

**IOWA CONFERENCE BOARD OF DIRECTORS MEETING  
NOVEMBER 22, 2008**

Members Present: Lof, Noer, Darmour-Paul, Lang, Jares, Sargent, Nelson, Howie, Schmidt, Altenbaumer, Stonebraker, Boege, Hanon

Absent: Benda, Guffey-Lewis, Douglas, Eastin, Wenzel

Also Present: CM Pleva, ACM Jensen, ACM Stoik, Rev. Jane Willan (at 11:45 a.m.), Rev. Gayle Strickler, Jr. (at 12:35 p.m.)

Chair Lof called the meeting to order at 9:30 a.m. CM Pleva led the Board in a period of bible study and reflection; after which ACM Stoik gave the opening prayer. At 10:00 a.m. the meeting was recessed to allow the Board teams to meet.

The meeting was reconvened at 11:40. CM Pleva presented the Conference Minister's report, a copy of which is attached. ACM Stoik presented a report to the Board summarizing the search and call process.

**Disaster Relief**

The Board received a report from Rev. Gayle Strickler, Jr., the Iowa Conference Disaster Response Coordinator, concerning the activities of National Disaster Ministries. In conjunction with that report, CM Pleva reported to the Board that the Conference had received a total of \$36,338.54 in disaster relief contributions.

**BOD 2008-52.** Administrative Team recommends that disaster relief contributions received by the Iowa Conference be allocated and disbursed as follows:

1. Eden United Church of Christ, Cedar Rapids--\$14,781
2. Peace United Church of Christ, Waverly--\$10,702
3. Individual grants for tornado relief--\$6,486
4. Individual grants for flood relief--\$4,367

Approved unanimously.

**Financial Report**

CM Pleva presented the financial report for the month and year-to-date ending October 31, 2008.

**Approval of Minutes**

**BOD 2008-53.** Schmidt/Jares to approve the minutes of the Board of Directors' meetings of August 22-23, 2008 and September 24, 2008 as presented. Approved unanimously.

## **Call of Associate Conference Minister for Youth and Young Adult Ministries**

Rev. Jane Willan, the chair of the Search Committee for the Conference Youth and Young Adult Minister presented the report and recommendation of that Committee that the Conference call Rev. Nicole Havelka as the Associate Conference Minister for Youth and Young Adult Ministries. Rev. Willan's report was followed by a telephone interview of Rev. Havelka.

**BOD 2008-54.** Jares/Hanon to extend a call to Nicole Havelka to serve as Associate Conference Minister for Youth and Young Adult Ministries for the Iowa Conference. Approved unanimously.

## **Report of Administrative Team**

CM Pleva presented the report of the Administrative Team.

**BOD 2008-55.** The Administrative Team recommends that the Board of Directors approve the award of the following scholarship grants for continuing education and congregational leadership purposes:

1. Karen Handke--\$200 for "New Visions for the Long Pastorate" seminar
2. First Congregational United Church of Christ, Red Oak--\$150/month for seven months as an internship subsidy for in-care student Samantha Hauser
3. Rev. Elizabeth Dilley--\$200 for "Emotional Intelligence and Human Relations Training"
4. Rev. Paul Johnson--\$200 for Intentional Interim Ministry Training

Approved unanimously.

**BOD 2008-56.** The Administrative Team recommends that the Board of Directors approve the Final Draft of the Fiscal Policies and Procedures of the Iowa Conference (copy attached) and adopt the same as the policies of the Iowa Conference. Approved unanimously.

**BOD 2008-57.** The Administrative Team recommends that the Board of Directors approve the Iowa Conference Conflict of Interest Policy as presented (copy attached) and adopt the same as the policy of the Iowa Conference. Approved unanimously.

**BOD 2008-58.** The Administrative Team recommends that the Board of Directors approve the Employee Automobile Mileage Reimbursement/Rental Car Option policy dated October 22, 2008 (copy attached) with the following change: That the second line of subparagraph 2.a. be changed to read "the first 200 miles in any one calendar day, and 1/2 the current IRS" and adopt the same, as amended, as the policy of the Iowa Conference. Approved unanimously.

**BOD 2008-59.** The Administrative Team recommends that the Board of Directors approve the following housing allowances for the Conference program staff for the calendar year 2009 (calendar year 2008 and 2009 for ACM Jensen):

1. CM Pleva--\$38,000
2. ACM Stoik--\$20,000
3. ACM Jensen--\$835 (2008) and \$10,000 (2009)
4. ACM Havelka--\$18,000

Approved unanimously.

**BOD 2008-60.** The Administrative Team recommends that the Board of Directors appoint Kaitlyn Leemkuil to serve a full term and Rev. Phillip Corr to serve the remaining unexpired term of John Attaway as delegates to General Synod. Approved unanimously.

**BOD 2008-61.** The Administrative Team recommends that the Board of Directors grant a 4% raise to all program staff for 2009 except for ACM Havelka, whose compensation for 2009 has been set by the terms of her letter of call. Approved with all directors voting “Aye”, except for Noer, who abstains.

### **Report of Program and Planning Team**

ACM Jensen presented the report of the Program and Planning Team.

**BOD 2008-62.** The Program and Planning Team recommends that the Conference establish a special fund for the Center/Learn/Search program. Initially, the fund shall include the proceeds of a grant of \$10,000 received from the Federated United Church of Christ, Exira and the contributions to the Darla Thomason memorial. The income from the fund shall be used to support the Center/Learn/Search program and shall be expended as determined by the Center/Learn/Search board of directors. Approved unanimously.

### **Report of Financial Development Team**

ACM Stoik presented the report of the Financial Development Team. No action items were presented.

### **Other Reports**

The Board received the following reports from Iowa representatives to the national setting of the church:

1. Fall Executive Council report—Rev. David Mears
2. Local Church Ministries Board of Directors Report—Rev. Dr. Shannon Michael Pater
3. Justice and Witness Ministries Board of Directors Report—Rev. Jane Willan.

### **Next Meeting**

The Chair announced that next regular meeting of the Board of Directors will be on February 7, 2009, beginning at 9:30 a.m. It is planned that the meeting will be held at the current Iowa Conference office.

There being no further business to come before the Board, the meeting was adjourned at 2:45 p.m.

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Mary Stonebraker, Secretary

Iowa Conference, UCC  
Conference Minister's report to the Board of Directors

I'm very excited about how things are going in the Iowa Conference!

- One new ACM will start week after next, and—if you approve—we will extend a call to the ACM for Youth and Young Adult Ministries at today's meeting. Both Jonna Jensen and Nicole Havelka will bring remarkable gifts and strengths to our staff and to the conference.
- We are financially stable at the moment (though I would be remiss if I did not acknowledge that our long-term financial prospects are still very challenging).
- We have a contract for the sale of our office building and good prospects for a new home once we close that sale and move from this building. The prospect of actually moving, however, is daunting. I hope to recruit a person to act as our move coordinator. If you know someone who would be good at that position (probably a volunteer position, though we could certainly pay expenses), please recommend that person to me.
- In that context, I am very excited about the new structure this board has adopted for itself. To structurally organize ourselves in a way that institutionalizes the need for attention to financial development is critically important. I'm profoundly grateful that Tony Stoik is preparing to staff that board team with diligence and care.
- I have set in motion a process which will result in a significant reorganization of our support staff structure. Randy Adams has agreed to a reduction in his contract with us, and will train Lee Hood to do some of the more basic and repetitive aspects of what he has been doing. I am in conversation with Beverly Morgan about ways to decrease her responsibilities and hours, while still keeping her technically a full-time employee so we can continue her health benefits until she qualifies for Medicare (3 years from this spring). With the resulting savings, I will soon search for a part-time (hourly) administrative assistant whose responsibilities will be solely focused on providing support to me in my role as Conference Minister and staff to the Central Association. If I am able to hire well for this position, this will provide significant relief for those too frequent occasions when I feel overwhelmed in this position.

As you know, I believe everything I've said above is only undergirding for that which we are fundamentally about. The staff of the Iowa Conference is here for the support and betterment of our churches. We're not fundamentally about an office, or a staff--professional or support. We are about empowering local churches to be communities through which God can change the world. How we do that should be a continual and ongoing matter of study and strategic planning for this board. I've mentioned my delight at our decision to organize ourselves to include fund-raising as a self-conscious and deliberate part of our ongoing work. I'm equally hopeful that our program and planning team will become a group that leads our board in continually planning our strategies for working with churches, monitoring our effectiveness in implementing those plans, and

adjusting our program as times and situations demand. As I see it, our board is now organized to function as follows:

- The Administrative Team will attend to the financial and personnel related matters of being a well run not-for-profit Corporation.
- The Program and Planning Team will work to do the strategic planning and evaluation that keeps us focused on that to which God has called us.
- The Financial Development Team will devise mechanism by which the work can be funded.

It sounds pretty simple, doesn't it? In theory it is, but it's hard and important work you've signed up for. Thank you so much!

There are two personnel concerns that need to be addressed--one immediately and the other down the road a bit.

- Ron Eslinger's last day in our employ will be December 31<sup>st</sup>. Ron has been a God-send to the Iowa Conference. He came to us during a period of interim leadership during which profound systemic challenges and problems were coming to the fore. He has been a rock. Ron has given of himself with great effectiveness and great generosity. He has been a remarkable colleague for me, and has taught me much. Ron has worked long hours and has earned the trust of many in churches where there has been an unfortunate presumption of conference irrelevance or even incompetence. Some of you know that Ron's wife, Stephanie, has been struggling for nearly two months now with a profoundly frightening and serious neurological disorder called Guillain-Barre syndrome. Stephanie is starting to make a recovery, but the road ahead will be hard and long. Please keep the Eslinger family in your prayers, and be sure to thank Ron for his work on our behalf. Though Ron would prefer we didn't, we will be planning some sort of reception to honor and thank him for his work with us. Please plan to attend, if you can.
- When I came to you over three years ago, I was close to earning sabbatical in the Illinois Conference. In the transition to this position I forfeited that nearly earned sabbatical. As a result, the search committee that called me recommended to the Board of Directors at that time that I be granted a first sabbatical after only 4 years, and then every 5 years thereafter. That recommendation was included in my letter of call. That means that I'm eligible for a sabbatical a year from now. I already have a sense of part of what I would like to do. My eldest son and his wife will move to Amman, Jordan, in January, and that provides a remarkable opportunity for me to travel to see them and combine that visit with time in the Holy Land—a place I've never been. As a conference, we need to begin making plans for how we will deal with my absence for those several months. I don't think we will need someone full-time to cover for me, but there are aspects of what I do that the existing staff should not be expected to pickup. I will be working with the Ad Team to devise a plan for my absence.

Thank you for your support of this work!

Rich Pleva  
Iowa Conference Minister

22 November 2008

## Iowa Conference of the United Church of Christ

Title: **FISCAL POLICIES AND PROCEDURES**

Date Adopted: November 21, 1978

Dates of revisions: March 6, 1980                      February 25, 1982  
May 3, 1985    November 22, 2008

Category: 1.3a

### Outline

Introduction

Policies and Procedures

- A. Year-End
- B. Fiscal Management
- C. Accounting Standards
- D. Audit
- E. Investments
- F. Income Designations
- G. Budget
- H. Reports
- I. Authorizations
- J. Implementation, Review, and Revision

### INTRODUCTION

These policy statements and procedures are the established basis for the conduct of the fiscal affairs of the Iowa Conference of the United Church of Christ.

Additions, deletions, or revisions to these policies may be authorized only by the formal action of the Conference Board of Directors.

### POLICIES AND PROCEDURES

- A. YEAR-END. The year-end of the Iowa Conference shall be December 31. All financial records and reports shall conform to this year-end.
- B. FISCAL MANAGEMENT. The day-to-day fiscal management of the conference shall be the duty of the Conference Minister.
  - a. The Conference Minister must work within the guidelines of the approved budget and other limitations or restrictions approved by the Board of Directors.

- b. It is expected that the Conference Minister will seek the approval of one or more Board of Directors members when confronted by decisions that are unusual due to amount in terms of dollars, that are for a capital purchase that is not budgeted and that costs more than \$2,000, that may be controversial or that are unusual in some other character.
- C. ACCOUNTING STANDARDS. “Generally accepted accounting principles” (GAAP) for not-for-profit organizations will be followed in the maintenance of financial records and reports. In matters of unresolved questions, an independent CPA firm will be consulted.
- D. AUDIT. As soon as practical, following the year end, an audit of the financial statements of the conference shall be made by a certified public accountant selected by the Audit Committee selected by the Board of Directors.
- E. INVESTMENT. Liquid assets (cash and savings) of the conference, other than those required for cash balances and operations of the conference, will be managed by the Conference Minister.
- F. INCOME DESIGNATIONS. Funds received by the conference from a donor that are designated for a specific purpose (donor-designated funds) shall, to the extent reasonably practicable, be used for that purpose. Donor-designated funds that cannot reasonably or legally be used for the designated purpose and all other money and property received by the conference shall be managed by the Conference Minister and used for conference purposes.
- G. BUDGET. The conference operating budget will be:
- Recommended by the Board of Directors
  - Adopted (rejected) at the Conference Annual Meeting
  - Managed by the Conference Minister.
  - Reported to the Board of Directors and at the Annual Meeting
- H. REPORTS. The Conference Minister will be responsible to see that monthly financial statements (statements of assets, liabilities and equity and statements of income and expenses) are prepared timely by the Conference’s accountant and delivered to the Board of Directors each month. An annual financial report will be provided at the Annual meeting of the Conference.
- I. AUTHORIZATIONS.

1. Regular Checking Account. Conference funds shall be deposited in a single checking account held in an FDIC insured bank. This checking account (as well as all other FDIC insured accounts owned by the Conference) shall not be closed at the end of any business day with a balance that exceeds the insured limit.

All conference disbursements, including transfers to savings and investment accounts, shall be made through this checking account and be supported by invoices and/or vouchers approved by the Conference Minister or his/her designee.

2. Investments. At the direction of the Conference Minister, cash may be invested in FDIC insured saving or interest bearing accounts or other U.S. Government-backed accounts or The Cornerstone Fund of UCC.

3. Authorized Signatures For Conference Accounts. Authorized signatures for cash accounts of the conference will be designated by the conference Board of Directors and will include only persons not directly involved with the accounting duties for recording the receipt of income and/or accounting duties for recording payables or receivables.

4. BORROWING. For emergency cash flow purposes, the Board of Directors authorizes the Conference Minister to secure short-term loans, not to exceed \$20,000 cumulative.

5. HONORARIA AND PROFESSIONAL EXPENSE REIMBURSEMENTS. Honoraria or professional expense reimbursements received from anyone or any entity by an employee, while acting in his or her capacity as an employee of the Conference, will be remitted to the Conference.

6. VOUCHERS. All requests for disbursement of conference funds shall be made by written voucher indicating the fund from which payment is to be made and shall include the signature of the authorizing person. Vouchers shall be accompanied by receipts and/or any supporting documentation. The Conference Minister shall designate individuals authorized to approve such vouchers. Standing vouchers may be authorized for ordinary and recurring expenditures. The Conference Minister may also authorize the use of conference credit and debit cards by employees and establish rules for the use of such cards and the documentation of expenses incurred with them.

J. IMPLEMENTATION, REVIEW AND REVISION. The fiscal policies and procedures of the Board of Directors are to be implemented by the Conference Minister.

The Board of Directors will provide for an annual review of these policies and procedures.

These policies and procedures may be revised only by actions of the Board of Directors.

## **Iowa Conference of the United Church of Christ**

Title: **CONFLICT OF INTEREST POLICY**

Date adopted: November 22, 2008

Dates of revisions:

Category: 1.4a

### **ARTICLE I. Purpose**

The purpose of the conflict of interest policy is to protect the interests of the Iowa Conference (the Conference) when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Conference or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### **ARTICLE II. Definitions**

Unless the context indicates otherwise, the following terms shall have the meanings shown when used in this conflict of interest policy.

#### **1. Interested Person**

Any of the following persons who has a direct or indirect financial interest is an interested person: The Conference Minister, the Associate Conference Ministers, the officers of the Conference and the members of the Board of Directors.

#### **2. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment or family:

- a. An ownership or investment interest in any entity with which the Conference has a transaction or arrangement,
- b. A compensation arrangement with the Conference or with any entity or individual with which the Conference has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Conference is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest has a conflict of interest only if the Board of Directors or committee with decision-making authority decides, as provided below, that a conflict of interest exists.

### **ARTICLE III. Procedures**

Section 1. *Duty to Disclose.* In connection with any conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board of Directors or the committee.

Section 2. *Determining Whether a Conflict of Interest Exists.* After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the interested person shall leave the meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

Section 3. *Procedures for Addressing the Conflict of Interest.*

(A) An interested person may make a presentation at the Board or committee meeting, but after the presentation, the interested person shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

(B) The chair of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

(C) After exercising due diligence, the Board or committee shall determine whether the Conference can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

(D) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested directors or committee members whether the transaction or arrangement is in the Conference's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with this determination it shall make its decision as to whether to enter into the transaction or arrangement.

Section 4. *Violations of the Conflicts of Interest Policy.*

(A) If the Board or committee has reasonable cause to believe an interested person has failed to disclose the existence of a financial interest, it shall inform the person of the basis for such belief and afford the person an opportunity to explain the alleged failure to disclose.

(B) If, after hearing the person's response and after making such further investigation as is warranted by the circumstances, the Board or committee determines the person has failed to disclose a financial interest, it shall take appropriate disciplinary and corrective action.

#### **ARTICLE IV. Records of Proceedings**

The Board or committee shall keep such records of its proceedings and determinations with respect to conflicts of interest as are reasonable and proper under the circumstances.

#### **ARTICLE V. Compensation**

Section 1. *Voting Prohibited.* A member of the Board who receives compensation, directly or indirectly, from the Conference for services, may not vote on matters pertaining to that member's compensation.

Section 2. *Information Provided.* No member of the Board or of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Conference, is prohibited from providing information to the Board or any committee regarding compensation.

#### **ARTICLE VI. Annual Statements**

The Conference Minister, the Associate Conference Ministers, the officers of the Conference and the members of the Board shall annually each sign a statement which affirms the signer has received a copy of the conflicts of interest policy, has read and understands the policy and has agreed to comply with the policy

## Iowa Conference of the United Church of Christ

Title: **EMPLOYEE AUTOMOBILE MILEAGE REIMBURSEMENT/RENTAL  
CAR OPTION**

Addendum to Personnel Policies

Date adopted: November 22, 2008

Dates of revisions:

Category: 1.2b

The personnel policies of the Iowa Conference dictate that: The Iowa Conference, at its own discretion, will cover travel expenses for all ministerial staff members by means of a provided auto, or reimbursement of rental car expenses, or by reimbursement of the staff person's expense of using his/her own car at the current IRS rate.

The policies do not stipulate how automobile expenses for non-ministerial staff will be handled, nor did the policies anticipate that the IRS rate might rise to their current level (\$0.585/mile). At the current IRS rate, reimbursement for more lengthy trips becomes excessively expensive and undoubtedly higher than actual expense incurred. Therefore, effective immediately and until further notice, travel expenses for all employees not provided a car will be reimbursed in the following ways:

1. For trips totaling up to 200 miles (total/roundtrip) in any one calendar day, the employee will be reimbursed at the current IRS rate for use of his/her own auto.
2. For trips of over 200 miles in any one calendar day, the employee may choose either of two options:
  - a. Use his/her own car and be reimbursed at the current IRS rate for the first 200 miles in any one calendar day, and 1/2 the current IRS rate for all miles over 200 in that same calendar day, or
  - b. May use a rental car obtained from a source designated by the conference and paid directly by the conference. The conference will pay all reasonable costs associated with the rental (gasoline, tolls, etc.). The employee will decline additional insurance which may be offered by the rental company.

Any exceptions to these practices must be approved in advance by the Conference Minister.