

ST. PAUL OF THE CROSS PASSIONIST RETREAT AND CONFERENCE CENTER



Minutes for October 22, 2018 Board Meeting

Attending:

Chuck Anway	Matt Greenough	Bob Salter
Sandra Arnould	Kari Klinski	Neil Sobeck
John Bodary	Cindy Lafond	Greg Soule
Pat Brennan	Sue Macdonald	Toby Tabaczynski
Fr. Pat Brennan	Jim McKelvey	Dennis Wagener
Roger Frank	Faith Offman	
Patty Gillis	Fr. Phil Paxton	

Regrets: None

1. Call to Order – Patty Gillis called the meeting to order at 6:36 PM.
2. The Charism committee opened the meeting.
3. Approval of agenda. Chuck A. motioned. Matt G. second. Passed unanimously.
4. Approval of 9/16-17/2018 minutes. Matt G. motioned. John B. second. Passed unanimously.
5. Jim M., Chair of the Board Affairs Committee, reviewed the survey feedback from the Board's September 16-17th planning and retreat days. While feedback was generally positive, many suggested a Saturday event rather than overnight. Patty asked the board to take this feedback into consideration when planning next year's retreat.
6. Patty presented a Power Point presentation to review our Board's progress in adopting the Policy Governance model. The Power Point explained in detail the steps in the monitoring of our policies. Fr. Phil asked whether board monitoring reports should first go to the Audit Committee, and then the board. Patty said she would find out more about the role of the Audit Committee, and report to the board in December. Patty, Sandra A., and Greg S. (Chair of the Audit Committee) will meet soon to finalize the monitoring schedule for this year's Board meetings.

In the Power Point presentation, Patty used the the Executive Limitations # 8 – Financial Conditions and Activities as an example. She made the following points:

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- a. CEO is allowed a reasonable interpretation of what a policy looks like.
- b. CEO must demonstrate how a policy is met.
- c. CEO should reference external sources if possible
- d. CEO should provide evidence of achievement and compliance.

Matt G. reminded the board that monitoring EL8 should be done at every board meeting. Patty stated that the board would be reviewing an Ends Policy and Executive Limitations policies, including EL 8 at every meeting. Patty said that it is important that the board act as a whole in monitoring the policies, and also in changing the language of the policies if needed.

Bob S. asked if we could get this information prior to the board meeting---the monitoring reports, prepared by Fr. Pat and Sandra A. will be part of the consent agenda, and will be emailed to the Board prior to the Board meetings.

7. Patty conducted a Policy Governance rehearsal activity, with Board members working in small groups on a scenario related to “reasonable interpretation” of policies for the monitoring reports.
8. Fr. Pat and Sandra A. answered questions regarding their Monitoring report of the Global Ends policy, and EL 8, 10, and 11:

Monitoring Report October 22, 2018

Global Ends Policy:

St. Paul of the Cross Passionist Retreat and Conference Center exists so that people will encounter the love and mercy of Jesus, as demonstrated in His Passion, and experience a spiritual renewal in a naturally beautiful, safe, and sacred space.

Reasonable interpretation of this policy: Adhere to our Mission and guiding values:

We have achieved this in the first quarter by:

- Since July of 2018 the Ministry Team has reviewed the past years retreat season and met to put in place a new retreat theme for 2018-2019.
- We have continued to faithfully host the 12 Step groups who meet weekly at the retreat center.
- We were privileged to host the First Profession of Vows of Passionist, Phil Donlan, CP in our retreat center Chapel.
- We hosted during the summer a number of special ecumenical groups and Churches from the greater Detroit area.
- On the 25th of August a very large rain garden was installed on our property with the cooperation of a number of retreat/neighborhood/civic participants.
- And we have successfully begun our new retreat season as we continue to host a number of new and returning groups to the retreat center.

Executive Limitations: 8, 10, 11

EL 8 – FINANCIAL CONDITIONS AND ACTIVITIES

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With respect to the actual, ongoing financial condition and activities, the Director of Mission and Ministry shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from the budget. Accordingly he/she shall not:

1. Acquire, encumber, or dispose of real property;
2. Use any restricted funds for any other purpose than that designated by the donor(s);
3. Fail to provide for the Board of Directors an annual external Audited Financial Statement or Review.
4. Fail to provide programming in line with our Mission

Reasonable interpretation of this policy: We are not to sell or acquire land or buildings, use any restricted funds differently than requested. We are to have an audit or review and be sure all programming fits within our Mission.

To this end:

- We have not acquired or disposed of any real property
- We have engaged Gordon Advisors and they are in the midst of an audit
- All restricted funds including the Campaign and Endowment have been utilized in accord with the donor's specifications. The finance and audit committee review and inspect detailed financial records each month.
- Our retreats are the main focus in the fall and we've had several new hosted groups who fit within our mission these first 4 months.
 - New Prayer & Praise Ministry
 - St. Margaret Mary Joyful Stewards Ministry
 - Michigan Disability Rights Coalition
 - National Religious Retirement Office
 - U of D Jesuit Green Team
 - Catholic Immigration Network

EL 10 – EL 10 - FUND RAISING AND DEVELOPMENT

With respect to the acquisition and allocation of funds received through fund raising activities or the Mission Advancement program, the Director of Mission and Ministry shall not cause or allow conditions, actions, procedures, or decisions that are imprudent, illegal, and violate professional standards, ethical values, or relevant stewardship responsibilities. In addition, the Director of Mission and Ministry shall not fail to:

1. Develop a fund raising and development program for the Retreat Center's current capital needs
2. Ensure all gifts comply with the Provincial and Retreat Center Gift Acceptance Policy
3. Maintain compliance with National Catholic Development Conference guidelines

Reasonable interpretation of this policy: It is our responsibility to maintain a funding plan for needed capital improvements. We accept gifts in accordance with the governing policies and we use the NCDC code of stewardship as a guideline.

To this end:

- We are wrapping up our Passion for Renewal campaign which allowed us to accomplish several capital improvements. We have also embarked on another fundraising activity with \$1/day gift boxes.

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- All of our gifts are acknowledged timely and specifically when over the threshold required. Our director of Mission Advancement adheres to both the Provincial gift acceptance policies and the NCDC guidelines for best practices.

EL 11 - EL 11 - COMMUNICATION AND SUPPORT TO THE BOARD

The Director of Mission and Ministry shall not permit the board to be uninformed or unsupported in its work. Accordingly, the Director of Mission and Ministry shall not:

1. Neglect to submit monitoring data required by the board (see policy on Monitoring Executive Performance) in a timely, accurate and understandable fashion;
2. Let the board be uninformed of relevant trends, anticipated adverse media coverage, or material external and internal changes, particularly changes in the assumptions upon which board policy has previously been established;
3. Fail to advise the board if the board is not in compliance with its own policies on Governance Process and Board-Executive Linkage, particularly as it relates to board behavior which is detrimental to the work relationship between the board and the Executive;
4. Fail to report in a timely manner an actual or anticipated noncompliance with any policy of the board.

Reasonable interpretation of this policy: We will not let the board be uninformed of material changes, trends or changes in assumptions. We will report according to the pre-set monitoring schedule and add areas as needed to keep the board informed of any noncompliance.

To this end:

- There are no material changes in trends and no issues causing adverse media coverage.
- At this time the board is still approving the policies for process and linkage so no compliance issues are noted.
- We do not have any anticipated noncompliance with any of the current policies listed in the handbook.

9. Update on Board Governance Policies and Bylaws—Patty announced that the Policy Governance Committee and the Board Affairs Committee are working to reconcile overlap in the Governance Policies and the Bylaws. When their work is completed, they will bring the Governance Policies and the Bylaws to the Board for approval.

10. No comments during the round robin.

11. Fr. Pat led a closing prayer.

12. Meeting was adjourned at 8:32PM