

First Universalist Board of Trustees

February 20th, 2014

Board Packet

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Date: February 9, 2014

To: First Universalist Board of Trustees

From: David Bach

Re: February 20, 2014 Meeting

Thank you all for the time, preparation and participation you brought to the State of the Church meeting. We learned a lot through the experience and we will have a chance to debrief the event at our meeting. I want to thank Lark for writing a report on the meeting for the March Liberal and to Pam for putting together a great "who to contact for what information" sheet that was posted on CyberCoffeeHouse.

We now need to direct our attention toward the Annual Meeting and tasks to be completed in preparation for this important congregational meeting. We will set dates for the budget review and annual meeting.

This will be the last meeting with Justin before his two-month sabbatical. Jen will join us to help with the transition. Please review carefully Justin's Report from the Senior Minister as it includes details on planning for a third service in 2015 and other important information.

Thanks for all the energy you bring to the work of the board. See you all on February 20.

First Universalist Church of Minneapolis
Board of Trustees Meeting
February 20, 2014
6:30 p.m. Cummins Room
Agenda

6:30 Call to Order

- Lighting of the Chalice
May this flame that burns before us light our way, informed by the wisdom of leaders gone before, and inspired by the trust that we have been given as stewards of this Church. May we have vision, compassion, and courage as we serve this congregation now and for the generations to come.
- Reading – Pam Vincent
- Check-in

6:50 Consent Agenda

- Approval of Minutes from January 16 meeting
- Approval of Resolution to establish checking account with Sunrise Bank

6:55 Items from the Senior Minister – Justin Schroeder

- Sabbatical plans
- Third service planning process

7:15 Items from Monitoring Schedule

- Attendance and Membership numbers and trends – Justin
- Staff and significant volunteer changes – Justin
- Second quarter financials - Paul
- Staff survey – Governance Committee

7:45 Committee Reports

- Governance Committee – Lark Weller and Cindy Marsh
 - Monitoring schedule for new GPH Policies – For Approval - Lark
 - Salary Guidelines to Use in Applying Compensation Principles – For Approval - Cindy
 - Board evaluation – for discussion - Cindy
- Finance Committee – Paul Robinson
 - Reserve policy
 - UUA dues

8:45 Items from the President – Dave Bach

- Check-in on Board Goals and activities
 - Debriefing and follow-up process from State of the Church Meeting
 - Annual meeting and budget meeting dates
 - Other follow-up communications
 - Communications with the congregation
 - Strategic Plan review
 - March 22 Working Session
 - Treats and readings the rest of the year
 - Racial justice journey as a board and as board members

9:15 Executive Session

9:30 Adjournment

January 2014 Board of Trustees Minutes

Present: Dan Berg, David Bach, ~~Lark Weller~~, Cindy Marsh, Paul Robinson, Dick Niemic, Karin Wille, Justin Schroeder, Jill Braithwaite

Others present: Victoria Schanen, First Universalist Foundation; Ginny McAninch, David Lauth, Nominating Committee; Bob Friedman, congregant

Chalice Lighting—words by Dan Berg

May this flame that burns before us light our way, informed by the wisdom of leaders gone before, and inspired by the trust that we have been given as stewards of this Church. May we have vision, compassion, and courage as we serve this congregation now and for the generations to come.

Opening Words- Cindy Marsh- “Beatitudes for Justice Builders”-Rev. Lindi Ramsden

Check Ins/reflections on opening words

Consent agenda: motion made and approved to accept consent agenda, with the addition of approval of minutes of special meeting in December, and resolution for reserve funding.

- **Approval of December minutes:**
- **Approval of minutes of special meeting of the board-**
 - **Action item:** motion made and carried to approve the minutes with the addition of the names of those present.
- **Approval of resolution for Sunrise Bank-** \$100,000 reserve

Items from the Senior Minister (refer to Senior Minister Report for details)

- **Growing Together Team-** see written report for details. Intention was to sample members of the congregation, a cross section of membership, regarding their impressions of Sunday morning. Interviews pulled out and reinforced messages already heard in strategic planning work. Possible third service: would put together a team 2014-15 church year, with one or two pilots, and then perhaps start church year 2015-16.
- **Fair Compensation Policy-**Justin (with Cindy Marsh) - see distribution. Goal was to establish a compensation/benefits system (already in revised GPH) used a variety of salary surveys. Diane was asked to annualize the salaries for comparison. Diane updated surveys to reflect 2013/14. Most base salaries were at or close to 55th percentile. Target for this year is to get to 85% of the midpoint. Some salaries are already above the 85% of midpoint mark. Recommendation made to restore salary cuts made last year, and that salary cuts should not be used to generate a balanced budget unless as a last resort. Questions were raised regarding review of benefits package- Cindy Marsh reported that this piece was not looked at. First U does pay 100% of employee health benefits (0 for dependents) as well as 10% pension contribution. Increased reflect that staff

has not had increases for a few years; and four employees are not currently at the target.

- **Action:** Motion to accept principles and process guidelines presented in document- (through middle of second page) - motion carried. Follow up: questions regarding benefits and target- committee to work with Diane to clarify in preparation for budgeting process and to provide clarity to the Board and Senior Minister to implement policy.
- **Racial Justice Training**
 - On-going for board members, looking at participation in racial justice training as one consideration when selecting future leaders.
- **Great gathering**
 - Planning well underway; event has been underwritten by several congregants to make event accessible to all. Several mini-gatherings will be available for sign ups at the event. Saturday, Feb 22.
- **Past Presidents Meeting**
 - Justin and Jen to meet with past presidents (1980 to present)- communication and alignment with key initiatives- seasoned leaders. Suggest having a scribe to capture some of the content or to record the conversation.

Update from First Universalist Foundation Board- Victoria Schanen

Goal this year was to shore up infrastructure by establishing three subcommittees: communications, faith in action liaison, and outreach. Three of the board members have been through the racial justice training or will participate in the spring round of training.

Communication: Fall grant recipients were announced in last month's Liberal. An additional article is being written for February Liberal. Letters of invitation were sent out- \$70,000 available for grants over the course of two cycles. 30 organizations responded. Victoria met with Diane, to communicate purpose and goals of Foundation- document prepared for staff. Foundation is also working on tri fold info board for Social Hall, which will feature on-going, up-to-date information about Foundation activities and grant making.

Letters of invitation for spring round will go Feb 3, with decision making in March

Outreach—will come into play once foundation follows up with grantees. Foundation wants to hear where congregants have energy, and where people are investing their time. Would like to open nominations to congregation for grant making- congregations to make nominations via Google form (form will contain the criteria) organizations to meet most of Foundation's criteria. Nomination leads need four co signers. Each congregant can participate in no more than two nominations- either as lead or co-signers. Nominations before Jan 28. Organizations nominated by congregants will be sent letters of invitation on Feb 3. Information will be distributed via CyberCoffee Hour, insert in bulletin, social media.

Check In First Universalist Nominating Committee – Ginny McAninch

Ginny provided an overview of the purpose and process of the Nominating Committee.

Nominating committee has renewed their intention to observe at board and foundation meetings. Members will take turns observing meetings. Emails sent in January to potential nominees/candidates, asking if they have interest now, or later. Elaine has been asked to keep potential leaders in mind when meeting with new or potential members. Suggest communication from Justin to participants about potential for leadership, and let Nominating committee know names. Nominations for PSD (Mid America region) awards have been part of Nominating Committee work but these awards are on hold this year due to re organization of districts.

Ginny asks that Trustees keep potential leaders in mind and send recommendations to the committee.

Items from Monitoring Schedule

- **Financial condition** - working toward monthly reports.
- **Membership and attendance report**- in board packet. Bringing in new database system during Justin's sabbatical. Some clean up of non-pledging members, regarding their intentions surrounding continuing membership.
- **Staff and significant volunteer changes** New admin assistant began Dec 30, reporting to Bree. Deb Rogers moving to Beacon Interfaith Collaborative, starting there Jan 21. Justin and Jen will be meeting with core Faith in Action leadership to help in assessing needs for this position.
- **Review physical plant for capital improvements** nothing imminent; looking at some coming roof repairs. Possibility of doing a reserve study.
- **RFP for audit/review** – review just recently done by MAPP. Recommendation is to do another review next year- recommendation to include in next fiscal budget. May need to plan ahead for full audit at some point in future.

Committee reports

- **Governance Committee** -Karin Wille- committee met this week- discussed exit interview questions which were shared with Justin. Discussed how to monitor changes to GPH made last month. Monitoring to be effective and efficient. Karin and Justin will have further conversation, and then the committee will bring recommendations to the board. Committee is beginning work on Senior Minister Evaluation. Committee had detailed conversation about surveys in general- congregational survey and volunteer surveys.
 - **Document management:** Decisions need to be made regarding document management, including sensitive/confidential information, as well as version control of changes to documents.
- **Finance Committee**- Paul Robinson

- Report on refinancing of the mortgage- attorney reviewed all documents, prior to closing on mortgage. Line of credit for this year, which will convert to a mortgage. 12 month timeframe to use this money.
- Reserve policy- report for next month
- UUA dues/Mid America region dues will be reviewed next month
- Divesting from fossil fuels- will be discussed at next FMT
- Discussed feasibility of three year budget- working with Diane for possibility next year.

Items from the President-Dave Bach

- **Check in on Board Goals**
 - Jill and David will review strategic plan, to ensure accountability/flexibility
- **Communications with congregation-**
 - **recent conversations**
 - Cindy reports very positive conversation at recent circle supper; various email conversations regarding faith in action director- some thoughtful views communicated regarding needs for this position- summary sent to Justin and Jen regarding themes being heard.
 - Pam had good conversations with new members at the luncheon
 - Dan had conversations regarding Sunday service- not working for some people- regarding the perceived dependence on Christian sources.
 - Karin- three conversations that turned out to be about Sunday mornings- all women, all fairly long-term members. Services feel too mega-church- too professional. Missing lay leadership in Sunday services. Not finding Sunday service as personally engaging as it used to be. Like worship associates, but would like to see expanded role (beyond call to worship) Would like to see member musician participation, more connection with the board. One conversation about new building use policy (AUW)-
 - Jill- people looking for deepening spiritual life, and finding it here; also social justice opportunities.
 - Dave: lack of member musician involvement. But, some people finding sense of unity about the service- leading to sense of spiritual connection.
 - Draft of communication to congregation- for Sunday Jan 26 inserts. Suggested revision to one sentence- “variety of voices” rather than calling out “old and new members”
 - Structure for Feb 2 meeting with congregation

- Brief presentation from both Justin and David- summarizing sermon message and Board communication insert.
- Written question cards- sorted by topic? Sort by Board and staff responsibility
 - Cards to include congregants contact information for follow up
- **Follow up on Jan 11 Working Session- Racial Justice**
 - Reflections from board members on their experience
 - What can board do to integrate this into our work on a regular basis?
 - Each board member tell racial justice journey?- add to agenda to try

Moved to executive session at 9:37 pm

Return to regular session at 9:51


Adjourned at 9:52

Pam Vincent will do opening words and treats for February meeting, in Karin's absence

Sr. Minister Report for the Board of Trustees, Feb. 20, 2014

Inform/ Consult/ Approve	Item	Relevant Policy and Comments
Approve/ Consult	Interpretation of “Competitive Compensation” Policy	Approve final guidelines that the Governance Committee and Director of Operations did to guide compensation for 2014-2015 budget.
Inform/ Update	Sabbatical	I will be away on Sabbatical during March and April. Jen and I and the staff are working on the final details of sabbatical coverage; I'll have more information to share at the Board meeting.
Inform/ Update	Staff and Significant Volunteer Changes	There are no significant updates to report.
Inform/ Update	Pledge Drive	The Pledge Drive will be from February 23 through March 23.
Inform	Website Update	We are still on track to have a new and updated website by the end of February. The new site will have essential information about the church and ministry and over the following months, additional pages will be created.
Inform/ update	Meeting with Past Presidents of the Congregation (from 1980- current)	On Monday, Feb 3, 2014, Jen Crow and I met with the past presidents of the congregation. This was part of the larger “State of the Church” process, but much more than that. This group of leaders shared insights and experiences from their time of leadership. This conversation was incredibly helpful for Jen and I to hear. Both David Bach and Karin Wille were at this meeting as well.
Inform	Update on Circles	Circle Statistics for Winter 2014 (directly linked to key elements of the Strategic Plan: 3.2 Build on and expand the definition of small group experiences. 3.2.1 Continue to develop and support small groups based on interests, life stages, spiritual practices, and common affinities both inside and outside the formal activities of the church.

		<p>3.2.2 Aim for 100% connection in a smaller community.)</p> <p>12 Year long community circles - 79 participants</p> <p>10 Winter 6-session circles - 76 participants</p> <p>9 Spiritual Deepening circles - 70 participants (includes 4 Racial Justice Spiritual Deepening Circles)</p> <p>2 Newcomer circles - 15 participants (so far -- the April group will continue to fill)</p> <p>5 Wellspring groups - 50 participants</p> <p>Total of folks in circles, not counting facilitators - 240 participants (plus an additional 50 people in Wellspring)</p> <p>Total Facilitators (including 2 Care Circles): 47</p> <p>Total Circles (including 2 Care Circles): 40</p> <p>Total people in Circle ministries this fall (not counting Care Circles): 337 (includes Wellspring folks)</p> <p>If we include our Care Circle folks, we can assume that we have approximately 350 people participating in circles this winter!</p>
Inform	Management Team and Staff continuing to work with Donna DiMenna	<p>On January 22, we had a staff retreat, facilitated by Donna DiMenna. Prior to the staff retreat, Donna interviewed a number of staff to surface common themes to address at the retreat. Common themes were around compensation, workload, struggling with the feeling of having multiple “bosses,” (i.e., navigating congregant requests, vs. actual directives from your supervisor), and more. We continue to meet regularly with Donna DiMenna, and are beginning to address some of the actionable items that emerged from the staff retreat.</p>
Inform	The Great Gathering	<p>The Great Gathering is planned for February 22, 2014, 6-10 p.m. Tickets are \$30, and include food, two drinks, dancing, and more. Childcare will be offered from 6-9 p.m. People are invited to pay what they can, and we have free tickets as well, so the event is accessible to all. I hope Board members will attend. We have over 50 mini great gatherings that people will</p>

		<p>be able to sign up for at the “Great Gathering” itself.</p> <p>As I’ve previously stated, this is a big experiment we’re trying this year. Although different from the auction, this is still a <i>significant</i> amount of work staff. While there is lay leader support and energy, we’re discovering that much like with the auction, a tremendous amount of the work ultimately ends up with staff.</p> <p>Diane Gavere and I have been in conversation about this, and we’ve both concluded that events like this are difficult for staff. Thus, it is my recommendation that for 2014-2015 we do not budget for an auction or a “Great Gathering” event. If a congregant team wants to take it on, wonderful, but given competing demands on staff time, I do not believe staff can or should own this in 2014-2015.</p>
<p>Inform</p>	<p>House that Love Built</p>	<p>On February 2, we presented Habitat for Humanity with a check for \$115,000 for the “House that Love Built Project!” Soon, we’ll start building this house!</p> 
<p>Inform</p>	<p>Racial Justice Journey, and Updates</p>	<p>We have a final 90 minute workshop that will be offered by Heather Hackman on Sunday, Feb 23, 2014, at 1pm.</p> <p>The Train the Trainers Workshop is happening on January 25, February 8, and March 1, 2014, from 8:30 to 4:30. We have 14 members who have agreed to be Trainers. I am among those being trained.</p>

		<p>We'll be offering the second round of Racial Justice Training with Heather Hackman on March 8, April 12, and May 3, 2014, from 8:30 to 4:30. We have 45 people signed up for this training, including staff, Board members, and lay leaders.</p> <p>Thanks to our Racial Justice Leadership Team (Polly Talen and Richard Spratt), we had a very powerful Dr. Martin Luther King, Jr. Sunday worship experience (http://firstuniv.podbean.com/2014/01/24/2014-jan-19-tell-the-story-to-hear-the-story-by-justin-schroeder/)</p> <p>On February 2, 2014, I preached about race, racism, and whiteness, as it related to Richard Sherman of the Seattle Seahawks and his postgame interview after the Seahawks beat the 49ers to make it to the Superbowl. Here's that sermon: http://firstuniv.podbean.com/2014/02/03/2014-feb-2-daring-greatly-by-justin-schroeder/. This sermon was very well received and gave our racial justice journey some context, depth, and meaning (I believe this sermon helped us move from the rather abstract ideas of race, racism, and whiteness to a very concrete example that I spend the entire sermon unpacking.)</p>
Inform	Tentative Third Service Timeline	Based on the Strategic Plan, and the work that the Growing Together Discovery Team just did, we are looking at a launch date of fall 2015 for a third worship service. (This 3 rd service will be deeply shaped by the Strategic Plan, the Mission Possible Work, and the Growing Together Discovery Team's work.) See the document below for the rough timeline.

3rd Service Launch, Fall 2015, Tentative Timeline

Date	Point Person	Project/Task
By Jan, 2014	Justin	Share "Growing Together Discovery Team" report with staff and Board
By May, 2014	Justin	Get staff feedback on top three choices for a third service (day and time; consider when Circles,

		families, music, etc.)
May, 2014	David Bach, Board	Consider adding a survey question to the annual survey: "If we were going to add a third worship service, which time would you attend?" (list choices)
June, July, August, 2014 Liberals	Justin/Ruth	Invite congregants to apply for the "3 rd Service Launch Team" Deadline of August 15? Explain the role of the team, the process, etc. (Tentative timeline: start monthly 3 rd services "experiments" in March and run through June, 2015; then in early September, 2015, launch 3 rd service.)
August 15, 2014	Justin/Ruth	Assemble "3 rd Service Launch Team." (Who will also attend this service.)
Aug 15, 2014	Justin/Ruth	Article for September Liberal announcing "3 rd Service Launch Team" and timeline for the launch.
Sept 20, 2014 End of September, 2014	Liberal article Justin/Ruth	Update on 3 rd Service in Liberal. Hold first 3 rd Service Launch Team" meeting.
Oct 2014	Justin	Monthly team meeting; report out for Liberal
By end of Oct, 2014	Terri Burnor	Start Online Broadcasting experiment, with goal of getting it up and running by end of November
Nov, Dec, Jan, Feb 2014	Justin	Monthly 3 rd service team meeting; report out for Liberal (cont. monthly meetings.)
Jan, Feb, March, 2015	Justin/Ruth	Begin to assemble music (groups, teams, bands) for third service.
Feb, March, 2015	Justin/Ruth	Write grant to UU Funding Panel, to help fund 3 rd service. Deadline of March 15, 2015. Build 3 rd service costs into Budget for '15-'16.
March, 2015	Justin/Ruth	Start 3 rd service Learning/Experiment (Hold an

		<p>actual service during the month of March). Link with Day of Action/Day of service?</p> <p>Massive communication efforts about 3rd service, online, etc.</p>
April, 2015	Justin/Ruth	<p>Hold actual 3rd service in April.</p> <p>Massive communication efforts about 3rd service, online, etc.</p>
May, 2015	Justin/Ruth	<p>Hold actually 3rd service in May (still in experimental mode).</p> <p>Massive communication efforts about 3rd service, online, etc.</p>
June, 2015	Justin/Ruth	<p>3rd service – cont. the experiment</p> <p>Massive communication efforts about 3rd service</p>
September, 2015	Justin/Ruth/Worship Team	<p>Launch weekly 3rd service...</p>

January Attendance

	2014				2013		
	9:30 AM	11:15 AM			9:30 AM	11:15 AM	
Adults							
1st Week	127	157	284		289	409	698
2nd Week	271	292	563		290	356	646
3rd Week	328	308	636		297	363	660
4th Week	291	318	609		273	282	555
5th Week							
Monthly Total	1017	1075	2092		1149	1410	2559
Avg for January	254.25	268.75	523.00		287.25	352.50	639.75
Church School							
1st Week	89	85	174				
2nd Week	176	148	324				
3rd Week	117	99	216				
4th Week	178	150	328				
5th Week							
Monthly Total	560	482	1042				
Avg for January	140.00	120.50	260.50				
	-	-	-		-	-	-
Combined Avg	394.25	389.25	783.50				

**First Universalist Church
January, 2014 Statistical Report
February 20, 2014**

MEMORIAL SERVICES: 0

MARRIAGES/SERVICES OF COMMITMENT: 0

MEMBERS FOR APPROVAL: 6

Pat Vincent, Minneapolis
Elaina Buzzell, Minneapolis
Ginger and Emily Brown Murphrey, Minneapolis
Jane Gibson, Minnetonka
Kris Hoffwomyn, Minneapolis

MEMBERS REINSTATED: 0

MEMBERS FOR REMOVAL: 5

Justin Bernacki – moved away
Katherine Blauvelt – moved away
Elizabeth Brown – moved away
Kim Roden and Jerald Moja have joined the UU church in Sarasota, FL

CHILDREN DEDICATED: 0

	To Date	End of Year Totals			
	2013-2014	2012-2013	2011-2012	2010-11	2009-10
MEMBERS					
(Fiscal Year)	17	110	76	98	75
TOTAL MEMBERS:	1032	1030	953	927	849

TOTAL MEMBERS AS OF THE LAST MEETING: 1032

To be added: 6

To be removed: 5

TOTAL MEMBERS: 1033

First Universalist Church of Minneapolis
Board of Trustees Goals
2013-2014

Overarching Goals

- Begin an initiative to define, understand and live into excellence in leadership as a policy governance board
- Conduct a comprehensive review of the Strategic Plan
- Develop and implement a strong Communication Plan with the Congregation and other major stakeholders
- Develop and implement a strong Linkage Program with the Congregation (opportunities to listen closely to needs and aspirations)
- Determine the appropriate linkage and contribution level to the UUA and the Mid-America Region (formerly Prairie Star District)
- Become an intentional Community Circle as a Board, including developing and engaging in a regular spiritual practice

Finance Committee Goals:

- Develop a financial reserve policy
- Develop strategies for capital improvements
- Refinance mortgage
- Review the cost/benefit of the frequency of financial monitoring for staff and board

Governance Committee Goals:

- Review GPH non-financial policies and make recommendations to the Board
- Evaluate implementation of monitoring schedule for timeliness and efficiency
- Develop and implement a strong board evaluation process
- Evaluate HR systems to determine policies required for appropriate monitoring including exit interview process
 - Determine responsibility for oversight of policies (GC/Personnel sub-committee of GC/separate Personnel Committee)
- Review letter of agreement for Senior Minister and other ministerial contracts
- Standardize the process for Senior Minister evaluation
- Resolve 5.6 policy issue: Compensation and Benefits, and recommend a resolution to the Board

CORPORATE AUTHORIZATION RESOLUTION

Sunrise Banks, N.A
 200 University Ave West
 St. Paul Minnesota 55103

By: First Universalist Church of Minneapolis

3400 Dupont Ave. S
 Minneapolis, MN 55408

Referred to in this document as "Financial Institution"

Referred to in this document as "Corporation"

I, Pam Vincent, certify that I am Secretary (clerk) of the above named corporation organized under the laws of Minnesota, Federal Employer I.D. Number 41-0696900, engaged in business under the trade name of First Universalist Church of Minneapolis, and that the resolutions on this document are a correct copy of the resolutions adopted at a meeting of the Board of Directors of the Corporation duly and properly called and held on 02/13/2014 (date). These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

AGENTS Any Agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature	Facsimile Signature (if used)
A. <u>Diane Frances Gavere</u>	X _____	X _____
B. <u>Paul Robinson</u>	X _____	X _____
C. <u>Justin Schroeder</u>	X _____	X _____
D. <u>Jennifer Crow</u>	X _____	X _____
E. _____	X _____	X _____
F. _____	X _____	X _____

POWERS GRANTED (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power. Following each power indicate the number of Agent signatures required to exercise the power.)

Indicate A, B, C, D, E, and/or F	Description of Power	Indicate number of signatures required
_____	(1) Exercise all of the powers listed in this resolution.	_____
<u>A,B,C,D</u>	(2) Open any deposit or share account(s) in the name of the Corporation.	<u>one (1)</u>
<u>A,B,C,D</u>	(3) Endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution.	<u>one (1)</u>
_____	(4) Borrow money on behalf and in the name of the Corporation, sign, execute and deliver promissory notes or other evidences of indebtedness.	_____
_____	(5) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by the Corporation as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.	_____
_____	(6) Enter into a written lease for the purpose of renting, maintaining, accessing and terminating a Safe Deposit Box in this Financial Institution.	_____
_____	(7) Other _____	_____

LIMITATIONS ON POWERS The following are the Corporation's express limitations on the powers granted under this resolution.

EFFECT ON PREVIOUS RESOLUTIONS This resolution supersedes resolution dated _____. If not completed, all resolutions remain in effect.

CERTIFICATION OF AUTHORITY
 I further certify that the Board of Directors of the Corporation has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the resolutions on page 2 and to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

If checked, the Corporation is a non-profit corporation. In Witness Whereof, I have subscribed my name to this document and affixed the seal of the Corporation on 02/13/2014 (date).

Attest by One Other Officer _____ Secretary _____

RESOLUTIONS

The Corporation named on this resolution resolves that,

- (1) The Financial Institution is designated as a depository for the funds of the Corporation and to provide other financial accommodations indicated in this resolution.
- (2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Financial Institution. Any and all prior resolutions adopted by the Board of Directors of the Corporation and certified to the Financial Institution as governing the operation of this corporation's account(s), are in full force and effect, until the Financial Institution receives and acknowledges an express written notice of its revocation, modification or replacement. Any revocation, modification or replacement of a resolution must be accompanied by documentation, satisfactory to the Financial Institution, establishing the authority for the changes.
- (3) The signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Corporation. Any Agent, so long as they act in a representative capacity as an Agent of the Corporation, is authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated on page one, from time to time with the Financial Institution, subject to any restrictions on this resolution or otherwise agreed to in writing.
- (4) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of the Corporation with the Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.
- (5) The Corporation agrees to the terms and conditions of any account agreement, properly opened by any Agent of the Corporation. The Corporation authorizes the Financial Institution, at any time, to charge the Corporation for all checks, drafts, or other orders, for the payment of money, that are drawn on the Financial Institution, so long as they contain the required number of signatures for this purpose.
- (6) The Corporation acknowledges and agrees that the Financial Institution may furnish at its discretion automated access devices to Agents of the Corporation to facilitate those powers authorized by this resolution or other resolutions in effect at the time of issuance. The term "automated access device" includes, but is not limited to, credit cards, automated teller machines (ATM), and debit cards.
- (7) The Corporation acknowledges and agrees that the Financial Institution may rely on alternative signature and verification codes issued to or obtained from the Agent named on this resolution. The term "alternative signature and verification codes" includes, but is not limited to, facsimile signatures on file with the Financial Institution, personal identification numbers (PIN), and digital signatures. If a facsimile signature specimen has been provided on this resolution, (or that are filed separately by the Corporation with the Financial Institution from time to time) the Financial Institution is authorized to treat the facsimile signature as the signature of the Agent(s) regardless of by whom or by what means the facsimile signature may have been affixed so long as it resembles the facsimile signature specimen on file. The Corporation authorizes each Agent to have custody of the Corporation's private key used to create a digital signature and to request issuance of a certificate listing the corresponding public key. The Financial Institution shall have no responsibility or liability for unauthorized use of alternative signature and verification codes unless otherwise agreed in writing.

Pennsylvania. The designation of an Agent does not create a power of attorney; therefore, Agents are not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code) unless the agency was created by a separate power of attorney. Any provision that assigns Financial Institution rights to act on behalf of any person or entity is not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code).

FOR FINANCIAL INSTITUTION USE ONLY

Acknowledged and received on 02/13/2014 (date) by 350 (initials) This resolution is superseded by resolution dated _____.

Comments: