**Quimper Unitarian Universalist Fellowship**

**Board of Trustees**

**Minutes June 21, 2023 5:00 pm**

**QUUF RE2/3 and hybrid via Zoom**

**Video recording, YouTube**

[https://urldefense.com/v3/\_\_https://youtu.be/p1q8-yrdFa4\_\_;!!K-Hz7m0Vt54!gBOjzQSg8chVe93Zz3Zm5n5FOfmjzk6frHw3N1rp-qt5Q5HjksgSu1h\_wUtPVU6F5cFzuUHdz-0$](https://urldefense.com/v3/__https%3A//youtu.be/p1q8-yrdFa4__;!!K-Hz7m0Vt54!gBOjzQSg8chVe93Zz3Zm5n5FOfmjzk6frHw3N1rp-qt5Q5HjksgSu1h_wUtPVU6F5cFzuUHdz-0$)

**Land Acknowledgement**

We acknowledge that these waters, mountains, valleys and shorelines are the traditional territory of the S’Klallam and Chemakum peoples. We will work to restore and sustain their homelands and all living beings.

**Meeting Called to Order,** recording on5:03

Attending: Larry Morrell, Frances Loubere, David Rymph, Jesse Wild, Rob Wamstad, Liesl Slabaugh, David Covert, Kate Kinney

Remote: Roseanna Almaee

Excused: Bruce Zalneraitis

2023-2024 Board Observers: Sarah Hull, Sarah Walker, Elizabeth Walker

Observers via zoom: Jenell DeMateo, Share DeWeese, John Collins, Kathy Stevenson, Christina Tweed

Spiritual Practice and Opening

 **Chalice Lighting**

 **Reading:** A Solstice Farewell. We meet here for the last time as a team of leaders on the day when the sun is northernmost in the sky.

 **Check-in:** What are you looking forward to this summer?

Protocol for observers during virtual or hybrid meetings:

* All non-board members will be muted and video turned off.
* Observers may be asked to respond to a question (e.g., parliamentarian for a question on process).
* Invited observers with items on the Agenda may be asked to join when that agenda item is being discussed.

Opening Announcements or acknowledgements

 Process observer: Liesl Slabaugh 5:14

1. **Approve Meeting Agenda**

**Motion:** Liesl Slabaugh moved to approve the meeting agenda; Jesse Wild seconded the motion; motion approved.

1. **Consent Agenda**

**Motion:** Liesl Slabaugh moved to Approve the draft Minutes of the May 19, 2023 Board meeting; Jesse Wild seconded the motion; motion approved.

1. **Standing R****eports**
	1. **President’s Report. See** [**Attachment A**](#AttachmentA)

The staff is forming a small team to review the Ranked Choice Voting procedure that is now in our Bylaws and was used at our Annual Meeting. They are documenting the exact process in its entirety from start to finish. They will recommend changes that may be advisable in the future.

* 1. **Minister’s Report. See** [**Attachment B**](#AttachmentB)
	2. **Treasurer’s Report. See** **[Attachment C](#AttachmentC)**

**Motion:** Rob Wamstad moved to approve Treasurer’s Report; Liesl Slabaugh seconded the motion; unanimous, motion approved.

1. **Trustees’ Reports, Congregational Committees.**
	1. **Endowments. Bruce Zalneraitis,** no verbal report, absent.
	2. **Nominating Committee. Jesse Wild**

We're going over organization all of our procedures.

This was the first competitive election; we are reviewing everything to organize it for the future. We need to recruit earlier because that's the hardest part.

1. **Board Task Force and Committee Reports** 5:30
	1. **Communications Committee. David Covert**

There have been no responses to closing of Letters to the Board for publication. There were several letters re the pending communication policy; most were positive. There was one letter regarding wording of membership renewal letter.

* 1. **Governance Task Force. See** [**Attachment D**](#AttachmentD) **– Frances Loubere**

**Motion:** Frances Loubere made the motion that the Board add the authority to vote on the program Council to the Minister; motion was seconded by Jesse Wild; Vote: 5 Yes, 3 No; Motion carries.

 5:55

**Motion:** Frances Loubere made the motion to adopt the pending Communication Policy as described in the attachment; the motion was seconded by Roseanna Almaee; discussion followed with a proposed amendment.

 Motion put on hold.

**Amendment to above Motion:**

Rob Wamstad moved to amend the above motion by striking the words “public communication”, adding “Program and Ministry Council” and adding reference to revised Bylaws subsection F; seconded by David Rymph; 3 yes votes, 5 no votes; the amended motion does not carry.

**Motion:** Frances Loubere made the motion to adopt the pending Communication Policy as described in the attachment; the motion was seconded by Roseanna Almaee; 6 yes votes, 2 no votes; the motion carries.

**Communications Policy (**amended based on comments, attachment D, p.13.)

All QUUF congregational and public communications, other than those from the Board, are the responsibility of the Minister of QUUF. In the event of a concern, question, or inappropriate submission, the Minister or their designee has decision-making authority over both content and method of communication. Communications may be governed by additional policies and procedures such as the Policy on Endorsing Controversial Public Issues, as detailed in the Operations Manual, and may require Board approval, as indicated in the Bylaws.

**Procedures**

Questions shall be directed to the QUUF Administrator except where otherwise indicated in the Guidelines.

Guidelines shall be updated as needed and posted on the QUUF website by QUUF Staff.

*Note: See GTF Report* [*Attachment D*](#AttachmentD1) *for links to comments and original wording*

**Break:** recording off6:25 to 6:30

**Reassemble**: recording on 6:32

* 1. **Widening the Circle. See** [**Attachment E**](#AttachmentE) **– Frances Loubere and Roseanna Almaee.** A service is being planned.
	2. **Healthy Community Team. See** [**Attachment F**](#AttachmentF) **– David Rymph.** Nothing further to report.
	3. **Denominational Affairs. See** [**Attachment G**](#AttachmentG) **– Roseanna Almaee.** The delegates are working on General Assembly preparation, see the report in the attachment.
	4. **Personnel Committee – See** [**Attachment I**](#AttachmentI) **– Rob Wamstad.** See the report in the attachment. Committee is off until September.
	5. **Fundraising Coordinating Committee – Liesl Slabaugh.** Patrick Johnson has agreed to chair the committee. Robin Stemen will head up the pledge committee. Other members may now join to fill the committee.

**Motion:** Liesl Slabaugh moved to appoint Patrick Johnson as chair of the new Fundraising Coordinating Committee; seconded by Roseanna Almaee; vote was unanimous. The motion passed.

1. **Motions, proposals, invited presentations, etc.**
	1. **Pending Appointments**

Bylaws Committee needs to be established to do the required 7 year review of the Bylaws next year. That should be one of the first actions of the new Board in July.

* 1. **Capital Projects Request. – See** [**Attachment H**](#AttachmentH)

**Motion:** David Rymph moved to approve funding of approximately $2000 for the emergency exit from the Loft and related roofing needs; seconded by David Covert; all voted in favor; motion carries.

1. **Executive Session**

**Motion:** Liesl Slabaugh moved to enter executive session; Roseanna Almaee seconded the motion; motion was approved.

**Executive session**, Recording off. 6:45

**Return from Executive session,** Recording on. 7:37

A Ministerial Transition Team was selected and approved.

Wording of the membership renewal form was decided and approved.

**Motion:** David Rymph moved to adjourn the regular session of the Board meeting; Liesl Slabaugh seconded the motion, approved.

Extinguishing the Chalice. Closing Words.

**References**

**Open Questions for QUUF Vision building from 2021 BoT Retreat**

Together how can we better meet the spiritual needs of our community?

How can we create a more unified, diverse, equitable and inclusive
QUUF community for all?

**QUUF Board Covenant (revised 9/14/15)**

As Board members of the Quimper Unitarian Universalist Fellowship, we will:

1. Hold in love all that we do for QUUF and the Board. Love serves to make service on the Board a spiritual experience.
2. Listen mindfully and deeply, encourage each other, work toward trusting relationships in order to transcend our individual limitations and achieve a greater result.
3. Seek consensus, honoring dissenting opinions. We will speak with one voice about Board decisions once they are made.
4. Be prepared to achieve the goals we collectively set, keeping in mind the spirit, cooperation, and joy.
5. Resolve our conflicts in a timely manner. Forgive each other and ourselves.
6. Speak honestly and be discerning about what needs to be kept confidential.
7. Express sincere appreciation of each other.
8. Maintain a sense of humor.
9. Represent the congregation by listening to their concerns and dreams and by acting in their best interest.
10. Be guided by the Seven Principles.

**Attachment** **A** **QUUF Board of Trustees**

**President’s report – June 21, 2023**

1. Gave sermon on May 28: “Memorial Day – A Veteran’s Perspective”
2. Study Session on June 1 - Focus was on planning for the Annual meeting, voting procedures and roles for Board Members. Larry to send notes to board members regarding procedures for comments and questions from the membership and other logistics. Created final rules for settings of Ranked Choice Voting (RCV) software. Determined to request the new board to assign the 3-yr and 1-yr term to the 4 elected board members.
3. Congregation ordained Rev. Victoria Poling on June 3 – the first ordination of QUUF.
4. Assisted with Candidates Forum on June 4.
5. Conducted Annual Meeting on June 11; RCV approved by a 98% super majority; all bylaws changes approved by 74%; Logistic ran smoothly and voting tabulation was completed and reported to the membership by 5pm. The duplicate process of entering ballots matched exactly. The business meeting lasted approximately 90 minutes. Issue: Some voters received multiple ballots in their envelopes.
6. Executive session on June 14 focused on annual meeting feedback.
	1. Ranked Choice Voting software and process worked as planned. Recommend forming a small team to investigate other tabulation techniques to evaluate best democratic process. (Beau, Christina to assist.)
	2. Have a single board focal point for staff coordination.
	3. Clarify Proxy voting timeline and process; there was confusion.
	4. A total of 217 ballots were cast, meaning 150 of our 367 members did not vote (60% turnout.).

Pending

1. Alternate decision-making systems (Discernment/sociocracy, majority rule, gradients of agreement)

Respectfully,

Larry Morrell, President

QUUF Board of Trustees



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**Attachment B**

**June Minister’s Report: Kate Kinney**

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**Attachment C**

**Treasurer’s Report to the Board**

June 15, 2023

The information below summarizes highlights from May 2023 and is 92% of the fiscal year.

**Income**:

Current Year Pledge Income at the end of May was $428,431 which is $35,295 below the same period for last year. Total income at the end of May is $509,427 which is $4,284 above the same period for last year and 91.5% of the annual budget which is $556,685. Pledge income represents **84%** of the total income to date.

**Expenses**:

Total expenses for May are $42,396 which is $7,373 less than last year for the same period. The expenses for the fiscal year to date are $506,374 which is $28,356 less than the same period last year and 86.5% of the annual budget.

At the end of May our reserves are as follows:

Operating Reserve $74,347

Maintenance Reserve $109,385

Capital Reserve $13,479

Total $**197,211**

**Balance Sheet as of May 31, 2023**:

**Assets**:

Total Cash: $188,792

Investments: $293,350

Overall Total Current Assets: $**482,142**

Temporarily Restricted Funds: $175,350

Permanently Restricted Funds: $17,130

**Liabilities**:

Current Liabilities: $67,938 Prior Year: $129,162

Long-term Liabilities: $256,541 Prior Year: $280,082

**Total Net Assets:** This year: $2,130,438 Prior Year $2,191,228

*The following numbers are as of 5-31-2023:*

The current pledges to date: $464,980

The amount paid so far to date: $428,431

The amount outstanding for the year: $ 36,549

The FY 22-23 annual budget for pledges: $488,675

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**Attachment D**

**Governance Task Force Board Report**

June 17, 2023

Submitted by Frances Loubere

GTF meets in person on the second and fourth Wednesdays of the month in RE 2&3 except when circumstances require otherwise. Meetings are listed on the QUUF calendar. Remote attendance is with advance notice.

**Members:** David Alvarez, Phil Burwell (medical leave), John Collins, Julia Cochrane (Recorder), Diane Haas (PC liaison), Frances Loubere (Chair, Board rep.), Anne Weaver, Bruce Zalneraitis (Board rep.)

Frances Loubere will remain GTF Chair for now. We will make leadership decisions (co-chairs preferred with one being from the Board) when we know our complete membership for the 2023-2024 Fellowship Year.

We welcomed guests to our May 26 and June 14 meetings including (6/14) our new QUUF intern, Rachel Schmitt, and members of the Executive Team (Rev. Kinney, Larry Morrell (President), Jesse Wild (VP), Jenell DeMatteo (Administrator) 5/26, and Beau Ohlgren (DFM) 6/14.

**Potential Bylaws Updates**

GTF and Bylaws/Ops Manual subcommittee forwarded two recommendations to the Board for amendments to the Bylaws: To allow Ranked Choice Voting when applicable, and a package of revisions needed for alignment with our Shared Governance structure. The Congregation voted to adopt these at the June 11 Annual Meeting by 98 and 85 percent respectively.

**Operations Manual Updates**

GTF continues comparing the manual with several years of Board minutes to make sure that all policy and other Board votes are accurately reflected in the content of the current manual, which is increasingly out of date, before we bring changes to the Board. Our QUUF Administrator will be part of discussion to reorganize the content, and structure. The Ops Manual will include a glossary and document control system.

**Glossary**

We edited this draft (David Alvarez) document using Google Docs. This work is ongoing.

**Policies**

**Communications Policy**

GTF forwarded a Communications Policy to the May Board meeting. The Board voted to place this as a Pending Policy on our Board Policy Development and Approval page and will consider again in June. *All QUUF congregational and public communications, other than those from the Board, are under the purview of the Minister of QUUF. The Minister or their designee has decision-making authority over both content and method of communication. Communications may additionally require Board approval, as indicated in the Bylaws.*

**Grievance Process/Policy**

We continued reviewing and editing the HCT draft of a Grievance Policy. Jenell DeMatteo brought recommendations from the Personnel Committee to our 5/26 meeting.

**Safety and Risk Management Policy amendments**. This policy will be referenced in the above Grievance Policy and is being updated. This discussion will continue.

**Preamble for Policies**

We will draft a “preamble” for all policies that affirms all our policies and procedures will be consistent with our governing documents. This will be in lieu of referencing this in every policy.

**Program Council**

Diane Haas as PC chair is the liaison to GTF. GTF will continue to provide information and support when needed. The Minister’s Report will include the Program Council Report. We postponed further discussion of an Affinity Groups policy pending further discussion and more information.

**Bylaws Review Committee recommendations**

Now that the Board has approved a Bylaws Review Committee for 2023-24, members need to be appointed by the Board. David Alvarez and John Collins are willing to serve from GTF.

**Ministry Advisory Team/Coordinating Team (MAT/CT)**

Our Minister and members of the Executive Team joined us for this June 14 discussion. We considered whether to recommend reinstatement (in some form) of the MAT/CT, a key component of the Shared Governance structure, which has been on hiatus since July 2022. We considered a new name *Ministerial Executive Team*, as a parallel body to the Board Executive Team, as well as revising the charter’s purpose and including decision-making power. This discussion will be continued. Our intention is to bring our eventual recommendation to Rev. Hart in the fall.

**Minister’s Scope of Authority**

We began discussion of a statement or policy that will clarify the Minister’s scope of authority within our new Shared/Policy Governance structure in preparation for Rev. Hart’s August arrival. This will be based on our current governing documents as well as the Developmental Minister’s contract.

**Communications Policy (as approved as a Pending Policy at the May Board Meeting)**

All QUUF congregational and public communications, other than those from the Board, are under the purview of the Minister of QUUF. The Minister or their designee has decision-making authority over both content and method of communication. Communications may additionally require Board approval, as indicated in the Bylaws.

**Congregational Comments** gathered during the pending period can be found here:

<https://www.quuf.org/pdfs/Governance/Policy-PendingComm.pdf>

**Communications Policy (amended based on Congregational Comments)**

All QUUF congregational and public communications, other than those from the Board, are the responsibility of the Minister of QUUF. In the event of a concern, question, or inappropriate submission, the Minister or their designee has decision-making authority over both content and method of communication. Communications may be governed by additional policies and procedures such as the Policy on Endorsing Controversial Public Issues, as detailed in the Operations Manual, and may require Board approval, as indicated in the Bylaws.

**Procedures**

Questions shall be directed to the QUUF Administrator except where otherwise indicated in the Guidelines.

Guidelines shall be updated as needed and posted on the QUUF website by QUUF Staff.

(See attached Guidelines. Link will be posted here. If the policy is adopted the header will be edited to include the updated wording.)

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**Attachment E**

**Widening the Circle Committee**

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1.We had an end of the program year luncheon to visit and socialize.

2. We are preparing for the WTC service on July 9th.

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**Attachment F**

**Healthy Community Team**

Report to Board from Healthy Community Team (HCT): mid-May to mid-June activities

Scheduled meetings on June 7 and June 15

* Continued to work with board members by email (and Karen Wamstad by zoom with Bruce Zalneraitis and Frances Loubere May 27) to settle on the facilitation plan for 2-4 people. Invitation sent on June 2, date agreed upon on June 7 and scheduled for June 19.
* Monitored Ask HCT email (no correspondence).
* By email: Discussed/declined participation in Nominating Committee’s candidate forum.
* 6/15 Welcomed two new HCT members Annemarie Mende and Reina Garcia.
* 6/15 Discussed Board proposal for revision to Facilitation and worked towards new plan.
* Hilary Rosen is the facilitator from June 15 through July 10.
* HCT will meet monthly until Fall. Next meeting by zoom July 5 will include David Rymph.

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**Attachment G**

**Denominational Affairs Committee (DAC) Report to Board**

June 16, 2023

Submitted by Kathy Stevenson



It is very exciting having new congregants engaged at GA. Orientation has gone well, and people are becoming experts at following business items and learning the systems. Getting comfortable with the WHOVA app has its challenges.

There is far more pre-GA work to tend to this year. Maybe because of Article II. Returning delegates are helpful. But first timers are really stepping up and helping educate everyone. It has been a bit difficult for me, Kathy, to not be a delegate. Some information goes just to delegates, so I am in the dark on some issues.

The Denominational Affairs Committee worked hard this year, and we feel good about all the systems we have in place. The Advisory vote on Article II was 74% in favor of continuing the discussion for the year. We think people were well informed and inspired by the discussion.

GA will be another adventure, then we will plan for how to give a review to the congregation. Last year we did it through July and August blogs, and that worked well. We would also be happy to have a “GA Review Evening.”

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**Attachment H**

**Capital Projects Request**

**Request for funding of capital projects:**

1. Concrete Pavers from NE Sanctuary Exit to San Juan Ave Sidewalk: $16,000
2. Create emergency exit from Loft – through skylight with ladder: $1700

**Notes from Facilities Oversight and Safety Team (FOST) Activities**

The following represents a summary of recent activities of some members of the FOST. Prepared by Jeff Mather, on behalf of John Tyburski, Bryan Yankowy, David Covert.

**Emergency Egress From Loft**

Problem and proposed action: There is currently no means of emergency egress from the loft area. It was proposed to provide roof access (and emergency ladders) by replacing one or both skylights with skylights designed for emergency egress.

Action taken: Internet research found Velux makes a skylight designed for emergency egress. Further research found a certified Velux installer is located in Port Orchard. Hanely Roofing was contacted and invited for a site visit to assess the removal of one or both skylights and replace with Velux roof access skylights.

Findings: On 6/14 a site visit was made by a Hanley Roofing specialist. The good news is we determined both skylights are already fully operable for emergency egress purposes. Each has a feature to enable a quick disconnect of the operating hardware to allow the window to be opened fully. Bottom line is the existing skylights do not need to be replaced and this will save an estimated $3,000 to $5,000 from proposed budget.

Further action required:

1. East-facing skylight has some broken hardware that needs repairing.
2. Choose which skylight will be outfitted with emergency egress equipment such as:

 Emergency ladder for exiting off roof

 Emergency ladder inside loft to allow a person to climb up the window well

 Emergency Egress signage

 Instruction placard

1. Testing of window release hardware and staff training to use in event of emergency.
2. Hanley suggested a rope ladder similar to the one in this link. https://a.co/d/2QRvkU2

**Roofing Budget for RE Building and Fellowship Hall**

Problem: The asphalt shingle roof on the RE building and fellowship hall is now 25 years old. Most roofing guidance suggests a typical shingle roof needs replacing at 25 to 30 years age.

Proposed action: Budget for a replacement roof in the next 3 to 5 years. Given inflation and general cost increases it was determined that a budget of $8 per square foot (or $40,000) be included in budget planning.

Action Taken: While Hanley Roofing was onsite (for skylight issue) we asked for a quick inspection of the RE roof to confirm our proposed action.

Findings: To our surprise we have now been advised the existing shingle roof(s) are not standard asphalt shingles but rather a different asphalt composite that has a typical life of 40 + years. And the inspection concluded the roof is actually in very good shape and should easily go for another 10 years or perhaps more. The inspection did indicate we should consider some minor maintenance of the roof including removal and replacement of vent pipe rubber boots that are cracking. Also, roofing modifications at the egress skylight for mounting an escape ladder.

Results: **Hanley Roofing submitted the attached quote for $1,170.00 for the above work**.

**Patio and Walkway for Emergency Egress**

Problem: The Accessibility Team has placed a high priority on insuring people with mobility issues can navigate the egress from the east foyer doors and the north door of the sanctuary and across the gravel patio all the way to the sidewalk on San Juan. These issues also were findings in the emergency evacuation exercises.

Proposed solution: Remove gravel patio and walkway and replace with concrete pavers. In addition, extend the new walkway east all the way to the sidewalk on San Juan. Removal of the Laurel bush adjacent to the sidewalk would allow for direct access. Existing gravel spoils will be relocated to the south parking lot and spread.

Actions underway: Solicit quotes from landscapers who do hardscaping with pavers. Contact has been made with Powers Landscaping, Savory Landscaping, and Sea View Landscaping. So far only one firm quote has been received **from Savory in the amount of $16,910.00** which is attached. Further quotes are pending.

**Repair and Reactivate Courtyard Fountain:**

Summary: Fountain has been dewatered and basin cleaned. New pump is being ordered. Specialized pond and fountain expanding foam sealer is being ordered to repair joint where water has been leaking from. Work should be complete in 2 weeks’ time.

**North & South Parking Lot Paving:**

Problem: Long-term accessibility issues remain with all gravel surfaces. As such, budgeting for hard paving to replace gravel in both parking lots is being considered.

Findings: To establish a budget estimate for this work local asphalt contractors were contacted. Bear Creek Asphalt responded to an invitation for a budget estimate. They visited the site and submitted a detailed estimate which is also attached. The estimate for paving 18,750 sq. ft. is $52,125.00.

END of REPORT

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**Attachment I:**

**Personnel Committee**

June 7, 2023

Attending: Linda Spratt, Jenell DeMatteo, Rob Wamstad, Jen Stankus (scribe)

Chalice lighting and check-in

BOARD REPORT – Rob

Preparing for June 11 General Meeting.

The Board will vote on the Communication Policy on June 17.

ADMINISTRATOR REPORT – Jenell

* Jenell attended the Governance Task Force meeting concerning the Healthy Community Team document. Our recommendations regarding procedures for grievances that involve staff were accepted. This document will now go to the Board. State long-term-care coverage for staff (now called WA Cares Fund) will be required starting with the July payroll. The new deduction will be .58% (averaging approximately $24 per pay period for a worker earning $50,000/year). Although our Committee had earlier hoped to reimburse our employees for this added payroll deduction, it was agreed, due to budgetary concerns, to not recommend employee reimbursement at this time. This insurance requirement will be added to the Employee Handbook.
* Sheila Harwood, our Music Director had submitted her resignation. Linda agrees to conduct an exit interview.

GOALS FOR NEXT YEAR, and beyond: a lengthy discussion resulted in the following:

* Recruit two new members.
* Complete the reorganization of the Employee Handbook, including review of all sections.
* Update Employee Handbook as needed; ensure communication to Staff and others as appropriate.
* Seek clarity on which parts of the Handbook pertain to our Minster.
* Establish location of the Employee Handbook – how is it accessed and what is the process for updating?
* Review our current QUUF policies, forms, and practices for consistency – both internally and with UUA plan requirements and guidelines to ensure best practices, i.e., Benefits Tune-Up.
* Review our Employee Evaluation process – responsibilities, steps. Who oversees?
* Make recommendations to the Board regarding the responsibilities of the Minister in regard to employee evaluations and grievances.
* Review Personnel Committee responsibilities.

Next Meeting: September 14

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