DuPage Unitarian Universalist Church
Board of Trustees Meeting Minutes
January 17, 2023, 6:30 pm in the Founder's Room and via Zoom
(Approval at the February 21, 2023 meeting)

Call to order: Ann Arellano

Roll Call: Board members: President: Ann Arellano, Caroline Bailey, Diane Gelder, Katie Hay, Kelley Trombly-Freytag and Linda Zetterberg. Absent: Kaiya Iverson. Ex-Officio member: mandi huizenga, Minister. Guests: Steve Cooper, DRE; Kevin Mulqueeny, COSM; Dean Reschke, Stewardship.

Board Covenant: Guided by our seven UU principles, we encourage unity, honesty, transparency, and communication. We model curiosity, patience, and active listening. We are prompt, prepared, focused, respectful, and welcoming to all at meetings. We offer and accept constructive feedback, honor all voices, practice discretion and speak with one voice, unified in our work with the congregation.

Welcome to Guests: Ann

Opening Words and Chalice Lighting: mandi

Gratitude:

- Kelley expressed gratitude to Dean Reschke and Jenny Hobbs for the Christmas Day Service.
- Kelley also thanked all who helped with the Solstice Service
- mandi thanked all lay people who helped with all the special services during this busy season, including the AV team.
- Linda thanked the Stewardship Committee for all their hard work.
- Ann thanked Steve for the resumption of the OWL classes. Thanks, also, to the teachers.
- Ann thanked the Grounds Task Force for all their hard work and exhaustive research. Carl Nash, Jane Gano, Jenny Hobbs, Susan Camasta produced a thorough report that can be used as a template for many future landscape projects and decisions.

Check-in: Led by Ann.

Changes to the Agenda: none

Consent Agenda:

- Reports from Minister, Staff and Committees reporting to the Board
- Board of Trustees Meeting Minutes – December 14, 2022
- All Consent agenda items are adopted.

Items Removed from Consent Agenda: None

Minister's Report Discussion:

- mandi discussed some concerns she has with the Naperville Interfaith Leaders Association. She attended an Interfaith Prayer Service which was awkward and not at all what she expected.

New Business:

- January 15 Size/Programming/Roles/Structure Session - Review
    - Seemed well received. A variety of people attended.
    - Zoom version will follow on February 8 and will be recorded for use by Stewardship and viewing by members who could not attend.

- Financial Business:
    - Draft Budget
        - Big changes are addition of Membership Professional and additional UUA annual program funds.
        - Consider hiring a custodian rather than paying the cleaning service.
        - **Motion #1:** The Board moves to include 1% COLA for eligible staff salaries in new budget.
            - Motion passed unanimously.
        - **Motion #2:** The Board moves to hire a full-time membership professional.
            - Motion passed unanimously.
    - Gift Approval
        - **Motion #3:** The Board moves to accept the generous, unrestricted gift from a long-time DuPage UU Church attendee.
        - Motion passed unanimously.
        - It was agreed that the gift would be put into the contingency fund.

- Stewardship – promise campaign
    - Dean talked about the theme of "Coming Together to Build our Future."
    - Pre-campaign pledge drive explained.

- Endowment Grants
    - Finance recommends that no endowment grants be given this year due to poor economic performance of the fund.
    - Linda will write up announcement of this.

- Minister Housing Allowance

- **Motion #4:** Linda Zetterberg moves that the Board of Trustees of DuPage UU Church approve reverend mandi huizenga's housing allowance as agreed upon for the calendar year 2023.
- Motion was passed unanimously.

- Policies/Procedures
  - **Motion #5:** The Board moves to approve new or edited policy and procedure for the following topics: Onboarding procedure, Task Force Formation procedure, Executive Committee addition to policy, and Executive Committee addition to procedure.
  - Motion passed unanimously.

- Policy Manual Review
  - Make sure what is in policy is not procedure. Policy is what needs to be done. Procedure is how it needs to be done.
  - Make sure it is flexible to allow for minor changes in practical application as warranted.
  - Look for inclusion of marginalized populations.
  - Diane, Kelley and Katie will review Section 3 of the Policy Manual, and agree on changes by beginning of May.

- Mission and Vision Task Force
  - Reminder that we create this task force in March.
  - Bring names of possible members to February Board Meeting.

Old Business:

- GA Delegates update
  - **Motion #6:** The Board moves to approve the DuPage UU Church General Assembly delegates education/selection policy and procedures.
  - Motion passed unanimously.
  - The Board resolves to discuss the possibility of making member scholarships to General Assembly available in future years. The discussion, decision, and, if appropriate, plan for implementation will take place in calendar year 2023.

- Leadership Development Lite
  - Tentatively planned for April.

- Governance Review – DuPage UU Public Website
  - Moved to February Board Meeting.

Comments, Announcements, Other Business:

- Other Comments and Announcements
  - Zoomers advised that audio was very good.

Adjourn:

- **Motion #7**: Kelley moved to adjourn the meeting.
    - Katie seconded the motion.
    - The board voted unanimously to adjourn at 9:06 p.m.

Respectfully submitted by Katie Hay
Clerk, DuPage UU Church Board of Trustees

Appendix

Onboarding for elected/appointed positions

(Content expected to evolve as it is put into practice)

Responsible Entities: Governance Advisory, Board
Reviewed by GAC: 1/12/2023
Approved by Board: 1/17/2023

Aligns with Policy 4.3 Governance Advisory Committee

Each year there are a number of newly elected and appointed members of various groups: Board of Trustees, Nominating, and others. The Governance Advisory Committee will schedule an onboarding session for these people - and other lay leaders who can benefit from awareness of process and structure - in mid-June. Content of the onboarding session and other administrative tasks will include the following items and may change/grow with practical input from specific groups.

General knowledge sharing

Review of:

- Policy-based governance process and purpose in a Program size church
- Structure, policy, and procedure specific to DuPage UU and to roles in particular
- Shared ministry concept and practice
- Governing calendar
- Congregational covenant (no triangulation; how to handle when it happens)
- Repository use and contents for all documentation, functionality (creating, editing, comments, linking, rendering on various devices (e.g. margin comments are not accessible on small devices)
- Church website - content, purpose, requests for updates
- Other lay leadership best practices (e.g. http://sharonwylie.com/2021/09/how-to-keep-your-minister-a-guide-for-the-thoughtful-lay person/)

Other, for Board:

- Emphasize Board purpose/role in Program size church (and as it relates to Staff purpose/roles)
- Review job descriptions, expectations
- Review Board covenant (preparedness, one voice, no triangulation)

Other, for Nominating:

- Committee description/charter
- Roles, job descriptions and skills criteria for candidates
- Input regarding leadership training

Other, for Advisory and Appointed Committees:

- Role/relation to Board, Staff and Congregation

- Committee charters, covenants
- Policy and Procedures specific to new committee members

Administrative tasks

- Discuss invitee list in early May and determine date for Onboarding (combined or separate for Board, Nominating, Committees? General session with breakouts?). Reach out as necessary to advisory committees and staff for input on potential invitees outside of elected positions.
- Discuss co-facilitators among Board, Nominating, Advisory, Other for expertise on various topics.
- Update Google docs access (Board VP: add new, remove former role-holder information based on appropriate need)
- Update website information as necessary (Webmaster: Board photos, contact info, content edits as needed)
- Alert office administrator of role changes and request group email updates - add/remove names/email addresses

Task force formation

Responsible Entities: Board, Staff
Reviewed by GAC: 1/12/2023
Approved by Board: 1/17/2023

Aligns with Policies 4.7 Committees of the Board and Congregation, 5.1.4 Delegation to Staff

At times, new or unattended activity by committees or teams will require an extra level of attention not aligned with the regular business of those groups. The request for task force formation may occur from the top down (by the Board) or from the bottom up (by request from a committee to the Board, or from a team to the Minister or Staff) with knowledge of the work to be done. The request will be formally approved by the Board or Staff as appropriate in order to move forward.

A task force request must include the following elements for discussion and approval by the Board or Staff:

If **the Board** determines an issue exists that a task force is necessary to address:

- Confirm that the appropriate staff, committee, or team is aware of the issue.
- Gather, discuss names of potential task force members and approve a group of no more than five people plus a Board representative for the task force. Some members aware of the issue/project might have already expressed interest.
- Based on the information the Board has regarding the issue, it will propose a mandate for the task force that includes:
    - A summary of the issue or project, stating purpose with a description of the specific work to be done or information to be gathered.

    - A plan to gather details about the issue/project
    - Recommendations/action to address or resolve the issue/project
    - A timeline for execution
- The Board discusses and approves the task force.
- The task force provides a final report to the Board at a time designated in the timeline for execution. The Board will note this in the Consent agenda and approve or determine if further discussion/explanation is warranted.

If a **committee that reports to the Board** is aware of an issue that it feels a task force is necessary to address:

- Approach the Board with the proposal for task force creation.
- Committee suggests members who are interested in participating on the task force. If necessary, provides skillset requirements or other names to the Board to fill out a group of no more than five people plus a Board representative for the task force.
- Based on the information the committee has regarding the issue, it will propose a mandate for the task force that includes:
    - A summary of the issue or project, stating a description of the specific work to be done or information to be gathered.
    - A plan to gather details about the issue/project
    - Recommendations/action to address or resolve the issue/project
    - A timeline for execution
- The committee presents the task force proposal and mandate to the Board for additional members if requested, discussion, and approval.
- The committee provides a final report to the Board at a time designated in the timeline for execution. The Board will approve or determine if further discussion/explanation is warranted.

If a **program team** is aware of an issue that it feels a task force is necessary to address:

- Approach the Staff who oversees the program area
    - If a program task force, the Staff member will inform the Board that a task force is being formed and summarize its purpose in its monthly report to the Board.
- Team suggests members who are interested in participating on the task force. If necessary, provides skillset requirements or other names to the Staff to fill out a group of no more than five people plus a Staff (or Board, if appropriate or requested) representative for the task force.
- Based on the information the team has regarding the issue, it will propose a mandate for the task force that includes:
    - A summary of the issue or project, stating purpose with a description of the specific work to be done or information to be gathered.
    - A plan to gather details about the issue/project
    - Recommendations/action to address or resolve the issue/project
    - A timeline for execution

- The team presents the task force proposal and mandate to the Staff for additional members if requested, discussion, and approval.
- The team provides a final report to Staff at a time designated in the timeline for execution. Staff will include note of final status in its report to the Board.

Executive Committee Additions to Policy

4.0 Committees of the Board and Congregation
Board reviewed: May 2022
Board approved: 5/17/2022

The *Executive Committee* of the Board exists to discern and summarize various business items for the full Board's consideration in an efficient manner and to act to resolve others as necessary. *Standing Advisory Committees* to the Board, and the occasional Ad hoc Committee or Task Force, exist to help the Board govern, but are not for Administration or Program management or to make decisions on the Board's behalf. *Committees of the Congregation* carry out the tasks necessary to further the ministries of the church by way of seeking leaders who, by employment or volunteering, carry out the work of the Church. (see Organizational Chart)

4.1 Executive Committee
The Executive Committee (the Exec) of the Board is created by the President annually as designated in the Committees of the Board and Congregation procedure.

4.1.1 The Exec will meet monthly for purposes of collaboration regarding Board meeting agendas.

4.1.2 The Exec will address matters that, in the opinion of the Executive Committee, are not ordinary business of the Board but in the interests of the congregation, require action.

4.1.3 The Exec will discern and summarize various business items for the full Board's consideration in an efficient manner.

4.1.4 If matters arise between scheduled Board meetings that have been authorized by the Board for action by the Exec, the committee may act in lieu of the Board to execute a timely resolution of the matter.

Executive Committee Additions to Procedure

Executive Committee of the Board is created by the President annually for purposes of monthly collaboration regarding Board meeting agendas and to address various matters as designated in the Committees of the Board and Congregation policy.

Executive Committee
President
Treasurer
At-Large Trustee appointed annually
Minister

Motions from January 2023 Board Meeting

Motion #1: The Board moves to include 1% COLA for eligible staff salaries in new budget.

- Motion passed unanimously.

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- Motion passed unanimously.

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