

First Universalist Board of Trustees

January 16th, 2014

Board Packet

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Date: January 7, 2014

To: First Universalist Board of Trustees

From: David Bach

Re: January 16, 2014 Meeting

We have some very important communications and linkages with the congregation happening in January that I have been looking forward to for some time. Dick Niemiec and I will be sharing with you before the board meeting and separate from the Board Packet a draft State of the Church document for your approval that will be inserted into the bulletin for the January 26 services. Justin's sermon that day will be his State of the Church. A week later, February 2, after the second service at 12:45 p.m., we will hold a State of the Church meeting with the congregation. This will be an opportunity for our church community to take a careful look at where we are in comparison to what we set out to accomplish through our Strategic Plan and Visionary Goals and have some important conversations of how we will continue to grow and live out our mission.

Our meeting on January 16 will include reports from the First Universalist Foundation that had a very productive fall of grant making, and our Nominating Committee as it gears up to fill important positions in our church's leadership.

This will all be preceded by our Working Session on Racial Justice with Heather Hackman on January 11 as we deepen our understanding of this important work. We will use part of our meeting on January 16 to reflect on what this all means for us as trustees of this church and look at our role in helping move our whole congregation to a greater understanding and engagement in this important work.

It is such a pleasure to work with all of you to lead the church we love. I look forward to our busy January together. Please let me know if you have any questions about the agenda and Board Packet.

First Universalist Church of Minneapolis
Board of Trustees Meeting
January 16, 2014
6:30 p.m. Cummins Room

Agenda

6:30 Call to Order

- Lighting of the Chalice and Reading
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.
- Check-in

6:50 Consent Agenda

- Approval of Minutes from December 19 meeting
- Approval of resolution for the Sunrise Bank account for our \$100,000 reserve

6:55 Items from the Senior Minister – Justin Schroeder

- Growing Together Discovery Team Report
- Fair Compensation Policy – For discussion and approval
- Racial Justice Training and board and foundation board membership
- Great Gathering
- Presidents Meeting

7:30 Update from the First Universalist Foundation Board – Victoria Shannon

7:45 Check-in with the First Universalist Nominating Committee – Ginny McAninch

8:00 Items from Monitoring Schedule

- Financial condition
- Attendance and Membership numbers – Justin
- Staff and significant volunteer changes – Justin
- Review physical plant for capital improvements – Paul
- RFP for audit/review – Paul

8:30 Committee Reports

- Governance Committee – Karin Wille
- Finance Committee – Paul Robinson
 - Report on refinancing of the mortgage

9:00 Items from the President – Dave Bach

- Check-in on Board Goals
 - Communications with the congregation
 - State of the Church Meeting
- Follow-up on the Working Session on racial justice

9:20 Executive Session

9:30 Adjournment

December 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: Kristin Sigismund, representative from the Foundation, Doug Smalley

Chalice Lighting—words by Dan Berg

Opening Words- Dick Niemic—Laila Ibrahim, UU World

Check Ins/reflections on opening words

Consent agenda:

- **Approval of November minutes:**
- **Approval of ministerial sponsorship for Kim Banz**
- **Approval of housing allowance for Rev. Ruth MacKenzie**
 - **Action: approved**

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

- **Building use policy** will go into effect April 1. Reference to Group E should be Group D
- **Growing Together Team**- see written report. Some interesting themes emerging. Survey sample was small, but by design. Interview outcomes will be paired with other information. Full report to come.
- **Website update**-work in progress, with Heidi leading effort.
- **Great gathering**- Sara Smalley is co-chairing instead of Bette DeMars., working with professional event planner. Significant financial contributions have already been made.

Items from Monitoring Schedule

- **Financial condition**- moved to January
- **Membership and attendance report**- Justin. No membership numbers in packet. Will provide in Jan
- **Staff and significant volunteer changes**- New Office and Events manager hired. Administrative Assistant has been hired and will start Dec 30. Great Gathering team: Sara Smalley co chairing, Jill Braithwaite also on the team.
- **Visionary Goals Ends Outcomes**

Committee reports

- **Governance Committee** -Karin Wille. Approval of changes to GPH HR Policy: see attachment in board packet for proposed revisions.
 - **Action:** motion made and seconded for approval. Discussion ensued; specifically around exit interviews not being done by Board. Justin stated his position is centered in clarity of roles, which lives in staff bucket to administer exit interviews, except as noted in the GPH where staff may request an exit interview with BOT. **Motion approved.**
- **Discussion of maintaining GPH**
 - **Finance Committee**- Paul Robinson-

- **Fiscal Year end**-Paul provided more background to items in board packet in his report.
- **MAP review of financials**
Review generally positive; complimentary about staff, current state of books. Refer to materials included in board packet for details.

Items from the President-Dave Bach

- **Check in on Board Goals**
 - Congregation communications and linkage: mid-year opportunity for 'state of the congregation'- provides good springboard for canvass. Perhaps provide 2 page document to congregation listing highlights, followed by 'town hall' meeting.- Target first Sunday in February for town hall. Sermon on Jan 26 will be state of the church. Dave Bach and Dick Niemic will work together to craft a document, with financial input from Paul Robinson.
- **January 11 work session**- Racial Justice with Heather Hackman. Dave Bach will confirm place. 8 am.

Moved to executive session at 8:35 pm

Return to regular session at 9:43.

Adjourned at 9:43 pm

Sr. Minister Report for the Board of Trustees, Jan. 16, 2014

Inform/ Consult/ Approve	Item	Relevant Policy and Comments
Inform	Growing Together Discovery Team Report (note: the Growing Together Discovery Team was the team tasked with interviewing congregants to discover how they were experiencing Sunday mornings)	<p>This team had its final meeting on Dec 10 to distill down themes from the ten 45 minute interviews we did with congregants in the past two months. We interviewed a cross section of congregants, in order to capture feedback and perspectives from as many voices as possible. The interview itself was very wide open: “Tell us about your Sunday morning experience at First Universalist.” Follow up questions drew out additional reflections on interviewee’s experience in the social hall, in the RE classrooms, in the service, with parking, etc.</p> <p>The themes that we distill down, in addition to the initiatives and directives captured in the Strategic Plan as well as themes from the Mission Possible (Mission Statement) work, will help us think about how to best address the growth we’re experiencing.</p> <p>Matt Keller, Claire Tralle, Brian Eshult, Barry Johnson, and Justin Schroeder were the core members of this team. Deborah Talen served on this team for several months. (Please see attached report at the end of the Sr. Minister report.)</p>
Inform	Pledging and Membership Information Requested by the Board	<p>Current pledging units: 655 pledging households</p> <p>Pledging units that are members: 544 pledging households</p> <p>Current active members of the Church: 721 Active Member Households</p> <p>Based on the way CMS reports things, we’re in the process of cross referencing and double checking these numbers. I should have additional information at the Board meeting. NOTE: It’s been over two years since we cleaned up the membership roles. I suspect that clean up will change things.</p>

Approve/ Consult	Interpretation of “Fair Compensation” Policy	This document will be send separately by email, on Monday, Jan. 13 th . Diane and I are sharing a final draft with Cindy Marsh and Karin Wille, members of the governance committee. After they share their feedback, we’ll send this out to the Board.
Inform	Website Update	By the end of February, we are planning to have a new and updated website up and running. The new site will have essential information about the church and ministry and over the following months, additional updates will be made.
Inform	Scheduled meeting with Past Presidents (from 1980- current)	On Monday, Feb 3, 2014, Jen Crow and I will be meeting with the past presidents of the congregation. This is part of the larger “State of the Church” process, but also more than that. It will be a time to recognize and acknowledge the leadership of the past presidents of the church, to say “thank you,” and to update these former leaders on the “state of the church,” and to invite their reflections/observations/wisdom.
Inform	Management Team and Staff continuing to work with Donna DiMenna	The Management Team continues to meet regularly with Donna DiMenna, our Executive Coach. On January 22, we are having a staff retreat, facilitated by Donna.
Inform	The Great Gathering	The Great Gathering is planned for February 22, 2014, 6-10 p.m. Sara Smalley and Molly Darsow are co-chairing this event. Event planner, Kristi Hamilton, continues to work with this planning team.
Inform	Search for an Office/Events Manager and Administrative Assistant (Staff and Significant Volunteer Changes)	<p>We have brought on an Administrative Assistant, Kyoung Choon (K.C.) Bogdan, who began on Dec 30. We are pleased that we have a solid administrative team in place.</p> <p>It is with sadness for us and excitement for her that we announce that Debra Rodgers, our Director of Faith in Action for the last 10 years, is leaving us to take on the position of Congregational Partnership Organizer at Beacon Interfaith Collaborative (http://www.beaconinterfaith.org/). She will start there full time on January 21st. We are so grateful for the many gifts that Deb has offered our community.</p> <p>We are intentionally and thoughtfully assessing what this position might look like moving forward. We will be</p>

		engaging congregants as we move into this discernment process.
Inform	House that Love Built	We raised over \$100,000 for the “House that Love Built Project!” In the spring, we will break ground on this home and we anticipate a high level of involvement from the entire congregation. Additionally, we will be working with Habitat for Humanity and other organizations as we lobby around affordable housing.
Inform	Racial Justice Workshops and Training Updates	<p>We’ve added two additional 90 minute workshops with Heather Hackman. These will be offered on Sunday, Jan 26, and 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 12 members who have agreed to be Trainers. Their primary focus of the trainers will be on offering Racial Justice training to individuals who are on the Pathway to membership in the church, as well as new staff and Board members.</p> <p>Finally, 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>
Consult	Request for the Nominating Committee to consider applicants who have received the racial justice training with Dr. Heather Hackman	Given the centrality of our racial justice work, I respectfully request that the Board instruct the Nominating Committee to prioritize applicants for the Board and the Foundation that have taken (or will take) Dr. Heather Hackman’s three day racial justice training. While this can’t be the only consideration for these leadership roles, it is important that Board and Foundation members have a shared understanding and language around race, racism, and whiteness, and can act and lead within a racial justice framework. (The Racial Justice Leadership Team meets on January 14;

		a more formal request from the Racial Justice Leadership Team will be forthcoming.)
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January 7, 2013

To: First Universalist Board

Fr: Growing Together Planning Committee; Matt Keller, Claire Tralle, Barry Johnson, Brian Eschult, Rev. Justin Schroeder

Re: Executive Summary of Growing Together Purpose and Findings

This document summarizes the purpose and findings of the First Universalist Growing Together Planning Committee. We believe the work of this committee will become an important source of information to use as First Universalist continues to grow over the next few years.

Purpose of Growing Together Planning Committee:

To better understand how First Universalist can create the most meaningful Sunday morning experience for its members especially in light of its growth.

Research Method Used:

We used a design research method developed at Stanford University that focuses on in-depth interviews with a small sampling of individuals representing a cross-section of First Universalist congregation. These interviews were recorded and then analyzed by the committee. We spent considerable time reviewing these interviews looking for perspectives, surprises and insights. These findings were then grouped into unifying themes. (See attached for the interview questions and the members of the congregation interviewed.)

Summary of Findings:

We categorized the committee's findings into 3 main themes and 3 supporting or secondary themes. Woven into these themes is one unifying motif—**Connectedness**. We found that, either stated or unstated, the interviewees expressed the feeling of being connected at First Universalist or the need to feel more connected at First Universalist. For all of these themes, we discovered that First Universalist has the opportunity and challenge to expand on what it already does well, as well as to build new ways to create a more meaningful Sunday morning experience for its members.

1) Personal Connection

Our interviews revealed that members feel, as well as desire to feel, connected to others at First Universalist. The sense of community is strengthened through our use of worship associates sharing personal stories, as well as being greeted as one enters church and the Social Hall. All of these “touch points” create the opportunity for one to feel part of First Universalist. There was also an expressed need to help members feel and become more connected. There is an opportunity to reach out to segments of the congregation in a more deliberate way. For example, members in their 20’s with no children need more entry points for them to connect with others. The Social Hall, though welcoming, can be intimidating for members who don’t currently have a group they connect with. First Universalist will have an ongoing need to continue to reach out to its members in innovative and specific ways so all may experience a personal connection.

2) Spiritual Connection

An important theme that emerged was that of being spiritually connected at church. This connectedness is achieved in many ways—through emotion, intellect, reflection, spiritual reflection, and recharging. All combine to create an *energy* that transcends the individual and elevates the personal experience into something larger than itself. In our interviews, we gathered a few quotes that seem appropriate for this theme:

“Attentive quiet”

“Inspiring and making you dig deep”

“Love the feeling of real purpose”

“Magical combinations of thought provoking and touching yourself”

First Universalist needs to continue and expand its multi-dimensional approach in providing a spiritual connection. We need to foster a church that recognizes there are many ways to a spiritual experience.

3) Religious Education and the Child’s Experience

A strength at First Universalist is its religious education program. The RE Program creates a shared experience for child and parent and with parents to each other. This experience deepens the connection for those involved. The RE program offers a variety of ways to connect such as camping, overnights and community outreach programs. Having children chalice lighters also helps connect the RE program to the adults in the service. The RE program also gives parents a chance to re-charge. First Universalist needs to continue the success of religious education by

challenging itself to continue to communicate with the larger congregation about what is going on in the program and to involve a wider range of the congregation in its program.

Supporting Themes

1) Music

The music at First Universalist is a central part of the experience and garnered many mentions in our interviews. Some of the comments included expanding the songs we sing (avoid repetition in the selection), a more diverse musical repertoire, and involving more congregants in the music program

2) Social Justice and Social Action

“We are built around what we believe in”

The social action emphasis at First Universalist helps in connecting its members to each other and to the greater community. Our beliefs and values are manifested in the types of social action we participate in. We need to continue to grow this strength at First Universalist

3) Logistics

Sprinkled throughout our interviews were comments on ways to improve the logistics of getting to church and getting around in church. Of no surprise was the parking challenges we experience. Creating clearer signs in the church of where things are located and how to sign up for activities was also mentioned. Careful attention should be paid to how the logistics help or hinder the Sunday morning experience. The Social Hall was described as “awkward,” “hit or miss,” and challenging.

Conclusion

The Growing Together Planning Committee felt that this project was a useful and personally beneficial experience. The religious, personal, and spiritual **connectedness** we all desire and feel to varying degrees at First Universalist is one that we cannot afford to lose sight of as we expand in size. Additionally, there may be some logistics adjustments we can make immediately that will help facilitate better “connectedness.”

Growing Together Discovery Team Sept 17, 2013

The motivation behind our interviews:

How might First Universalist create the most meaningful Sunday morning experience?

Context of our questions to share with interviewees:

First Universalist has experienced significant growth in the past few years. We're seeking to understand, in the context of growth, how you are experiencing Sunday mornings.

Field Questions:

We are looking for the personal experience of the individual not their opinion of how it should be. Always bring them back to their unique experience.

- 1) Describe your typical Sunday morning experience at First Universalist. Take me through your morning.
 - a. Tell me more
 - b. Really, what do you mean
 - c. Silence
 - d. And then what happened
- 2) Tell me more about:
 - a. The physical space of the Church
 - b. Parking
 - c. The parts of the Service
 - d. Fellowship after/before the Service
- 3) Describe your best Sunday morning experience at First Universalist.
- 4) Describe your worst Sunday morning experience at First Universalist.
- 5) Tell me about what motivates you to come to First Universalist.
- 6) Describe your ideal Sunday morning experience at First Universalist.

Thank them for their time and that we will be sharing more on this theme in the Spring.

All interviews should be voice recorded and we will transcribe them.

Interviewee Schedule

Here are the assigned individuals or types of individuals we will be interviewing:

Brian - Jan Colliton, a First Step person (talk with Elaine to explain team and process)

Richard Spratt, new member, member of Racial Justice Leadership Team

Matt – Jessy Hennesy, RE teacher (new member, no kids).

Matt Kesl (RE Teacher, young kids)

Claire- Lou Quast, long-time active member, kids graduated through the RE program, active in church choir.

Catherine Burnett, long-time member, who has come back after being absent for some years, one child in college, the other currently in high school and not engaged in RE.

Barry - Tony and Sarah Meysenberg (3 kids)

December Attendance

	2013			2012		
	9:30 AM	11:15 AM		9:30 AM	11:15 AM	
Adults						
1st Week	297	304	601	352	280	632
2nd Week	271	276	547	177	176	353
3rd Week	310	392	702	310	311	621
4th Week	274	274	548	343	406	749
5th Week	108	168	276	234	166	400
Christmas Eve Services	9:30 PM			4:00 PM	11:00 PM	
	162		162			0
Monthly Total	1260	1414	2674.00	1416	1339	2755.00
Avg for December	252.00	282.80	534.80	283.20	267.80	551.00
Church School						
1st Week	22	12	34			0
2nd Week	183	151	334			0
3rd Week	155	153	308			0
4th Week	26	12	38			0
5th Week	25	17	42			0
Monthly Total	411	345	756	0	0	0
Avg for December	82.20	69.00	151.20	0.00	0.00	0.00

*The 1st, 4th and 5th weeks of December were Multigenerational Services, so RE numbers are low due to this.

**Attendance numbers from pageants are not included.

**First Universalist Church
December 2013 Statistical Report
January 16, 2014**

MEMORIAL SERVICES:

Eugene Mainville, father of Candace Mainville – Dec. 5 – Rev. Jen Crow

MARRIAGES/SERVICES OF COMMITMENT:

MEMBERS FOR APPROVAL: 0

MEMBERS REINSTATED: 0

MEMBERS FOR REMOVAL: 4

Allyse Knox – Moved to Seattle, WA

Teddy Copley – moved away

Jill Oliveri – dropped membership

Jean Roberts - deceased

CHILDREN DEDICATED: 0

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

TOTAL MEMBERS AS OF THE LAST MEETING: 1036

To be added: 0

To be removed: 4

TOTAL MEMBERS: 1032

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, Pamela 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 12/22/2013 (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 any previous. 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 12/22/2013 (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 12/04/2013 (date) by 340 (initials) This resolution is superseded by resolution dated _____.

Comments: