

**Unitarian Universalist Church of Berkeley Board of Trustees Meeting  
Wednesday, November 5, 2025  
Meeting Conducted via Zoom Video Conference**

**Minutes – Approved**

**ATTENDEES**

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

Ex officio members: Janae Heard (Operations Director) Selene Fabiano (Secretary), Lisa Maynard (Treasurer), Rev. Kathryn Jay

Visitors: Alan Davis, Karen Elliott, Anne Greenwood, Paul Hudson, Randall Hudson, Rev. Kathryn Jay, Don Klose, Albert Kueffner, Michelle Laasi, Bob Moore, Vern Muhr, Larry Nagel, Beth Pollard, Dick Sherman, Sheila Tarbet, Marta Tobey, Tom Tripp, David Wemmer

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

**CONSENT AGENDA**

The Treasurer's report was removed from the consent agenda so the board could discuss and vote on the recommendation.

**A motion to approve the following with the exception of the monthly Treasurer's Report (M\_Pier Sun Ho /S Michael \_) passed unanimously:**

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

**ANNOUNCEMENTS/LISTENING**

**Board or Staff Announcements:**

Beth Jerde reported that the Blessing Bags project has been restarted. Donations of toiletries and socks are requested.

**Report from Board listening presence:** Helen Toy shared there was a discussion among some congregants as to whether God should be mentioned in church services and if angels should be displayed.

**Congregants who wish to speak to the Board:** Anne Greenwood shared that Starr King President Dr. Stephanie Krusemark will participate in a discussion about the future of the Balazs Scholar program on Saturday 12/6 1-3PM.

**DISCUSSION/ACTION ITEMS:**

a. Endowment Project Oversight Committee Resolution and Vote (Tom Tripp)

Tom Tripp provided a brief description on the Resolution provided by the Endowment Project Oversight Committee (EPOC). There remains about \$33,000 from the \$758,000 withdrawn from the Board Designated Endowment Funds, as authorized by congregational votes on January 20, 2018 and October 27, 2019. Endowment Project Oversight committee recommends that this \$33,000 balance be made available for multiple project needs, to be managed by the staff and the Building and Grounds team, as part of the 5-year facilities projects. The EPOC further recommends that the committee be dissolved, as the charge to the committee will be completed.

**Motion** (M- Helen Tinsley-Jones; S- Pier Sun Ho): The \$33,000 balance will be made available for multiple project needs, to be managed by the staff and the Building and Grounds team, as part of the 5-year facilities projects. Furthermore, the Endowment Projects Oversight Committee will be dissolved as the charge to the committee has been completed. Helen TJ: S- Pier).

The motion passed unanimously. The EPOC will make a report to the congregation, most likely at the February 2026 congregational meeting. The Board expressed tremendous appreciation to the EPOC for their work.

b. Freestone Proposal Discussion

Kay shared the process: Board members would each explain the reasons for their votes on the Freestone motion. After that congregants would have the opportunity to speak and ask questions. Ground rules were presented.

Board members read their statements (included at the end of these minutes).

Congregants Comments

Concern about liability related to the Freestone property being unoccupied most of the time.

Concern that the initial board vote on Freestone on 10/22/25 was done without input from the congregation and in a closed-door session. The congregation needs to know that the vote not to accept the offer was a 5-4 vote.

Resolution 22-1 was a covenant and should only be reneged on if there are truly changed circumstances.

The congregation needs assurance that the Freestone property will have minimal impact on operating costs and capital needs, and not require more than \$10,000 per annual from the church's operating budget.

I would feel more assured if the money UUCB spends for the costs associated with the real estate transition and to oversee the resolution would be reimbursed by the Freestone Committee.

This is too rushed. More time is needed if there is going to be another vote on Freestone.

If Freestone is sold as a result of this action by the Board, that will be very upsetting to many people and will be bad for the proposed capital campaign.

Deep respect for Dwight Merrill and Bob Moore and belief their offer is above board and does not present any conflict of interest.

Concern about possible problems with insurance due to the property's being zoned for a single family home and Freestone's being called a retreat.

David Wemmer clarified that the Freestone property is not seen and is not being promoted as a professionally-run Retreat Center like Spirit Rock that runs programs for the public. The purpose of Freestone is as retreat from our urban lives to refresh ourselves and build community. It was built as a single-family residence that the church can let small groups and families use as a vacation home.

Dave Wemmer addressed concerns about the \$250,000 not being enough for Phase 1 repairs. He stated the initial estimates from September 2022 included a range of costs: \$40K-\$117K for the building repairs and \$105-\$115k for road improvements. These estimates had a 10% inflation increase built into it. Based on the California Construction Cost index, the estimate should be updated to include an additional 8% - which would still keep Phase 1 costs under \$250,000.

The property is sacred and will never be replaced if sold. The ashes of some former members are there and we need to honor our forebears.

Bob Moore addressed a concern about the inclusion of a promissory note being part of the Freestone offer, stating that the promissory notes are payable at the end of January 2026, i.e. only three months away.

Disappointed that Freestone isn't seen as a valuable resource and that there isn't more vision about its possibilities. Concern that there wasn't more discussion between the Board and the Freestone Committee to determine certain facts.

Organizational change needs to take into account an organization's history. If this matter isn't handled in a sensitive, caring, and patient way, it will lead to harm and a lot of anger and hurt.

Question about whether Freestone has a property tax exemption and if using it as a vacation home could cause problems.

Lisa Maynard clarified that UUCB pays regular property tax for Freestone, and that the only UUCB property that has a religious exemption is the Kensington campus.

**Motion** (M- Helen Tinsley-Jones; S- Helen Toy): The Board does not accept the purchase offer for the two freestone lots because we believe it is in the best interest of the church and the congregation to not pursue the repair and maintenance of Freestone, and we recommend the sale of the entire Freestone property.

Discussion:

One member expressed his belief that this motion goes against the will of the congregation and that the Board should not advocate for a position related to Freestone.

Vote: Yes: 5; No: 4 **The motion passed.**

c. Freestone Information Session Debrief and Planning

The next Information session will be on Zoom on Tuesday November 11<sup>th</sup> at 7PM. There was a discussion about the purpose of the information session. Is it to share the Board's rationale for their recommendation or is it to provide a forum for all points of view to be shared and to inform the congregation about Freestone? For people who are undecided on the issue, it will be a good time to hear the pros and cons. Many of the current voting members were present for the March 2023 resolution and are familiar with the issues; however, 81 new members have joined since 2023, so there will be people who don't have much information about the church's history with this property.

d. Finance Committee Recommendation to accept a \$20,000 Charitable Grant gift for the "building and maintenance needs" of the shared Good Earth school and facility space"

A parent of two Good Earth School students applied for a grant from the San Francisco Foundation to help with improving the UUCB playground and school building. The grant can only be given to a non-profit so the request was for the grant to be given to UUCB and UUCB received a \$20,000 check two weeks ago. The Finance Committee considers the gift to be acceptable according to the policy guidelines, because it would provide a portion of the funding to do work that UUCB was already planning to do, and that it will benefit our operations, specifically the Religious Education program. Since staff do not have the authority to accept gifts above \$10,000, the Finance Committee has requested that the Board approve the gift. Some of the funds will go to paying for a shade structure since the Good Earth licensing guidelines require that the playground have a shade structure.

Discussion

Several members noted that the San Francisco Foundation is a reputable organization that has been around for a long time.

**Motion** UUCB will accept the \$20,000 gift from the San Francisco Foundation as outlined in the November monthly Treasurer's Report(M- Pier Sun Ho; S- Beth Jerde) The motion **passed unanimously**.

e. November 16th Congregational meeting planning

David Rosales will help with the voting process. Assignment of the other roles will need to be done

f. Beacon Article Ideas - December Beacon article - Beth Jerde; Some ideas include thoughts about the holidays, season of darkness and lights

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

**Appreciations.** Carla has been the only volunteer so far. She received a request to notes of appreciation related to Freestone; she thinks she will wait until things are more settled. She will send thank you notes for people who served on the Endowment Projects Oversight Committee. She will also thank the following individuals who helped with the Haunted House: Ajit Smith-Iyer, Intern Minister Liesl Dees, and Melissa Rosales.

**Social Justice Council.** There was a good turn-out for No Kings Day. A speaker from the Othing and Belonging Institute will be speaking on their Bridging Democracy project on 11/12 at 7PM.

**Family Ministry.** Coming of age youth put together a great haunted house. RE can use more volunteers. There is a Parents Night Out this week. Food Drive – will begin taking collections the first Sunday in December.

**CLOSING COMMENTS** Kay thanked everyone for a good meeting. Reverend Kathryn provided a blessing.

### **ADJOURNMENT**

The meeting adjourned at 9:20PM.

Respectfully submitted,

Selene Fabiano, Secretary