

NEW YORK YEARLY MEETING BOARD OF TRUSTEES
Poughkeepsie Meeting House; Poughkeepsie, NY
Minutes - September 30, 2018

Present: Roseann Press (Clerk), James Whitely (Assistant Clerk), Spee Braun (Financial Clerk), Laura Cisar (Treasurer), Keith Johnson (Recording), Dare Thompson, Peter Close

The meeting opened with worship. The presiding clerk reviewed the agenda.

1. Previous Meeting Minutes

The minutes from the Trustees meeting at Silver Bay on July 27 were discussed with the following points emphasized:

1. Keith Johnson will check with the NYYM insurer to determine if the recent Silver Bay contract meets the policy coverage. **Keith will report back to the Trustees by Fall Sessions.**
2. **Items #11-15 from the July meeting were approved.**

Conflict of Interest (COI) documents

1. **The COI was revised slightly to insure language inclusion and approved by Trustees.** The document is relevant to other officers NYYM besides the trustees. Once this revised language is reviewed by Peter Close as appropriate and not significant to alter any implications of the document, **Roseann Press will share it with the General Services Coordinating Committee clerk who will bring it to the committee for approval and action.** To be determined: the final wording of the document and the scope of people who will be asked to sign the document.
2. The conflict of interest (COI) documents will be stored on the Google drive for ease of access.
3. The draft of the COI form is attached in these minutes as "Appendix 1."

Trustee Organization

Trustees approved James Whitely for the role of Assistant Clerk and Keith Johnson as Recording Clerk.

2. Investment Policy

At Summer Sessions, the Yearly Meeting received a call to action from the Yearly Meeting's Friends World Committee on Consultation (FWCC) Committee to divest from fossil fuels and re-invest in renewable energy, sustainable agriculture, energy efficient technology, carbon sequestration, reforestation, and clean drinking water technology. Various parts of the YM whose charges are relevant to FWCC's request for action were asked to consider how the Yearly Meeting might respond. With respect to the trustees' responsibilities, this would entail ensuring that the funds held in trust by the Yearly Meeting are not invested in fossil fuels. The trustees considered deeply this call and would like to ask the body to look closely at the implications and provide guidance on how far to go, given the potential negative impact on other aspects of NYYM finances.

A statement of the trustees' policy and financial considerations was drafted as follows:

"NYYM's investment policy is to obtain the best return on our investments subject to their reflecting "Friends' testimonies and vision of a better world." The trustees also have decided not to actively manage our portfolio, as we do not have the expertise and time available among these volunteers to do this properly. Hence, all our funds are currently invested at Friends Fiduciary Corporation, which ensures our investment policy is adhered to, keeps our investments well diversified to minimize risk, and which already has us investing explicitly in the economic activity named above starting with renewable energy.

We understand the reason behind call for divestment and see the environmental aims as fully consistent with Friends' testimonies and vision of a better world. We hold concerns for other consequences and ask Friends to consider:

- Corporations that engage heavily in the fossil fuel sector also are major investors in green energy. Do we want to pull our investment from these, given their major role in renewable energy?
- Friends historically have valued the possibility of and been successful to some degree in influencing corporate behavior and policy from within. Do we want to keep our voice inside these corporations to influence their future actions?
- Totally excluding fossil fuel related corporations from our investment portfolio would potentially (most

likely) reduce the Yearly Meeting's financial resources. Using the scenario where the NYM funds are switched from 100% in FFC's Quaker Growth and Income fund to partially or all in FFC's Quaker Green Fund, this type of switch would expose us to the risk that the portfolio, as has happened historically, may not perform as well ((6.2% 3-year annualized for the Quaker Green Fund versus 8.0%)), the fees for servicing are presently higher ((0.90% annual fee for the Quaker Green Fund versus 0.75%)), and because of those two, the income we take from the portfolio would likely be lower ((3.5% semi-annual distribution rate for the Quaker Green Fund versus 4.0%)). If all this comes to play, this means the YM would have reduced amounts to support other YM activity that reflects Friends' testimonies and vision of a better world. The implications for the operating budget would be significant and less money would flow to committee work and affiliated organizations like Powell House.”

We will share and discuss these issues by conference call prior to Fall Sessions, after which we will prepare written information to share with the YM and present at Fall Sessions, asking the YM clerk to give some time for the Trustees to hear (and not respond to) where Spirit is moving in the YM in terms of balancing fossil fuel divestment with these other considerations. **Spee Braun will prepare materials and Roseann Press, Dare Thompson, or Laura Cisar will present and take notes at Fall Sessions. There was also discussion around an interest group on this topic with either just Trustees or in concert with other interested groups.**

3. Friends Legal Cooperative

A proposal made by Fred Dettmer to form the Friends Legal Cooperative (“FLC”) was reviewed and **Trustees accepted this proposal with some slight revisions**. Roseann Press will review these change with Fred and providing they are acceptable to him we will begin utilization as outlined in his proposal. The trustees eliminated the statement “(Alternatively, for uncompensated services, fees can be offset with matching donations, depending on the tax implications and preference of NYYM.)” from the agreement and have requested that FLC will provide standard agreements for persons engaged in yearly meeting, e.g., employment agreement and consulting agreements. Trustees acknowledge the risk of perceived conflicts of interest in this arrangement and will maintain transparency in all our dealings with FLC going forward.

4. Yorktown Meeting Property Sale

This minute was accepted: “We, the Yorktown Sale Group (R. Press, L. Cisar, S. Moelke, and P. Philips), confirm Peter Philips to engage as legal counsel to NYYM Trustees (pro bono) and then work with attorney Stephanie Whidden in connection with the sale of the Yorktown Meeting property to Calvary Bible Church, on terms agreed between Stephanie and Peter, in consultation with the Sale Group.”

5. Financial Clerk Report

1. Sufferings fund is now under the auspices of the Ministry Coordinating Committee.
2. NYYM Funds now include the following: Friends Fiduciary, Yearly Meeting Fund, and Morris cemetery.

6. Redirecting Income

There are several committees which currently receive funds which were originally designated for the committees but now the terms of the trust have been completely met. These include Barrington Dunbar, Indian Affairs, Prisons, World Ministries, Mosher, Oakwood, and Powell House. These funds are now available for reassignment. **Spee Braun will send a draft email to the Clerk of Financial Services, GSCC, and the General Secretary for feedback prior to advising the clerks of the above referenced committees that funds are no longer required to be directed to their respective committee. Spee will draft a revised budget proposal to be presented at Budget Saturday.**

7. NYYM Policies and Procedures

With the goal of containing risk for the yearly meeting, a consultant will be hired for a 9 month review of risk policies. Dare, Laura, Spee, & Steve will work with the consultant to draft these policies. An advertisement for the consultant will be posted in 2 weeks

8. Meetinghouse and Properties Fund

The Quaker Street Meeting has requested \$3,000 to supplement the cost of painting of the building this fall. However, all of the money available from the fund has been expended for 2018.

The trustees developed a timeline specifying the processing of requests from the fund. For 2019, annual grant requests are due by the end of February and will be reviewed by trustees by the end of May. This policy will be posted on the NYYM web site and in Infoshare.

A question arose as to whether or not the fund is large enough to support the needs of meetinghouses in NYYM. This issue will be discussed further at a later.

9. Trustees page & NYYM Trustee Team Drive

The trustees determined that there will be a folder on the NYYM Trustee Team Drive that will be available for trustee only documents. Documents which can be accessed by the larger membership will be on the NYYM website. This policy removes the need for a trustees' private page on the web site. The recording clerk will be responsible for posting the meeting minutes on the drive.

10. Stevens Fund

The trustees proposed to state the annual amount available. The trustees clerk will work on the website to update the description.

Ad Hoc Topics

11. Mahlon York Fund Grants

A review of requests for gifts from this fund was approved for the following recipients:

1. \$1,000 toward Unadilla Monthly Meeting's community center renovations
2. \$1,000 toward B. Bradshaw's undergraduate education
3. \$415 toward E. Curtis's participation in the Parliament of World Religions and certification in Indigenous Cultural Awareness
4. \$115 toward L. Haines' certification at the Parliament of World Religions in Indigenous Cultural Awareness
5. \$500 toward J. Morgan-Davie's prerequisite courses for future PhD studies in biochemistry and biotechnology

Total approved disbursements for this round of Mahlon York Fund grants: \$3,030

12. Trustees' By-laws

Trustees asked Peter Close to review the by-laws and get them back to Roseann within two weeks. Roseann will notify Jeffrey Aaron whether to keep it on the agenda to approve (or not) a 2nd reading at Fall Sessions..

13. Directors and Officers Liability Insurance

Keith will review to determine what is covered or not covered in the policy and report back to the Trustees. .

Appendix 1

NEW YORK YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS

POLICY REGARDING CONFLICTS OF INTEREST AND DISCLOSURE OF RELATED ACTIVITIES

The Trustees/Directors, Officers, and senior management employees (collectively, the “Servant Leaders”) of New York Yearly Meeting Meeting of the Religious Society of Friends (the “Meeting”) recognize that we owe to the Meeting a duty of undivided loyalty to act in the best interests of the Meeting. Fulfilling this duty requires careful attention to the directions and recommendations of this Policy Regarding Conflicts of Interest and Disclosure of Related Activities (the “Policy”).

Conflict of Interest Defined: A conflict of interest exists any time personal or financial considerations have the potential to influence or compromise your judgment in performing a service to the Meeting. It involves divided loyalties, competing interests, incompatible responsibilities between your duties to the Meeting and any of your or your family’s business or personal interests. A conflict of interest also exists if the situation creates an appearance that you could be influenced by personal considerations in fulfilling your service to the Meeting. Here are some examples:

- A conflict of interest exists when a Friend or a member of that Friend’s immediate family could gain a benefit or an advantage from a decision or action of the Meeting.

- A conflict of interest exists when a decision or action of the Meeting would reasonably appear to provide a benefit or advantage to a Friend or a member of that Friend’s immediate family.

- A conflict of interest exists if a Friend’s outside activities could have an adverse impact on the Meeting.

The Meeting’s Policy: Our conflicts of interest policy is concerned with (a) making sure there is full disclosure of conflicts or potential conflicts of interest, and (b) making sure the Meeting’s decisions and actions are free of any concerns about being affected by a conflict of interest. We seek to fulfill these goals by (1) requiring disclosure of conflicts and potential conflicts of interest by our Servant Leaders, (2) requiring that any Friend with a conflict or potential conflict of interest excuse themselves from the discernment and approval of the matter, and (3) carefully recording our actions to address the conflict or potential conflict of interest. Here are the details:

- Every Servant Leader of the Meeting fills out the Conflicts of Interest Disclosure Form (“CID Form”) every year, and supplements it as necessary during the year for newly identified concerns, in order to identify any activity or relationship involving themselves or members of their immediate family that poses a conflict or a potential conflict of interest to their service to the Meeting. The completed CID Forms are collected by a designated Trustee and are maintained in the Meeting’s records.

- **A Friend with a conflict or potential conflict of interest will not participate in or be present for the discernment and approval of any matter for which that Friend has a conflict or potential**

