

ST. PAUL OF THE CROSS PASSIONIST RETREAT AND CONFERENCE CENTER



Minutes for February 11, 2019 Board Meeting

Attending:

Chuck Anway
Sandra Arnould
John Bodary
Pat Brennan
Fr. Pat Brennan
Roger Frank
Patty Gillis
Matt Greenough
Kari Klinski

Cindy Lafond
Sue Macdonald
Jim McKelvey
Faith Offman
Fr. Phil Paxton
Bob Salter
Neil Sobeck
Greg Soule
Toby Tabaczynski
Dennis Wagener

Regrets: None

1. Call to Order – Patty Gillis called the meeting to order at 6:38 PM.
2. The Charism committee opened the meeting with a reflection and sharing process led by Fr. Pat on the Passionist traditions regarding the Feast of the Presentation of Mary.
3. Consent Agenda: Approval of December 10, 2018 minutes: John B. motioned; Matt G. seconded. Passed unanimously.
Patty added an additional item to the agenda: discussion about the proposal from the Board Affairs Committee to hold the BOD retreat in June 2019.
4. Proposal from Board Affairs Committee to hold BOD retreat on June 22, 2019. Based on the evaluations for the September 2018 overnight retreat, a one day retreat was recommended by the Board Affairs committee. Sandra A. gave four dates that would work for an all day Saturday retreat at St. Paul's: two dates in June and two dates in July. Since no new Board members are coming on this June, the Board decided to schedule the Board retreat for one of the proposed June dates: Saturday June 22nd. This all day meeting will be in place of the BOD meeting scheduled for Monday, June 17th. Elizabeth Velarde, Policy Governance Coordinator for Holy Cross Province will attend and provide some training in Policy Governance.

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The Board agreed to have the July 8th Monday evening meeting as scheduled, and fall 2019 Monday evening meetings as follows: September 9th, October 28th, and December 8th. Neil Sobeck is the only BOD member who stated he could not attend the Board retreat on June 22nd—due to a family commitment out of state.

5. Patty announced that the trustees (Provincial Council) of Holy Cross Province had approved the revised bylaws that the Board approved at the December 11, 2018. Patty thanked Sandra A. for sending the bylaws to the trustees, and for following up with them. Patty announced that the bylaws will be posted on the Holy Cross Province (HCP) website by Elizabeth Velarde. Each of the four retreat centers in HCP has a space on the portal where our handbook, bylaws, BOD minutes, and monitoring reports will be posted by Elizabeth. There are also many helpful articles and forms there for Policy Governance implementation. Patty promised to send Board members the website address and password.
6. The Ends Policy Committee stated that the proposed Ends Policy on vocations written at their January 28th meeting is going to need further revision, per comments by Elizabeth Velarde, Policy Governance Coordinator for Holy Cross Province. The Ends Policy Committee will meet again, and bring the revised vocations policy to the Board at a future date for approval.

Dennis Wagener, chair of the Ends Policy Committee then explained the revisions made to Ends Policy # 2, made at the request of Fr. Pat and Sandra in their Monitoring Report on 12-11-18. Dennis read the original policy: “St. Paul of the Cross Passionist Retreat and Conference Center is accessible and welcoming to all regardless of race, creed, sex, and financial limitations.” By mentioning some categories and not others, are we excluding? This was sent back to the Ends Policy committee for re-writing.

Dennis read the proposed revision: “St. Paul of the Cross Passionist Retreat and Conference Center is accessible and welcoming to all in accordance with Catholic teachings regardless of financial limitations.”

After some discussion, Matt G. moved that the revisions to Ends Policy #2 be accepted. Jim M. seconded the motion, and it unanimously passed.

7. February 11, 2019 Ends and Executive Limitations Monitoring

ENDS 3 and 4:

3. Additional ministries, relevant programs, meetings, and events are offered so that we address unmet needs in the church and community.

Reasonable interpretation: Properly screen groups to be sure they fit within our mission. Even with non-religious entities their purpose should help to address unmet needs. Compliance to this policy may be evidenced through hosting groups like the MDRC whose mission is: “MDRC cultivates disability pride and strengthens the disability movement by recognizing disability as a natural and beautiful part of human diversity while collaborating to dismantle all forms of oppression.” Or Catholic Legal Immigration Network “Embracing the Gospel value of welcoming the stranger, CLINIC promotes the dignity and protects the rights of immigrants in

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partnership with a dedicated network of Catholic and community immigration legal programs.” Both of these groups were hosted here this fall and winter. Having 12 step meetings, Passionist programs geared toward a component of our Charism such as grief support are additional ways we are in compliance with this policy.

ENDS policy 3 – After some conversation and discussion, the wording was changed to read:

“Additional relevant programs, meetings, and events are hosted so we address unmet needs in the church and community. “ Kari K. moved and Jim M. seconded for the above change in the language of Ends Policy #3. Passed unanimously.

Ends #4 Compassion and acceptance are shown to all who enter our doors, thereby enabling them to share healing and peace with others.

Reasonable interpretation: Uphold our guiding values daily “Hospitality, Compassion, Service to All.” We do not discriminate when welcoming our guests whether for a hosted event or one of our Passionist weekend retreats or programs. Compliance would mean not turning away people without a viable basis.

Evidence of compliance - Many of our survey respondents from the weekends comment on leaving here refreshed and renewed. They “feel ready to be signs of hope to their families and their work”. Recently on the 12 step weekend we heard frequent comments about loving this place because of the compassion and healing. Our women’s 12 step group repeatedly tell us they feel welcome and safe here. We try and maintain a balance of business with the retreat center being well utilized vs chaotic and not peaceful.

After some discussion of the reasonable interpretation and evidence of compliance of Ends # 3 and Ends #4, the Board decided the CEO was in compliance with these two Ends Policies. The Board asked Fr. Pat and Sandra to put the statement “We are in compliance (or not) in future monitoring reports.”

Executive Limitations: 4, 5, 6, 8, 11

EL 4 - PERSONNEL POLICIES

The Director of Mission and Ministry may not operate the retreat center without written personnel policies contained in a handbook which provide an environment within the retreat center community that is free from illegal labor practices. With respect to the treatment of paid and volunteer staff, the Director of Mission and Ministry will not cause or allow conditions which are unfair, undignified, disorganized, or unclear.

In addition, the Executive shall not fail to:

- a) Develop and implement a specific written policy and procedure that (1) provides a process for making complaints of illegal labor practices, (2) ensures that complainants will be free from retaliation, (3) ensures a prompt and reasonable investigation of all complaints of harassment, and (4) provides an effective correction of any incidents of harassment;

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- b) Inform and educate all staff of all personnel policies;
- c) Provide harassment and safe environment training for all employees of the Retreat Center as required by law; as well as ensure attendance at the "Protecting God's Children" workshop.
- d) Have all personnel and policy handbooks reviewed by outside counsel at least every two years or as revisions necessitate.

Reasonable Interpretation: Keep the employee handbook up to date, ensure it contains critical policy statements and be sure the employees are aware of any updates or changes. Abide by a-d above.

Compliance would include having a receipt of acceptance from each employee that they have a copy of the handbook. Also having the certificate of completion for the Protecting God's Children workshop in their files and holding at least annual training on harassment and other topics relevant to keeping our team informed and aware of what constitutes unwanted behavior. Ensuring we have a positive and supportive work environment.

We have an anti-harassment policy in our handbook which includes the expectation for reporting any incident. Our handbook was updated and we held a meeting in April 2018 to review all the changes. The new manual went into effect in July of 2018. The changes were reviewed by our outside counsel prior to the training/review with the employees. We also had a review in June to clarify any areas of concern. We have the certificate from all employees of completing the Protecting God's Children, they must complete the program within 90 days of employment. We have a sexual harassment and bullying webinar scheduled for management on March 21 through the Christian Brother's. There is another one hour webinar for employees we will be holding two sessions to be sure they have time to view the training/awareness video. This will be occurring annually or as new team members are hired.

We are presently working to be in full compliance with this policy.

EL 5 - HIRING AND TERMINATION OF STAFF

With respect to the hiring and termination of staff, the Director of Mission and Ministry shall not cause or allow conditions, actions, procedures, policies, or decisions which discriminate against any employee or applicant for employment based on race, color, national origin, sex, age, or disability, or which compromise the Catholic and Passionist character of the retreat center.

Accordingly, the Executive shall not fail to:

- a) Ensure that all employment is "at-will";
- b) Invite all personnel to support the formation of the Christian faith community in the Retreat Center; and
- Proposed wording change to: *Invite all personnel to support the formation of a Christian faith community at the Retreat Center*
- c) Treat all employees and staff as ministers with varying degrees of responsibility to represent and carry out the Catholic and Passionist mission of the Retreat Center
- Proposed wording change to: *Respect the fact that all employees have varying degrees of responsibility to represent and carry out the Catholic and Passionist mission of the Retreat Center*

Reasonable Interpretation: Have a policy clearly stating we are an "at-will" employer, managers are versed in hiring and disciplinary steps. Invite employees to participate in all team meetings and appropriate prayer services. Everyone is asked to embody our guiding values regardless of position in the retreat center through our daily interactions and awareness. We encourage each other to live and work in a Christian environment.

Compliance would entail no discriminatory practices or actions and stopping any behavior going against a positive and supportive work environment.

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To this end, we have periodic team meetings where we pray and learn more about our charism. All team members are invited to attend Mass on feast days and special occasions whether or not they are Catholic. Our at-will policy is clearly stated in our employee manual. We are presently in compliance with this policy.

Executive Limitation 5 EL5

Wording changes were proposed in the monitoring report – Mat G. Moved and Greg S seconded that they be approved as suggested. Unanimously passed. EL5, b and c will now read:

- b) Invite all personnel to support the formation of a Christian faith community at the Retreat Center; and*
- c) Respect the fact that all employees have varying degrees of responsibility to represent and carry out the Catholic and Passionist mission of the Retreat Center*

EL 6- COMPENSATION AND BENEFITS

With respect to employment, compensation, and employee benefits, the Director of Mission and Ministry shall not fail to make good faith efforts to provide compensation and benefit programs for staff taking into consideration the following factors:

1. The social teachings of the Church on fair wages and benefits as outlined in the theology of just compensation;
- Proposed wording addition: *from the Archdiocese of Detroit*
2. Approximate salary and benefits as measured by local market benchmarks for comparable positions in non-profits; and the financial condition of the retreat center.
- Proposed wording change: *comparable positions in religious non-profits*

In addition, the Director of Mission and Ministry shall not:

1. Change his or her own compensation and benefits;
2. Promise or imply permanent or guaranteed employment; and,
- *Proposed to cut the above #2 since it would go against at-will as stated above*
3. Establish or change pension or other benefits which cause unpredictable or inequitable situations, including those that incur unfunded liabilities or treat the Director of Mission and Ministry differently from other employees.

Reasonable Interpretation: Review periodically the wages paid to all employees and make any necessary market corrections based on multiple sources of data. Leadership does not change their own salary or make changes to the benefit programs negatively impacting the retreat center. Compliance to this policy would mandate two people reviewing and auditing payroll data and identify inequities within job class/categories and remedy those based on data and retreat center performance. To this end, we reviewed and adjusted wages Dec. of 2017 and are in the process of reviews for the end of the year as well as looking at where equity adjustments need to be made based on shifts in responsibilities within the team.

We are presently working to be in compliance with this policy and should be by June 30.

Executive limitation EL6

Matt G motioned, and Chuck A seconded that the following changes be made in the wording. Unanimously passed.

These are the changes to the first 2 points of the first section:

1. *The social teachings of the Church on fair wages and benefits as outlined in the Theology of Just Compensation from the Archdiocese of Detroit;*

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2. *Approximate salary and benefits as measured by local market benchmarks for comparable positions in religious non-profits; and the financial condition of the retreat center.*

This is the deleted line: approved since it is redundant and we are an At-Will employer

- 2 - *Promise or imply permanent or guaranteed employment; and,*

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 negative material deviation of actual expenditures from the budget.
- We have not acquired or disposed of any real property.
- Gordon Advisors completed 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;

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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 uniformed 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.

8. Board Education---was deferred to the next meeting because of a shortage of time.
9. Board Officers for 2019-2021
Jim McKelvey, Chair of the Board Affairs Committee reminded the Board that the Board Service Matrix was passed out at the 12-11-18 meeting, and three of the current officers are term limited. Jim asked the Board members to review the officer job descriptions that were sent to them. He also explained the process for electing new officers: a conversation tonight; a request for volunteers at the April meeting, and election at the June meeting. Discussion followed about the responsibilities and benefits involved in Board leadership.
10. Round table included thanking Fr. Pat and Sandra A for their work on the monitoring reports, and a comment about the beautiful Christmas eve Mass and reception at St. Paul's.
11. Fr. Pat offered a closing prayer.
12. The meeting was adjourned at 8:32 PM.

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