

Minutes
Congregational Meeting (virtual, via Zoom)
Bellingham Unitarian Fellowship
May 31, 2020

Board Members Attending: Rory McLeod (**President**), Murray Bennett (**Vice President**), Melissa Swift (**Secretary**), Sky Hedman (**Treasurer**), Angie Lindquist, Rod Haynes, David Curley, Bharti Kirchner, Debbie Boots, Paul Beckel (**Minister**)

Minutes by Melissa Swift, Secretary.

Quorum confirmed, with at least 105 members accounted for based on chat-window check-ins, which exceeds the minimum of 20% of membership (50 members) required.

1. Call to order (1:04pm) - Rory McLeod
2. Chalice lighting
3. **Proposed meeting procedural changes**, for this meeting only (full text appended below)
 - a. Murray Bennett moves that we accept proposed meeting changes
 - b. Henry Ohana seconds.
 - c. Q&A, discussion period
 - d. Zoom poll utilized for voting, with acknowledgement of the limitations (such as phone-in attendees not being accounted for). However, the votes for Approval were unanimous, overcoming any such limitations. Motion passes.
4. **Presented minutes from last year's Congregational Meeting** (May 19,2019) for approval
 - a. Q&A, discussion period
 - b. Will be included in online ballot, to be voted on after meeting is over
5. **Annual Report:** Rory McLeod (President) provided an overview of activities and accomplishments at BUF from the past year, mentioning in particular the amount of volunteer hours and energy that have gone into mitigating the effects of the pandemic and keeping BUF vital ever since we closed our building in March, 2020. A few of the highlights from the year (pre- and post-pandemic):
 - a. *June 2019* - several BUF members attended General Assembly; Beth Brownfield and Deb Cruz along with two Indigenous women (Shirley Williams and Shirly Hardman) gave a well regarded workshop on Truth and Reconciliation.
 - b. *September 2019* - new buf.org website went live; also, new projector started getting used.
 - c. *November 2019* - Kopjafa pole installed in the back courtyard where our future Memorial Garden is planned.

- d. *December 2019* - Extra giving campaign raised \$17,000 to help balance the current fiscal year's budget.
 - e. *January 2020* - We held a Slogan contest with many wonderful and creative entries. Our new slogan - Community, Compassion, Commitment - is now on our website and other communications.
 - f. *March 2020* - BUF building and grounds were closed due to the pandemic and services started being offered via Zoom.
 - g. *Endowment Fund* - received \$64K in donations, able to purchase a defibrillator; BUF was also bequeathed a 1/20th share of a house next door to the Fellowship.
6. **Board of Trustees nominees & Nominating Committee nominees** - Barbara Gilday, Nominating Committee Chair
- a. Video interviews and written bios for the three new Board nominees were shared with the congregation prior to this meeting. Voting will be done via online ballot, after the meeting.
 - b. All current Nominating Committee members are staying on (but they need to be voted in every year, so they are on the ballot).
 - c. Thank you's to leaving Board members (Rory, Sky, Angie)
 - d. Sky will remain Treasurer as a non-voting member on the Board (Bylaws state that the Treasurer does not have to be a Board member)
 - e. Q&A, discussion period
7. **Two proposed Bylaws amendments** (see full text of proposed changes attached below)
- a. Change 1 Summary: Members of nominating committee must be members of the fellowship
 - i. Q&A
 - ii. Should be only a change of words, not practice (one member is not a member currently, but will become a member in order to stay on Nominating Committee)
 - b. Change 2 Summary: Change 'audit' wording to 'review of processes,' etc
 - i. Q&A
 - ii. Sky confirmed that we still CAN do an audit if warranted; Paul confirmed that this is not a change in practice, just a change in wording
 - c. Proposed Bylaws amendments are included in the online ballot.
8. **Presentation of Budget (and Discussion)** - Sky Hedman, Treasurer
- a. The complete proposed 2020-2021 budget had been presented ahead of the meeting, so it was not presented in full during the meeting. Sky presented an overview of the budget and provided details of how the pandemic had affected BUF's financial situation in the current budget year, and the assumptions that were made when planning ahead for the next budget year. Since there are many

unknowns, BUF will likely hold another Congregational Meeting in Fall 2020 to refine the budget.

- b. Q&A, discussion
- c. Questions about the PPP loan, what we need to do to have it forgiven? More info on PPP and tax relief was provided by Sue Sayegh, BUF's bookkeeper.
- d. Approval of the proposed budget is included as an item on the online ballot.

9. Instructions for online voting (or call-in voting) - ballot will be active/open until 4:15pm

10. Closing reading (Rory)

Meeting adjourned at 2:14 pm.

Ballot Results from Online Voting:

(certified by Melissa Swift, Secretary on June 9, 2020)

Minutes from 2019 Congregational Meeting - **Approved**

Proposed Budget for 2020/2021 - **Approved**

Bylaws Amendments (Article VI, Section 5) - **Approved**

Bylaws Amendments (Article VIII, Section 4) - **Approved**

Board of Trustees - **Approved (all)**

- Sarah Pearson
- John Stewart
- Henry Ohana

Nominating Committee - **Approved (all)**

- Barbara Gilday
- Amy Van Auker
- Clair Lending
- Jeff Copeland
- Ann Lackland

Attachments (see below):

<Proposed meeting procedural changes>

<Proposed Bylaws amendments>

Proposed meeting procedural changes

Bellingham Unitarian Fellowship, May 31 2020 Annual Meeting

These procedures are designed to give all members an opportunity to participate in the meeting.

1. Online Ballot: Votes for the proposed budget, Board of Trustees members, Nominating Committee members, Approval of meeting minutes, and approval of Bylaw amendments will be taken by online ballot and phone following meeting adjournment.
2. Amendments to the proposed budget must have been submitted to the board prior to the meeting.
3. Discussion is to be moderated by a Board of Trustees member.

Discussion Procedures

- Following an item presentation there will be a two minute period to allow questions to be typed into the chat window.
- Questions will be repeated verbally and the presenter will answer the question.
- Phone-in participants will be given an opportunity to ask questions verbally.

Proposed Bylaw Amendments

Bellingham Unitarian Fellowship- Annual Meeting May 31 2020

The Board of Trustees is proposing two amendments to the Bylaws of the Bellingham Unitarian Fellowship. These are wording changes to clarify the meaning of the text.

The current Bylaws are available on our website at <https://wp.buf.org/administration-overview/our-governance/bylaws/>

Amendment 1: ARTICLE VI, Section 5

This paragraph describes how members of the Nominating Committee are elected, along with the requirements for members of the committee. The Board of Trustees is proposing to insert the underlined text to explicitly state that members of the Nominating Committee must be members of the Fellowship.

Proposed Text

The nominating committee, consisting of five (5) members **of the Fellowship** who are not members of the Board of Trustees, shall be elected for one year terms at the annual congregational meeting. Terms shall commence at the beginning of the next fiscal year

Amendment 2: ARTICLE VIII, Section 4

This section describes the reporting requirements for financial records. This section explicitly references ARTICLE VII, Section 2d of the Bylaws. The referenced paragraph uses the term “review”, whereas this section uses the term “audit”. The term “audit” has a specific legal meaning that may place undue burden on the Fellowship’s Treasurer and Financial Oversight Committee. The UUA’s recommendations on this topic emphasize a review of congregational accounting processes.

The Board of Trustees is proposing that the wording in this section be changed to match the wording in the referenced section:

Proposed Text

Reporting Requirements: The financial records **and accounting processes shall be thoroughly reviewed** ~~of all funds shall be audited~~ as provided in VII, 2, d, above. The Treasurer shall provide a summary report suitable for laypersons at any meeting where financial matters could be involved/ affected.