

**Massachusetts Bay District of Unitarian Universalist Congregations
Board of Directors Meeting**

Agenda: June 4, 2011

Note: Dates in parenthesis refer to past meetings. Items preceded by such a date were generated at that time.

8:00: Coffee and Gathering

8:30: Opening Reading / Chalice Lighting / Check-in

8:50: Consent Agenda:

- Approval of Minutes of 2/5/11, 2/20/11, 4/16/11
- Monitoring Reports * (Q2 Financial Conditions & Activities moved to business for vote: See Items in Brief, below)
- Financial condition and activities
- Financial planning and budgeting
- DE Report

8:55: Discussion and Vote on Policy Matters

- Q2 Financial Condition and Activities Monitoring Report: 1.7.1*
- In Executive Limitations Policy: possible redundancy of policies 1.6.2 and 1.7.2, (2/5/11)
- board needs to determine process for approving revised final FY12 operating budget at beginning of August

9:05: UUA Trustee Report: Paul Rickter

9:20: "State of the District:" Sue

- Regional Lead Position
- APF in MBD: Forming an APF team recruited by Sue and involving them in the board's linkage efforts. (2/5/11, 11/13/10)

9:50: Break

10:00: Regional Trends in Governance and Co-Employment Continued

- A Discussion with Terasa Cooley on the co-employment matter.
- 11:00: Ongoing Communications with CBD
 - JOA
 - Steering Committee
 - CBD current status
 - September Retreat with CBD
- ReLaTe

11:30: Linkage with Our Congregations: Board Discussion of AM 2011 Conversations.

- Discernment of trends and next steps

12:00 Working through Lunch

12:30: Other Items from Previous Minutes (To be dealt with as time allows):

- Aligning by-laws with Policy Governance. By-law committee suggested, (2/5/11)
- Inviting Nomination Committee to future board meeting to discuss its mission and its process of seeking nominations. Possibly to incorporate leadership development into its work, (2/5/11)
- Pat proposes a board group make a Board Compliance Report, annually. Do it before our next meeting and certainly before the board membership changes. John could use Survey Monkey as a means for current board members to use to monitor board compliance around policies. (11/13/10)

Other Business:

1:30 (ish): Adjourn

Agenda Items in Brief:

Consent Agenda: This meeting, we have three sets of Minutes to approve. All are also available for view on the website. Sue will also be submitting her usual reports. Any questions should be directed to Sue prior to the meeting.

“A consent agenda is a bundle of items that is voted on, without discussion, as a package. It differentiates between routine matters not needing explanation and more complex issues needing examination. The main purpose of a consent agenda is to liberate board meetings from administrative details, repetitious discussions, and misdirected attention. The main benefit is better governance. Consent agendas allow the board to regularly dig deeper on strategic issues rather than take a superficial pass on a lot of issues”.

Discussion and Vote on Policy Matters: These two items appear to be onerous to tackle, but I think we can dispatch them fairly quickly.

***1.7.1 Fail to appoint a Financial Advisory Team to monitor the finances of the District and advise the District Executive about financial matters on a regular basis.**

Interpretation: *I interpret this to mean that I must appoint a Financial Advisory Team, that I should convene this team at least twice a year, that I should provide to them reasonable information with which to make informed judgments about MBD's financial performance, and that I should consider their opinions in forming and reporting my assessment about MBD's financial conditions.*

Data: *I have not convened the FACT team during the period reported.*

Monitoring: *I report non-compliance.*

Explanation: *I request that the Board reconsider this policy or that the Board consider convening a Financial Advisory Team of its own to advise the Board on its role in financial oversight. I believe that the Executive's submission of regular monitoring and financial reports prior to each Board meeting provides the Board with reasonable tools for appropriate financial oversight and accountability. The District's financial management is not particularly complex, and our system already includes two reviewers of all financial documents (the DE and the District Administrator/Bookkeeper). The benefits to the Executive of convening and meeting with a Financial Advisory Team do not in my judgment justify the time involved. However, if the Board feels that it needs assistance monitoring the Executive's financial management or reporting, I recommend that the Board convene appropriate*

outside expertise, including perhaps the MBD Treasurer.

The Board holds fiduciary responsibility for the monies and assets of the District. It may not be appropriate for Sue to convene an independent FACT team, yet it may be prudent for the board to take this task on.

The second item is something Sue identified at our February 5 meeting. Two policies, 1.6.2 and 1.7.2 appear to be so similar, it's hard to discern any difference. These are:

1.6 Financial Planning and Budgeting:

Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from the Board's Ends priorities, risk fiscal jeopardy, or fail to be derived from a multiyear plan. The District Executive shall not allow budgeting that:

1.6.2 Plans the expenditure in any fiscal year of more funds than are conservatively projected to be available in that period, without prior agreement with the Board.

And:

1.7 Financial Conditions and Activities

With respect to the actual, ongoing financial conditions and activities, the District Executive shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from Board priorities established in the Ends policies. The District Executive shall not:

1.7.2 Expend more funds in any given fiscal year than have been budgeted unless approved by the Board.

One could say that each are in context to their global policy and nothing needs to be done –It's just a safeguard. Your thoughts?

APF in MBD: Laurel Amabile, Director of the UUA Annual Program Fund joined us via Skype in February to talk with us about methods to increase congregational participation in APF, and what that means to us financially. This generated considerable interest in developing an APF team for MBD.

Ongoing Communications with CBD: Updates on a variety of matters concerning our relationship with CBD

Linkage with Congregations: We've collected quite a bit of information from the linkage discussions we held at our Annual Meeting. What can we make of this information to guide us in our further linkage work? Please review you linkage pamphlet.

Regional Trends in Governance and Co-Employment: Jacki Rohan led us through a discussion about what's going on in the region known as "Southland" at our meeting in February. Nationally, many districts are continuing to move forward in forging formal regional ties with neighboring districts. How might this influence us as we discern possible regional scenarios with the other districts of New England? Terasa will offer us her unique perspective in her position as our UUA's Director of Congregational Life. Please review all the material Pat and I have sent to you on the regional trends amongst our UUA districts. ReLaTe: Regional Leadership Team comprised of DE's and Board Presidents.