

**FIRST UNITARIAN CHURCH OF WILMINGTON, DELAWARE
BOARD MEETING MINUTES**

MEETING: Board of Trustees Meeting, September 21, 2015. **TIME:** 7:05 p.m. – 9:35 p.m.

MEMBERS PRESENT: Ostin Warren, Anna Hamilton, Marilyn Hyte, Donna González, Jacqueline Kairis, Becky Laster, Doyle Dobbins, Linda Sanders. **MEMBERS ABSENT:** Leslie Dickerson

NON-MEMBERS PRESENT: Roberta Finkelstein, Steve Cohen.

Recording Secretary: Doyle | Process Observer: Jacqueline | Centering and Chalice Lighting: Jacqueline

Note: To better ensure follow-through with action items from Board meetings, areas for specific follow-up are highlighted in red font throughout this and subsequent meeting minutes and Board decisions are highlighted in green font.

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Agenda Review: Ostin reviewed the agenda as a beginning to the meeting, commenting that the rainbow colors in the background represent covenant this month, and may be used again for another representational purpose in future.

Opening Words: Anna provided the opening words, as Jacqueline was unavailable at the beginning of the meeting. It was noted that Jacqueline would serve as the process observer.

Treasurer's Report: Steve submitted the Treasurer's Report in advance of the meeting, in addition to the Profit and Loss Statement and the Balance Sheet Chart. He referred to his comments in the Report and suggested again that we should wait until we have three months of profit and loss data to draw conclusions about how the year is going. Market fluctuations have had some negative impact. The external audit is in process. Anna had questions about the review process related to investments. Steve explained that in addition to his review, the internal audit team (Paul Pinson and Mark Fries) regularly reviews the investment accounts and Steve has ongoing interaction with them. Ostin questioned whether or not the Treasurer's Report should be part of the Consent Agenda. After much discussion, Anna moved that the Report be part of the Consent Agenda, except for when fiscal issues must be considered by the Board. Marilyn seconded. However, after additional discussion, the motion and the second were withdrawn in favor of recognizing that the consensus among members was that the Treasurer's Report could be part of the Consent Agenda most of the time and that Steve and Ostin will consult with each other to decide when the Report should be a regular agenda item.

Strategic Plan Quarterly Report: Many different options were discussed regarding how the Strategic Plan (SP) will be updated and presented to the Board and whether or not it should be part of the consent agenda. It was decided that the SP Committee would exchange informational regularly with Roberta and that, as appropriate, updated SP information would be included in the ET's Incidental Report, which is part of the consent agenda. In addition, the SP Committee will continue its internal discussion on the SP updating and reporting process and the frequency of its reporting to the Board—October and March were suggested for annual reporting. The Committee will continue to work on ways to summarize the metrics data and report the outcomes.

Consent Agenda: Ostin noted that that the consent agenda should lead to the approval of previous meeting minutes and reports, which will be presented in advance; any questions should be clarified with the authors of the minutes and reports via email, with copies to all members, so that meeting time focused on other work.

- The agenda includes the amended August Meeting Minutes and the Incidental Report.
- Linda moved that the consent agenda be approved; seconded by Becky; motion unanimously passed.

Proxy and Electronic Voting; Changes to Bylaws: The proposal from the committee, charged with looking into proxy and electronic voting, recommended that both options be considered and that the Bylaws be changed accordingly. Discussion of the recommendation, which contains flexibility, led to many pros and cons being expressed, potential problems identified, and benefits recognized. **The consensus was that proxy voting should be accepted and that electronic voting should be further evaluated.** When the technology is available to us, we could consider having an experimental trial run on electronic voting before implementing it. **Within the next few months final decisions about Bylaws changes will need to be made so that a vote by the congregation can be held at the annual meeting. Legal advice may need to be obtained to make sure we are in compliance with Delaware law. Ostin will take the lead on this item.**

Social Justice and Board Involvement: Doyle introduced the topic with six questions to help guide the discussion. It was agreed that social justice is very important, but it is not one of our SP goals or priorities for this year. Consequently there seemed to be a consensus around the following conclusions:

- **Our current policies would remain as they are with no additional references to social justice.**
- **Public resolutions should be seen as a vehicle for expressing our “public witness” by finding ways to communicate resolutions approved by the UU General Assembly to our members.**
- **Roberta will promote the “Black Lives Matter” movement and the related GA resolution as part of her agenda in coming months.**
- **Linda and Doyle will work on ways to adapt GA resolutions to make them an expression of our local-to-Delaware-and-1st-U concerns and relate them to local issues. Other non-GA social justice resolutions may also be considered.**

Town-hall Membership Meeting: The meeting is scheduled for October 18th after church. **Ostin and Marilyn will take the lead and work with Nancy Pinson to manage the details and develop the agenda for the meeting.** Board members will be invited to assist with specific tasks, including communications and increasing attendance at the meeting.

Board Hosts Potluck Dinner: The Board will host the potluck dinner scheduled for February 19, 2016. Members will be expected to participate and sign up for various tasks. A related but separate discussion evolved around Nancy’s request for Board members to sign up for church tours and other tasks related to visitors and new members.

Board Development: Following a short break, Roberta led a discussion on board development, using Dan Hotchkiss’ writings as a guide. We were asked to think about what our job is not, as well as what it is. We discussed our fiduciary responsibility—we must act in the interest of others, not ourselves, and be nurturing and building for the next generation. We have duties: the duty of care, the duty of loyalty, the duty of obedience. Our work must enhance the health and welfare of the whole congregation, more than our own.

Process Review and Closing Words: Jacqueline offered closing words, and commented that our process was sharp the first half of the meeting, but not as much in the second half. The meeting was adjourned at 9:35 p.m.