

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

**Meeting Conducted via Zoom Video Conference**

**Minutes – Approved**

**ATTENDEES**

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

Absent:

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

Visitors: Cynthia Asprodite, Barbara & Patrick Cullinane, Lynn Eng, Jean Gleason, Sheldon Jones, Wyndy Knox Carr, Albert Kueffner, Jane Lundin, Anita Mermel, Larry Nagel, Dave Wemmer, Grace Ulp

A quorum being present, the meeting was called to order by Helen Tinsley-Jones, co-president, at 7:03\_p.m. Randall did the chalice lighting and reading, Carolyn read the Board covenant, Selene read the land acknowledgement statement, and David read the Widening the Circle Vision Statement.

**CONSENT AGENDA**

**A motion for the following (M Michael\_\_/S Beth\_\_) passed unanimously:**

- Approve agenda
- Approval of February 2023 meeting minutes
- Approval of Suzan Kaufman to be on the Endowment Committee
- MSC update
- Approval of signatory changes on Unitarian Universalist Common Endowment Fund (UUCF) accounts; Lenore Ralston and Larry Nagel remain; Kerry Simpson, Christian Schmidt and Logan Stump Vernon are removed; Carolyn James is added.
- Accept monthly Treasurer’s report

Executive Director’s Report was removed was removed from the consent agenda as it had not been turned in yet.

## INFORMATION ITEM

**Minister's Report:** Rev Michelle thanked Tess for all her work, especially work on the budget with the finance committee. Rev. Michelle served at three memorial services during the past month, has been supporting Stewardship committee, and is working on interim projects. Recent professional accomplishments: 1. Rev. Michell's application to be an accredited interim minister-in-training was accepted by the UUA's Transition Office, and 2. She is working on her second book. She will share her first book at a workshop in April.

## LISTENING

### Board Listening Presence Report

Randall reported the following comments/requests:

Request to raise the seat height of toilets; Praise for the Board's work (2 people); Request for better coffee (2 people); Question about what is happening with Freestone (3 people); Question about what happened to the flags that were in the Sanctuary (2 people); Expression of trust in Board's leadership (2 people); Affirmation of the Co-Presidency; Lawrence Lecture Committee is open to additional members and suggestions; Interest in seeing a list of important UU women at UUCB; Suggestion of putting Christmas lights on the pine tree near the right side of the Lawson entrance & 21 guns memorial for the holidays; Appreciation for "good energy" from the Board; Interest in knowing more about the budget process; Interest in more "Dancing Fridays."

### Announcements:

Two different Trust Workshops will be held on Zoom on 3/7 & 3/21. They are open to everyone, and church leaders are especially encouraged to attend.

Tess announced UUCB is entering into a long-term contract with Tracker's Earth; they will be teaching on-site this summer.

**Congregants who wish to speak to the Board:** Wyndy Knox Carr expressed interest in the Freestone property; Patrick Cullinane let Helen know that he had emailed her and was looking forward to her response. Helen expressed appreciation for Patrick's communication and let him know she would respond.

## DISCUSSION/ACTION ITEMS:

a. **Freestone:** Update on status of guidance from Sonoma County on allowed uses of Freestone property.

Rev. Michelle provided a brief review of the year-long process UUCB has been engaged with regarding the question of the future of Freestone for UUCB. This process led to the Board's scheduling a Congregational meeting on 10/23/22 for a vote on a resolution related to Freestone. The Board postponed that meeting to await information from Sonoma County's Planning

Department regarding allowed uses of the Freestone property vis a vis zoning regulations. The hope is that feedback from Sonoma County would help answer the following two big questions

1. How is UUCB permitted to use the Freestone property?
2. What are the related liability concerns?

Dave Wemmer summarized his contacts with various Sonoma County departments and the feedback that has been provided by Sonoma County thus far. He learned that as a corporation UUCB is not allowed to use Freestone for “vacation rentals” (i.e. charging a fee for rentals of less than 30 days). He has most recently been in touch with a Sonoma County Senior Planner, who has not yet been able to engage Sonoma County’s Legal Counsel.

Rev. Michelle summarized the two main points that UUCB has learned thus far regarding our allowed uses of Freestone:

1. UUCB cannot charge fees for use of the Freestone property.
2. UUCB is allowed to apply for 4 permits within a 24-month period for large group gatherings.

Rev. Michelle also outlined the following constraints related to use of the property, especially for large groups:

1. Septic system capacity. The system currently can accommodate 8 people at full-time use; however the system could be expanded because there are 2 fields.
2. Egress capacity.

Outstanding Freestone Questions per Rev. Michelle:

1. Can a fire department get its equipment to the property to defend it in the event of a fire (including can a fire truck get up the driveway and turn around)
2. Are we allowed day use for small groups?
3. Are we allowed overnight use for small groups?

Rev. Michelle shared her belief that the congregation needs to move forward and not delay the process in the hopes of receiving expect crystal clear guidance which may not come from Sonoma County. Rev. Michelle stated that there is additional complexity because UUCB is a corporation and Freestone is zoned for residential/agricultural use.

Rev Michelle encouraged the board to reschedule a Congregational meeting for 3/26/23. The rationale for choosing this date is that April and May will be very busy months for UUCB and it is harder to get people to attend a congregational meeting in June. She shared that Dave Wemmer and Alan Davis from the Freestone Committee are supportive of a 3/26/23 Congregational meeting to vote on the Freestone resolution.

To help the congregation prepare for a vote on Freestone, Rev. Michelle has planned some information sessions as well as some dialogue sessions. A calendar of these events will be shared in The Week Ahead beginning this week.

## **Board Discussion:**

There was a decision not to change the Freestone resolution at this time. Amendments can be brought up at the congregational meeting.

The Board thanked Rev Michelle and the Freestone Committee, especially Dave Wemmer for all their work gathering information related to allowed uses of Freestone.

Question: Is Freestone being used now? Dave Wemmer reported it is not.

Question Is anyone working on Freestone? Per Dave Wemmer, three weeks ago he and Jeff cut up a tree that fell in the driveway. Jeff also recently visited the property to check for leaks (and didn't find any) and set mouse-traps. Prior to that the last work done was water-proofing around roof & windows in October.

Question: How is the egress issue determined? Answer: Dave Wemmer stated that Sonoma County has specific code/regulations for access roads & driveways, and they require a passing lane/turn out every 450 ft. He indicated that the driveway was widened to 16-18 feet last summer but does not know if that's enough to meet county regulations. He indicated that there are challenges with the topography and stated that we need to have the local fire district come & visit.

Helen stated that it was important to get a determination regarding egress sooner rather than later and asked if that could be expedited. Dave Wemmer said he will find out who does this & invite them out.

## Congregant comments

Larry Nagel asked to speak. He stated that the Fire Marshall for the Freestone district should be contacted. He believes this should be able to happen quickly and that the Fire Marshall would be able to tell us what kind of fire-fighting equipment they can bring to the property. He stressed that this is crucial info for us to have and that UUCB shouldn't use Freestone during high fire-risk days/season if the fire department can't bring in their equipment. Dave Wemmer agreed and indicated that there can be protocols about not using Freestone when the fire risk is high.

Wyndy Knoxx Carr asked if UUCB staff & board have the energy and time to put together the meeting by March 26<sup>th</sup> and if there would be enough time to inform the congregation and refresh their memory regarding Freestone?

Rev. Michelle will share the schedule of information meetings and discussion sessions, and she will pare down the package of information re Freestone. She hope we can get people back on track with the issue.

A motion (M Beth/ S Randall) to schedule the postponed 10/23 /22 Congregational Meeting to vote on the Freestone resolution on 3/26/23 passed with 1 abstention (Michael).

3. **Getting congregational approval for extended voting for the Freestone resolution.** Beth introduced a recommendation to have the congregation vote on having extended voting on the Freestone resolution. Prior to the scheduled 10/23/23 congregational meeting, the Board voted to keep voting on the final Freestone resolution open 1 week after the vote until at least 1/3 of the members had voted; however, the bylaws indicate that the congregation should vote on whether they want to allow extended voting. Rev Michelle clarified that votes on any proposed amendments can only be done by individuals who are attending the meeting in-person or remotely. No proxy voting is allowed per the bylaws. The voting extension would only be for the vote on the final resolution.

A Motion (M Beth/ S Michael) to add to the 3/23/23 Congregational Meeting agenda a recommendation from the Board that the congregation extend the voting on the final Freestone resolution until 5PM on the Saturday following the Congregational Meeting **passed** unanimously with no abstentions.

## **b. Board Roles and Responsibilities**

### **Board Committee Liaison Position and Monthly Task Assignments**

Helen reviewed the committee liaison positions and asked members to sign up. Pier shared a table with a list of the rotating monthly tasks in which she had assigned members to all of the tasks except for writing the Beacon column; members indicated which month they would write the Beacon column. The completed list of committee assignments can be found at the end of these minutes. The table of monthly task assignments can be found here:

[https://docs.google.com/spreadsheets/d/1nLydfkgzRJ\\_jNjkRD6wvmB2FhFv59L8GVBIFqF9SyRk/edit#gid=0](https://docs.google.com/spreadsheets/d/1nLydfkgzRJ_jNjkRD6wvmB2FhFv59L8GVBIFqF9SyRk/edit#gid=0).

### **Co-Presidency**

Helen initiated a discussion about the co-presidency, noting that this was a new endeavor. Helen had a conversation with our Pacific District representation who shared experience from other UU congregations who have taken on co-presidents. She also spoke with one of the co-presidents at the Palo Alto UU congregation. Helen noted that the board will do periodic reviews of the co-presidency, with the first review in June. The board will also ask the congregation for feedback, noting that there have been messages of support from several congregants thus far.

### **Discussion Points**

- Appreciation for Helen & Pier's complementary styles
- Having 2 heads working together expands the board's capacity
- Will need to track this to see how it works and how the co-presidents can be supported
- Two heads and two skill sets are better than one
- Appreciation to Helen and Pier for stepping up to take on a big job

## **BOARD COMMITTEE MEMBER/LIAISON REPORTS**

Ministerial Search Committee –Candidating week will be 4/30-5/7. The ministerial candidate will preach on Sunday 4/30 and Sunday 5/7.

Stewardship – Board members were encouraged to pledge early.

Family Ministry- The owl group is having some great meetings; RE is happening regularly and slowly building. Melissa Rosales has been doing a great job with the youth – doing exploration of world religions, sends out a summary each week. Coming of Age is continuing to meet with their mentors. UUCB hosted YRUUP for 3 days.

Program Council – Stewardship has a Kick-Off event on 3/5. Representatives from different church groups. Each booth will say their part. Encouraged board members to attend.

The Board thanked Jane Lundin again for donating the parsonage – an incredible act of generosity.

Meeting was adjourned at 9:03PM.

Respectfully submitted,

Selene Fabiano, Secretary

### **UPCOMING EVENTS AND BOARD RESPONSIBILITIES**

Listening Presence: Randall Hudson

Next Board Meeting: April 5, 2023

### **BOARD ASSIGNMENTS, 2023-24**

<b>Per Bylaws</b>	<b>Per Bylaws</b>	<b>2023-24</b>
Endowment Capital Projects Oversight	Daytime, as needed, approx. quarterly	Beth
Nominating Committee	Board VP	Michael
Bylaws Task Force	No more than 2 Board member; (Total membership = 5)	David R

<b>By Board Policy (In Governance Manual)</b>	<b>Meeting Schedule</b>	<b># of Board Members</b>	<b>2023-24</b>
Audit		At least one (Total membership = 3)	David
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 & Randall
Widening the Circle	4th Wed. of month, 7-9 PM	1	Beth

Liaisons/Roles	Meeting Schedule	2023-24
Appreciation, in conjunction with Appreciation Circle, Tess's appreciation project		Kay
Chalice Circles	Quarterly, Tuesday, 11 AM-1 PM	Michael
Family Ministry	2nd Sunday of the month, 9:30 - 10:30 AM	Pier
Freestone		Bill
Music	Per Elaine:, Marin convenes, but hasn't met regularly	Cordell
Program Council	3rd Wednesday of the month, 7 - 9 PM	Cordell
Safety	Pending formation	Bill?
Social Justice Council	2nd Wed of the month, 7-9 PM	Helen
Stewardship	Tues., 4:30-5:30 PM,. Meetings usually start in November and wrap up in May.	Kay
Listening Presence 😊		Randall