

First Parish Cambridge Governing Board Minutes .  
May 17, 2022 7:00-8:30 pm  
(Virtual meeting via Zoom)

Present: Governing Board Members:

Jan Puibello, Chair	Jane Stabile, Member at Large
Sylvia Wheeler, Vice-Chair	Tod Hibbard, Member at Large
Rev. Adam Dyer, Lead Minister	Julia Gallogly, Member at Large
Carol Lewis , Director of Administration	Gloria Korsman, Past Board Chair
	Grace Hall, Governing Advisory Committee

Absent:

Carolyn White, Clerk	Cade Murray, Treasurer
Mandy Neff, Lifespan Faith Development	

The Zoom meeting was recorded by Carol Lewis and made available to those who were absent.

**Agenda:**

- 1. Chalice lighting and Check-in – Julia Gallogly**
- 2. Consent Agenda**
- 3. Approval of the 2022-23 Budget – Carol**
- 4. Slate of Candidates – GAC co-chair**
- 5. Approval of GA delegates**
- 6. Progress on the Staffing Planning Advisory Committee**
- 7. Status of Kaplan General Services Agreement for planned building improvements**

**Chalice lighting and Check-in – Julia Gallogly**

The meeting was opened by Jan Puibello, Chair, and Julia Gallogly lit the chalice and offered a reading by Leslie Takahashi called "On the Brink".

The check-In question to consider: How are you feeling coming into this meeting tonight?

**Consent Agenda**

**CONSENT AGENDA:**

New Member Application: Rich Lawson

Minister's Report May 2022

Lifespan Faith Development Monthly Report May 2022

Administrator – May 2022

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- Discussion about the Music director position. A job description will be prepared for both the Interim position and the Director of Music position
- A Staffing Planning Advisory Committee will consider future staffing needs
- The application for Membership from Rich Lawson was approved unanimously.

- the Board approved Carol Lewis' request for Staff Affirmations for Roland Ellies and Mary Anne Carlson.

### **Approval of the 2022-2023 Budget – Carol Lewis**

- Carol Lewis provided background information about the Budget explaining that the Budget assumes the usual 4.5% withdrawal rate from our Endowment. The investment Committee will meet to confirm it but no drastic changes are expected.
- The Annual Fund budget is based on a goal of \$270,000 from the members and friends of first Parish. \$10,000 is hoped for from the Annual Spring Auction.
- Adjustments have been made to staff salaries to put us in compliance with UUA guidelines resulting in some large percentage increases.
- **MOTION** made by Sylvia Wheeler, seconded by Tod Hibbard to accept the budget for presentation to the Congregation at the Annual General Meeting on June 5, 2022.

### **Approval of UUA General Assembly Delegates**

Three people were unanimously approved to participate at the UUA GA via ZOOM: Susan Nye. Karin Lin and Hannah Stites.

### **Slate of Candidates – Governing Advisory Committee Co-chair, Grace Hall**

Below is the proposed Agenda for the Annual General Meeting :

Chalice Lighting: **Tod Hibbard**

Reading of the Covenant of Right Relations: **Jan Puibello**

Call to Order and Naming of Moderator (Gloria Korsman) and Parliamentarian (Michael Wiggins):

**Carolyn White, Clerk**

Recognition of Retiring Board Members: **Julia Gallogly** for Mandy Neff; **Jan Puibello** for Julia Gallogly and Gloria Korsman)

Update regarding Staff Planning and Transitions: **Cade Murray**

Updates from Project management Team: **Sylvia Wheeler**

- Proposed **Vote** on transfer use of endowment fund distribution previously voted upon for the Mass Ave entrance (\$600,000) for building repairs

Election of Board Members: **Grace**

- Slate of Candidates for Governing Board 2022-2023

Presentation of the FY2023 Budget, Discussion and Vote: **Cade Murray, Carol Lewis**

- **Budget proposal in MS Excel or PDF Format**

Extinguish the Chalice: **Jane Stabile**

It was decided not to have Staff Reports. Cade will give an update on the Staffing Planning Advisory Committee.

It was decided that all participation would be on Zoom as it is easier for the voting process. The meeting is scheduled for 2PM to enable people to get home from the in-person Service.

### **Progress on the Staffing Planning Advisory Committee**

Cade, being absent, asked Sylvia to give an update on the Staffing Planning Advisory Committee for which he is Chair. Their first meeting will be on May 19, 2022 with a presentation and overview on staffing and items of high priority. The members of this Committee are: Cade Murray, Chair; Rashid Shaikh, Christine McElroy, Rae Simpson, Josh Sheldon, Julie Duncan, and possibly Beth Reagan and Carrie Fisher.

One major staffing change that was reported is that Carol Lewis, the Director of Administration, will now report to the Board instead of the Lead Minister as mutually agreed by Rev. Adam and the Board.

- A Congregational chat will take place on Zoom with breakout rooms to discuss Rev Adam's plans and departure for a Ph.D program in Virginia.

### **Stewardship Drive**

- Tod Hibbard reported that the Stewardship Drive is beginning and calls are going on. We acknowledge that these are difficult times but we do need people's financial commitment.

### **Status of Kaplan General Services Agreement for planned building improvements**

Sylvia gave an update on the Project Management Team's (PMT) work. She gave a brief review: Kaplan Construction is the company that was selected for the Mass. Ave Phase One Project and we are now working on a General Services Agreement with them to provide construction services on a number of repair projects including the water damage in the Meetinghouse.

*[Refer to Minutes of Nov 20, 2020 Special Business Meeting to approve beginning initial project for the Entrance, Tower and Steeple Project.]*

As we have not been able to move forward with that project due to the unexpected costs associated with Phase One and our not having the capacity to raise adequate funds to complete the entire project. Jeff Lussier, our Owner's Project Manager, suggested using Kaplan as our general contractor for much needed repair projects including the water damage of the Meetinghouse and other critical projects identified in the Torrey Architects 2018 Site Assessment that were to be addressed in the Mass Ave Building Project construction but still must be addressed now. Kaplan will serve as general contractor under the GSA, making service delivery and contractual agreements much simpler.

Currently, the PMT has asked a law firm familiar with AIA Contract forms to review a "General Services Agreement" template that is acceptable to Kaplan. Once this agreement language is finalized, we can start on some of the "shovel-ready" projects/repairs.

*[Refer to the Congregation approval on Nov 14, 2021 to "authorize the withdrawal of funds from the First Parish endowment to finance Phase One of the project. The amount of the withdrawal shall be the amount necessary to complete Phase One after deducting all other sources of funding, or \$1,500,000, whichever is smaller. ]*

### **Other business**

Carol is currently in negotiations with the insurance company for a settlement for the water damage claim.

Jan mentioned that she is receiving inquiries about when we will resume in-person services. It was suggested that perhaps we could communicate a date by which we might have a better idea, such as at the AGM or by the end of June.

Jan thanked the PMT for all their extensive work.

The meeting was closed at 8:50 with the extinguishing of the chalice.

Respectfully submitted,

Carolyn White, Clerk

Approved by the Governing Board on June 21, 2022

Carolyn White, Clerk

**Meeting Materials:**

Agenda May 17, 2022 FPC Governing Board

Annual Meeting agenda draft 5-16-22