Board Minutes 08\_05\_25

### Pacific Northwest Conference Board of Directors Meeting Minutes, August 5, 2025

**Board Members Present**: Sandy Wisecarver, Moderator; Leah Atkinson Bilinski; Diana Kutas, Treasurer; Ron Patterson, Scribe; Morag Stewart; Amy Johnson; Demontrice Bigham; Ryan Lambert; Kendrick Richardson; Edwin Galeai.

**Staff:** Designated Conference Minister Phil Hodson; Conference Accountant, Andy Warren.

**Excused:** Mark Boyd, Camp Director, Pilgrim Firs; Talaalemotu "Leilani" Alaelau; Dawn Koloi, Vice-Moderator (Sabbitical); Indigo Brown, Past-Moderator; Tevita\_Fakasiieike.

Guests: Gen Heywood and Tom Cuilia of Veradale UCC.

Sandy called us to order, and Leah led devotions. Leah focused on the 'do not worry passage' in Luke where Jesus reminds us of the ravens and the lilies. Don't worry! Strive for the 'kindom'. Put first things first. People seem to be collapsing in and retreating with a hyperfocus on the worry. We need to look for the 'kindom' and look for the good news. What is the saving news from God? We are called to reframe our stories to find inspiration that brings us hope. Leah shared the song "Revolution" by Nita Samone, who sang in response to the Beatles song by the same name with a version that sees the world as it might be.

Sandy led us in prayer.

We approved the July minutes without correction. (Moved, Seconded, Passed)

Andy invited us to welcome two guests from Veradale UCC: their pastor, Gen Heywood and lay leader, Tom Cuilia, to answer questions from the Board and to present information about a possible loan to this congregation. Considering recent concerns over DEI, Tom shared that he had spoken to the FEMA person for the State of Washington; noting that this grant had been approved last Fall and would likely not be impacted by the current situation.

Additional questions and further discussion ensued concerning the terms of the loan and the unique nature of the Veradale congregation. The loan will enable them to get started on work to secure the safety of their building and their congregation, whose presence has been threatened by overt acts of vandalism. Our loan will be repaid by a previously approved FEMA grant as each stage of the construction is completed and bills are submitted. This diverse congregation hopes that the loan will be interest free and extend over the next year as stage-by-stage construction is completed. New doors and safety barriers are included in phase one of the project. Andy clarified that the loan

is an 18 month, zero interest loan that must be repaid. Veradale will pay lawyer fees and filing fees. There is no language in the loan that permits an extension.

The completion of this project will say to the larger community that this congregation can be safe and beautiful at the same time.

Our guests were excused. Andy shared additional information about the preparation of the necessary documents which will be signed and reminded us that the loan will encumber the Veradale building until it is repaid.

It was moved, seconded, and passed without dissent, to authorize this loan.

Andy affirmed that by this act, we are standing up to hate crimes.

**Andy briefly summarized the financial reports.** His full report is available on Basecamp and he is happy to answer questions. Basically, Conference Ministries and Pilgrim Firs are ahead of budget and N-Sid-Sen is running equal to or better than the budget.

## **Camp Report**

Phil reported on Mark's behalf, since Julie, Mark's spouse, is in the hospital. Mark's staff is holding the fort and Phil invited us to keep Mark and Julie in prayer and then led us in prayer for Julie's healing. Mark had placed a report in Basecamp. Phil also reported that Randy is ill.

Phil has been listening to the many ways our staff has been a blessing to individuals and congregations across the Conference.

They are doing an amazing job on our behalf.

Communicable diseases were present at Family Camp. Phil is looking into this. Amy reported that it might have been a norovirus outbreak. Discussions are happening to establish clear procedures going forward.

### **DCM Report**

Phil's full report is in Basecamp. Search committees are leaning into their tasks. Several searches are nearing completion. In his July report he notes that his time is fully booked for the rest of '25 and that more requests are coming in that include installations and ordination. He is currently accepting dates in February. Having had significant contact with 45 of our congregations, his goal is to interact with all 75 congregations before June of 2026. He will have more to report before September.

A member of the Board raised the issue of self-care, and he reported on a 'staycation' he has been enjoying with his family, golfing with his sons, getting things done at home, cooking and enjoying spousal time. This included a lot of walking and playing and rest. He is still doing office hours, while making room for play. He is eager to 'hit the sky' to be with us in person.

## **Committee Liaison Reports**

Edwin attended the CDC meeting held during General Synod. They are getting their legs. While not all were present, they hope to strengthen their subcommittees and are working on meeting together more often.

Amy reported that a message was received from Jenn Hagadorn of the Resources Committee about a potential Southeast Board representative.

Diana reported that the directory is incorrect. She is no longer the Board representative to Outdoor Ministries. We need someone to do this.

# **Bank Signature Update**

Diana reported that we need to update Banner Bank signers. We had an incident of attempted fraud using a stolen Debit card number which brought the importance of an update into focus. There is a Conference Bank account and two camp accounts. Banner Bank has been good for us.

She recommends the approval of the document that was in Basecamp, which conforms to our bylaws and the fiscal policy.

She is recommending that the four officers and staff members, Phil and Andy be our signers. Andy and Diana will seek the signatures needed. We will move toward electronic transfer rather than checks. Andy will be updating our fiscal policy re credit cards.

It was (moved, seconded, passed) to empower Diana and Andy to obtain the authorized signatures. Ron, as scribe, will certify that the Board approved these signers officially

# **Constitution and Bylaw Revision**

Ron was called on to begin a discussion of the proposed new Constitution and Bylaws.

The Board was invited to review the draft of the proposed Constitution and Bylaws before this meeting.

Leah asked whether there had been a summary document detailing the changes from the previous Bylaw/Constitution. No, there had not been.

Board members were invited to complete their review as soon as possible and send their comments and concerns to Ron (<a href="mailto:rmpucc@gmail.com">rmpucc@gmail.com</a>) noting the line numbers involved.

Discussion ensued.

**456** Was the Past Moderator considered an 'officer' of the Conference in the previous by-laws?

**429-432** The Accountant produces these financial reports. Does this change that or does this language understand that while the accountant produces these reports, the elected treasurer is responsible for them? Is the term 'producing' correct

**379 seems to be contradicted by line 543**, One place indicates the CM search committee is the Nominations Committee, with members added. The other line seems to indicate a Search Committee appointed by the Board.

**References Annual meeting and Annual Budget**—Does this box us into a model that might not be sustainable or might limit flexibility? There are several places referring to this.

## We need to clarify what to call groups that are not committees.

Andy encourages the Board to put standing committees in an appendix. Need to make changes is easier.

Leah—The Board put together a guiding vision at the retreat—with a particular image. She suggests that the work we did at the retreat be included in the By-laws.

Ron will continue to receive comments from Board members.

### Phil and Andy were dismissed.

#### It was moved, seconded passed to enter an Executive Session.

The purpose of the executive session was to review the process proposed by the Personnel Committee for Phil's performance review.

#### It was moved, seconded, passed to exit the Executive Session.

We adjourned after a brief prayer.

Respectfully submitted, Ron Patterson, Scribe

#### Addendum, August 20, 2025, to the Minutes of the August Board Meeting

After a motion was made and passed at the August Board meeting concerning the need to update bank account signature cards, it was discovered that the list of officers and employees authorized to sign needed to be revised. Treasurer, Diana Kutas prepared the following alternative motion:

Banner Bank Authorized Signatures

Motion for Board Approval

I move that the following corporate officers, board officers and staff are approved as authorized signers on the Banner Bank accounts for the Pacific Northwest Conference UCC:

1. Banner Bank Authorized Account Signers, Conference Office Accounts

The following officers and staff are confirmed as authorized signers on all financial and investment accounts for the Conference Office accounts:

Rev. Dr. Sandy Wisecarver Moderator, President

Danette Koloi Vice-Moderator, Vice President

Diana Kelsey Kutas Treasurer

Rev. Phil Hodson Designated Conference Minister, Corporate Secretary

Andy Warren Accounting Manager

2. Proposed Banner Bank Authorized Account Signers, <u>Camp Pilgrim Firs and Camp N-Sid-Sen</u>:

The following officers and staff are confirmed as authorized signers on all financial and investment accounts for Camp N-Sid-Sen and Camp Pilgrim Firs accounts:

Rev. Dr. Sandy WisecarverModerator, President

Danette Koloi Vice-Moderator, Vice President

Diana Kelsey Kutas Treasurer

Rev. Phil Hodson Designated Conference Minister, Corporate Secretary

Andy Warren Accounting Manager

Mark Boyd Executive Director of Outdoor Ministries

Diana Kelsey Kutas

Treasurer

The Moderator of the Conference, Sandy Wisecarver, called for Board members to vote electronically on this updated motion to replace the motion previously passed. On August 19, 2025, the Moderator, the majority of the Board having voted, declared that the motion concerning the officers and employees whose signatures are authorized on the Conference Bank accounts was approved. (Moved, seconded and passed).

Ron Patterson, Scribe of the Pacific Northwest Conference

These minutes and the above addendum were approved by the Board of Directors of the Pacific Northwest Conference, September 2, 2025.

Attested to:

Ronald M. Patterson, Scribe, Pacific Northwest Conference of the United Church of Christ.