**WUU Board Meeting Minutes (Draft)**

**November 18, 2014**

**Present:** Eva Burke, Larry Ventis, David Neiman, Donna Stanford, Wayne Moyer, Rachel Delbos, Jim Kent, Lola Warren (President), Jennifer Ryu (Ex-Officio)

**Guests:** Les Solomon (BOF), Richard Wolfe (Process Checker)

**Chalice Lighting:** Chalice Lighting was conducted by Eva Burke and she read from *How Much Do We Deserve* by Richard S. Gilbert.

**Check-In:** Board members were just asked what had been going on with them recently, and among other things, at least three members had been bewildered by reading or listening encounters with physics, and Jim was having an enjoyable high energy visit with a granddaughter.

**Approvals:** The Minutes for the October 28th Board Meeting were approved as submitted. The listed committee reports were also approved.

As a book for the Board members to read and discuss, Lola recommended *Moving On From Church Folly Lane* by Robert T. Latham. Eva moved that we do so, and Jim seconded the motion. The motion passed.

**Discussion Agenda:**

**Board and Moral Ownership**: Jennifer raisewd questions for the Board of, “To whom are we accountable?” (Possibly the congregation, WUU members, friends, the community, or the world)? Also, additional questions included, “Who are we?”; “What difference do we make?” and “For whom?” Jennifer suggested that we would do better to hear from WUU members about their experience in WUU rather than committees, whom we had been inviting into our meetings to speak with us recently regarding their activities and plans. Some Board members expressed reservations about Jennifer’s recommendation on this issue. Although it was regarded as a positive inclusion to hear from WUU members, some Board members seemed reluctant to abandon hearing from committees. We agreed to continue to discuss these issues in the future.

**BOF Request for Board Action:** Les indicated that BOF has been quite active and that changes continue to emerge as they react to circumstances and new information. Les requested that BOF would like to move the next Special Congregational Meeting from February to March, which should allow BOF to be more fully prepared to present matters for a congregational vote. He projects a total amount to be raised of approximately 2.3 million dollars (with 1.5 from pledges to the Capital Campaign and 0.8 via a new mortgage). Les also indicated that BOF wants to pursue building the Phase 1 footprint if possible. If cuts are necessary there is some consideration of keeping the shell and not completing the space.

There was some consideration of whether it would be good to have a substantial turnout from WUU at a James City County Planning Commission meeting in which the expansion might be considered. Wayne suggested that we check with Richard Krapf about this. It was suggested that Richard strongly favors LEED standards. Dave noted that the county planners have been most helpful throughout with suggestions. Jim commented that he attended a meeting (BOF?) last Friday, and communication was quite positive.

**Financial Issues:** Jim indicated that he had had some concern about potential discrepancies in dollar amounts that were being discussed by BOF, but this has been cleared up, and he feels encouraged as a result of recent conversations. This year’s budget looks good in his view. However, there is no auction thus far, and this would leave a big hole in this year’s revenue.

Regarding the mortgage, two banks have been contacted and are interested, but the Finance Committee thinks we should visit more banks in December and get quotes in January to February. Finally, we will need a congregational vote to enter into a mortgage agreement.

Jim also raised the issue of salary adjustments. How are changes to salary and health benefits to be addressed? Rachel, as a member of the Personnel Committee, indicated that it is hard to do this in a predictable way. Rachel also raised a question of whether Personnel should go first to the Board or the Finance Committee with potential changes. Jim suggested that these concerns may be clarified via conversations in the near future. Lola suggested that the Personnel and Finance Committees should work together on this issue.

Lola also indicated that she would state the need for an auction in the Newsletter.

**Policies:** Larry had drafted an **Endowment Fund Policy** statement for the Board to consider. The statement, with a suggested revision, in italics, that was raised in the meeting, is as follows:

‘WUU is to avoid spending from the Endowment Fund until we have built the fund to a sum of $1,000,000.00. However, the Board retains the option of drawing on the *investment income from the* Endowment Fund in the event of extreme or emergency circumstances. When the goal of $1,000,000.00 is reached expenditures may be made from the annual proceeds from the fund.”

This drafted statement is to be submitted to the Endowment Fund Committee for their response, and it will be further considered in a future Board meeting. There was also a question as to whether we might consider an alternative goal amount for the Endowment Fund to be “twice the annual budget”, but hopefully this will be clarified in deliberations with the Endowment Fund Committee.

**Policy and Procedures for Minutes of Board and Congregational Meetings and Documents:** Lola had drafted a policy statement on keeping Minutes which had been reviewed and edited in a recent Governance Committee meeting. This was reviewed and discussed after which Wayne moved that the policy be adopted. Dave seconded the motion, and the motion passed without dissent.

**Gift Acceptance Policy:** Wayne had drafted a Gift Acceptance Policy, which was discussed in the meeting. Jennifer suggested that the Campus Improvement Team should handle gift policy. Alternatively, Wayne suggested that the Ministry Team might handle gifting. The discussion was focused on how gifts were to be acknowledged, whether by the use of plaques, a donor wall, or a combination of the two. Resolution of the policy awaits further consideration.

**Existing Board Policies and Procedures:** From Tab 2, Lola read aloud from the statement on Board Meeting Policy. Dave asked if the Governance Committee could consider this issue and then bring it back to the Board? This is to be visited again in the future.

**Process Check:** Process Checker, Richard Wolfe, noted, in good humor, that we started a bit late (2 minutes) and expressed reservations about the fact that the section from Board Policies was read aloud, suggesting that Board members should have perhaps read the relevant material already. Also, the use of the term “dismissal” of guests was clearly something of an irritant and not particularly favorably received. He also offered the suggested possibility that the Board spent more than necessary time on the discussion of the appropriateness of the use of “plaques” to acknowledge gifts to the Capital Campaign.

**Adjournment:** Lola adjourned the meeting at 9:06 PM.

**Minutes submitted by Larry Ventis, Secretary to the WUU Board.**