

**KEHILLA COMMUNITY SYNAGOGUE
BOARD OF TRUSTEES MEETING - VIA ZOOM**

- FINAL -

Date: April 28, 2020

Minutes taken by Shoshana

Board members:

Present: Karen Cohn, Catherine Lyons, Ruth Atkin, Ali Cannon, Stephanie Hochman, Lisa Korwin, Ori Tzvieli, Barbara Petterson, Rachael Reilly and Shoshana Finacom

Others present: Michael Saxe-Taller, Rabbi Dev Noily, Rabbi Gray Myrsreth, Dan Alpert, Susan Freundlich and Don Stone

Reviewed the following prior to the board meeting (in Google Drive):

- Kehilla Board Draft Minutes for approval
- Notes from Rabbi Dev
- Letter to the Small Business Administration re the Paycheck Protection Program
- Financial documents provided by Michael S-T

OPENING

Check-Ins

Spiritual Opening - Rabbi Dev

Approval of the minutes

Approval of the 3/24/20 minutes. Barbara moved and Stephanie seconded. Unanimously approved.

STRATEGIC DIALOGUE: BOARD PARTNERSHIP WITH MANAGEMENT

- **ED Report** - Michael S-T

How things are going: an unusual month in terms of staffing as we are in the midst of a dramatic transition of staff, after a couple of years of steady staffing. Batya is no longer on staff; then Josef officially retired and we are not at this point replacing him until we have a better understanding when we will be using our building; and transitioning from Maya to our new Member Engagement and Program Coordinator Elle Aviv Newton. Maya will no longer be in full time employment as of Friday, and will work part time to train Elle and fill in as needed. Elle is beginning full time on Friday. Maya reports that Elle is picking up on things quickly and we are in good hands. Rabbi David is officially stepping off of being a paid staff person - from active emeritus to emeritus Rabbi.

In terms of the building, we remain closed, and with the latest orders from the County we are not changing our status in terms of programming and staff working on site.

Maya and Elle are working on developing our next round of member renewal and school tuition forms. There will be a lot of attention paid to how we speak to our members on membership, as well as a lot more discussion at our next Board meeting on where we stand. Renewal forms will be sent out earlier than usual. And at the same time, since we will not know the parameters of what Kehilla School will be, we will be setting up a situation to ask that families not renew and sign up for school until a later date.

The annual Community meeting will be on May 12 - to be discussed later in the agenda. This will give us an opportunity to let the broader membership of where we are at, in this year in particular, with the current restrictions. It is an important meeting and the Board is asked to be sure to attend. There will be breakout groups on a variety of topics. There will also be reporting on HHD and that they will be virtual.

- **Clergy Report - Rabbi Dev**

Refer to Notes from Rabbi Dev as of April 13. Dev thanked, especially Catherine, Karen and Ori for the assistance with "steering the ship" in the times of Covid-19.

With Ori's help and the support of the board, it became clearer that we will continue programming on-line until a vaccine becomes available, regardless of what the County or State orders. Therefore, the shift to on-line is deepening and continuing. A lot of people are showing up in greater numbers than when we were in person. For HHD, and for school, we are going to need to think in much more creative ways. We will be looking, given this current platform, what do we want to do, and how might we do things differently. This morning Dev was on a call with 300 other rabbis to brainstorm about how to do HHDs. There are a lot of emerging possibilities. We are thinking about how to make it possible for people to see each other, maybe make a montage of photographs that people can see before services start. How do we maximize these experiences when continuing to do things on-line. Members will be invited into the thinking process long before the HHDs. We are also thinking about opportunities for collaboration with other places.

Karen spoke with Sharon Grodin, who made many of the calls to the members over age 70, and many said they appreciate that with the current situation, access to Kehilla programming on-line has made it so much easier, not having to schlep, drive at night, etc.

Dev also highlighted the work of the Chevra Kedisha who has developed to do Tahara "at a distance" as well as Shmira. It is an incredible gift.

- **Report from Ori**

The Shelter in Place order will be loosened effective May 4, 2020, and impacts the largest 7 counties and the City of Berkeley. The main changes to come into effect are that the following will be allowed or reopened: all construction sites, plant nurseries, gardening services, beaches, parks and golf courses, pet grooming for health reasons. Additionally educational settings will allow for a stable group of no more than 12 students to gather. Religious services in parking lots with congregants in cars. Down the line, assuming there is no big surge, in a later phase, expect that schools may reopen, and moving into housing, and open houses will begin again. The last phase, way down the line, would be that religious services inside and larger events will be allowed.

In light of loosening the current rules, Michael suggested in consultation with Ori, thought will need to be given to decide as to what to do about summer camp rentals.

GENERATIVE: SOURCE OF LEADERSHIP FOR THE ORGANIZATION

- **Generosity Committee report** - Lisa

- How to fundraise in the era of Covid-19

GenCo - We are living in a real challenge to fundraise in the time of Covid-19. They have been a bit on hiatus, and have been consulting with Susan Freundlich as to how to do fundraising. Thinking about on-line fundraising events; wanting to shape the message holding the "why."

Susan shared the idea that the wisdom in the world of philanthropy is to stay present with the community and use it as a time to deepen our relationships with members. The work that Sharon is doing is a perfect example. We need to do it more with other members beyond the 70+. Thinking of it as a nurturing campaign. We currently have a small and contained effort with members who are able to and want to give. With everyone else, we nurture, rather than ask for money. When we find a new normal, we can again start to ask for dollars to meet our needs.

Lisa said it would mean to build a cadre of the board and members of the leadership retreat to reach out to the broader Kehilla community.

Shoshana suggested that with the federal stimulus check, some members are in the position of not being dependent on it and may choose to donate any or part of it to Kehilla. She also suggested with the high attendance at services, meditation and programs on-line that we put a mechanism in place that people can make donations, much like the tip jar musicians are using, and dana used in meditation circles.

Karen talked about the extreme need of having clear communication and transparency. Feedback has been that we are a pretty together organization in this time, not giving too much info at one time. Karen referred to an evolving Google doc to frame our ongoing communications planning: what, how and when.

Next email communication to the congregation is two-part:

(1) To help gather data for anticipating dues, tuition and donations pledges, a 6-question survey will go out to the congregation. Once we get the results, they will be shared with the community what has been learned. Questions include can members give the same, less or more than this year. And would members like a check in call? This will be sent out this week.

(2) Also want to design a system for members who can/want to donate from their stimulus checks, that would allow donations to these funds: Member Dues Hardship Fund, to help cover for other's dues and tuition shortfall this year, Rabbi's Discretionary Fund for individual support of daily living needs, and two Social Action Funds: Immigration Committee fund that supports accompaniment team work, and an external homeless action group that the EJC- Homeless Action Committee is working with.

(Both topics are shown in the Communications Planning Google doc shared with Board).

- **Report from School and BBM Program** - Rabbi Gray

School has been meeting every Thursday without skipping a week. At first it was just Tefillah, and then three weeks ago, integrated having individual class meetings and Hebrew for the older grades. They have had about 75% attendance, except during Spring break. The teachers have been wonderful and it has been a real delight that the students can meet. Among the gratitudes are gratitude for Zoom so that school can meet. Graduation will happen virtually.

BBM program - lessons have been going on as usual. The ceremonies are more challenging. Everyone is wrapping their heads around that every ceremony will be impacted no matter the decision. Currently getting ready for the next B'nai Mitzvah class without knowing what the future holds.

In terms of budget questions - we know already that several of the school families are being impacted. The School has a commitment to making the programs still available even with financial hardship.

- **Immigration/Sanctuary Update**

- Use of the guest suite

Kehilla was asked to offer the space for someone released from ICE detention. How could we not? There is a plan in place with a cadre of volunteers, and protocols in place. We have been told that someone from Mesa Verde will be released on Friday and will likely stay in our guest suite. He does have a place to ultimately go to a halfway house in Sacramento, and will likely stay for only a short period of time. Feedback from the congregation was overall positive - only a couple that had concerns that were able to be allayed after talking more about it.

FIDUCIARY: BOARD STEWARDSHIP OF TANGIBLE ASSETS

- **Paycheck Protection Program Loan** - Michael S-T, Rabbi Dev

Kehilla decided to request a PPP combined loan for us and JYCA, and found out a week ago that we are to receive a loan in the amount of \$197,000 (based on formula for what we pay for personnel costs and some other costs) through Bank of the West. \$150,000 will be for Kehilla, the rest is for JYCA. The requirements for getting the loan forgiven are still rolling out - more info to come.

Rabbi Dev - there are two ethical issues to consider. The most striking thing is the program itself reflects the structural inequities as they do in the wider community. Because we have a mortgage and a good relationship with a bank, we were better poised to get access to the money. Smaller organizations who didn't have bookkeeping support and relationships with banks, circumstances of people of color and lower incomes, did not have access to these loans. So we are caught up in the system, while it is great we had access, it also makes us complicit in the bigger problem. What are some of the ways we can make this an ethical process for our community? Perhaps we can come up with some sort of a tithe type relationship with another congregation. One possibility is if someone in our wider partner community wanted to apply and couldn't, could we take some of the funds and help them?

The other issue is that this is the first time that money is being given directly to religious institutions by the federal government. Refer to the letter sent by several non-profits (not including Kehilla) to the Small Business Administration about separation of church and state when providing govt funds to religious institutions, and asking that the loan forgiveness program not be extended to include clergy salaries, as if they don't, it would be a dangerous precedent to set.

Rabbi Dev shared some further readings on this topic:

1) NPR story on Black churches not getting access

<https://www.npr.org/2020/04/25/844802957/black-pastors-say-they-have-trouble-accessing-sba-loan-program>

2) Mother Jones story on Black-owned businesses not getting access

<https://www.motherjones.com/politics/2020/04/youre-just-screwed-why-black-owned-businesses-are-struggling-to-get-coronavirus-relief-loans/>

3) CBS News story on minority-owned businesses not getting access

<https://www.cbsnews.com/news/women-minority-business-owners-paycheck-protection-program-loans/>

4) NYTimes article on big public companies that got big loans

<https://www.nytimes.com/2020/04/28/us/politics/coronavirus-treasury-payment-protection-program.html?action=click&module=Top%20Stories&pgtype=Homepage>

Michael S-T - This could be an exciting possibility. So if the loan is forgiven, we would have the capacity of up to \$150,000 used to cover a deficit for this year, and the remainder would indirectly help with any deficit we might incur next year. We do have enough money in the bank to pay our bills; the PPP money will help us down the road and into next year. There are guidelines on how to spend the

money we have - to be used for all of our personnel costs. If we were to choose to not pay the clergy salaries with this money, we would not be spending all of the money. We would have to pay it back - likely around \$30,000.

Rabbi Dev - Re: the process: They don't want to create a polarization where only the clergy holds onto the spiritual and ethical side of this, and the ED and the board hold the fiduciary piece.

Karen - We are still investigating who of our community partners may have been left out.

Ali - Would like us to be really broad in our thinking in our communication - concern that there will be a missed opportunity to give to other institutions. Wants us to look more critically at how we name ourselves and how we see who we are.

Stephanie - Do we run into any challenges for laying off one of our staff members? (Michael doesn't have the answer yet, and it is a timing issue. Batya's position did not begin in July, so that layoff is not a factor. Josef's position not being rehired may be a factor.)

- **Understanding our Reserves** - Michael S-T

- Use of Reserves

(Refer to Balance Sheet as of March 31, 2020) The fact that we have reserves is really important and we are not in financial trouble. Therefore, we need to understand what we have. Michael reviewed the Balance Sheet and the calculation to determine what we have in reserves, and an estimate of how many months in reserves we have - estimated at 6 months for the current fiscal year with the current budget. When predictions are made for what is expected for the balance of the fiscal year, the reserves reduce to 4.5 months.

- Total amount of deficit (This year may be in excess of Development Associate position)

(refer to 2019-20 Financial with Revised Predictions as of 4/1/20)

Income: The revised end of year prediction for 2019-20 a debt of -\$25,995, which is pretty close to what was originally budgeted. We didn't receive rental income during Shelter in Place, and lost \$22,000 from not having the fundraising event. Ongoing high givers, who have not yet given this fiscal year, are being reached out to (about 10-12 people). The dues write off will also be impacted. Currently budgeted at \$5,000, but likely to be revised to \$15k. Molly will be contacting members who have overdue dues, so two income lines on the balance sheet could change. If we can bring in more money with donations and cut off the write offs, the predicted deficit could be lower.

Expenses: Because MS-T went on disability, and we have had lowered custodial costs, we will come within the budget. Professional services is higher because of hiring Kaia as an interim ED, and Repairs and Maintenance are under budget because we are doing the work with the building being shut down.

Note the above doesn't take into consideration the \$150,000 loan, because at this point it is assumed we will need to pay it back.

AOB/ANNOUNCEMENTS

Next meeting: May 26, 2020

Note that the June meeting will be on June 9th