Unitarian Universalist Church of Sarasota

Board of Trustees

January 17, 2012

Minutes

Call to order

Rick Sandler, President called the regular meeting of the Board of Trustees to order at 7:00 pm .

Attendance

Present: Rick Sandler, President, Julie Leach, Vice-President, Dick Happy, Treasurer, Sara Slate, Secretary Trustees: Pat Liebert, Jeanie Craig, Donna Allman, Don DeMaio, Pete Van Peenan (by telephone), Molly Robinson, Staff members: Rev. Roger Fritts and Roberta Druif, Church Administrator. Guests: Susan Isgar, Nancy Thomas, Lura Bradberry, Jim Keeney, Diane Happy and Catherine Bonner

Reports

There were no questions about the reports that were submitted by the President and the Church Administrator. It was noted that the Director of Religious Education (John Irvin) provided a excellent report on all of the recent religious education activities as well as programs that are planned in the future. Rev. Roger Fritts report was discussed under new business.

Approval of minutes

The minutes from the December 13, 2011 BOT meeting were accepted as written.

Old Business

Bylaw Revisions

Sara Slate asked for a motion to approved the proposed bylaw changes. Julie Leach moved that motion and Jeanie Craig seconded.

Discussion of the motion: Sara provided an overview of the key changes in the bylaws. They included changing the age of membership from 16 to 17 to comply with the Articles of Incorporation, increasing the Board of Trustee term from two to three years, instituting term limits for trustees and officers, creating a mechanism for removing a BOT member with unexcused absences from board meetings for three consecutive months and electing the entire nominating committee to replace the current system of elected members and appointed members. A board member noted that some prospective board members would find a three year term too long and would not agree to serve. Another member thought a three year term gave board members more time to learn about work of the board and make more informed decisions. There was a discussion about Article VI - Committees, Section 2 proposed bylaw language that stated, " At least two of the nominees (for the nominating committee) shall have served on the Board of Trustees or been chair of a church committee." The

board agreed that the words "been chair of a church committee" was unnecessary and should be deleted.

Motion:
Pat Liebert made a motion to amend Article VI - Committees, Section 2 proposed bylaw to read:

THE NOMINATING COMMITTEE SHALL CONSIST OF SEVEN(7) MEMBERS TO SERVE FOR ONE TWO (2) YEAR TERM. NO MEMBER OF THE NOMINATING COMMITTEE WHO HAS SERVED A TWO YEAR TERM SHALL BE ELIGIBLE FOR RE-ELECTION UNTIL ONE YEAR FOLLOWING THE EXPIRATION OF SUCH TERM. MEMBERS SHALL BE ELECTED BY THE CHURCH MEMBERS AT THE ANNUAL MEETING. AT LEAST TWO OF THE NOMINEES SHALL HAVE SERVED ON THE BOARD OF TRUSTEES. TERMS WILL BE STAGGERED WITH THREE MEMBERS ELECTED ONE YEAR AND FOUR MEMBERS ELECTED THE FOLLOWING YEAR.

Dick Happy seconded the motion. **The motion was approved**.

Being no further discussion, a vote was called on the main motion. **The vote was nine in favor of the main motion and one opposed.**

UUCS members will vote on the proposed amendments at the Annual Meeting scheduled for March 25, 2012. The remaining proposed amendments are:

Article II - Membership,
SECTION 2: Definitions - amended to read:

ANY PERSON, SEVENTEEN YEARS OR OLDER, WHO IS IN SYMPATHY WITH THE PURPOSES AND OBJECTIVES OF THIS CHURCH, AND WILLING TO UNDERTAKE THE RESPONSIBILITIES AND PRIVILEGES OF MEMBERSHIP (EXCEPT THOSE PROHIBITED BY FLORIDA LAW) MAY BECOME A MEMBER BY SIGNING THE MEMBERSHIP BOOK IN THE PRESENCE OF THE MINISTER, A MEMBER OF THE BOARD OF TRUSTEES OR THE CHAIR(S) OF THE MEMBERSHIP COMMITTEE.

No condition of membership will be imposed due to one's faith, national origin, race, color, gender, age, physical ability or inability. Members are welcome regardless of what their sexual or affectional orientation may be including but not limited to straight, gay, bisexual, lesbian, hermaphrodite or transgender.

Interested persons between thirteen and SIXTEEN years old may be received by the Church as Junior Members and be entitled to all of the benefits of Membership except the privileges to vote at annual or special meetings of Members and of service as a Trustee.

Section 3: Classification of Membership - amended to read:

JUNIOR MEMBER Individuals from the ages of THIRTEEN TO SIXTEEN as defined in Article II, Section 2. This category of Membership is excluded from the official Membership count.

DUAL MEMBER: INDIVIDUALS WHOSE PRIMARY UU AFFILIATION IS TO ANOTHER UU CHURCH.

SECTION 6: Friends - amended to read:

Friends are persons who wish to affiliate with the Church, are in sympathy with the purposes and objectives of the Church, and are willing TO MAKE AN IDENTIFIABLE ANNUAL CONTRIBUTION but do not choose to be Members. Friends will not be included in the count of Members provided to the UUA and used to establish the annual assessment by the UUA. FRIENDS ARE ENTITLED TO PARTICIPATE IN THE ACTIVITIES OF THE CHURCH.

Section 7: Newsletter subscription bylaw has been deleted.

Article IV Board of Trustees -
SECTION 1 : Membership - amended to read:

THE BOARD OF TRUSTEES OF THE CHURCH SHALL BE TEN (10) CHURCH MEMBERS, AT LEAST 18 YEARS OF AGE, CONSISTING OF FOUR (4) OFFICERS, INCLUDING PRESIDENT, VICE PRESIDENT, SECRETARY AND TREASURER OF THE CHURCH AND SIX (6) OTHER TRUSTEES TO BE ELECTED AT THE ANNUAL MEETING OF THE MEMBERS. THE FOUR OFFICERS SHALL BE ELECTED TO ONE YEAR TERMS. NO OFFICER WHO HAS SERVED THREE CONSECUTIVE ONE YEAR TERMS IS ELIGIBLE FOR RE-ELECTION UNTIL ONE YEAR FOLLOWING EXPIRATION OF SUCH TERM. THE SIX OTHER TRUSTEES SHALL BE ELECTED TO THREE YEAR TERMS; HOWEVER, THE TERMS OF TWO (2) OF THE ELECTED TRUSTEES SHALL EXPIRE EACH YEAR SO THAT ONLY TWO TRUSTEES ARE ELECTED ON ALTERNATE YEARS FOR A TOTAL OF SIX(6) EVERY THREE YEARS. NO TRUSTEE WHO HAS SERVED A FULL THREE YEAR TERM SHALL BE ELIGIBLE FOR RE-ELECTION UNTIL ONE YEAR FOLLOWING THE EXPIRATION OF SUCH TERM, HOWEVER, SUCH TRUSTEES ARE ELIGIBLE FOR ELECTION AS OFFICERS. NEWLY ELECTED MEMBERS OF THE BOARD OF TRUSTEES SHALL TAKE OFFICE AT THE FIRST MEETING OF THE BOARD OF TRUSTEES IN APRIL, WHICH IS THE FIRST MONTH OF THE CHURCH FISCAL YEAR.

SECTION 3: Vacancies - amended to read:

THE BOARD OF TRUSTEES SHALL FILL ANY VACANCY ON THE BOARD. PERSISTENT ABSENCE FROM THE BOARD OF TRUSTEES MEETING DEFINED AS UNEXCUSED ABSENCE FROM REGULARLY SCHEDULED MEETINGS DURING THREE (3) CONSECUTIVE MONTHS, WILL LEAD TO LOSS OF MEMBERSHIP ON THE BOARD OF TRUSTEES FOR OFFICERS AND OTHER ELECTED MEMBERS.

Articles of Incorporation

There was a discussion about the proposed amendment to change the name of the church. It will be discussed at the Annual Meeting on March 25 and voted on by church members. The vote will be by secret ballot. If adopted, the Articles of Incorporation, Article I will be amended. Under Article X of the articles, for any amendment to become effective, it must be adopted by the Board, and notice of the motion must be mailed to all members entitled to vote at least 30 days before the meeting and it must be approved by at least two-thirds of a quorum present at the meeting. On a related matter, Sara will ask

Catherine and Tom Dente and Dee Widder for an estimate on what the costs of new signage would be if the name change proposal passes.

Roger suggested that Article III (Membership Section) of the of the Articles of Incorporation be changed to match the proposed bylaw amendment under Article II, Section 2 of the bylaws. A motion was made and passed to that effect. **NOTE**: This issue was discussed with Jim Craig following the meeting. His opinion was that the current language in the articles matched the proposed bylaw amendment albeit with "clumsy language." His preference was to wait to amend Article III until there was time to review all of the Articles of Incorporation for changes and updates.

Treasurer's Report

Dick Happy reported that nearly 85% of the FY 2011-2012 pledges have been received. If the remaining pledges are received and the service auction raises $22,000 and the endowment fund income is $38,000 and our Sunday collections increase as expected, we will raise the needed revenue for this FY. Total income as January 18, 2012 is $305,923, expenses are $310,864.

Budget 2012-2013

Church Administrator Roberta Druif distributed the Finance Committee's 2012-2013 draft budget to the board. The total amount of the budget is $453,855, an increase of $44,055. Roberta provided an overview of the proposed income and expenses. Our retirement benefit costs will increase this year due to more staff becoming eligible for the benefit. We don't have the wind reserve account to pay for the costs as we did for FY 2010-2011. Also, there is a 3% proposed increase for the staff. Those items, as well as anticipated increases in the other expense categories of administration, building and grounds, fixed expenses, committees, and denominational dues, have increased the proposed budget. On the income side, it is expected that the endowment income will be $3000 less than in FY 2011-2012.

The board thanked Roberta for all of the work that she did in compiling the new budget. The board agreed that our wonderful church staff is key to our strong, vibrant community continuing to flourish.

Motion
Julie Leach made a motion to approve the Finance Committee's recommended 2012-2013 budget of $453,855 that includes a 3% pay raise for staff and that the amount budgeted for pledges be increased from $273,000 to $317,055 to balance the budget. Molly Robinson seconded the motion.

Discussion of the motion: If the motion is approved, the budget will be forwarded to the Stewardship Committee and be presented to the membership on Sunday, January 22, 2012 at an information session following the church service. Following the pledge drive results, the final budget will passed by the board and presented to the membership for approval at the 2012 Annual Meeting on March 25. **The motion was approved.**

Task Force - Pianist Position
Rick announced that Jan Dorsett, our talented church pianist, has resigned after many years of service. She will be greatly missed. Jan has generously agreed to continue at least until the end of this church year giving the church time to fill the position. Toward that end, Roger has asked that a task force be appointed to determine what the next steps should be in staffing the position. Don DeMaio, Donna

Allman agreed to serve and Paul Lewis would be asked to serve. Roger will call the first meeting of the task force.

Pulpit Exchange
Roger introduced the idea of a pulpit exchange for our church. He explained that some ministers in the United States have done brief exchanges (4-6 weeks) with UU ministers in the United Kingdom. There is a UU Ministers meeting in St Petersburg on January 28- February 1, 2013. Roger has been thinking about a four week exchange before or after the meeting. If there were an exchange, the minister could stay at Roger's condo and have use of a car and Roger would go to the pulpit in the UK. No action was taken. The idea will be discussed at a future board meeting.

Meeting adjourned 8:45

Respectfully Submitted,
Sara Slate, Secretary