

Foothills Unitarian Church Annual Congregational Meeting
Sunday, June 4, 2017
Minutes
Affirmed by the Board

1. Board of Trustees President Erin Hottenstein called the meeting to order at 11:38am.
2. Chalice Lighting
Senior Minister Gretchen Haley and Assistant Minister Sean Neil-Barron lit the chalice.
3. In Celebration and Remembrance
Revs. Gretchen and Sean conducted a celebration and remembrance for those members of our congregation who died in the past year and, adding to this Foothills' tradition, celebrated those who were born this year.
4. Quorum Announcement
Board President Erin Hottenstein announced that there was a quorum of members present at the meeting. She went on to explain the usage of the red cards to be used by members for 'show of hands' votes, and the purpose of the 'Pro' and 'Con' microphones at the front of the sanctuary.
5. Approval of Standing Rules
Ed Beers moved to approve the Proposed Standing Rules included in the Annual Congregational Meeting packet. No second was required because the motion came from a Board committee. A vote was taken by a show of red voting cards and the motion carried.
6. Approval of previous congregational meeting minutes
Jennifer Powell moved to approve minutes of all congregational meetings held in the past year: the Annual Meeting on June 5, 2016; a special meeting on Mission Statement on October 16, 2016; and the special meeting on Ordination on January 29, 2017. These minutes were included in the complete packet sent to members before the Annual Meeting. No second was required; the motion carried by a voice vote.
7. Senior Minister's Report
The Reverend Gretchen Haley summarized her report that was included in the complete packet sent to members before the meeting. She spoke of the highs and lows of her first year of senior ministry: her installation ceremony in October 2016; the unexpected outcome of the U.S. Presidential election in November; the terrible news she received in January 2017 which led to the dismissal of Foothills' Music Director. She acknowledged that there is still grief, but that we can move forward. She realized that “we can do the right thing, even if it seems impossible, and we'll be okay.”

Rev. Gretchen expressed gratitude to, among others, church members Bob Molison for his assistance with the choir, Rebecca Parish for her organizing of the Food Bank @ Foothills Mobile Pantry, and Rich Roberts for making our signs along Drake Road a reality. In conclusion, Rev. Gretchen proudly shared that Foothills is the 2017 recipient of the UUA Bennett Award for Congregational Action on Human Justice and Social Action.

8. President's Report

Board of Trustees President Erin Hottenstein spoke of the fullness of our church's 119-year history in Fort Collins. She discussed the priorities undertaken by the 2016-17 Board of Trustees: finish creating new mission statement, and examine our governance, physical space and leadership development strategies, as described more fully in the Annual Meeting Packet. Erin expressed gratitude to the church staff and to her fellow Board of Trustees members. Outgoing Board members were recognized and presented with UU mugs: Jennifer Hawk Powell (Past President), Gale Whitman (Member at Large), Brian Woodruff (Member at Large), and Michelle Venus (Secretary).

9. Treasurer's Report

Board of Trustees Treasurer Scott Denning gave an overview of Foothills' financial status, which he described as 'excellent.' He reiterated that the majority of the church's income is pledges and donations from members and friends; most expenses go to paying church staff salaries. There are currently seven full-time-equivalent staff members, and the hope is to hire a part-time Membership Coordinator in the coming year. Due to a successful stewardship campaign this spring, the church has a budget of about \$840,000 for 2017-18. As in the past, Scott again urged members and friends to pay their pledges on a monthly basis to help even out the lean months of the year.

10. Approval of 2017-2018 Operating Budget

Scott Denning moved to accept the budget presented by the Finance Committee. He answered questions from the congregation, including: "Do we have an operating reserve?" (Yes; we have \$50k = about 7% of our annual budget. Our policies specify 10% = approximately \$80k.) "Last year we increased the Music Director position to $\frac{3}{4}$ time. Is that still the case?" (Yes.) "Does the Music Director have discretionary funds?" (Yes; professional expenses and the Russ Crowder Music Scholarship.) The motion to accept the budget passed with a unanimous 'yea' voice vote.

11. Governance Task Force Report

Jody Anderson gave an informative and thorough report of the Governance Task Force's work over the past year and beyond. She summarized the six changes to governance that the GTF is proposing:

- a. Role of the Board: discern mission
- b. Board Size: shrink from current 11 members to 7
- c. Delegate Operations: senior minister will manage as head of staff
- d. Policy Based Guidance: written policies to guide senior minister and staff
- e. Committee Structure: three appointed committees (Finance, Personnel, Governance) and one elected committee (Nominating)
- f. Nominating Committee will shrink to 3 members; new Leadership Development team will be formed as a ministry team.

12. Approval of Motions on Governance and Bylaws changes

- a. Jody Anderson made the following motion: "On behalf of the Governance Task Force, I move the congregation affirms the proposed governance system, and empowers the Board to undertake a trial year operating in the proposed structure." No second was required because the

motion came from a Board committee. Sue Ferguson spoke in favor of the motion. Evelyn Van Maren made a request for communication with the congregation. Bruce Wagner spoke in favor of the motion. Sally Hamilton asked what the standards would be to measure success of the trial year. Jody replied that the GTF has begun drafting a document that will help answer the question, "If it's working well, how will it evidence itself?" In addition, there is the assessment tool: reports in January 2018 and May 2018. Shanna Henk asked about the division of responsibilities between the Board and staff; would there would be a threshold above which the Board would need to be involved? Jody replied that in the Board policy book – in draft form –there is a level of guidance. There will be a dollar amount limitation. Upon vote, the motion carried.

b. Jody Anderson then made the following motion: "On behalf of the Governance Task Force, I move to amend the Bylaws with substitute language, as distributed, for Sections of Article V, on Officers and the Board of Trustees." (Details on pages 12-15 of Annual Meeting packet.) No second was required because the motion came from a Board committee. Jenn Powell spoke in favor of the motion. David Vancil questioned the rationale behind appointing the Treasurer instead of electing that position. Jody replied that the Treasurer role would be different from its role in the past, which was managing day-to-day operations. Also, during the nominating process, the Board will ask if the correct knowledge base is represented in the slate of nominees. April Undy added that this arrangement allows the Board to be more agile for adjustments due to members' personal circumstances. Scott Denning and Judy Gates spoke in favor of the motion. Motion carried unanimously.

c. Jody Anderson made the following motion: "On behalf of the Governance Task Force, I move to amend the Bylaws with substitute language, as distributed, for Sections of Article VII, on Committees." (Details on pages 16-17 of Annual Meeting packet.) No second was required because the motion came from a Board committee. Peggy Perry asked whether a three-member Nominating Committee could represent the congregation's diversity. Jody replied that the NomCom will be charged with reaching out to the congregation more, and not rely on the personal connections of its members. Evelyn Van Maren asked how cliques could be avoided with Nominating being a Board committee. Jody replied that the NomCom will identify the best way to do the job; the current needs would be announced, and openings would be publicized, like job postings. David Vancil then moved to amend the motion as follows: "I move to strike out the word 'four' preceding 'Board Committees' in Section 2.A and insert 'three.'" He felt that the Nominating Committee should be independent from the Board. The motion was seconded by Rosemary Bergstrom. Cheryl Hazlitt spoke in opposition of the motion to amend, citing the dedicated work that had been done by the GTF. Steve Undy asserted that there would be no material effect between a 6- or 7-person committee compared to a 3-person one. Karen Harder explained that everything the Board does is fluid; during the experimental year, 'tweaking' can be done as needed. Upon voting, the motion to amend failed to pass. Jamie Holliday asked whether the GTF would share documentation of their process. Jody replied that this will be covered by the assessment reports. The original motion was then voted upon and it carried.

d. Jody Anderson made the following motion: "On behalf of the Governance Task Force, I move to amend the Bylaws with substitute language, as distributed, for Sections of Article VIII, on Nominations and Elections." (Details on page 18 of Annual Meeting packet.) No second was required because the motion came from a Board committee. Tim Pearson spoke in favor of the

motion. Motion carried.

e. Jody Anderson then stated, “I move adoption of this concurrent resolution. It is resolved that in the 2018 annual meeting, the members of Foothills Unitarian Church will have the opportunity to rescind, revise or approve the Bylaws amendments adopted in the 2017 annual meeting. Further the Board of Trustees will issue an interim report by January 15, 2018 and a final report by May 15, 2018 on the efficacy of the Bylaws changes.” No second was required because the motion came from a Board committee. Karen Harder spoke in favor of the motion. The motion carried.

13. Election of Slate of Nominees

Steve Undy, chair of the Nominating Committee, presented the slate of nominees for election. Details on the election sequence to transition to a 7-member Board are on page 28 of the Governance Proposal sent out to church members prior to the Annual Meeting. The Board of Directors nominees were as follows: Erin Hottenstein for a second, one-year term as President (instead of Past President), Ed Beers for President Elect (to be followed by a two-year term as President), and Scott Denning for a one-year extension of his term. Since the Board will shrink to 7 members, only one Member At Large needs to be elected this year, and the nominee for that position was Sara (Manvel) Steen. Continuing members of the Board are Sara Edwards, April Undy and Karen Johnese. The only other position needing to be elected is a member of the Endowment Committee, and that nominee was Jenny Miller. There were no additional nominations from the floor. Steve Undy moved to accept the slate as presented. No second was required because the motion came from a Board committee. The motion carried.

14. Closing Remarks

Erin Hottenstein, re-elected as President for 2017-18, remarked that now church leadership can experience the benefits of continuity and efficiency in the coming year. She expressed deep thanks to the Governance Task Force members for all their work, and to the members of the congregation for attending meetings leading up to today's Annual Meeting. Erin adjourned the meeting at 1:35pm.

Minutes submitted by Gale Whitman