

Attending: Beth Cliff, Stapley Emberling, Deb Garskof, Jen Gerometta, Steve Grathwohl, Brian Lasher, Wendy Levy, and Rev. Alan Taylor (ex-officio)

Absent: Luke Garvey, Ravi Sankar

Observers: Angi Haen

Guest: None

Agenda/Topic	Discussion	Motions & Votes (M/S/V); Actions
Opening	S Grathwohl, who presided over the meeting, called the meeting to order at 7:06 pm	
Check-In & Opening Reading	Check-In; J Gerometta opened the meeting with quotes reflecting on conflict transformation.	
Consent Agenda	Approval of Board Minutes, January 16, 2024, meeting.	M/S/V PASSED: To approve the Consent Agenda. Meeting Minutes of January 16, 2024: APPROVED.
Administrative	<p>For the written record, the following Motions that were passed prior to this Board meeting are reiterated:</p> <ol style="list-style-type: none"> 1) M/S/V PASSED: “To approve the following people to form the Congregational Engagement on Construction team (“CEC”): Ken Vogel, Rob Laug, John Turmelle, Elena Rockman-Blake, Ravi Sankar, Brian Lasher, and Beth Cliff, with Rev. Alan ex-officio.” [APPROVED on 1/27/2024 via Email] 2) M/S/V PASSED: “For the Board to hold a Congregational Meeting in the sanctuary on Sunday, March 10, 2024, after the service. Limited ZOOM may apply, similar to our annual meeting in June 2023. The purpose of the meeting will be for the congregation at large to discuss the construction plans so we can have an agreed upon plan moving forward.” [APPROVED on 2/6/2024 via Email] 3) M/S/V PASSED: “To promptly pay Rev. Taylor all monies due since last payroll check was received in December 2023 – from accounts, as recommended by the Treasurer – and to form a 3-person team, which would include Rev. Taylor, ex-officio, to meet with accountant to make sure we remain vigilant and forearmed against cyber fraud and mistakes in the future.” [APPROVED on 2/18/2024 via Executive Session Zoom call] 	<p>A Call to a Special Congregational Meeting was sent out on 2/9/24.</p> <p>Actions completed on the next business day, 2/20/24.</p>

<p>Sr. Minister's Report/Monitoring</p>	<p>Rev. Taylor's February Sr. Minister's Report is on the website. He reports having interacted with interfaith clergy of Westport/Weston and found it rewarding; will endeavor to continue, though hybrid makes it challenging, as it does interim ministry. TUUCW does have a presence with the Greater Bridgeport Council of Churches, which includes Carrie McEvoy, our Endorsed Community Minister.</p> <p>Rev. Taylor reported on plans to form a new Governance Committee (refer to Governance section, below).</p> <p>Regarding Terasa Cooley's presentations in March, S Grathwohl will request \$2,850 plus \$1,250 from Endowment. These expenditures meet the requirements for use of the Wertheim fund, a restricted fund, which would enable flexibility for future use of the more limited supply of unrestricted funds.</p> <p>Policy Reflection: Discussion regarding use of paid volunteers: TUUCW may wish to have a policy for consistency and setting boundaries: should it reside in Policy Manual, come from new Governance Team? Due to budgetary restrictions, TUUCW uses volunteers for critical professional services where other congregations would hire and pay outside professionals (i.e., website; Legal guidance). S Grathwohl and D Garskof will look into UUA standards and report back.</p> <p>Regarding linkages, Rev. Taylor would like Bagels with the Board moved to post-service; Linkages Team will review and, if preferred, start in the Fall and secure space on calendar in advance.</p> <p>Monitoring/Reporting on Ends Statements: [1.1.2] Children, youth, and adults of all ages are embraced in a community of spirit and love...Staff has determined TUUCW currently has 346 members. We see less than half, sometimes less than a third of this number in worship in person and online. Speaks to how many people identify as members without showing up on Sunday morning.</p> <p>[1.2.1] We embrace a culture of diversity, inclusivity, and tolerance, where we treat each other with loving kindness and mutual respect,</p>	<p>M/S/V PASSED: To request that Endowment pay for expenses associated with Terasa Cooley programming from the Marion Wertheim Fund or another appropriate Endowment Fund.</p> <p>S Grathwohl and D Garskof will look into UUA standards and report back.</p>
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working together to resolve any conflicts with love and compassion.

- On January 21, Soul Matters was re-launched. Thirty people expressed interest in addition to the 25 people continuing.
- Also on January 21, a potluck was held to welcome newcomers. Fifteen newcomers participated and three have signed the membership book.

[1.2.2] We encourage a culture of meaningful engagement among Congregants that embodies our Unitarian Universalist values and principles.

Stewardship Team held ten Cottage Parties where members shared what they value. Primary values: community, engaging sermons, a strong music program, a strong religious education program. Strong affirmation of what is going on currently, but between a third and a quarter of the participants articulated values that they find lacking either currently or in the recent past.

A wide range of community events occurred over the past month:

- The Barn Dance gathered 80 people of all ages.
- Voices Cafe hosted Crys Matthews, 110 tickets sold; Co-produced by the Gender Equity and Black Lives Matter Teams.
- The Cabaret brought together an inspiring line-up of acts. Turnout was low.

Because staffing has decreased markedly over the last few years, Rev Taylor has noticed the leadership struggling with seeking to maintain the level of previous activity. Staff and lay leaders must identify what activity is realistic.

<p>Financial Sustainability</p>	<p>B Lasher provided update. In September 2023, Board requested a pause on aspects of initiative (e.g., solar power, Meeting House rental, or establishing an Innovation Fund). B Lasher and Rev Taylor have continued to work on the Large Gift Program to prepare for potential fundraising for capital campaign construction. Primary question: How do we move forward with this important effort in light of the numerous other significant matters, programs, and efforts going on? See A Path Forward report, posted in Dropbox. Going forward, Stewardship updates will be added to Information Reports on each agenda, inviting Stewardship Team members.</p>	<p>Future agendas will add a Stewardship update to Information Reports, and appropriate Stewardship Team members will be invited as guests to Board meetings.</p>
<p>Treasurer’s Report</p>	<p>Treasurer’s Report was given by S Grathwohl, posted in Dropbox and on the foyer bulletin board; see his report for details. He reports that every other year an audit is performed; this year will have a review only. The firm Hope & Hernandez has completed their draft and has also completed our 990-T tax return; no taxes are due.</p> <p>Budget reforecast will be performed to determine where we are on budget: currently doing better than anticipated by about \$165,000.00. There remains concern about deficit but perhaps not as dire as predicted.</p> <p>Update regarding Nursery School: A new lease has been negotiated and will be signed shortly. New rent will start at \$7,000/month. It will be a 5-year lease with one 5-year option. Nursery School currently pays \$79,200/year, which provides ~12% of our Annual Income. License Agreement with home schooling group (styled after Montessori teaching) has been prepared. D Garskof, as Board Member, has provided input on proposed legal documents based on professional experience but recommends Congregation engage legal counsel, particularly regarding zoning, building use (license, lease) so we can maximize potential from rental income while being in compliance with Town regulations. S Grathwohl will speak with his lawyer.</p>	
<p>Governance</p>	<p>Rev Taylor and B Cliff reported. Beth Cliff presented a Motion, with guiding stipulations and including back-up documentation from Brian Lasher, about setting up a new Governance committee. She outlined her reasonings in a prepared written motion. The Board has been discussing</p>	<p>M/S/V PASSED: To charter a new governance committee of 5-7 people whose purpose is to develop and then execute a process, including timeline, for defining how UU Westport should govern itself in the</p>

	<p>the need for this kind of Governance work (as distinct from advisory work) for a while, given that the structure as currently laid out is not working: There is too much work for the Senior Minister, and not enough money in our budget to hire an executive director. This analysis needs to be done so that the roles of the Senior Minister, Board, and Congregation are clear before searching for a new Called Minister.</p> <p>Rev Taylor explained that the existing Governance Committee for the Board is operational but not particularly active and acts merely as a sounding board/counsel to the Board on governance issues. It primarily advises the Board on how best to continue to implement Policy-Based Governance in new situations as they arise. The new Decision-Making/Transparency/Governance Team Committee that B Cliff has proposed is very different and is critical work in advance of securing a Called Minister. The team will begin by appraising current policies and practices.</p> <p>He recommends recruiting a couple active members of the Appreciative Inquiry (AI) Team to participate along with members of the Board, the Transition Team, and others who've expressed strong interest. The focus of this team is the second step on the Arc of Shared Transitional Ministry. The work of drilling down to address the future governance structure of the Congregation cannot be done effectively until greater trust is cultivated, and Rev Taylor believes the early stages of this work will support this, particularly conducting interviews with leaders and active members throughout the Congregation, as he continues to do.</p> <p>Decision on Governance will build trust. This work will overlap and coordinate with the Conflict Transformation team as some of the work will be complementary. Rev Taylor will suggest potential members and a request for interested parties will go out in Soundings.</p>	<p>future, especially as it relates to the roles of the Board, the Senior Minister [and staff] and the Congregation. This committee would report its recommended process to the Board for discussion and approval. Once Board agreement has been met, the governance committee will proceed with executing their plan. This process will lead to a final definition of Board/Minister and Congregational policy going forward that all parties can live with. APPROVED.</p>
<p>Information Reports</p>	<ol style="list-style-type: none"> 1. Bagels with the Board. February Bagels with Board was productive; discussion over move to post-service next year, with purposeful discussions on specific ends and how we, as a Congregation, are meeting them. 2. Construction Input Process. B Cliff and the CEC (Congregational Engagement on Construction) team have been working on it, with 	

	<p>special emphasis on designing a democratic process where people feel heard and valued, and where answers are provided to all questions so there are no surprises. Multiple ZOOM meetings have been scheduled, and a Q&A doc has been posted online. A CEC-led informational Town Hall Meeting is scheduled for February 24, 2024, followed by the Congregational Meeting to vote on construction on March 10.</p> <ol style="list-style-type: none"> 3. Conflict Resolution Team. Going well. Book discussion groups formed and are proceeding. 4. 75th Anniversary Celebration. B Cliff agreed to lead, will commence work after construction decisions made; party likely fall 2024. 5. HR Manual Report. D Garskof reports that she and Kim Fuchs expect to have the revised HR Manual for Board consideration at the March meeting. 	
<p>Executive Session</p>	<p>Discussion regarding employment term of Faith Formation Director.</p>	
<p>Check-Out and Assignments</p>	<p>B Cliff will put announcement in Soundings regarding CEC work and interested persons can contact S Emberling; D Garskof and S Grathwohl will report on UUA policies for paying volunteers; S Grathwol will speak with his lawyer and, with Task Force, continue follow-ups on cyber security breach; W Levy will be looking into joining Social Justice Council; B Lasher will continue with Financial Sustainability and assist K Vogel and B Cliff with construction presentation on Sunday Feb 25, 2024.</p>	
<p>Process Observer</p>	<p>D Garskof, in L Garvey’s absence, reported that although meeting ran 45 minutes late, it was well run and covered critical topics.</p>	
<p>Closing Reflection</p>	<p>W Levy read “Changes Abound” by Michelle Collins.</p>	
<p>Adjournment</p>	<p>The meeting was adjourned at 9:47 pm.</p>	
	<p>Next Board Meeting: Tuesday, March 19, 2024</p>	

Respectfully submitted,
 Deborah Garskof, Assistant Secretary and
 Stapley Emberling, Secretary for the Board of Trustees
 For February 20, 2024