

**Unitarian Universalist Church of Berkeley
Board of Trustees Meeting Agenda
Wednesday, March 1, 2023**

Via Zoom: <https://zoom.us/j/91070175965?pwd=d2FUcWZCQjYzVEF2MFZabWJQQVRrUT09>

- 7:00 1. CALL TO ORDER & OPENING RITUALS**
- a. Chalice reading & lighting - Randall
 - b. Board Covenant reading - Carolyn
 - c. Land Acknowledgement Statement – Selene
 - d. Widening the Circle Statement – David
- 7:10 2. CONSENT AGENDA – Items may be approved in one motion unless a Board member requests an item be removed for question or placement under discussion/action**
- a. Approve agenda.
 - b. Approve Board Meeting minutes of February 1, 12, and 22 2023
 - c. Recommend for approval the Congregational Meeting minutes from February 12, 2023.
 - d. Accept monthly Executive Director’s report.
 - e. Accept monthly Treasurer’s report.
 - f. Approve Suzan Kaufman to be on the Endowment Committee.
 - g. Approve signatory changes on Unitarian Universalist Common Endowment Fund (UUCEF) accounts; Lenore Ralston and Larry Nagel remain, Kerry Simpson, Christian Schmidt and Logan Stump Vernon are removed; Carolyn James is added.
- 7:15 3. MINISTER’S REPORT**
- 7:25 4. ANNOUNCEMENTS/LISTENING**
- a. Board or staff announcements, Board Listening Presence
 - b. Congregants who wish to speak to the Board on agenda items or other matters.
- 7:40 5. DISCUSSION/ACTION ITEMS**
- a. Freestone: Update on status of guidance from Sonoma County on use of Freestone property from Rev. Michelle; Take necessary actions to call a special congregational meeting on March 26, 2023 to vote on postponed Freestone Resolution.
- 8:30 BREAK**
- 8:35 5. DISCUSSION/ACTION ITEMS, CONTINUED**
- b. Board Roles and Responsibilities: Board Committees, Liaison positions, Co-Presidency, and monthly assignments.
- 9:05 6. BOARD COMMITTEE MEMBER/LIAISON REPORTS**
- 9:20 8. CLOSING COMMENTS**
- 9:30 9. ADJOURNMENT**

Aspirational Covenant of the UUCB Board of Trustees

Approved September 2019, updated May 2020

We as the UUCB Board of Trustees agree:

- To stay committed to connection even when we disagree;
- To recognize the fullness of our power, and the many responsibilities that power entails;
- To listen actively to each other and the congregation, and to seek out opportunities to do so;
- To be caring, respectful, present and open-minded;
- To work together to make the changes the congregation needs, as we keep the best interests of the congregation above our own and to live into our mission;
- To support and trust each other in our work;
- To remember the goal of our work is to build a thriving, loving congregation;
- To be unafraid in the face of hard decisions, to be unafraid of making mistakes, knowing that we will learn from them if we do, and to be unafraid of challenging sacred cows; and
- To come to decisions we all feel we can support while recognizing diverse views.

Land Acknowledgement Statement

As we begin, we want to acknowledge that this church occupies land in Huchiun, the unceded territory of the Chochenyo-speaking Ohlone people. We understand that we continue to benefit from the seizure and occupation of this land. We acknowledge and embrace our responsibility to take restorative action. We affirm that this is deeply felt and commit our congregation to be in right relationship with Indigenous communities, aligning in solidarity, supporting Indigenous projects, and caring properly for the land.

Widening the Circle Vision Statement

We, the trustees of UUCB, commit ourselves to championing racial justice embodying anti-racist practices, and confronting and dismantling white supremacy culture and all forms of oppression (including but not limited to racism, sexism, ableism, homophobia, transphobia, classism, ageism, xenophobia and religious oppression (including anti-Semitism and Islamophobia) in everything we do.

Mission Statement of the Unitarian Universalist Church of Berkeley

The mission of the Unitarian Universalist Church of Berkeley is to create loving community, inspire spiritual growth, and encourage lives of integrity, joy and service.

Vision Statement of the Unitarian Universalist Church of Berkeley

The Unitarian Universalist Church of Berkeley is a welcoming and vibrant congregation. We joyously support spiritual development guided by individual faith, reason, and conscience. We are committed to serving one another, the church community, the community at large, and the global community. We foster a spirit of generosity and trust that encourages care for our church home and affirms diversity and relationships consistent with Unitarian Universalist principles.

**Unitarian Universalist Church of Berkeley Board of Trustees Meeting
Wednesday, February 1, 2023**

Meeting Conducted via Zoom Video Conference

Minutes – Draft

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: Victoria Bowen, Barbara & Patrick Cullinane, Michael DeWitt, Karen Elliott, Anne Greenwood, Lynn Hammond, Ann Harlow, Carolyn James, Albert Kueffner, Lonnie Moseley, Larry Nagel, Dave Rosales, Marta Tobey, Thomas Tripp, Grace Ulp

A quorum being present, the meeting was called to order by Beth Pollard, president, at 7:23_p.m. Cordell Sloan did the chalice lighting and reading, Elaine read the Board covenant, Lenore read the land acknowledgement, and Dave read the Widening the Circle Vision Statement.

CONSENT AGENDA

A motion for the following (M _Helen_/S_Michael _) passed unanimously.

- Approve agenda
- Approve Board Meeting minutes of January 4, 2023
- Accept monthly Executive Director’s report
- Accept monthly Treasurer’s report
- Ratify Lawrence Lecture Committee composition: Katie Lipka, Christina Creveling, David Rosales, Jack Duggan, and Jim Acock, and announce that more members can be added.

INFORMATION ITEM

- a. Minister’s Report
Rev. Michelle reported that there has been no new information from Sonoma County regarding Freestone. The plan is to let the Senior Planner know that we need whatever

information she has at this point. Rev. Michelle also reported that she is working on interim projects including an interim appraisal.

b. Ministerial Search Committee – Report for the Congregational Meeting

The board noted that the MSC’s report for the congregational meeting was a very impressive and comprehensive report. The board expressed tremendous appreciation for the MSC’s work.

c. Endowment Capital Projects Committee – Report for the Congregational Meeting

Tom Tripp provided a preview of the presentation that will be shared at the 2/12 congregational meeting. Below are a few highlights:

- Per resolutions passed in 2018 & 2019, the committee is authorized to withdraw \$758K from the endowment for capital projects, with review by a 5 member oversight committee.
- The committee has withdrawn \$625K from the endowment, and would have been authorized to withdraw the balance of \$133. However, there are limitations on how much can be withdrawn due to current market conditions.
- They have completed almost \$700K worth of work; however due to 3 large targeted donations, the committee has only had to spend about \$517K.
- They were authorized to replace the heaters but the Building & Grounds Committee is recommending using heat pumps which would require an electric service upgrade.
- There is also required work to be done on the private sewer later.

ANNOUNCEMENTS/LISTENING

a. Board or staff announcements, Board Listening Presence

- There will be a Congregational Meeting on 2/12. It will be held in the sanctuary and streamed on Zoom. Flaming Chalice Awards will be presented to Selene Fabiano, Alice Lemieux, Greg Lemieux, and Cordell Sloan. Childcare will be provided until 1:30PM unless there it is determined that the childcare should be extended.
- Voting for board candidates (Kay Fairwell, David Rosales, and Helen Tinsley-Jones) has begun and will continue until the start of the congregational meeting on 2/12. The link to the online ballot is in The Week Ahead and on the website.
- 2/11 Love Songs & Chocolates event will be held on 2/11 at 7PM.

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

Ann Harlow asked what food is needed before the congregational meeting. Beth indicated that she did not anticipate a long meeting and that some snacks should be adequate.

DISCUSSION/ACTION ITEMS:

- a. Annual Certification of Membership, and information/discussion on membership and certification

In her presentation on Membership, Lonnie Moseley described the 5 pillars of the welcome process: arrival, attending, connecting, belonging, and building beloved community. She noted that membership is managing both people entering UUCB through the physical doors, as well as through the “virtual door” through UUCB’s website.

Lonnie outlined the following 4 requests Membership is making of the board:

1. When a person become a member they would receive in the mail a physical letter signed by the Minister and the Board President.
2. Four times a year the Board reserves 5 minutes at a board meeting to welcome and acknowledge new members. The goal is to familiarize new members with how UUCB operates and build a sense of ownership in the church.
3. Each board member creates a 1-minute video stating why they chose to be on the board. Purpose: help convey that the board is made up of everyday church members.
4. Invite Membership to come to a Board meeting twice a year to provide updates and share their ideas.

Lonnie thanked Victoria Bowen for her tremendous organizational skills, her calm presence, and her ability to assess what people need.

Questions from board:

1. Do you need money for marketing?

Answer: Membership takes care of people once they get to UUCB. A separate need for marketing and publicity is needed. However, Membership will be coming to the Board with a request for money for swag for new members.

2. How many new members have we had in the past few years?

A; During the period of 1/1/2020-2/1/23 (2 of these years were primarily online services and activities) there were 82 newcomers and 41 new members (1 lives in Vancouver & 1 lives in Florida). Seventeen of these members joined since 9/1/22. Lonnie predicts that remote membership is likely to grow.

3. How many members do we have currently?

A: Per Lonnie, there are 330 members, 56 supporting friends, and 68 active attendees.

4. Was there a recent audit of the membership requirements? Is 330 the actual # of certified members?

A. Rev Michelle reported that a full membership review had not been done since the pandemic and during the past 3 years there have been many minister waivers for financial hardship. Recently a full membership review was done with a lot of care, compassion and grace. A list of people who hadn't made a contribution of record during the past 2 or 3 years was created. Members of the Membership and Pastoral Care committees looked at the list to determine who should be approached in what way. Some people will receive calls from pastoral care. Some people will receive a gentle inquiry letter acknowledging the pandemic has been difficult and asking what relationship they want with the church. A different letter will be sent to people who have moved out of the area to find out if they wish to continue their membership. Another group will receive personalized calls from Stewardship explaining how pledging helps UUCB and encouraging them to pledge. The process was human and comprehensive and included several different perspectives.

5. What draws people to UUCB?

A: Spiritual depth, connection, family ministry, community, and social justice. Reverend Michelle reported that the primary reasons people go to church across denominations are pastoral care, they like the messages there, and religious freedom. The primary reasons why people stay is friends and community. This is why Chalice Circles are so important.

6. How do people learn about UUCB?

A: Recommendations from friends & family, grandparents moving here to be near grandchildren, google searches on the internet, and UU's who have relocated to the East Bay. Per Rev Michelle, word of mouth is the main way people hear about UU congregations (i.e. talking about UU & inviting people to events/services).

7. How is the connections coordinator supporting you? Are you getting the support you need?

A: The Connections Coordinator provides valuable technical and behind-the-scenes support. We also need a Connections Committee to help link people with their interests.

Discussion

We need to be honest about our membership.

Membership is not equated with contribution.

The board had no objections to pursuing Membership's four asks and will follow up with Membership.

Many thanks to Lonnie & Victoria for their longstanding commitment.

b. Mid-year budget/financial report

Tess provided the following information.

Fiscal Year 7/1/21-6/30/22

Had budgeted for a shortfall but actually had a surplus at the end of the year.

We were helped by the \$107K PPP loan and had savings on salary due to the loss of our Family Minister Catherine Boyle and the retirement of Alissa and Yao. Additional expenses for consultants and new computers.

Questions:

1. Was there a deficit in 21-22?

A: No. Even if you take out the PPP grant, we still ended above our projections.

2. Are the contributions to non-profits a past-through?

A: Yes.

3. What is bequest income and can it be predicted?

A: Bequest income comes from donations for member memorials, donations given in honor of someone else, and sometimes UUCB is included in someone's will. For budgeting, the average bequest income from the past 5 years. Another option would be to not budget for any bequest income and then have it as a bonus if it comes.

Year-to-Date report for Current Year (FY22-23)

On-track with paid pledges. Need \$180K more to fulfill the total pledge. They often see an uptick in pledges in the month of March. On track with community use revenue. Overall: we are \$108K positive going into the last half of the year and doing better financially than expected.

Q: Why are we over budget on building supplies & maintenance?

A. We spent 50 hours of staff time and \$2500 on the new Black Lives Matter sign. This was an unexpected cost and in line with our values. This also reflects monies spent on deferred maintenance projects, but the impact to the general fund is offset by funds from temporarily restricted and earmarked accounts.

Board Comments:

- We now have good data that is organized in a way that we can more easily understand. This will make it easier for all of us who are involved in church finances to have a grasp on how we're raising & spending money.
- Big appreciation to the Finance Committee
- Thanks to Larry Nagel for helping us see that UUCB needed a new accounting firm.

BOARD COMMITTEE MEMBER/LIAISON REPORTS

a. Stewardship Committee

Please pledge early! If you can increase your pledge, please do.

b. Other reports from Board Liaisons/Board members of Board committees

There will be a special Black History service on 2/19 with special music and spoken word, followed by special food.

Music Committee. Love Songs & Chocolates on 2/11 – tuneful romance & delectable desserts

Family Ministry 4-6th grade OWL for 4th-6th graders has started with 13 youth, including some from other congregations. Youth groups are continuing to meet. Family Ministry is looking for more childcare workers to address the childcare shortage. Coming of Age youth have started meeting with their mentors.

Program Council – There are 85 distinct groups. Need a process for documenting what each group does so that it becomes part of our institutional knowledge. It would be good to have information about the groups online to increase engagement and lower the barriers to volunteering.

CLOSING COMMENTS

Gratitude to outgoing Board Members Dave Roberts, Elaine Miller, and Treasurer Lenore Ralston for their wonderful service. There will be an official appreciation at the 2/12 Congregational Meeting.

ADJOURNMENT

We adjourned at 9:30PM

Respectfully submitted,

Selene Fabiano, Secretary

UPCOMING EVENTS AND BOARD RESPONSIBILITIES

February Listening Presence: Randall

March Listening Presence: _____

March Beacon (due February 15): Helen

Next Board Meeting: 3/1/23

**Unitarian Universalist Church of Berkeley Board of Trustees Meeting
Sunday February 12, 2023**

Meeting Conducted via Zoom Video Conference

Minutes – Draft

Please note this board meeting was not the regular monthly board meeting but was called to elect board officers.

ATTENDEES

Voting members: Michael Armstrong, Bill Brown, Kay Fairwell, Pier Ho, Beth Pollard, Dave Roberts, David Rosales, Cordell Sloan, Helen Tinsley-Jones

Absent: Randall Hudson

Ex officio members: Selene Fabiano (Secretary), Carolyn James (Treasurer)

Absent: Rev. Michelle Collins, Tess O’Riva (Executive Director)

DISCUSSION/ACTION ITEMS:

Election of Officers

The following motions were approved, seconded, and passed unanimously with no abstentions:

Pier Ho and Helen Tinsley-Jones will serve as Co-Presidents.

Michael Armstrong will serve as Vice President

Carolyn James will serve as Treasurer

Selene Fabiano will serve as Secretary

Respectfully submitted,

Selene Fabiano, Secretary

Unitarian Universalist Church of Berkeley

Special Board of Trustees Meeting Wednesday, February 22, 2023

Meeting Conducted via Zoom Video Conference Minutes – Draft

ATTENDEES

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

Absent: Randall Hudson

Ex officio members: Tess O’Riva (Executive Director), Carolyn James (Treasurer), Ann Harlow (Acting Secretary)

Visitors: Sheldon Jones, Linda Laskowski, Jane Lundin, Larry Nagel, Ladie Malek, Tom Tripp, Anita Mermel, Lynn Hammond

A quorum being present, the meeting was called to order by Helen Tinsley-Jones, co-president, at 7:02 p.m. Helen did the chalice lighting and reading and outlined the agenda and format for the evening.

LUNDIN HOUSE DONATION: Beth reviewed some background information, referring to the Letter of Intent included in the agenda packet. We are not publicizing the address yet to protect the privacy of the tenants, who will move out in mid-March. It was built in 1940, has 2 bedrooms and a detached studio, and has an estimated value of around \$1 million. Ladie Malek expressed heartfelt thanks to Jane Lundin on behalf of the Ministerial Search Committee. A motion (M Beth / S Michael) that the Board of Trustees accept the donation of a house in El Cerrito from Jane Lundin pursuant to the Letter of Intent dated February 12, 2023 passed unanimously.

COPE FUND AUTHORIZATION: Tess reported that a home inspection will be arranged and anything that needs to be brought up to code will be remediated. People who have looked at it (Tom Tripp, Rev. Michelle, Jane and Beth) described it as in “pretty decent shape.” Jane noted that a termite inspection would also be wise. Tess will also look into the condition of the sewer lateral. David raised some questions about the ability to pay for repairs if the new minister prefers the down payment option. Tess said we can “borrow from ourselves” as needed to honor commitments to the minister and also keep the Cope Fund whole. (It is currently earning somewhere around 1% interest.) The Finance Committee will be consulted about any necessary money management. We should know by the end of April what housing option the minister will choose. A motion (M Michael / S Bill) authorizing expenditure of \$135,000 plus transaction and closing costs from the Cope Fund to acquire the Lundin house carried unanimously.

MINISTERIAL COMPENSATION PACKAGE : Pier introduced the Comparison Chart of Costs and Benefits with assistance from Tess, and the two other members of the Ministerial Agreement Negotiating Team, Ladie and Linda. Minister housing allowances are exempt from income tax. If the minister chooses to live in the El Cerrito house, the “salary and housing” offer would be reduced from \$118,300 to \$100,000 plus a \$5K allowance for utilities. David raised the question of a property manager (usually 8% of monthly rent). Jane mentioned the kitchen cabinets “look a little beat up.” Tom said we might want to replace the windows and that the floor in one bedroom may need work when the carpet is removed. Paint was also mentioned. A motion (M Beth / S Michael) to accept the negotiating team’s recommendation to offer the above salary in case of the parsonage selection passed unanimously.

Repairs and improvements: Tom Tripp said he would estimate \$50-70K in needs. A motion (M Beth / S Michael) authorizing up to \$70,000 from the Cope Fund for repairs and improvements passed unanimously. A motion (M Beth / S Pier) that the Capital Projects Oversight Committee be asked to add the El Cerrito house improvements to their portfolio passed unanimously.

Pier expressed thanks to Jane and to all who have done the work to bring us to this point.

Helen extinguished the chalice with a short reading and another thank you and adjourned the meeting at 8:04 pm.

Unitarian Universalist Church of Berkeley

Congregational Meeting

February 12, 2023

(In-person and by Zoom video conference)

MINUTES – Draft

Call to Order and Determination of the Presence of a Quorum

President Beth Pollard called the meeting to order at 12:40PM and said that 50 people were required for a quorum. A presence of quorum was established (19 people on Zoom and 74 people in the sanctuary). Cordell Sloan did the chalice lighting and Beth Pollard did the chalice reading (the UUCB Board of Trustee's Widening the Circle of Concern Statement), followed by the covenant read by Dave Roberts, and the land acknowledgment read by Elaine Miller.

Action Items:

Consent Agenda/Action Items:

- a. Adoption of the Agenda
- b. Approval of the Congregational Meeting Minutes of May 22, 2022
- c. Ratification of actions during Congregational Meetings held via Zoom video conference in 2020, 2021 and 2022, prior to bylaws change

A motion to adopt the consent agenda (moved by Alice Lemieux, seconded by Tom Tripp) carried.

Presentation of Flaming Chalice Awards for extraordinary service (announced by Helen Tinsley Jones)

Victoria Bowen presented the award to Selene Fabiano

Ariel Iyer-Smith presented the award to Alice Lemieux

David Rosales presented the award to Greg Lemieux

Larry Nagel presented the award to Cordell Sloan

Stewardship Committee Report

The Stewardship Committee, chaired by Selene Fabiano, announced "Building a New Way" as this year's campaign theme. They shared some of the important items that pledges support. The pledge will run from March 5 – March 26. The pledge goal is \$520,000.

Appreciation to Major Capital Donation

Jane Lundin, Dean Flint, Grace Ulp, Dave & Gail Roberts were honored and appreciated for their very generous targeted donations for major capital projects. Jane Lundin was noted for her generosity and advocacy in getting a ramp built in the sanctuary.

Beth Pollard announced another very generous contribution to UUCB: Jane Lundin is donating a 2-bedroom house in El Cerrito to be used as a parsonage for a UUCB minister or as a rental property if the minister doesn't choose to live there.

A special Board Meeting has been scheduled for February 22nd to discuss details regarding the parsonage donation.

Ministerial Search Committee Report

Members of the MSC gave a presentation that included an overview of the work they've done thus far and the status of the search. They are currently in the process of getting to know 3 of the top candidates and will be hearing them preach in a neutral pulpit. They will chose a finalist candidate in April. The complete report can be found here: https://uucb.org/download/1606/2023-02-12/105160/msc-report-congregational-meeting_021223_final.pdf.

Dates to keep in mind:

Sunday April 30– Candidate will preach at UUCB

May 1 – May 7th (Candidating Week): There will be many activities to get to know the candidate

Sunday May 7th – Candidate will preach at UUCB again. Congregation will vote

Endowment Capital Projects Oversight Committee Report

Tom Tripp presented a slide presentation from the Endowment Oversight Committee, describing completed capital projects. The complete written report can be found here:

<https://uucb.org/download/1606/2023-02-12/105161/endowment-capital-projects-report-2-12-23.pdf>.

Status update on the Freestone property process by Rev. Michelle

Rev. Michelle reviewed the work done by the congregation regarding has done regarding Freestone since 1/1/2022. The process was paused in October when Sonoma County said they would give us info on how our property can be used. There have been many delays in getting a response from Sonoma County. Rev. Michelle recently asked Sonoma County for a timeline and to send her whatever information they have at the moment so the congregation can move forward.

Recognition

Board President Beth Pollard expressed gratitude, love and respect to outgoing Board of Trustees members Dave Roberts, Elaine Miller and outgoing Treasurer Lenore Ralston.

Election

Helen Tinsley-Jones, chair of the Nominating Committee, thanked the Nominating Committee members for their service: Victoria Bowen, Lynne Cahoon, Dayana Claghorn, Robin Cooper, Selene Fabiano, Max Jenny and Terry Stokes. Board President Beth Pollard announced that Helen Tinsley-Jones was reelected for a second three-year term, and Kay Fairwell and David Rosales were elected for three-year terms.

Installation, Benediction, and Adjournment

Rev. Michelle Collins installed the 2023-24 Board of Trustees

Respectfully submitted,

Selene Fabiano, Secretary

Resolution No. 22-1 of the Unitarian Universalist Church of Berkeley On the Future of the Freestone Property

Summary of Actions from the Vote:

YES VOTE = keep Freestone under the described phased and conditional plan to renovate and reopen

NO VOTE = the Board of Trustees will proceed to sell the Freestone property

Motion passage = Majority (50%+1) of the votes cast.

Summary of Motion Sections:

- The “whereas” section refers to shared assumptions.
- The “now therefore” section includes the directions and authorizations for the board or designees to execute.
- The “furthermore” section is the phased timeline, milestones that must be met to indicate adequate progress.

Whereas:

- A. *The use of the Freestone property and geodesic dome building there [collectively referred to as “Freestone” for the remainder of this motion] could support UUCB’s mission of creating loving community, inspiring spiritual growth, and encouraging lives of integrity, joy and service, and*
- B. *Freestone is zoned for agricultural/residential, and the structure is defined as a single family dwelling, which allows some flexibility as an intermittent place of assembly and use, but includes limitations and ambiguity, and*
- C. *Freestone needs approximately \$40k-\$117k (difference due to use of volunteers versus contractors) plus \$115k for the minimum attention the driveway needs, for addressing a minimum level of repairs and deferred maintenance to make the building available for basic use, and this plan recognizes that in the last six months, substantial work has been done to refurbish the dome and repair the road and driveway, and*
- D. *Protection of UUCB against liability and claims for Freestone property condition and use is critical; and*
- E. *The Freestone Committee has estimated that the two adjacent undeveloped parcels could be sold on their own, depending on market conditions which will determine value, and*
- F. *UUCB has no intention to leave its Kensington campus at 1 Lawson Road for the foreseeable future, and*
- G. *The Kensington campus has significant deferred and capital improvement needs, most recently totaled approximately \$1.9M, and*
- H. *A written rules of procedure and clear channels of communication and responsibilities are required to clarify roles and input necessary for Freestone decision-making, and*
- I. *Many gifts of time and money have been given over the past 50 years by the UUCB community to develop and maintain the Freestone property, and*
- J. *Freestone sits on a unique natural property in Sonoma County 55 miles from the Kensington campus, and*

- K. *The Freestone property has been a source of great joy and of 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, and*
- L. *The BOT has determined that if this motion does not pass, the BOT will take steps to sell the Freestone properties using the process stated in the last section (Furthermore #6) of this motion.*

Now therefore, be it resolved that, by simple majority vote (50%+1) of the members of the Unitarian Universalist Church of Berkeley present at the congregational meeting of October 23, 2022, the Board of Trustees (BOT) is authorized and directed to:

- M. Establish a Freestone oversight committee of the Board to administer the direction of the congregation expressed in this Resolution for the future of the Freestone property, while minimizing impact on UUCB annual fund and capital campaign fundraising and monitoring accomplishment of the criteria passed in this motion and overseeing the management of the Freestone process, decisions, and goals. The committee will include, at the minimum, three members nominated by the Freestone committee, one current or former member of the Stewardship Committee, and at least one other Congregant or Board Member, and will report to the BOT, and
- N. Explore multiple alternatives for raising funds for the refurbishment and upgrades to Freestone, and
- O. Hire a real estate agent to list the two adjacent undeveloped parcels for sale (as is), and to sell the parcels with majority approval of the BOT if this is determined to be a favorable option for raising funds, and
- P. Seek confirmation from Sonoma County on the allowable uses of Freestone, given the current property zoning as single family residential, and
- Q. In the absence of direct confirmation from Sonoma County on the allowable uses of Freestone, to seek an outside formal legal opinion on the matter, and
- R. Sufficiently address insurance and liability concerns, prior to the property's being approved for reopening for UUCB use, by exploring options for insuring the property and gaining confirmation from the insurance provider on their coverage of claims that may occur, given UUCB's use of the property and its zoning, and
- S. Ensure that the structural work done on the Freestone dome is overseen by a currently California licensed professional civil or structural engineer, and
- T. Ensure that repairs and improvements are performed and/or supervised by currently-licensed contractors or similar professionals, and with required permits, and
- U. Reconsider the matter of the opening of Freestone for congregant use at the time of completion of the "phase 1" repairs of the property in compliance with permitted zoning uses, and
- V. Ensure that the property and its use meet health and safety standards and applicable fire and building codes for its use, and that it passes inspection by Sonoma county fire inspectors, and

- W. Ensure there is no-to-very-minimal **net** cost, including staff time, to UUCB from property ownership of Freestone, including costs for management, insurance, tax assessments, legal fees, permitting, maintenance, repairs, and improvements.

Furthermore:

1. If the total funds raised by the sale of the undeveloped parcels and/or other funds raised do not exceed \$250,000 by May 1, 2024, or
2. If building permits for “phase 1” repairs have not be obtained for any reason by December 1, 2024, or
3. If necessary funding has not been secured and “phase 1” repairs have not been completed and approved by the appropriate authority (e.g. Sonoma County) for any reason by December 1, 2025, or
4. If necessary funding has not been secured and “phase 2” repairs have not been completed and approved by the appropriate authority (e.g. Sonoma County) for any reason by December 1, 2026, or
5. If the on-going **net** costs of Freestone to the congregation’s operating funds including Freestone’s operations and management, insurance, tax assessments, legal fees, permitting, maintenance, repairs, and improvement exceeds \$10k per year for two years in a row, measured starting in FY 25-26 without the express approval of the BOT in consultation with the Freestone oversight committee,
6. Then, in the event that the BOT determines that any of these significant milestones have not been sufficiently met after consultation with the Freestone oversight committee, then the BOT is authorized and directed to:
 - 6.1. Hire a real estate agent and list the entire Freestone property/ies for sale (as is) with consideration for timing relative to real estate conditions and other feasibility issues, and
 - 6.2. In the event that it takes time to sell the property/ies, the BOT or designee will create a plan for maintaining and managing the property in the meantime, and
 - 6.3. To sell the property with majority approval of the BOT, prioritizing offers from entities more closely in line with UUCB’s mission and UU values or offers from UUCB members, and
 - 6.4. Seek governance clarity on the allowable uses of funds from the sale of the property, and
 - 6.5. Establish a committee or task force to explore options for use of the funds, gaining input from the congregation, and
 - 6.6. Seek the congregation’s approval for authorizing use or investment of the proceeds from the sale of the property.

Note: *Additional Information and Clarifications on the renovation phases and the Oversight Committee can be found [here](#).*

BOARD ASSIGNMENTS, 2023-24

Per Bylaws	Per Bylaws	Per Bylaws
Nominating Committee	Board VP	Michael
Bylaws Task Force	No more than 2 Board members	Appoint in/by 2023-24

By Board Policy (In Governance Manual)	Meeting Schedule	# of Board Members	2023-24
Audit		At least one	
Awards		VP	Michael
Executive Advisory Team (EAT)	1st & 3rd Thursday of month, 10 AM-noon	President	Helen & Pier
Endowment (treasurer as ex-officio)		Treasurer	Carolyn
Finance Committee	3rd Mon. of the month, 7-8:30 PM	2	Pier &
Widening the Circle	4th Wed. of month, 7- 9 PM	1	

Liaisons/Roles	Meeting Schedule	2023-24
Appreciation, in conjunction with Appreciation Circle, Tess's appreciation project		Kay?
Chalice Circles	Quarterly, Tuesday 11AM – 1PM	
Family Ministry	2nd Sunday of the month, 9:30 - 10:30 AM	
Freestone		
Music	Marin convenes, but hasn't met regularly of late	
Program Council	3rd Wednesday of the month, 7 - 9 PM	
Safety?		
Social Justice Council	2nd Wednesday of month, 7-9 PM	
Stewardship	Tuesday 4:30-5:30 PM, Usually start meeting in November and wraps up in May.	

	BEACON, due 15th of mo. email to Charis at Beacon@uucb.org word max = 450
APR. 2023	Helen
MAY	
JUNE	
JULY	
AUG.	
SEPT.	
OCT.	
NOV.	
DEC.	
JAN. 2024	
FEB.	
MARCH	