike Hogan, Patricia Geenen, Dianna Dentino, Mark Miller, George Bledsoe, and FUSM Director of Administration Jean Johnson. **Absent:** Sr. Minister Rev. Jennifer Nordstrom

The meeting was called to order at 6:05 pm by Ben LeFort. The meeting was held via videoconferencing due to the ongoing coronavirus pandemic.

Monitoring Policy 4.6: Asset Protection. Jean Johnson presented a thorough report with changes to the previous year's report noted. Ben requests information regarding 4.6.1 and 4.6.2. Questions included: 1) blanket bond? (Answer: yes, blanket bond is in place and specifically address cases of embezzlement); 2) frequency and scale of audits (Answer: audits have not been performed on a regular basis and COVID may have played a role in the delay. Jean will provide BOT board information about the regularity of audits and costs to perform them; 3) who has responsibility for audits when Sr. Minister is on sabbatical? (Answer: duties will be divided between Associate Minister and Director of Administration). In addition, Mike noted that the longer we delay the frequency of audits, the more years we must audit.

4.6.3 Subject facilities, premises, and equipment to improper wear and tear or insufficient maintenance, environmental degradation, nor fail to provide for appropriate building security. Mike referred to the Building and Grounds Team and the responsibilities that lie with that team.

4.6.4 Unnecessarily expose the church, its Board, or staff to claims of liability, or risk its non-profit status. Rev. Jennifer has added a note in this section for lobbying. Question was raised of how we determine the number of congregants who are saying we are fine? Jean will ask Jennifer to expound on this data in the next report.

4.6.5 involves seeking competitive bids (at least two) on items or services \$10k or above. Ben noted that a recent purchase of new audio equipment was an example of when this policy is effective.

4.6.6 No comments or questions.

4.6.7 Intellectual Property Ben questioned items on the report listed as: In Progress. Jean suggested that items could be updated by next year. Rollie felt that the policy seems in line with our ends.

4.6.8 – Allow physical and electronic assets and data to lack reasonable protection, including from cyber threats. Ben asked who the primary backup person is. Jean believes Shari Wright is the primary backup on the staff level, but will verify this.

4.6.10 Ben noted that oversight of our investment policy is monitored by a subset of the Finance Team. The Socially Responsible Investment Policy is an addendum to the Investment Policy.

4.6.9, 4.6.11, and 4.6.12: No comments or questions on any of these sections.

4.6.13 – A complete safety plan for the congregation has been delayed due to COVID-19. It will resume after the pandemic has been resolved or within 5 years, whichever comes first.

Ben asked that a motion be made on parts of 4.6 that are plausible, if there are no other questions or comments. Rollie moved that the Senior Minister is in compliance with Ends 4.6, Jane seconded, and it was approved unanimously.

Senior Ministers Report (Jean Johnson). Mark noted that the Omicron variant was included in the report and asked if there will be changes in re-opening phases as a result. Jean noted that there's been a shift from Milwaukee County incidence rates as a measure for re-opening phases to proofing of vaccination and testing. Mark observed that the goal for Giving Tuesday was not met. Rollie said the SM's report looks good.

Consent Agenda. Ben suggested a few changes to the November 23, 2021 BOT meeting minutes for clarity. Tony motioned to approve the minutes with those changes, Jane seconded, and it was approved unanimously.

Monitoring Policy 2: Policy Governance (Jane Cliff). Jane presented a written report. Policy 2 calls for governing with one voice. By the end of the church year, we will have monitored all our Ends, as required. Other highlights by section, include: 1) role of the Board, which includes conveying FUSM's vision, while deliberating in many voices; 2) BOT determined that our FUSM Ends are still relevant; 3) we are planning a third annual congregational survey; 4) BOT officers provided orientation to new BOT members; 5) we've designated a BOT liaison to our Nominating Committee and provided them a BOT skills matrix to help identify future BOT candidates; 6) we've continued to pursue the idea of youth members on the BOT, but lack of youth participation due to Covid has delayed implementation; 7) we self-monitor our meeting effectiveness and interactions with a voluntary post-meeting survey; 8) we are lining up Anti-Racism training for the BOT, Nominating Committee and Strategic Planning Team; this church year; 9) FUSM bylaws are stored in the BOT Dropbox folder and have been revised continuously since 1987, most recently on Feb. 25, 2020; 10) BOT officers are operating as described, with the exception of the Treasurer; the BOT adopted UUA boilerplate language, knowing that we'd be out of compliance and work to move into compliance over time; 11) we have all signed BOT and BOT/staff covenants and all in the process of signing conflict of interest forms; 12) we have received training in policy governance.

Mark thanked Jane for the report, and wanted to know if we are determining our own compliance; the answer is yes, we are self-governing and self-monitoring. Tony commented that he has not seen such due diligence in his experience.

Mike motioned to take the time to digest and thoroughly review the report and vote on Policy 2 compliance at the January 2022 BOT meeting (in the consent agenda); Rollie seconded, and it was approved unanimously.

Board of Trustees Complaint Policy (Jane Cliff). Jane noted that we do not have a BOT complaint process. Additionally, there is not a process to handle a complaint against the Senior Minister arising from the congregation. Jane relayed input from a conversation with Rev. Jennifer in which Rev. Jennifer suggested that the policy should be timeless and free of personalities (as opposed to considering Rev.

Jennifer as our current Senior Minister). We can consider Unity Church's (Minneapolis) policy as an example, as well as our FUSM policy for staff complaint resolution, as we develop our own policy.

Rollie noted that we should have a timeless policy, that he is impressed with Unity's policy and finds the policy to be an objective and standard process; he asked if a complaint about the Sr. Minister would be the same way as complaints Associate Minister and other staff. Tony pointed out a distinction between Sr. Minister and staff, and Jane added that if there was an elevation to the board on a matter that is more appropriately handled by the Sr. Minister, the BOT would ask the Sr. Minister to apply the church member and staff complaint resolution already in place.

Jane proposed that we form a small group to compare the two policies; Tony and Rollie volunteered to help Jane.

Other Business: 1) Six conflict of interest forms have been received from BOT members; request to get the rest in as soon as possible. Tony will file them in appropriate Dropbox folder. 2) Need to schedule a BOT focus group to meet with FUSM group collecting information on UUA principles modifications. Ben will send a Doodle poll; 3) will we meet in person for January BOT meeting, as discussed last month? Ben prefers meeting on Zoom. Tony relayed that he is fine either way so long as masking and distancing are in play; 4) Jane spoke about BOT Anti-Racism training. Rev. Jennifer has suggested Julica Hermana de la Fuente (based in Minneapolis), who has UUA connections and was involved with "Beloved Conversations." She is willing to provide three hours of training to be held one Saturday or two Wednesdays split evenly sometime in February.

Dianna suggested that we consider a local source for the training and suggested Reggie Jackson's local non-profit, Nurturing Diversity. Rollie knows Reggie and feels that he brings a lot of value to the table. Tony suggested that we maybe consider both. Rollie commented on the value of Beloved Conversation curriculum and diversity training. Pat noted that Rev. Marilyn Miller may be a good option--she recently retired as President of MICAH and has collaborated with Rev. Jennifer on some other initiatives. Mike prefers someone local. Tony moved that Jane and Rev. Jennifer further discuss the matter, and that they may decide without further discussion or input from the BOT. Rollie seconded, and it was approved unanimously.

Ben called for any other items or discussion, and there were none.

Adjournment: At 8:15 p.m, Pat motioned to adjourn, Mike seconded, and it was approved unanimously.