

Meeting Notes of Annual Congregational Meeting May 17, 2009 at 11:30 a.m. in BUUF Sanctuary

(Meeting notes are not subject to approval.)

Establish Quorum

As the beginning of the meeting, there were 252 members, making a quorum of 51 required. 80 members signed in, establishing a quorum. During the course of the meeting, 3 additional members signed in. Elton Hall reported establishment of the quorum to Sue Philley.

Call to Order

Sue Philley called the meeting to order at 11:43 a.m.

Ingathering

The Rev. Elizabeth Greene conducted an ingathering with a reading.

Adoption of the Agenda

Without objection the agenda was adopted, moving forward the item dealing with the application to UUA for accreditation as a green sanctuary.

Permission to Approve Minutes

Without objection, the congregation gave the Board the authority to approve the minutes of this meeting. Sue reviewed the year's accomplishments, noting that the year has been one of amazing accomplishments. She invited board members to stand and be recognized, including those who served for part of this year. Sue's remarks follow:

In the Annual Report, (pick one up if you haven't) you will read about the many activities and achievements that many of you gathered here have made possible this year.

Just to name a few of the highlights – events which Board members have been intimately involved with this year during our Search for the Future led by UUA Consultant Larry Wheeler---

- purchase of Chelan property
- the Fall Feed the Faith Campaign that raised our annual giving levels
- a remodeled kitchen and new flooring
- a well-staffed IT committee and a plan for a new database
- restructured Annual Budget Drive and Finance Committees
- Revised By-Laws and
- a new Mission and Vision.

Thank you to each of these amazing committees and groups that have made this such a benchmark year! If you've been part of these accomplishments, please stand.

Your Board is beginning to plan for 2009-2010 and the kickoff event for this will be the All Fellowship Leadership Retreat - October 3, 2009.

During the coming year, we also plan to work with you to:

- Implement the Strategic Plan and a new Organizational Chart
- Enhance Leadership Development including expansion of small group ministry
- Establish a strong and clear budget process

- Reduce our debt and strengthen member's and friend's annual financial, time, and talent commitments
- Continue to educate and involve members and friends in decision-making and implementation

We want your feedback, suggestions and ideas re these and other goals—and we will need your leadership and support!

Green Sanctuary

Sue invited Bryan Jennings to introduce the motion for Green Sanctuary accreditation.

Bryan explained why the motion was changed to apply to UUA directly at UUA request. He explained that the Boise Unitarian Universalist Fellowship has worked for the past three years to meet all the requirements for certification as a Green Sanctuary. Applying for accreditation requires an affirmative vote of the membership at large.

Bryan moved that the Boise Unitarian Universalist Fellowship apply to the Unitarian Universalist Association for Green Sanctuary accreditation. Passed by show of hands.

Sue invited Loren Bergeson to assume the chair as chairman pro tem and to explain the rules for the election of Board officers and directors and Nominating Committee members.

Annual Report

Loren drew attention to the Annual Report for 2008-2009, available at the Secretary's desk.

Election of Officers and Directors

Loren called on Val Duffy to present the slate of officers, directors, members of the nominating committee.

Val presented a report from the Nominating Committee, which follows:

The Nominating Committee members include: Chip Cole, Valerie Duffy, Joe Wechselberger and Janette Young. Val was the chair of this committee.

The Nominating Committee (NC) began meeting in earnest January 25, 2009. An email was sent to the BUUF Board and to BUUF committee chairs asking for names of members who might be considered for the upcoming openings on the BUUF Board. The names provided to the NC were added to its list of potential candidates.

In February 2009, an announcement was placed in the Order of Service two consecutive Sundays, soliciting self nominations for consideration by the NC. The NC received no self nominations.

The NC quest was to find the most qualified candidates to fill the slate of BUUF members to serve on the Board and Nominating Committee.

Val moved that the following slate be elected as a whole:

Dale Winke, President, 1-year term, July 2009-June 2010;

Sue Philley, Past President, 1-year term, July 2009-June 2010;

Allie Gooding, Vice President, 1-year term, July 2009-June 2010;

Blake Olson, Treasurer, 3-year term, July 2009-June 2012, subject to approval by his employer;

Miriam Woito, Director, filling vacated position, July 2009-June 2010;

Janet Wyke, Director, filling vacated position, July 2009-June 2011;

Cathy Carmen, Member, Nominating Committee, July 2009-June 2012;

Dick Sevier, Member, Nominating Committee, July 2009-June 2012.

Passed by voice vote.

General Bylaws Revision

Loren made sure that everyone had copies of the bylaws revision and invited Bill Reid to give some history of the bylaws, their purposes and history. Bill explained what the bylaws do and why and reviewed their history from about 1990. He thanked all those who participated in the revision process, noting that some changes were made to conform to Idaho State law, some to clarify language, and some to do the right thing. He drew attention to the fact that some issues have not been resolved and will have to be settled at this meeting, noting that maps are not territories and that bylaws cannot cover every wish and desire. The map can at best be accurate, honest and useful.

Bill moved approval of the General Bylaws Revision.

Loren proposed that debate be limited to 3 minutes per person with a second speech limited to 1 minute. Without objection, the proposed limits on debate were approved.

Division of the Question

Kristen Cheyney moved to remove Article III Section 3 from the motion to approve the revision. Loren explained that the question is divided and this section will be voted on later.

Loren noted that without objection, Article III, Section 4(b) will be substituted for the paragraph (b) that went out in the Call to Meeting mailing. There was no objection, and the following paragraph (b) was substituted:

Article III, Section 4(b): If it has been more than one (1) year since a member has met the requirements of section 3 of this Article, the board may terminate membership no less than thirty (30) days after notice of termination has been sent to the last known address via first class mail. Membership is automatically reinstated as soon as the requirements of Section 3 of the Article have been met.

In response to a question, Loren explained that the revised bylaws clarify in detail how a membership could be terminated by the board or by the congregation.

Loren called for approval of the General Bylaws Revision except for article III section 3. Passed by voice vote.

Admission of New Members

Loren invoked the new Bylaws to ask the congregation to approve membership of Joseph Jeffry, Leon Maynard, and Nikki Marquez. Approved by voice vote.

Article III Section 3

Loren introduced the issues involved in article III section 3, along with the substitute amendments provided in a handout.

Loren presented the motion to substitute paragraph 2 for paragraph 1. Paragraph 1 in the handout. Paragraph 1 read: Members shall provide service and/or monetary support to the Fellowship. Paragraph 2 read: Support: Members shall contribute service and monetary support to the Fellowship. The Board of Directors may waive the requirement of service and/or monetary support for a member.

Sue moved that paragraph 3 be substituted for paragraph 2. Paragraph 3 read: Members shall contribute volunteer service and monetary support to the Fellowship. The board of directors will waive the requirement of service and/or monetary support for any member whose circumstances preclude their ability to meet that responsibility. Amendment failed by show of hands.

Loren explained that the issue is whether paragraph 2 shall replace paragraph 1. Those speaking against the motion included Kristen Cheyney, Pam Woodies, Bryan Jennings, Bill Reid, Gwyn Reid. Those speaking in favor included Louise Jacobsen, Chuck Hanson, Ginger Schwabe, Rick Groff, Sue Philley. Bob Huntley gave a neutral opinion. Roger Sherman drew attention to the strategic plan and what it suggests about changing culture, and suggested that either solution, for or against, will work. Bryan Jennings spoke against.

Sarah Bratley moved that debate be closed. Passed by a standing vote of 59-12.

Loren ruled that the vote on whether paragraph 3 would replace paragraph 1 would be by secret ballot, but a motion from the floor to have a standing vote was approved, overruling the chair. Requiring a 2/3 vote for approval, paragraph 3 was defeated by a vote of 40 in favor 33 opposed.

Kristen Cheyney moved that paragraph 4 replace paragraph 1, minus the last sentence. Paragraph 4, minus the last sentence, read: Support: Members shall contribute volunteer service and/or monetary support to the Fellowship. Each member shall sign and submit a commitment form annually, specifying what volunteer service and/or financial support is intended to be given.

Suzanne Woodcock raised a point of clarification, noting that paragraph 4 does not say what happens if no one submits the required commitment form. Loren pointed out that the next section in the approved Bylaws explains what will happen if no form is submitted.

Those speaking in favor included Kristen Cheyney Linden Boice, Coston Frederick and Jan Salisbury. Those speaking against included Bill Reid, Bryan Jennings and Rick Groff.

Wanda Jennings moved to suspend debate. Passed by voice vote.

The motion to replace paragraph 1 with paragraph 4 (minus the last sentence) as the new Article III Section 3 was adopted by 2/3 vote, 41 to 18.

Interpretation of the bylaws

Bill Reid moved that the concept 'and/or' means "either or 'both' but not 'neither'." Approved by voice vote.

The motion to adopted the italicized print in the submitted and approved General Bylaws Revision as congregational interpretation passed by voice vote.

Loren turned the chair back over to Sue.

Strategic Plan

Miriam Woito moved to approve 2009 Strategic Plan. She provided the history of the planning process.

The Strategic Plan was approved by voice vote.

Motion to Support Idahoans for Fairness

Louise Jacobsen moved that the Boise Unitarian Universalist Fellowship become a supporter of Idahoans for Fairness and allow the Fellowship's name to appear on the organization's web site and other places its list of supporters is used.

Blake Olson noted that BUUF cannot support a political action group.

Kristen Cheyney moved that the motion be approved with the proviso that the motion not go into effect until the status of IFF be determined.

Gwyn noted that we can support causes not candidates, and Sue Philley noted that the issue can be confused and we need to be cautious. Roger Sherman noted that

all the organizations in the coalition are 501(c)3 organizations. BUUF needs to be careful but not self-censor.

The amended motion read: that the Boise Unitarian Universalist Fellowship become a supporter of Idahoans for Fairness and allow the Fellowship's name to appear on the organization's web site and other places its list of supporters is used; this motion is not to go into effect until the status of IFF be determined.

The motion as amended passed by voice vote.

2009-2010 Budget

Sue referred to Jim Geddings' budget analysis and requested that we discuss the budget and prepare for some meetings where the budget could be discussed. Bill Reid noted that the bylaws do not say when the congregation approves the budget, and we can do so at some future time.

Approval of a Debt Reduction Capital Campaign in 2009-2010

Sue invited Bob Huntley to present a motion to launch the campaign. Bob moved that BUUF commence a campaign during the Spring of 2010 to retire all or part of (1) the \$200,000 Bridge Loan on the purchase of the Chelan property and (2) the mortgage debt of approximately \$456,000 on the present buildings and land.

Bob explained the reasons for the motion. His remarks follow:

- Last summer we acquired the Chelan acreage resulting in a \$200,000 Bridge Loan on which we now pay less than \$800 per month on interest **only**, but on July 1st next year it converts to a standard mortgage costing us \$1,700 a month from operating funds.
- Normally, we have a Capital Drive 1st—before we acquire the Capital asset, but we had to act in reverse order when the land came up for sale.
- Commencing July 1st 2010 our mortgage payments on this building plus Chelan will be \$74,000 per year, eating up one-fourth of our operating budget
- In December 2010 the bank gets to raise the interest rate from 6.33% to a predicted 7.23%.
- In December 2013 our whole loan is called due (balloons) and we will likely see another interest rate increase if we have to re-finance.
- Please now refer to the handout captioned “Boise Unitarian Amortization & Interest Comparison” showing results from the campaign started two years which has pledges of \$135,000, with \$75,000 now paid on principle.
- Note on page 1, the interest savings of \$122,650 which are freed up for later use for “Mission & Vision
- Turn to page 3 and note two things:
 - (a) The bottom number shows \$247,525 of future interest going to the U.S. Bank's Mission and Vision instead of ours.
 - (b) The \$75,000 paid in advance to date gets our mortgage paid off 45 months earlier.
- We realize that some of you are already contributing to reduce the debt and that some of you may be unable to pledge when the time comes. However, we hope you can; and we do need your “Yes” vote so that others who have not had an opportunity to do so yet will be able to help retire our \$650,000 debt.

Sue recognized the work of the Finance Committee.

Sarah Bratley spoke against the motion. Jim noted that an anonymous donor provided a loan of \$20K to aid in cash flow for the purchase of Chelan property.

Jim moved that the capital campaign motion be amended to establish priorities, specifically repay the \$20K, then the Chelan property, then the regular mortgage. Passed by voice vote.

Nikki Marquez spoke in favor of the campaign. Pam Woodies spoke against.

Bill Reid moved that the motion for a capital campaign be postponed until such time during the 2009-2010 BUUF program year as the BUUF Board or its designated agent can submit to the congregation a capital campaign proposal that specifically addresses BUUF's mission, vision, and the anticipated program and physical need identified in our new adopted 2009 Strategic Plan.

Kristen Cheyney moved that debate be closed. Passed by voice vote.

The amendment to postpone vote on capital campaign failed.

Those speaking in favor of approving a capital campaign included Sue, Judy Holcomb, Judy Frederick, Patti Raino. Those speaking against the motion included Gwyn Reid, Bill Reid.

Sarah Bratley called for a quorum count. The count was 43. Loren explained that under the new bylaws, business can continue but the loss of a quorum will affect voting, which he will explain when the time for voting arrives. Pam Woodies asked for clarity on the capital campaign, and Sue explained the Board's thinking.

Sarah Bratley called for an end to debate and vote. Passed by voice vote.

Loren read the appropriate section of the bylaws governing voting after the loss of a quorum. Half of the quorum will be needed to approve the motion, which is 26. Abstentions will therefore be equivalent to no votes.

The motion as amended read: moved that BUUF commence a campaign during the Spring of 2010 to retire all or part of (1) the \$200,000 Bridge Loan on the purchase of the Chelan property and (2) the mortgage debt of approximately \$456,000 on the present buildings and land; and that the priorities of retiring debt be specifically repay the \$20,000 member loan to BUUF to bridge expenses as the Chelan property was being purchased, then the Chelan property, then the BUUF original mortgage.

The motion passed by a standing vote of 41-3.

Adjournment

At Sue's invitation, Dale Winke expressed enthusiasm for the coming year and asked the congregation to express its appreciation for Sue's work this year.

Sue adjourned the meeting at 3:10 p.m.