

**Governing Board Meeting Minutes**  
**25 October 2018**  
**6:00 pm EDT**

Attended: Rev. Elder Rachelle Brown, Chair; Rev. Joe Cobb, Clerk; Dr. David Williams. Treasurer;  
Rev. Onetta Brooks, Rev. Victoria Burson, Bob Niehaus, Christy Temples, Marsha Warren  
Staff: Jack Hutter

Absent: Rev. Miak Siew, Vice-Chair

Quorum was established at 6:06 pm ET.

After a brief check-in, the meeting was opened with prayer by Rev. Rachelle Brown.

**Consent Agenda:**

2018 09-27 GB Meeting Minutes  
2018 10-05 GB Meeting Minutes  
2018 September Financial Reports  
2018 October Moderator's Report

**A motion to suspend and move the Financial Reports and Meeting Minutes to the Discussion Agenda was made by Rev. Onetta Brooks. The motion was seconded by Marsha Warren.**

**Aye: All voting members present**

**No: None**

**Motion carries.**

**A motion to accept the Moderator's Report as presented was made by Bob Niehaus. The motion was seconded by Marsha Warren**

**Aye: All voting members present**

**No: None**

**Motion carries.**

**Discussion Agenda:**

There was a brief discussion about the meeting minutes as the new board members were unsure that they should vote on minutes if they did not attend the meeting. It was determined that as long as they reviewed the minutes that they could vote to accept them. The 2018 10-05 GB Meeting Minutes were tabled.

**A motion to accept the 2018 09-27 GB Meeting Minutes was made by Dr. David Williams. The motion was seconded by Rev. Victoria Burson.**

**Aye: Rev. Elder Rachelle Brown, Rev. Joe Cobb, Bob Niehaus, Christy Temples, Dr. David Williams, Marsha Warren**

**No: None**

**Recused: Rev. Onetta Brooks**

**Motion carries.**

The Financial Reports were reviewed by Dr. David Williams, Treasurer. He has included a letter explaining the variances. There was a payment of \$40,000 for the General Conference hotel deposit. There was a \$31,000 transfer from investments to cover September expenses. There was \$22,000 for PTO payments to departing employees and \$21,000 which was owed to current employees. There was a \$3,000 one-time expense for the real estate agent for commission on the Sarasota property. The Sarasota property has been leased through July 2020. The rental income covers all of the expenses on the property. There is an issue about sales tax on the rental income which will be investigated and discussed at the next meeting. David's letter about the variances will be shown as footnotes to the financial reports.

**A motion to approve the 2018 September Financial Reports was made by Rev. Elder Rachelle Brown. The motion was seconded by Christy Temples.**

**Aye: All voting members present.**

**No: None**

**Motion carries.**

#### **Committee Reports:**

##### **Finance Committee:**

There was discussion regarding current signatories on the Bank of America accounts. Rev. Jakob Hero-Shaw, a former governor, had sent an email stating that he as well as other former governors were still listed on the accounts. Bank of America had been provided the information but failed to make the changes correctly and timely. David is working with Jakob and Bank of America to correct the issues. Miak suggested that after 2019 General Conference consideration be made to move to another bank.

**A motion to remove Jakob Hero-Shaw, William Knight, Stephanie Burns, Kimberly S. Brown from Bank of America Account # 8980 9191 8407 and add David L. Williams, Joseph L. Cobb, Victoria L. Burson, Robert L. Niehaus, Chrystal Dawn Temples, Marsha Warren was made by Rev. Victoria Burson. The motion was seconded by Rev. Elder Rachelle Brown.**

**Aye: All voting members present**

**No: None**

**Motion carries.**

**A motion to remove Kimberly S. Brown, Jakob Hero-Shaw, Barbara J. Crabtree, Angel C. Collie, and add David L. Williams, Joseph L. Cobb, Victoria L. Burson, Robert L. Niehaus, Chrystal Dawn Temples, Marsha Warren to Bank of America Account - General # 0000-3940-5241 and Bank of America Account - Savings # 0000-3977-1075 was made by Rev. Victoria Burson. The motion was seconded by Rev. Elder Rachelle Brown.**

**Aye: All voting members present**

**No: None**

**Motion carries.**

Governors will receive signature cards via email and are asked to sign and notarize the signature cards and send electronically immediately, and then send the hard copy, to David Williams.

Discussion of Report of Expenses for Sept – Oct 24<sup>th</sup> AP 10-25-18 Report, and UFMCC Variance Aug-Sep 2018:

David provided a report of the expenses for the period September to October 24 to the Board. All funds spent and accounted for as they should be. He also sent a payables report showing outstanding payments. These reports are confidential and only for Board use. It was noted that the Morgan-Stanley account is the only investment account. Onetta suggested noting the transactions for this account and Governors agreed by consensus.

**Governance Committee:**

MNC (Moderators Nominating Committee) – Victoria reported that the MNC has created and distributed a timeline. She will send it to the Board. They anticipate having a slate of candidates announced in February.

GBNC (Governing Board Nominating Committee) – The GBNC is preparing a communication to announce their timeline and a description of the nominating process.

Bylaws – Onetta reported that the committee is reviewing and preparing to receive proposals which we anticipate will begin arriving in January.

Leadership Transition Team – Will bring all groups up to speed. The intent of this team is incorporate representatives from the Governing Board, Council of Elders, Strategic Leadership team and two additional appointees to guide the transitional process up to General Conference in preparation for a new Governing Board and Moderator. Discussion included the possibility of installing the new Moderator on the Friday evening of General Conference and whether or not the start date for the new Moderator is fixed on October 1 or can be adjusted. It was confirmed that an October 1 start date allows time for full transition.

**Assessments Committee:**

The Special General Conference Business Forum is complete and data along with the webinar link has been sent out.

A letter is being prepared and will be sent to churches regarding voting eligibility for General Conference 2019 with individual church 2017 and 2018 giving and reporting records. We are beginning this process earlier and refining how we communicate with churches, acknowledging our relationship as one of donors with full and current records of their giving.

Restoration Plans “agreements” are being set up every week to ensure eligibility for all churches and need to be completed by the end of November 2018. We are grateful for all of our churches and their willingness to review and restore assessment agreements. We are trying to be clear, if you need a plan do it now. It is important to include Board of Pensions info to ensure and support policy on voting eligibility as churches must be current with the Board of Pensions payments. A note was made that Board of Pension arrears can never be forgiven as they are a legal obligation. All eligibility matters will be confirmed by February 1. No late or last minute agreements can be made past that date.

#### **Development Committee:**

Rachelle reported that new member invitations were sent this week and a meeting is set for the first week of November to begin working on renaming the Moderator’s Circle, discuss legacy giving, and begin seeking General Conference sponsorships. In addition:

- ✓ Giving Tuesday” resources are going out to MCC churches as a toolkit for local church campaigns
- ✓ Anniversary Sunday offerings are coming in
- ✓ End of Year appeal letter will be ready by end of November
- ✓ Christmas Cards are being designed and will be sent to 2018 donors

#### **Communications Committee:**

Discussion was held regarding follow-up with correspondence and upgrading our response time. Marsha, Bob and Christy volunteered to assist on this committee.

#### **Executive Session:**

The Board went into Executive Session at 7:30 pm ET to discuss a funding matter. The Board came out of the Executive Session at 8:03 pm ET.

**A motion to accept a special donation by a member of UFMCC for the purpose of resolving a legal liability was made by Rev. Joe Cobb. The motion was seconded by Dr. David Williams.**

**Aye: All voting members present**

**No: None**

**Motion carries.**

**Confirm dates and times for meetings thru year-end:**

Thursday 15 November at 6 pm ET

Thursday 20 December at 6 pm ET

Preliminary discussion was held regarding dates for meetings in 2019. The current schedule is the fourth Thursday of every month, based on availability of financial statements.

The tabled discussion of the 2018 10/5 GB Minutes was discussed. Because the meeting was to select new Governing Board members, the new members wanted to be sure there was no conflict with them approving the minutes.

There will be an email vote to approve the 2018 10-05 GB Minutes.

The meeting was closed in prayer by David Williams.

Respectfully submitted,

Rev. Joe Cobb, Clerk