



Foothills Board of Trustees
Approved Regular Meeting Minutes
9-16-2021

Board Members Present: Sue Sullivan, Doug Powell, Andrea Delorey, Richie Nelsen, Walter Nash, Linda Kothera, Mary Klecan, and Rev. Gretchen Haley (ex-officio board member)

Online meeting commenced at 6:20 PM

Motion to pass consent agenda presented by Mary, seconded by Doug and passed by board.

1. Minutes of the August 19, 2021 regular board meeting
2. Minutes of the asynchronous special board meeting concluding Sept. 7, 2021
3. Designation of board officers as required by state law (Andrea Delorey as secretary, Walter Nash as treasurer)

Regular Agenda:

Discussion/decision on using endowment fund earnings to bolster Foothills' reserve funds.

- Gretchen discussed high level overview of topic.
- Walter mentioned support for the 2 month buffer proposed.
- Doug asked if the board policy could be set to a parameter such as a "month of expenses."
- Richie was curious if there was a written mission or goal for the endowment.
 - Gretchen found this: "The purpose of the Fund is to enhance the mission of the Church apart from the Church's general operating funds. Unrestricted Funds, valued as of June 30, may be distributed by the Committee for any use that furthers the mission of the Church, including but not limited to:
 1. Capital improvements and renovations (which will be a priority area for grant-making by the Committee).
 2. Education, youth, worship, and music at the Church.
 3. Unitarian camps, conferences, and schools."
- Andrea, Linda, and Mary expressed support for the recommendation.
- **Andrea motioned** to affirm the use of \$100,000 in accrued endowment fund earnings to bolster the cash reserve funds, to allow us to come into compliance with a new board policy requiring a reserve fund balance equal to two months expenses. per the recommendation of the ministry finance team and the church's outside auditor. Motion passed.
- The board discussed the need to rework policies related to cash reserve oversight.

- o 3.4.2 Further, the Senior Minister shall maintain accounting that ensures operating reserves that are at least 10 percent of the annual operating budget.
- o The board cocreated changes to the policy.
- o **Doug motioned** to change policy 3.4.2 to say "Further, the senior minister shall maintain accounting that ensures operating reserves that are at least equivalent to two months of annualized monthly expenses." Motion passed.

Ministry Report

- Gretchen gave an overview of her report
 - o Discussed need to put some processes and workflows around board generated materials that fit within 3.4.12 Information Retention and Distribution
 - Sue will add to October meeting
 - o Discussed need for securing the building construction loan.
 - Gretchen said it's not needed until about a year from now based on existing funds.

Bylaws Revision Work

- Discussed article 9
- Threshold for dismissal
 - o Gretchen mentioned for added clarity, a vote is very unlikely as it would be more of a negotiated resignation to save the ministry from harm.
 - o Doug asked if this policy is necessary at all.
 - o The board agreed to leave the policy as is but recommended we ask the policy committee to raise the threshold for quorum to 50%
- Multiple references to assistant ministers
 - o Gretchen gave the background for the article.
 - o Richie asked if there was a need to monitor.
 - Board did not see it as a necessity.
 - o Board agreed to recommend to the committee that specific references to assistant ministers be removed from the bylaws and relegated to board policy instead, as recommended by the UUA.

Meeting Adjourn 8:05 PM

Minutes written and submitted by Richie Nelsen