

All Souls Unitarian Church
Congregational Meeting
1:00 PM, August 23, 2020

This meeting started via Zoom, a consequence of the COVID19 pandemic, with Reverend Marlin Lavanhar welcoming the congregation with a slide show and music as they logged in from home. Over a span of several minutes, several hundred families joined remotely, enjoying the opportunity to see faces they had not seen for months.

Reverend Barbara Prose began her comments with a heads-up about, and where to find, the written version of the instructions as to how to vote using the “chat” function of Zoom, one of the many extraordinary circumstances necessitated by the virus.

By way of invocation, Marlin lit a chalice and shared thoughts about our current situation, outlining all the challenges we have experienced as a church over nearly 100 years: the Great Depression, the Dust Bowl, WWII, the civil rights movement, the Vietnam War, the Oklahoma City bombing, September 11, and now the pandemic - and we have made it through all these holding the church together as a people, and we will do so again. We are proactive in our efforts to reach out, including feeding children and families, and our acts of support for Black Lives Matter, as a symbol of our caring. We have been and will proudly continue to show up.

Another aspect of these times is our regret that we can't fully honor the passing of members. Marlin called on the memory of Roger Ames, twice president of this congregation, his heart and wisdom, his insights including the need for us to come out of these meeting, no matter the issues, still unified in our purpose and community. So we thank him, and we light this chalice for him and all who came before who have held this church together with their strength, love, and wisdom. May our lives proudly honor their legacy, a legacy of religious freedom that we pass along to future generations, binding them together to continue to carry forward that freedom for our church, state, country, and world.

Marlin expressed his gratitude for the graciousness with which he has received, considering the emotional process we've gone through, for not telling him “I told you so”, though they could have, that he had failed related to the building process. And that through this time, the nearly 20 years as senior minister, the generation of births and deaths we've experienced, he has done his utmost to make the best

decisions for the future of All Souls and all of us. And since he doesn't get a vote today, he stated that the issues being put forward from the Board and nominating committee and capital campaign team are decisions that he wholeheartedly supports, but whatever the outcome, his fervent desire is that when all is said and done, we all can lock arms and walk together united into a bright future for All Souls.

At this point the meeting was turned over to Lei Rumley, who provided a thorough and concise set of instructions covering viewing and screen/membership/speaker options, chat room instructions, the mute function and that all members will be muted unless they are recognized to speak, parliamentary and voting procedures for Zoom and phone-in, and phone numbers for problems. She outlined how to make a motion or call the question using chat. All instructions were also posted, and multiple-voter households are being taken into account. Poll methodology and results display were described. She did a sample run-through of a test poll using the poll feature in Zoom to familiarize everyone with the process using the chat function. It was noted that the voting process is an honor system, but that verification of proper voting was possible if it was needed, so all were urged to vote only once. Technical issues were to be directed to John Boston, who was instrumental in making this process successful, for which we express a huge thank you!!

Lei outlined the necessary qualifications for each of the three questions. Questions One and Three require that the voter be a member for at least one month and had made a recorded financial contribution within the last 12 months. For Question Two, which involved property, the voter must be at least 18 years of age, been a member for one year, and had made a recorded financial contribution within the last 12 months. Virtual members are not eligible to vote at this point.

Marlin then introduced Board of Trustees President Floretta Reed, who called the congregational meeting to order. First order of business was to determine if there was a quorum. A quorum was then certified by the BOT Secretary Dorothy Checotah. Flo noted that 327 member sites had logged in, and she welcomed us all to our first online congregational meeting. In lieu of, and because we were virtual and not able to do it in person, she called us to give ourselves a group hug, which was happily accomplished.

President's Report:

Floretta began the meeting with a statement of compliance of our semi-annual congregational meeting virtual format after checking with the UUA and other churches. Bylaws that state that voting should be done in person are considered to be satisfied via this COVID-necessitated Zoom format. She asked that we waive the rule related to the timing of our annual meeting originally scheduled for May, along with any technicality of the voting procedure. Per Marlin's suggestion, she called for any objections to these waivers to be submitted via chat. Barbara reported that there were no objections, so those rules were formally waived. A similar call for acceptance of or changes to minutes brought no proposed changes. She then thanked the Board of Trustees for their work and introduced the officers and the other board members to the congregation. Officers are: President Floretta Reed; 1st Vice President Louie Rojas; 2nd Vice President Craig Jones; Secretary Dorothy Checotah; Treasurer Beau Brock; Assistant Secretary/Treasurer Dan Piazzola. Board members are Cassandra Austin, Diane Eason Contreras, Brian Cross, Donna Dutton, Kendra Freedom, Clarence Garrison, Tip Jennings, Scott Keith, Shelley Mackin, Sherry Swanwick, and Jill Webb.

She presented a retrospective of the challenging year that it has been for the church and impacts upon all of us, including COVID, the inability to interact in person both with each other and our loved ones, especially those in assisted living or nursing homes, throughout our isolation. Difficult board decisions had to be undertaken, such as closing the church building on March 12th through at least the rest of this year, and finding new ways to do business to keep everyone safe and do the work of the church. During this year, we also called upon the Capital Campaign Task Force to continue their work towards a resolution that would provide us the opportunity to make a decision regarding our church, which has culminated with a proposal outlined in a video that has been released, and she briefly described our financial situation as being in good shape, and thanked everyone for their continued financial support.

Consequent to the previously stated intent to name an Employee of the Year, Flo proudly announced the Board selection of Knowlan Randza for this award. He has gone above and beyond to redefine and implement a new standard in the care of

our building. He is constantly looking for ways to make things better inside and out of our church. He has responded to countless emergencies great and small. And he has done great work to keep the congregation connected by continuously taking and posting photos of the church and grounds. The love he shows for the church is reflected in all that he does. As he represents the best of us, let us congratulate him for a job well done. In response, he reminded us that he's been a long-time member, and that in the two years he's been on the job, he has felt nothing but love and support from all the members, that he loved us all, and is glad to be serving this church, and thanked us for the honor.

Flo also announced the recipient of the second Soul for Service award, given to honor the many volunteers who lovingly serve the church and community at large above and beyond what is expected. Recipient this year is John Greene. John is a former President of the Board of Trustees, chair of the Building and Grounds Committee, has served on the Building Task Force, and the Master Planning Committee. But his greatest contribution has been running the conservage program for over a decade. During this time, the church has acquired seven new homes. He has served the role of landlord for 13 rental properties and has been a resource for many of our elderly members, maintaining those homes, updating and installing air conditioning and appliances, and other tasks as needed. He has put in time, effort, heart and soul, and does it with a smile and a great attitude. We are blessed to have him. Thanks, congratulations, and an ovation are owed and were delivered. He acknowledged his gratitude for the honor that it has been to serve the church, hoping to continue even with splitting time on the west coast with his new grandchild, and pledged to continue his financial support as well as his time.

Financial Report:

Beau Brock was introduced to summarize our financial situation. He highlighted the circumstances related to the pandemic and quarantine, but despite this, our finances are a good news story. We continue to operate in the black due to the receipt of the PPP loan of approximately \$300,000 from the Recovery Act, which will be converted to a grant later in the year contingent upon us maintaining our staff, which we fully intend to do. Our revenue is off by about \$200,000, though, primarily in our pledge payments, fully understandable in light of the pandemic economic

impact, but we need to keep up as much as possible with out pledges, and if possible to accelerate them to provide the church an assurance for its ability to cover its expenses. He illustrated the tax-savings method to donate directly out of an IRA if you've reached 70 ½, as a possible vehicle to help both the church and member. Another way to assist tax-efficiently is to donate appreciated stock directly to the church.

On the expenditure side, it has been a big help that Marlin and Barbara and the staff have been managing spending closely, resulting in lower-than-expected costs to the tune of about \$140,000, being helpful for many reasons, one of which is allowing full-time staff retention, with minimal cuts only to part-time and those involved in programs that are inactive due to the virus. Beau and Marlin reemphasized that we keep up our support to maintain vital church efforts and expressed their thanks and pride for all that everyone has contributed.

Vote on the Questions Pending:

Floretta and Lei reviewed voting procedures and requirements for the questions/ motions pending. Flo then introduced Colin Bent representing the nominating committee.

Colin presented the motion from the nominating committee to approve Eileen Kenney as a new member for a two-year term on the Board of Trustees, with the option for two additional two-year terms; for a second two-year term for Kendra Freedom, Louie Rojas, and Diane Eason Contreras; and a third two-year term for Dorothy Checotah and Beau Brock. With no questions, Flo called for the vote. After some discussion and directions from Marlin and John Boston related to voting uncertainties and logistics, the final tally was 369 yes, 31 no, with many of the no votes likely due to voters neglecting to vote all three slots on their ballot screen. Motion passes, Flo welcomed Eileen to the Board of Trustees.

Floretta introduced the second question by reiterating that, this being a property-involved motion, voter eligibility requirements are to be at least 18 years of age, been a member of the church for the last full year and had made a financial contribution of record within the last 12 months. Virtual members are not eligible. Those not eligible are on the honor system to not vote, though there is the capability to check qualifications.

The rationale for this second motion as explained by Flo involved the fact that it proved difficult to raise enough funds for the proposed design of a new church, with

one task force being formed to consider cost-saving ways to accomplish the construction, and a second to see if we would be able to conceptually successfully repair, remodel, and expand our current location. Out of that effort, from the conclusions of the task forces, and recognizing the lack of funding within the financial (and other) circumstances of the pandemic crisis, the Board has come up with the second motion. It being a difficult and emotional decision, we felt like we had no other alternative than the one being presented today, as described in the video previously released summarizing this process and decisions.

Dianne Eason Contreras was then introduced by Flo to present the motion on behalf of the Board of Trustees. All Souls Unitarian Church, in light of having determined that it is unfeasible to build a new church downtown, and our plan to move forward with a campaign to repair, renovate, and expand the current location on Peoria Avenue, we propose to release the property located in Downtown Tulsa back to the Dutton, McElroy, and Tanner families, with great gratitude and appreciation.

At that, Flo referred those with questions to the chat space. As the questions were posted, Marlin addressed the primary ones. First, he emphasized that the land downtown does NOT belong to All Souls, it was a provisional gift from the donor families, secured and dedicated so that we could go through the fundraising process and planning for a move downtown while knowing the location was secured, and cost established. After nearly 10 years of the land being held, taxes being payed, along with maintenance and insurance, an incredibly generous and patient gesture, it is time to release this land back to the donor families. The task force comprised of talented architects, engineers, and other knowledgeable people looked hard at ways to scale back the proposed construction and still have it meet the expanded needs of the congregation, but even at that, we would have had to raise another \$10,000,000, all at one time, which we determined that we could not do, with even less likelihood due to COVID. The decision to deal with the Peoria location instead will allow us to do the task bit-by-bit, in stages, allowing funding to be done over an expanded time interval.

Another question that seemed to be in a lot of peoples' minds is the design seen in the proposal presentations and materials. Marlin made it clear that that is not the final plan, rather it is a conceptual illustration, and at this point we do not have a specific design. It is presented to show that we will be able to meet our expanded needs through expansion and upgrade of our current location, including aspects such as fellowship space, educational facilities, meeting zoning codes, allowing for

drainage and water retention, and expanded parking. If we can pass the next two motions, we will engage in a collective process involving conversations with the entire congregation to define our priorities and needs and come up with an agreed-upon master plan that will provide a church home for several decades. The pandemic gives us a window of time to undertake this process in a staged, thoughtful and deliberate way, and secure the current building. It was asked whether we are liable legally for taxes and holding costs of the downtown location if the motion passes, and Floretta pointed out that the donor families clearly intended it as a gift until we made a decision, and that unless there is donor family feedback otherwise at this time, which there was not, we would not be liable. Barbara passed along a question about the estimated costs for the revised downtown location, which was \$21 - \$23,000,000. Being no further questions, Floretta called for the vote. Marlin declined to sing a song during the wait. The motion passed with 358 yes, 7 no.

For the the introduction of the third question, Floretta Reed introduced Ryan Darby, Co-Chair of the Capital Campaign Committee. In light of the passage of the second motion, he introduced the following to the congregation: Whereas the current capital campaign committee of All Souls has been working for more than two years on raising money to support the future capital needs of the church; and whereas the time and effort expended have been significant; and whereas significant funds have already been given and pledged to support the future capital needs of the church; and whereas ending the current campaign and starting a new one would be both expensive and would create the need for additional years of fundraising; and whereas the COVID pandemic makes face-to-face fundraising very difficult, if not impossible; and whereas the current pandemic and other realities have changed the capital needs and opportunities of the congregation; and whereas the work of the Board of Trustees' recent task force has led to a motion and vote of the congregation to repair, renovate, and expand the present location on Peoria Avenue; therefore, the Capital Campaign Committee of All Souls moves that the congregation of All Souls continue the current capital campaign and redirect the efforts and the resources towards repairing, renovating, and expanding the present location on Peoria.

Marlin then addressed questions related to this motion. First, he emphasized that this is an organizational vote, not an individual one, meaning that each individual contributor/pledge will have an opportunity to verify that their gift is still valid for

efforts towards the building on Peoria. It is not appropriate to take the monies pledged and donated and redirect them to Peoria without this vote, which makes over \$2,000,000 in the bank and pledged monies unusable without passage.

Also, he stressed that we have significant renovations and repairs that are needed to secure the current building right now, so a “yes” vote will allow us to begin the work of securing the windows in the sanctuary along with multiple other projects that are needed immediately. Being closed right now will allow that to go ahead without interrupting activities and staff work. Without this approval, we will have to start fundraising from scratch during a pandemic, without the ability to meet face-to-face, having to reduplicate staff and volunteer efforts and energy for another year to meet our financial needs for just the repairs, which are pressing right now. Instead, we can transfer the funds and begin the needed work immediately. We have already received approval to do so via chat during this discussion from a number of people, that there is a sense that the gifts and pledges were given for the good of the future of the church, and he thanked those who have already agreed to the shift. So, by this motion we are asking for the authority to reach out to individuals for their approval to transfer funds and pledges.

Barbara reiterated that we are getting chat messages from members giving approval to make the shift. In light of this, Marlin called upon those who already know that they will also approve to transfer their pledge to reach out by phone or email to Alicia or him and notify us, saving significant effort and time that otherwise would need to be dedicated to reaching out individually. A comment and amendment were put forward by Josie Rosenthal to clarify that we make the organization distinct from the individual as part of the motion, along with a separate suggestion that the gift carry forward if the individual cannot be reached or has passed away. Ryan indicated that he didn't think anyone on the capital campaign committee would object to these additions. Marlin recommended that this language be added to the motion as a friendly amendment that would not have to be voted upon, so it was so added. Marlin also clarified that as far as funds transferring upon inability to contact or death, that this would be within our authority to do as part of the congregational vote, if agreed to by legal counsel and after a due diligence effort to find the contributor.

Rod Harwood was recognized. He wondered if he could get clarification as to how his funds would be used, since he pledged to move, and he would not be interested in his funds being used now for repairs and renovations until we know after a year

or two into what our plan for the church becomes. Ryan responded by reiterating the reasons for the need to redirect funds in light of the pandemic and our financial realities. Also that individuals are going to have the right to take their pledge back or shift it, use it for repairs now, and everyone will have the right to make a decision in the future when plans and the vision for the renovations and expansion are developed to restore their gift at that point. Colin Bent made an amending motion that individuals who wanted their funds returned to not be bound by this motion, which was seconded. This having similar intent to Josie's amendment, it was discussed and decided that Colin's motion be added to the friendly amendment.

Jim Rusher was asked to clarify the issues surrounding repairs versus renovations. Before he began, a question was asked as to whether there were fund allocation contingencies included on the pledge form, and it was determined that there were not. Jim then gave his opinions about the "grey area" as to what constitutes a repair and what then is a renovation. There are circumstances that would qualify as both, such as the need to update the HVAC system as well as replacing it. We do have funding to do some of that already, but not enough for everything we would want to see accomplished. Another question about the need for this motion was again explained by Marlin, in that we want to give each individual the option to transfer without having to start over, which many are already graciously allowing. We have \$6,000,000 in pledged commitments that we need to make sure are still good, and then start using the funds to begin the work on Peoria. This will allow for organizational momentum, rather than having to start from zero.

At this point, the question was called and seconded to stop discussion and vote on the motion as revised. The procedural question to stop discussion was the first of the two needed votes at this point, and it passed the needed two-thirds necessary by 352 yes to 41 no.

The original motion with additional amendments and clarifications was then voted upon after reiterating qualifications for voting. It passed with 361 yes, 11 no.

Thanks for all who have joined this meeting via Zoom, and to the staff for setting this successful event up, were given in closing by Floretta. She outlined what we need to do going forward, to develop a plan for renovations as we move forward as a team, unified to do the work and face whatever challenges that may come. She thanked the task force for their efforts, and the donor families again for their generosity. She pledged that she and the board will strive to keep everyone

informed in anticipation of the next congregational meeting in December, and assured that the thoughts, desires, and priorities of the membership will be honored. Marlin added his thanks to the donors for their efforts beyond their financial pledges, and the task force and capital campaign committee and asked that the congregation give them their thanks as well. He also thanked the congregation for their support and participation in a process that could easily have divided a congregation and eroded support for the ministerial staff, not to speak of it being during a pandemic, but that was harmoniously accomplished. The spirit of the community going forward will provide relevance and a bright future for our church. At that point, the entire congregation was taken off mute for a group greeting and farewell, much to the joy of everyone as a host of reconnections and warm exchanges and delighted faces ushered in the adjournment of the meeting.

Respectfully submitted,

Dan Piazzola

Assistant Secretary/Treasurer, Board of Trustees