

**Unitarian Universalist Church of Berkeley**  
**Board of Trustees Meeting Agenda**  
**Wednesday, March 5, 2025**

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

- 7:15 1. CALL TO ORDER & OPENING RITUALS**
- a. Chalice reading & lighting – Carla McCasland
  - b. Board Covenant reading- Helen Toy
  - c. Land Acknowledgement Statement – Michael DeWitt
  - d. Widening the Circle Statement – Beth Jerde
- 7:20 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 February 2025 Board Meeting minutes
  - c. Accept monthly Treasurer’s report
  - d. Accept monthly Freestone Oversight Committee report
- 7:25 3. MINISTER’S REPORT**
- 7:35 4. EXECUTIVE DIRECTOR (introduce interim ED Sharon Dolan)**
- 7:45 5. ANNOUNCEMENTS/LISTENING**
- a. Board or staff announcements, Board Listening Presence
    - Stewardship - early pledging has begun
    - Chalice Camp Registration has begun
  - b. Congregants who wish to speak to the Board on agenda items or other matters.
- 7:55 6. INFORMATION/DISCUSSION/ACTION ITEMS - Break @ 8:30 PM, if needed**
- a. Welcoming New Members - Pier Sun Ho
  - b. Board Orientation, Chalice Circle, and Retreat - Kay Fairwell
  - c. Board Committee Liaisons Signups - Kay Fairwell
  - d. Monthly board tasks - Pier Sun Ho
  - e. Bylaws Committee Updates - David Rosales
  - f. Freestone Milestone Decision - Beth Pollard
  - g. Beacon Article Ideas - Kay Fairwell
- 9:00 7. BOARD COMMITTEE MEMBER/LIAISON REPORTS**
- 9:20 8. CLOSING COMMENTS**
- 9:25 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 Huchiu, 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 5, 2025**

**Meeting Conducted via Zoom Video Conference**

**Minutes – Draft**

**ATTENDEES**

Voting members: Michael Armstrong, Michael DeWitt, Kay Fairwell, Beth Jerde, Beth Pollard, David Rosales, Pier Sun Ho, Helen Tinsley-Jones, Helen Toy,

Ex officio members: Rev. Marcus Liefert, Selene Fabiano (Secretary), Lisa Maynard (Treasurer)

Visitors: Claire Baker, Anne Greenwood, Lynn Hammond, Kristen Jensen, Sheldon Jones, Marsha Lanier, Ladie Malek, Carla McCasland, Bob Moore, Lonnie Moseley, Larry Nagel, Jane Ramsey, Tom Tripp, Dave Wemmer

A quorum being present, the meeting was called to order by Pier Sun Ho, co-president, at 7:17 p.m. Selene Fabiano did the chalice lighting and reading, David Rosales read the Board covenant, Kay Fairwell read the land acknowledgement, and Beth Pollard read the Widening the Circle Vision Statement.

**CONSENT AGENDA**

**A motion for the following (M -Helen Tinsley-Jones/S-Michael DeWitt\_) passed unanimously:**

- Approve agenda
- Approve January 2025 Board Meeting minutes
- Accept monthly Treasurer's report
- Accept monthly Freestone Oversight Committee report

**MINISTER'S REPORT**

Interim ED, Sharon Dolan, will start on 2/10 and will meet the whole congregation on 2/23. Lots of growth at UUCB. Over 20 people attended the Pathways to Connection class. Attendance in RE has increased and we are at capacity regarding RE volunteers. Kathryn Jay is thinking about how to involve more volunteers and possibly staff the RE with some of the new high school childcare workers. The goal is to eventually have some paid positions as anchor teachers for the RE classes. Event Host CJ Miles is taking on some of the rental communications; Janae will

handle the rental contracts. Peter is supervising the event host. KFPD expects to be out by the end of February. A group of younger new folks who have connected through WhatsApp are starting to organize around resistance to fascism.

## **ANNOUNCEMENTS/LISTENING**

### **Board or Staff Announcements:**

- Kathryn Jay Ordination on Feb 16, 2025 during service
- February Congregational Meeting on February 23, 2025
- Stewardship – Board members are asked to pledge early, preferably by February 23<sup>rd</sup>. Selene will email the Board when the UUCB website is updated for 2025-26 pledges.
- This Sunday is the Black History month service

**Report from Board listening presence:** Great feedback from candidates' forum. Many people are enjoying the lunch after Sunday service and there is some concern about the sustainability, given the limited number of volunteers.

### **Congregants who wish to speak to the Board:**

Anne Greenwood shared that this Sunday's lunch is provided by Freestone and the POCC.

## **DISCUSSION/ACTION ITEMS:**

### **a. Freestone Update (Beth Pollard)**

The Freestone Oversight Committee reminded the board that in December there was a robust discussion regarding the 12/1/2024 milestone of raising \$250k. The Board took the action of deciding to list the entire Freestone properties if the one well is unsuccessful or on April 1, 2025, whatever comes first. If water is found, lots 1 and 2 are sold and \$250,000 is raised by April 1, then listing of the entire Freestone properties would not proceed on April 1. It was expected that the well-drilling would happen in January 2025 since that was a dry month but the driller wasn't available. Drilling is scheduled for 2/10/25, but the ground must be dry enough; the driller needs about 7-10 days of dry weather for their equipment to access the well site.

There are some additional costs for the well-drilling at Freestone (e.g. grading for access, additional layer of gravel due to the wet weather, and a culvert pipe at the existing drainage swale). The estimated cost to drill has grown to \$43,500 which is being paid for by an angel donor. The Freestone Committee has informally talked about reimbursing the angel donor if the well is unsuccessful but that has not been sanctioned by FOC.

The 6/1/25 milestone for obtaining building permits is also approaching. Dave Wemmer has prepared a schedule which was reviewed by the FOC to tee up the building permits to be available if water is found. The parallel track has a lot of unknowns regarding whether the lots are sold and the money is raised by 4/1/2025. FOC will make a verbal report to the congregation at the 2/23 congregational meeting. This item will be an action item for the Board, at the latest, by the April board meeting.

Questions/Discussion

Q: What are the expenses associated with the permitting process?

A: (Dave Wemmer): We need some drawings and structural engineering work for the permits. Although we have some drawings, the FC wants to look at a different approach to the structural retrofit to the dome. The estimate is about \$15,000 for the structural and architectural work.

Q: What's the timeline for the permit process?

A (Dave Wemmer): Preliminary work needed for the permits would take about 3 weeks. Both the structural engineer and architect say they can begin work as soon as needed. Dave has emailed Sonoma County to get an estimate of how long the permit review process takes and is waiting to hear back.

Q: What are the funding sources to pay for the work needed for the permits?

A (Dave Wemmer): We have \$13K in the fund from angel donors.

Q: Are there any policies for accepting donor-restricted gifts of a certain size?

A: The Freestone Oversight Committee set a policy for Freestone fundraising that would override any other policies.

Q: Is the donation being run through the church. Is the angel donor going to pay directly for the drilling?

A: (Lisa Maynard): Previous FC angel donations have been made through the church account.

b. Board Tasks for Congregational Meeting (Helen Tinsley-Jones)

Board members volunteered for tasks for the 2/23 Congregational meeting.

c. Update re the Budgeting process (added to the agenda by Lisa Maynard)

Lisa reminded the board that the 24-25 budget has a \$1000 "Board Contingency") line item and asked the board to let her know if they want that to be included in the 25-26 budget. She has also asked at the Program Council for each group to request funds they want for next year, rather than assuming the same amount from the current year will carry over. The Finance Committee will review a preliminary budget this month.

d. Public Representation of the Congregation on Issues (Helen Tinsley-Jones)

The Board learned that the Climate Justice Committee wanted to sign a petition related to emissions reduction. This raised the question of whether a church group/committee can sign statements or petitions on their own or if they need board approval. In the coming year there will likely be a lot of social issues on which church groups may want to take a public stance. Sections 11.4 and 12 of the Governance Manual address this issue. Section 11.4 states: *Individuals, Committees, Teams, and Task Forces may speak for themselves, but only for themselves, and not for the congregation as a whole. Representation on behalf of the congregation may be approved by a vote of the Board of Trustees or by a vote of the congregation at a Congregational Meeting.*

Helen Tinsley-Jones recommended that when the new board members join in March, the newly-constituted board consider whether there should be some revision of the Governance Manual regarding this policy.

## Discussion

It's helpful for the board to adopt general policies and vision statements that form an umbrella, under which church groups can take actions. The Board President can review letters /statements to see if they are in line with the board's policies/vision. If they are in line, the group could sign their own letter.

Although it's not practical to do for all issues, it can be very powerful when there is congregational support for a statement. For example, it was very meaningful when the congregation voted to put up the "Black Lives Matter."

Having the Board and a number of church subgroups sign a letter can give it more weight.

### e. Request for Board's Approval of Statement for LGBTQI+ Support

Lonnie Moseley introduced this request, on behalf of the Widening the Circle of Concern. The WTC typically stays behind the scenes, encouraging programs as they take on new projects. However, in light of actions by the new administration, the WTC felt it was important to partner with UUCB's Pride Project to create a statement in support of LGBTQI+. Lonnie and Marsha Lanier, Chair of the UUCB's Pride Project, created the statement at the end of these minutes and are asking the board to sign it. Marsha noted that congregants are eager for action items to reduce feelings of powerlessness.

## Question/Discussion

Q: The Board doesn't put out press releases. How would this be disseminated?

A: Some ideas include putting copies of the statement on the SJC and other places at church, posting the statement on UUCB's Facebook page, adding it as an opening slide for the Sunday service, send as an email to the congregation.

Q: Would the board's name go on it? Would other groups co-sign?

A: The request is for the board's name to go on the statement

**Motion** (M-Pier; S – Beth Pollard) to approve the statement in support of transgender folk as crafted by Lonnie Moseley and Marsha Lanier passed unanimously. (See statement at end of these minutes)

### f. Protecting Immigrants

Helen Tinsley-Jones asked to add this item from the Social Justice Council. Per the National Immigration Law Center, current law states that ICE cannot enter "private spaces" without a warrant. The SJC is looking into our posting signage for certain areas in the church we consider private. Rev. Marcus has been in touch with Rev. Deborah Lee at the Interfaith Movement for Human Integrity and is hoping to add UUCB to their list of sanctuary churches.

## Discussion

Q: What does sanctuary mean?

A: We want to protect people from being investigated by ICE, keep them safe and live their lives in this country where they live.

SJC would like the board come up with a policy and update our sanctuary agreement, as our

current agreement is not robust as that of other UU churches. The Board suggested that SJC and/or Immigration 2025 revise the statement and share it with the board.

Q: Does placing a sign that says “private” – does that require a vote by the board? Or is that something that Rev. Marcus can ask the facilities people to do that? Could we use a moveable sign?

A: Marcus will talk with his staff. They will start with marking the offices and the meditation room as private. He will consult with other Bay Area ministers and ask what they are doing regarding signage; he has heard that some are using “Law enforcement is not welcome on our premises without have prior authorization.”)

We don’t want to send the message that all law enforcement is not welcome at UUCB. We have an agreement with the Kensington Police Department allowing them to use our bathrooms and we also want to be able to contact law enforcement in the event of an emergency. In addition, many Bay Area police departments have indicated that they will not be cooperating with ICE. Our issue is more with wanting to prevent ICE from entering without authorization.

There were questions about where to get “Know Your Rights” training and what our protocol would be if there were an intrusion by ICE.

It would be good if the SJC could be a clearing house to decide what information needs to be shared so we don’t get overwhelmed and bombarded.

g. Bylaws Committee Update (Michael Armstrong)

The Bylaws Committee is meeting weekly. Each committee member has taken on one of the 4 sections we want to update. We are required to hold 2 info meetings which will be held on Sunday 4/6 after the service and on Monday 3/24 (virtual) in the evening.

h. General Assembly Issues (Helen Tinsley-Jones)

David Rosales shared a PowerPoint presentation about GA. There is a cost for registration but scholarships are available for UUCB and financial support from UUA. Big items on the agenda this year: election for new moderator(s) and some bylaw amendments

UUCB can have 6 delegates this year. Delegates represent their congregation. They need to be informed about the business items and vote on business items. There is also an expectation that delegates bring back to the congregation some of what they learned at GA. The Board of Trustees needs to vote to approve delegates in April or May. The Board will need to determine a process to choose delegates more folks want to be UUCB delegates than there are slots.

Rev. Jane Ramsey has agreed to take on the role of helping to assemble delegates and answering questions regarding GA. Big thanks to Jane. Rev. Ramsey shared that she attend her first GA 20 years ago and loved the experience of being among so many other UU’s. There are several thousand dollars in the UUCB GA scholarship fund. If you have

questions about being a delegate, contact Rev. Jane Ramsey. Rev. Jane will post on the discussion list.

Ladie Malek noted that GA is happening around Juneteenth in Baltimore, which is not too far from Washington DC. She is hoping that some UU's from GA could go to Washington DC to march for democracy and equality.

- i. Beacon Article Recommendation. Michael A volunteered to write the February Beacon article.

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

Family Ministry – More families are coming; there is a large cohort of kids who attend regularly.

Appreciations Committee. Holding monthly sessions to write notes of appreciation to volunteers. Last week 6 people wrote letters of appreciation to 28 volunteers.

Social Justice Committee. The Tiny House Village in Richmond is looking for volunteers. Great turnout for the LGBTQIA+ movie event (“Nimona”). Salsa party on 2/23/25 is open to everyone and will be a fundraiser for Gaza.

### **CLOSING COMMENTS**

Many appreciations to our co-presidents and to Michael Armstrong and Beth Pollard who are going off the board.

### **ADJOURNMENT**

The meeting adjourned at 9:38PM

Respectfully submitted,

Selene Fabiano, Secretary

Statement in support of our LGBTQIA+ community:

The current administration campaigned on a platform of homophobic and transphobic hate and now is implementing policies that are damaging to LGBTQIA+ people, especially transgender folx. We at UUCB stand with our LGBTQIA+ and gender diverse siblings. We welcome the important diversity that transgender folx bring and we will not stand silent in the face of attacks on their wellbeing. We celebrate our transgender members, guests and their families.”

Unitarian Universalist Church of Berkeley  
 Budget Comparison Report with Exclusions  
 Current Period: 1/1/2025 - 1/31/2025  
 Budget Period: 7/1/2024 - 6/30/2025

	Year-to-Date Actual	Year-to-Date Budget	Year-to-Date Variance	Yearly Budget	Remaining Budget
<b>Revenue</b>					
Pledge Income	463,009	405,000	58,009	498,750	35,741
Plate collections	15,781	12,833	2,947	22,000	6,219
Special Offering Collections	3,329	8,000	(4,671)	8,000	4,671
Good Neighbor collections	5,106	7,000	(1,894)	12,000	6,894
Other unpledged contributions	16,126	14,583	1,542	25,000	8,874
Member Weddings/Memorials/Celebratio	0	2,917	(2,917)	5,000	5,000
Restricted Contrib.-Released	637	0	637	0	(637)
Prior Year Pledge Payments	28,631	7,000	21,631	12,000	(16,631)
Other Program Income	415	1,400	(985)	2,000	1,585
Craft Cottage Rental	23,744	21,583	2,161	37,000	13,256
Fundraising Projects - Other	12,457	9,917	2,540	15,500	3,043
Music Events	6,092	9,500	(3,408)	15,000	8,908
Other Events	(1,399)	0	(1,399)	0	1,399
Community Use-Space Rental	75,910	84,000	(8,090)	150,000	74,090
Campus Rental-All Schools	234,460	198,391	36,070	340,098	105,638
Sales - Book Table	555	0	555	0	(555)
Sales - Other	531	0	531	0	(531)
Other Revenue	290	7,000	(6,710)	12,000	11,710
Interest Income-general	3,739	7,000	(3,261)	12,000	8,261
Income from Trusts	2,179	4,650	(2,471)	7,971	5,792
<b>Revenue</b>	<b>891,591</b>	<b>800,774</b>	<b>90,817</b>	<b>1,174,319</b>	<b>282,728</b>
<b>Expenses</b>					
Salary and Wages	383,076	334,288	(48,788)	572,742	189,666
Housing	39,900	49,000	9,100	84,000	44,100
SECA	5,279	5,282	2	9,054	3,775
Payroll Taxes	27,355	24,026	(3,329)	41,188	13,833
Employee Benefits-Health	24,555	24,299	(256)	41,655	17,100
Employee Benefits-Life/Disabil	1,786	1,386	(400)	2,376	590
Employee Benefits-Retirement	22,685	33,844	11,159	58,018	35,333
Insurance	26,425	20,708	(5,717)	35,500	9,075
Worker's Comp Insurance	5,207	3,500	(1,707)	6,000	793
Accounting Services	14,905	14,584	(321)	25,000	10,095
Board Contingencies	0	1,167	1,167	2,000	2,000
CT/ED Contingencies	300	1,167	867	2,000	1,700
Consultants/Contractors	3,425	6,708	3,283	11,500	8,075
Safe congregation/Reopening Taskforce	0	292	292	500	500
Honoraria/Classes	0	1,111	1,111	2,000	2,000
Guest Musicians/Ministers/Artists	3,295	5,250	1,955	9,000	5,705
Supplies	5,753	6,708	955	11,500	5,747
Printing and copying	53	0	(53)	0	(53)
Equipment leases	2,491	4,375	1,884	7,500	5,009
Equipment repair & maintenance	2,328	2,217	(111)	3,800	1,473
Postage	7	408	401	700	693
Phones & Computers	8,120	4,229	(3,891)	7,250	(870)
Advertising and PR	536	2,625	2,089	4,500	3,964
Communications & Web Site	155	467	312	800	645
Online Resources	1,078	583	(495)	1,000	(78)
Canvass Expenses/Stewardship Campai	164	292	127	500	336
Property Taxes	11,173	14,292	3,119	24,500	13,327
Professional development	5,987	13,854	7,867	23,750	17,763
Staff & volunteer appreciation	81	2,333	2,252	4,000	3,919
Bank Fees	2,231	1,896	(335)	3,250	1,019

Endowment-Contributions	0	1,167	1,167	2,000	2,000
Other Expense	2,198	875	(1,323)	1,500	(698)
Payroll Processing Fees	2,200	2,625	425	4,500	2,300
UJA Annual Program Dues	25,958	25,958	0	44,500	18,542
Building & grounds supplies	5,324	4,958	(366)	8,500	3,176
Building & grounds maintenance	8,714	12,833	4,120	22,000	13,287
Kitchen Supplies/Hospitality	3,644	6,854	3,211	11,750	8,106
Electricity	348	292	(56)	500	152
Gas	7,855	5,833	(2,022)	10,000	2,145
Garbage	4,570	5,833	1,263	10,000	5,430
Water	7,791	7,000	(791)	12,000	4,209
Fire Monitoring System	7,387	6,708	(679)	11,500	4,113
Other Program Committee Exps	7,199	7,336	137	12,540	5,341
Donations to Non-Profit Orgs	14,519	15,167	648	26,000	11,481
Fundraising event expense	0	875	875	1,500	1,500
Expenses	<u>696,057</u>	<u>685,205</u>	<u>(10,852)</u>	<u>1,174,373</u>	<u>478,316</u>
Excess or (Deficiency) of Revenue Over Expenses	<u>195,534</u>	<u>115,569</u>	<u>79,966</u>	<u>(54)</u>	<u>(195,588)</u>
3/4/2025 11:21pm					

March 4, 2025

To: UUCB Board of Trustees  
From: Lisa Maynard, Treasurer

RE: Treasurer's Report

Attached is the Budget vs. Actuals report for this fiscal year through 1/31/2025. As before, we appear to be doing well regarding our large revenue streams. Pledge income and unpledged contributions are exceeding projections for this time of year; our community rental revenue is a bit lower than projected, but still substantial. Our expenses overall are running slightly over the projection for this time period. The late fall/winter lull in activities may account for some of the lower-than-projected expense lines, but we may be able to keep discretionary expenditures from reaching their budgeted annual totals. Insurance costs will continue to be over-budget for the rest of the year.

Mechanics Bank balances as of 3/4/25:

Checking	\$69,682.04
Savings	\$184,859.16

# Report from the Freestone Oversight Committee

Larry Nagel  
UUCB Board of Trustees Meeting  
March 5, 2025

# The Freestone Oversight Committee (FOC)

- Beth Pollard (Co-chair and Board Rep)
- Tom Tripp (Co-chair)
- David Wemmer (Freestone Committee Rep)
- Bob Moore (Freestone Committee Rep)
- Susan Lankford (At Large rep)
- Larry Nagel (At Large rep)

The Board may choose to add more members as necessary

# Original Freestone Milestones

- December 1, 2024 - Raise at least \$250,000 for renovation
- June 1, 2025 - Secure Permits for Phase I renovation
- June 1, 2026 - Complete Phase I Renovation
- June 1, 2027 - Complete Phase II Renovation
- Insure the on-going net costs of Freestone to the congregation's operating funds does not exceed \$10,000 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.

# Board Action If Any Milestones Are Not Met

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:

- 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.
- 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.

# Prior Board Action on Freestone

At the December 2024 BOT meeting, the Board passed the following motion with one dissenting vote:

- 1) The Board list the entire Freestone properties (Lots 1&2 and Dome lot 4) for sale if the second well is unsuccessful or on April 1, 2025, whichever comes first.
- 2) If water is found, Lots 1 & 2 are sold and \$250,000 is raised by April 1, 2025, then the listing of the entire Freestone properties would not proceed on April 1, 2025;
- 3) All the subsequent milestones in the resolution would remain as written and approved.

# Recap of the February 2025 BOT Meeting

- Despite one of the driest January months on record, it was not possible to schedule drilling the second well in January 2025 due to driller availability and saturated/challenging ground conditions.
- The earliest the second well could be drilled was February 10-11, 2025, assuming that there are 7 - 10 days of dry weather before February 10-11 to allow grading of a temporary road to the well drilling site.
- The incoming atmospheric river starting on January 31 made drilling the second well before the last week of February highly problematic.

# Present Freestone Status

- Due to weather and related soil conditions and the driller's schedule, the drilling for the second well has not yet taken place.
- The drilling is now scheduled for March 10. Consequently, the prospects for accomplishing a sale of the lots by April 1 are quite slim.
- The Freestone committee requested another time extension. The Freestone Oversight committee voted 4 - 2 to leave the April 1 and subsequent milestones in place, unless changed by a congregational vote.

# FOC Recommendation

- The Freestone Oversight Committee recommends that the April 1 milestone, and other milestones, remain in place unless extended through approval by the congregation. Per the bylaws, such a congregational vote can occur either by call of the Board or by petition by 5% of church members.
- If the well drilling is not successful, or if the April 1 milestone is not met and there is no vote approving extension - which the FOC recommends can be only made by the congregation, then the Board would take steps at its April 2025 meeting to list the entire Freestone property for sale.

# Freestone Resolution Milestones

Date	Milestone	Comments/Status
4/1/25	\$250,000 or more raised	Date extended at the 12/4/2024 BOT Meeting
6/1/25	Building permits for Phase 1	By 3/1/24: FOC to adjust list of improvements contained in each phase, where warranted. No permit required for road improvements.
6/1/26	Phase 1 repairs completed & approved with secured funds	
6/1/27	Phase 2 repairs completed & approved with secured funds	
FY 25-26	Ongoing <b>net</b> costs to congregation's operating funds incl. operations & mngt, insurance, tax assessments, legal fees, permits, maintenance, repairs, and improvement do not exceed \$10k/yr for 2 yrs in a row, starting in FY 25-26, w/out express BoT approval in consultation w/ FOC	

# FY 2023-24 Freestone Contingency Loan Fund - 1

Expenditure	Amount	Approve Date	Notes
Vacation rental property manager certification County fee	\$116.00	FOC August 30, 2023	Reimburse Michael DeWitt
County recorders fee related to VRP	\$19.50	FOC August 30, 2023	Reimburse David Wemmer
Lescure Engineers	\$1,810.00	FOC August 30, 2023	Completion of mapping; driveway analysis and mapping; including road permitting and septic system

# FY 2023-24 Freestone Contingency Loan Fund - 2

Expenditure	Amount	Approve Date	Notes
Lescure Engineers	\$392.50	FOC January 10, 2024	Surveying consultations to evaluate extent of encroachment issues by neighbors at the Villa
Western Groundwater Surveyors	\$5,162.00	FOC April 17, 2024	Balance of \$7,300 cost from Freestone donations
<b>Total</b>	<b>\$7,500.00</b>		
FY 2023-24 Limit	\$7,500.00		
<b>FY 2023-24 Remaining</b>	<b>\$0</b>		

## Discussion/Questions

## Resolution No. 22-1 of the Unitarian Universalist Church of Berkeley On the Future of the Freestone Property, amended 3/26/2023

### 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 #17) 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 March 26, 2023, the Board of Trustees (BOT) is authorized and directed to:**

1. 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
2. Explore multiple alternatives for raising funds for the refurbishment and upgrades to Freestone, and
3. 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
4. Seek confirmation from Sonoma County on the allowable uses of Freestone, given the current property zoning as single family residential, and
5. 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
6. 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
7. Ensure that the structural work done on the Freestone dome is overseen by a currently California licensed professional civil or structural engineer, and
8. Ensure that repairs and improvements are performed and/or supervised by currently-licensed contractors or similar professionals, and with required permits, and
9. 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
10. 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
11. Ensure there is no-to-very-minimal net cost, including staff time, to UUCB from the Freestone enterprise, including costs for management, insurance, tax assessments, legal fees, permitting, maintenance, repairs, and improvements, unless so authorized by the annual budgeting process or congregational vote.

**Furthermore:**

12. If the total funds raised by the sale of the undeveloped parcels and/or other funds raised do not exceed \$250,000 by December 1, 2024, or
13. If building permits for "phase 1" repairs have not been obtained for any reason by June 1, 2025, or
14. 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 June 1, 2026, or
15. 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 June 1, 2027, or

16. 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,
17. 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:
  - a. 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
  - b. 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
  - c. 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
  - d. Seek governance clarity on the allowable uses of funds from the sale of the property, and
  - e. Establish a committee or task force to explore options for use of the funds, gaining input from the congregation, and
  - f. Seek the congregation's approval for authorizing use or investment of the proceeds from the sale of the property.
  - g. Recognize that the church has continually had a meeting house from 1925, first at Inverness, then at Freestone, in continuing to fund this important congregational need.
18. Explore the possibility of creating a new corporate entity for the Freestone properties and enterprise whose main purpose is to provide a liability shield to UUCB. The new corporation would still be governed and controlled by UUCB.

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