

METROPOLITAN COMMUNITY CHURCHES GOVERNING BOARD MEETING

2013-03-08 02:00PM EST to 2013-03-09 1:00PM GMT
King of Peace MCC, St. Petersburg, Florida (USA)

VISION GOALS FOR 2013:

- ❖ Build sustainability and capacity into all we do.
- ❖ Communicate to the world with passion and clarity that we are stronger together.
- ❖ Give priority to churches and new ministries that demonstrate signs of health and growth.
- ❖ Continue to build leadership development into all we do, particularly with Young Adults.

OPEN QUESTIONS FOR 2013:

- ❖ What is our vision for funding ministry?
- ❖ How can our young adults help us to imagine and articulate a future for MCC? (Joel 2: 28 - "And that's just the beginning: After that— "I will pour out my Spirit on every kind of people: Your sons will prophesy, also your daughters. Your old men will dream, your young men will see visions. I'll even pour out my Spirit on the servants, men and women both...)
- ❖ What is needed to enhance our global ministry and structure?

ATTENDEES: Rev. Elder Dr. Nancy Wilson, Moderator; Raquel Benitez-Rojas, Vice-Chair Kareem Murphy, Secretary; Liz Bisordi, Treasurer; Rev. Onetta Brooks, Rev. Tony Freeman, Rev. Dr. Robert Griffin, Bryan Parker, Rev. Dr. Candace Shultis, Barbara Crabtree, Director of Operations, Linda Brenner-Beckstead, Staff Support.

FRIDAY, 8 MARCH

The meeting began at 9:00pm. Rev. Nancy led us in an opening devotional.

- A. Visionary and Strategic Issues (Nancy)
 1. GB Report Card--progress since August 2012
 2. Review of vision goals and open questions
 3. Review of committees and how they function
 4. Communicating successes and achievements
 5. Communications platforms and social media.

Nancy noted that we should use the Strategic Planning (SP) to drive our discussion of vision and mission. It should frame our report on the last three years. We will each have a part in presenting it to General Conference. We will all be participating in the Governing Board presentation at Business Forum and Business Meeting.

Tony said that there is a good narrative that we have to share. In that process, we have launched a new Governing Board.

General discussion ensued about how much work was required to set up the Governing Board, establish systems and internal structures, policies, methods, and clarity around our respective

roles. There was general consensus that having laid the groundwork with structure and systems, we were able to address the myriad of challenge that beset us. These successes frame all other work, especially strategic planning.

More discussion of logistics of assembling the Governing Board Report to General Conference.

Robert gave a report about how well the Facebook and social media-based communication was going, with over 750 people having “liked” the Governing Board’s Facebook page. He encouraged Governing Board members to tag the page when they are wearing those “hats.”

Discussion of the Vision Goals and Open Questions resulted in a recommitment to finding creative ways to engage them and enlist conversation partners for the Open Questions. Even if we do not make progress in answering the Open Questions, we can use them to guide our overall work. Nancy said that she would be meeting with Dan Hotchkiss (senior consultant used by the Governing Board for strategy development) and she would ask him for more guidance in how we can engage our Vision Goals and Open Questions.

B. In-depth view of MCC Finances (Finance Committee and Barb Crabtree)

1. 2012
2. 2013 budget two months into the new year
3. GB decision about the 12% rate

Barb noted that 2012 was a good year in the end. She explained that the \$100,000 difference is not totally an asset position; we will spend that on General Conference. Barb led a general discussion about why we use an accrual basis for our accounting rather than a cash basis. Essentially, we align our income with the reporting period. Given the timeliness of revenue streams, a cash basis would always have us operating in the red.

Nancy noted that we are making progress on reducing our Paid Time Office liabilities. They have instituted a cap for staff.

More discussion about what information to include in the Governing Board report to General Conference and how to structure the report. Liz noted that We have money in the bank to pay payroll before it’s due. I’m thinking about the money we had to

Review of Turnaround Plan demonstrated overall success including exceeding goals on Moderator’s Circle and overall income. Discussion of how to build sustainability in our financial systems, with reference to the financial performance goals of Strategic Plan.

Liz said that we need to ensure that all the Board and not just the Finance Team has the ability to more fully support our fiduciary responsibility. There was discussion about onboarding the new Governing Board members with financial literacy and providing training for all Governing Board members, including setting an expectation that all members will serve on the Finance Team during their six-year terms.

There was general discussion about proposing a freeze on the current tithe assessment rate in the three years following General Conference and how the recent successes and Strategic Plan would be a strong justification and explanation about why that is warranted. Additionally, there was debate about breaking down US/Canada and non-US/Canada tithe payment rates.

Barb discussed how precarious the economic predictions are for 2013 and beyond, citing US government economic analysis. MCC appears to be on track, but economic volatility, especially in the US, and declines in denominational affiliation (i.e., spiritual not religious) could disrupt this. Tony and Robert said that the denomination needs to lead by example and demonstrate that MCC is planning contingencies around this potential volatility. Others agreed. Onetta, Nancy, and Barb noted that there would be a workshop on managing church finances.

After a lunch break, there was a discussion around improving internal communication within the Governing Board.

C. Report from Development Committee; Plan for 2013 (Nancy, Tony, Raquel)

Nancy noted that they are now well underway and will be utilizing the help of Jim Birkett. He will be helping design the further roll out of the Moderator's Circle, ensuring the communications strategy supports long-term participation. They are also working on several meetings with Moderator Circle and top donors for General Conference. They want to work with Jim on integrating the Strategic Plan in the overall development efforts.

D. Strategic Planning Process (Candace, Kareem, and Nancy)

There was general discussion on how positive the process has been but on how much follow up work is necessary to finalize the Priority Actions within each Breakthrough Objective. We have a commitments from teams to follow up on each action. We can have a final, full plan ready to share and present to General Conference.

E. Consent Agenda (Kareem)

- Minutes of February 2013 Meeting (Kareem)
- Finances (from February Meeting) (Barb)

GOVERNING BOARD MOTION 130803.1: Motion to approve the consent agenda made by Onetta, seconded by Kareem. MOTION PASSES UNANIMOUSLY.

F. Major Gift Report (Raquel)

Raquel noted that she, Kareem, and Onetta have been meeting to discuss and review methods of accepting major gifts. They consulted with an attorney about the legal options available, based on donor intent and expected Governing Board/MCC usage of the gifts. They are soliciting feedback from the rest of the Governing Board about which options are best. Tony asked if these proposals were in compliance with the current Gift Acceptance Policy. Raquel noted that a change had been several months prior and that this proposal is in compliance with that. Tony recalled the intent behind the development of the initial version of the Gift Acceptance Policy. There was general discussion about taking on additional obligations by retaining certain types of gifts and when/how to dispose of them for profit to MCC.

Raquel presented a summary of the day's work. That included:

- Scoped out the report card to General Conference about goals and achievements.
- Detailed review of financial performance.
- Held an honest conversation about communication procedures
- Received the report from the Development Committee.
- Adopted a plan for completing the Strategic Plan
- Approved the consent agenda
- Received a report from the Major Gift Team.

SATURDAY, 9 MARCH

Robert led an opening devotional, starting at 1:00PM GMT.

G. Branding and Communications Update (Barb Crabtree)

Barb provided an update about the rollout of the communications and branding work, saying that it is going exceedingly well based on the number of positive emails and the use of and requests for posters, bumper stickers, banners. The digital pieces showing up on websites and Facebook pages. The international frame the consultants had proved useful, as the first place in the world to use ad was Good Hope MCC (South Africa). Other good news from around the world. Liz commented that the one for Easter needed a broader appeal and wanted it connected to the vision and mission statement we developed and our targeted demographics. She noted that it was still good work. Bryan said that churches need to be prepared for demographics they want to see; branding shouldn't be out of step with that.

There will be a strong MCC presence at Pride Parade and resource trainings throughout General Conference. Rev. Dr. Jim Merritt leading effort. Tony asked about the status of local MCC. Nancy said that there are about five churches and all are very engaged and excited about being hosts. The reason Jim is working on Pride is because they didn't have enough bandwidth. They tend to be smaller. Barb said that after General Conference, there will be brand-building ads that can drop in own—without customization—to put in local church name, website, use them in general when not a special season.

There was general discussion about the use of technology at conference to drive content online. That is part of the larger effort to use social media to share information and build greater awareness about MCC at the local and denominational levels.

Barb provided an update on the website redesign. We've completed functional requirements and hope to have it launched by General Conference but there are still major roadblocks. The goal is for one integrated site, rather than 18 sites. There will be a Global Administrator. Governors debated whether additional funds would help ensure that the site was launched by General Conference.

GOVERNING BOARD MOTION 130903.1: Motion to add \$10,000 in spending authority to hire consultants to complete the launch of the new website by General Conference made by Candace, seconded by Onetta.

Discussion.

Additional discussion around merits of spending additional funds to ensure a pre-conference launch. Candace, Liz, and Kareem said that they would like to see a specific plan on how the launch would be accomplished. Tony asked where the funds would come from. Robert asked if money would be coming from General Conference revenues. Liz noted that with other competing projects, the website has not been a priority. Nancy noted the competing demands on staff time.

Candace withdrew the motion.

GOVERNING BOARD MOTION 130903.2: Motion to direct staff to develop a project plan and identify any additional resources necessary to complete the website by the end of the third quarter of 2013 made by Kareem.

Discussion.

There were a series of questions around the specifics of implementation including a timeline. There was discomfort with a third quarter deadline. Nancy asked Bard to develop a simple plan with an achievable timeframe and to keep the Board updated for the remainder of the year.

Motions died for lack of second.

H. Governance (Onetta)

1. General Conference Reports are due by 20 March.
2. General Conference Responsibilities
3. General Conference expenses (Barb)
4. Bylaws
5. Governing Board Nominating Committee
6. MNC (if needed)

1. General Conference Reports:

Nancy discussed how the General Conference Business Meeting will be very different than in year's before. Rather than several reports on programming, the accountability of the Governing Board will be the focus, especially the report from the Governing Board. Beyond that, there is the election of the next Governing Board and the affirmation of the Strategic Plan and the International Task Force Report. We want the Business Meeting to be as exciting as worship.

2. Bylaws

Onetta presented the discussion of the bylaw change clarifying the bylaw submission process (requiring two churches from different countries) was not intended to apply to the Governing Board and Council of Elders. She noted that the Board and Council are entities among themselves and need the freedom to submit without having a sponsor. The exemption is implied.

The other bylaw proposals were clarified after much discussion. The consensus was that most Governors were not ready to vote on the package. Nancy asked for volunteers to form a small team to review the recommended changes and take those back to the full Governing Board for consideration. That team includes Nancy, Onetta, Candace, and Kareem.

3. Governing Board Nominating Committee

Nancy said that the Committee was close to finalizing the nominees. There will be four clergy candidates for two seats and six lay candidates for three seats. Once the references are finished, they will notify everyone. Linda will work with them to make a video and get out to the communications team.

GOVERNING BOARD MOTION 130903.3: Motion to extend appreciation to the Governing Board Nominating Committee for their hard work for giving MCC a slate of Candidates for General Conference XXV made by Onetta. Seconded by Candace. MOTION PASSES UNANIMOUSLY.

4. Moderator's Nominating Committee

Robert and Tony recused themselves and left the room.

Nancy asked for the Board's opinions on her participation in the selection of the committee. Onetta said that she has wisdom to share from the discernment process. You could hear us about what. Nancy clarified that she was talking about the Committee selection process. There was a consensus that Nancy should share her wisdom from the candidate's perspective but she would not participate in the Board's discussion of the selection.

Nancy subsequently walked the Board through her experience with the previous Moderator's Nominating Committees.

There was additional discussion about the role of the Moderator's Nominating Committee with respect to General Conference 2016. Onetta clarified that the Committee submit the slate to the Governing Board and the Governing Board presented the slate to General Conference for Consideration. In 2016, the GB will present a slate of five candidates (or the Board can delegate it to the Committee).

Onetta reviewed the current process. She led a discussion of what type of mix of people and skills did we want to see in the selection. Do we weight the interview with the other portion? There was debate about the mix of skills, international experience, and clergy/lay balance. Onetta also asked if they would need a subteam. There was more discussion about the selection process. Onetta proposed the following steps for process.

1. We received the applicant package. (What percent is resume package.)
2. Arrived at 10-12 persons. Went from low to high mark. (What percent to weight interviews.)
3. What is the make up?
4. Narrow from 12 down to five. How did you rate your team? Two are shadows.
5. We are going to try right now, what your collective input is, need to do reference check, (if not today, can do by email) appointment of shadow team. Can do video to get sense of who they are.
6. Step 11: We need to provide them with a draft of timeline and charter. Some of applicants asked about process.

There was then extended discussion of real/perceived conflicts of interest, mostly based on current/previous MCC employees, candidates from churches where Committee members attend, and status as members of MCC leadership. Kareem said that he trusts the actual Committee to articulate the conflicts and develop policies that address them. Bryan said what is most important is sending a message about transparency.

GOVERNING BOARD MOTION 130903.4: Motion to enter Executive Session for the purpose of making appointments to the Moderator's Nominating Committee made by Raquel. Seconded by Candace. MOTION PASSES UNANIMOUSLY.

GOVERNING BOARD MOTION 130903.5: Motion to end Executive Session made by Kareem. Seconded by Candace. MOTION PASSES UNANIMOUSLY.

GOVERNING BOARD MOTION 130903.6: Motion to appoint Rev. Dr. Lea Brown, Rev. Kevin Downer, and Ms. Elisa Vega-Burns to the Moderator's Nominating Committee, subject to positive reference checks, made by Liz. Seconded by Candace. MOTION PASSES 5-1 (Kareem voted no).

All members returned for further deliberation at 7:37PM GMT

Linda read the motion to share with Nancy, Tony, and Robert. Nancy asked if we could have one or two shadow members (alternates) who are not from the U.S. Raquel noted that this was part of the discussion and the focus was more on skillsets. There was a consensus, among the non-recused members, that the Board would subsequently appoint an Ad Hoc Support Team of two people.

I. Policy Manual/Personnel Policy Issues (Candace)

Candace read a policy that she and Nancy drafted to address personnel issues, the purpose of which is to help Nancy navigate difficult personnel issues from the senior staff. The Committee will serve in an advisory role. Tony noted that it is not a Committee of the Governing Board but there will be a Governing Board member on it to keep the Board informed.

J. Review Operating Reserve Policy (Tony)

Tony noted that the Reserve is board-managed. It helps the Board plan for revenue shortfalls and maintain a positive cash balance. He recounted the choices made earlier when the Board voted to remove funds from the reserve to cover cash flow and obligations. It was an exception. We are now out of compliance. How are we going to fix that? Future pay downs have to fall within this policy.

Nancy asked if there was a motion to consider.

Barb noted that the Reserve Operating policy contains a provision that says the Board can make an exception. Tony noted that despite the repayment plan presented by staff and endorsed by the Board, we remain out of compliance with the policy, including the exemption. We have adopted budgets that do not comply with the policy's repayment provision. Nancy said that this needs to be referred to the Finance Committee for further resolution. There was no motion. The Finance Committee agreed to consider the matter.

K. Communication Policy (Communications Team)

Bryan reviewed the changes to clarify the response commitment to communications we receive is one business day. The Chair (Moderator) can appoint any member to communicate on behalf of the board.

Tony expressed concern over communications that are sent directly to Governing Board members and not to our collective email address. What is expected?, he asked. There was general discussion about the types of emails we receive individually. The consensus was that ones that are done on a personal basis but have larger Governing Board implications should be shared and dispensed with in accordance with the policy. The Communications Team will review the Governing Board covenant to incorporate the principles on communications received individually.

GOVERNING BOARD MOTION 130903.7: Motion to accept proposed changes in language to the Communications Policy (#12.7, 12.9, and 12.13) made by Bryan. Seconded by Liz. MOTION PASSES UNANIMOUSLY.

L. Governing Board members who are standing for Moderator (Bryan)

Tony and Robert recused themselves at 8:19pm GMT.

Bryan asked what type of policy is needed to address situations in which a current Governing Board Member stands for election as Moderator, given that he/she will be a current Governing Board Member at the time of the candidacy. Nancy articulated see three choices: The member recuses him/herself for all pertinent vote; the person resigns from the Governing Board at the time of application; the person resigns if he/she is accepted as candidate.

Bryan asked how we navigate these conflicts when the Moderator seeks re-election, given that he/she will be a current Governing Board member (the chair, in fact). It would not be a good thing for the Moderator to resign to be in compliance. Onetta said that the standing moderator needs to be exempt as chair of the Governing Board. Bryan said another option is for the person to take a Leave of Absence. Raquel said that the person should resign from the Governing Board as the time of application. Kareem said the Board must try and balance competing needs, but that we should not lose good people over this. Candace shared her experience candidating for Senior Pastor at MCC Washington, where she was the Associate Pastor. She said the real issue was that everyone involved had to have integrity.

Bryan read the Conflict of Interest Policy, and noted that we are following it now. At that point in the process, recusal is working, but at the next step, we will have to revisit this.

There was more debate about which of the four options works best. Nancy said that we have segregated the Council of Elders from Moderator decisions with a high wall. Kareem said that it is important that we incorporate them in the overall policy.

M. Plans for August Face-to-Face Meeting

1. Council of Elders Meeting Review
2. Dan Hotchkiss
3. On-boarding new Governing Board members
4. Debriefing retiring Governing Board members

Robert and Tony rejoined the meeting.

Nancy let Robert and Tony know that the Board did not come to conclusion, will discuss in April. She recapped the discussion. Bryan asked Robert and Tony how they would handle the conflict of interest if they, in fact, applied to be Moderator (both agreed that it was okay to ask the question). Tony said that if were vetted and became a candidate, he would either resign or take a leave of absence pending the outcome of the vote. Robert said that he would resign.

1. Council of Elders Meeting Review

Nancy gave an overview of the Council of Elders retreat in December of last year. We are trying to differentiate Council of Elders from the Senior Leadership Team. We are 80% though proposal to expand to include people who are not full time staff. It was shared with Large Church Pastors. They are wrestling with the question of should all Elders be volunteer. Nancy expressed sensitivity to the fact that whatever I do will impact the next Moderator. There is no shortage of gifted people. This is about constructing the right frame. The Elders will talk about this in May.

2. Dan Hotchkiss

Nancy will be meeting with him and will be discussion leadership transitions, onboarding of the next Governing Board, and other strategic leadership questions. She will also ask him to help provide advice about better engaging our Open Questions.

3. Onboarding new Governing Board Members

Robert agreed to lead a group to help orient and onboard new Members of the Governing Board. Nancy will work to debrief the outgoing ones on lessons learned. Onetta suggested a buddy system. There was a consensus that a consultant (e.g., Dan Hotchkiss) is still necessary for the new Board.

C. Meeting Evaluation (entire Governing Board)

Liz asked that we revisit the discussion around the tithe assessment proposal. There was general discussion about why the funding was necessary, how it would support/connect to the Strategic Plan, and how it would be presented to General Conference if the Governing Board approved it. Nancy said that we would make a final decision in April.

There was general discussion to review the meeting goals, objectives, deliverables, and performance.

GOVERNING BOARD MOTION 130903.8: Motion to adjourn accept made by Kareem. Seconded by Bryan. MOTION PASSES UNANIMOUSLY.

Meeting adjourned at 10:25PM GMT

Governing Board 2013 Meeting Times

- THUR 25 APR 13 22:00 UTC; 5:00 PM EDT
- THUR 23 MAY 13 22:00 UTC; 5:00 PM EDT
- THUR 20 JUNE 13 22:00 UTC; 5:00 PM EDT (date change due to GC)
- SAT 29 JUNE 13 (first meeting for GC)
- JULY – General Conference – No July Call
- 31 JULY – 3 AUG 13 (Details To Be Determined; Overlap with SLT; Arrive 30 July, Depart 4 August)