

**KEHILLA COMMUNITY SYNAGOGUE  
BOARD OF TRUSTEES MEETING - VIA ZOOM  
Date: January 26, 2021**

**Board members:**

Present: Karen Cohn, Catherine Lyons, Ruth Atkin, Ali Cannon, Lisa Korwin, Rachael Reiley, Stephanie Hochman Ori Tzviel, Pamela Berkowitz and Shoshana Finacom

**Board member(s) not present:**

**Others present:** Michael Saxe-Taller, Rabbi Dev Noily

Guests: Dina Burg, Nina Cohen, Don Stone on behalf of the SLPC, Laura Finkler on behalf of the EJC, Tyler Lyn Sorrow

**Minute Taker:** Shoshana Finacom

**Reviewed the following documents prior to the board meeting:**

Kehilla Board Minutes Draft for approval at meeting

Motion to redistribute a portion of the PPP loan -

<https://docs.google.com/document/d/1PLAU-FHoMHRwjdcF2Xk-7MOz1XHYzir4ap2zHKLxNn4/edit>

Welcome Pamela to the Board!!!!

Thank you and appreciation upon Shoshana's departure from the board.

**Approval of the minutes**

Approval of the December 15, 2020 minutes. Shoshana moved and Ruth seconded. Approved, with one abstention.

**FIDUCIARY: BOARD STEWARDSHIP OF TANGIBLE ASSETS**

• **Quarterly budget update** - Michael

Refer to the docs provided prior to the meeting. We are doing well. Our budget looks strong. Our expenses are right on target at 48% for the 6th month mark, and for what is budgeted for the year. Our income is already 2% above (and more since 12/31/20) the total budgeted amount expected for the year.

• **GenCo Update** - Lisa

Refer to the GenCo report provided prior to the meeting. Important highlights: To date, 256 event tickets have been sold for the We Rise fundraising event; \$14,000 (with \$5,000 in expenses) has been raised through ticket sales and sponsorships to date.

GenCo is evaluating and looking at other ways to fundraise, including a greater focus on the Legacy Project.

We received a grant from the Jews of Color Initiative (JOCI) to support Jews of Color - related culture change, in the amount of \$24,000.

An average of \$145,000 was fundraised each year. This year, we have already raised over \$180,000 and more money is still coming in for the We Rise event and other donations.

- **Treasurer's and Finance Committee** - other (*non-PPP*) updates

- **COLAs basis** - Ruth

The Bay Area Consumer Price Index gets published 4 times a year. FinCom wanted to determine which reported number is best to use, and December has been selected as the touchstone month. The CPI in 2020 was 1.4% - very similar to the federal COLA.

The committee is revisiting the possibility of refinancing our mortgage, given the robustness of our balance sheet, with the help of Laura Boxer and Dan Alpert, who are taking the lead on investigating this. Using a mortgage broker is being considered. Our current interest rate is 4% and we are likely to reduce it by 1%. The FinCom will research and report back to the board so we can weigh in on whether or not to refinance.

- **Motion to redistribute funds thanks to PPP loan** - Catherine

- **Motion to re-distribute a portion**

Background: 75% of the PPP loan was originally budgeted to be used for personnel, however, with generous dues and donations, better than expected High Holy Day income, and membership growth our budget numbers are strong. However, we were unable to bring on the new staff that is sorely needed (Assistant Rabbi, replacement development staff person, and facilities manager position.) We also experienced loss of rental income. The money from the PPP covered personnel expenses at the beginning of the pandemic, and now we find ourselves with a surplus.

With all of this, we are aware that we received this loan because of our white privilege, and our connection to Jewish organizations that helped us navigate the application process. We are also aware that lower income people and people of color had far greater obstacles.

We know we are a community that has a number of needs -- including repair and maintenance to our building, staff salary increases, technical and staff support of our virtual and in-person services. If we bolster our needs by providing additional clergy and administrative support, it better positions us to do the important social justice work beyond the reaches of our synagogue. We are also aware of the impact that COVID has had on many of these organizations that we support and do work with that did not have the benefits of receiving PPP loans.

In light of this tension, a proposal is being made to dedicate a percentage (to be determined) of the surplus for redistribution.

Summary of Discussion/Feedback:

- Obstacles for... better to think of it more of an organizational issue, and that some of our organization partners didn't have the same opportunities.
- Be clear that we are redistributing money that we fundraised, i.e. concern that money that has been contributed to us with the expectation that it will benefit Kehilla, is now going outside of our community.
- Love that we're trying to dismantle societal oppression and that we have a benefit that others couldn't have. And also holding the previous comment. How do we message this? Do we delink it to the PPP so people feel okay with this?
- The messaging is important. If we are just talking about the PPP loan, then comfortable sharing it with other communities. We can build in ways to support other organizations that support our racial justice work.
- Really would like to redistribute some of our money back to the community because we got the loan from a very generous place. Perhaps message it this way: because of this year, with our success in getting the PPP loan, we are now in a position to share some of our resources. It feels important that it happens.
- In favor of spreading out some of our assets. Not totally divorced from the PPP loan - with the loan being forgiven along with the generosity of our community - it gives us the freedom to do this. The PPP didn't have an equity component to it. We are not directly taking that money - it has allowed us to have an excess in our budget, rather than a deficit.
- We should find a way to be generous of our largesse. This decision is to be made with informed consent from our community.
- Not sure if they agree with the terming whether or not we do this each year. The money is tied to the loan.
- We need to be a little cautious and have a statement that we will look and give. Having had to apply for a loan themselves, had a difficult time in doing so, and then ultimately didn't get very much - it feels hard to hear. And is absolutely in favor of redistributing - just looking for cracks.
- People were asked to stretch this year - and concern that they may wonder where their money went. Could consider distributing the funds over a two year period
- See this as very directly linked to the PPP loan - it isn't that we raised money, but that we got this "grant" from the government and were able to apply for it. And yes, we were able to also raise money that has put us in a good position. Recommends not delinking it from the PPP loan and using very careful language.

- Appreciating the conversation. What really struck them about the process is the highlighting that an overwhelming representation of POC and poorer businesses who didn't have the resources available to them, were the ones who had the greatest need for it. We are obligated to use the money we raise within the community for our community.
- In agreement and in support of redistributing some of the money. If we hadn't gotten the PPP, the shortfall would have been paid out of our reserves. Instead, what we ended up doing is raising enough money for this year, with an extra surplus. The reason we have the extra \$150,000 is out of our reserves. Understands that we need to be thoughtful how we communicate this.
- We had an austere budget, including not hiring an assistant rabbi and other staffing needs. Feels uncomfortable that we are referring to the money as a surplus.
- Hard to recognize the desire to redistribute the funds to organizations that didn't have the same opportunities we had and didn't get a PPP loan, with the needs of our own community and its members.
- The windfall is having the loan forgiven - and suddenly that changes what our FY looks like. When we took the loan, it was assumed it was a debt, and we raised money to protect us. Why not put the money in the Rabbi's Discretionary Fund, and distribute it from there?
- If there ever is a year that we should use the surplus budget, this is the year to use it. And there are some things that have been tabled and the surplus should be used for that.
- Would like to acknowledge and celebrate the success of raising our own funds and wanting to support and partner with others. The loan and the community's generosity is for use for our community and that we recognize our privilege, as well as finding ways to support our external community.
- When they got communication of not hiring an Assistant Rabbi and other admin support, it raised some concerns. The communication feels very nuanced - why are we spending the money outside when we have our own needs?
- We have conflicting values - if we are not for ourselves, who will be for us. As a closed community who else is going to help with our needs, ie, our building problems, sufficient staff.

**Motion: We will give x% of the \$150,000 surplus to community partners (TBD). Unanimously approved.**

Moving forward, three questions: (1) how much to distribute, (2) where, and, (3) how to communicate. Reach out to various committees, i.e., EJC, Homeless Action, Immigration for help to identify organizations to consider?

How to move forward and who should be part of that decision making group? Suggestions: reps from FinCom and GenCo (Dan Alpert, Rachael R), reps from EJC and Homeless Action (Karen Rachels), Immigration (Julie Litwin); Rabbi Dev and Rachael to co-facilitate. Nina Cohen is happy to help with the messaging and wordsmithing.

Need to consider how much to spend internally, or some percentage.

- **PPP round 2** - MS-T

We need to consider if we should apply for the second round of PPP. We meet one of the particular criteria for which we are eligible. We are not concerned for our capacity to sustain and we do have challenges to grow - we need to grow. We don't need to apply for it, because we don't actually need it.

Rabbi Dev - The spirit of the second round is to help keep businesses afloat who would go under without it. We don't meet that spirit of the criteria.

MS-T - the budget for next year will include increased staffing.

Need to look at post COVID where we have an even greater need for an Assistant Rabbi by the community. Dev's response: In lieu of an Assistant Rabbi, a budget for pastoral care is being developed to use clergy within our community.

After discussion, the board decided not to support applying for a second PPP loan.

## **STRATEGIC DIALOGUE: BOARD PARTNERSHIP WITH MANAGEMENT**

- **ED report** - Michael

While we have new people joining the board, we are reminded to do the individual conversations that we were asked to do last Fall

We are almost at 540 HH members - in January, we had 6 new member households and 2 households that returned.

There is some work being done at the building - the portion of the roof that is flat has been replaced, a new water heater is being installed, and we are in the process of getting estimates of sealing the front area steps (a problem area of leakage) and getting estimates for the steeple.

- **Clergy report** - Rabbi Dev

We are starting to feel more of the impact of COVID in our community. Dev acknowledged Karen's early days of loss of her Dad, and many other people in our community who have lost family members. Another member has both parents with COVID. While some of these are not COVID deaths, a lot of people are checking out and not able to hang on in one way or another. It is the largest concentration of illness and death in their time here. It is starting to feel like AIDS felt like.

Appreciating the rituals and practices we have to hold onto one another during a really hard time.

## **GENERATIVE: SOURCE OF LEADERSHIP FOR THE ORGANIZATION**

- **Arc of Change** - Ali

Soon an invitation and application inviting people to participate in Arc of Change training will be sent out to the congregation for the event (application doesn't preclude you from participating). An institutional assessment will be done.

- **Other Committee reports/updates**

- **Personnel Committee** - Karen

- **Personnel Handbook**

After review of the summary document of feedback received on the handbook, the following was decided:

Introductory Period - New Hires - the committee will rework the wording as presented concerning that the intro period doesn't impact the at-will status policy.

Non-exempt Staff Members - will add the cited document provided by Lynn Harlen, the *pro bono* attorney concerning exempt vs. non exempt employees.

<https://www.worklawyers.com/exempt-vs-nonexempt-employees-california/>

Paid Sick Time - will remove the accrual language from the policy.

**Motion: Remove the sick leave accrual from the Personnel Handbook. Catherine moved, Ruth seconded. Approved, with one abstention.**

Vacation Accrual Management - Keep as is; the policy was amended by the board in 2018.

Misconduct - will add **legal** and illegal substances

Technology - will incorporate the suggested language: Employees shall use their own equipment for incidental personal use while at work.

- **Board Development Committee** - Catherine

- **New board member orientation**

Rachael has feedback about this. The committee needs help in thinking about orientation. It is the intention of having a really good mentoring and orientation in place.

- **Recruitment!**- Catherine

- **Have slate by April 15**

We need to know which candidates should be considered to go forward to present to the community for voting - no later than April 1.

The board wants to have POC representation. This is tabled for a longer discussion in the future. Dev also spoke about an article written by Ilana Kaufman. (Will insert here when Dev provides requested link)

- **Communication to communication regarding by-laws amendment and new board members** - Catherine  
Lisa volunteered to write up something for the weekly email.

- **Mini-retreat planning** - Catherine

The retreat will focus on the long awaited mission work, compiling all of the brainstorming to date. Stephanie, Dev and Karen will work on planning this retreat to be held on 2/28/21 from 4-6 pm.

**AOB/ANNOUNCEMENTS**

- **Next meeting: February 23, 2021**

**THAT'S ALL SHE TYPED, Y'ALL. BYE-BYE, L'HITRAOT. LOVE YOU.**