GOVERNING BOARD

March Face-to-Face Meeting Thursday, March 8 – Saturday March 10, 2012

VISION GOALS FOR 2012:

- · Build leadership development into all we do, particularly with young adults.
- . Communicate to the world with passion and clarity who we are -- and that "we want to know you!"
- · Give priority to churches that demonstrate signs of health and growth.

OPEN QUESTIONS FOR 2012:

- What is our vision for funding ministry?
- How can our young adults help us to imagine and articulate a future for MCC? (Joel 2: 28 "And that's just the
 beginning: After that— "I will pour out my Spirit on every kind of people: Your sons will prophesy, also your
 daughters. Your old men will dream, your young men will see visions. I'll even pour out my Spirit on the servants, men
 and women both...)
- · What is needed to enhance our global ministry and structure?

ATTENDEES:

Rev. Elder Nancy Wilson, Moderator; Rev. Robert Griffin, Vice-Chair; Bryan Parker, Secretary; Liz Bisordi, Treasurer; Raquel Benitez, Rev. Onetta Brooks, Rev. Tony Freeman, Kareem Murphy, Bryan Parker, Rev. Candace Shultis, Barbara Crabtree, Director of Operations; Rev. Mel Martinez (Young Adult guest), Jonathan Copeland (Young Adult Guest), Linda Beckstead (Staff support)

VIRITUAL ATTENDEE: Joseph Tolton, BLUR

Thursday, March 8

Gathering & Worship

Nancy welcomed Rev. Mel Martinez and Jonathon Copeland as young adult participants to the Governing Board Meeting as well as staff members Linda and Barb. Nancy also led all in a time of prayer, reflection and personal sharing.

Visionary and Strategic Issues

GB Report Card--progress since August 2011 (Nancy and Robert)

Report Card for Governing Board March 2012 Rev. Nancy Wilson and Rev. Robert Griffin

Seven Ways to Improve your Board:

- Start a Policy Manual: We have one, it is published, and a way to add to it regularly. We are still
 struggling with how much policy we need, what is a policy, keeping to the Hotchkiss principle that less is more.
- 2) Use a consent agenda: We are some better on this. The Moderator wonders if the format for her reports are better, Ok, too much, too little? With finances on consent agenda, we need to be better about having several times a year with in-depth look at finances to make sure we are not "skimming," and so we are really on top of trends.
- 3) Hold a regular 'no staff luiddle: We did that in August, but, not at our virtual meetings. Let's try to embed that, at least every other month? We will take time at this meeting, every day, for a "luiddle"

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4) Write a board covenant: Done. We need to regularly take a look at it. Is there a way we can highlight or communicate about this, in various settings, so that MCC is more aware of what guides our work? 5) Appoint Board Governance Committee: We have, and it has major responsibilities in the next several years, and has done a lot of work. 6) Create a list of —open questions! We have done that. How do we structure our internal conversations about all of that. We believe that these questions undergird our agenda for this face to face meeting. How to do it virtually? One virtual meeting a year, in addition to face to face, that only deals with open questions? 7) Host wider conversation: While we have done excellent webinar's informing MCCers, we have not necessarily found the method or methods to engage in conversation. Perhaps around a Strategic Plan, we could invest some ways to do that. We need more opportunities for GB members to be invited to trainings, events. Which conversation partners are we not engaging? What are we learning from our conversations?

Four Roles of the Board: Discernment: it seemed like we went through a lot of that in dealing with a board member who we had to challenge; then in making some critical decisions last August. How will we do this with ITF, and with our discussions around a better economic model for MCC? What kinds of support do we need to discern together? Strategy: Since we only met with the SLT for the first time, face to face, last August, it feels like we have been slower to develop a process for creating a new strategic plan for MCC together. This is a priority as we get ready for the General Conference 2013. GC 2005 presented an excellent Strategic Plan that was well-received by the GC, because it was so familiar to them by then -- what would it take for us to build on that success, and present something inspiring to GC 2013? How do we connect the —strategic threads: our marketing and branding work, developing a business plan, the ITF work, all under the umbrella of a larger Strategic Plan? Management: The GB continues to embrace —global delegation, Il while holding the Moderator accountable. We are still working through the boundaries, here. How can the Moderator and GB agree on what success will look like, are we agreed on that? Do the staff goals really communicate that well to the GB? The GB conducted a Moderator's evaluation last year; set standards for the relationship with the BOP USA. Oversight: Moderator Evaluation completed. Does the Governing Board feel like they are getting adequate information to provide feedback to the Moderator, to make critical decisions?

Governing Board Infrastructure:

- •Elected Officers: The Governing Board stuck with the idea of a new Vice-Chair each year; treasurer for two years; clerk's position also rotated this year. How is that going?
- •Finance Committee has a routine; mostly through developing policies; Audit committee set, but we are still not finished with 2010 audit, see Barb Crabtree's report.
- •Investment committee: Disbanded, asked one board member to be the investment consultant. Policies still being developed. Are investments now to be managed by the staff, in consultation with the Governing Board member? Is this clear enough?
- •Governance Committee: doing well, completed Policy Manual; working on other priorities (Nominating Committees, General Conference Business, Special General Conference).
- Strategic Planning: We will approve a process at this meeting, this is very critical.
- •Fund Development: Staff transition, major challenges for the Board and staff. Will work on strategy at

this meeting.

•Communications: Huge shifts, outsourcing, new website in process, branding and marketing development; new templates for regular communications; improved visibility. Some concerns, still about how Governing Board communicates with individuals, churches, and MCC in general, feels like there is still some lack of clarity.

Is the report card accurate? Kareem asked are we being "hard enough" on ourselves. We have highlighted the success but are there challenges we have not addressed in the report card?

Tony and Liz spoke of the need to take more direct ownership of the finances instead of relying on the Finance Committee and staff. Tony expressed that while we created a Finance Committee that it doesn't seem the Board has been as focused and involved in the finances as we should be. Not that we should micro manage line items but we should be more involved with the management of finances on a big picture scale.

Kareem suggests using the report card as a means to communicate with the denomination on the work of the GB, maybe as part of our "State of MCC" webinars.

Raquel expressed that our communication to the denomination should be better. The communication has been poor and most don't know what the GB is doing. She also suggestions that each member or team create and send bullet points of their work a week or so in advance of the meeting so we are up to date.

Candace suggests that the GB have more of a regular presences in MCC communications.

Tony highlight the Vision Goals so that MCC knows what they are.

Critique on Communication - seems that we rush our communication and that they are not well crafted. It is not clear who is sending, drafting, and responsible for sending communications. Therefore suggest that we review and strengthen our communication policy.

Are our vision goals and open questions working for us? Tony suggests that we focus at on open question at a time until we master it. Also he is not sure we have spent significant time reviewing how and what it means to the vision goal to give priority to churches that demonstrate signs of health and growth.

We asked the young adults in the room if we were meeting the goals and visions around young adults. They shared it there has been an improvement but still not fully communicated...only those that "know" find the knowledge.

How much time have spent on the open questions in our meeting? How much time do we spend and can we dedicate time to spend on the open questions.

How are our committees functioning? Are revisions needed? Committees are:

- Strategic Planning as an Ad hoc committee
- ITF has a GB Liaison
- Bylaws Committee
- Investment got moved to Tony; Ad hoc
- Governance Committee
- Nominating Committees: Governing Board and Moderator (falls under Governance)
- Audit Committee

Action: Solidify the communications committee and structure.

In-depth view of MCC Finances (Finance committee and Barb Crabtree)

Barb presented current state of finances. Discussed how our accounting is based on an accrual therefore we have show an income that is greater than cash based mostly on churches that report tithes and assessments but do not pay. For 2011 it was \$185K impact to the cash flow.

Tony asked what the cost is in staff time to try to collect and/or make agreements with churches on paying tithes.

Payables - we have not been able to make much progress on payables since November. "We are treading water". Payables are over, income is low, restricted and investments are holding, and cash is very low.

Nancy discussed the decision and reason closing the Abilene office. Discussion that policy should be considered where and how often the HQ can or should be relocated and supplementary policy of what staff should be in the HQ.

Liz suggested that we have a "stump" speech for the governing board members to use when visiting networks, churches, etc.

Parking Lot Items

Relocation of Headquarters/Staff/Moderator's Office: policy to consider?

MCC's Economic Model (Moderated by Nancy)

What is our Development plan going forward? Revisit our discussions from last August: where are we now, where do we want to be? (Nancy)

Liz presented the Finance committee Ideas and Recommendations

1. GB will significantly engage churches that are behind in their assessments 2. Create a denominational fund-raising team 3. Find ways to increase individual/ corporate/ grant donors to the denomination 4. Give Scholarships to churches that are behind to attend upcoming Stewardship Summits 5. Create video testimonies about the importance of participating in the financial support of the

denomination

Tony commented that these are great ideas and goals but may take a year or more to payoff. Tony suggests that we focus on creating a campaign immediately that will be all inclusive. Not necessarily a fund raising campaign but a "partnership" campaign that engages the GB, Denomination, Local Churches and individuals to understand how we are partners in ministry, where we are making a difference and how each level of support is contributing to MCC's mission.

Outcomes of the Campaign:

What is it, what should it be going forward? How are we facing declining tithe income (do we understand all the causes thoroughly)? What about an individual donor base and planned giving? How we utilize grants? What is the role/impact of stewardship education? Do we need special consultation, conversations with leaders and stakeholders in MCC?

Business Plan idea for 2012-2017? (Raguel and Barb)

Communication Policy

Use key pastors and lay leaders to communicate these messages...have them create an YouTube video.

Mel pointed out that it has been her experience that local churches tend to think that the denomination is larger than we are, holds all the money and is well positioned. She suggests that it will take a real engaged effort to make all feel that they are connected and making a difference both locally and denominationally.

Before we end the meeting this weekend we will need to put together two groups. One to begin working on the above campaign - a momentum attitudinal campaign. The second team is to review and look at changing the economic model.

Tony discussed the need to focus on planned giving donors. To foster those relationships now knowing it can take 2, 3, 5 years to make that relationship work.

Strategic Planning Process moving through 2013 and 2016 Tony gave a report on the Strategic Planning Process that he, Lillie and Nancy are working on.

Strategic Plan Process

1. Current financial must be addressed now not later 2. Blur advertising 3. Church assessments: core values haven't changed 4. Right Sizing necessitated how we operate 5. Strategic authority determines how we operate

Form a 5 person Strategic Plan team - 2 from GB, 2 from other and Joseph from Blurr (Nancy to sit on as 6th if time allows)

Rather than do a movement wide plan do a shorter term operational plan to carry us through the next 2 - 3 years and then do a movement wide plan for 2016.

Young adult feedback for the day. Jonathon and Mel shared their feedback about their 1st day's experience as observers of the Governing Board.

Executive Session Debrief Governing Board members met for a 30 minute executive session to debrief the day's events .

Closed Thursday's Meeting in Prayer

Strengthening support and relationships with churches

Communicating our financially realities

Articulate how we can grow stronger understanding about your finances

How do we understand each other and grow stronger together (denominational and local)

"I Believe.....Do You?" statements from the Governing Board

See an improvement in the relationships of denominational and local churches

As are result of improved relationships see an improvement in finances

Friday, March 9

Nancy opened the meeting with a time of song, reflections from "This I Believe", prayer and individual sharing of a review of the previous days meeting.

Consent Agenda

o Minutes of February 2012 Meeting o Moderator's Report o Director of Operations financial reports

- January P & L
- January 31 Balance Sheet
- Budget Summary at January 31

MOTION 03.08 - 10.12.01 - Move to accept the consent agenda made by Robert, Seconded by Tony. M/S Approve

Branding and Communications Update by Barb Crabtree and Joseph Tolton, BLUR

Barb was present at the meeting and Joseph was Skyped into the meeting for the presentation.

The agenda of the presentation:

Give GB's feedback from yesterday's communication and campaign

Joseph is currently a pastor in The Fellowship, member of Global Justice Institute, friend and ally of MCC, knows MCC well. Has a proven career of advertising with major ad firms and global clients.

Joseph outlined the process of the research they conducted. The process included understanding the "landscape" of where MCC lives...i.e. LGBT, religious, etc. The research also reviewed the structure of the organization - including interviews with leadership, review of financial status, and stackholders.

Once they research was conducted Blurr created some graphic boards and logo ideas that helped visualize the communication hypothesis of the MCC product.

Groups they looked at: Internal groups of adherents from congregations. A group of 8 - 10 members. They also assembled a group a pastors from the same network of churches.

External groups they looked at LGBT and friendly millennials who would be prospective members. And 25 - 50 years

Locations: NYC, Heartland Network, Atlanta, Las Vegas for the SoCa area churches.

External perceptions: Safe Space LGBTIQ: the Gay Church Authentically welcoming, and place where differences can live together

Introduce Joseph Tolton and BLUR

Receive the research that has already been conducted

Internal perceptions: Tied to perception of local church Uncertain about how the perceptions are formed about MCC, i.e. get emails, but uncertain about a cohesive message.

As a result, we have the opportunity to build that perception and to build greater cohesion: will encourage to give money, time, and to be brand ambassadors. Also, don't have a lot of negative baggage at denominational level.

Hypotheses: Inclusivity Redefined: Inquisitive theology, history of radical hospitality and justice. Gives MCC platform/credibility to be leader. Esp. since there's a disconnect among people about young people today.

Global Reach: MCC is leading the way in living the Gospel, which calls us to social justice. As we transform self, transform world.

Completing Communion: Safe Space for Christianity, elderly LGBT, etc.

Key Insights:

- o If MCC were a product: deep and spiritual and intellectual capital, extraordinary people.
- o Diversity is a source of pride
- o Work of social justice is part of church DNA with spirituality at forefront, not reason for being.
- o Longevity of Church demands that focus shift beyond LGBT community.
- Cutting edge of God's call for inclusivity, hospitality, and reconciliation.

Recommendation: To develop platform that articulates the prophetic call of MCC. Inclusivity Redefined: defines who MCC is. Transforms World: defines purpose for being.

Develop short-term campaign: "I BELIEVE" The idea is that we are growing stronger and growing together. All on a movement toward General Conference. About strengthening relationships with each other and with churches. Some of outcomes:

1) strengthening of relationships 2) growing realities of MCC 3) shared ownership

Discussion regarding budgeting and finance policy

Discussion took place regarding the need to create a debt ceiling in the budget. Also discussion on the desire for project based accounting where all project budgets and expenses include staff and admin time, overhead and supplies.

Implement an allocation type methodology in departmental budgets

Discussion to agree on a % of tithes that will be the base of our income and a cap on debt that can be accrued.

Fund Development Discussion

- Review year-end campaign--GB asks, how did it go? What could be improved?
- o 2012 year-end--Nancy's 40th year in ministry in MCC--could we focus the campaign? Or use that for Fellowship Sunday?
- Plan for staffing and fund development 2012

Couple hour discussion on fund development and budget. The Governing Board with Barb Crabtree conducted an in depth review and analysis of the denomination's finances, income, and expenses.

The Board tabled making a motion on the budget until Saturday's gathering.

Appoint members of the GB Nominating Committee for the 2012 General Conference

MOTION 03.08 - 10.12.03 - Motion to appoint Cathy Alexander, Rusty Hall, Rev. Catherine Dearlove to the Governing Board Nominating Committee made by Tony, Seconded by Candace. M/S Approved.

Onetta gave an update to the GB on work of Bylaws Committee. It was acknowledged that the promoting of the bylaw proposal process should be systematically communicated in GC communications and on the website.

Board of Pension Appointments

MOTION 03.08 - 10.12.04 - Motion to appoint Rev. Alicia Erikson and Keith Thomson to the Board of Pensions made by Tony, Seconded by Robert. M/S Approved

Nancy gave a briefing on the history and the future of MCC Elders, new models in the context of succession and the election of new moderator in 2016.

Young adult feedback for the day Jonathon and Mel gave candid feedback of the day's discussions.

Meeting Closed in Prayer

Saturday, March 10

Meeting began in prayer

Budget Discussion

GB went into Executive Session to discuss budget.

GB came out of Executive Session to continue the budget conversation carried over from Friday's session and passed:

MOTION 03.08 - 10.12.02 -In light of the current economic situation and due to increase of unpaid passed due tithe assessment from local churches we are reducing the 2012 budget by \$535,000 to a new budget of \$1,660,450, keep payables current, repay \$50,000 to operating reserve in 2012, and to live within the parameters of this budget. Motion Kareem, Seconded Candace, M/S Approved

Policy Manual - Additions of Policies 13, 18, and 22 presented by Bryan.

MOTION 03.08 - 10.12.03 - Motion to approve Policy #22- "Investment Policy" made by Liz, seconded by Candace, M/S Approved

MOTION 03.08 - 10.12.04 - Motion to approve Policy #18 - "Gift Acceptance Policy" made by Robert, Seconded by Raquel M/S Approved

MOTION 03.08 - 10.12.05 - Motion to approve Policy # 13 - "Compliance and Oversight" and add record retention schedule to the policy manual addendum made by Liz, seconded by Raquel M/S Approved

Governing Board agreed that a policy compliance audit will be conducted and presented in the August meeting by Bryan.

Kareem and Robert will work on revising the communication policies and present updates at the next GB meeting.

Tithe payment policy will be created when Darlene returns as she is working on this as well.

Strategic Plan Review

Tony, Kareem, Robert, Lillie, Barb and Nancy will meet to bring a Strategic Plan to the April Meeting

Business Plan Review

Raquel shared an outline and detailed document for creating a business plan. She will be working with the GB and SLT to help create a business plan for MCC. It will create a template that will help MCC understand where we are. The plan will have 7 elements of an executive summary, business description, market strategies, competitive analysis, design & development plan, operations & management plan, and financial reports.

This document is not a one year plan but a multiyear forecast which has not been a best practice for MCC. The goal of this plan is the reach through the 1st year of the moderator who will be elected in 2016 so the transition between the moderators runs smoothly.

This plan will be interwoven with the strategic plan and help fill in gaps.

Governing Board work plan through General Conference

MOTION 03.08 - 10.12.06 Motion that the Governing Board commits to focusing on the following priorities for the next 16 months:

Prepare for an excellent General Conference including presenting the results of the work of the International Task Force.

Made by Robert, Seconded by Kareem, M/S Approved

ITF Report

Work Product: For the GB to get a better sense of the direction in which the Task Force is moving, look at key emerging concepts, give feedback in preparation for the August meeting. Raquel and Linda presented a very detailed report of the ITF work done thus far.

The Governing Board would like to have a little preview in July of proposals that we will review at the August meeting.

Raquel asked if they work on the proposals and will work through Linda to get all appropriate numbers and data from Barb.

Question that Nancy asks is "what problems are these proposals solving?" that should be the guide by which the proposals are framed and have a narrative to explain what issue the proposal is addressing.

Special General Conference Business Forum

*Tuesday, March 27 Nancy will do her live news release

Planned Giving: An awareness conversation took place about a planned giving gift to the denomination.

Approve an operational Strategic Plan, jointly with Senior Leadership Team

Focus intensely on building monthly donor base, and begin to focus on major donor prospects

Conduct a Governing board communications and relationship-building campaign with local churches, —we are stronger togetherll

Monitor closely our revised income projections, expenses, ministry goals, expectations of staff

Elders Nomination - Mona and Hector will not be present but their bios and a short video message from the candidates. Nancy will then present and use the text messaging portion for receiving questions from the participants. Once the Q&A for the Elders is finished and the remaining time permitted will be dedicated to highlight other MCC news*.

Voting will take place on March 28 (9AM ET) through March 29 (5PM ET)

Results will be announced within 10 days