

ST. PAUL OF THE CROSS PASSIONIST RETREAT AND CONFERENCE CENTER



Minutes for December 10, 2018 Board Meeting

Attending:

Chuck Anway	Matt Greenough	Bob Salter
Sandra Arnould	Kari Kliniski	Neil Sobeck
John Bodary	Cindy Lafond	Greg Soule
Pat Brennan	Sue Macdonald	Toby Tabaczynski
Fr. Pat Brennan	Jim McKelvey	Dennis Wagener
Roger Frank		
Patty Gillis	Regrets: 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 with a reflection process.
3. Consent Agenda: Approval of agenda: Kari K. motioned; Jim M. second. Passed unanimously.

Approval of October 22, 2018 minutes: John B. motioned; Kari K. second. Passed unanimously.
4. Patty and Sandra A shared info from their week in Houston at the ALS and PRCB meetings. Sandra passed out a document from the Collaboration Working Group, showing the many ways that collaboration is already happening in Holy Cross Province.
5. Jim M., Chair of the Board Affairs Committee, presented the Board Service Matrix, with focus on the process of electing Board officers who will start their term on July 1, 2019.
6. Update on Board Governance Policies and Bylaws: Patty reminded the Board that we had passed three types of policies at our September meeting: Ends, Executive Limitations, and Board-Executive Linkage. The Governance policies were not passed because of overlap with the Bylaws. Since September the Policy Governance Committee and the Board Affairs Committee have been working on reconciling these documents, and have submitted the amended Bylaws to the Board for adoption.

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There was discussion about the need for an attorney to take a look at the bylaws for accuracy, and Patty said that Pat B. is a member of the Board Affairs committee and an attorney, and he approved them. Once approved the bylaws will go to the Trustees of Holy Cross Province, and then State of Michigan. There was no discussion on the contents of bylaws. John B. moved, Matt G. seconded, and the motion was passed unanimously.

7. Fr. Pat and Sandra A. answered questions regarding their Monitoring report of the Ends policy #1 and #2, and EL 8, and 11:

Monitoring Overview:

Executive Limitations policies and **Ends** policies monitoring require information from the CEO.

Board Executive Linkage is reported on by the Board Chair and reports annually or more often as needed.

Governance Policies are monitored by the Board Affairs committee and reported to the full board throughout the year.

Steps for the CEO in writing a monitoring report:

- Step 1: Restate the policy
- Step 2: State the reasonable interpretation of the policy, (may include defining words in the policy). State why this interpretation is reasonable.
- Step 3: State what compliance looks like (observable condition).
- Step 4: Provide evidence of achievement and compliance. Format: observable condition with data.
- Step 5: Report of compliance or steps moving toward compliance.

The report is submitted to the Board in advance of their meeting, and members review the report ahead of the meeting. If more data is needed or if there are any other questions, the CEO will address it at the next meeting. If policy needs to be revised, that can be passed by the Board at any Board meeting.

December 10, 2018 Ends and Executive Limitations Monitoring

ENDS 1 and 2:

1. The primary ministry is Passionist-preached retreats, so that our Passionist charism is fulfilled.

Reasonable interpretation: Our focus and use of resources will properly support our Passionist retreat ministry. We suggest that the above wording approved as a board in Ends 1 could be better expressed in the following way: "Our primary ministry is Passionist preached retreats and programming in order that the Passionist mission at St. Paul of the Cross will be fulfilled." Compliance to this policy will be evidenced through continuing to offer our weekends, expanding weekends as attendance grows, and keeping our retreat themes in line with our charism and mission. This interpretation is reasonable since it maintains our focus on the

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charism and mission of the retreat center and will help us to educate attendees as to the Passionist charism as it is lived out in their daily lives.

Evidence of passing on the Charism this year is through surveys, our theme, and the response to our theme. Of the respondents, over 63% not only understood and commented on the theme, but they made comments such as:

“Joy is something found at the foot of the Cross”

“Joy’s sibling is suffering”

“Don’t let anyone steal your joy”

“Rejoice is not always a happy place”

“the weekend grew my relationship to God”

Our data is showing retreat attendance up over 3% from last year. We are presently in compliance with this policy.

2. St. Paul of the Cross Passionist Retreat and Conference Center is accessible and welcoming to all regardless of race, creed, sex, and financial limitations.

Reasonable Interpretation: We extend our hospitality to everyone interested in deepening their relationship with Jesus. We also open our doors to other faith traditions as long as they are within our mission.

Compliance to this policy may be observed in some ways physically. Financial compliance would be confidential and only the internal team would be aware of the exact subsidy.

Compliance is evidenced on our weekend retreats, we have a variety of people attending and we typically have 24% of retreatants who pay less than the suggested donation. We do not refuse people based on ability to support us financially. Our hosted groups are often diverse. Our doors are open to all people of God and our hospitality extends to all without profiling or discrimination. We have only turned down groups when they are not in compliance with our mission (requesting crucifixes be removed). We have welcomed groups from a variety of backgrounds and races each year and continue to do so. We host youth retreats, recovery groups and local organizations these groups are both diverse and often subsidized. We are working on a more effective cost model to better measure the amount of subsidy offered. This model will also help us determine the resources going into programming, fundraising and administration. We are presently in compliance with this policy.

Executive Limitations: 1, 2, 8, 11

EL1 - GLOBAL EXECUTIVE CONSTRAINT

The Director of Mission and Ministry shall not cause or allow any policy, practice, activity, event, decision, or organizational circumstance which violates the spirit, traditions and mission of the Congregation of the Passion of Holy Cross Province. The Director of Mission and Ministry will not allow any activity which is in conflict with the Magisterium of the Church or Canon Law of the Roman Catholic Church. Including without limitation, as directed by the local

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Ordinary and the Archdiocese of Detroit or is either unlawful, negligent or in violation of commonly accepted Catholic, business or professional ethics.

Reasonable Interpretation: Remain vigilant and aware of internal policies and procedures which would compromise our mission or break any laws, rules or other policies. Being aware and having a working knowledge of Canon Law and the Magisterium of the Church would be a portion of compliance. Compliance to this includes being aware of groups we are hosting, making sure guests are acting appropriately and keeping up to date on professional ethics and attending training when necessary or providing training regarding various human resource topics.

To this end there is no known infraction or negligent behavior exhibited by us or our guests. We attend webinars provided by Christian Brothers periodically on safety, cyber security, sexual harassment or other relevant topics. The Director of Mission and Ministry is well versed in the teachings and traditions of the Church, including Catholic ethics, and is committed and obedient to the rules and regulations of the Congregation of the Passion. We are presently in compliance with this policy.

EL 2 - RELATIONSHIPS WITH THE LOCAL ARCHDIOCESE AND HOLY CROSS PROVINCE

The Director of Mission and Ministry shall not cause or allow any policy, practice, condition, event, retreat, activity, decision, or organizational circumstance that jeopardizes or adversely affects the identity and character of St. Paul of the Cross as a Passionist Retreat Center, or its relationship to the Congregation of the Passion of Holy Cross Province, other Passionist Retreat Centers, or the Archdiocese of Detroit.

Accordingly, the Director of Mission and Ministry shall not fail to:

- a) Execute the Mission of the Retreat Center consistent with (i) the teachings of the Roman Catholic Church and (ii) the teachings of St. Paul of the Cross and (iii) dedicated to preaching the Passion of Jesus Christ;
- b) Abide by the rules and direction of the Congregation of the Passion of Holy Cross Province, the Articles of Incorporation, the Bylaws, and all applicable laws;
- c) Maintain a positive relationship with the Archdiocese of Detroit, local parishes, local communities and all constituent groups which utilize the Retreat Center;
- d) Act in compliance with the local Archdiocese that upholds the Dallas Charter.
- e) Maintain the Chapel in accordance with the Catholic Tradition through the lens of the Passionist Charism.
- f) Immediately inform the Chairman of the Board of Directors of the Retreat Center if the Director of Mission and Ministry becomes aware that an employee, volunteer, or any other person connected with or involved in the operation of the Retreat Center has engaged in conduct that has caused or may cause legal, financial, social, or religious scandal to the Retreat Center.

Reasonable Interpretation: These are fairly specific and following these (a-f) as guidelines does not leave a lot of room for interpretation outside of what is already stated. Compliance would require a good working knowledge of the teachings of the Church, as well as

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the teachings of St. Paul of the Cross. Our weekends and Passionist programming are dedicated to preaching in this manner and with this knowledge. To be in full compliance one must be familiar with the bylaws, and rules and regulations of the Congregation. Compliance in regard to having a positive relationship with the AOD would be evidenced through effective and regular communication. Regarding maintaining relationships with other groups who use our center, this may be evidenced by a return visit or engagement while here. With regard to questions pertaining to the Dallas Charter, we suggest the following rewording: "Act in compliance with the local Archdiocese of Detroit that upholds the Dallas Charter, as well as the current policy statements of Holy Cross Passionist Province." We suggest this because the current Province policy also gives guidance to relationships with vulnerable adults.

To this end: We are following the rules of the Church and Congregation, we are consistent with the teachings of the Church, and of St. Paul of the Cross (a). We are familiar with the bylaws and what is expected and do not engage in unlawful behavior (b). We also are maintaining a positive relationship with the Archdiocese of Detroit and with local parishes. Fr. Phil is on the Presbyteral council; Fr. Pat stayed back from the PRCB to be available to the priests staying for their annual retreat in November at the center to continue to deepen the relationships with the local parishes and priests. The Archbishop was also here for a visit during that week. (c). Employees are required to take the "Protecting God's Children" class (d). The Chapel is maintained appropriately. (e) Also, Fr. Pat would inform the Board Chair if there were any scandal or adverse situation at the retreat center (f). We are presently in compliance with this policy.

EL 8 - FINANCIAL CONDITIONS AND ACTIVITIES

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. We also shall not cause material deviation from our budget and if it should occur we follow the guidelines in the Policy Handbook. Compliance to this policy is evidenced by our financial statements presented to the Audit committee and to the Province regularly. Compliance is also achieved through an audit or review.

To this end:

- There is no material deviation of actual expenditures from the budget.
- We have not acquired or disposed of any real property.

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- We have engaged Gordon Advisors and they are completing our audit and have presented a letter stating there are no material concerns.
- 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.
- Hosted groups and Passionist programming are in line with our Mission.

We are presently in compliance with this policy.

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.

Compliance to this policy will be through the monitoring reports, to acknowledge and inform the board of any material changes in assumptions and also if the BEL policies are out of compliance.

To this end:

- We are preparing monitoring reports following the provided schedule and following up with any changes if needed. We will provide data as evidence of compliance or some form of communication of achievement where metrics may not be relevant.
- There are currently no material changes in trends and no issues causing adverse media coverage. We do not know if the current abuse issues in the church will affect future retreat attendance. At this time attendance is up over last year at this same time by 3%.
- At this time there are no issues with the Board over-stepping or hindering our performance. The committees are working independently of management where needed.
- We do not have any anticipated noncompliance with the current executive limitation or ends policies. The policies are reviewed periodically to see how we are going to provide evidence of accomplishment. This review helps to proactively look for any anticipated noncompliance.

We are presently in compliance with this policy.

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As discussed in the Monitoring report above, Fr. Pat and Sandra suggested a wording change to Ends Policy #1 as follows: "Our primary ministry is Passionist preached retreats and programming in order that the Passionist mission at St. Paul of the Cross will be fulfilled."

Jim M. motioned; and Kari K. seconded, and there was unanimous approval of this change to Ends Policy #1.

--Discussion on wording of Ends Policy #2. By mentioning some categories and not others, are we excluding? This was sent back to the Ends Policy committee for re-writing.

---Suggested re-wording in EL 2 re: protection of minors and vulnerable adults. This policy will go back to the Policy Governance committee for clarification and re-write.

8. Christmas Gifting: Gifts and cards were given from the Board to the Ministry Team and Sandra A. Board members gave a card to another Board member chosen at random, telling the person of their giftedness.
9. Round Robin—Christmas greetings, and an acknowledgement that we are making progress on Policy Governance.
10. Fr. Pat led a closing prayer.
11. Meeting was adjourned at 8:32PM