



January 27, 2008
Tapestry Special Congregational Meeting Minutes

Call to Order

Welcome to our January 2008 Congregational Meeting. While you are getting settled, I'd like to thank Charlotte Clarke for organizing the potluck, and to Sofia Espejel, Vicki Schmid, and Erica Meslin for providing childcare. I'd also like to thank Mary Halunka for copying and distributing the meeting materials.

From the posted agenda for reference:

1. Call to Order
2. Approval of the Agenda
3. Approval of Minutes of Previous Meetings (June 2007)
4. Report of the Ad Hoc Committees (Exploratory Task Force)
5. Old Business
6. New Business: Whether to define an actionable path to unification with Orange Coast Unitarian Universalist Church
7. Adjourn

Call to Order

Good afternoon. I call this Congregational Meeting to order at 12:35 pm.

I am really glad to see you here. We are going to be talking about some exciting possibilities today, and your committed involvement is the most important thing to ensure we move the way YOU want to.

Our membership stands at 165 members. Our bylaws state we need 25 percent of our members present to constitute a quorum to conduct business, which is 42 members. You are a member if you have signed the book and made a pledge. Please raise your hand if you are a member so we can take a count.

If number of members is between 165 to 168, a quorum is 42 .

Minister: Rev. John Gibb Millspaugh
Director of Religious Exploration: Katelynn Hassler **Office Administrator:** Mary Halunka
Affiliated Community Minister: Rev. Sarah Gibb Millspaugh **Minister Emeritus:** Rev. Robert Jordan Ross
President: Tara Sayre **VP Finance:** Julia Rampone **VP Operations:** TBD
Treasurer: Penny Kinnear **Secretary:** Laura Jackson **Trustees:** Richard Jagielko, Connie Pursell, Michael Boys

Laura, will you please record that over 70 members are present.

We conduct these meetings in the spirit of Robert's Rules of Order. Dave Kinnear has agreed to be our Parliamentarian if we get have questions about how to proceed. I'm going to take a moment to refresh everyone's memory (including mine!) about how this goes:

First, we need to stick to the agenda that was distributed. New issues or items introduced will need to be taken outside the meeting or deferred to the next congregational meeting because they were not published in the agenda that was distributed to the membership, as per our bylaws.

I will introduce an agenda item, with a very brief explanation. I will end with a request for a motion. Someone will make a motion. Then without any discussion, someone else must second the motion to put the topic into discussion. Then I will call for discussion. Remember, discussion is not mandatory. We can go right to a vote. If you do want to speak, please raise your hand. I will call on speakers individually – please wait for the mic so that everyone can hear you.

Before you begin speaking, please repeat your name so that our Secretary Laura Jackson can record it for the minutes. Discussion needs to focus specifically on the pros and cons of the particular motion. Only one motion can be on the floor at a time. If someone wants to amend a motion, discussion shifts to the merits of the amendment to the motion, which must be voted on before we go back to the original motion.

When there is no more discussion or there is consensus to stop discussion, I will call for a vote. Only members may vote. I'll say, all in favor, and you say aye, all opposed, and you say nay, any abstentions? If it is too close to tell, we'll do a hand count. For most of the business we conduct, only a simple majority is required. However, for the vote about continuing or not with Orange Coast, we'll take a count for those votes to determine the level of support or concern.

Approval of Agenda

First, I will consider a motion to approve the agenda that was posted on the Tapestry web page and published in the letter that was distributed.

MOTION: I move to accept the Congregational Meeting agenda as distributed and posted.

Carole Wheeler moved
Lynn Cowan seconded

Discussion - none

All those in favor - all

None opposed

No Abstentions

Approval of the Minutes of the June 2007 Annual Meeting

At this meeting, we voted on the following items:

- The annual budget
- To change “Board of Directors” to “Board of Trustees”
- A new vision statement
- A new mission statement
- The election of new Board members
- To pursue collaboration with Orange Coast UU Church on a site search

All were passed with the exception of the Mission Statement. The minutes were provided here at Tapestry, and are posted on the web site.

Are there any additions or corrections to the minutes?

None

Do I have a motion?

MOTION: I move that we accept the minutes of the June 2007 Annual Meeting as written and distributed.

Keith Tuominen-Lenney moved
Sheila Raymond seconded

Discussion - none

All those in favor - all

None opposed

No Abstentions

Report of the Ad Hoc Committee – Exploratory Task Force

As you know, last June, we voted to work with Orange Coast UU Church in Costa Mesa in a ‘combined site search’. At the time, they were in imminent danger of losing their parking and were beginning to investigate new facilities to support their desired growth, and their needs for space. They knew we were hoping to start searching for a new home of our own, and approached us about ways we could work together.

In July, an equal number of members from the Boards of both Congregations got together to outline what we thought ‘collaboration’ and ‘combined site search’ could mean, and what information needed to be gathered for the congregations. The Boards basically felt the following four options were open:

1. Share a facility, but not share services and not merge.
2. Share a realtor, but look for separate facilities.
3. Share best practices and perhaps some programs.
4. Merge the congregations into a single entity.

The Boards decided to establish a task force of 12 people – equally represented by **6** from each congregation. Additionally, there are 4 ex-officio members – again, equally represented by **2** from each congregation. The Exploratory Task Force, or “ETF” as it became named, consists of Tapestry Members Dave Kinnear, Christine Krueger, Jim Semelroth, and Keith Tuominen; and Tapestry Board Members Richard Jagielko and Julia Rampone. Jim Semelroth serves as co-chair with Mickey Jackson from OCUUC, and Rev. John and I are the ex officio members. I would like to take a moment to recognize the diligent efforts of this team in getting us to this place. They have spent a lot of time and energy on this effort. Would the ETF members who are here today please stand for a moment so we can give you a hand?

Thank you!

The ETF was given the mission of determining the optimum way for Orange Coast and Tapestry to work together on a property search in such a way that increases the impact of UUism in Orange County, while also being the best thing for both congregations individually. By the end of 2007, the **ETF** had accomplished the following

First, as regards the four options the Boards had considered the ETF:

1. Decided against pursuing
 - a. **Share a facility**, but not services and not merge due to a plethora of issues
 - b. **Share a realtor**, but look for separate facilities, as neither congregation could afford their desired new facility individually.
2. Decided in favor of pursuing
 - a. **Sharing best practices** and some programs, and have put various committees in touch with one another
 - b. **Investigation of merging** the congregations into a single entity

In terms of what they've accomplished, they have

- **Documented the Congregations' Demographics:** This includes, but is not limited to: number of members, number in RE, Sunday service attendance, etc.
 - This is the Congregational Profile that the ETF has developed and posted on the website.
- **Began Investigating Possible Locations if Sharing or Joining Together:** They mapped the location of members of each congregation, and have established a Site Investigation Sub-Team
 - The Site investigation team of 6 includes 3 from Tapestry (Lynn Cowan is our co-chair, with Carole Shannon and Jim Semelroth) and 3 from OCUUC. They have started to investigate properties and possible areas where a joint facility could be.
- **Ensured Congregations Understand and Participate in the Process:** Have held one or more informational meeting per congregation per month, have made all information available on the Tapestry website, and included key info in the newsletter. The questions and answers from **all** the Tapestry **and** Orange Coast meetings are posted on our Website.

So, now that you're up to speed on **how we got here**, *what have we learned?*

- Our governance structures are fairly similar (bylaws & policies, for example).
- Our annual budgets are very similar – In spite of about 25% more members, Orange Coast's budget is only about 10% higher than Tapestry's. OCUUC has a very small mortgage (less than 100k), and the bulk of their budget is spent on paid staff, of which they have 1 FT and 8 PT. Tapestry's congregation is "Fair Compensation"; OCUUC is working towards it but they are not currently paying benefits for all their employees.
- OCUUC owns their building free and clear, and has a \$400k endowment. Tapestry has the demonstrated ability to service \$100k/year in building expense (currently rent, but could be put toward mortgage).
- Both congregations have active RE programs, Social Action / Faith in Action, and many other programs.
- There is an identifiable area of overlap physically between the two congregations' memberships that could work for a new facility.
- The members of both congregations who have visited the other have consistently reported good things.
- There are people within both congregations who believe we could do more if we combined into a single larger congregation.
- There are people within both congregations who believe we could do more if we did NOT combine into a single larger congregation.

As we are still in the Report of the ETF section of our agenda, I would like to ask the members of the ETF – are there key pieces of information I have missed from your work? Please remember, we are not yet to the part of the agenda where we are discussing next steps, so hold your questions about that until we're ready for it. Thanks!

So now, you know how we got here, AND what we have learned. The question now becomes to "what next?" As we have no Old Business to discuss on the agenda, we will move to our next item of "New Business".

NEW BUSINESS

Ah, the moment you've all been waiting for. 😊

The question is, “what next” with Orange Coast Unitarian Universalist Church?

As I mentioned in my letter and in the agenda, you will be deciding on whether to move towards merging with OCUUC.

Today is the second vote of a 4-stage voting process, which will *only* go subsequent stages if both congregations want it.

1. Stage 1 was in June, where we opened the door to discussions.
2. Based on the outcome of those discussions, we are at Stage 2 – today, when we will commit *or not* to exploring a merger. We would basically be declaring *intent*.
3. Stage 3 will *only* happen if both congregations decide to pursue merging today. It would likely happen in late March, and would be the “yes, we are committed to merging” or “no, we do not want to merge”. This is also the time at which OCUUC would likely vote to sell their building. It is critical that OCUUC know whether or not we would be moving forward together before they put their home on the market. We would basically be *committed* to merging at this point.
4. Finally, Stage 4 would *only* happen if both congregations had agreed to merge in Stage 3, and would be the point at which new bylaws were adopted, a new name instituted, and a single legal entity created. This would basically be the “legalities” stage.

I realize that outlining it in this detail may make some people uneasy, and feel as though a merger is a ‘done deal’. As the President of Tapestry, and someone who deeply trusts this community and the principles we hold dear, I promise you, nothing is further from the truth.

As a professional project manager and business leader, though, I also LIVE the experience every day that solid planning makes for markedly better execution. Regardless of your feelings on the matter, I am sure you’d agree when I say that if we *want* to move forward, we *want* outstanding execution. So yes, the ETF has planned for next steps. They know that they would want to get committees working on bylaws, finances, staffing, Religious Ed, and membership working together immediately. They know that we would need cottage meetings to get the input, concerns, and hopes of the wider community. They’ve made the plans. And they are **equally** ready - to execute them, or NOT execute them - based your vote.

So, to begin the discussion, I need a motion.

MOTION: I move that this congregation commit to deeply exploring a merger between OCUUC and Tapestry.

Motion by Lynn Cowan

Do I have a second?

Second David Dearing

Before you begin discussion, please be aware that Orange Coast is voting on **exactly** the same motion at their congregational meeting today. While Lynn Cowan can consider amendments, it could lead to substantive differences between the motions being passed at each congregation, so I would ask our members not to 'wordsmith' the motion.

Discussion

Laura Mazzulo

- Q: Does OCUUC expect any trouble selling their place due to property market downturn?

Lynn Cowan

A: The market downturn is not a big concern for commercial properties according to our Real Estate contact who specializes in church properties

Shirley McGovern

- Q: about the different phases, does 3rd phase have any caveat before going into 4th stage agrees if some issues arise that make us want to get out?

Tara Sayre

- A: yes we can include something like that if needed but if OCUUC decides to sell their building based on our agreement to be a UUNion, that would be different than if they expect to be on their own. I would hesitate to add such a clause because of the risk to OCUUC and the commitment they would be making if we agree to stage 3.

Lauren Lowe

Q: What about the 2 ministers, when is Karen retiring? And would we have 2 ministers for the time being? Is that normal for a congregation that size?

Tara Sayre

A: Yes

Pamela Edwards

Q: About our catchment area – what if you live at the far ends of one congregation's current boundaries – what is the concept of what our size will be if we find a central area and/or how much will we lose from the outer edges?

Jay Keithahn

A: Does not think it will be a factor as long as the building is near the 5/405 freeway. That is key to success.

Erika Allen

A: From experience in her recent past – congregations normally have some commuters due to uniqueness of the UU community and therefore increased willingness to drive a little further to get there.

Sheila Raymond

Q: Definition of catchment?

Pamela Edwards

A: Where will people be willing to come from.

Jim Semelroth

A: Many people in ETF are willing to move the building farther away from their homes in order to have the UUnion

Tara Sayre

A: We will be much more visible as a larger group in the central area

Susan Rao

Q: Considering OCUUC real estate contribution is so big, will that affect the mindset of how they feel about our role.

Tara Sayre

A: She has felt all along that they are treating this as a joining of equals and consider us to be a great potential partner

David Dearing

A: Both are bringing something critical to the Union, which is like a dowry

Michael Boys

A: 2 paths have been outlined for Tapestry -- we are either moving somewhere else by ourselves or moving with OCUUC. Change will happen, gaining and losing people will happen. Lots of talk and meetings needed to make it work.

Melanie McCullough

Q: Has Rev Sarah been asked if willing to take Karen's place when she retires?

Tara Sayre

A: Feels it is much too early to begin discussing this with her.

Eric Allen

Comment: Thinking of the UUA changes of principles happening in 2009, this will draw a lot of attention to UU. Isn't this the time to get a facility big enough for major growth? This is a big decision for next 30 years, how big do we want to be, we need to ready for potentially major growth so we don't have to move again in a few years.

Connie Pursell

Comment: About the area selected, prime area around the Y, there are many colleges nearby it is a great location for our denomination. We have a great chance to pick up new members there.

Keith Tuominen-Lenney

Comment: Had a previous concern about the probable location and distance from home of new building, which is still a concern, and worried it could break us apart. Instead, we need to find a way to have satellite locations (homes, etc) closer to outer edges, too. Now, I believe in the possibility of UUnion, and it does not have to be all or nothing, as in everything in one location/community.

Linda Yeargin

Comment: It is so exciting that this could help us get into a building very quickly. And it is exciting to have larger group of people to know. I come from San Clemente and I think we can do it as I am OK to drive further for that.

Jay Keithahn

Comment: I felt raising enough money on our own was going to be tough and so this opportunity is a fortuitous event.

Vernie Gallagher

Comment: I bought a house near OCUUC over 30 years ago when nothing else was there. They will be giving up a lot to do this with us, this is very fortunate for us, need to go for it in a timely manner.

Dana Freeman

Comment: We have been coming here since our daughter Jeanette was very small. She loves seeing beautiful churches and so, it would be great for us to have one that is UU.

Penny Kinnear

Comment: John's sermon made a great point about the future. People at Tapestry found it by accident since most of us weren't born into it. The larger presence of our UUnion will help others to find us. If we don't try to reach out to the community it is selfish.

Sheila Raymond

Comment: I have visited OCUUC congregation 3 times, and found the experience transformative. We would get so much more than a building, the joint service will be great, they are a great congregation, and you will love the people.

Shirley Aiken:

Comment: I was born into UU, several generations, and lived in many cities and found UU everywhere, they are all different but as a denomination it is very special and there is nothing else like it.

Janet Quillian

Comment: We need to make it possible for people everywhere to participate in the evening events by making them somewhere people can get to easily. Then it would be workable.

Erika Allen

Comment – When at Laguna Beach UU fellowship, I was impressed and really thought we were amazing to change our name. That attracted us to this congregation. Need to make room for growth and younger people, and we are doing that. Satellite churches are good idea, and an old concept to have around a central church so it can work with many groups of the church and where we can eventually have church groups in the colleges.

Motion to Call the Question

Moved - Vernie Gallagher:

Terry Black second

All in favor Aye

VOTE

All those in favor 69

All those opposed 0

Any Abstentions 1

I would like to thank each and every one of you for your participation today.

The ETF, and the Board, look forward to your active participation in the cottage meetings, the task forces, and social activities as we move through the next phase in the process. (Though some of you are hesitant, it's clear that many believe) It's an extraordinarily exciting opportunity for us to move towards a home of our own, and towards achieving our vision of being a transformational home for liberal spirituality and a dynamic community leader in MORE of Orange County, and beyond. And I continue to be honored to lead you.

An email will be sent later today with the results of the OCUUC vote. We need everyone to be involved in the next stage especially if you have concerns and don't want to feel steam-rolled into a decision.

Thank you. Namaste.

Do I have a motion to adjourn the meeting?

MOTION: I move that we adjourn the meeting

Moved by Betty Elliot

MSP

Meeting adjourned at 1:22pm

MOTIONS

1st MOTION: I move to accept the Congregational Meeting agenda as distributed and posted.

2nd MOTION: I move that we accept the minutes of the June 2007 Annual Meeting as written and distributed (OR as amended).

3rd MOTION: I move that this congregation commit to deeply exploring a merger between OCUUC and Tapestry.

4th MOTION: I move that we adjourn the meeting.