

**FOR APPROVAL OF THE MEMBERSHIP  
MINUTES OF THE UNITED CHURCH OF CHRIST BOARD**

**OCTOBER 9-12, 2013  
THE RADISSON HOTEL CLEVELAND-GATEWAY  
CLEVELAND, OHIO**

**WEDNESDAY, OCTOBER 9, 2013  
FIRST PLENARY**

**CALL TO ORDER AND DECLARATION OF QUORUM**

The meeting was called to order by the Chair, Mr. Bernard Wilson, presiding, the time being 7:00 PM EDT, Wednesday, October 9, 2013.

Acting on the advice of the Registrar, Ms. Denise Shimell, Mr. Wilson declared a quorum present. (51 of 52 present)

Members Present: Ms. Maritza Angulo de Gonzalez, Ms. Sue Artt, Ms. Pat Barnes-McConnell, Ms. Joyce Bathke, Ms. Caroline Belsom, Ms. Lynda Bigler, Mr. Geoffrey Black, Mr. Frank Bolden, Ms. Dale Bonds, Mr. Geoffrey Brace, Ms. Faith Burgess, Mr. Robbie Carlson, Mr. Tom Croner, Ms. Sheldon Culver, Mr. Edward Davis, Mr. Mike Denton, Mr. Michael Downs, Mr. Kevin Finley, Mr. Robert (Bob) Frieberg, Mr. David Gaewski, Mr. Gilberto Garcia-Rodriguez, Ms. Kira Geary, Ms. Roxanne Gould, Mr. J. Bennett Guess, Mr. Don Hart, Ms. Emily Heath, Mr. Brian Holeman, Ms. M. Linda Jaramillo, Mr. Noah Jensen Tabor, Mr. Nesa Joseph, Ms. Julia LeBrell, Ms. DeEtte (Dee) Lundberg, Ms. Thea Mateu, Mr. Jim Moos, Mr. Kevin Omi, Mr. Ron Patterson, Mr. Kevin Peterson, Ms. Christina Phillips, Mr. Rich Pleva, Mr. Ernesto (Ernie) Reyes, Mr. Dwayne Royster, Mr. Gary Schulte, Ms. Carol Shipley, Mr. Bryan Sickbert, Mr. Nevan Strobelt-McCann, Mr. William Tanner, Ms. Jeanne Tyler, Mr. Dean Wakuzawa, Ms. Elizabeth Walker, Mr. Bernard Wilson, Ms. Kimberly Wood

Those members or members-elect excused: Mr. William Edwards

Staff to the Board of Directors Present: Ms. Anita Bradshaw, Mr. Don Clark, Ms. Diane Dicken, Ms. Mitchell Farrow, Mr. Lee Foley, Ms. Jan Gomoll, Ms. Melina Higbee, Mr. Don Hill, Ms. Kathy Houston, Ms. Ann Kiernozeck, Ms. Heather Kimmel, Ms. Linda Long, Ms. Loey Powell, Ms. Christina Sattler, Ms. Denise Shimell, Ms. Valerie Smith, Ms. Libby Tigner, Ms. Kimberly Whitney

**ADOPTION OF AGENDA**

Mr. Wilson invited the membership to approve the printed agenda. It was moved and seconded, and;

**It was VOTED**  
**13-10-UCCB-01** to adopt the printed agenda.

## **APPROVAL OF THE CONSENT AGENDA**

Mr. Wilson directed the members of the United Church of Christ Board to the consent agenda and invited its adoption. It was moved and seconded, and;

**It was VOTED**

**13-10-UCCB-01a** to approve the Consent Agenda as found on the Agenda of the October 9-12, 2013 United Church of Christ Board Meeting. UCCB-13-10-09 (Consent Agenda)

The consent agenda included the following items:

- a-Grants voice without vote to Staff to the Board of Directors
- b-Receive Minutes of the June 2013 Executive Council Meeting
- c-Receive Minutes of the June 2013 OGM Board Meeting
- d-Approve the Minutes of the Twenty-ninth General Synod
- e-Establish a Special Committee on Development
- f-Establish a Special Committee on General Synod Program and Planning
- g-Consent to the Nominations of Non-Directors to the Investment and Endowment committee
- h-Grant Voice Without Vote to Non-Director Members of the Investment and Endowment Committee and Special Committee on Development
- i-Receive Minutes of the June 2013 JWM board Meeting
- j-Receive Minutes of the June 2013 LCM Board Meeting
- k-Receive Minutes of the June 2013 WCM Board Meeting
- l-Approval of Minutes of the June 2013 UCCB Meeting

### **INTRODUCTION OF ANITA BRADSHAW TO THE UNITED CHURCH OF CHRIST BOARD AS THE ORIENTATION FACILITATOR**

Ms. Bradshaw served as the former Chair of the Office of General Ministries Board of Directors, former Executive Council Member and member of the Unified Governance Board. She was the principle author of the proposal on single governance that resulted in the new governance structure of the Church. After leaving the Executive Council in 2011, she served as the consultant on the task force for governance implementation.

## **WELCOME ADDRESS TO THE NEW UNITED CHURCH OF CHRIST BOARD**

Mr. Wilson addressed members as the Board Chair. He recognized and thanked everyone who supported the governance work, with a special thanks to the Collegium for their bold vision for the common good and their leadership in the unified governance process. He stated that the mission of this process is to meet not only the needs of the United Church of Christ but the community of this time and to serve the whole Church and hear the voices of the entire community. This Board is charged with being a professional board that sets a healthy standard of a good and balanced relationship. A relationship that must also be finance focused in a way that broadens funding streams. It must have a profound focus on missional life, while ministering to one another. Members must commit to be beholding to provide good stewardship, ownership, and to also create a healthy partnership between the Board and the Executives. The charge for the biennium is to create a sustainable, working and solid relationship, with fiscal sustainability of the Church's financial platform.

In moving forward he encouraged committees to meet by phone or other venues to stay connected, to assure the momentum in decision making is kept.

Mr. Wilson then invited questions, comments or concerns.

### **APPROVAL OF THE BEHAVIORAL COVENANT**

Mr. Wilson directed the members of the United Church of Christ Board of Directors to adopt the Behavioral Covenant. It was moved and seconded, and;

**It was VOTED**

**13-10-UCCB-02** to adopt the "Consideration of Behavioral Covenant."

### **CLOSING PRAYER**

Mr. Wilson invited Ms. Belsom to deliver the day's closing prayer.

### **ANNOUNCEMENTS**

Mr. Foley indicated the location of the resource table in the St. Louis room. He also reminded members to return their name badges to Ms. Shimell at the conclusion of the meeting. He stated that future meeting dates would be made available the following day. He informed the members of the Investment and Endowment Committee that they would meet on the 6<sup>th</sup> floor the following day.

### **RECESS**

Mr. Wilson declared the First Plenary concluded and the meeting of the United Church of Christ Board in recess at 7:21 PM EDT.

**THURSDAY, OCTOBER 10, 2013**  
**SECOND PLENARY**

**CALL TO ORDER**

Mr. Wilson, presiding, called the Second Plenary of the United Church of Christ Board of Directors to order, the time being 8:16 AM EDT.

The opening prayer was given by Mr. Garcia-Rodriguez.

**MEMBER ORIENTATION-OVERVIEW AND DIVERSITY TRAINING**

Mr. Wilson invited Ms. Bradshaw forth to lead the morning's work.

Ms. Bradshaw began by acknowledging folks that played a pivotal role in organizing the orientation session; Mr. Delbert Lancaster assisted with the diversity portion, Ms. Houston with the finance piece, and Ms. Shimell who coordinated webinar and Board Max support and implementation. She then gave overview and background information on the inception and completion of the Unified Governance proposal and identified Ms. Diane Bennekamper as the person instrumental in assisting her in submitting the proposal.

Ms. Bradshaw continued by identifying the tasks and purpose of the orientation. The task at hand is to honor fully who we are as the United Church of Christ. There were both new and different pieces rolled into the proposal, assuring that there was a theological base supporting the design of the new Board of Directors. Emphasis is on the whole. It is important that there is clear understanding that each member will serve and represent the Church as a whole. Each member must address and honor diversity in all of its complexities as it relates to gender, ethnicities, etc.

The emphasis on governance is a cultural shift. Although predecessors moved toward it, members must now deal with the big picture and set that vision in the direction of the Church. There must be an honest collaboration between the Board, executives and staff, with emphasis on the importance of adaptive leadership. The Board's role isn't technical leadership, but adaptive leadership as it relates to changing challenges. The Board must lead in a way that thrives in a difficult and challenging environment. Adaptive challenges have no known solutions, but members have to grow into the solutions. Minds and hearts have to act differently.

Good stewardship is a part of the process, but there must also be a personal commitment. Each member's personal commitment to stewardship serves to encourage the generosity of others.

Ms. Bradshaw encouraged members to be faithful and prayerful while working together and hearing one another through.

A brief comment followed that challenged members to remember that there are persons with disabilities that are present in congregations. It was not mentioned when diversity was discussed.

Ms. Bradshaw then invited Mr. Delbert Lancaster to begin the diversity session. Mr. Lancaster served as the former Minister for Diversity Initiatives in the United Church of Christ, located in the national office for ten years. He retired three years ago.

Mr. Lancaster guided his session with information on diversity training, authored by Mary Loden, which centers on the primary and secondary dimensions of diversity. He talked about the core dimensions of diversity. These core dimensions are separated into 2 dimensions. Those things that we have nothing to do with such as, birth, race, ethnicity, sexuality or physical abilities, and those that come as a choice such as family, status, work experiences, etc.

At the conclusion of his session, Mr. Lancaster invited input and questions. He then spoke to a question on the troubling aspects of race and diversity in organizations and why it is such an issue. A member of the Board spoke in agreement on racial issues, but lifted up economic and income disparity with youth and young adults. There was a suggestion to keep in mind how money is spent, so that financial challenges don't limit board participation.

Mr. Wilson called Ms. Houston to the podium to give a member orientation on finance.

Ms. Houston gave thanks to the members of committees that address finance and budget. She stated that the detailed statement is available in the form of the balance sheet. She concentrated on the finance and asset portions that generate income that support the ministries. These figures change monthly as market values and cash disbursements adjust and payments are made. She reported on draw calculations which are different in each ministry. These calculations also fluctuate. She reviewed the church building loans and the interest that supports those loans that are controlled by Local Church Ministries who governs the Building and Loan Board. She gave details of the market value of the trusts held by the United Church of Christ and those trusts held by other institutions that benefit the United Church of Christ. She gave information on property and equipment assets and depreciation. She reported on the acquisition of the Radisson Hotel, and detailed its loan and income investments history. Ms. Houston talked about smaller assets generated by Pilgrim Press and United Church Press, which she projects to break even for 2014. She hopes to provide more information in the future relating to main assets.

There was a brief discussion that followed that answered questions on where funds are invested and what the role of the Board is in overseeing accountability and fiduciary responsibilities. Mr. Hart spoke to how Synod actions affect investments, which he feels have no immediate effect. Long term effects are unknown. Mr. Downs assisted by speaking to the Hotel Venture income stream.

Mr. Wilson called for the order of the day at 9:55 AM EDT. He asked specified members to return after a 10 minute break for an executive session. Remaining staff were instructed to return after the executive session.

The executive session concluded at 11:18 AM EDT.

## **REPORT OF THE INVESTMENT AND ENDOWMENT COMMITTEE**

Mr. Wilson called upon Ms. Belsom to lead the discussion on behalf of the Investment and Endowment Committee. Ms. Belsom focused on monitoring and reporting on the management of investment funds to the United Church of Christ Board, the recommended draw rate on invested funds to the covenanted ministries, and investment policies including investment screens that reflect the United Church of Christ's commitment to corporate social responsibility. She then reviewed the draw rate and stated that not all members are at the same understanding of the draw rate. She referenced data going back to 2003. She then stated that until further review the committee is unable to make a recommendation relating to the draw rate.

Mr. Wilson invited the United Church of Christ Board of Directors to approve the recommendation of the Investment and Endowment Committee, and;

### **It was VOTED**

**13-10-UCCB-03** to approve the recommendation of the Investment & Endowment Committee, that the United Church of Christ Board authorize the use by the Office of the General Minister and President and the Covenanted

Ministries of their current policies in the development of their 2014 budgets in order to give the {Investment & Endowment} Committee time to review and deliberate on various alternate policies that may be available.

## **REPORT OF THE FINANCE AND BUDGET COMMITTEE**

Mr. Wilson called upon Joyce Bathke to deliver the report of the Finance and Budget Committee. She began by giving background information on the 2014 budget.

Mr. Wilson asked the members of the United Church of Christ Board to adopt the following recommendations from the Budget and Finance Committee, and;

### **It was VOTED**

**13-10-UCCB-04** to approve the Finance and Budget Committee's recommendation that the United Church of Christ Board of Directors approve the Clergy Housing Allowance under Section 107 of the Internal Revenue Code and the Regulations promulgated thereunder ("Section 107") during calendar year 2014 for each ordained minister in good standing with his or her respective denomination and any other "Minister of the Gospel" within the meaning of Section 107, who is in the employ of a Covenanted Ministry of the United Church of Christ, shall be a sum equal to such employee's good faith estimate of the amount which will be excludible under Section 107 with respect to the providing of a home by such employee for such year; however, unless and until such employee shall provide in writing the estimate described above, the amount of said Clergy Housing Allowance for such employee shall be a sum equal to one third of such employee's

gross salary compensation. [Each eligible employee will be instructed to submit a signed statement of his or her designated Housing Allowance for calendar year 2014, which shall conform to the requirements of the above resolution to Human Resources by a date determined by that department.]

**It was VOTED  
13-10-UCCB-05**

to approve the Finance and Budget Committee's recommendation that the United Church of Christ Board of Directors authorize the Pension Boards-United Church of Christ to provide supplementation of small annuities effective January 1, 2014 based on an income level of \$28,008 with three-fourths of that amount as the level applicable in determining supplementation for a deceased member's surviving spouse/partner.

**It was VOTED  
13-10-UCCB-06**

to approve the Finance and Budget Committee's recommendation that the United Church of Christ Board of Directors approve the National Basic Support allocation base of \$6,304,000 for 2014 and the funding to the Office of the General Minister and President, the Covenanted Ministries and the Pension Boards allocation as follows: OGMP \$2,836,295 (53.29%), JWM \$857,264 (13.60%), LCM \$1,111,728 (17.64%), WCM \$625,278 (9.92%) and PB \$350,014 (5.55%).

**It was VOTED  
13-10-UCCB-07**

to approve the Finance and Budget Committee recommendation that the United Church of Christ Board of Directors approve the proposed 2014 budgets totaling \$25,173,749 with the provision that the Collegium enact their financial plan as presented during the October 2013 meeting of the United Church of Christ Board.

**It was VOTED  
13-10-UCCB-08**

The United Church of Christ Board of Directors approves the Collegium's Plan on Fiscal Stability as presented in executive session on Thursday, October 10, 2013.

## **ANNOUNCEMENTS**

Mr. Foley again encouraged members to visit the resource tables located in the St. Louis Room. He also stated the Book Nook hours.

The Third Plenary was announced to begin at 3:30 PM EDT before adjourning into ministry committee breakout sessions.

Mr. Wilson then called for generative discussion. He spoke to the question on how executive sessions are reported relating to minutes. There is no reporting on the discussion, just the vote itself.

Mr. Brace invited members to be in the spirit of prayer with the blessing of the meal.

## **RECESS**

Mr. Wilson declared the Second Plenary concluded and the meeting of the United Church of Christ Board of Directors in recess, the time being 12:15 PM EDT.

## **THURSDAY, OCTOBER 10, 2013**

### **THIRD PLENARY**

### **CALL TO ORDER**

Mr. Wilson, presiding, called the Third Plenary to order, the time being 3:30 PM EDT. He began the session by following up on the questions and concerns expressed as they relate to reporting information voted and discussed during executive sessions. Upon recommendation of General Counsel, comprehensive minutes will be prepared on a periodic basis. At least annually, the Board of Directors will review minutes of closed sessions to make a determination as to whether confidentiality should be maintained or whether it is appropriate for those minutes to be published.

### **MEMBER ORIENTATION - MINISTRY COMMITTEES**

Mr. Wilson invited Ms. Bradshaw to lead the discussion on the ministry committee concept. She began by giving some brief background on what she feels to be this least understood piece of governance. Unified Governance talked about the Board dealing with concerns as a whole. Constructs of the ministries are just that, constructs. Those constructs created to handle the structure conceived to organize work. Concerns were also expressed about the wider and global Church. She felt that some elements of this concept are compromised because Unified Governance didn't have the authority to organize the national office.

These committees are not mini versions of the Board, nor program committees, nor advocates or lobbyist for any covenanted ministry. The entire Board of Directors is the decision maker for the Church as a whole. This Board is about learning and becoming experts of each ministry's work and the whole Church. The committees will rotate each biennium to another ministry committee to become knowledgeable and better able to support and encourage new ideas. This Board will strive to create new opportunities and operate cooperatively and efficiently. These committees will act as teachers to the Board.

Are these committees seen as advisory bodies or counsel, and is this a fair comparison? These committees can act as sounding boards by seeking to achieve balance. There are no legal responsibilities with these committees, and they are not decision making bodies. Resolutions assigned to ministries and committees can be discerned, but recommendations must go back to



the full Board of Directors. The Board's responsibility is to effect response and implementation. General Synod instructs the Executive Officers and Board to direct. There are no committee meetings scheduled between board meetings, but executives and chairs could call a meeting. Generative work will be structured, using these committees as vehicles. Committees will act as generators, by looking at key issues, then submitting their recommendations to the full Board of Directors for decisions.

Mr. Wilson dismissed members into committees at 3:45 PM EDT, and instructed the full Board of Directors to reconvene at 6:30 PM EDT, for the fourth business session.

## **THURSDAY, OCTOBER 10, 2013**

### **FOURTH PLENARY**

#### **CALL TO ORDER**

Mr. Wilson, presiding, called the Fourth Plenary of the United Church of Christ Board of Directors to order, the time being 6:30 PM EDT. Mr. Foley shared the dates of the upcoming Board meetings, March 13-15, 2014, October 16-18, 2014, March 19-21, 2015, June 25, 2015, the day before General Synod begins. Meetings are scheduled here in Cleveland, and the dates have been confirmed. He also instructed members to check out before noon on Saturday, due to the Brown's game, and gave another reminder to turn in name badges to Ms. Shimell.

#### **REPORT OF THE GENERAL MINISTER AND PRESIDENT**

Mr. Wilson called upon General Minister and President, Mr. Black, for his report. Mr. Black wanted to engage members in the form of a report first, then in conversation later. He began by speaking about the whole idea of the nature and purpose of the Church. Ecclesiology is what we are talking about, and it's not talked about enough. Hopefully around our work there can be a growing understanding regarding the nature of the Church. The Office of the General Minister and President is a new name, and the scope of this office is broad. This office is supported by the other covenanted ministries who fund some of the pieces serving the whole Church. He identified some of the projects and staff members serving this office. This has been a busy time since the Board of Directors was elected at General Synod. Ms. Karen Georgia Thompson, Minister for Ecumenical and Interfaith Relations, has been working on a resolution with the United Church of Canada and Affirming Churches, acting as the secretary of the Governing Board and Search Committee of the National Council of Churches. Ms. Susan Towner-Larsen, Minister for Conference Relations, is engaged in supporting Conference Minister searches and communications. Mr. Don Hill has headed the new entity in the form of the Office of Philanthropy and Stewardship. In pulling together this new staffing model, Ms. Ann Poston, Director of the Publishing Identity, and Communication Ministry Team, has managed to have the United Church of Christ featured in the New York Times, Washington Post and many other venues. There is a new General Counsel Office, Mr. Clark, located in Chicago, and Ms. Kimmel

who joined us over the summer and is based here in the National Office. Ms. Houston and Ms. Kiernozeck have worked with the Finance and Budget and Investment and Endowment committees to get us ready for this meeting. He also mentioned Ms. Sattler and the importance of her work as the Coordinator of Meeting Services.

Since General Synod Mr. Black has attended the General Assembly of the Disciples of Christ, and served as the co-chair of the National Council of Churches' Search Committee with Ms. Sharon Watkins, Disciples of Christ. Following the General Assembly, he attended the Craigville Colloquy at Cape Cod, where he had a chance to meet folks as part of a theological dialogue. He then traveled to South Dakota to visit the Native American reservation of the Lakota Tribe along the Cheyenne River with Mr. Jim Moos. This was his first experience on a reservation, and to hear about their life from their perspective was an experience of deep continuing education. His travels also took him to the Minnesota Conference Leadership Retreat with their Board of Directors. He preached at Arcade United Church of Christ in New York and Heritage United Church of Christ in Baltimore for anniversary celebrations. He will host the upcoming Jazz for the Journey symposium on jazz as a liturgical theme. The symposium has developed into a programmatic initiative. He is working on the development of an African American leadership network to encourage and organize within the United Church of Christ. He was invited and attended the installation service of Mr. Kent Siladi as the new Conference Minister of the Connecticut Conference. He had the opportunity to attend the 50<sup>th</sup> anniversary celebration of the civil rights march on Washington and last week attended the Parker Lecture Awards that honored Mr. Everett Parker. The award is given to someone advancing the cause in television and radio. Mr. Parker worked in the Office of Communications in New York during the civil rights movement. He asked Dr. King and other leaders how could the UCC help? He then helped to stop the block of African Americans being shown on the airways. Mr. Black hosted the meeting with the Presidents of the UCC affiliated Historical Black Colleges and Universities (HBCU). These colleges are affiliated through the Daniel Hand fund and were all established by the American Missionary Association. Tugaloo College in Jackson, Mississippi, was involved in preparing folks for the civil rights movement.

The Collegium participated in a retreat in August and were busy with the work brought forward to this Board. How does all of this happen? How does the work get done? With the assistance of Ms. Loey Powell, the Executive Associate. She is the driving force behind the Jazz for the Journey event and getting the HBCU presidents here. Mr. Black's Executive Assistant, Michell Farrow, assists him in getting where he needs to go, as well as other staff.

Mr. Black acknowledged the recent staff changes in the Office of the General Minister and President. There was the resignation of Mr. W. Mark Clark, Chief Administrative Officer, two weeks ago. Mr. Lee Foley is serving as Acting Chief Administrative Officer for the rest of the year until a search is done for this position, along with his other position duties.

Mr. Black spoke to the question on the United Church of Christ's relationship with the Christian Church Disciples of Christ. It is a full communion relationship, including the recognition of ordained ministers. The relationship is a mutual ministerial recognition. The full communion recognizes each other's churches and clergy, but both must go through a process of ministerial authorization to be authorized clergy in each other's communion. Global work is done in partnership with the Disciples through the Board of Common Global Ministries. He and Ms. Watkins travel and serve together to represent the Board of Common Global Ministries. The Disciples of Christ will celebrate their 25<sup>th</sup> partnership anniversary next year in Dayton, Ohio. The United Church of Christ will seek to do something jointly in 2015, as both communions hold their general assembly. In the past, there has been a question regarding a possible merge of the United Church of Christ and the Disciples of Christ. Both explore ways that their full communion partnership can be shared. In Montana both communions share staff in that region, serving both the UCC and Disciple churches. More things like that can happen. The UCC and the DOC share in staffing around youth and family ministries. There is no imminent merger in site, but both communions continue to look for ways to grow their partnership.

Mr. Black went on to name a couple of things regarding ecclesiology. What is the nature and purpose of the Church? In 1991, a brief paper was issued by an advisory commission on structure who realized there was not enough conversation on the purpose and nature of the Church. The Constitution and Statement of Faith set forth the nature and mission of the Church. There were four basic principles noted in 1991 relating to the purpose and nature of the Church:

1. To proclaim the Gospel in all the world.
2. To gather and support communities of faith in their celebration and mission.
3. To labor for the creation and increase of God's realm of justice and love in the world.
4. To manifest more fully the unity of the Church, all humankind, and the whole creations.

With these principles in the background, Mr. Black asked members about what they see in the Vision Plan that establishes core values? For him, it was derived from visiting around the UCC and listening to the United Church of Christ during his first two years in office, along with the help of the StillSpeaking Initiative and the Statement of Purpose that are in historic documents. This session's focus is on the Bold Inspirational Goals (BIGS). He challenged the room of excellent diverse leaders at each table to engage in conversation about the Vision Plan and the Bold Inspirational Goals, and where they take them in imagining how the covenanted ministries should see themselves in the whole of the UCC. How does it inspire members of this Board to see what we should be about as the UCC? Each table reported on their conversation. Some conversations identified the following:

- Identity, social justice and finding ways to continue to be relevant;
- Awareness of the wider Church with local churches, and the educational piece as it relates to identity and offerings;

- Defining “Church,” and how important it is to continue this bold voice, along with the challenge of understanding the Bible and how it is practiced in the world, especially around social justice issues;
- Diverse leaders need to expand to Native Americans and support them in many ways. The national setting should be a prophetic voice, not just in justice issues.
- Provide tools and training in local churches on leadership; The national setting should continue setting the pace with its bold public voice.
- The UCC should be a welcoming and rechargeable church with an attitudinal piece towards disabilities.
- The Faith In project and Mission One, provided communication about who we are. The UCC is a multicultural church that bridges gaps and empowers everyone to be a disciple.
- The UCC should facilitate calling out leadership and cultivate leadership when there are those who don’t see it within themselves.
- Youth and young adults should be engaged.
- BIGS should be honored first at the national level for best practices in relationships with conferences and associations.
- The national setting should act as the catalyst to challenge or encourage best practices to assist the younger generations in identifying core values matching what they are seeking.
- By addressing the question, when there are those who are looking for spiritual connection and the need to belong, how do we meet that need?

In concluding, Mr. Black shared that when looking at resource spending, those invested endowed funds were committed to the Church over a century ago. That’s the faith of people then, helping now. They invested in the future. The future we talk about as a distant thing, but tomorrow is the future. What we do has a direct impact on the immediate and distant future.

Mr. Wilson noted that the Board would hear from the executives of the other covenanted ministries the following day.

Mr. Garcia-Rodriguez closed the session with prayer.

## **RECESS**

Mr. Wilson declared the Fourth Plenary concluded and the meeting of the United Church of Christ Board of Directors in recess, the time being 8:04 PM EDT.

**FRIDAY, October 11, 2013**

**FIFTH PLENARY**

**CALL TO ORDER**

Ms. Bonds, Presiding, called the Fifth Plenary of the United Church of Christ Board of Directors to order, the time being 8:29 AM EDT.

Ms. Tyler noted October 13<sup>th</sup> as Disability Ministries Sunday, and October 20<sup>th</sup> as Mental Health Sunday. She shared that for the first time the previous day she clearly heard a sense of vulnerability as a lived experience for the United Church of Christ Board of Directors, and sustainability as a goal. She then offered the opening prayer.

Ms. Bonds introduced members of the Audit and Collegium Relations Committees. These standing committees seldom meet and will not report. The Collegium Relations Committee will meet with the Executives during each Board of Directors meeting. Their conversations with the Officers of the Church are private and will not be reported.

**THE EXECUTIVE COMMITTEE REPORTS**

Ms. Bonds called on Mr. Wilson to report on the recommendations of the Executive Committee.

Mr. Wilson asked the members of the United Church of Christ Board to adopt the following recommendation of the Executive Committee.

Recommendation: to approve the adoption of the policy governing the inclusion of the UCC-related organizations in the United Church of Christ's group tax exemption ruling, as provided to the membership in the Background Section of UCCB-13-10ExComm-03.

Before voting on the recommendation, General Counsel, Mr. Clark, was invited to speak to the recommended action. He referenced the background information that was distributed. He then stated and clarified the proposed amendment and modifications to the language outlined in the recommendation, in the first "RESOLVED," of the resolution. The amended language would provide clarity around the related organizations and their eligibility of 501(C)(3) coverage.

**It was VOTED**

**13-10-UCCB-09**

to accept the following amendment with language changes: RESOLVED, that all UCC affiliated, associated, and other -related bodies, including but not limited to those described in Article XII of the Constitution and Articles IV and VI of the Bylaws, (excluding local churches, Associations,

Conferences, Convenanted Ministries, and the United Church of Christ Board) be, and hereby are, encouraged to seek and obtain recognition of their own I.R.C. 501 (C)(3) exempt status within two years;

A brief debate followed, suggesting that the vote be deferred until March. The clear impact of the organizations that this policy would affect hasn't been considered. Some preparation and explanation needs to go to those bodies. Consultation is needed relating to the impact on benefit plans. There were also questions relating to risk management that would be lodged with this Board. Mr. Clark assured members that the policy was recommended to be in alignment with policy and law. There will be two years given with assistance for affected bodies to come into compliance. Mr. Clark then recommended that this policy not be deferred until March.

In order to assist Board members with forming a sound decision, Ms. Kimmel provided additional background information relating to risk concerns. Those organizations added in the past, were added without any clear guidelines or policy. Related organizations are described as subordinate and this raises some legal concerns pertaining to liability of the national setting. Although small, there is a slight risk when organizations fail to be in compliance that could jeopardize the 501 (C)(3) standing of the national setting. She also reviewed other listing alternatives that would include a special section noting that the group is not covered under the blanket UCC exemption. Anticipated legislative changes that would amend this code were also lifted up to support deferring the vote.

There are significant costs associated with applying for 501 (C)(3) status. Does assistance mean financial assistance, or assistance with filing? Is two years sufficient time to complete the process of obtaining 501 (C)(3) status? Deferring the vote on this policy would give time to address these and other related questions.

**It was VOTED**

**13-10-UCCB-10** to close the debate on deferring the vote to approve adoption of the policy governing the inclusion of the UCC-related organizations in the United Church of Christ's group tax exemption Ruling, as provided to the membership in the Background Section of UCC-13-10-ExComm-03.

**It was DEFEATED**

**13-10-UCCB**  
**(2 abstentions)** to defer the vote to approve adoption of the policy governing the inclusion of the United Church of Christ related organizations in the United Church of Christ's group tax exemption Ruling, as provided to the Membership in the Background section of UCC-13-10-ExComm-03.

Discussion continued that included questions on the number of organizations that would be impacted. A clear process should be identified. An agreement was reached to notify the affected

organizations that compliance should take place within two years of notification. This isn't a policy that is seen as a permanent action and can be revisited in the future. Compliance is the key. This is not seen as an ultimatum. There was further conversation, expressing that this policy should be worded in a way to reflect the covenantal relationship and the faith and grace of the relationship with these organizations, by adding provisions to the wording. Counsel then confirmed who the affected organizations are, which are those organizations listed in the Yearbook.

Two years to complete the process became a point of contention and there was a motion to amend the timeline to 3 years.

**Motion:** To amend the timeline to 3 years, for all UCC-related organizations, excluding local churches, Associations, and Conferences to seek and obtain recognition of the I.R.C. 501 (C)(3) exempt status.

**It was VOTED**

**13-10-UCCB-11** to accept the amendment to change the time for all UCC-related organizations, excluding local churches, Associations, and Conferences to seek and obtain recognition of their I.R.C. 501 (C)(3) exempt status within three years of the adoption of this amendment; and the third paragraph to reflect three years.

Friendly Amendment by consent: to change the language to: FURTHER RESOLVED, that recognizing the ecclesiastical covenantal relationship between the United Church of Christ and affiliated, associated and other related bodies, that the Office of the General Minister and President be, and hereby is, directed to resource and assist in this process.

**It was VOTED**

**13-10-UCCB-12** to close the debate on the financial and legal implications of the second paragraph regarding the meaning of "resource," and understanding the ecclesiastical and covenanted wording offered as an amendment.

**It was VOTED**

**13-10-UCCB-13** to accept the amendment of the language in the second paragraph to now read: FURTHER RESOLVED, that recognizing the ecclesiastical covenantal relationship between the United Church of Christ and affiliated, associated and other related bodies, that the Office of the General Minister and President be, and hereby is, directed to resource and assist in this process.

**It was VOTED**  
**13-10-UCCB-14**

to conclude conversation relating to the amendment of language in the second paragraph.

**It was VOTED**  
**13-10-UCCB-15**  
**(1 abstention)**

to adopt the amendment to now read: FURTHER RESOLVED, that recognizing the ecclesiastical covenantal relationship between the UCC and affiliated, associated and other related bodies, that the Office of the General Minister and President be, and hereby is, directed to resource and assist in this process.

Mr. Black shared that the Collegium was working on a process of revising the relationship with the under-represented groups that included helping and urging them to establish their own 501 (C)(3) status before this resolution was submitted.

Mr. Black agreed with a comment stating that there will be times that General Counsel may need to act independently of the Collegium when requested by the Board.

#### **ADOPTION OF SAFE CHURCH POLICY**

Mr. Wilson called for the adoption of the revised Safe Church Policy that states that each Board member is required to complete a volunteer application and disclosure form in order to serve on the Board of Directors.

**It was VOTED**  
**13-10-UCCB-16**

to accept the recommended action to adopt the Safe Church Policy.

**It was VOTED**  
**13-10-UCCB-17**

to adopt the Safe Church Policy.

#### **ADOPTION OF THE BOARD TRAVEL POLICY**

Mr. Wilson called for the adoption of the Board Travel Policy as outlined in the recommended actions of the Executive Committee as stated in the background information 13-10-Comm-03-06, with amended language to cover the first two pieces of luggage when traveling with the laptop or tablet, those items needed to access the BoardMax system as a resource for the meeting.

Following concerns expressed with arranging personal travel and receiving travel discounts, Mr. Foley confirmed that each member is free to make arrangements outside of the contracted travel agency, MTS Travel. This policy is in place so that MTS Travel can assist with flight changes and as added protection when arranging flights. MTS Travel is able to apply mileage points. Scheduling travel by means other than MTS Travel can result in a delay in reimbursements.



**It was VOTED**

**13-10-UCCB-18** to adopt the Board Travel Policy.

Mr. Wilson referred to the “Behavioral Covenant” document that will be read at the beginning of every meeting. He called Board members to read aloud the content of that document.

**GOVERNANCE COMMITTEE**

Ms. Bonds called on Ms. Walker, Chair of the Governance Committee, to give the report of that committee.

Ms. Walker reported on background information relating to the composition and responsibilities of the Committee. This Committee is also required to review the composition of this Board as outlined in the UCC Constitution and Bylaws.

Ms. Walker presented the recommendations of the Governance Committee.

In compliance with Standing Rule 26, the Governance Committee recommends the election of Ms. Angela Myer as Chair of the Nominating Committee of the General Synod of the United Church of Christ for a term of two years, concluding with the current biennium and her term as a member of the Nominating Committee.

**It was VOTED**

**13-10-UCCB-19** to elect Ms. Angela Myer as Chair of the Nominating Committee of the General Synod of the United Church of Christ for a term of two years, concluding with the current biennium and her term as a member of the Nominating Committee.

In compliance with Standing Rule 27, the Governance Committee recommends the election of Ms. Deborah Blood as Chair of the Thirtieth General Synod Credentials Committee.

**It was VOTED**

**13-10-UCCB-20** to elect Ms. Deborah Blood as Chair of the Thirtieth General Synod Credentials Committee.

The Governance Committee recommends the adoption of the distribution of Conference Delegates to the Thirtieth General Synod which totals 677.

**It was VOTED**

**13-10-UCCB-21** to adopt the distribution of Conference Delegates to the Thirtieth General Synod which totals 677.

## Distribution of Conference Delegates to the Thirtieth General Synod

<u>Conference</u>	<u>Members</u>			<u>Delegates</u>	
California-N/Nevada	015,474÷	1,480	=	10.46	10
California-S/Nevada	017,627÷	1,480	=	11.91	12
Calvin Synod	002,360÷	1,480	=	01.59	03
Central Atlantic	026,395÷	1,480	=	17.83	18
Central Pacific	006,810÷	1,480	=	04.60	05
Connecticut	073,989÷	1,480	=	49.99	50
Florida	023,266÷	1,480	=	15.72	16
Hawaii	015,583÷	1,480	=	10.53	11
Illinois	075,163÷	1,480	=	50.79	50
Illinois-South	021,602÷	1,480	=	14.60	15
Indiana-Kentucky	026,728÷	1,480	=	18.06	18
Iowa	030,913÷	1,480	=	20.89	21
Kansas-Oklahoma	009,220÷	1,480	=	06.23	06
Maine	018,423÷	1,480	=	12.45	12
Massachusetts	068,239÷	1,480	=	46.11	46
Michigan	029,546÷	1,480	=	19.96	20
Minnesota	028,007÷	1,480	=	18.92	19
Missouri-Mid-South	030,905÷	1,480	=	20.88	21
Montana-No. Wyo.	004,416÷	1,480	=	02.98	03
Nebraska	015,508÷	1,480	=	10.48	10
New Hampshire	020,498÷	1,480	=	13.85	14
New York	035,351÷	1,480	=	23.89	24
Northern Plains	004,922÷	1,480	=	03.33	03
Ohio	094,155÷	1,480	=	63.62	64
Pacific Northwest	008,947÷	1,480	=	06.05	06
Penn Central	040,975÷	1,480	=	27.69	28
Penn Northeast	038,045÷	1,480	=	25.71	26
Pennsylvania SE	044,820÷	1,480	=	30.28	30
Penn West	013,798÷	1,480	=	09.32	09
Rhode Island	006,208÷	1,480	=	04.19	04
Rocky Mountain	013,567÷	1,480	=	09.17	09
South Central	015,364÷	1,480	=	10.38	10
South Dakota	009,807÷	1,480	=	06.63	07
Southeast	011,432÷	1,480	=	07.72	08
Southern	030,534÷	1,480	=	20.63	21
Southwest	007,629÷	1,480	=	05.15	05
Vermont	012,896÷	1,480	=	08.71	09
Wisconsin	049,784÷	1,480	=	33.64	34

The Governance Committee recommends that the Board act according to Standing Rule 39, to review the Standing Rules of the United Church of Christ Board and recommend changes, additions or deletions to the United Church of Christ Board of Directors with the intent being to update the Standing Rules.

**It was VOTED**

**13-10-UCCB-22** to adopt the amendments to the Standing Rules of the United Church of Christ Board of Directors, as provided to the membership.

The Governance Committee recommends that the Board add a standing rule #13, to read “The confidential nature of certain information will at all times be respected. The membership and staff will honor all confidences shared with it.”

Ms. Walker invited General Counsel, Mr. Clark, to explain what information might be considered confidential. Mr. Clark noted closed sessions, personnel information, legal information as it pertains to litigation and claims, as a few examples.

**It was VOTED**

**13-10-UCCB-23** to add a standing rule #13, to read “The confidential nature of certain information will at all times be respected. The membership and staff will honor all confidences shared with it.”

The Governance Committee recommends that the Board approve the amendments to the UCAN Inc. Articles and Bylaws, as provided to the membership.

**It was VOTED**

**13-10-UCCB-24** to approve the amendments to the UCAN Inc. Articles and Bylaws, as provided to the membership.

**DEVELOPMENT COMMITTEE**

Ms. Bonds called the session back to order after a brief break. She reminded members to give their names when speaking before inviting Mr. Patterson to give the report from the Development Committee.

Mr. Patterson reported the unusual composition of this committee that consists of 4 members. His report highlighted the importance of stewardship and planting the seeds of the future. The new covenant of giving is developed to guide in going forward. This Committee’s job is to nurture this new covenant of giving. The goal for the 2015 General Synod, is to present a document with a new plan of giving. OCWM is no longer just basic support, but includes four special offerings. There is a need to take a look at all ways to advance giving to OCWM.

Issues facing this committee include the General Synod resolution concerning the report on members in discernment. This issue is important to a great number of people, including the National Setting.

A charge and challenge for this Committee is to engage board members in giving and what it will mean to each member. Giving reflects who we are as God's people. He encouraged members to give in a way that makes you feel that you are making a difference. To give for the sake of the vision. He also instructed Mr. Hill, Minister for Philanthropy and Stewardship, to hand out pledge cards.

Ms. Bonds turned the meeting over to Mr. Wilson, who called for member assessment and expectations. The question is, what to consider in moving forward?

- Covenantal relationship is the responsibility of this board. It is at the heart of this church.
- Creating positive energy.
- Switch tables during sessions, so that members can get to know each other.
- To be enthusiastic in what we are doing.
- Communicate with staff.
- Finding a set up where staff is included in the same room as the meeting.
- That there is excitement beyond the meeting.
- Find ways to connect people with conferences, local and global ministries, to keep up the enthusiasm.
- Reframe the meaning of "covenant" to be more civil.
- Provide overview or synopsis of Collegium meetings to Board members and conferences.

Mr. Wilson invited Mr. Rich Pleva to give blessings to the meal before the recess for lunch was called at 11:10 AM EDT.

**FRIDAY, OCTOBER 11, 2013  
SIXTH PLENARY**

**CALL TO ORDER**

Ms. Bonds, presiding, called the Sixth Plenary of the United Church of Christ Board of Directors to order, the time being, 8:29 AM EDT.

**REPORTS OF THE EXECUTIVES-AFFILIATED AND ASSOCIATED MINISTRIES**

**UNITED CHURCH FUNDS**

Mr. Wilson called on Mr. Hart, President of the United Church Funds (UCF), to give the report. The United Church Funds was formerly the United Church Foundation. The name change coincides with its 100<sup>th</sup> anniversary. Among its services, the UCF manages the UCC's portfolio of planned gifts. The UCF serves as trustee for donors who wish to create an enduring legacy.

The Brown Endowment has \$6.5 million as its present value. The UCF brings investors a rich range of services, while providing funding to various scholarship funds.

The United Church Funds is seeking new churches and ministries. The UCF helps churches to understand the basics of endowments by offering webinars and other program resources. It helps investors to invest responsibly. Responsible investing means a long-term perspective that reflects the goals of investors that maximizes return with an acceptable level of risk, and continually monitors managers to ensure long-term performance.

The UCF seeks to keep management costs low without additional fees that are typical with commercial brokerage firms.

### **COUNCIL FOR HEALTH AND HUMAN SERVICES MINISTRIES**

Mr. Wilson called upon Mr. Sickbert, President/CEO of the Council for Health and Human Services Ministries (CHHSM), to give the report.

Mr. Sickbert reported that CHHSM isn't an affiliated ministry. At the last restructure its executive was given a seat on the governing board, which has continued into this structure. CHHSM receives no funding from OCWM or other church sources. CHHSM maintains a small office and corporate address at 700 Prospect. However the CHHSM staff operates virtually from home offices.

The year 2013 is CHHSM's 75<sup>th</sup> anniversary. He reviewed information in the fact sheet that was distributed to members. CHHSM programs and services focus primarily on the formation of governance and management leadership and include such programs as the Nollau Institute leadership formation program.

The standing of UCC health and human service organizations in the Church is governed by the 2002 Executive Council Policy on Covenantal Inclusion (CIP).

He offered as a gift to members a book by Terry White, "The Churches Arm of Charity," which talks about the history of CHHSM. He then shared a brief video that was shown at General Synod this year and serves as a resource for orientation.

### **PENSION BOARDS UNITED CHURCH OF CHRIST**

Mr. Wilson called upon Mr. Downs, President/CEO of the Pension Boards United Church of Christ, to review the report distributed to members.

Mr. Downs noted the 100<sup>th</sup> anniversary of the Pension Board this year. The Pension Board serves over 21,000 members. He noted the numbers of families that are touched through their relationships, and its responsibility is not to manage the Church's money, but to manage individual dollars as it relates to their retirement accounts. The Pension Board recently voted an action to supplement the pensions of low income retirees.

There are 9,500 persons enrolled in the health plan. They reside in 860 zip codes where prescriptions and medical claims are processed.

The Pension Board engages corporations in a variety of ways annually through their Office of Corporate Responsibility.

The Pension Boards continues as a nonprofit membership corporation that determines its own governance leadership and has membership on the United Church of Christ Board.

## **REPORTS OF THE EXECUTIVE MINISTERS AND INTRODUCTIONS OF THE MINISTRY COMMITTEE CHAIRS AND VICE CHAIRS**

Mr. Wilson invited the Executive Ministers of three covenanted ministries to come forth to give reports on the work of their respective ministries, Ms. Jaramillo, Mr. Guess and Mr. Moos.

### **JUSTICE AND WITNESS MINISTRIES**

Ms. Jaramillo, Executive Minister for Justice and Witness Ministries (JWM), began by requesting staff to join the meeting in the same room as members.

Ms. Jaramillo's report was highlighted by a brief video presentation of the JWM story. She then reflected on imagining the possible, the realization accomplished by the blessing of working with dedicated staff.

Most of the work of the Church is guided by policy of General Synod who speaks to the Church. The bold voice of the Church is the voice of the Church gathered. The Church's story is a story of extraordinary work by extraordinary people who serve as activists and ambassadors. The Board is part of the future, and the Church is counting on members to become ambassadors of the future. The cause is about charitable acts that the Church is a part of. This is a church committed to justice work, a church that must open the door to members who may be in different places on life's journey, and imagine the possibilities with it.

4 years ago the Justice Leaders in Development curriculum was launched. Launching the Justice Lead curriculum has opened the doors to dialogue and discernment in justice leadership. It opened the door to diverse leadership styles. Two regional consultants have been employed to assist with this initiative, with plans to expand.

The launch of Mission 1 in 2011 called attention to worldwide hunger, and nearly \$350,000 was raised. A percentage of those dollars are invested in hunger projects that include Africa.

Shared mission is encouraged in all settings of the Church and communities. JWM is working in collaboration with WCM to support shared mission.

The Church can't talk about poverty and institutionalized economic injustice without talking about racism. We cannot talk about environmental degradation without talking about toxic dumping and climate control. We can't talk about violence without addressing the broken family

structure. The Church must also be comprehensive in including HIV and AIDS. The Church can't have these conversations without including persons with disabilities. The privatized prison system must also be included in the conversations. The prison system that frames classism and racism and denies prisoners access to quality healthcare. We also must talk about the denial of access to quality education. Literacy saves lives by interrupting the cradle to prison pipeline. Goals must be clear, realistic and collaborative.

Aspiring models of ministry approaches were referenced along with the "Just Peace" movement and the theology that supports it. An advisory council has been convened to revive the "Just Peace" spirit.

She encouraged members who are not part of the justice and peace network to please join.

A flash drive was distributed to the JWM Committee containing information on resource and training. The same flash drives were made available to all Board members.

## **LOCAL CHURCH MINISTRIES**

Mr. Guess, Executive Minister of Local Church Ministries, reported the new staffing and ministry model of Local Church Ministries. A few staff persons have just completed their 90 days in the new design. There are eight issues that LCM wrestled with that lead to the new design:

1. How to restore confidence in the Search and Call process and design a system that embraces innovation and technology, and work more effectively with our associations and conferences on behalf of ministers and churches in transition.
2. How to create a new culture of congregational assessment that invites and encourages big bold decisions in our congregations.
3. How to return to a place where research and analytics are central. Even essential to the work of the denominational office. Also, how can that information inform and shape new ministry ideas and best practices.
4. How to reposition the Church Building and Loan Fund to become a proactive agent in the work of starting and revitalizing new ministries and not just financing buildings.
5. How to envision a new fundraising system for new and renewing churches so it supports innovation and effectiveness. A system that leverages additional dollars from other sources and directly connects builders to effective, aspiring ministries.
6. How to move from a schooling model of religious education to a holistic model of faith formation that embraces all of church and family life that is integral to forming and deepening faith.
7. How to create ways for churches with demonstrated expertise to be able to teach and resource other churches.
8. How can the Amistad Chapel become an outward rather than an inward expression of the UCC's witness and welcome in Northeast Ohio, and for the whole denomination?

The office of the Executive Minister serves to oversee the purposes of LCM, which is to encourage and support congregations in the fulfillment of God's mission. It is what the UCC Constitution and Bylaws identifies as its purpose. The work is done through five ministry teams: The Church Building and Loan Fund, The Ministerial Excellence Support and Authorization Team, The Congregational Assessment Support and Advancement Team, The Center for Analytics, Research and Data, The Faith Formation Ministry Team, and the Amistad Chapel Ministry Team.

The Church Building and Loan Fund (CBLF) assists new and renewing congregations that are 30 years or younger with loan programs, capital campaign and planning services. The Partners in Mission is a program established to assist these churches in developing their own building programs that are overwhelming in scope. The Building and Loan Program was established in 1853, to help churches in the West. It is the oldest church extension fund in the U.S. The largest restricted purpose fund that has \$58 million dollars in assets. It was the first expression of the Congregationalist of coming together as a congregation. It is a separate subsidiary of the LCM Board that appoints CBLF's Board of Directors.

There have been some significant challenges. How many churches under 30 years old are willing to take out a million dollar loan? In the year 2011, there was only one loan made. So there is a rethinking of how to utilize this fund more effectively, how to get better involved in the work of progressive renewal.

The lease to own programs assists churches in paying off their lease on their initial building and, in turn, invest in the Cornerstone Fund to build up funds to make the initial down payment on the new building and take out a loan.

The other church extension fund is the Cornerstone Fund. In 1995 loans and proceeds were transferred from the CBLF Fund to establish the Cornerstone Fund. Although historically related to LCM, it is an independent corporation. There are opportunities to invest and get returns on investments. Churches can also establish lines of credit.

The Ministerial Excellence Support and Authorization Ministry (MESA) team's mission is to support those who are preparing to become authorized ministers of the UCC. This team is a result of a re-visioning process. Chaplaincy and other specialized ministries through retirement are other ways in which this team offers support. 2014 will mark a completely new ministerial profile system.

Center for Progressive Renewal (CPR), not a ministry team of LCM, formed in 2010 as a closely related organization to support an entrepreneur approach to new church starts and revitalization.

Other programs and initiatives mentioned add to this team's vision of becoming better equipped to do assessment work, raise monies for new church starts, and minister to the community.



## WIDER CHURCH MINISTRIES

Mr. Moos addressed the Board regarding Wider Church Ministries (WCM). WCM is often seen as the mission arm of the Church. It isn't a mission arm of the Church, it is **the** mission arm of the Church. Everything heard today is part of God's mission with unique callings. There are a variety of programs within WCM. The ministries are broadly put into 2 categories.

There are the "discreet ministries" that include Health and Wholeness Advocacy, National Disaster Relief, Global Sharing of Resources and Volunteer Ministries.

The other category, Global Ministries, is a relationship between the United Church of Christ and the Christian Church, Disciples of Christ. A formal relationship was first established in 1996, but the relationship extends beyond that period. Global Ministries has a board of directors, but is not its fiduciary responsibility. It doesn't have corporate status. Global Ministries is not a corporation. It is the only ecumenical partnership in the country.

He reviewed ways that Board members can become engaged in WCM's work. He mentioned Disaster Ministries and some of the national disasters. We are not the first responders, but often the last to leave. WCM is always working in partnership with others. WCM is now searching for a new Minister for National Disaster Ministries.

One Great Hour of Sharing connects the local church to the wider church. He shared his first experience in connecting to the wider church in another country. If your church participates in One Great Hour of Sharing and you turn on the TV and see a national disaster, chances are that you have already responded. There are yet a few places that WCM is unable to work, in places that are war torn areas. However, at times we are able to do so through the network of partners.

Volunteer Ministries has a number of ministries within it. One of the ministries highlighted and previously referenced through JWM is the Leadership Development Program that forms covenants in justice work and covenant relationships with young people. Another program is the Summer Communities of Service that works in partnership with the Alliance of Baptists. It is a three month program. There is also the Partners in Service Program, a long standing volunteer network.

Child Sponsorship isn't just sponsorship, and a new name could be Child and Elder Sponsorship. WCM is increasingly providing services to elders. There are currently 15 centers operated through the global partnership network. Two child centers recently partnered are in Haiti and China. These are not orphanages. These centers work for community and family based solutions.

Mission Education and Interpretation does a variety of things. Mission Ministry in Churches (MMIC) is one of its programs. Revolutionary, Engaged and Driven Youth (REDY) are justice oriented and challenged to think about themselves culturally and socially in a very diverse pluralistic world.

Mr. Moos talked about the five area offices and highlighted one aspect of the work in each area. Three offices are located in Indianapolis and two in Cleveland.

One initiative is out of the Africa Area Office in the Democratic Republic of the Congo. Its mineral resources are amazing. Conflict over minerals is the worst human catastrophe since WWII.

Advocacy commitment is what makes WCM unique amongst its global partners.

Mr. Moos closed with the showing of a photo that he took in the Philippines in a place called Smoky Mountain. Smoky Mountain is a garbage dump in Manila. It is a huge mountain of garbage where a fire is always burning. People live there under inhuman conditions

Mr. Wilson thanked the Executives for their hard work and ministry. He asked General Counsel, Mr. Clark, to come forth to report on one of the two pieces that was scheduled on the next plenary's agenda.

### **MEMBER ORIENTATION-GOOD GOVERNANCE**

Mr. Clark talked about the work of the office of the General Counsel and the work that it does. This office is employed by the Board, Covenanted Ministries and all 38 conferences. This office receives financing for some of its risk management work from the Insurance Board.

Mr. Clark has served the United Church of Christ for over a decade and has done legal work for the United Church of Christ for over 20 years. He introduced Ms. Kimmel who serves as the Associate General Counsel.

Mr. Clark reviewed good governance principles. He noted these four principles:

1. Good governance is accountable to the entire denomination and is concerned with the health and wellbeing of the entire denomination.
2. Good governance exhibits a clear and unified vision and mission.
3. Good governance functions with transparency and openness.
4. Good governance needs to arise out of what it means to be the body of Christ.

Mr. Wilson thanked Mr. Clark for his report and offered a motion to break for an executive session to hear a report from General Counsel on pending budget legislation.

#### **It was VOTED**

**13-10-UCCB-25** to break for an executive session to hear a report from the General Counsel on pending budget legislation.

The meeting was re-convened after executive session and there was a motion submitted that until there is a standing rule or policy on responding to public or press inquiries regarding matters in litigation, any Board Member approached or contacted by the press or public regarding such matters should direct that inquiry to the office of the General Minister and President.

**It was VOTED**

**13-10-UCCB-26**

that until there is a standing rule or policy on responding to public or press inquiries regarding matters in litigation, any Board Member approached or contacted by the press or public regarding such matters should direct that inquiry to the office of the General Minister and President.

Mr. Wilson concluded the meeting at 4:30 PM EDT. The next plenary is to begin at 6:30 PM EDT.

**FRIDAY, OCTOBER 11, 2013  
SEVENTH PLENARY**

Mr. Wilson convened the meeting at 6:30 PM EDT. He then announced one more orientation from Associate General Counsel, Ms. Kimmel.

Ms. Kimmel began the Good Governance Orientation. When you serve on the UCC Board of Directors you are in a position of authority over the Church and acting on behalf of the Church. This authority is governed by special rules. This relationship is called a fiduciary relationship. The special rules are called fiduciary duties. This means that you must at all times act in the best interest of the Church as a whole. These duties are imposed by law, and if you don't adhere, you are liable legally as it relates to Ohio law. Wider Church Ministries is governed by Massachusetts Law, but both are in accord and may overlap.

The fiduciary duties under the Ohio law are: The Duty of Compliance, The Duty of Care, The Duty of Managing Accounts and The Duty of Loyalty. The Duty of Managing Accounts isn't specific to Massachusetts, but some aspects fall under the duty of care.

In those instances where you may have questions, it is important to just ask. Ask other board members, your independent experts, or the Office of General Counsel.

The Duty of Compliance is the same as the duty of obedience in other states. This means understanding the mission and purpose of the Church as is stated in the Constitution and Bylaws. This means making sure the Church adheres to its mission and its purpose, along with state and federal laws.

The Duty of Care means keeping informed of Church business. You must prepare and attend meetings. You must actively participate in making decisions using good judgment. Familiarize yourselves with liability policies. Active participation should be informed participation. Under Ohio and Massachusetts law you are entitled to rely on others to prepare information for you. Under Ohio law, when voting, abstentions equal a "yes" vote, unless written descent is filed with the secretary. A "no" vote can also be put in writing to ensure that your "no" vote is recorded for

personal liability purposes. There are layers of protection with individual liability. Although recorded, listing names with a “no” vote isn’t necessary.

The Duty to Manage Accounts means that you, as Board members, have the responsibility to ensure the Church’s financial stability and accountability. You must ensure donations are used for their intended purpose. You must create responsible budgets, taking into account the Church’s programs and plans. It is your responsibility to monitor internal controls over monies. Yes, these are the duties of internal management, but it is the responsibility of the Board to make sure the responsibilities are met. The prudent investor’s role is a more specific application of rules. Your duty is to pursue an investment strategy that considers the responsible production of income and safety of capital.

The Duty of Loyalty means putting the Church’s interests above your own personal and professional interests when acting on behalf of the Church. As it relates to liability, use your best judgment when responding to issues. You have several protections that have concrete requirements and details. Please consult General Counsel for specific details. UCCB Bylaws article 5 provides for indemnification of Board members to the fullest extent available under the law. There are officer and director liability policies that cover individual directors.

If not sure, ask.

A Board member asked if a youth under the age of eighteen can legally vote as part of the Board. Ms. Kimmel responded, not under Ohio law, but the Church has decided to include them in the governance process. However, when votes are cast, their vote cannot be the deciding vote.

A Board member asked if Board members were liable in matters of litigation against the UCC. Ms. Kimmel responded, not if litigation is against the Church itself.

There was a request to have a meeting in the future relating to internal control design. It was suggested that a webinar could act as the proper way of sharing that information.

Mr. Wilson asked Mr. Foley to report any housekeeping items.

Due to a personal commitment, Mr. Wilson will not be available for the final plenary session.

Ms. Jeanne Tyler delivered the closing prayer.

Mr. Wilson adjourned the meeting at 7:03 PM EDT.

**SATURDAY, OCTOBER 12, 2013**  
**EIGHTH PLENARY**

Ms. Bonds called the final business session to order at 8:57 AM EDT. She called upon Mr. Holeman, chair of the Special Committee on General Synod Program and Planning, to give the committee's report.

**GENERAL SYNOD PROGRAM AND PLANNING COMMITTEE**

Mr. Holeman reported that the General Synod Program and Planning Committee will not present a recommended action. He reviewed the schedule of events involved in the planning phase of the Thirtieth General Synod, June 26-30, 2015. Between now and March 11, 2014, the Committee will consider the theme of General Synod, the structure of worship and the composition of the youth program. On March 12, 2015, the Committee will meet in Cleveland prior to the meeting of the full Board of Directors.

The packet of information distributed for this meeting contains survey information from this year's General Synod, completed by delegates, guests and others in attendance.

- The majority of respondents to the survey felt that General Synod in Long Beach, although scaled back, was excellent or above average.
- The theological reflection portion and its diversity in leadership were greatly appreciated.
- The extra down time was welcomed.
- Some of the costs incurred in Long Beach will not be an issue with the upcoming General Synod here in Cleveland.
- A greater registration number is anticipated. Registration numbers are anticipated around 5,000.
- There will be 677 delegates.
- Final recommendations and plans for General Synod will be submitted during the October, 2014 Board meeting.
- This committee will meet in March, tour the convention facility, and will construct a budget and fee structure for consideration.

Ms. Bonds called Ms. Shipley, chair of the Daniel Hand Fund to give the final report.

**THE DANIEL HAND FUND**

Ms. Shipley gave a brief history of the Daniel Hand Trust fund that was created in 1888, with a \$1 million gift. The current value of this fund is over \$9 million, providing scholarships to descendants of former slaves.

The Daniel Hand Fund Committee recommends that the Board distribute the 2014 funds available from the Daniel Hand Educational Fund totalling \$404,759.36 equally among the following seven recipients and to distribute said funds twice a year (January and July): Dillard

University, Fisk University, Huston-Tillotson University, LeMoyne-Owen College, Talladega College, Tougaloo College and the Amistad Research Center.

Mr. Black shared that the Presidents of the Historical Black Colleges recently visited the national setting and are excited about building relationships with the Church. He then encouraged members to visit the Amistad Research Center if travels take them to New Orleans. All records of the American Missionary Association are housed there as well as the majority of the former Board for Homeland Ministries records.

**It was VOTED**

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to distribute the 2014 funds available from the Daniel Hand Educational Fund totalling \$404,759.36 equally among the following seven recipients and to distribute said funds twice a year (January and July): Dillard University, Fisk University, Huston-Tillotson University, LeMoyne-Owen College, Talladega College, Tougaloo College and the Amistad Research Center.

Ms. Bonds called for any new or unresolved business.

Mr. Foley announced details relating to checkout and airport transportation. He reminded members of the policies relating to arranging travel to the Board meetings and reimbursements. Full details of the travel policies are posted on BoardMax.

Ms. Bond then gave thanks to staff for their preparation and support of the Board of Directors for this meeting.

The Board of Directors was notified of the spring 2015 meeting dates, March 13-15, 2014.

Ms. Bonds invited Board members to suggest ways that the meeting could be supported better or what members like about the meeting:

One Board member stated appreciation for the orientation that helped to support the feeling of responsibility for decisions that were made. It was requested that staff be included in the room with the Board in the future. Another Board member was surprised to see the lack of the Church's saying "No matter who you are and where you are on life's journey.....," displayed prominently throughout the meeting. Board members expressed eagerness to find out where the Church is headed. A Board member stated that they had never been in a more professional place and impressed with everyone, while another asked for community building. Staff and meeting leaders were lifted up as having been very well prepared, challenging members to be equally prepared for all future meetings. It was suggested that reports be posted on BoardMax and that chairs' reporting be kept to a minimum, just the highlights should be shared to maximize generative work. Several Board members stated that BoardMax is a great tool for the

distribution of meeting material. A Board member also suggested that intensives or continuing education be done through webinars between meetings of the full Board.

Ms. Bond's thanked the members of the Board for allowing her participation as the vice-chair. She then adjourned the meeting at 9:40 AM EDT.

Respectfully submitted;

Michell Farrow  
Recording Secretary  
The United Church of Christ Board of Directors

Denise M. Shimell  
Associate for Governance and General Synod Administration  
Office of the Chief Administrative Officer