

MINUTES

Board of Trustees: March 17, 2021, Virtual Meeting First Unitarian Church of Pittsburgh

Board Members Attending: Scott Smith, President (2021); Julie Downs (2022); Lynne Porterfield (2021); Eleanor Mayfield, Secretary (2021); Sam Hens-Greco (2022); Lee Carnes (2022); Heather Masterson, Vice President (2023); Kate Snow (2023); Kyle Gracey, Treasurer (2023)

Board Members Absent: None.

Ex Officio Members: Rev. Constance Grant, Interim Minister

Others: Kurt Summersgill, Recording Secretary

Visitors: Gordon Hargreaves, Nick Izzo

1. **Call to Order (7:02) (Scott)** Scott called the meeting to order.
2. **Opening Words (Julie).** “Suspended Between,” by Linda Barnes.
3. **Welcoming guests (Scott)** Scott welcomed Gordon Hargreaves to the meeting. A second guest, Nick Izzo, joined the meeting while it was in progress.
4. **Announcements (Scott)**

- a) Some reminders from the Board of Trustees Governance Process document, read by Heather Masterson: Code of conduct, Section 3.3, Governing Purpose, and Section 3.2, The Board’s Covenant Mission.

Scott said that he wanted to address three issues related to Board member conduct.

1. Speaking with one voice, which means that after a vote is taken all Board members support that decision, no matter how they voted. Failure to speak with one voice erodes the trust the congregation has placed in the Board in regard to decision making.
2. Respect for the opinion and judgment of other Board members is vital. Communicating with the congregation directly before a vote with the intent to influence that vote is disrespectful of other Board members and their ability to make informed and well-intentioned decisions. In circumstances where a Trustee feels that a majority of the Board is headed toward making a mistake that would grossly harm the church, then they must do everything they can to protect the church, including reaching out to the congregation. However, this should be a last resort only.
3. Respect for the work of Board committees. Everyone is a volunteer on both the Board and Board committees. We should celebrate that and avoid criticizing or questioning their integrity of Board or committee members. We should take every opportunity to thank them for their commitment and hard work.

- b) Next regularly scheduled Board meeting: April 21, 2021, 7:00 p.m.

5. **Consent agenda (Scott) (handouts)**

- a. Approval of February 17, 2021, Board meeting minutes. Moved by Scott, seconded by Kyle. Approved as corrected.

- b. Minutes of March Finance Committee meeting.

6. Minister's Quarterly report (Connie) (handout)

- a. Racial Justice Task Force. They have many plans and ideas, including movie nights and classes, such as one on the proposed 8th Principle. New member Sonia Wellington has agreed to convene the task force and has professional experience as an event planner. About 12 people want to be on the task force and are enthusiastic and interested in involving members of the congregation in activities and in being a clearinghouse for bringing relevant outside activities to the congregation.
- b. The Membership Team is working to provide a pathway for welcoming new members.
- c. Safe Reopening Task Force: The following people have agreed to serve, in addition to the Minister (interim or settled) and the Director of Lifespan Religious Education as ex-officio members: Peggy Parsons (public health), Shelley Ross (familiarity with activities of the church), and Kirk Striebich (general safety). They will make recommendations on how and when to reopen the church building. The building is currently closed through the second week of June (the end of the current church year). Opening for events such as weddings can be considered separately.
- d. Special Congregational Meeting on proposed covenant. (Handout). Following the sense of the Q&A session last Sunday: Motion by Eleanor: Motion that (a) the proposed congregational covenant be withdrawn and (b) the Special Congregational Meeting scheduled for Sunday, March 21, to vote on adopting the covenant be canceled. Seconded by Heather. Motion carried 5-4. Scott will contact Claus (to not set up voting), and put a notice in the weekly church e-mail. A direct email will be sent to members who received the initial meeting notice.

7. Updates from Nominating Committee (Heather)

- a. Annual Budget Drive Committee. They have recruited four people (Al Schwartz, Lynne Porterfield, Eleanor Mayfield, and Madeline Darnell), with one request still pending. Maria Lauro will continue to serve, as will Heather (Board liaison) and Kyle (Treasurer). The Nominating Committee asked that the Board instruct the Annual Budget Drive committee to develop (or revise as necessary) their charter, describing the responsibilities of committee members, which would help the Nominating Committee in recruiting new members, and also to establish rotating term limits. The Board will need to approve the Budget Drive Committee nominees at its April meeting.
- b. Endowment Committees. The following members have agreed to serve:
 - Music: Cory Layman
 - Social Justice: Delia Parks
 - Ministry for Children and Youth: TBD
 - Campus Ministry: On hiatus. Recruitment of new members will be paused until the committee is active again.
- c. Nominees to serve on the Nominating Committee are to be determined. Two people have expressed interest.
- d. 2021–2022 Board of Trustees: Three people have agreed to serve: Rob Schwartz, Bob Mitchell, and Amy DeChicchis.

e. The Board will approve all of the nominees at the April Board meeting..

8. Extension of church building closure until September (Connie, Scott)

- a. Discussion and vote. Reopening safely in an intentional and organized way is more critical than opening as soon as possible. It's important to wait until everybody or almost everybody can safely come into the building, instead of having a phased re-opening. .
- b. Kyle moved to empower the Safe Reopening Task Force to prepare a recommendation to the Board with what reopening might look like, with potential timelines, procedures, and protocols for each activity, e.g., Sunday services and event rentals, to occur. They are to make a progress report at the April Board meeting. Seconded by Lynne. Motion carried unanimously.

9. Proposed Bylaws amendment re: voting procedures at congregational meetings

(Eleanor) Motion by Eleanor: Amend Article IV, Section 6, of the Bylaws to read: "At the discretion of the Board of Trustees, as announced in advance of any Congregational Meeting, Members may vote by secure online ballot, absentee ballot, or proxy. Voting procedures will be explained in the meeting notice. A Member may hold up to two (2) proxies at a given Congregational Meeting." Seconded by Kyle. Motion carried unanimously.

This change must be approved by the congregation at the Annual Congregational Meeting in May.

10. Building and Grounds update (8:10) (Sam)

- a. Update on Ellsworth Avenue Corridor bike lanes proposal. There was a meeting last Thursday. Another community meeting will be held via Zoom on April 21. Several church members plan to attend, as the availability of parking on Ellsworth is a really important issue for us.
- b. A meeting of the Building and Grounds Committee is scheduled for Monday. HVAC will be on the agenda, as well as the deterioration of the retaining wall between the church property and the neighboring property. The leak in the Garden Lobby roof has been repaired again, and a further repair of the ceiling is being scheduled.

11. Annual withdrawal from the Endowment Fund (Kyle) (handout)

Total endowment withdrawal: \$36,880.52 (3.5% of the rolling average endowment balance for last 3 years). Motion by Kyle to direct \$26,343.23 to the general fund; \$650 to the music major repair reserve fund; \$2,100 to the office new equipment reserve fund; \$220 to the landscaping reserve fund; \$6,000 to the extraordinary building repair and maintenance fund; and \$1,567.29 to the small capital projects unappropriated fund. Seconded by Julie. Motion carried unanimously.

12. PPP loan forgiveness (Kyle) (8:17) (handouts)

Motion by Kyle to apply for loan forgiveness. Seconded by Eleanor. With Kyle's agreement, Scott proposed the following amendment: "The First Unitarian Church of Pittsburgh will pay back in full the Federal Paycheck Protection (PPP) loan it received in 2020, using funds reserved for that purpose. This amount will include both the principle (\$71,200) and any interest accrued on the loan to date." Seconded by Sam. A lengthy discussion ensued. Vote on the amendment: 7 in favor, 1 against, 1 abstention. Amendment carried. Because the

amendment was proposed with the agreement of the mover of the original motion, its approval superseded a vote on the original motion. The loan will be repaid.

13. Appreciations and Aspirations. (All) (8:58)

14. Adjourn (9:17) (Scott)

Respectfully submitted,
Kurt Summersgill, Recording Secretary
Approved by the Board: April 21, 2021
Eleanor Mayfield, Secretary
