

First Universalist Church, Unitarian Universalist  
Auburn, ME  
Board of Directors  
Meeting Minutes  
June 21, 2023  
Community Meeting Room

Present: Anne Perron (President), Linda Greathouse (Vice-President), David Das (Clerk), Ed Bell (member-at-large), Betty Lynne Riggin (member-at-large), Jane Pentheny (member-at-large).

Excused: Claire Hebert (member-at-large)

Guests: Angela Foss, John Spruill, Greg Bianconi

6:32: Anne Perron called the meeting to order.



*Board Chalice*

Betty Lynne read the Mission Statement.

Ed read a section from the “Covenant for Auburn UU Board of Directors” from the Board Policy Manual.

Anne lit the chalice; she called on all of us to work together to create and strengthen community.

Brief sharing by Board members.

**Consent Agenda:**

- June 7, 2023 Minutes

Motion to approve: Jane

Second: Ed

Unanimous approval.

**Open Session:** No comments

### **Town Hall Prep:**

- Zoom access was the main topic of conversation.
  - Decision to hold the Town Hall in the Sanctuary
  - Betty Lynne to monitor chat on a laptop
  - 11:00-11:45 – Potluck in Vestry; then return to Sanctuary for Town Hall
  - People on Zoom for the service should remain on Zoom for Town Hall

### **Church Building Signage:**

- Anne expressed her concern about issues on the perimeter of the church and in the various entry ways and outer nooks and crannies:
  - She consistently must clean up trash and waste (including human)
  - Drug use in the (former) main door
  - Church exterior has become a place to hang out.
- Would signage help? (Sophia's House and Calvary Mission have signs)
- Anne spoke to the City of Auburn regarding signage regulations. Permits not required for No Loitering, No Smoking signs.
- Board agreed to place signs (approx. 11"x16") on Elm and Pleasant St sides of church; on the kitchen door; on the utility room door; under the dryer vent.
  - Cost: \$44 per metal sign; \$14 (approx.) per plastic sign.

### **Complaint File at City of Auburn:**

- Anne heard city staff that there is a significant file of complaints about the church. She filed a FOIA application to request a copy of the file.

### **Access to the Church:**

- General conversation about locks and codes. The need for a policy to regulate who gets a code? And for what purpose?
- Who is responsible for creating codes?
- The need to refresh codes on a regular basis
- The need to rekey all the locks.
- The need for a code and key policy (develop within the next 30 days)

### **Guest comments:**

- John: need to do something regarding access to the tech room door upstairs.
- Angela: do we need to monitor the creation of codes? Any unauthorized creation? Inventory of interior spaces: what needs a lock?

### **DIC discussion:**

- The Board discussed at length the ramifications of the DIC becoming a separate 501(c)(3) legal entity.
  - Testimony to the DIC increasingly separating itself from the Church:
    - Website and Facebook page that have no references to the church
    - Go Fund Me campaign
    - Separate check book
  - Concern that the 501(c)(3) applications were not mentioned in the Steering Committee report in the Annual Meeting packet. Crucial information for the congregation and Board to know.
  - Insurance and Governance issues were paramount.
    - Currently the Drop-in Center Corporation does not have liability insurance
    - Uncertainty from January 2022 with regards to insurance coverage: was the PSDI as a committee of the church covered by church insurance? What communications were there with Church Mutual in Winter 2022? Is the Church exposed to lawsuits?
    - Anne and David reached out independently to Church Mutual; no clear answer about current liability issues. Church Mutual did suggest that the church establish a rental relationship with the DIC Corporation.
    - Anne and David reached out independently to Erica Baron, our congregational representative at the UUA. She advised that we establish a rental relationship with the DIC Corporation and to dissolve the Steering Committee. Rental agreement will resolve the ongoing lack of clarity around DIC financial contribution to the church; status of being a church committee has been a complicating factor in that discussion.
    - Anne, Linda, and David had a Zoom consult with Marc Ayotte. Marc recommended that in the interests of effective

governance the Board deal solely with the DIC Corporation and dissolve the Steering Committee. Marc was adamant that we clarify the insurance issue.

- Linda raised the issue that from now on to whom do we talk? The DIC Corporate Board? The Steering Committee?
- Consensus that the DIC has sent a strong message that they are a separate legal entity, desiring to operate as such. Since they have chosen to separate themselves institutionally, they cannot still be considered a committee of the church.

**Motion:**

- Board of Directors will dissolve the Steering Committee of the Drop-in Center as a committee of the church.
  - Moved by Betty Lynne
  - Second by Ed
  - Passed unanimously

**Immediate Action Items:**

- Set meeting with DIC to inform them of Board decision; to ask that they indemnify the church from any liability if they wish to open on Saturday.
- Finance Committee needs to work with DIC to get them off the Church books.
- Create a rental agreement with the Drop-in Center Corporation within the next 30 days (incorporating insurance items required by Church Mutual). Need for legal advice.
- Address possible conflict of interest: members of the Drop-in Board who are officers or employees of the church.

**8:25:** Entered Executive Session to discuss a confidential congregational issue

**8:35:** Left Executive Session

**8:36: Adjournment**

Respectfully submitted,

David H. Das (Clerk)