

**Unitarian Universalist Church of Berkeley Board of Trustees Meeting
Wednesday October 5, 2022**

Meeting Conducted via Zoom Video Conference

Minutes – Approved

ATTENDEES

Voting members: Michael Armstrong, Bill Brown, Pier Ho, Randall Hudson, Elaine Miller, Beth Pollard, David Roberts, Cordell Sloan, Helen Tinsley-Jones

Absent: None

Ex officio members: Rev. Michelle Collins, Tess O’Riva (Executive Director), Selene Fabiano (Secretary), Lenore Ralston (Treasurer)

Visitors: Cynthia Asprodites, Barbara & Patrick Cullinane, Michael DeWitt, Lynn Hammond, Ann Harlow, Sheldon Jones, Albert Kueffner, David Lingenfelter, Fran Moulton, Larry Nagel, David & Melissa Rosales, Dick Sherman, Marta Tobey, Helen Toy, Grace Ulp

A quorum being present, the meeting was called to order by Beth Pollard, president, at 7:03_p.m. Pier did the chalice lighting and reading, Lenore read the Board covenant, Dave Roberts read the land acknowledgement, and Selene read the Widening the Circle Vision Statement.

CONSENT AGENDA

A motion for the following (M _Pier_/S_Michael_) passed unanimously:

- Approve agenda
- Approve Board Meeting minutes of 9-7-22
- Accept monthly Executive Director report, acknowledging receipt of draft report on Audit of Fiscal Year 20-21 and Executive Director summary for Board review, discussion and acceptance at its November 2 meeting
- Accept monthly Treasurer’s report

INFORMATION ITEM

Minister’s Report: Rev Michelle reported that UUCB responded to the destruction of our Black Lives Matters sign in a thoughtful, strong way. She thanked Helen Tinsley-Jones and others for leading the effort on this. A rededication of the BLM sign is scheduled for Sunday 11/6.

Rev. Michelle also reported that as part of the UU Trauma Response Ministry, she led 4 trauma circles this week. Mark your calendar for 11/5/22 “Beyond Categorical Thinking” workshop 9A– 12PM. This workshop, led by the UUA Transitions team, promotes inclusive thinking and helps prevent discriminatory bias in the ministerial search process.

ANNOUNCEMENTS/LISTENING

A. Announcements/

- a. Michael Armstrong reported that Heaven Walker is doing a great job. Religious Education and OWL classes have started. Average attendance for the K-5 RE has been 8-10 children.
- b. Helen Tinsley-Jones reported on UUCB’s action response to destruction of our *Black Lives Matter* sign at the intersection of Moeser and the Arlington. In place of the single BLM sign that was destroyed, there is now a field of signs, many of which are handmade. UUCB is encouraging people to continue to place their BLM signs at this location. A statement of conscience and call to action was written by Beth Pollard on behalf of the board and signed by the Social Justice Council and HIP, has been sent . This statement will be sent out as a press release to various media groups and will be posted on the neighborhood website. A rededication ceremony is planned for November 6th. Helen wants to involve Family Ministry in this dedication.

B. Congregants who wish to speak to the Board on agenda items or other matters.

- a. Sheldon Jones announced Good Neighbor donation nominations are open. Nominations can be made on the UUCB website and at the SJ table in the atrium before and after Sunday service. There are 11 spots open. Nominee must be a 501©3 organization located in either Alameda or Contra Costa County. Nominations close 11/11 and the SJ vote will be held on 11/30.
- b. Patrick Cullinane and Sheldon Jones encouraged congregants to get a flu shot and the Omicron booster if they haven’t already.

BOARD COMMITTEE MEMBER/LIAISON REPORTS

- a. **Ministerial Search Committee.** Helen reported that the MSC has received more than 125 responses to their survey and they are in the process of analyzing the results. Focus groups and cottage meetings continue. In response to board’s charge to them to explore options regarding a called or contract minister, the MSC is meeting to talk about how to get feedback from congregation regarding their wishes vis a vis a called or contract minister. Helen praised the committee for their high quality work. Such a high-quality team.

b. **Widening the Circle (WTC).** Elaine Miller reported that the WTC completed three sharing sessions this past quarter, engaging 8-10 congregants in each session on what WTC means to them. One insight from these sessions was the value in using UUCB communication channels (e.g. the Beacon, The Week Ahead, etc.) to keep congregants apprised on how various programs are implementing the WTC recommendations.

c. **Music Committee** Elaine Miller reported that Bryan Baker has 3 fund-raisers planned between now and November.

DISCUSSION/ACTION ITEMS:

- a. **Approval of motion on the future of UUCBs Freestone property to present for congregational vote** at a special Congregational Meeting on Sunday, October 23, 2022.

Beth outlined the following process for this discussion:

- Rev. Michelle's presentation
- Questions from the BOT to Rev Michelle
- Comments from the Freestone Committee (5 minutes)
- Comments from other congregants (2 minutes/ congregant)
- Board discussion and deliberation

Rev Michelle's presentation.

Rev. Michelle reviewed the goals of this process especially highlighting the goal of developing a proposal that is acceptable to as many members of the congregation as possible, and that the issues are discussed in the spirit of UUCB's covenant and UU values.

Reverend Michelle shared the current version of the proposed motion, noting that there were some difference in this version than the one sent out as part of the packet for tonight's meeting due to input from both the parliamentarian (Stephanie Ann Blythe) and from members of the Freestone committee.

Questions from the BOT to Rev. Michelle

Q: Where did the estimate of repair costs included in the motion come from and what does it include?

A: The estimate is from the Freestone Committee and includes estimates for Phase 1 work and driveway. The estimate is a range in which the lower end of the range includes substantial work being done by volunteers and the upper end estimate is if the work were done by contractors. These estimates were updated a few weeks ago.

Comments from Freestone Committee

Don Klose shared his appreciation for Rev. Michelle's work on the motion, and stated that he thought it was a good proposal. Recommendation for a time-phased plan that gives Freestone a

chance to work with clear milestones and clear indications if the church fails to make this plan succeed.

Comments from other congregants, including: Patrick Cullinane, Michael DeWitt, Ann Harlow, Don Klose, Albert Kueffner, David Lingenfelter, Melissa Rosales, Helen Toy
Proposed Freestone Oversight Committee. This is a congregational committee, not a Freestone committee, and as a result non-Freestone Committee members should constitute the majority of the oversight committee. There are differing opinions among FS committee members regarding whether FS should have a majority of members on the oversight committee

Impact on new minister if proposed motion passes. Rev Michelle responded to this concern by acknowledging that Freestone is a complex issue and sharing her hope to set up the congregation with a defined path for it.

Meaning of a no vote and what percentage should be required for the motion to pass. There were questions about the meaning of a “no” vote and a conclusion that the Board needs to be very clear with the congregation about this. A “no” vote would mean that the board is authorized to sell Freestone. There was some concern that the 50% plus one vote was too low a threshold for an outcome that could result in the sale of Freestone. On the other hand, this threshold provides a greater chance for “giving Freestone a chance” because it’s lower than a 2/3 vote requirement.

Mission. Many different definitions of what a mission constitutes.

Establishing a separate 501(c)2 for Freestone. This was taken out of the motion because it adds a lot more complexity and can be explored at a later time.

Board deliberation and discussion

- Important that the congregation understand the consequences of a “No” vote on this motion. This should be stated upfront.
- A “no” vote shouldn’t compel the Board to sell Freestone but it should authorize the Board to do so.
- Concerns and questions re what happens if there isn’t a quorum.
- Some concern that a 50% plus one vote (in the “no” direction) is too low a bar for sale of church property.
- Motion was crafted to give people every opportunity (including the low bar of 50% plus one vote) to vote to give Freestone a chance.

- Discomfort with having a “no” vote on the proposition allowing the sale of Freestone.
- Concern that a burden is being put on the people who are working to keep Freestone for UUCB.
- It might be helpful to have a quick summaries of the various perspectives regarding keeping/selling Freestone.

Randall moved: “We adopt motion as currently written”. Helen seconded.

Discussion:

Concern that if the motion does not pass there is no direction to the board to keep Freestone in good repair.

The following amendment was proposed: To put under 6.1: “In the event that it takes time to sell the property the BOT or designee will create a plan for maintaining and managing the property in the meantime.

This amendment was accepted by mover & seconder. There were no objections to amendment.

Further Discussion/Decisions

a. The Board agreed to include the following language proposed by Freestone, in order to honor what the property has meant to many people in the church community:

“The Freestone property has been a source of great joy and challenges for the UUCB community, and the purpose of this motion is to resolve it in an amicable way, meeting the needs of our community.”

b. Agreed to keep the language regarding the estimated deferred maintenance and capital improvement costs for our Kensington campus. Although there was some concern that this language might promote a “it’s either Freestone or Kensington” mindset, there was also the thinking since estimates for repairs/capital improvements for Freestone were being included, having the estimates for Kensington provides balanced and important information for members’ decision-making.

c. The Board decided to add language regarding UUCB’s mission (“creating loving community, inspiring spiritual growth, and encouraging lives of integrity, joy and service”) to the first item in the “Whereas” section of the motion.

d. The Freestone Committee requested that the word “supervised” in the phrase regarding oversight of the structural work on the Freestone dome be changed to “reviewed.” The Board chose the term “overseen” to provide greater flexibility.

Pier moved to approve Resolution No. 22-1 of UUCB on the future of the Freestone Property to be put forward at the 10/23 Congregational meeting (resolution is copied at the end of these minutes). **Motion: We adopt motion including that language with amendment 6.2, and language proposed by Freestone in the Whereas section between I & J.**

Helen seconded. Dave opposed.
Motion passed 8 to 1, no abstentions

b. Logistical direction in preparation for Congregational Meeting.

Question re what to do if there is not a quorum at the congregational meeting.

Pier made the following **motion**: In an effort to receive votes from at least one-third (108) of the certified members (324) of UUCB, the Board hereby authorizes on-line voting (or by paper ballot for those without internet access or by request) on the final motion following the congregational meeting, up to 5 pm on Saturday, October 29, 2022, with measures taken to prevent duplicate voting.

Helen seconded.

The motion passed with no abstentions or oppositions.

If voting is extended, results will be announced in worship on Sunday October 30th and results sent out via email.

CLOSING COMMENTS, APPRECIATIONS AND ADJOURNMENT

Much appreciation to congregants who participated in this process, who attended tonight’s meeting. Much appreciation to Reverend Michelle for her hard work and guidance throughout this process. Thanks to Beth Pollard for her work on the motion and in facilitating tonight’s meeting.

UPCOMING EVENTS AND BOARD RESPONSIBILITIES

October Listening Presence: Bill

November Listening Presence: Elaine

Respectfully submitted,

Selene Fabiano, Secretary