

**KEHILLA COMMUNITY SYNAGOGUE
BOARD OF TRUSTEES MEETING - VIA ZOOM
Date: December 15, 2020**

-FINAL-

Board members:

Present: Karen Cohn, Catherine Lyons, Ruth Atkin, Ali Cannon, Rachael Reiley, Stephanie Hochman and Ori Tzvieli

Board member(s) not present: Lisa Korwin and Shoshana Finacom

Others present: Michael Saxe-Taller

Guests: Pamela Berkowitz, Nina Cohen

Minute Taker: Karen Cohn

Reviewed the following documents prior to the board meeting:

- *Kehilla Board Minutes Draft for approval at meeting*
- *Engaging leaders and board members: process*

Approval of the minutes

Approval of the 11/24/20 minutes. Catherine moved and Rachael seconded. Unanimously approved (7 in favor, 0 absentions, 0 against).

FIDUCIARY: BOARD STEWARDSHIP OF TANGIBLE ASSETS

- **Budget Process Update** - Michael described the budget priority group (called the 10w), who it's members are and its role to create a shared strategic direction for annual budgeting as well as long-term priorities. In the last meeting of this group, priority themes were identified and individuals assigned to research the budget projections for these themes. From the expense side the following categories emerged: (1) staffing expansion needs, including lost/planned for positions; (2) increased costs for existing staff, such as ongoing COLA policy, benefits costs; (3) Building needs for maintenance and capital improvements; (4) Technology needs, in particular to continue the remote accessibility established this year; (5) High Holy Days, need to plan for possibility of both in-person and remote events; (6) Other Personnel Committee research on costs of sabbatical policy, and proposals for future salary increases for clergy and ED.
- Michael reviewed the **FY 21-22 Budget Timeline** document he shared this afternoon, which can be found in our Google drive meeting folder. The 10w group will meet mid-January, prior to the Finance Committee, which is prior to the Board's January meeting. All will focus on the above priorities and on plans for expenditure of the PPP loan, should our forgiveness application be approved.

- **Treasurer's and Finance Committee report** - Ruth commented that we do not have the same uncertainties going into next fiscal year as we had experienced this fiscal year at the start of the pandemic, and therefore she and Michael Myers have decided to not prepare a 3-scenario budget, but just one proposed budget.
- **GenCo update** - Stephanie gave a report on:
 - (1) The closing activities of the Hineinu Campaign; today and Dec. 28th the last solicitation letters will go out. Campaign has brought in \$38K so far, which gives the GenCo (Generosity Committee) something significant to evaluate as a framework for future fundraising.
 - (2) GenCo is working in collaboration with the group planning the Arc of Change project, where GenCo designs the fundraising component and the Arc of Change organizers design the content of the events. The leadership team is called the Diversity, Equity and Inclusion Team, and both Michael and Ali as Board liaison are part of the team. Michael described the structure of the project where over four weekend trainings, six affinity groups of 25 people (150 total) each will be led by Yavilah McCoy's Dimensions consulting to engage in the theme and plan their future commitments. The six groups are: People of Color; those engaged in Youth programs; Spiritual Leaders, SLPC and Musical Prayer Leaders; Committee Chairs; Staff and Board Committees.
- The kick-off event Sunday February 21 at 4 pm is the fundraiser, titled "Kehilla Presents "We Rise: Building an Anti-Racist Jewish Community featuring Yavilah McCoy and the Voices of Kehilla's Black, Indigenous and People of Color Leaders." Staff Elle and Maggie are supporting logistics for the event, such as Save the Date announcements and ticketing.
- A key aspect of the fundraiser event is to request sponsorship of selected Kehilla members. Michael and GenCo will assign individual asks to us as Board members, planned for the second week of January.

STRATEGIC DIALOGUE: BOARD PARTNERSHIP WITH MANAGEMENT

- **ED report** - Michael shared membership report, contrasting 502 member households (HHs) at the end of last year with current 530 HHs, including 66 new member HHs. He expects 540 HHs before the fiscal year is complete. Michael has been engaging with Ruth to update the list of building maintenance and repair for prioritization and budgeting while the building is unoccupied. He spoke to leadership development project later in the meeting
- **Clergy report** - Rabbi Dev is on vacation tonight and there was no report.

GENERATIVE: SOURCE OF LEADERSHIP FOR THE ORGANIZATION

- **Other Committee reports/updates**

- **Personnel Committee (10 minutes)**

(1) Karen and Ali are creating the work plan for the approved development of a senior clergy sabbatical policy; more can be shared at the next meeting.

(2) Karen also spoke to the almost completed project of the revised Personnel Handbook, just awaiting 2-3 ancillary details from Michael. Thanks were given to Pamela who provided gave us Cal Chamber templates for a Discrimination, Harrassment and Retaliation Prevention Policy as well as timely advice on new training requirements on this topic. We wish to celebrate Shoshana's leadership on this project at her last meeting in January and will have distributed the final materials to the Board in advance of that meeting so that we can vote to approve it.

- Rachael asked for preparation of a Kehilla staff org chart, to either become part of the Personnel manual or part of the Board orientation packet. Pamela volunteered a software she has to assist Michael with preparing such an org chart.

- **Board Nominating Committee (15 minutes)** Catherine set aside 30 minutes for us to discuss the overall process and goals of our Board recruitment, weighing the pros and cons of a completely open and welcoming process versus adding requirements, which can be perceived as barriers to potential candidates. She asked people to read the Google document shared describing this year's nominating process and to provide their comments.

- **Who should be on this committee?**

- **Review of process to bring people on board**

(1) The Nominating Committee currently consists of Catherine, Ori and Karen. After June, additional members will be needed.

(2) The Board put out a call for members to self-nominate and created an application and interview process. This committee is reviewing Board applications and meeting in pairs with those applicants. Three self-nominated candidates have been interviewed, with two of them remaining interested in joining the Board. Notes from those meetings are accessible to all Board members in the Google drive folder entitled "Board

Service”.

(3) As a parallel process, Michael also has brought forth two new Board applicants, via his leadership development outreach calls. Nina Cohen is one such applicant who responded with interest to the open call for Board applicants and attended tonight’s meeting. Michael reminded us that we had all committed to doing three such leadership development calls.

(4) There is a meeting in early January between the Board Nominating Committee, Michael and Rabbi Dev to discuss this process and consider any adjustments to the process.

(5) Ali discussed that as a Board liaison to the Diversity, Equity and Inclusion team, he will seek to share the possibility of Board service with People of Color who are involved. Catherine also stated that we had discussed holding a couple of open Board seats for this purpose, to be available when people are ready.

■ **Immediate steps:**

(1) The Board voted last meeting to approve Pamela Berkowitz’s application to fill the vacancy that will be created by Shoshana Finacom ending her service at the January 2021 Board meeting. This process of filling vacancies mid-term is already allowed by the bylaws.

(2) We have **six** members who will continue with Board service past June (Ruth, Rachael, Stephanie, Ori, Lisa and Pamela).

(3) Community voting on the bylaws amendment will close December 31st. If we are granted the proposed new authority to add board members as needed to fulfill at least the new Board minimum of 10 members, then at our January meeting, we will wish to use that new authority to approve (hopefully) up to **four** members to begin service between February and May 2021.

(4) That will guarantee a base of **ten** Board members, with the new members beginning to gain experience with Board operations prior to the new fiscal year.

(5) Up to **five** additional Board candidates (Board can have up to 15 members) can be self-nominated for the community’s approval in April, prior to our annual community meeting in

May. Those members would begin in July 2021, with the new fiscal year.

- **Current and long-term process of leadership development:**

Michael described three of his leadership development calls and the delight he had in engaging with these members in an open-ended way about their life at Kehilla. In two cases, the people had current obligations that precluded Board service, and as a result of their conversations with Michael they became engaged in other leadership opportunities. Michael thinks they might still be open to Board service in the future. The third person was open to that idea immediately and is in the process of speaking to Board members they know and in filling out our application. Michael emphasized again that it is still very worthwhile for Board members to fulfill this commitment before April, as it will lead to future Board members.

The general conversation included these ideas:

- Think of this outreach in the context of our current social isolation due to the pandemic, as a good opportunity to connect and form relationships (Ali)
- It's necessary to be open to those we don't already know, and to not be too closed (Ori)
- We talked about youth and young adult member recruitment, the need to design a process that is not adult-centric, the potential to develop it with staff input, learning from JYCA's leadership development process, and the need for youth to join in pairs rather than singly (Ali, Stephanie, Michael)
- Pamela felt the Myths and Facts document helped her commit to Board service and to know what is expected. She cautioned against traditional business type experience as it would present a class bias and would deter someone from joining who could have a lot to offer
- Suggested that the next open call specifically mentions the types of representation within Kehilla that we are missing and the types of skill sets we are lacking. We may have lost some of our emphasis on specific skills sets and diversity of backgrounds needed on the Board due to our extreme crunch for new members (Stephanie, Ruth)
- Helpful when there was the opportunity to sit in person at the Leaders Retreat to learn about Board expectations (Rachael)

- Needs to keep reflective and try new ways at bringing people in (Catherine)
- Needs to think of this in our organizational development context, i.e. a third of our members are new in the last five years and we don't have a means to know them, reach out to them, recruit their representation on the Board (Karen)
- **Board Development Committee (Catherine)**
This function is still undeveloped other than its nominating committee function, and needs attention.
- **Establish ex-board member advisory group (Catherine)**
Ruth and Ali were asked to develop a more specific proposal for the next meeting. The general idea expressed by Ruth was to develop a buddy system of former Board members with new members.

Meeting was concluded at 8:30 pm

AOB/ANNOUNCEMENTS

- **Next meeting: January 26, 2021, 6:00 pm**