

Unitarian Universalist Church of Berkeley Board of Trustees Meeting
Wednesday, August 6, 2025
Meeting Conducted via Zoom Video Conference

Minutes –Approved

ATTENDEES

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

Absent: Kristen Jensen, Carla McCasland

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

Visitors: Michael Armstrong, Victoria Bowen, Jean Gleason, Anne Greenwood, Anita Mermel, Bob Moore, Larry Nagel, Beth Pollard, Marta Tobey, Tom Tripp

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

CONSENT AGENDA

A motion for the following (M- Pier /S-Helen Tinsley-Jones) passed unanimously:

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

MINISTER'S REPORT

Chalice Camp, headed up by Rev. Kathryn, is happening this week and approximately 20 youth are participating. Many teens have shown up to be counselors-in training and counselors. One opportunity during my summer study leave was to attend the annual conference of the Association of Unitarian Universalist Music Ministries. One exciting development is that the UUA's virtual hymnal is now live. UUCB will likely enter into a subscription to use this virtual hymnal to provide us with some new music. Peter and Kathryn are exploring opportunities regarding the playground; the Buildings and Grounds (B&G) Committee will also be looking into it. We are also having collaborative conversations with the preschool. The contract with school has some language regarding their responsibility to maintain the playground but we also

need to be mindful of the condition it was in when the school began using it. The short-term plan for the playground is use the available funds to level it and make it safe. A bigger vision for creating a more attractive playground will be part of the capital campaign. New staff: Eliza Cantwell began in June as our new Administrative Assistant; a new facilities assistant, Rainier, started two weeks ago and is working 20 hours/week. We also have a contract with a cleaning company to clean the church each week on Saturday evening. The theme for this church year is on building the common good and how building the common good brings our spiritual journeys alive.

The due date for Rev. Marcus' baby is October 23rd. He plans to work up until the baby is born but has scheduled guest ministers for the two weeks before 10/23, in case the baby comes early. He will be on parental leave through the end of November.

Questions/Concerns

Will there be any staff at UUCB on Sundays? Rev. Marcus clarified that the Facilities Assistant is not able to work on the weekends; however, there will continue to be staff presence by Rev. Kathryn, Charis, and/or Rev. Marcus.

ANNOUNCEMENTS/LISTENING

Report from Board listening presence: 2 people talked about the importance of Sunday lunches. Board appreciation group wrote to 114 people.

Congregants who wish to speak to the Board:

Bob Moore reported that a donor consortium had made an offer to purchase Freestone lots 1 & 2. The offer was sent to Beth Pollard to forward to the board. The donor consortium would like the board to consider the offer and respond. Bob will bring a physical copy of the proposal to the church along with a \$15,000 check. The board stated that they need some time to read through the proposal.

Per Michael Armstrong, the Nominating Committee will be convening in September. He asked if any board members who are ending their first term are planning to do a second term. Kay Fairwell indicated that she will not be doing a second term. The Nominating Committee will ask established church groups (e.g. music, pastoral care, etc.) for recommendations for potential new board members, in addition to reviewing the entire membership list.

DISCUSSION/ACTION ITEMS:

a. Goals for Year Ahead

Kay asked board members to think about their goals for the board this year. There will be a board retreat in the fall to discuss this. Kay and Helen Tinsley-Jones are working on the Safety Policy. Pier shared a goal of migrating the board to dedicated email addresses for board positions so that current and future board officers will have access to emails of previous individuals in the same board position, rather than that history being held in private email accounts. This would help with continuity over time. A second, related, goal is to have all board documents in one UUCB-owned Google drive. Michael DeWitt

shared a goal of increasing cross-pollination by co-hosting events with groups in Bay Area that share similar values. Helen Tinsley-Jones expressed an interest in the board's creating an orientation to board protocols, including information on how to use electronic communication tools. Another goal is to create a schedule of retreats early in the year to the board has time for visioning and goal-setting.

b. Capital Campaign Consultation

We have paid our down payment to consultant Kay Crider. Janae has compiled the many requested documents for Kay Crider. The activities/meetings with Ms. Crider will occur over the weekend of September 5-7. Rev. Marcus will speak with Kay Crider to find out the exact schedule. He doesn't anticipate any marathon meetings and thinks the board should expect to meet with the consultant on the evening of Friday 9/5.

c. Endowment Committee (EC)

In her Treasurer's report this month, Lisa Maynard addressed the need to for a functioning Endowment Committee and requested help from the board in identifying possible new members. Current Endowment Committee Chair Anita Mermel indicated that members don't need to have a background in finance but do need to have a desire to learn about the endowment funds and a willingness to put in 3-4 hours of work/month in addition to the monthly meetings. People who are already investing in retirement funds and have familiarity with required minimum distributions are great candidates. Please email Lisa any ideas for potential EC members.

The EC funds are managed by the UU Common Endowment Fund (UUCEF), not by UUCB EC members. The tasks of EC members include overseeing the investments, communicating with the UUCEF regarding distribution; creating marketing materials and offering workshops to educate and encourage church members regarding the leaving of bequests to UUCB in wills and estate plans.

d. Board-Designated Endowment

Lisa Maynard announced that Grace Ulp, who started the building maintenance endowment fund many years ago, left UUCB a **very** generous gift of \$560,000 for the Building Maintenance Endowment Fund. Please let Grace's daughters (Elaine Miller, Luana Pohlman, Kathleen Baumgardner) know how much we appreciate Grace's generosity.

The Finance Committee is recommending a withdrawal of the final portion of the \$758K (i.e \$33,000) approved in 2018 by the congregation to spend on building projects. There was some concern in the past about withdrawing this amount because there had been a practice of not allowing the value of the Board Quasi-Endowment fund to go below the total of the original donations (i.e. corpus) plus 10% of that value. However, the Finance Committee has learned that because the Board Quasi-Endowment Fund is not a true endowment fund it is not bound by the same legal requirements that apply to endowment funds. As a result, the Finance Committee believes that the money that was approved by the congregation for building projects should be used, as needed. The Finance Committee also recommends that the fund should never go below \$300,000 so that there is money available for emergencies. In June 2025, the board voted to set aside \$35K (the remaining \$33K plus a little more) for work on the playground. Since it can take some

time to get access to these funds, Lisa would like to withdraw the funds so that they are available at the time that the board has is ready to approve funding for a specific playground proposal. Lisa asked the board to consider approving the Finance Committee's Recommendation regarding the Board-Designated Endowment Fund.

Discussion:

The board should only approve spending of large amounts when they know how the money will be spent, i.e. when there is a specific project/proposal to review. It makes sense to make funds liquid so that we are in a position to give the green light when a good playground proposal is brought to the board.

Tom Tripp reminded the board that every project funded by the Board-Designated Endowment has been approved by the board prior to beginning and progress has been reported to the board and the congregation. The same process would occur if the board approved funding a playground improvement project.

Finance Committee Recommendation regarding the Board-Designated Endowment:

The Finance Committee recommends withdrawing the \$33K remaining from the congregation-approved \$758K from the Board-Designated Endowment. The Finance Committee reached consensus that avoiding spending below the “corpus” of the Board-Designated Endowment Fund is not appropriate when the church has urgent need of the funds, and our Bylaws allow for such spending. However, as a prudent measure, we do recommend retaining a reserve of at least \$300,000 for future unanticipated needs and emergencies.

Motion (M-Helen Tinsley-Jones; S- Michael DeWitt) to approve the recommendation from the Finance Committee in its entirety. **The motion passed** unanimously.

e. Safety Policy (Kay Fairwell and Helen Tinsley-Jones)

Kay and Helen are doing a deep dive in reviewing past safety policies/practices at UUCB. Helen noted that there is no mention of a Safety Policy in the church bylaws but the Governance Manual makes reference to one. There are many, many pages of different versions of safety policies. In 2017 a safety policy was adopted by the board and copyrighted. A new safety policy was drafted in 12/2023 but it was not implemented and a committee wasn't formed. A Safety Response Team (AKA Rapid Response Team) was also described in the 2023 policy and the names of possible members were listed. Helen reached out to some of these people and learned that these listed “members” weren’t aware that their names were on this document and had not had any meetings.

Helen and Kay’s recommendations: 1. Set up an immediate Safety Response Team (SRT) to create a protocol for urgent issues. This could be a Task Force of the Board; and 2. Establish a more long-term Safety Committee that would work to form a draft safety policy that could be presented to the board and congregation. Kay & Helen TJ will be reaching out for help from others.

Discussion/Questions

The Safety Policy needs to address cyber safety and privacy, and include an evacuation plan.

Tom Tripp noted that Buildings and Grounds has successfully addressed concerns outlined by the Kensington Fire Department regarding inadequate exit signs.

Larry Nagel commented on wildfire safety at UUCB, noting that UUCB became part of the Firewise community. Larry thought Phil Maynard might be UUCB's liaison with this Firewise community. Lisa Maynard will check with Phil about this. Joining a Firewise community means making a commitment to keep one's property clear of fire hazards and to try to harden the property as much as possible. UUCB has put in some screens to prevent embers from getting inside the building. Larry recommended that inclusion in the Firewise Community should be part of the safety plan.

f. Visioning

Helen Toy expressed a wish for the entire congregation to be involved in visioning and wonder if the work related to the Capital Campaign would provide opportunities for that. Rev. Marcus clarified that visioning is broader than the capital campaign and that we should include visioning as part of our thinking about priorities during the capital campaign.

g. Freestone

A proposal from a donor consortium was submitted today. The board will be reviewing it and responding during the next few weeks.

Larry Nagel provided a report for the Freestone Oversight Committee (FOC) and a review of events during the past few months. A special congregational meeting was held in April 2025 at which time the congregation voted (77 for and 74 against) to extend the date of the first milestone (i.e. raising at least \$250k by 12/31/24) to 9/30/2025. The extension was requested because the plans for a second well-drilling were delayed due to weather. Drilling of the second well was done on 5/27/25. The well was drilled to a depth of 280 feet and unfortunately came up dry. The FC began investigating the feasibility of drilling a 3rd well. As it currently stands, the Freestone Committee has until 9/30/25 to raise \$250k.

On Monday 8/4, after Larry had submitted his FOC report for the August board meeting, the FC decided not to pursue drilling a 3rd well. Today a consortium of donors submitted a conditional proposal to purchase lots 1 and 2.

Beth Pollard asked the board whether they wanted the FOC to review the proposal and come back with recommendations. The board indicated that they did want the FOC's review and recommendations. FOC will discuss the proposal at their 8/13 meeting and then file their Beacon report after that.

h. Beacon Article Ideas - September Beacon article by Michael DeWitt

The importance of endowments to the church, the recent bequest from Grace Ulp, and the need for Endowment Committee members. Michael DeWitt asked board members to email him with any other suggestions they have.

BOARD COMMITTEE MEMBER/LIAISON REPORTS

Social Justice Committee (SJC)- On 8/17 there will be the blessing of the 3 Sisters Garden and potluck. Climate Justice Committee applied for and was granted green sanctuary status by the UUA. Celebrating scholars – children of 5 members were celebrated for graduating and given \$400 each. No SJC meeting in August

HIP and LFDMC is sponsoring a 4-session book read, starting 9/7 as well as an author talk. The book is “The Beadworkers: Stories” by Beth Piatote.

Governance Manual (GM) Task Force. Pier, Lisa, and David, our Governance Manual Task Force members, have started meeting. They are reaching out to key people to gather information and get input re what language in GM is/isn’t working for them.

Annual reports are due 8/10.

CLOSING COMMENTS

Appreciation for Janae’s report and for all the work people are doing.

ADJOURNMENT

The meeting adjourned at 9:11PM

Respectfully submitted,

Selene Fabiano, Secretary