

TUUCW
Board of Trustees Meeting Agenda
Monday August 19, 2024, 7:00-9:00 p.m., Zoom Meeting

Present at the meeting:

- Board: Beth Cliff, Ravi Sankar, Felicia Keeton, Jon Gage, Anita Pfluger, Brian Lasher, Mark Corcoran, Stapley Emberling, Alan Taylor [joined at 7:25 PM during Construction]
- Construction update: Ken Vogel
- Observers: Sharon Poole, Rob and Terri Laug

Meeting was called to order by Beth Cliff at 7:00 p.m.

- Beth shared that we would cover the June meeting minutes in the September 17th BOT meeting.

Financial update was led by Jon Gage, Treasurer

We reviewed the financial reports that Jon had sent in advance of the meeting.

- Discussion recap:
 - Jon shared that \$50,000 was transferred from Endowment to ensure our checking account remains in the black for the month. This is expected given the projected shortfall in our budget and is as the annual budget planned for. For the last 5 years there has been a recurring transfer of \$30,000 from Endowment to the Operating budget, so this is a bit more, earlier.
 - Mark reminder the Board that even though we are covering our operating budget this year, our financial situation is not healthy overall.
 - Jon asked the board to provide input on what the Finance Committee should be working on for this year.

Audio visual technology services discussion:

Rev Alan requested \$5,000 to be approved by the Board for AV services for this FY budget. Rob Laug requires additional budget to staff this work. The \$5,000 was not included in the originally approved budget.

- Discussion recap:
 - Beth clarified that it is the minister's decision on how to manage AV for worship services and programming, as part of his "executive/operational" responsibilities.
 - Given the budget was already approved by the congregation in June, Mark asked where these funds will come from in our existing budget (i.e., we cannot just increase the approved budget)
 - A **motion** was made by Brian to increase the budget by \$5,000 for AV services and Ravi seconded. Following discussion the **motion was amended** by Brian as follows:
 - To approve Alan's request for \$5000 for AV, but this approval is subject to revisiting how these funds will be sourced at a subsequent BOT meeting. Ravi seconded and with no further discussion the vote for approval was unanimous.

Construction update from Ken Vogel

Ken updated the Board in advance of the congregational update scheduled for August 25th. The document he showed will also be used at that meeting.

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- Presentation recap:
 - The current budget gap is \$100,000. The construction committee will ask Endowment for \$150,000 from the Wertheim fund to cover any other unanticipated expenses.
 - The reason there is a budget gap is it was discovered we must replace the heaters. It's a safety issue. As is, the heaters and related wiring present a fire hazard. The budget required to replace the heaters is \$250,000.
 - If not for the heaters, the construction budget estimate and rough order of magnitude was accurate.
 - We will move forward with 8-foot glass windows/sliding doors. Fundraising raised \$210,000 raised (versus \$175k) plus we received an extra gift of \$50,000.
 - John Turmelle and the construction team continues to do value engineering to optimize how our budget is spent.
 - On Sunday August 25th, a meeting after service is set to prepare the congregation to vote on Endowment funds to accommodate the unanticipated heater expense. The required follow-on meeting will be September 15 immediately after the service.
- Discussion recap:
 - After brief discussion confirming need for this issue to be resolved in September - construction lead times require it - Mark made a **motion** to ask Endowment for up to \$150k to cover the budget shortfall due to the heater needing replacement. Jon seconded. After no further discussion the vote was unanimous.
 - Beth recommended Jon and Mark help Rev Alan and the Board by reviewing the financial and legal requirements of the construction implementation as they arise during construction. Once Alan and the Construction team have made such recommendations, the Treasurer and Mark can sign-off on them for Board approval or action when it is required. This is in line with the Treasurer's role, and Mark can help take some of the workload from Jon.
 - Ken and his committee will recommend to the Board how project communications should work going forward as part of the September meeting consent agenda.

Meeting House update from Rev. Alan

There is a town meeting scheduled early Sept (Westport does not meet in August). Ruth is negotiating with the neighbor's lawyer and current waiting to hear from them. Because the group that asked to rent this space has moved on, Alan does not feel this is an urgent matter. And he welcomes a board member liaison to participate, but this is not required.

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- Discussion recap:

- Beth suggested the Board does not assign a liaison at this time and Rev. Alan can continue to update us at our meetings. She also suggested in the future (not in the current scope) that we consider adding a shower so the space can be used overnight.

Ed Thompson retirement celebration update - Anita and Sharon

We reviewed the celebration plan and timeline, which was sent in advance of the meeting. A formal presentation is scheduled for the September Board meeting, so this discussion was a “preview.”

- Discussion recap:

- The committee is working towards licensing Ed’s compositions so that anyone can use at no cost. Ed owns all his compositions.
- The cost of the concert itself will be covered by the Bernhard Fund.
- Sharon will send the board information ahead of the September 17th meeting to review and approve:

Conflict Resolution - Alan and Brian

We delayed this topic for the Board retreat and Sept BOT meeting.

75th celebration update - Alan

November 9th is the date scheduled for a gathering, but there is no planning in progress at this time. Alan will acknowledge this milestone at the November 10th service. Possibly our celebration can be ongoing and not just a one-time event. There is some interest in having older members share reflections and stories. Unfortunately, this big event is at the same time as Ed’s celebration and there are not enough volunteers to do both.

- Discussion recap:

- Stapley shared that our first meeting was in 1950-51. And the first annual meeting and name change in 1952-53.
- Rob Zuckerman is continuing to take a membership directory photos and capturing reflections. There is also a banner hanging to publicize our 75th year.

Board replacement for Jen Gerometa - Beth

We were saddened to hear that for personal reasons, Jen needed to resign from her Board position. We are appreciative of her service and wish her well. It was agreed that Anita, Ravi and Stapley will identify and recommend a new board member candidate, or slate of candidates, which the Board can discuss and agree on. This candidate will serve until June 2025, at which time the Nominating Committee will take over the process.

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Board retreat plan – Beth

Stapley, Anita, Alan and Felicia will plan and orchestrate the retreat. Jon regretted he cannot attend.

- We discussed retreat topics including possibilities such as: (a) governance, (b) Article II (how managing as a congregation), (c) a grievance committee and COMs role, (d) voting on what board member(s) will reply to member inquiries and (e) marketing budget possibilities.

Open Issues/New Business – discussion recap

- Beth remarked that this year we will have a time in the agenda for putting up for quick discussion in this meeting or being sure it's in the agenda for next time – time permitting – any new business Board members would like to address that aren't already on the agenda.
- She offered as an example reviewing the possibility of putting solar in the parking lot. This is work that a sub team (Brian, Steve, Beth, Dale Kutnick) looked at two years ago, and it would save us expenses year over year. This was put on hold and is something we might explore later this fiscal year as part of our vision on how to get back to a budget neutral state.
 - Brian asked what the proper governance and process to bring forward a facility (plant) change like this?
- Brian suggested we develop a vision for how we get back to budget neutrality. The solar project fits into that (this will require a larger thought process to develop our 5-year budget).
- Alan shared that the COM had a great meeting and discussed overlap with the Leadership Development and Transforming Conflict teams. Henceforth COM will chair the Quarterly committee chairs. Board members will be welcome to join via Zoom.

The meeting was adjourned at 9:00 PM. The next meeting is Tuesday September 17 at 7 PM in the Meeting House.