Minutes of Meeting of Board of Directors of Ohavi Zedek

January 21, 2016

Board members in attendance: John Blatt, Abby Rosenthal, Jessica Kane, Sharon Panitch, Michael Schaal, Liz Kleinberg, Wayne Senville, Sarah Kleinman, Judy Rosenstreich, Marv Greenberg, Gary Visco

Guests: Michael Rosenthal, Joe Frank, Lani Ravin, Eric Corbman, Stella Bukanc, Diana Carminati, Jeff Alpert, Lila Shapero, Nancy Sugarman

Staff and Clergy: Naomi Barell, R. Amy Small, R. Jan Salzman

Acceptance of minutes of Dec. 2015 meeting

Sarah moved to accept. Sharon seconded.

Minutes were accepted.

**Inclusion and Access committee report-Deb Lashman**

* Committee has made lift in main sanctuary completely accessible. There should never be anything blocking this access.
* The committee is wondering if the unused but functioning organ in main sanctuary could be moved, possibly to social hall. Naomi will talk to Raul about doing this.

**Presentation by members of Fern Hill Board**

Wayne recused himself from the discussion due to being married to Fern Hill Board member Lila Shapero.

* The OZ Board received a four-page document prior to the board meeting to familiarize themselves with Fern Hill.
* Jeff Alpert gave history of Fern Hill and overview of current stats on building, residents, governance, HUD management.
* Lila Shapero reviewed qualifications for residency and demographics. Lila indicated that residents are, on the whole, more elderly and frail than in years past. Also reviewed some of the requirements of having a contract with HUD, including audits, inspections. Fern Hill is a tenant-based Section 8 facility, meaning that the Section 8 designation stays with the building, rather than with the tenant. This is an unusual designation. She also brought up the assessment that discovered an amendment in the deed that ended the reversionary clause--the clause that indicated that control of Fern Hill would revert to Ohavi Zedek in 2020.
* Diana Carminati talked about ways to move forward. She commended the work of transition committee, which has more or less disbanded. She recognized that there is a bias on the Fern Hill Board that the property stay with HUD, that OZ retain ownership, and that it remain affordable housing. She indicated the need to look ahead to meet needs of tenants who are aging and becoming frailer.
* The OZ Board asked for clarifications on several issues, including reversion and how the property compares with Cathedral Square.

Michael asked Liz to craft a motion that reads:

*That the Ohavi Zedek Board retain outside council to assess relevant Fern Hill and Synagogue Corporation related documents regarding the disposition of the Fern Hill property owned by synagogue corporation for the purposes of:*

*1. Ascertaining what the OZ board's current responsibilities are.*

*2. Ascertaining what the decision making body is at this time.*

*3. Assessing steps the oz board could take to become the decision making body, should it so desire.*

*There would be a cap of $6,000 for retention of attorney.*

Basha seconded the motion.

Michael called the question. The question was called.

The motion passed unanimously.

**FYI from Rabbi Amy**

* Transition committee (Joey Bergstein, Paul Growald, Deb Lashman) gave R. Amy a list of hopes for coming years. The list is being honed into goals.
* She is not looking to make any major changes quickly. Understands importance of maintaining Conservative tradition while understanding that people want a "big tent."
* Met with past and current presidents of Temple Sinai. They stressed wanting to collaborate where possible to strengthen overall Jewish community. They are very concerned that enrollment in their programs are dwindling.
* Also met with Rev. Debbie Ingram from Vermont Interfaith Action. Rev. Ingram apologized for past mistakes and insensitivities and wants a fresh start.
* *Moment* magazine will be focusing on Vermont in their March/April issue.

**President's report and Treasurer's report-Michael**

* The Executive Committee feels strongly that we need an audit as soon as possible.
* Miriam believes that biggest problem right now is that we are having Marcy try to get all of the information. She thinks we should work with an outside bookkeeper to get information, and that this bookkeeper will work with the auditor.
* Judy clarified that a special purpose audit is limited in scope and that the finance committee would determine what needs the audit should meet.
* Conversation ensued re: bookkeeper, what is being asked of Marcy, relationship between Marcy and Miriam
* Naomi reported that she feels that Marcy should not be asked to work more hours. Staff is feeling better that they are not under any suspicion. Staff is working very hard to save money.
* Basha noted that the bookkeeper should be able to generate a spreadsheet and the Treasurer should be able to create a report to the board from that to at least show us the year to date.
* There was discussion regarding the need to increase revenue and to revitalize the development committee. Sharon will ask Deb Lichtenfeld if she can help with this.
* Judy has identified a potential auditor who works with their own bookkeeper, which would be more efficient than bringing in someone new.
* Discussion also ensued regarding where the money will come from for the audit, the legal review of fern hill documents, and the installation.
* Judy brought up provision for people 70 and 1/2 years old that they need to have a minimum distribution each year. Judy will write an article for Voice informing congregants of this. They may have new sources of income to make gifts.
* We are seeing installation as an opportunity to raise money. It's a celebration of OZ.
* Sarah brought up the idea of a crowdfunding effort and will look into establishing this.

**Membership/Outreach Update-John**

* Committee needs more members
* John and Judy Hershberg are working to help people new to the community get connected within the OZ community

**Miscellaneous business**

* Naomi-spoke about revenue from Hebrew School. Membership is up this year but it's yet to be seen if those families will become members.
* Sharon will check on membership materials and see what the recommended fair share percentage is.
* Basha gave us a pep talk. Thank you, Basha.
* Please sign up for bimah duty.
* Sharon will email the full board after each executive committee meeting with an update. The executive committee will try to identify places where other board members can help.

**Interim Director's Report-Naomi**

* Has been dealing a lot with shuk employees issues.
* Has been dealing with finances and also people who are delinquent in fees.
* Gave an update on letters that will be going out to people who owe money to the synagogue and also people who have b'nei mitzvahs planned but are not members (or owe money from previous events).
* Naomi distributed a general rental usage fee sheet. There are several groups that use our space for little or nothing. It's time to revisit our fee schedule. Gary and Rabbi Amy and Sheindel will form an ad hoc committee to review fees.
* Installation-weekend of March 11-12. Naomi is working on this with R. Amy.

**Director search committee-Wayne**

* Sheindel is a candidate for this position and recused herself from the conversation.
* Wayne has met with Executive Directors of 2 other organizations to get input on the search process.
* The search committee is working on a revised job announcement to help sell the congregation and Vermont.
* Wayne wants to reach out to congregants to network, possibly via letter, possibly via email blast. To be determined.
* The committee recommends changing the title of the position from Director, as previously advertised, to Executive Director.
* The committee needs a recommendation about the salary range that we can offer. Discussion ensued regarding what benefits OZ is obliged to offer its employees.
* Judy volunteered to take on HR issues and review HR handbook. She will work with Naomi.
* Naomi recommended that we consider hiring a CFO and a part time Director. Discussion ensued.
* R. Amy felt that we can still look for an ED who can manage finances and be a people person, but maybe consider a full-time bookkeeper.
* The board is asking the search committee to come back with a recommendation as to salary.

**Review of bima choreography-Marv**

Sheindel moved that the meeting be adjourned.

Sharon seconded.

The meeting adjourned at 10:12 p.m.

Minutes respectfully submitted by Sharon Panitch, Secretary