

## USH Board Meeting – March 14, 2023

Present – Eve Pech, Dana Donovan, Judy Sullivan, Tina Davies, Peter Meny, Jon Covault, Sarah McKenzie

Absent – Paul Cipriano

Guests – David Newton, Janice Newton, Nancy Kemmerer, Sue Smolski, Laura Cipriano, Bev Spence, Jim Venneman. Rev. Bob Janis-Dillon

6:31 – Check Ins

6:39 – Eve’s opening words: Rev. Bob Janis-Dillon, has signed the contract as of today, 3/14/2023 to be our contract minister for the next church year beginning on July 1, 2023. He is checking to see if he can join the Board at our retreat on March 25. Deepest thanks to the Review Committee: Judy Robbins, Mike Covault, Paul Cipriano, Sarah McKenzie, Rob Spector, and Dana Donovan; and to the Contract Committee: Joe Rubin, Rob Spector, Jon Covault, and David Newton.

6:46 Judy made the motion to approve Eve’s signature on the contract, Dana seconded. Tina would like to recommend that if we renew this contract in a year, there are a couple of small, technical language fixes she would like to see made (“Society” rather than “congregation” and “Board of Directors” rather than “Board of Trustees”)

Aye – 7

Nay – 0

Abstain – 0

6:48 – Dana lit the chalice, and read some words about gratitude.

6:49 – Dana read the Board Covenant.

6:51 – Approval of the February Minutes. Tina made the motion to approve, Dana seconded the motion.

Aye – 7

Nay – 0

Abstain – 0

6:53 – Stewardship Update: Jon met with Carolyn on Sunday, we have a goal of 100 pledge units, and so far 24 have turned in their pledges, and we are at approximately 20% of our goal of \$318,000. Does Carolyn need anything else from the Board? Carolyn will need help after the formal stewardship drive to call members who haven’t turned in their pledges by the end of the month.

7:00 – Rev. Bob Janis-Dillon joined us for introductions and welcomes.

7:19 – Worship Associate Update: Sue filled us in on what the WAs are up to. Have begun to reach out with UUS:E to discuss pulpit sharing of lay-led services. Services are planned through June as far as pulpit guests and WAs, the topics are still in formation. This Thursday, the WAs start planning for summer services. On April 16, Wren Bellavance-Grace is our pulpit guest, and we are also having an informative meeting regarding the Article II changes. Eve made a motion to follow Sue’s

recommendation that we keep the summer services at 10:30 rather than shift to 10:am for the summer. Sarah seconded the motion.

Aye – 6  
Nay – 0  
Abstain – 1

7:29 – Building and Grounds Draft Resolution: Procedural understanding between B&G and the Board (see attached). Jon made the motion to approve the understanding, Tina Seconded the motion.

Aye – 7  
Nay – 0  
Abstain –

7:37 – USH Delegates to GA – we need to start identifying named delegates (we have 3) to vote at GA on behalf of the congregation. There are two ballot items: UUA President and Revisions to Article II. Delegates are not required to vote according to the congregations wishes, but they will vote their conscience. This vote on Article II is only to carry the vote forward to the 2024 GA. Tina will make a plea from the pulpit for GA delegates on Sunday during the Board Minute.

7:47 – Governance Task Force Recommendations: Laura Cipriano spoke to the changes to the Constitution: Add two council chairs to the board; Finance and Membership would be separated out from Administration and Community Within, respectively. (see attached). Chair of the Membership council will also be the chair of the nominating committee (which was previously the most recent past Board president). Additional changes will be made to the Constitution. (See attached). Peter Meny moved that we accept the Governance Task Force Recommendations and include it on the agenda for congregational vote at the Annual Meeting.

Aye – 7  
Nay – 0  
Abstain – 0

7:59 – LGBTQI+ Memorial at USH: Michael Michaud has asked that we create a space for a permanent memorial to some LGBTQI+ individuals at USH with a donated stained-glass piece of art and a plaque. (See attached). What is their connection to our congregation, where would it be located, etc...? Maybe getting Chancel Art and/or Ambulatory Art committees involved in deciding hanging spot. Jon made the motion to approve accepting the proposal and have Michael get in touch with B&G/Art Councils re: display. Eve seconded the motion.

Aye – 7  
Nay – 0  
Abstain – 0

8:15 – Approval of Nominating Committee Slate of Board (and other) Nominees for 2023-2024 Church Year:

President, 1-year term – Dana Donovan  
President-Elect, 1-year term – Nancy Kemmerer  
Secretary, 2-year term – Gloria Mengual  
Chair of Spiritual Life, 2-year term – Rick Tsukada  
Chair of Social Justice, 2-year term – Judy Sullivan  
Member of the Endowment Committee – Cris Noble (beginning now, and going through June 2025)

Rob Spector also recommends that we appoint two more members to the Endowment Committee. (See attached resolution from the Endowment Committee regarding terms)  
Eve made the motion to approve the nominations, Judy seconded the motion.

Aye – 7

Nay – 0

Abstain – 0

8:22 – Acceptance of Council Reports. Jon added that Knox has made their final payment for their water use (a total of over \$11,000)

Tina – the e-news will be undergoing some upcoming changes.

Peter – Sent Eve a position paper regarding RE, she will distribute as necessary. Maybe to discuss at the retreat if there is time. Peter met with the new DRE over at Fern Street to pick her brain and she had lots of great ideas and information. Also highlighted some exceptional services in the past month.

Judy – working with the Fern Street Food Ministry. GHIAA has been very active in legislative sessions. GHIAA has asked to have their end of year party at USH in June. They want to have it outdoors, so we will need to work with The Village for Families & Children to use their lawn space.

Eve made the motion to accept the Council Reports, Dana seconded.

Aye – 7

Nay – 0

Abstain – 0

8:34 – Guest Comments: Jim V reminded us that there is some \$ in the Schwab Account restricted for GA expenses. David welcomed Rev. Bob.

8:38 – Eve adjourned the meeting.

## USH BOARD MEETING AGENDA - 3/14/23 at 6:30pm –Zoom meeting

6:30 pm Check in - 15 mins.

6:45 pm Opening Words, Eve – 2 mins

6:47 pm Board Covenant, Dana - 2 mins.

6:49 pm Approval of Board February Minutes, Sarah - 2 mins.

6:51 pm Status of minister search - 10 mins.

7:01 pm Stewardship update-10 mins

7:11 pm WA update – Sue Smolski- 10 mins

7:21 pm- B&G draft resolution- Paul and Jon - 5 mins

7:26 pm- USH delegates of the GA -Dana- 10mins

7:36 pm- Governance Task Force Recommendations- Laura Cipriano- 10 mins

7:46 pm- LGBTQI+/Queer Memorial- Judy S.- 10 mins

7:56 pm- Board Approval of Nominating Committee slate- 5 mins

8:01 pm -Acceptance of Council Reports, Comments, Questions – 20 mins

8:21 pm Guest comments – 10 min

**This is a DRAFT 1.0 Board/Building and Grounds Joint Procedural Understanding**

*(This is called an understanding because we have extensive Bylaws obligations for capital expenditures contemplating far more extensive financial resources and projects than are likely at this time. Experience indicates the spirit of the existing detail is good but practicality of the current understanding better fits recent experience serving in present fiscal environment delivering the bylaw contemplated end results.)*

**Whereas**, it is not clear precisely how significant expenditures for BG Meeting House Projects are to be processed in the current fiscal environment and,

**Whereas**, current procedures appear to be that for various items listed in the budget or falling with the 10K small projects line item each year, B and G simply determines the expenditures and follows through on ordering various parts, labor and related services as well as authorizing the Treasurer to make the expenditures, and

**Whereas**, for capital projects in excess of sums available in small projects or maintenance lines in the budget, specific Board approval may be merited and has been obtained in the past after the project is planned, funding secured, and final budget presented to the Board for approval, and

**Whereas**, there may be significant time periods between the desire to do a capital project, secure funding arrangements, solicit bids and finally secure Board approval creating a situation where the Board members may feel surprised or obligated to approve something contemplated for some uncertain time even involving a different Board, now therefore be it

**Resolved**, the following understanding will be followed pending bylaw revisions and simplifications:

1. B and G will inform the Board of pending plans to carry out one or more capital projects in excess of resources in the Small Projects Annual Budget line or related maintenance lines with explanation providing a reasonable range of expected cost.
2. If the Board finds the capital project merited within the proposed range of expenditure proposed, it shall approve the project.
3. For such approved projects, B and G shall pursue requisite steps in planning, soliciting bids if necessary, identify funds to be used, and such other reasonable measures as fit the situation, and, thereafter proceed to execute the project. This step shall also include keeping the Board informed from time to time of the status of pending projects, if any.

4. If projects previously approved cost more than the related cost range, B and G shall return to the Board to seek such further evaluation and approval as the Board shall determine at the time.

Discussion: There is a great deal of time and energy used in development of a significant capital project. This creates a burden in that the Board may feel it never approved the project and feels reluctant to abort something long in planning, while the B and G would feel frustrated to invest the time effort consultation and related activities only to find the project rejected by a Board. This situation can be avoided by the proposed understanding suggested.

## **Constitution and Bylaws**

Approved June 6, 2004;

As amended May 20, 2012; As amended May 17, 2015; pending 2023 approval

### **CONSTITUTION**

#### **ARTICLE I – NAME**

The corporate name of this Society shall be: “Unitarian Society of Hartford.”

#### **ARTICLE II – MISSION**

The following is the mission statement of the Society: As a growing, evolving spiritual community inspired by our denominational values, we will commit ourselves to: Nurture our needs for personal spiritual growth, inspirational worship, and a mutually caring community. Devote ourselves to religious learning for all ages. Embrace human diversity by welcoming individuals and families of all kinds. Join with the larger community to promote love, justice, and service to society. Toward these ends we pledge our talents, energies, and resources.

The Unitarian Society of Hartford affirms and promotes the full participation of persons in membership, hiring practices, and the calling of religious professionals without regard to race, color, national origin, ancestry, sex, gender identity, marital status, sexual orientation, age, or mental or physical disability.

#### **ARTICLE III – DENOMINATIONAL AFFILIATION**

The Society shall be a member of the Unitarian Universalist Association and of the New England Region of Unitarian Universalist Congregations.

#### **ARTICLE IV – MEMBERSHIP**

##### **Section I. Membership**

- Membership in the Society is open to any person who has met the requirements specified in Section 2 below and is committed to the principles of Unitarian Universalism.
- A Member is a person, 15 years and older, who has formally joined the Society by signing the Membership Book, and who makes an annual identifiable financial contribution.
- An individual may be a Friend of the Society if they have not joined the Society as a Member but wish to be affiliated with the Society and participate in certain activities.
- Section 2. A person shall become a Member of the Society by:
  - Participating in a Membership Class conducted by the Membership SubCouncil and/or meeting individually with one of the Ministers and signing the Membership Book. The Ministers may, at their discretion, waive the applicant’s attendance at the Membership Class for cause, such as when a person is transferring their membership from another Unitarian Universalist society.
- Section 3. Termination of membership may be effected:
  - By written resignation from the member, or
  - By vote of the Board of Directors upon recommendation of the Council on the Community Within.
- Section 4. Members shall be entitled to vote on all matters coming before the Society.

#### **ARTICLE V – MEETINGS OF THE SOCIETY**

**Section 1.** The Annual Meeting of the Society shall be held between April 1 and May 31 of each year for the receiving of reports, elections, and the transaction of other business, which shall properly come before it.

**Section 2.** Special meetings of the Society may be called by the Board of Directors or by concurrent action of ten percent of the eligible voting membership, with action to be limited to the business specified in the call to the meeting.

**Section 3.** Notice of the Annual Meeting or any special meeting shall be given by the Secretary at least ten days prior to the meeting by both:

- Posting prominently at the entrance of the Meeting House, and
- Mailing to each member's last known address. Any notice or other communication may be sent by any other means (including personal delivery, expedited courier, messenger service, telecopy, ordinary mail, or electronic mail).
- A copy of the notice shall be included in the minutes of the meeting.

**Section 4.** Unless otherwise specified herein, business meetings of the Society shall be conducted in accordance with the current edition of Robert's Rules of Order Newly Revised.

**Section 5.** A secret ballot on any question shall be ordered on the request of five percent of the members.

**Section 6.** Except as set forth in Article XIV, at all meetings of the Society ten percent of the eligible voting membership shall constitute a quorum.

#### **ARTICLE VI – FISCAL YEAR**

The fiscal year of the Society shall begin on July 1 and end on June 30.

#### **ARTICLE VII – BOARD OF DIRECTORS**

**Section 1.** The elected officers of the Society shall be a President, a President-elect, a Secretary, and a Treasurer.

**Section 2.** There shall also be elected six Council Chairs who shall serve on the Board.

**Section 3.** All persons holding elected positions in the Society shall be members and at least eighteen years of age. No person shall simultaneously hold more than one position on the Board of Directors.

**Section 4.** The Minister(s) shall serve as non-voting advisory member(s) of the Board of Directors.

#### **ARTICLE VIII – ELECTIONS AND TERMS**

**Section 1.** Nominations for the Board of Directors shall be made either by the Nominating Committee or by petition. The Nominating Committee shall prepare a list of nominations for all open Board positions, having previously obtained the consent of each nominee. This list shall be given to the Secretary at least one calendar month prior to the Annual Meeting, and the Secretary shall publish it at least twenty-five days prior to the Meeting. Any nominations by petition shall be signed by at least five members and have the consent of the nominee(s). Such petitions shall be given to the Secretary at least fifteen days prior to the Annual Meeting for publication at least ten days prior to the Meeting.

**Section 2.** Candidates receiving a majority of the votes cast by those members present and voting at the Annual Meeting shall be elected.

**Section 3.** The President and President-elect shall each have a term of one year. The Secretary and Treasurer shall each have a term of two years. The six at-large members shall each have a term of two years.

**Section 4.** Beginning July 1, 2005, the following term limits shall be in effect.

- a) The President may not be nominated for President-elect for the year following his or her term as President.
- b) After serving three consecutive terms, neither the Secretary nor the Treasurer may be nominated for their respective offices for the following term.
- c) After serving two consecutive terms, no council chair member may be nominated for his or her respective office for the following term.



**Section 5.** A vacancy in a Board position shall be filled temporarily by vote of the Board of Directors until the next June 30. For terms extending beyond the next June 30, a regular election for the partial term shall be held at the next Annual Meeting.

**Section 6.** The terms of all positions on the Board of Directors shall begin on July 1 following the election. The terms of all Board positions shall end on June 30 or when the successors are elected, if later.

**Section 7. Recall Of Officers and/or Elected Council Chairs —** Upon proper notice of a congregational meeting, including the proposed agenda item of recall of an Officer(s) or elected Council Chair(s), such Officer(s) or Council Chair(s) may be recalled from office forthwith upon an affirmative vote of three-quarters of those present and voting. A quorum of at least twenty-five (25%) of eligible voting members of the Society shall be required for such action. Notwithstanding any other article of the Constitution to the contrary, it shall be in order at said meeting to accept nominations and complete an election for a replacement for any recalled Officer or Council Chair.

#### **ARTICLE IX – DUTIES OF OFFICERS AND COMMITTEES**

**Section 1.** The President shall preside at business meetings of the Society and of the Board of Directors and may participate as an advisory member on all appointed councils and committees.

**Section 2.** The President-elect shall act in the absence of the President.

**Section 3.** The Secretary shall keep the minutes and records of the Society and the Board of Directors. The Secretary shall keep the list of members.

**Section 4.** The Treasurer shall serve as chair ex officio of the Finance Sub-council of the Council on Administration. The Treasurer shall receive from the Endowment the income as specified in Article XI and the Bylaws; hold this and any other income of the Society as may be received; make expenditures therefrom for bills not in excess of budget or on authorization of the Board of Directors; make a written report to the Annual Meeting; and, upon direction of the Society or the Board of Directors, make a report at any other time. Such reports shall be recorded in the Society's records.

**Section 5.** The Board of Directors shall have all powers necessary to provide for the needs and welfare of the Society, which include the power to:

- Provide for the execution of congregational action.
- Adopt and revise an annual budget, including budgets for each of the Councils and authorize the payment of bills and claims in excess of budget allocations.
- Define the levels of bond and arrange for bonding of the Treasurer.
- Establish and authorize salaries and salary changes for all staff, upon the recommendation of the Council on Administration through its Human Resources Sub-council.
- Upon recommendation of the Human Resources Sub-council, approve agreements with staff members, as appropriate, defining the conditions of their employment.
- Through the Council on Membership, provide a form for application for membership.
- Maintain and protect the property of the Society according to the provisions of Article XI.
- Set policy guidelines for the Ministers Discretionary Fund.
- Delegate responsibilities to councils and committees, when appropriate, which shall exist and operate within the guidelines of the Council and Committee Reference Manual maintained by the Board of Directors.
- Establish and dissolve ad hoc committees and task forces as needed. Ad hoc committees and task forces shall cease to exist after two years unless re-authorized.
- Appoint the members of the Endowment Committee.
- Appoint the chairs of the Endowment and Audit Committees and of the six Councils.
- Initiate procedures for hiring, calling, evaluation, and termination of Society ministers.

- Exercise all powers of the Society, within the limits of this Constitution, the Bylaws, and congregational action, not specifically delegated elsewhere in this Constitution, the Bylaws, and records of congregational action.

**Section 6.** Meetings of the Society Board of Directors shall be called by the President with adequate notice, at the discretion of the President or upon written demand of at least three members of the Board of Directors. Any notice or other communication may be sent by any other means (including personal delivery, expedited courier, messenger service, telecopy, ordinary mail, or electronic mail). Six voting members shall constitute a quorum.

**Section 7.** Any action which may be taken at a meeting of the Board or of a committee of the Board may be taken without a meeting if a consent in writing, setting forth the action so taken, or to be taken, shall be signed by all of the directors or all of the committee members entitled to vote with respect to the subject matter of such meeting. Such consent shall be filed with the minutes of the directors' or committee's meetings.

**Section 8.** A director or a member of a committee of the Board may participate in a meeting of the Board or of such committee by means of conference telephone or similar communications equipment enabling all directors or all committee members participating in the meeting to hear one another, and participation in a meeting shall constitute presence in person at such meeting.

**Section 9.** The Board of Directors shall appoint annually the chair and two members of the Audit Committee. The Audit Committee shall examine the books and records of the Society, the Board of Directors, the Councils, and the committees and shall report its findings to the Society at the Annual Meeting. When so directed by the Society or the Board of Directors, the Audit Committee shall, on reasonable notice, make a special examination of the affairs of the Society in accordance with accepted accounting practice and shall report to the Board or Society, whichever requested such an audit. The Audit Committee shall present its findings at the next Annual Meeting.

**Section 10.** The Endowment Committee shall have responsibility for the prudent investment of Endowment funds.

- a) Members of the Endowment Committee shall possess the necessary education, knowledge, and experience to appropriately manage the investment of Endowment funds. Members of the Endowment Committee may not concurrently serve as an officer, an at-large member of the Board of Directors, or a Council chair.
- b) For the fiscal year beginning July 1, 2004, the Board of Directors shall appoint five members to the Endowment Committee who have been nominated by the Nominating Committee. One member shall have a term of one-year. Two members shall have terms of two years, and two members shall have terms of three years.
- c) Beginning July 1, 2005, the Board of Directors shall annually appoint member(s) who have been nominated by the Nominating Committee to fill vacant positions on the Endowment Committee. All members of the Endowment Committee appointed after July 1, 2005, shall have terms of three years.
- d) A vacancy on the Endowment Committee shall be filled by vote of the Board of Directors upon the recommendation of the Nominating Committee.
- e) The Endowment Committee shall annually adopt a policy on investments, which takes into consideration the current needs of the Society, preservation of the worth of permanent funds, the original restrictions on gifts and bequests, the economic climate, and the outlook for the future. Said policy shall be consistent with the funding ratios and reporting requirements set forth in Article XI and the Bylaws. This policy shall be incorporated in the records of the Board of Directors and included in the Annual Report.

**Section 11.** The Chair of the Membership Council shall serve as Chair of the Nominating Committee. Four additional members of the Nominating Committee shall be appointed annually by the Board of Directors. The

Nominating Committee shall nominate at least one person for each open Board position and each open position on the Endowment Committee as specified in Article VIII and Article IX.

## **ARTICLE X – COUNCILS**

**Section 1.** Six Councils shall further the mission of the Society: Council on Administration, Council on the Community Within, Council on Social Justice, Council on Finance, Council on Membership, and Council on Spiritual Life.

**Section 2.** Each of the six Councils shall be composed of:

- a) A chair elected to a two-year term. The chair of a Council shall serve no more than two consecutive terms.
- b) The Treasurer shall serve as an ex officio member of the Council on Finance.
- c) Three to five other members appointed by the Chair.

**Section 3.** Each Council may form and appoint members to sub-councils that it deems appropriate to the fulfillment of its responsibilities.

**Section 4.** Each Council shall submit quarterly written reports to the Board of Directors describing the activities of the Council and its sub-councils and the income and expenses relative to its annual budget.

**Section 5 Council on Administration.** In addition to other sub-councils that it may form, the Council on Administration shall have a Human Resources Sub-council.

The responsibilities of the Council on Administration shall include:

1. Physical facilities;
2. Personnel administration;
3. Office administration;
4. Emergency preparedness and security;
5. Archives;
6. Human Resources Sub-council shall have responsibility for recommending to the Board of Directors the hiring, supervision, and termination of all staff except ministers. The Chair of the Human Resources Sub-council shall be appointed by the Council and subject to the approval of the Board of Directors. The chair of the Human Resources Sub-council shall serve as an ex officio member of the Council on Administration.
7. Other responsibilities as assigned by the Board of Directors.

**Note:** The senior non-ministerial staff member shall serve as a non-voting advisory member of the Council on Administration.

**Section 6 Council on Finance.** In addition to other sub-councils that it may form, the Council on Finance shall have a Finance Sub-council and Stewardship Sub-council.

The responsibilities of the Council on Finance shall include:

1. Development and monitoring of the annual operating budget;
2. Development and management of a capital budget account;

3. Revenue generation and Stewardship

5. Finance Sub-council shall have responsibility for developing the annual operating and capital budgets, recommending fiscal policies, and monitoring income and expenses. The Treasurer shall serve as chair ex officio of the Finance Sub-council.

6. Act as a liaison and support the Stewardship Sub-council.

7. Other responsibilities as assigned by the Board of Directors.

**Section 7 Council on Community Within.**

The responsibilities of the Council on the Community Within shall include:

- a) Facilitating internal and external communications
- b) Weekly Enews
- c) Web maintenance and updates, communication with hosting company as needed
- d) Publicity to inform and promote USH activities for the beneficial knowledge of the congregation
- e) Acting as a liaison for communication between the Board and Community Within groups
- f) Developing and overseeing opportunities for socialization; and
- g) Nurturing members in need;
- h) Other responsibilities as assigned by the Board of Directors.

**Section 8 Council on Membership.**

The responsibilities of the Council on Membership shall include:

- a) Membership development;
- b) Serve as Chair of the Nominating Committee;
- c) Leadership and volunteer development;
- d) Other responsibilities as assigned by the Board of Directors.

**Section 9 Council on Spiritual Life.**

The responsibilities of the Council on Spiritual Life shall include:

- a) Collective worship;
- b) Rites of passage;
- c) Individual spiritual development for children and youth;

- d) Individual spiritual development for adults; and
- e) Other responsibilities as assigned by the Board of Directors.

#### **Section 10 Council on Social Justice.**

The responsibilities of the Council on Social Justice shall include:

- a) Social justice issues;
- b) Denomination partnerships;
- c) Outreach; and
- d) Other responsibilities as assigned by the Board of Directors.

#### **ARTICLE XI – PROPERTY AND INCOME**

**Section 1:** Property held for financial gain or income, including but not limited to stocks, bonds, securities, and cash available for investment shall hereinafter be referred to as “the Endowment.” The Endowment exists to further the interests of the current and future congregations of the Unitarian Society of Hartford. The Endowment shall be invested in a prudent and socially responsible manner. The Endowment shall be maintained and enhanced so as to be attractive to donors who wish to contribute to the long-term success of the Unitarian Society of Hartford.

**Section 2.** The property of the Society shall be classified, held and managed as follows:

- The Board of Directors shall have exclusive custody and management of the Endowment and, through the Endowment Committee, may invest and re-invest them at its discretion. Upon the recommendation of the Endowment Committee, the Board of Directors may delegate either its custodial or management functions, or both, to an appropriate financial institution.
- The Endowment must be maintained at a level of not less than two times the actual annual operating expenditures, as defined in the Bylaws.
- “Real estate” in this Article shall denote the real property held for housing the religious and social activities of the Society, including parsonages but excluding any real property in the Endowment. The Board of Directors shall hold title to the real estate but shall obtain the approval of the Society at a duly called meeting, prior to sale or mortgage. The Board of Directors shall maintain and protect the real estate and may make such improvements as its available funds permit.

**Section 3.** Unrestricted gifts and proceeds from the sale of real estate shall be kept separate from restricted funds and may be reinvested in real estate by the Board of Directors upon authorization by a vote of a properly called meeting of the Society.

**Section 4.** At each Annual Meeting of the Society, the Board of Directors, through the Endowment Committee shall report upon the condition of the Endowment and shall furnish statements of the income received and the investment transactions made during the fiscal year.

#### **ARTICLE XII – MINISTERS**

**Section 1.** Election of the Senior Minister, Co-Ministers or an Associate Minister, if any, upon recommendation of a search committee, shall be by two-thirds vote of the congregation at a duly called meeting.

**Section 2.** The term of service of the Senior Minister, Co-Ministers or an Associate Minister, unless terminated by death, shall continue until the expiration of ninety days advance written notice of desired termination given either

by the Minister(s) or by the Society unless otherwise stipulated in any applicable agreement. If such notice shall be by the Society, it shall be ordered by ballot at a legal meeting for which notice of such proposed termination shall have been included in the call. A majority of such ballots shall be necessary for such notice to be placed in effect.

**Section 3.** Upon the recommendation of the Senior Minister or a search committee, the Board of Directors may employ one or more assistant ministers.

### **ARTICLE XIII – BYLAWS**

Bylaws not conflicting with the provisions of this Constitution or with applicable laws may be adopted at any duly called meeting of the Society by a majority vote.

### **ARTICLE XIV – AMENDMENTS**

This Constitution may be amended or revised at any properly called meeting of the Society. Notice with respect to any such meeting shall include a copy of the proposed amendment to the Constitution. Any amendment must be approved by at least a three-fourths majority of those voting. A quorum of at least twenty-five percent (25%) of the eligible voting members must be present at any such meeting.

### **BYLAWS**

- I. The Councils of the Society shall be subject to the following financial controls:
  - a. Expenses in excess of budget allocations shall not be incurred voluntarily by any Council without prior approval of the Board of Directors.
  - b. Bills not in excess of budget allocations shall be paid by the Society Treasurer when approved either by the Council chairperson or by the authorized person responsible for the expenditure.
  - c. Money earned by any Council shall be deposited with the Society Treasurer to be held, disbursed, or otherwise accounted for by him or her. With the approval of the Board of Directors such money may be expended by the Council without budget allocation. Plans for earning money must have the prior approval of the Board of Directors.
- II. These Bylaws may be amended as provided in Article XIII of the Constitution.
- III. Each of the Councils of the Society shall be subject to the following requirements.
  - a. Develop and submit to the Board of Directors written policies and procedures for its internal operation.
  - b. Develop and submit to the Finance Sub-council an annual budget for activities under its jurisdiction ninety days prior to beginning of the next fiscal year.
  - c. Develop and submit to the Board of Directors a long-term written strategic plan for the activities under its jurisdiction.

### **IV. Ministers**

#### **a. Senior Minister**

1. The Senior Minister shall be called by the congregation in accordance with applicable guidelines of the Unitarian Universalist Association.
2. The primary responsibilities of the Senior Minister include:
  - i. Providing spiritual leadership to the congregation;
  - ii. Providing advice and resources to the lay leadership concerning the implementation of the Society's mission;
  - iii. In consultation with the Human Resources Sub-Council makes hiring and termination recommendations to the Board of Directors for all staff;
  - iv. Ongoing responsibility for elements within each Council, particularly the Council on Spiritual Life as specified in his or her contract; and
  - v. Particular responsibilities related to the function of one or more Councils as determined on an annual basis by the Board of Directors.
3. The Board of Directors shall conduct an evaluation of the Senior Minister after his or her first year of service and, thereafter, on a regular basis but no less often than every three years.
4. The Board of Directors may appoint special committees to help support and advise the Senior Minister.

**b. Associate Ministers**

1. The Board of Directors may recommend the creation of an Associate Minister position with defined responsibilities.
2. Each Associate Minister position is subject to the approval of the congregation.
3. An Associate Minister is called by the congregation in accordance with applicable guidelines of the Unitarian Universalist Association and upon the recommendation of the Senior Minister and a duly appointed search committee.
4. The Board of Directors shall conduct an evaluation of the Associate Minister(s) after his or her first year of service and, thereafter, on a regular basis but no less often than every three years.
5. The Board may appoint special committees to help support and advise the Associate Minister(s).

**c. Assistant Ministers**

1. Upon the recommendation of the Senior Minister or a specially designated search committee, the Board of Directors may hire assistant ministers to serve the mission of the Society.
2. The Board defines in advance the specific Councils and areas of congregational life the Assistant Minister(s) will support.
3. The Assistant Minister(s) is supervised by the Senior Minister.
4. The Board of Directors shall evaluate and renegotiate the contract with the Assistant Minister(s) annually.
5. The Board may appoint special committees to help support and advise the Assistant Minister(s).

**VI. Capital Budget Account**

- a. The Councils on Administration and Finance, through the appropriate Sub-council, shall prepare an annual "Buildings and Grounds Status Report." The report shall include a brief description of the capital improvements made during the previous fiscal year, the cost and scheduled completion date for each improvement, and any related operating costs generated by the capital project that should be included in the upcoming operating budget. This report shall be submitted to the Board of Directors no later than 90 days before the end of the fiscal year.
- b. In addition, the Councils on Administration and Finance, shall prepare an annual "Five-year Capital Budgeting Plan." The "Five-year Capital Budgeting Plan" shall be submitted to the Board of Directors and Endowment Committee no later than 90 days before the end of the fiscal year. The plan shall include:
  - A prioritized list of each project on a year-to-year basis;
  - A detailed estimate of the costs for each project the first year (i.e. design, labor, materials, contingency, etc.) in the form of a Capital Budget;
  - An assessment of the financial impact that projects in the first year will have on the operating budget;
  - A narrative justification for each first-year project that includes an assessment of the long-term consequences of not doing the project; and
  - A brief description of each project during the second through fifth years including an estimate of its aggregate cost and its impact on the operating budget.
- c. No later than 60 days prior to the end of the fiscal year, the Finance Council, through the Finance Sub-council, shall review the "Buildings and Grounds Status Report" and the "Five-year Capital Budgeting Plan" and determine the source of funds to implement the capital improvement projects. The sources of funds may include:
  - The transfer of funds from the Endowment to the Capital Budget Account,
  - Targeted fundraising,
  - A contribution from the annual operating budget,
  - Long-term financing, or
  - The carryover of any unspent monies remaining in the Capital Budget Account from the prior year.

- d. Any proposal for long term financing must include a debt payment schedule, the term, and all interest that will be paid as part of the cost. In addition, the Council on Finance, through the Finance Sub-council, shall estimate the source and level of funding necessary to support completion of projects during the second through fifth years. These estimates should include the amount of funds that will be needed from the Endowment, if any.
- e. After determining the level and mix of funding available to support the capital projects, the Council on Finance, through the Finance Sub-council, shall present its recommendations to the Board no later than 60 days prior to the end of the fiscal year. The recommendations shall include the final list of proposed projects and the accompanying financing plan for the coming fiscal year. The Board of Directors, upon review of the Capital Budget may add, reduce, delete or defer any specific capital project either in scope of work described or in cost of such project. The Board's approval of the Capital Budget should correspond with the approval of the annual operating budget.
- f. Once the Capital Budget is approved by the Board of Directors, the Council on Finance shall be responsible for the management, implementation, and completion of Capital projects. On a quarterly basis, the Council on Finance shall submit a year-to-date report for review by the Finance Sub-council. This report must detail the status of each project including year-to-date cost, year-end estimated cost, and estimated date for completion.
- g. The Capital Budget Account may cover any non-operating expenditure of a permanent nature exceeding \$5,000, including equipment (including leasing) or permanent changes or additions to the building or grounds.
- h. Only appropriations from the Capital Budget Account may be spent on designated capital projects, regardless of how large or small those sums may be in a given year.
- i. If the projects are funded through a loan from the Endowment (or from any other source), future "Five-year Capital Budgeting Plans" must take into account payment of principle and interest until such time as the loan is paid off.
- j. If, at the end of a fiscal year, a project is not complete, any unexpended cost associated with that project may be re-appropriated for the following fiscal year. If a project is completed under-budget, any unspent funds shall remain in the Capital Budget Account unless transferred by Board of Directors to the Endowment. Under no circumstances shall such funds be transferred to the operating budget.
- k. Once the Capital Budget Account is established, no capital project may be funded directly through the operating budget or the Endowment.
- l. Expenditures exceeding 10 percent of the Capital Budget in any given year must be approved by the Board of Directors.
- m. Expenditures related to any single, approved project that exceed the budget for that project by 10 percent or \$500, whichever is larger, must be approved by the Finance Sub-council.
- n. Unanticipated projects (e.g. emergencies) shall be funded within the amount set for the Capital Budget unless approved by the Board of Directors.

## **VII. Endowment**

- a. The Endowment shall function as an accumulated funding source to:
  - 1. Provide capital for scheduled use to maintain and upgrade the physical plant and associated furniture/equipment;



2. Cover unforeseen costs associated with catastrophic building maintenance problems;
3. Cover costs of acquiring property or as an investment management vehicle during a major capital campaign associated with a defined objective such as acquiring a new building;
4. Support a previously balanced operating budget when unpredictable events cause a budget shortfall;
5. Support the operating budget for use as determined by the architects of the operating budget; and
6. Administer such funds as are contributed for restricted purposes.

**b.** Any determination to restrict investments in the Endowment needs a two-thirds approval of members of the congregation present and voting at a duly called meeting of the Society.

**c.** The Endowment shall be maintained at a level of not less than two times the actual annual operating expenditures.

1. For this purpose the level of the Endowment is the average balance on December 31 (excluding any sums earmarked for the Capital Budget Account) of the previous three years and the actual annual operating expenditures are the actual operating expenditures for the current fiscal year once it is completed.
2. If the ratio is outside these limits, the Board of Directors shall inform the congregation in writing within 90 days, stating the reasons for the variance and providing a specific plan and schedule for bringing the ratio within the prescribed limits. The plan for bringing the ratio within the prescribed limits must be approved by the congregation.

**d.** Ninety days prior to the end of the fiscal year the Finance Sub-council, in consultation with the Endowment Committee, shall publish a projected ratio of the Endowment to operating expenditures (as defined above) for the current fiscal year.

**e.** No later than 60 days before the end of the fiscal year and before the Finance Sub-council develops its budget recommendation for the coming fiscal year, the Endowment Committee shall submit a report to the Finance Sub-council and Board of Directors stating the amount of funds that can be prudently made available from the Endowment for the operating and capital budgets for the subsequent fiscal year.

**f.** The Endowment Committee shall provide a report on the status of the Endowment within 90 days of the end of the calendar year.

#### **VIII. Dissolution clause**

In the unlikely event that the Unitarian Society of Hartford ceases to exist, all funds shall be ultimately deposited or used for tax exempt purposes, as follows.

Upon discontinuance of this Church by dissolution or otherwise, any assets lawfully available for distribution are to be transferred to one or more organizations qualifying as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, as amended, by a majority of members attending at a duly called business meeting, as applicable to the former Unitarian Society of Hartford organization.

In the unlikely event that USH relocates, portions of soil from various areas of the present USH Memorial Garden and all related records, plaque, sculpture and remembrance book shall be taken to the new location where these items shall be used in the creation of a new Memorial Garden established with a suitable dedication ceremony.

## **Request of USH Board: LGBTQI+/Queer Liberation Memorial (March 4, 2023)**

Stained Glass Memorial (Artist: Dennis Peabody; Donated by John Bonelli)

*In loving memory of Victor D'Lugin, Crispin Hollings, Shawn Lang and all those who came before and continue the struggle for freedom and love.*

*Donated by John Bonelli.*

Dear USH Board,

We are holding a Celebration of Life for Crispin Hollings on April 15<sup>th</sup> at the USH. Crispin was a key leader in the LGBTQI+ civil rights movement in CT and served two terms as Co-Director for the then Connecticut Coalition for Lesbian and Gay Civil Rights. His work contributed to the passage of Connecticut's first comprehensive civil rights law for the lesbian and gay community. He was a key player in Hartford's progressive activism.

Crispin passed unexpectedly on November 10, 2022, where he lived for many years, in San Francisco. A memorial service has already been held at the San Francisco City Hall.

The USH has been an ardent supporter of LGBTQI+ rights. As a religious organization, hosting a LGBTQI+/Queer Liberation Memorial can inspire other institutions, both civic and spiritual, to embrace the cause. The Memorial will provide a physical symbol for the struggles and challenges experienced by lesbian, gay, bisexual, transgender, queer, questioning, and intersex peoples. It will serve as a reminder about how individuals and communities can rise up and speak truth to ignorance and bias. The Memorial will showcase a movement which has, and continues to, organize and mobilize for equality, freedom, justice, and liberation.

We are requesting that the memorial be displayed in a visible location within the USH. The plaque will read:

### **Lesbian, Gay, Bisexual, Transgender, Queer and Intersex +/Queer Liberation Memorial**

Stained glass by Dennis Peabody (donated by John G. Bonelli)

In loving memory of Victor D'Lugin, Crispin Hollings, Shawn Lang, and all those who came before and continue the struggle for freedom and love.

Sincerely,

John G. Bonelli  
Michael Michaud





Sarah McKenzie <sarah.h.mckenzie@gmail.com>

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## Endowment Resolution

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David Newton <dcnewton999@gmail.com>

Tue, Mar 14, 2023 at 8:24 PM

To: Eve Pech <elpech@sbcglobal.net>

Cc: Sarah McKenzie <sarah.h.mckenzie@gmail.com>

Sarah,

Here is the language the Board "approved" in the discussion of the Endowment:

***Resolved, that Cris Noble is named to a two year term on the Endowment Committee, and be it further***

***Resolved, that David Newton, Jim Venneman and Cris Noble shall be immediate members of the Endowment Committee herewith, and that their formal appointments continue as of July 1, 2023 as follows:***

*David Newton (2 years)*

*Chris Noble (2 years)*

*Jim Venneman (3) years*

*Vacant 1 (3) years*

*Vacant 2 (1) year*

David Newton

[dcnewton999@gmail.com](mailto:dcnewton999@gmail.com)

860.335.3742

## Community Within — March, 2023

- **Communications:** In the near future (possibly within a month, and almost certainly by the end of the fiscal year) we plan to shift the USH eNews to *Constant Contact*, a different email marketing platform than our current vehicle, *Emma*. Details yet to be worked through include pruning and transferring mail lists; photo libraries; establishing comfort with the platform. Karolina has used *Constant Contact* (“CC”) previously, and is confident it is more “user-friendly” and flexible. As an additional endorsement, it costs hundreds of dollars less, based on its annual non-profit subscription rate. Over the coming month(s) there will likely be a number of “test drives” to limited audiences before a wider release for our subscriber base is undertaken. Regular contributors will be advised of any changes needed (we don’t anticipate any, but “in case”...)
- **Programs:** A couple of **Connection Circles** are tentatively in planning stages for spring. **Book Group** — following Richard Groothuis’ death, Stan Kemmerer will be leading/organizing discussions and Ginny Allen continues facilitating communications for the group.
- **Meeting House Presents:** Come to the St. Pat’s Day concert this Friday, 3/17!
- **Caring Network:** the Network continues to maintain contact with a number of individuals who are ill or otherwise unable to participate personally in life at USH. Regular rides have been arranged for a couple of people, along with occasional transportation to/from medical appointments.
- **Membership:** First Sunday Connections attract a small, steady following each month. The opportunity to connect within a small group seems to be appreciated.

Christina Davies, Council Chair

## **Spiritual Life Council Report March 2023**

**R.E.** Annie's contract as Interim RE coordinator ends at the end of June. In the meantime, the Board is encouraged to form a Search Committee soon to hire a permanent R.E. Coordinator (or Director) with a target starting date of August 1. The Search Committee will be charged with the task of determining our needs, writing a job description, posting the position, vetting applicants, and interviewing select applicants.

### **Worship Associates**

The WA's have planned services for the rest of the church year (end of June) and will begin planning for summer services soon. They continue to seek out guest ministers and lay speakers to lead worship on Sundays to supplement services that WA's are leading (Rev Payson and Rev Kendrick will be in the pulpit again). In addition, WA's have been in touch with UUSE and plans are in the works to share resources (i.e. pulpit exchange of lay speakers).

**SpiritLife** – The spring semester of UUSpiritLife is continuing with facilitated Saturday morning conversations about spiritual topics on a monthly basis. These are open to members of all three area churches. The complete calendar is available at [UUSpiritLife.org](http://UUSpiritLife.org).

**Chancel Art** – A new show by fabric artist and member Diane Cadrain will be hung soon.

**Music Ministry** – Nothing new to report

## **Treasurer's Report – March 14, 2023**

### **Financial Status/Cashflow**

The USH financial status and cashflow remains healthy. Pledge payment response remains excellent with 90% of pledge dollars collected. We continue to not need to use funds from the endowment.

### **Sunday offering/ GNO 50:50**

For the February - \$845 was raised for REACH CT and \$356 for USH Sunday offering.

### **Knox Garden water**

Payment for the entire 2022 garden season water use has now been received (total \$11,830)

### **Budget preparation**

A draft budget is being prepared. Council Chairs – please submit any requests for change in budget if needed. As noted in prior reports, hiring a full-time minister will in the long-term require enhanced revenues. Natural gas costs have not been as high as budgeted for the current year but remain difficult to project.

Respectfully Submitted,

Jon Covault, USH Treasurer