



1/27/18 SUUSI Board & SUUSI Foundation Board Meeting Notes

APPROVED 7-14-18

SUUSI Board Meeting

Board Members present: QUORUM ACHIEVED (majority of 11 voting members)

Mara Beaton (appointed 2016)
Seth Berkeley (appointed 2016)
Kim Breivogel, Secretary (appointed 2015)
Jay Camp, Board President (appointed 2017- 2nd term)
Cate Farrell, Junior Youth Rep (elected 2017)
Wilson Farrell (elected 2017)
*Steve Greenberg, Risk-manager
Paul Langrock (elected 2015)
Bill Neeley (appointed 2016), left 3 pm
Derrick Peavy, Treasurer (appointed 2014)
Kimi Riegel (appointed 2017)

Board Members Absent:

*Annsley Atkin, SUUSI Director
Cameron Allen (elected 2016)
Chase Doctor, Senior Youth Rep (elected 2016)
*Jennifer Sanders, Director elect

*Indicates non-voting members

Opening: Jay called the meeting at the Sheraton in Raleigh to order at 10:42 am.

Approval of previous meetings minutes: Draft meeting minutes from 7/15/17, 7/21/17 and 9/30/17 were approved. The 1/22/18 minutes were approved with an addendum to address the 1/26/18 budget discussion.

SUUSI Foundation: Derrick and Bill presented a report of Foundation Task Force activity (see Board presentation.pdf emailed by Derrick 1/25/18). The Task Force, consisting of Derrick, Bill, Jennifer & Jay (from the Board) and Christine Magdalena, Marilyn Schuyler and Phil Sterner (from the SUUSI community), has met twice and have made the following recommendations:

- That the Foundation Board and SUUSI Board of Directors be separate entities.
- That the Foundation Board consist of 7 people, with a minimum of 4 selected from the SUUSI Board.
- That the non-SUUSI Board members bring investment experience for the benefit of managing the endowment.

The Foundation Bylaws were reviewed. Derrick moved that changes be made to Article 4 of the SUUSI Foundation Bylaws, as follows. These changes were seconded by Wilson and were unanimously approved.

Section 4.1. Number and Qualifications. All corporate powers shall be exercised by or be under the authority of and the business and affairs of the Corporation shall be managed by a Board of Directors. Members of the Board of Directors (hereafter "Directors") must be at least eighteen (18) years of age but need not be residents of the State. The number of Directors which shall constitute the whole Board of Directors shall be exactly seven (7) members.

Section 4.2. Appointment. The members of the Corporation's Board of Directors shall consist of seven (7) members, five of which are serving concurrently as a Director of the SUUSI Board of Directors, two (2) of which shall be appointed by the SUUSI Board of Directors.

Section 4.3. Term. The term of each Director shall run concurrently with the term of such Director on the Board of Directors of SUUSI, or as determined by the SUUSI board.

Section 4.4. Vacancies. If the office of any Director becomes vacant by reason of death, resignation, retirement, disqualification, or otherwise, the remaining Directors shall continue to act, and the Board of Directors of SUUSI may appoint a successor or successors who shall hold office until the corresponding vacancy on the Board of Directors of SUUSI is filled in accordance with its Bylaws. A vacancy that will occur at a specific later date may be filled before the vacancy occurs, but the new Director shall not take office until the vacancy occurs.

Section 4.5. Removal of Directors. The removal of a member of the Board of Directors of SUUSI shall create a corresponding vacancy on the Corporation's Board of Directors, which vacancy will be filled when the vacancy on the Board of Directors of SUUSI is filled in the manner provided for by the Bylaws of SUUSI. The removal of a Director shall be effective as of the date specified in the Bylaws of SUUSI.

Section 4.11. Quorum and Voting. At all meetings of a committee or of the Board, the presence in person or by proxy of 5 Directors, 4 of which must also be concurrent SUUSI Board of Director voting members in office immediately preceding the meeting shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the committee members or Directors present at any meeting at which a quorum is present shall be the act of the committee or of the Board of Directors, except as may be otherwise specifically provided by the Act or by the Articles of Incorporation or by these Bylaws. If a quorum shall not be present at any meeting of a committee or of the Directors, the member of the committee or the Directors present may adjourn the meeting from time to time without notice other than announcement at the meeting, until a quorum shall be present. Each Director shall have the same voting rights as they possess under the Bylaws of SUUSI.

SUUSI Board must appoint 5 current voting SUUSI Board members to the interim SUUSI Foundation Board of Directors upon the Foundation Board's approval of the Bylaws changes as previously noted.

Derrick moved that the five SUUSI Board members on the SUUSI Foundation Board of Directors shall include Paul, Bill, Derrick, Jay and Wilson. This was seconded and approved. Discussion included that other members be selected with a preference for diversity.

A standing Foundation Committee of the Board is needed. A recommendation was made to eliminate Article 4 section 13 of the Bylaws listing Standing Committees as these are included separately in the Policy manual. This will be discussed and voted on at the next Board meeting as Bylaws changes require 30 days advance notice prior to a vote.

Kim moved that we establish a SUUSI Foundation Committee. Mara seconded and it carried unanimously. Discussion resulted in the description below.

Add 2.2.1.G (APPROVED)

Proposed Wording:

Foundation Committee, which is responsible for participating as voting members on the SUUSI Foundation Board, nominating additional foundation board members from the SUUSI community, and facilitating communication between the boards. The committee shall include five (5) voting board members, one who shall be the Treasurer of the SUUSI Board.

Closing: The meeting was adjourned by Jay at 12:48pm

SUUSI Foundation Board Meeting

Opening: Jay called the SUUSI Foundation Board meeting to order at 12:55 pm.

Derrick moved we approve the SUUSI Board's recommendations to change Article 4 of the Foundation Board Bylaws, as previously noted in these minutes. Paul seconded this. There was no discussion. The changes were unanimously approved.

Closing: The meeting was adjourned by Jay at 1:15pm

SUUSI Board Meeting

Opening: Jay called the SUUSI Board meeting to order at 1:36 pm.

Director's report (Annsley):

Teens- Co-ed housing option was requested by Teens. Selection box in SOLIS will have this option.

Bullying- A bullying issue was reported in Middlers last year. Bullying will be addressed at SUUSI 2018, possibly in orientation. Youth staff will be reminded bullying requires an incident report.

Locations- Noble, Balsam, Blue Ridge & Scott (non-A/C Teens) will be used for housing in 2018. YA and Medians will be housed together. Some areas used last year are unavailable due to construction. Staff have been asked to be flexible as locations may not be guaranteed.

Communications- The SUUSI website is being overhauled and will be out in Feb. It will be mobile-friendly. Content will be in emails, not links. The NUUS will have limited print copies for 2018. KY and TN were included in catalog and "save the date" cards this year, not just Southern Region.

Registration- A section has been added for SUUSI participants to indicate special skills, talents or interests per request of Jennifer.

Diversity- “Examining Whiteness” workshop and 3-part race workshop led by Greg Greenway and Reggie Harris will be available.

Catalog- Will be completed mid-Feb. 3/1 is catalog release and 4/1 is opening of Registration.

Lost key card- procedures are being worked out with WCU.

Alcohol workshops- not possible to get permits as WCU has not given permission. On-campus coffeehouse (closed in summer) as possible location will be explored.

Golf cart drivers- Clarification was requested regarding golf carts and alcohol. Board stressed that golf carts are considered vehicles under existing policy stating that “Anyone driving a vehicle on behalf of SUUSI shall NOT consume any alcohol during or in the 6 hour period prior to operating said vehicle (Section 6.1)”.

Mountain/SUUSI interaction- last year a teen group from the Mountain was interested in attending SUUSI for a day. This did not work out but may be explored moving forward.

OLD BUSINESS

Social media- The social media policy, previously recommended, has not been developed to date. It was discussed that increased monitoring of SUUSI Friends Facebook (FB) page may imply increased responsibility for content. Jay suggested a header noting that those choosing to use the FB site are asked to honor community guidelines (intentional community, respect, etc.) and pointing to the SUUSI website for official SUUSI communications.

Jay will discuss social media issues further with Annsley and Rebecca. The Board requested that staff explore ways to encourage users of the SUUSI Friends FB page to treat it as a positive extension of our intentional community.

NEW BUSINESS

Incident reports- There is currently no mention of incident or accident reporting in the policy manual. The Policy Committee is asked to discuss this and make recommendations prior to SUUSI 2018. It was discussed that incident reports need to be in the staff/board code of conduct section as a responsibility, procedures need to be outlined, as they are with the harassment procedure, and the Incident Reporting form needs to be included. Harassment must be documented on an Incident Report.

Improved candidate forum- the Elections Committee requested direction from the Board regarding a candidate forum. It was discussed that supporting the democratic process is an important UU value but this was tabled for committee discussion.

Transparency- There are inconsistencies currently in how information is shared, ex: WCU asked for SUUSI survey results but the SUUSI community does not see these, Board meetings are open, but ZOOM meetings are not. Discussion included possible concerns if votes of individual Board members or comments of some individual participants are shared.

On 10/1/16 Board approved publishing approved minutes. This has not taken place to date. Wilson moved that policy 2.1.5 change as reported below, Kim seconded. It passed unanimously. Jay will discuss implementation with Annsley.

Change 2.1.5 (APPROVED):

Current Wording:

It is expected that discussions taking place at meetings of the Board shall remain confidential.

Proposed Wording:

Board meeting minutes will be made available to the SUUSI community after they are approved. Minutes will not include any discussions held during executive session.

Binary gender references- Policy manual and Bylaws include multiple references to binary genders. The board unanimously approved 17 minor edits to policy wording to remove reference to binary genders. (e.g. replacing “he/she” with “they” or “her or his” with “their”.) Board was notified of the Bylaws change to be voted on > 30 days.

Change binary gender references (Bulk Change) (APPROVED)

In the interest of brevity, all 17 minor changes are not listed here.

Nuclear free zone- Kim moved to remove outdated reference to nuclear-free zone from policy manual to keep manual relevant. Removal of the wording, below, passed with one abstention.

REMOVE 6.1.1.G (APPROVED)

Current Wording:

Accordingly, we declare to all our siblings throughout the world that we as individuals and as the community of SUUSI are henceforth to be nuclear-free zones.

Site selection contract negotiation- There was discussion regarding who is authorized to sign contracts for SUUSI and what happens if the Director is unable to obtain a 2 year contract.

The Board does not currently maintain a Site Selection & Contract Negotiations standing committee as addressed in 2.2.1.F. It was moved that this wording be removed from the policy manual, as current procedure is to follow 2.1.18 (The Board shall secure annually, 24 months in advance when possible, a written commitment for the SUUSI site. If a decision is made to select a new site, a search committee shall be appointed by the Board, comprised of the Director, selected Board members, and staff constituted to report to the Board. Visits by the committee and key staff coordinators, along with the Director, shall occur before any final Board action is taken). Removing 2.2.1.F was unanimously approved.

REMOVE 2.2.1.F (APPROVED)

Current Wording:

F. Site Selection & Contract Negotiation, which is responsible for evaluating the strengths and limitations of possible sites at which SUUSI can be held, and making recommendations to the Board as to possible changes of venue for future SUUSIs. This committee shall include:

1. The Director
2. The Board President
3. The Registrar
4. The Nature Director or their designate from among the Core Staff

5. One additional person to be selected by the Board who has knowledge of the budget and contract negotiation skills

Additional members may be added to this committee at the discretion of the Board. The Director, Board President, and Registrar may designate someone to take their place on the committee, subject to approval of the Board. Site selection responsibilities will be shared by all members of the committee. Contract negotiation responsibilities will be primarily shared by the Director, the Board President, and the fifth committee member.

Food preparation policy- Language around food preparation was voted on during the May 2017 Board meeting; however, the wording was not captured in the minutes and the policy was not updated. We discussed changes required based on last years experience and approved language, below.

Add 6.1.1.G (APPROVED)

Proposed Wording:

All prepared food sold at SUUSI must be either prepared in a commercial-grade kitchen or purchased as prepared food from a store or restaurant.

Workshop leader compensation & cost to participants- Beth Nicholson, Workshops Coordinator, requested a review and possible changes in policy. A concern is that workshops with vastly different out-of-SUUSI prep times are compensated using the same formula, leading to inequities. There is also a concern regarding workshop prices. Workshops are currently priced using: $\{(\text{cost of supplies}) + (\text{workshop leader credit})\} / (\text{minimum workshop number})$ with workshop leaders inputting these values, resulting in the cost per participant. A change in policy 9.1.1.B was approved unanimously.

Change 9.1.1.B (APPROVED):

Current Wording:

In recognition of the preparation required of general workshop leaders, a 2/3 "X" is given for 10 hours of workshop contact time at SUUSI, regardless of whether a workshop fee is charged. "X"s are pro-rated for lesser commitments. The Director is encouraged to negotiate reductions in order to offer free and reduced cost workshops.

Proposed Wording:

Workshop leaders may request and receive credit for the hours of preparation and contact time not to exceed a single "X" per workshop. The participant fee shall cover the leader staff credit and workshop materials divided by the anticipated number of participants. Like other staff (as described in 9.1.1.E), a workshop leader may not receive more than one "X" for any given SUUSI. The Director is encouraged to negotiate reductions in order to offer free and reduced cost workshops and may reduce the participant fee without a corresponding reduction in leader credit.

Minors at SUUSI- Policies and Bylaws do not mention need for parent-guardian at SUUSI for minors. The Policy Committee will address this.

Youth & Teens voting- FL statute defines directors as age 18+ only except if bylaws say 15+. This is inconsistent with our policy as on date of SUUSI election Youth Reps are 14-17 years old and Junior reps could vote, if senior rep is absent from a meeting.

The Board resolves that Youth Reps age 15+ can vote. Bylaws 4.3.5 should be changed to reflect Youth Rep age is 15-17 (IV.5). The Board was notified of the change to be voted on > 30 days.

Composition of Board- Whether the size of the Board is still appropriate was discussed as fewer members can lead to higher burn out. This was tabled for another day.

Gifts policy- Discussion of gifts was tabled. Derrick will gather more information for a future discussion.

Right Relations- Denominational staff and the Board have not followed up on developing this. Seth & Kimi will investigate UUA guidelines and Jay will discuss the future of a SUUSI Right Relations Committee with Annsley.

UUA connections- Jennifer is currently following up on SUUSI's relationship with the UUA Southern Region.

EXECUTIVE SESSION OF THE BOARD

COMMITTEE REPORTS

Fundraising (Derrick, Mara & Seth)- It was proposed that the Foundation Board take on responsibilities of the Fundraising Committee which include the raffle, book sale and SUUSIship donations.

Elections (Kim & Cate)- A candidate forum is being explored, possibly for Wednesday night. This could be videotaped and shared on SUUSI website. Interest in Board service will be requested as a question on survey during Registration. The Youth Rep plans to attend Teen orientation on Sunday night to mention Board service to Teens and parents and answer any questions.

Policy & Bylaws (Wilson & Jay)- Wilson moved that section 13.1.4 be added to clarify consequences to Teens, as defined below, if violations of the Sexual Harassment Policy occur. Jay seconded and it passed unanimously.

Add 13.1.4 - (Renumber remaining items) (APPROVED)

Proposed Wording:

Any violations of the SUUSI harassment policy as defined in 11.1.1.3 may result in expulsion from the Teen program and SUUSI. The full wording of 11.1.1.3 shall follow this rule when presented to teens and their parents or guardians for signature.

SUUSIships (Paul, Jay & Kimi)-

The revamp has been effective. Paul moved that Jimmy Van Buskirk continue to serve as SUUSIship staffer and this was approved.

It was noted that the winner of the SUUSI raffle is awarded an X is SOLIS. They need to apply for staff and indicate they are the SUUSI raffle winner.

It was clarified that SUUSIship management is a responsibility of the Board while funding of SUUSIships is a responsibility of the Foundation.

A Teen SUUSIship donation was received. Derrick will acknowledge the generous gift and explore with the donor whether funds could be used in other ways to benefit SUUSI Teens (ex: defray the cost of TWOB, etc.)

Nominating (Jay)- Names of attendees at the 2017 "Getting on Board" workshop were passed on to the Nominating Committee. Paul suggested that SUUSI Board members who rotate off automatically serve on

Nominating Committee for one year. Increased diversity on Nominating Committee and in key positions was noted to be needed. Jay would like to see the Ambassador program reactivated.

Closing: Meeting adjourned at 5:44pm

Respectfully submitted, Kim Breivogel 6-3-18