



Management Board Minutes – April 24, 2018

Management Board Members in Attendance

Amanda Peterson Beadle	Noel Bravo
Leigh Carter	Matt Hansen
Nick Jessee	Sam Kilpatrick
Doug Steele	Samantha Sweeney
Gwen Williamson	

Staff and Observers in Attendance

Ginger Gaines-Cirelli, Senior Pastor	Dawn Hand, Executive Pastor
Barbara Cambridge, SCMT representative	Tracy Collins, Personnel Committee and Beaumont WG

Consent Agenda

- Adoption of the March 2018 minutes;

Board Resolution. Minutes approved without dissent.

Note that going forward the signatory resolution for full authority and investment authority will be presented to the Board on a quarterly, instead of a monthly, basis.

Facilities and Operations Committee

Report submitted.

Highlights:

- Easter Internet extravaganza. Looks like it was an internal glitch, not Comcast. All has been communicated. Sound techs are aware;

- JCC lease not available yet. We are almost there. Dawn and Lani shared an analysis. Dawn is meeting with them tomorrow, and wants to take a rate estimate, and to show the range of where we are. We've had a draft in mid-March. It has had much input, and needs one more "scrub." A fully fleshed out document can happen by the end of the week.

Board Resolution. The Board resolves that Dawn present JCC with the analysis of the rent per our own policies, not presenting any numbers at the time. We also authorize Dawn to ask for ten more days before presentation of a lease and definitive lease amount. Gwen proposes, Doug seconds. All approve.

The Nominating Committee

Report submitted.

Highlights:

- Doug explained the thinking of the Nominating Committee. We have had three leaving and three coming on each year. Given the re-organization, there would be benefits in keeping the current Board whole for continuity.
- They are asking that we keep the three members on that would normally be rolling off, and staggering their service.
- We need to figure out a way to not bring on more than three new members at a time.
- Another factor...how will this be understood and interpreted by the church? What is the right way to have a process in place so that the congregation doesn't perceive we are self-perpetuating?
- Six whose terms are not up make the decision, with the others being re-nominated for the Board out of the room. The three recused, the six approve the slate.
- We might need to amend the By-Laws to fully install the stagger.

The three Board members who will be extending their terms left the room.

Board Resolution. The Board member slate was approved 6-0. Amanda seconded.

Board Resolution. The Board approved Nomination Committee's approach to continuity and future staggering. The Board approved the nomination of Paula and Laurie to serve on the Nomination Committee. All approved.

Audit Committee

Audit is not underway. We are working on the long list of items for the auditors. Julie working on the final closing of 2017. We hope to be ready by June.

Governance Committee

Report submitted.

Highlights:

- Safe sanctuary policy update. Amanda will add this update/analysis to the materials already submitted to the Board for the meeting.
- Governance has been working on policy documents. Discernment, Vision, Strategy, and Oversight. Eventually all these will be printed and available electronically.
- Amanda wants to pull us all into the pieces they have been grappling with around Strategy and Oversight. There is a real need for clarity around "where does strategic planning live?"
- Amanda also gave an assessment of our oversight.
- Update on Board/Staff retreat. Feedback is welcome. Ginger has the raw data, and an initial report from Rachel. There is some real alignment, but the report not quite ready yet. Rachel will give us suggested ways/processes to move us forward toward our August goal.

Treasurer's Report / Finance Committee

Report submitted, and copied below.

Treasurer's Report

Submitted by: Matt Hansen

Date of last Finance Committee meeting: 4/23/18

In attendance: Matt Hansen, Bryant Johnson, Leigh Carter, Bill Ellett, Lani Willbanks, Julie Hansen

Date of next meeting: 5/15/18, 6:00PM

2017 Status:

- Revised financial statements for 2017 have been received by the Finance Committee (**yay!**)
 - Estimated year-end operating loss is **-\$108,849** (compared to **-\$212,901** approved budget)
- All bank statements have been reconciled with the general ledger (ACS) for 2017 (**yay!**)
- The Finance Committee is collaborating with the Audit Committee on preparations for an audit of our 2017 financial statements. All requested documents are in the process of being turned over.

2018 Status:

- Preliminary data has been received from the Finance office regarding Q1 financial performance, but the Treasurer is still working with the Finance Director to make corrections.
- The Finance Committee has weighed in with staff on the reconfiguration of the 2018 Communications budget to include the potential use of a firm instead of a direct-hire employee.

2019 Status:

- The Treasurer and EP are still working with the BWC to correct our projected Apportionments for 2019.

Staffing Update:

- The position description for a half-time (20 hours/week) Finance Assistant position has been approved and is being recruited.

Updates to Financial Operations (no action needed):

1. Dunbar Armored, Inc. has been hired to transport Foundry's cash deposits to the bank instead of members/staff walking the locked bags for deposit
2. Staff are in the process of transitioning the company through which Foundry obtains corporate credit cards

Mission Possible Finance Matters:

- A meeting has been schedule immediately before the Board meeting with the co-chairs of MP to discuss cash-flow and sequencing of projects. A verbal report will be delivered at the Board meeting.

Board Designated Funds:

- No new data available
- The Finance Committee was alerted to an expected request for Capital Reserves for a roof repair in May 2018

Documents for the board:

- None from March Committee meeting

Motions for the board:

- None from March Committee meeting

-- Submitted by Matt Hansen, Treasurer

Highlights...Treasurer wanted to draw our attention to...

- We very much hope to have 2018 numbers soon.
- Finance position posted, and there are lots of responses.
- Julie and Matt met with a new bank.
- Dunbar comes to us now.
- New credit card company identified.
- Everyone, especially Julie and Lani, with assistance from Sam, Matt, and Leigh, are working hard to set things straight.

Staff/Clergy Report

Report submitted.

Highlights:

- Developments in staffing. Plan is to put before the congregation the staff.
- Front desk coordinator will be hired by staff, as well as, finance piece.
- Communications plan has taken a bit of a shift. We've engaged a vendor. We've been doing some cost analysis work, along with the SCMT.
- The plan is to do an RFP to gather three bids to hopefully manage...
 - o New website and maintenance
 - o Re-brand
- In the interim, the plan is to engage Live Design month-to-month until decisions are made on how all the communication needs will be cared for.
- We may see we want to adjust the approved Communications JD.
- Lani has met one-on-one with the SCMT, as well as, the team.
- We are focusing a lot on transitions. Tomorrow Ginger will be providing clarity on her vacation, Dawn's transition, etc.
- Saying goodbye to Pastor Dawn, and hello to Pastor Malcolm.
- The book is out!
- Ginger leaving for England and wedding anniversary trip.

Personnel Committee

Report submitted.

Highlights:

- On and Off-Boarding
- Performance management
- Hiring and recruitment
- Charter
- SP Evaluation
- Staff goals for 2018
- Personnel file HR compliance.

Joys and Concerns were shared.

ACTION ITEMS:

1. Everyone should be contemplating the Board's role in strategy and oversight, as well as, program vs. employee performance.
2. Let Amanda know any feedback you have on policy analysis.
3. Nick and Dawn will work on finalizing the proposed lease for JCC.
4. There will be communication with the congregation around the Board slate and the thinking around continuity and staggering.
5. Ginger will send final report from retreat to us before she goes on vacation. Ginger will send out staff thinking as well.
6. Committee chairs should get their summaries (June to June) to Gwen by May 15th.
7. Samantha will inform Paula that we will weave work on racial justice and racial profiling into our larger strategic planning.
8. We will move our response re: TC via e-mail. Statement and Talking Points as well.
9. Send anticipated questions that might need a response to Amanda by Thursday, May 3rd.
10. Gwen will work on getting a "pairing" of staff/MT leader to attend our May meeting.

The Board discussed Racial Profiling Risk Analysis.

LBGT conversation. Our response after May 30? Do we make a response in advance? Dawn working with TC and Ben will be working on statements for various scenarios. Would it be helpful, strategic for the Board to have a separate statement, or combine with what is coming out of staff. What other role can the Board play?

Amanda has laid out the scenarios. What we need to clarify our game plan. We will move this forward through e-mail. There seems to be consensus that the response come from staff, Board, and congregation. The LBGTQ would like three of the Board to be present at convocation end of July, and asks for donations as well for that meeting. Do we also want talking points for responding to the congregation?

Closed Session began at 9:40 p.m.

We were provided with, and discussed, the Board self-evaluation. We continued to discuss our priorities around management vs. strategy.

Respectfully Submitted,

A handwritten signature in cursive script that reads "Leigh Carter".

Leigh Carter
Secretary