



**Foothills Board of Trustees Meeting
Approved Monthly Meeting Minutes
6:00pm 02/2020**

Board Members in Attendance: Sara Steen, Sue Sullivan, Brendan Mahoney, Glenn Pearson, Cheryl Hazlitt, Debbie Gentry and Reverend Gretchen Haley (ex-officio member)

Others in Attendance: Jeffrey Mizell, Director of Business and Development Operations at Foothills UU was also present and arrived at 6:30pm and left at approximately 8:30pm.

The Building Expansion Team consisting of Jerry Hanley, Karen Johnese, Peg MacMorris, Chris Bettlach and Margaret Cottam along with architect, Peter Ewers, Ewers Architecture, arrived at approximately 7:00pm and left at approximately 8:30pm.

Meeting convened at 6:00pm with a chalice lighting and check-in.

Consent Agenda:

Sara requested the January 20th Board Meeting minutes be pulled from the Consent Agenda. **Brendan moved to approve the remaining consent agenda consisting of the Finance, Nominating, Personnel and Governance Committee reports, the Endowment and Senior Minister Evaluation Task Force reports and the February 4, 2020 special meeting minutes. Motion passed.**

Sara noted a small section of the January 20, 2020 Board Meeting minutes needed to be removed as it had no bearing on the remainder of the report. **Brendan moved to approve the January 20th, 2020 Board Meeting minutes as amended. Motion passed.**

Action Items:

Senior Minister's Report

Gretchen noted she had seen a preview of the 2019 financials and the preliminary data looked positive. She also noted the annual General Assembly meeting of the UUA would begin June 24, 2020 in Providence, Rhode Island and invited members of the board to attend. **Cheryl moved to approve the Senior Minister's Report. Motion passed.**

Financing Package Options from the Building Finance Team

Gretchen reviewed the financing package options submitted by the Building Finance Team. She noted her process for reviewing this information included considering how much debt the church could accommodate along with what had been raised from the Capital Campaign. In view of this she recommend the church secure a C-PACE loan of \$1.29 million as well as a UUA loan of \$450,000 and member-notes of \$450,000. She also recommended a line of credit of approximately \$1.7 million that would be used as needed while awaiting full capital campaign pledge commitments. When added to the overall Capital Campaign pledges of \$6.1 million, this would provide a total financial package of \$8.1 million. She reiterated that the C-PACE loan was given to new construction and renovation projects that align with certain standards of sustainability. The member-notes would need to be large enough (greater than \$25,000) so that management of the loans would not be cumbersome. A loan from the UUA would have higher interest rates so member-notes would be preferable. The line of credit needed to offset cash flow could be decreased with increased pledge commitments or pledge commitments that were paid earlier than expected. Assumptions in this model included increased giving due to new members and increased rentals due to a larger space available for outside rentals. For further information, please refer to the slide presentation located in the Google Drive entitled, "2-16-2020 Congregational Conversation About Building".

Building Phase 1 Plan

Representatives from the building expansion team consisting of Jerry Hanley, Karen Johnese, Peg MacMorris, Chris Bettlach and Margaret Cottam. The architect for the project, Peter Ewers of Ewers Architecture, was also present. Jerry presented their recommendations for Phase 1 of construction that would include a new 400 seat sanctuary; A/V system; new chairs, a finished chapel level (classrooms, 100 seat chapel, storage, apartment, play/open area), modification to an existing east social hall door to become the main church entrance; light remodeling of the existing foyer which would become an open office space; new sanctuary connections to the current social hall and RE building; additional restrooms; required changes to sidewalks along

Yorktown Drive and Avenue; a new social court connected to the memorial garden; new overhead doors that open to the social court from the existing sanctuary; a new stair and ramp from the west parking lot as well as the lower level entrance; and making the building solar panel ready. In order to work within budgetary limits, if needed, Mr. Ewers suggested the construction team, architect and church leadership consider collaborating together to implement value engineering (an explicit set of procedures which are designed to seek out the best value at the lowest cost) as a strategy to lower the cost of the project. During and after the Building Expansion team's presentation, the board reviewed the team's recommendation of a Phase 1 of construction for consistency with the initial design plan. Rev. Gretchen and Sara asked Peter Ewers for a timeline of the final design plan process, to report out to the congregation at the 3/1 meeting. A discussion was also held of the cost of incorporating the design of the lower level of the sanctuary into that final design package and deciding whether we should ask the congregation on 3/1 to authorize this expenditure. The Board and Rev. Gretchen discussed authorizing the final design phase expenditure noting the church did not have a funding source identified for the approximately \$440,000 it would cost to finish the lower level of the new sanctuary.

Setting Voting Agenda for 3/1 Congregational Meeting

Discussion was held on the motions to be put before the congregation at the March 1st congregational meeting at this juncture in the building expansion process. They are as follows:

Motion 1

Sue moved to recommend to the congregation that they authorize Ewers Architecture proceed with design development that includes the sanctuary and all attaching elements, the chapel level to include build out of chapel and classroom, patio, state-of-the-art AV, solar panels (or clear plan to fund and put on solar panels after construction is completed), while preserving the integrity of the master plan design as presented at the Board meeting on 2/20/2020 for a total project cost of \$8.2million. **Motion passed.**

Motion 2

Cheryl moved to recommend to the congregation to authorize the Board to acquire the following financing: up to a \$1.29million C-Pace loan, up to \$900k of either member notes and or a UUA loan of up to \$900k and a line of credit of up to \$1.7million in service of a total building project cost of 8.2m. **Motion passed.**

Discussion Items

Recruiting members for a Bylaws Task

Due to time constraints, it was decided to postpone discussing this item until the March Board meeting.

Personnel update (Executive session)

At 9:48, an Executive Session of the Board began. At 10:04, the Executive Session of the Board ended.

Brendan moved to adjourn the meeting at 10:04. Meeting adjourned.

Minutes written and presented by

Debbie Gentry

Board Secretary