**New Board Member Orientation PowerPoint Script**

**Slide 1 – Title Page**

**Slide 2 – Agenda for the New Board Member Orientation – Board Chair**

Welcome …

Opening Prayer …

The Chair of the Board Affairs Committee will cover the History of the Board

Members of the Board Affairs Committee will cover the New Board Member’s Binder

The Vice Chair of the Board will cover the Board Calendar

The Treasurer of the Board, will cover our Operating Budget

The Secretary of the Board will cover the assignment of Mentors

**Slide 3 – Opening Prayer – Board Chair**

Lord God, I thank you for the great gift of your Passion, Death, and Resurrection. Thank you for listening to my prayers, for seeing into my heart, for loving me when I feared I was alone. Thank you for the gift of faith, for the Church and Sacraments, and for all those people you put into my life to help and love me. I have been blessed by you, and I am grateful. Amen.

**Slide 4 – History of the Board – 1994/2003 –** **Chair of the Board Affairs Committee**

* Formation of an advisory board under Fr. Mike Higgins
* Establishment of an Ad Hoc Finance Committee
* Establishment of the Provincial Retreat Center Board
* Establishment of a “Membership Committee” which was the forerunner to the Board Affairs Committee and whose primary purpose was to Build a Competent Board

**Slide 5 – History of the Board – 2003 - Chair of the Board Affairs Committee**

2003 – Preparations began under Fr. Jim Thoman for the transition from being an advisory board to a permanent legal board. During this time period the following took place:

* The initial By-Laws were drafted
* A Finance Committee was formed
* A “Legal Incorporation Task Group” was formed to identify the steps necessary for legal incorporation by July 1, 2004
* A Membership Committee was formed to establish how board membership would be handled once the legal board was established

**Slide 6 – History of the Board – 2004 -** **Chair of the Board Affairs Committee**

2004 – Formation of the “legal” Board of Directors under Fr. Jim Thoman took place on July 1st and the following committees were established:

* Executive Committee (Chair, Vice Chair, Secretary, Treasurer, and the Retreat Director)
* Building and Grounds Committee
* Captains Committee
* Communications and Outreach Committee
* Development Committee (Capital Campaign committee)
* Formation Committee (Charism committee)
* Youth and Young Adult Committee

**Slide 7 – History of the Board – 2007 - Chair of the Board Affairs Committee**

2007- A Mission Statement and the Board Policy Manual (Handbook) were adopted and the following committees were formed:

* Institutional Leadership Committee (Succession planning for the board, staff and the Retreat Director as well as strategic planning)
* Marketing Committee

**Slide 8 – History of the Board – 2011 - Chair of the Board Affairs Committee**

2011 - The Mission Statement was revised and the Values and Vision provisions were added

**Slide 9 – History of the Board – 2013 - Chair of the Board Affairs Committee**

2013 - Adoption of the Consent Agenda and the renaming of the Membership Committee to the Governance Committee which will focus on the five key (critical) areas for effective governance (Purpose, Education, Architecture, Results, and Leadership)

**Slide 10 – History of the Board – 2017 - Chair of the Board Affairs Committee**

2017 – Introduction of Policy Governance and the establishment of the five committees …

1. The Audit/Financial Committee is to ensure the financial stability of the ministries of St. Paul of the Cross Passionist Retreat Center (SPC) and safeguard its assets.
2. The Board Affairs Committee is to oversee the internal business of the Board in accordance with its Articles of Incorporation, Bylaws and Governance policies; to plan ongoing Board education; and obtain qualified members for the Board and its Committees.
3. The Charism Committee is to ensure the Passionist Charism (in the Spirit of St. Paul of the Cross) is an integral part of each board of directors meeting.
4. The Ends Committee is to articulate not what the organization does, but why it exists, for what people, and at what cost.
5. The Ad Hoc Policy Governance Committee was created to assist in the adoption of the Policy Governance model.

**Slide 11 – The New Board Member’s Binder** **– Board Affairs Committee Member #1**

The heading for this section is a bit misleading since we no longer provide our new board members with a binder … tomorrow you’ll receive these documents electronically. We’ll now briefly cover each one of these items …

**Slide 12 – Mission Statement – Board Affairs Committee Member #1**

“In the Spirit of St. Paul of the Cross and through the love of Christ crucified, we provide a unique, sacred place of hospitality and compassion where all are welcome to experience hope, renewal, and the loving presence of God through spiritual retreats and hosted events.”

**Slide 13 – Guiding Values – Board Affairs Committee Member #1**

The following are the Guiding Values of St. Paul of the Cross Retreat and Conference Center:

* Christ Centered Spirituality:  Finding hope and strength in the midst of suffering through the passion of Christ.
* Compassion:  Experiencing in a down to earth way God’s tender mercy.
* Hospitality:  A profound acceptance and open-hearted welcome of all who come to St. Paul of the Cross.
* Quiet & Prayerful Environment:  Offering a comfortable and a nurturing place of safety that prepares the human heart for contact with God.
* Service to All:  Discovering and meeting the pressing unmet needs found in both the church and humanity.

**Slide 13 – Vision Statement – Board Affairs Committee Member #1**

We are a dynamic, growing retreat and conference center serving people from all walks of life primarily in the greater Detroit area. Our core ministry consists of our preached weekend retreats and evening and daytime Passionist programs. The retreat experience is having a positive impact on the lives of others which benefits families and our communities.

**Slide 15 – The Spirit Document – Board Affairs Committee Member #1**

In May of 2000, the Province Retreat Center Board began a major initiative to develop new structures of governance capable of carrying forward the mission of Holy Cross Province retreat centers. These new institutional developments would respond to the challenges posed by significant, long-term reductions in vowed Passionist personnel. To respond well, the new agencies would need a faithful possession of the Passionist spirit or charism that is the driving force of retreat center ministry. It was for these reasons this document was developed.

**Slide 16 – The Bylaws – Board Affairs Committee Member #1**

This is a 14-page document which identifies the Corporation and the roles and duties of the Board of Trustees, the Board of Directors, Officers of the Corporation and its Committees.

It also contains a Miscellaneous Section with provisions regarding the Indemnification of the Trustees, Board, and Officers as well as policies dealing with conflicts of interest, acceptance of gifts, whistle blower protection, corporation minutes and records, and the like.

**Slide 17 – Key Provisions of the Bylaws** **– Board Affairs Committee Member #1**

One key provision of the Bylaws requires a pledge on the part of the Directors to:

* Fulfill the Passionist Mission
* Abide by the Articles of Incorporation & Bylaws
* Promote the Roman Catholic nature
* Promote the Sponsorship of Holy Cross Province
* Adopt the policies of Holy Cross Province
* Maintain correct/complete books & records
* Comply with Michigan Nonprofit Corporation Act

**Slide 18 – Key Provisions of the Bylaws – Board Affairs Committee Member #1**

Another key provision of the Bylaws states the specific responsibilities of the Board of Directors. We are to:

* Determine the Mission and Policies,
* Recruit and evaluate candidates for the position of Director of Mission and Ministry (yes, we have the authority to hire and fire),
* Assess the Performance of the Director (we do by monitoring his/her progress throughout the year at each board meeting),
* Propose amendments to the Bylaws (when required), and
* Safeguard the Corporation’s assets.

**Slide 19 – Board of Directors Policy Handbook** **– Board Affairs Committee Member #2**

This is a 23-page document which contains the policies germane to the Board of Directors.

**Slide 20 – Key Sections of the Policy Handbook – Board Affairs Committee Member #2**

Key sections of the Handbook include:

* The Mission Statement/Guiding Values/Charism statements (two of which you’ve already seen)
* A graphic of the organization structure (which you will see in a few minutes)
* An Overview statement about the Board adopting the Policy Governance Model
* The Global Governance Commitment regarding the Board’s responsibility to achieve the corporation’s End’s Policies and operate according the Bylaws
* Governing Style which is to be an outward vision, a diversity of viewpoints, and collective.
* A Glossary of commonly used terms in the Handbook, and
* The four policies required for governance
* We’ll take a brief look at the sections which have not already been covered

**Slide 21 – The Overview Section of the Policy Handbook – Board Affairs Committee Member #2**

As previously noted, the Board adopted the Policy Governance Model in 2017 and we govern St. Paul of the Cross Retreat Center on behalf of the owners which is Holy Cross Province.

We are charged with looking forward and developing a vision in line with the Mission and we are to ensure the Retreat Center achieves what it should and avoid what is unacceptable. It’s really that simple.

**Slide 22 -The Governing Section of the Policy Handbook – Board Affairs Committee Member #2**

Our Governing Style should have an emphasis on Outward Vision … i.e., what should St. Paul of the Cross “look” like in 5 years, 10 years, 25 years …

Accordingly, we must encourage each other to speak their minds and we function as a “collective” rather than as individuals when reaching decisions. There is a clear distinction of our role as a board – “it’s to be arms around, not fingers in”.

The Board’s major focus should be on the intended long-term impacts outside the organization, not on the administrative or means of attaining those impacts.

**Slide 23 - These are the Key Provisions listed in the handbook – Board Affairs Committee Member #2**

There are 6 Ends Policies against which the Director of Mission and Ministry is evaluated.

There are 15 Governance Policies which are in place to guide the Board in their work.

There are 12 Executive Limitation Policies which gives the Director of Mission and Ministry latitude to perform his or her duties unless otherwise limited by any of these policies.

There are 5 Board Executive Linkage Policies which states that the board’s connection to the operation of the retreat center will only be through the Director of Mission and Ministry. The last of the 5 policies describes the monitoring of the Director of Mission and Ministry's performance.

Finally, there is also an Addendum which contains the guidelines governing the Board’s five committees – their Purpose; Scope of Authority, Power, and Responsibility; Rules of Governance, and Membership.

**Slide 24 - Board of Directors Contact Information – Board Affairs Committee Member #2**

Once you receive this document, please let the Chair of the Board Affairs committee know of any additions or corrections to your information and then we’ll redistribute the document.

**Slide 25 - Board of Directors Service Matrix – Board Affairs Committee Member #2**

One of the roles of the Board Affairs Committee is to manage the selection of board members in such a way to minimize having a large number of members rotate off the board at the same time. Typically, each board member is selected for a three-year term with the possibility of serving a second three-year term. However, there are guidelines in the Bylaws for filling out unfinished terms of board members who resign.

\_\_\_\_ of you have been assigned (by drawing your names from a hat) to Cycle \_ and you will begin serving your first of potentially 2 terms of 3-years each effective \_\_\_\_\_\_\_\_\_\_.

\_\_\_\_ of you have been assigned to fill out the last year of the term of a board member who resigned in Cycle \_\_. Accordingly, that person will begin serving the first of potentially 2 terms effective \_\_\_\_\_\_\_\_.

\_\_\_\_ of you have been assigned to fill out the remaining two years of a former board member who resigned in Cycle \_\_ and so they will be eligible to serve a potential 2nd 3-year term in \_\_\_\_\_.

**Slide 26 - Organizational Overview** **– Board Affairs Committee Member #2**

This organization chart shows the relationship of the Board of Trustees to the Board of Directors to the Directory of Mission and Ministry.

**Slide 27 - Board Committees** **– Board Affairs Committee Member #2**

The board has four active committees and one ad hoc committee whose work is mostly complete. A person doesn’t have to be a board member to service on one of the board’s committees.

The Audit/Finance committee currently has \_\_ Board members

The Board Affairs committee currently has \_\_ Board members

The Charis committee currently has only \_\_ Board members, and

The Ends Policy committee currently has \_\_ Board members.

The Ad Hoc committee whose work is pretty much done has \_\_ Board members.

Committee assignments for you new board members will be made following discussions at the All-Day retreat in September.

**Slide 28 - St. Paul of the Cross Retreat Center Portal – Board Affairs Committee**

**Member #2**

A number of the above referenced documents plus many others can be found on the St. Paul of the Cross Retreat Center Portal which is located in the Holy Cross Province website.

Simply go to the link: https://Passionist.org …

In a few minutes we’ll explain where on this Portal you’ll be able to download your Board Member’s Binder

**Slide 29 - St. Paul of the Cross Retreat Center Portal – Board Affairs Committee**

**Member #2**

When the screen refreshes, scroll to the bottom of the page and click on the “Board Member Portal” **<CLICK>**

The password is “policygovernance” with no spaces.

**Slide 30 - St. Paul of the Cross Retreat Center Portal – Board Affairs Committee**

**Member #2**

When the screen refreshes, scroll to the bottom of the page and click on the picture of St. Paul of the Cross Retreat Center

**Slide 31 -** **St. Paul of the Cross Retreat Center Portal – Board Affairs Committee**

**Member #2**

When the screen refreshes, you’re inside our portion of the portal, here is where you’ll find most of the documents you’ll need as a board member.

The left side of the screen lists the various sections of the portal, in this case the Board of Directors and the right side shows all the content …

**Slide 32 – St. Paul of the Cross Retreat Center Portal – Board Affairs Committee**

**Member #2**

To download the material for your Board Member’s Binder, scroll to the bottom of the list and click on “Policies, Procedures, Forms, and Documents for Board Governance”.

When the screen refreshes, you’ll see the Documents section and in that section you’ll see the folder which contains your binder material.

**Slide 33 - The Board Calendar – Vice Chair of the Board**

The calendar for the upcoming fiscal year (July \_\_\_\_ through June \_\_\_\_) is still being created. But this initial draft will give you a sense of the topics the board covers throughout the year.

We typically meet six times a year (October, December, February, April, June, and August) plus a full day in September for our All Day Retreat

Our Meeting dates are listed in the first column and the remaining columns show the Policies which will be reviewed in the meeting, the linkage to our owners, and whatever topics the standing committees will report on throughout the year.

**Slide 34 – The Operating Budget – The Treasurer of the Board**

The Fund Structure:

* Operating Fund
* Fr. James Thoman Endowment Fund
* Gorno Endowment

**Slide 35 – The Operating Budget – The Treasurer of the Board**

* Assets
* Liabilities

**Slide 36 – The Operating Budget – The Treasurer of the Board**

Sources of Revenue:

* Donations
* Weekend Passionist-conducted Retreats
* Other Retreats and Programs
* Hosted Programs – day and overnight
* Gift Shop
* Special Events (Golf Outing)

**Slide 37 – The Operating Budget – The Treasurer of the Board**

Expenditures:

* Room and table – Contracted food service, laundry, supplies
* Automobile
* Maintenance – interior and exterior
* Utilities
* Wages and benefits
* Printing, marketing, postage
* Consultant charges
* Bank and credit card fees
* Fundraising expenses
* Gift shop / other
* Interinstitutional

**Slide 38 – The Operating Budget – The Treasurer of the Board**

\_\_\_\_ Budget Revenue:

* Contribution revenue - $\_\_\_\_\_\_\_\_\_
* Retreat Revenue - $\_\_\_\_\_\_\_\_\_
* Hosted Programs – Day and Overnight - $\_\_\_\_\_\_\_\_\_
* Other Revenue - $\_\_\_\_\_\_\_\_\_
* Interest and Investment Earnings - $\_\_\_\_\_\_\_\_\_
* Total Budgeted Revenue - $\_\_\_\_\_\_\_\_\_

**Slide 39 – The Operating Budget – The Treasurer of the Board**

\_\_\_\_ Budget Expenses:

* Room and Table - $\_\_\_\_\_\_\_\_\_
* Automobile and Travel - $\_\_\_\_\_\_\_\_\_
* Maintenance - $\_\_\_\_\_\_\_\_\_
* Utilities - $\_\_\_\_\_\_\_\_\_
* Wages and Benefits - $\_\_\_\_\_\_\_\_\_
* Administrative Expenses - $\_\_\_\_\_\_\_\_\_
* Other, Special Events, Gift Shop - $\_\_\_\_\_\_\_\_\_
* Interinstitutional - $\_\_\_\_\_\_\_\_\_
* Total Budgeted Expenses - $\_\_\_\_\_\_\_\_\_

**Slide 40 – Assignment of Mentors – Secretary of the Board**

The guidelines for the relationship between mentors and their mentees can be found on pages 9 and 10 of your Policy Handbook. In short, the relationship …

* Is temporary – approximately 12 months
* Meet or talk as needed
* Mentors are to help mentees understand issues relating to their duties and responsibilities

The Board Affairs Committee has made the following assignments … READ THEM …

**Slide 41 – Thank you and the Closing Prayer**