

**First Unitarian Church of Des Moines**  
Board of Trustees Minutes  
Thursday, June 18, 2020  
6:00 p.m.

In attendance (all via Zoom):

Board Members: Bill Brauch, Gene McCracken, Katherine Vance, Sue Huber, Scott Clair, Mike Lauer, Patty Notch, Heidi Mannerter, Sarah Jensen, Rev. Amy Shaw

Staff: Charles Lewis, Director of Finance and Administration

Timekeeper: Heidi Mannerter

Process Observer: Mike Lauer

(Several church members also participated, including three incoming Board members elected at the May 31 Annual Meeting.)

The meeting was called to order at 6:00 PM by Board President Sue Huber. Board members did a check-in. Scott Clair moved adoption of the agenda, including the consent agenda approving the May Board Meeting Minutes as published on the church website. The motion was seconded and adopted via voice vote. Board members did a check-in.

### **Executive Report and Administrative Items**

Rev. Shaw discussed their previously submitted written Executive Report. It is posted on the church website. They responded to questions and comments from Board members. Rev. Shaw talked about how small groups will be a part of the RE program for the fall, which will dove-tail with reopening planning. Rev. Shaw will start a TED talk program, the leadership of which they hope to turn over to someone from the Congregation.

### **Financials and Dashboard**

Charles Lewis submitted a written financial report. It is posted on the church website. He responded to member inquiries. Lewis noted that, following input from the Financial Oversight Committee, he plans to refinance our church mortgage loan at 3.5%. The rate on our current loan is at 3.85%. He said that refinancing now is helpful in that rates are now as low as they will likely get for the foreseeable future. He noted that the refinancing will save us about \$100 per month. In response to a question, he reported that we have received pledges of about \$12,000 for the 2020 Food Fair Fundraiser, which was a pleasant surprise, and that he expects more will be pledged. In response to a question, Lewis noted that the church will receive approximately \$37,000 from the Wake Now Our Vision fund for the church General Fund.

### **Discussion Items**

#### **1. Endowment Committee Member Appointments.**

Margaret Schultz, on behalf of the Endowment Committee, noted that the Committee recruited three church members to fill open positions on the Committee, including: Susan Jellinger for a two-year term and Jean Rommes and Deidre Fudge for three-year terms. Scott Clair moved the appointment of these three persons to the Committee. The motion was seconded and passed via voice vote. Margaret noted that the Committee approved a Reach Grant application for \$2500 for development of a new church website.

## **2. First UU Pandemic Assessment and Response Committee**

The Board reviewed creation of this Committee, per the Resolution adopted at the May 31 Annual Meeting. The Board adopted the attached Committee Charter. Bill Brauch moved that Andrea LeMeuse and Mike Lauer be approved as the Board members to the Committee. The motion was seconded and approved via voice vote. The Board voted on the 9 members to be elected of the 13 self-nominated applicants. Elected were Crystal Loving, Al Powers, Ann Rozeboom, Margaret Schultz, Ellen Taylor, Deborah Rodgers, Katie Allen, Elaine Imlau, Dr. Reba Eagles.

## **3. Budget plan for next 3 months**

Sue Huber led a discussion on what needs to be done to plan a budget to be proposed by the end of September. Rev. Shaw suggested this work would best be addressed by the incoming Board that takes office in July.

## **4. Article III: Membership- Section 2**

Per our church Bylaws, Article III, Section 2 provides: “Continuing membership a. Membership continues as long as the member remains in covenant and has made a financial contribution of record during the fiscal year (or has been granted a waiver). A member is in covenant who honors our shared values (the Seven UU Principles and our Bond of Union) in our relationships with one another.”

Rev. Shaw asked that the agenda for the July Board meeting include a time for discussion regarding her plan for what to do regarding members who will no longer qualify for membership for failure to make a pledge of record during the fiscal year as set out in the above church bylaw provision.

## **5. Nominating Committee Report**

Gene McCracken reported on behalf of the Committee and discussed the proposed Committee charter. He noted that Sue Huber has agreed to continue as a Committee member and that, per the proposed charter, the second Board member will need to be the Chair. He also noted that Nate Hoogeven will serve one more year and that Ann Backstrom will serve two more years. He noted that the Committee will require one more non-Board member spot be filled in addition to the second Board member. On behalf of the Committee he moved that the Board adopt the proposed Committee Charter. Following discussion, the Board agreed to the addition of a clause clarifying that the Committee is to collaborate with members of other Board committees when developing lists of church members to recommend to the Board for committee openings. The Board adopted the revised Charter, attached to these Minutes.

## **6. Ministerial Review Committee Report**

Heidi Manner reported on Ministerial Review, noting that it is the responsibility of the outgoing Board to complete this process prior to July 1. The outgoing Board will meet after the June 25 Board check-in to discuss the Review.

## **7. Thank you and Welcome**

Sue Huber thanked the three outgoing Board members and welcomed the three new Board members who will fill their positions beginning July 1.

The meeting was adjourned at 6:55 p.m. (Submitted by Bill Brauch, Secretary)

## **First UU Pandemic Assessment and Response Committee Charter**

As adopted June 18, 2020, by the Board of Trustees

**Sunset:** When the World Health Organization determines the pandemic is over or one-year from establishment, whichever comes first. At sunset, Board can suspend / renew / reappoint as appropriate

**Composition:** 9 members of the congregation plus 2 non-voting Board members. Staff to provide input / support on *ad hoc* basis/ Committee empowered to add additional *ad hoc* members as needed.

**Lens:** While performing its role, the committee should consider the lens of Future Church: what do we want to look like after the pandemic? How are we different? How can we be better and stronger and more inclusive?

**Reporting:** workplan submitted to the Board in July, preliminary recommendations to Board in August with first full report to Board by second Thursday in September: discussion and actions to be determined during September Board meeting. On-going monthly reports as pandemic ebbs and flows with continual renewal of risk assessment and appropriate activities with an eye to the future.

**Scope:** the committee will address the following considering full and partial opening of church activities

- Small group programming during pandemic: approaches to energize and engage our community
- Childcare, youth groups
- Limits on group size with various opening scenarios
- PPE, and social distancing requirements
- Kitchen use
- Risk assessment of sustained closure, partial, and full opening
- Types of activities that merit partial opening
- Procedure for determining partial and full opening
- Cleaning procedures and protocols for various opening scenarios
- Cost impacts for various opening scenarios
- Community spread thresholds that trigger partial / full opening and shut-down
- Reference information and sources for guiding decisions and risk assessment
- Congregational composition with respect to disease impact and outcomes
- Options to enable blended in-person and remote meetings that permit socialization across individual risk tolerance levels
- Insurance / liability
- Monthly re-evaluation (more or less) depending on pandemic situation. Pandemic situation expected to be dynamic

## **Nominating Committee Charter**

As adopted June 18, 2020, by the Board of Trustees.

### **Mission of the Nominating Committee**

The Committee's mission is to identify and recommend to the Board individuals who are qualified and committed to serving the governance function at First Unitarian. This includes nominees for both the Board and its committees.

### **By-Law Provision (from current By-Laws)**

The Nominating Committee is a committee of, and reports to, the Board of Trustees of the First Unitarian Church of Des Moines. The committee is established in **Article IX: Committees** of the church by-laws.

#### **Section 2: Standing Committees**

- a. Nominating Committee. Shall consist of five (5) members, two (2) of whom shall be members of the Board of Trustees and three (3) of whom shall be appointed by the Board from the active membership.

### **Purpose of the Nominating Committee**

The Nominating Committee has two primary purposes:

1. To nominate lay members willing and qualified to serve on the Board and its committees. Board of Trustee nominees accepted by the Board must then be approved by a vote of the congregation at its annual meeting. Nominees for Board committees are suggested to the Board for their consideration and approval.
2. To assist and support lay leader and board development initiatives, as assigned by the Board, that help the congregation achieve its mission, vision and goals.

### **Composition/Membership/Terms**

As outlined in our current bylaws, the Nominating Committee is to have five members. Two of the five are Board members. The remaining three are non-Board members of the congregation. The Board members will serve staggered two-year terms and that non-Board members serve staggered three-year terms. Returning Nominating Committee members will recruit the new non-Board member. (With this schema, each year 2 new members would be coming on to the nominating committee.) The 2nd year Board member will serve as chair of the committee.

### **Meetings**

The committee shall meet as frequently as needed. Monthly meetings will be common, but are not required. Meetings may be more frequent during the 2-3 months before nominations are submitted to the Board (April/May for Board of Trustee nominees).

### **Committee Structure**

The committee will make a commitment to work as a team and fulfill the following roles/ tasks:

- Create a work plan and agendas and hold meetings
- Ensure that planning steps and decisions are documented
- Inform the congregation of the nominating process and how to volunteer
- Communicate with the congregation the responsibilities of the Board and its committees
- Present lists of nominees to the Board of Trustees for both the Board and its committees and in collaboration with those committees; this will include replacements for members with expiring terms and those who have resigned prior to the end of their terms.
- Discuss and educate interested members in the roles and responsibilities of Board members . As requested by the Board, participate in orientation and training for Board members.

### **Qualifications**

Members shall have these general qualifications:

- Be active experienced members of the First Unitarian Church of Des Moines with prior service on church teams, councils, committees or the Board.
- Be willing to become familiar with the needs of the Board and various Board committees.

- Be willing to recruit volunteers for service and interested in assessing the skills and talents of volunteers.

### **Responsibilities**

- Identify and recommend to the Board members who are interested in serving on the Board of Trustees
- Assist the Board in filling vacancies on the Board or its committees by identifying potential candidates.
- Be familiar with the qualifications for, and duties of, members of the Board and the Board's committees
- Report regularly to the Board of Trustees

End of Charter

Other recommendations for the Board to consider:

- All Board committees should have a charter that includes duties and qualifications.
- The Board might consider having non-Board members on all committees. This a typical mechanism for developing Board members in some organizations; committee work is a prerequisite for becoming a Board member.
- Make sure that the congregation is notified of vacancies.