

## VUU BOARD MEETING MINUTES

Thursday, November 18, 2021 4:30 PM – Zoom Online Meeting

Board Members Present: Mary Wolf-Francis, Pam Swan, Tom Briggs, Debi Grande, Kevin Guhman, Dan Sepakie

Absent: Maria Dixon, Rev. Dr. Fred Wooden (ex officio)

Congregational Member Listening In: Mike Anderson

TIME	ITEM	LEADER	PURPOSE
4:45	Approve agenda	Mary	Approved by acclamation 5-0.
4:46	Mindful Opening	Debi	Lit chalice and opening words.
4:50	Who to thank?	Tom	Jim Horton – Financial reports and Facilities Committee. Maria Dixon – Board Service. Diane Hansen and Joan Carver – Developing money counting procedures and performing this service while VUU was without an Office Administrator.
4:55	Consent Agenda: <ul style="list-style-type: none"> <li>• Prior Meeting Minutes</li> <li>• Prior Month Finance Report Approval</li> <li>• Minister's Report</li> <li>• Ministerial Contract Amendment (via email)</li> </ul>	Mary	Awaiting Financial Report (received 11/19/2021). Reports approval moved by Kevin and 2 <sup>nd</sup> by Pam. Approved 5-0. Ministerial Contact Amendment moved Kevin and 2 <sup>nd</sup> by Debi. Approved 6-0 by Email votes: <b>We agree to improve the bereavement clause in the proposed ministerial agreement to match the UUA standard contract (10 days paid leave for the loss of a close family member and 5 days paid leave for extended family).</b>
	Finance Committee Update	Jim H.	Received 11/19/2021. Current income vs expenses looks good but we need to increase pledges to maintain sound finances in future years.
	MSC Update	Janice M.	Update on Ministerial Search Committee not received during this meeting.
5:00	Appointment of a New Board Member	Mary	Maria Dixon has resigned from the Board. A number of possible replacements, from VUU members who have shown leadership capabilities on committees, etc, were discussed. Tom will communicate a list of our top 4 candidates to the Leadership Development Committee for their review and input. The goal is to have a ranked list of candidates ready by Thanksgiving so that Mary can start contacts..
5:20	Board Retreat	Mary	We agreed to set up a Board Retreat, in person, in the VUU Sanctuary on Jan 8, 22 or 29, 2022. Social distancing protocols will

			be used and masks will be worn. We will look into using personal microphones so that “mask muffle” will not be a problem. Tom will investigate availability of the Sanctuary on these dates and confirm date/time.
5:35	Board Goals Review	Mary	A brief review of Board Goals was done. A more in depth review will be done during the Retreat.
5:40	Audit Update	Mary	Mary recommended that an internal financial audit be performed, prior to doing a 3 <sup>rd</sup> party forensic audit. This is to avoid the significant impact this would have on the current VUU budget. Dan moved and Kevin 2 <sup>nd</sup> a motion <b>“Rescind the previous Board approval of a 3<sup>rd</sup> party forensic audit and replace it with an internal audit performed by the Finance Committee.”</b> Passed 6-0.
5:50	Action Items/wrap up	Secretary	Confirm follow up actions from minutes
5:52	Adjourn	All	Debi moved, Pam 2 <sup>nd</sup> . Approved 6-0.
	<b>Calendar Items - Coming Up:</b>		
	Next meeting: December 16th - virtual		

Action items:

1. Tom to Email a list of the top four candidates for appointment to the Board to the Leadership Development Committee to get their input. Our goal is to have a prioritized list of candidates to review with the Board by Thanksgiving. After approval by the Board, Mary will then proceed to contact the candidates to see who is interested in serving on the Board.
2. Tom will check the availability of the Sanctuary for a Board Retreat on January 8 or 22 or 29, 2022 and will then coordinate the scheduling of the Retreat.
3. Dan will complete his technology vision statement by our next Board meeting.
4. Mary will remove Maria Dixon as a check signer and replace her with Rev. Fred Wooden. This will probably require re-doing the check signer paperwork with the Bank.
5. Mary will notify J. Horton, and other attendees, of the change of the December Board meeting to Dec. 16.

The Board may enter Executive Session whenever a confidential topic is discussed