

**Unitarian Universalist Partner Church Council
Annual Meeting
Friday, June 21, 2013
UUA General Assembly, Louisville KY
MINUTES**

Members present 35.

Chair Rev. Gary Smith opened the meeting at 12:45.

Board Chair Report

Chair Smith recognized the past Board Presidents, UUPCC Board Members and outgoing Board members deForest Ralph and the Rev. Scott Prinster, as well as Executive Director Cathy Cordes and staff members Margot Fleischman and Libby Hanna.

Approval of Minutes

On the motion of Barbara Beach,

Voted: To approve the minutes of the 2012 Annual Meeting as printed.

Election of Board Members

Chair Smith introduced the new and returning Board members presented as a slate by the UUPCC Nominating Committee:

Ms Ann Gary

Ms Eileen Higgins

The Rev. Jennifer Emrich

The Rev. Bruce Johnson

On the motion of Mark Worth,

Voted: To elect the slate as presented.

Election of Nominating Committee Member

Chair Smith introduced the returning Board member nominated to re-elected as a member of the Nominating Committee, the Rev. Kelly Crocker

On the motion of Wayne Arnason,

Voted: To elect the Rev. Kelly Crocker as member of the UUPCC Nominating Committee.

Treasurer's Report

Chair Cordes read the Treasurer's report in UUPCC Treasurer George Davenport's absence:

"Greetings from Tulsa, Oklahoma. As your Treasurer, I apologize for not being present to deliver my report in person, and I thank PCC Executive Director for delivering my report in my stead. Even though I am absent today, I am and will be available to answer any questions that you may have. If you would like to contact me, please visit with Cathy Cordes to get my email address and/or cell phone number after today's meeting or at the UUPCC booth in the Assembly Hall.

Your annual meeting packet contains the UUPCC's Income Statement and Balance Sheet for 2012. 2011's data also is presented to provide a basis of comparison. Please refer to your packet at this time.

Rather than restate what the numbers already show, I would like to comment briefly as to what the numbers mean:

Both the Income Statement and the Balance Sheet distinguish between Restricted and Unrestricted Income, Expenses and Assets. Restricted categories relate to monies donated to UUPCC for a specific purpose: grants fall into this category. Unrestricted Income, Expenses and Assets are general or operational in nature.

Operationally, the UUPCC essentially broke even during 2012, just like it did in 2011. Unrestricted Net Income for 2012 was 3,467 versus 6,258 for 2011. This is quite an accomplishment and is a testament in part to the person, now embarrassed, reading my report to you. Executive Director Cathy Cordes and her extremely capable and committed assistants Margot Fleischman and Libby Hanna, continue to run a tight ship, managing pennies as if they were dollars, and enabling the UUPCC to expand its existing and new programs without dipping into cash reserves.

Grant and Project-Specific Funding (Restricted Income & Restricted Expenses) decreased by 20 – 25% from 2011. Much of this decrease relates primarily to funds forwarded to Transylvania partners on behalf of their North American partners. I do not believe that this change is indicative of an ongoing trend of lesser funding for Transylvania.

The 2012 Balance Sheet presents a category not used in previous years. As has been mentioned by other speakers today, the UUPCC is setting up endowments in-part to provide for long-term stability, and these endowments will be accounted for on the organization's balance sheet as shown on this year's report.

The gist of 2012's financial numbers is this: the UUPCC continues to support existing and new Partnerships in an ever-increasing number of regions around the world with very little overhead. This means that every dollar that you have donated has been significant and used wisely. It also means that we cannot continue without your ongoing support. Thank you for the work that you have done and do to make the work that we do possible."

Bylaw Amendment

Barbara Beach moved and Sam Berliner III seconded

Voted: To adopt the new Article 9, establishing the UUPCC endowment, as printed.

Bylaws Article 9 is attached.

International Guests

The Rev. Eric Cherry introduced the international visitors:

The Rev. Adel Nagy (Transylvania)

The Rev. Bela Botond Jakabhazi (Transylvania)

The Rev. Csete Arpad (Transylvania)
The Rev. Rebecca Sienes (Philippines)
Edit Cseh (Transylvania)
Lara Fuchs-Holm (UUs of Basel)
Vyda Ng (Canadian Unitarian Council)

Louis Cornish Award

Chair Smith presented the plaque honoring the Rev. Dr. David Keyes as the 2013 Louis Cornish Award. The Rev. Árpád Csete presented a certificate of appreciation to the Rev. Dr. Keyes from the Hungarian Unitarian Church Consistory.

Stewards of Partnership Award

Executive Director Cordes presented the 2012 Steward of Partnerships to:

Carol Findling, First Unitarian Church, Louisville, KY
Michael Fosberg, First Religious Society, Newburyport MA
Elaine Gerard Climo, Unitarian Universalist Congregation of Castine, ME
Polly Gould, Unitarian Universalist Congregation of the Upper Valley, Norwich VA
Monty Low, First Unitarian Church, San Jose, CA
Dean McKennon, Unitarian Universalist Church of Greater Lynn, Swampscott MA
John Schaibly, First Unitarian Universalist Church, San Diego CA

Recognition of our past 20 years

The Rev. John Gibbons and the Rev. Harold Babcock acknowledged the list of individuals known to be present at the founding of the UUPCC in Charlotte, NC in 1993, and read excerpts of writings they solicited from those Founders still living. The celebration video was presented, and the Rev. Kelly Crocker read a greeting from Bishop Bálint of the Hungarian Unitarian Church.

The meeting was adjourned at 1:36 pm.

Submitted by Beverly D. Moore, Secretary

Approved by the members attending the 2014 Annual Meeting/bdm

Attachment

AMENDMENT TO THE BY-LAWS OF THE UUPCC TO ESTABLISH AND MANAGE A UUPCC ENDOWMENT FUND

ARTICLE 9 - Endowment Fund

9.1 Establishment of Fund. The UUPCC shall have a separate endowment fund to strengthen the long-range financial future of the UUPCC, to mitigate financial emergencies, and to fund special projects that support the mission of the UUPCC. The separate endowment fund shall be known as the UUPCC Endowment Fund (the Fund).

9.2 Minimum Operating Level. The Fund shall become operational when a minimum of \$10,000 of assets have been received. Upon attaining the minimum level of funding, the Fund's assets shall be invested in the Unitarian Universalist Common Endowment Fund (UUCEF).

9.3 Distributions. Distributions from the Fund shall be made only when the average fair market value of the fund exceeds \$30,000. Total distributions shall not exceed five percent (5%) of the Fund's average fair market value calculated over the previous three years, except that in the first three years it will be averaged over the previous 3 quarters.

9.4 Endowment Fund Committee.

9.4.1 Committee Responsibilities. A UUPCC Endowment Fund Committee (Committee) shall determine distributions from the Fund in accordance with paragraphs 9.1 and 9.3 and shall actively seek gifts and donations to the Fund. The Committee, at its discretion, may decide not to distribute amounts from the fund even though assets in the Fund exceed the minimum level for distributions.

9.4.2 Committee Structure. The Committee shall consist of three members of the UUPCC appointed by the Board. Except for the initial appointment when shortened terms shall be used to establish a staggered rotation of members, the term of each committee member shall be three years. No member may serve more than two consecutive three-year terms. After a lapse of one year, former committee members may be reappointed. No member may serve on the Endowment Fund while also serving on the UUPCC Board.

9.4.3 Committee Governance. The Committee shall elect its own chairperson. The Committee shall report to the Board on a quarterly basis and provide a written report to the membership at the Annual Meeting.

9.4.4 Quorum. A majority of the Committee shall constitute a quorum sufficient to conduct business at all meetings.

9.4.5 Action without a Meeting. Any action required or permitted to be taken at a meeting of the Committee may be taken without a meeting by a written consent. The written consent must describe the action(s) to be taken, and must be signed by all members of the Committee before the action is taken. Any action(s) approved by Written Consent must be ratified at the next meeting of the Committee. If the Committee elects not to ratify said actions, then the written consent shall be deemed reversed at said meeting as of the date of that meeting.

9.4.6 Removal of Committee Members. At a meeting of the Board of Directors, following notice to the Committee, one or more Committee members may be removed from office, with or without cause, by two-thirds of the votes cast. Committee members shall be removed singly, with a separate vote taken for removal of each Committee member. Removal shall be effective immediately.

9.4.7 *Committee Voting.* Each Committee member shall be entitled to one vote, and a majority of those voting shall be sufficient for the Committee to take any action.

9.4.8 *Frequency of Committee Meetings.* The Committee shall meet at least quarterly at a date and time determined by the chairperson and upon not less than ten (10) days notice to the Committee members. Committee members may participate telephonically in a meeting so long as all persons participating in the meeting can hear each other at the same time.

9.4.9 *Protection from Liability.* Members of the Committee and former members of the Committee shall not be liable for any losses incurred by the Fund except to the extent that such losses arise out of acts or omissions of willful misconduct or gross negligence. Each member shall be liable for his or her own acts and omissions and not for the acts or omissions of other members or former members. No member of the Committee shall engage in any self-dealing or transactions with the Fund in which the member has a direct or indirect financial interest. Members shall refrain at all times from conduct in which his or her personal interests would conflict with the interest of the Fund or the UUPCC.

9.5 *Donations.* Members and friends of the UUPCC shall be encouraged to make gifts to the Fund, to indicate the Fund as a preferred recipient of memorial gifts, and to include the Fund in their wills, life insurance policy beneficiary designations, and other methods of deferred giving.

9.6 *Disposition or Transfer of the Fund.* In the event the UUPCC ceases to exist through either merger or dissolution, disposition or transfer of the Fund shall be at the discretion of the Board in conformity with the bylaws and in consultation with the Unitarian Universalist Association.

CONFORMING AMENDMENTS

Current Article 9 will become Article 10.

Current Article 10 will become Article 11.

Current Article 11 will become Article 12.