

Present: Ed McLean, chair
Don Derrah, Donna Chapman, Murray Kohler, Vladimir Kralik, Lola Mather-Dyer,
Wayne Melnechuk, Bob McCarty, Debra Nicholson-Elwell, Heather Rumball, Heather
Rumble Peterson, Elaine Poproski, Richard Root, Steve Sparks

Staff: Tim McCoy, Miranda Queh, Melody Currier

Regrets: Ed Carruthers, Narry Santos

1. Opening Devotion and Prayer

Elaine Poproski opened with a devotion and prayer.

2. Consent Agenda

2.1 Approval of Agenda

Ed McLean reviewed the agenda for the day and then declared the agenda approved.

2.2 Approval of Minutes

2.2.1 Board

MSC 112211-01 to approve the Board minutes of September 19-20, 2011.

2.2.2 Executive Committee

MSC 112211-02 to ratify the actions of the Executive Committee contained in the minutes of October 4 and November 8, 2011, except for recommendations coming out of the minutes.

2.3 Committee Minutes

2.3.1 Financial Oversight Committee

MSC 112211-03 to receive for information the FOC minutes of September 14 and November 8, 2011.

2.3.2 Strategic Planning Committee

MSC 112211-04 to receive for information the SPC minutes of October 4-5, 2011.

3. Correspondence

There was no correspondence to the Board since the last Board meeting.

4. Strategic Plan

Wayne Melnechuk provided an update on the work of the Strategic Planning Committee. It was noted that a new strategic plan is being developed. The new chart form allows clearer communication of the plan. There is a column for objectives, desired outcomes, how information gathered and actual outcomes. This is a plan over 3 years. It will not be revamped at the end of each year as has been done in the past. SPC will be meeting in January to finalize the plan. The other question is, how much of the strategic plan will be given to the constituency and how much will just be given to the staff and Board. This is something we can look at in January. The other thing we are looking at in our January meeting is how to roll out the information from our survey. It was agreed to bring back a recommendation from SPC concerning roll out of the information from the survey to the January Board meeting.

5. Business Arising from the Minutes

5.1 Lynde Creek project

Ed McLean explained that members of the Housing Corporation and BCOQ Foundation Boards were going to join the meeting to answer questions concerning the case for support for the Lynde Creek Manor expansion.

The questions raised by Board members are:

- How much money does the Housing Corporation owe and how much does it need?
- What impact does guaranteeing have to CBOQ funds?
- If something went wrong, does CBOQ have the money to pay for it?
- Do we see this project as part of our Convention's mandate for ministry?
- Is guaranteeing this loan going to prevent the Convention from doing something else it might want to do?
- Is there an option to sell the entire parcel?
- Are we being asked to guarantee the 10M construction loan or are we being asked to guarantee the 1.5M loan for potential cost over-runs?

Ed McLean read the clarified recommendation from the Housing Corporation and BCOQ Foundation:

RECOMMENDATION TO CBOQ

That CBOQ:

- A. Affirm its support for this proposal to undertake expansion of the Lynde Creek Manor;
- B.1. Participate as required by the lender to be a guarantor for the construction loan;
- B.2. Establish a short-term reserve (24 months) of \$1.5 million to be made available for loans, only in the event of cost overruns above contingencies, default of interest payments on the construction loan, or to help pay debenture holders who wish to cash in their debentures;
- B.3. From the \$1.5 million reserve, transfer \$800,000 to the BCOQ Foundation in the form of a loan held in trust, to be used only in the event of any required expenditures as outlined in B.2.

The following people were invited to the room: Don Hallman, BCOQ Foundation Chair; Nancy Bell, BCOQ Foundation Treasurer; Bob Jamieson, Housing Corporation Chair, and Roger Smith, Housing Corporation board member.

Don Hallman provided some opening remarks following which, was a time for questions. Following a break, there was a time of further discussion with just our Board. A straw vote was taken to see how many Board members are in favour in concept of the Lynde Creek Manor expansion project. The straw vote was carried.

MSC 112211-05 to affirm in principle moving forward with the Lynde Creek Manor expansion project subject to:

1. Review and possible revision of the wording of the CBOQ obligations as guarantor, with a goal of maximum exposure of 1.5M;
2. Review of the detailed business plan, including the construction costs, the assumptions and the ongoing business model. Once this document is received, CBOQ be given the opportunity to validate the data with a third party review, and
3. Determining insurance coverage to cover CBOQ during the guarantorship.

MSC 112211-06 that Tim McCoy, Ed McLean and Miranda Queh work with the Housing Corporation and BCOQ Foundation to carry forward the above motion.

5.2 Legal Review – Discipline Protocol Book and Lifestyle Policy

Ed McLean highlighted the memo from Carters. Following a time of discussion concerning the five options presented by Carters in its memo, it was agreed to form an advisory team to determine what pursuing option five would look like. The team will bring a report to the January Board meeting.

MSC 112211-07 that we appoint an Advisory Team to develop a strategic response to the legal counsel received surrounding our Accreditation Process and Discipline Protocols, in keeping with the direction of the Board.

This will include, but is not limited to a further clarification of:

- a) The relationship between CBOQ and our churches;
- b) The jurisdiction of CBOQ to carry out discipline;
- c) Accreditation standards, and
- d) The Discipline Protocols.

MSC 112211-08 that the Advisory Team members be Bob McCarty, Tim McCoy, Murray Kohler, plus one more to be named by Tim McCoy.

MSC 112211-09 that in the interim, it is agreed to request legal counsel to craft a contractual template for churches, pastors and CBOQ to enter into on a case by case basis, while continuing to use the current Discipline Protocols. One opposed (Heather Rumble Peterson).

5.3 Camp Kwasind

Tim provided a summary of what the Board is being asked to do today. As per legal counsel we have received, CBOQ needs to reassert and take active management and control of Kwasind. Secondly, a review needs to take place of current operations of Kwasind to determine whether it meets CRA's test for advancement of religion. Tim noted that he has met with David Scott, Director of Camp Kwasind, and Matt Campbell, Chair of the Kwasind Management Team, to share with them these two recommendations. Also, their Board met last week end and so they understand the steps that need to be taken. It was asked if we need a statement of support to document our actions in the minutes. It was noted that there is a longer term conversation that needs to take place at the Board level concerning CBOQ's long term vision with regard to camping and Camp Kwasind in particular. It was also noted that we need to ensure review of our insurance policy with regard to Kwasind.

MSC 112211-10 that upon the advice of legal counsel, the Board supports the effort of staff to reassert control and active management of Camp Kwasind.

5.4 CBWOQ gift disbursement

A revised recommendation from the September Board meeting for the disbursement of the financial gift from CBWOQ was presented. It was noted that there is a correction in that the disbursement is over 3 years for the position, not five as indicated.

MSC 112211-11 that the \$125,000 gift from CBWOQ be used to fund CBOQ Children and Family Ministry Initiatives, as indicated below.

Part-time Children & Family Ministry Coordinator - \$75,000 (3 year commitment). The desired outcome of this position is to fulfill two focus areas of children and family ministry:

1. Resource and encourage CBOQ churches in the area of Children and Family Ministry.
2. Coordinate CBOQ Children and Family Ministry focused initiatives, possibly including but not limited to CBOQ churches / aboriginal connections and camp partnerships.

Children and Family Ministry Budget - \$50,000 (\$10,000 per year for 5 years)

Following a time of discussion, a second motion was made.

MSC 112211-12 that the Board suggest to our Fundraising team that it undertake a fundraising campaign with our constituency to match the \$125,000 in order to extend the length of time we have funding for this position.

5.5 Third party administration of benefits

Miranda provided highlights of the recommendation to move to third party administration of benefits. It was noted that this would be effective January 1, 2012. It was also noted that FOC strongly supports this proposal. Miranda confirmed that we have a communications plan with our churches. Those already on the plan don't need to do anything as the data change will be done by us. Church treasurers now need to remit payment directly to the providers. If we have approval today, next week the whole information package will go out to churches. We will also be urging churches to sign up for auto withdrawal from the church bank accounts. As we understand, more than 2/3 of our churches are sending in their pension contributions electronically, which means this has already set a precedent for us.

MSC 112211-13 to approve the appointment of J & D Benefits firm to be the Third Party Administrator of the CBOQ Group Benefits Plan effective January 1, 2012.

It was asked if we have a method of tracking which churches cannot or choose not to pay benefits for their staff. Miranda confirmed that J & D will definitely work with us regarding unpaid premiums.

5.6 New Group Benefits Flex Plan

Miranda noted that in January Eckler will send a communications piece in follow up to the benefits survey earlier this year. In February and March communication in regards to the new flex plan will be sent to all members. At Assembly there will be an information table set up regarding the new plan as well.

5.7 Accessibility Standards for Customer Service Policy for CBOQ

Miranda provided highlights to the distributed draft recommendation. It was noted that this is a government required policy for our staff as of January 2012. As renters in this office building, the building already has a policy for the building. This policy would cover our office area. It was noted that there are very limited costs associated with implementing the policy and that a training plan for staff will be set up.

MSC 112211-14 to approve the Accessibility Standards for Customer Service Policy for CBOQ.

5.8 Staff salary grid review report

Miranda presented a comparison of the current and the proposed salary grid. It was noted that the HR consultant went through each job description and used a job analysis questionnaire to determine bandwidth for each position. She also did a comparison with other Christian denominational offices. Skill, effort, responsibility and working conditions were all analyzed. The main changes are not just to move salary higher, but to allow room for staff growth.

It was confirmed that there is not any immediate budget impact with the new grid. It does allow greater latitude down the road but no immediate changes are envisioned. It was also confirmed that the housing allowance was included in the new grid.

MSC 112211-15 to approve the revised Salary Grid for CBOQ staff positions, as recommended by FOC.

6. Executive Minister's Report

Tim McCoy provided highlights to his written report.

MSC 112211-16 to receive the Executive Minister's report.

7. Treasurer's Report

Miranda Queh provided highlights to her written report. It was noted that the church contribution trend is still going down. It is very likely that 2011 will be at the same level as 2010.

MSC 112211-17 to receive the Treasurer's report.

8. New Business

8.1 Sunrise Baptist Church, London property sale

Miranda presented a recommendation for the distribution of the proceeds from the sale of the Sunrise Baptist Church, London property. There was clarification concerning our Board policy for the sale of properties. It was suggested that in light of the conversation today concerning the Lynde Creek Manor expansion project, the recommended distribution of these funds be amended.

Preamble:

The sale of Sunrise Baptist Church Property in London closed on October 14, 2011. The property sold for a sum of \$500,100.00. Net proceeds after expenses deducted for the sale transaction, including real estate agent commission fee, legal fee, land survey fee, etc. is approximately \$445,000.00.

Distribution of the net proceeds is as follows:

\$5,501 be transferred to Operating Fund (Admin Fee Cost Recovery, as per Board policy)

Balance of proceeds to be set aside until we have more information concerning the Lynde Creek Manor expansion project recommendation currently under consideration by the Board.

MSC 112211-18 to approve the above distribution of net proceeds from the sale of the 258 Clarke Road, London, property (Sunrise Baptist Church Property).

8.2 Pickering church property

Miranda provided some background concerning the request from the Trent Valley Association request to determine the distribution of the net proceeds of the Pickering Community Baptist Church property if it is sold in the future.

It was noted that once this is passed, we need to adjust the information from Grant Thornton to indicate we only have 55% of the property.

MSC 112211-19 to approve the distribution of the net proceeds in the event of the future sale of the Pickering Community Baptist Church property as follows:

| | |
|-------|------|
| CBOQ | 55% |
| TVA | 45% |
| Total | 100% |

8.3 Acton Baptist Church

MSC 112211-20 to recognize the closure of Acton Baptist Church, effective September 25, 2011.

It was noted that CBOQ is not in the business of holding church properties. Miranda noted that the church congregation does not want to hold on to the property to sell it. The congregation voted that the best course of action is to transfer it to CBOQ. The mandate CBOQ has for church property is to look at potential ministry use first. If no viable ministry use for the property is found, then we sell the property. It was noted that usually one of the deacons would agree to be the caretaker of the property. CBOQ would pay the minimal bills. During this time of transition, CBOQ staff would work with Association leaders to determine what other ministry use there might be for the property. CBOQ would then propose sale of the property to the Board if no viable ministry use for the property is found.

MSC 112211-21 to accept the ownership transfer of the church property from Acton Baptist Church to CBOQ.

8.4 Group Benefits Plan Administration Policy regarding Unpaid Premiums

Miranda provided highlights to the recommended Group Benefits Plan Administration Policy regarding unpaid benefits premiums. It was noted that this is a policy we think is fair but also has some teeth in it. It was also noted that J & D has seen the policy and has agreed to work with CBOQ to implement the policy. It was confirmed that J & D will communicate with CBOQ before terminating any churches.

MSC 112211-22 to approve the Group Benefits Plan Administration Policy regarding Unpaid Premiums.

9. Board Business

9.1 In Camera

There were no in camera items for discussion.

9.2 Partner Presentation - CBWOQ

Brenda Mann, CBWOQ Executive Director, and Cheryl Peck, CBWOQ Board President, gave a presentation on the work and current challenges of their organization.

9.3 Board Meeting Review

9.4 Board Annual Calendar

10. Adjournment

Donna closed the meeting in prayer. The meeting adjourned at 5 pm.

President

Secretary

Date

Date