

Fountain Street Church Governing Board Meeting Minutes June 20, 2022

Board Members Present: Steve DePolo, Win Irwin, Shellie Jeffries, Kristen Loch, Kristin Mayer, Brad Miller, Katie Mitchell, Amy Preston, George Zuiderveen, Jerrod Nickels, Matthew Huizing, Geoff Kempter, Jon Spaulding, James Taylor

Staff Present: Rev. Christopher Roe

Guests: Bettigail Shively, Buzz Wynbeek, Carol Kooistra, Carole V., Celia Said, Paul Arnold, Tony Kroes

Call to Order: Meeting called to order at 7:04 pm.

Any explained that we were beginning to observe Rev. Christopher's policy of allowing small groups to decide if they'd wear masks. The decision must be unanimous. The Gov. Board had that discussion before the meeting, and so we will be maskless, or masked at our individual election.

Call to Community: Geoff reflected on a choir song that was sung in May. "Where do we come from, where are we going...?" The question can seem trite, but we have to ask it. The answers matter a lot. Appropriate to discuss on Juneteenth.

Congregant Comments: None

FSC Thank Yous: Kristen Loch thanked the Memorial Guild. It's coming back after the pandemic, and is really the way we show up for each other in the hardest times. If anyone is interested, let us know and we'll get you connected.

Governing Board March Minutes: Katie moved to accept the May minutes. Geoff seconded. Motion passed unanimously.

Nominating Committee: Katie moved:

In accordance with FSC Bylaw 3.5, I move that Fountain Street Church member John Willette be appointed to fill the balance of the term of Amber Kilpatrick. Kristen L. and Brad seconded. Motion passed unanimously.

Finance: Win updated:

1. Financial Statements for May 31, 2022
YTD Income

- o Pledges, Contributions of Record, and 'Other' all positive to budget
- o Cash Plate is almost at budget. (Thanks to the Ghost🎯🎯)
- o Rental income still lagging budget – This will need attention.
- o Overall - \$11,917 better than budget.

YTD Expenses

- o Administrative Expenses – non-cash 'adjustment to market' is \$9,459.
- o Properties/Utilities - \$27,482 over budget
 - We need to better understand how our heat/electric system works so that we can make sure we are optimizing use of steam. Melissa will contact our HVAC vendors to set up a meeting with both Finance and Properties Committee representatives this summer.
 - We will review Samaritas Contract this fall to increase for additional utilities expenses.
 - Win and Melissa will need to meet this summer to study the data we have and make a forecast for year end for heat and electric.
- o Overall expenses \$10,271 better than budget.

Actual Net YTD is (\$38) to a budget forecast of (\$22,226)

- Geoff asked if this had to do with the Bear Market. Win said yes.
- Shellie asked if anyone was promoting events/driving rentals, etc? Win said we need to figure it out, and with staffing changes it's not gotten the attention it needs. This is why we're highlighting it.

2. Foundation Investment Balance at the end of April = \$3,970,882.

3. Unrestricted Cash Reserve is \$178,065.

4. The Finance Committee reviewed the draft financial policy recommendation from Jerrod and Win. The committee approved the attached draft and we are bringing it to the Governing Board for consideration and referral to the Oversight Committee. This amendment would replace items 5,6, & 7 of the Asset Protection Financial Policy adopted in 2013:

5. Make on its own authority any purchase of greater than \$25,000 without Governing Board approval.
6. Make any purchase of \$2,500 or more for any purpose without three written bids.
 - Minority bidders will be encouraged to bid.
 - The following factors should be considered in reviewing bids and awarding contracts:
 - o Cost
 - o Bidders previous record of performance
 - o Evidence of material/service quality and availability

- o Proof of insurance where applicable
- o References
 - If multiple bids are not obtainable or even desirable on a project costing \$2,500 or more, a justification for sole sourcing will be written and submitted, with Senior Minister approval, to the Officers Committee of the Governing Board for discussion and approval before the work is contracted.
 - If the total purchase is over \$25,000, the Officers Committee will take their recommendation to the full Governing Board for approval.

Jon S. suggested changing “sole” to “single” for greater accuracy. Sole means only one provider can do the job. Single means it’s the one we chose.

Geoff suggested we take into account not just price but the timeframe that something can be completed as well, for instance one company might be cheaper but not able to take the job in the timeframe needed. Jon said this is often referred to as “best value.”

James said, as written, this seems like a lot of power rests with a few, and no one knows where things come from. Maybe we need a way to inform people of these things. People always want to hear more and know what’s happening. Win said the staff report and properties are good resources. This is a good point. James said we should all be more open.

Geoff brought up how we recently talked about the Communications Committee. This flows right into that.

5. In response to the request from the Governing Board, the committee received an estimate for the additional funds that would be needed in our operating budget to have two full-time ministers. Melissa used the national salary database and the committee agreed that this would include family healthcare coverage. The additional amount is \$40,000.

6. Work on the many Risk Management Checklist items will continue over the next few months.

Motion to accept finance report by Win. George seconded. Motion passed unanimously.

Win made a motion to move the draft policy from the Finance Committee to the Oversight Committee for them to bring back. Jon seconded. Motion passed unanimously.

Amy thanked the Finance Committee, as this work was needed.

Stewardship: Win updated:

The Stewardship Committee is now focusing on a variety of events for next Fall and we are working to recruit volunteers to help each of our events be successful.

The details of each event are still evolving, but we are very excited about our Plans.

A quick list:

September 11 th – Welcome Back Soup Day – Governing Board

September 25 th (tentative) – Fountain Street and Friends Talent Showcase

October 22 nd – Dance with Halloween Theme

October 23 rd – Showing of Hocus Pocus Film for families

October 30 th – Halloween Stewardship Sunday

We have a couple of other things that we are working on as well???

Bell Tower: Win updated:

During the past month, the committee met with Quinn Evans to discuss their progress and to review a couple of recommendations that they will be proposing. We anticipate receiving a full set of drawings and specifications from Quinn Evans late the week of June 17 or the following week. They are waiting for information from Verdin, the firm that installed our bells, and that information is needed to complete the engineering analysis of the bell structure.

The next step after receiving the drawings and specifications will be to meet with OAK to ask them for an estimate for the entire restoration project. We anticipate the need to raise capital funds for this project and we need to know that Estimate.

However, there are two immediate needs that Quinn Evans has recommended, and that the committee will be bringing to the Governing Board:

1. We need to do a non-destructive analysis of the steel anchors installed in the tower bricks. It is not clear if they were all installed and whether they are still structurally sound. We will get a proposal from Quinn Evans and OAK to do this work. It requires a crane to gain access.
2. Quinn Evans has recommended that we cover the top of the tower with a water-resistant tarp in addition to netting to protect from additional water damage and falling debris.

After we receive the details and get a cost for each of these projects, we will review and analyze through the Bell Tower and Officers committees in preparation for Governing Board approval.

George asked if that recommendation was in addition to the current netting? Win said yes.

Geoff said that when we're fundraising, we NEED a number that we're aiming for.

Kristin M. asked if the additional netting would also require a crane? Can we do both things at once? Win said we'll try.

Kristin also mentioned the letter from Tony Kroes, and that it's appreciated and important for this.

Oversight: Steve updated (Amy mentioned that some members found the doc in the GB packet easy to use, and others did not. It depends on Microsoft settings. Either way, the Oversight Committee did a very thorough job. We have the luxury of taking our time and being careful with this, as we're ahead of schedule):

We're looking at the policies that have to do with transferring duties from an Executive Team to a Senior Minister. Hiring policies, Stewardship, etc. We're trying to clarify who's doing what and who's responsible for what. A document that tracked all proposed changes was shared with the board before the meeting.

Kristen L. worked to get the doc up on the screen so everyone could see it. Amy added that this is mainly eliminating references to the Executive Director, and a lot of those responsibilities would go to the Senior Minister. Also differentiating between Associate Ministers and Assistant Ministers.

Discussion, including how this will impact the bylaws. Some of these changes anticipate the bylaws being changed. We need to be consistent. Good practice would be to change the bylaws first, but it depends on the specifics we're dealing with.

We just discussed another full time minister. This would be an Assistant Minister. These only conflict if we have an Associate Minister.

Discussion, including if we choose to be like a government entity, where financial information is shared, or more like a non-profit where certain things are less available. Conversation on salary and individual congregant giving. We seem to want to stay true to keeping personal giving confidential.

Win moved to approve the proposed policy changes. Kristen L. seconded. Amy made a small change suggestion in Policy Group 1. Clarification that this is a living document that we can alter pretty easily in the future. Motion passed with two abstentions.

Amy thanked Oversight.

Staff Report: Rev. Christopher updated with an oral report:

It's been very busy, which is exciting. This is a transition for us as a church and widely because of Covid. We have to think about who's going to do things and many unresolved issues. Also much congregant need.

He plans to write an end-of-year report, and then gather thoughts on Fall before the board workshop on July 9.

There is a lot of goodwill in the community for FSC. Very exciting spark.

Rev. Christopher admits that he's always a bit frazzled and doesn't like that, but it's because of good things. But

Steven said that was a good historical doc, and Kristin M. asked if this would be to the whole church. He plans a drier version for the board, and something more pastoral for the membership.

Still trying to determine when he might take some time off and set boundaries while also being accessible.

Old Business: Jerrod found an old motion that he doesn't think got dealt with. Something about Oversight and cash reserves. Win and Amy confirmed that it is on the agenda of the Oversight Committee.

New Business: George announced that he's the liaison to the Foundation Board. Reminded us of the FB open house to give info on what they're about. This will be on October 4, 2022.

Congregant Comments: None

Adjourn: Geoff made a motion to adjourn. James seconded. Motion passed unanimously and the meeting adjourned at 8:28 pm.

Reminder that we are not meeting in July but do have our workshop on July 9th. Officers will still meet on July 11.