



New Board Member Orientation

Agenda

FRIDAY EVENING – Meet in lobby

5:00 Tour of Property (Optional)

5:30 Introductions and then dinner.

SATURDAY MORNING 8am-12pm

8am Breakfast

9am Opening Prayer

- Province Structure
- Story of Sts. Francis and Clare
- Franciscan Values & Tensions

12 noon - LUNCH

SATURDAY AFTERNOON 1pm – 4:30

- Ministry Governance – Part 1
- Board Best Practices

5:30 Evening Prayer (or Mass)

6 pm- Dinner

SUNDAY MORNING 8am – 1pm

8am Breakfast

- 9am Ministry Governance – Part 2
- Mission Integration
- Board Scenarios – Breakout Groups



Province of St. Barbara Structure

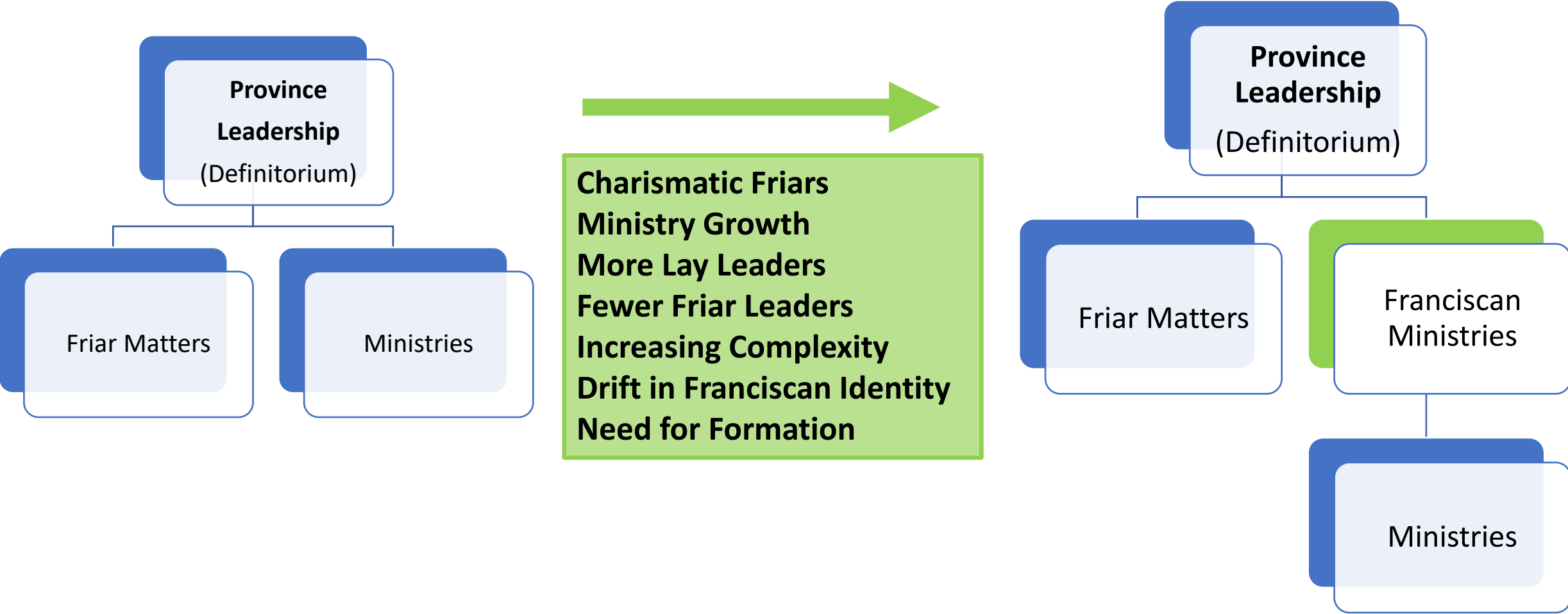
A History of Lay/ Friar Partnerships



The Franciscan Friars – 800 years and counting

- The St Barbara Province of Friars Minor was established in 1915.
- It is led by a Provincial, Vicar and 6 Councilors (called the Definitorium) and covers the western US and Mexico.
- The Province has several ministries which were started by charismatic friars and are now led largely by lay people.
- In 2021, Franciscan Ministries Inc. (FM) was formed. FM reports to the Definitorium and is entrusted with providing governance and support to our sponsored ministries so that they remain Franciscan, Catholic and sustainable.
- FM is the Trustee for each of the Province's Sponsored Ministries

Why Franciscan Ministries?



What Is Franciscan Ministries?

- A board of Friars and lay people who together govern and support 11+ social service, retreat, educational, aging, and grief ministries and worshipping communities
- Primary focus is on ensuring a Catholic Franciscan Culture
- Secondary focus is sustainability of ministry
- The laypeople on the FM board are chosen because they have adopted the Franciscan worldview and are trying to live a life based on Franciscan theology and values.

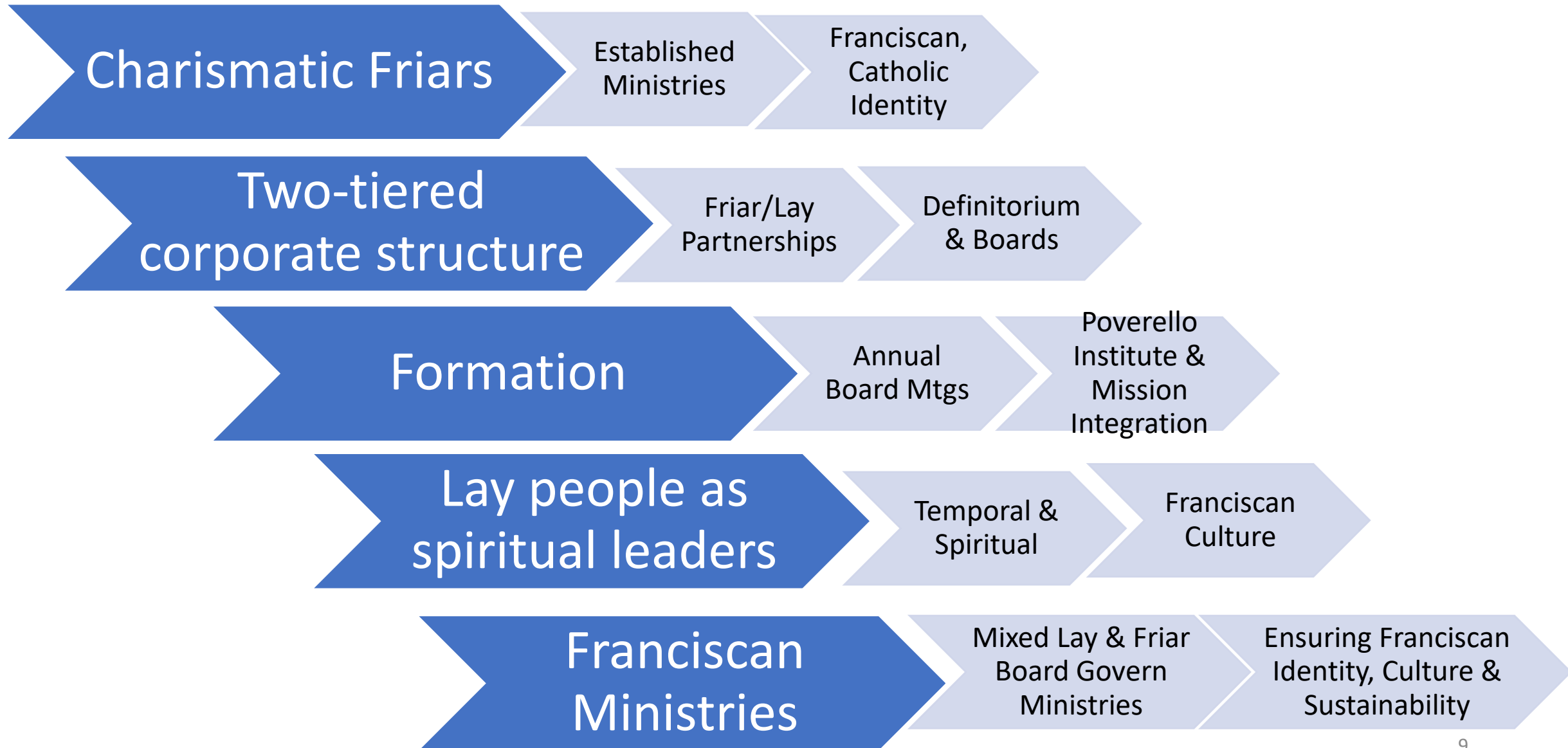
Who Is Franciscan Ministries?

Members from Saint Barbara & St John the Baptist Provinces

- **Board:**
 - Fr David Gaa, Provincial, SBP
 - Fr Martin Ibarra, Vicar, SBP
 - Kathleen Flanagan, President
 - Fr Joe Schwab, Secretary and Definitior, SBP
 - Joe Atteridge, Treasurer, SBP
 - Fr Bill Farris, Board Member and Vicar, SJBP
 - David O'Brien, Board Member and CFO, SJBP and OLGP
 - Kevin Gralen, Board Member
- **Staff:**
 - Laura Chun, Executive Director, Mission Integration and Ministry Support
 - Dave Nuttall, CFO
 - Philip Anderson, ED Mission Integration, SJBP



The Journey to Franciscan Ministries







Our Ministries

<https://franciscanmissionintegration.org/ministry-locations>



Introduction to St Francis & St Clare

See Appendix A

Francis

St. Francis of Assisi is one of the most beloved of all the saints. Movies, books, and garden statues reflect a love for him in our modern culture. But who was he? What is the great attraction today of this man from the early 13th century?

Francesco di Pietro di Bernardone was the son of a wealthy cloth merchant with a rousing social life and dreams of attaining glory by becoming a celebrated knight. Living in a time of violence, as a young man Francis went to war twice, once on the winning side and once on the losing side. He spent a horrendous year as a prisoner of war in the neighboring city-state of Perugia. Disillusioned, he returned home still desiring to become a knight, but also spent time seeking and in prayer. When gazing at an image of Jesus on the cross in the little church at San Damiano, he heard the call to serve. Slowly, he began to see the world in a new way. He grew into his vocation, one step at a time.

His transformation began in rejecting the wealth of his father. As a young man while on a business trip to Rome, he exchanged his fine clothes with that of a beggar. He came home and was inspired to share his wealth with the poor. Eventually his understanding of non-possessiveness became so complete that he rejected his life of wealth entirely and chose to live the life of a penitent. In the streets where he had previously partied flamboyantly with his friends, Francis begged for stones to rebuild the small rural churches that had fallen into disrepair.

But it was in his personal interaction with the very people he previously considered repulsive that was most impactful to him. Like many people of his time, Francis was repulsed by the sight and smell of the lepers that were banished to the margins of society. It was in reaching out and showing kindness to people suffering from leprosy that changed his perspective of the world. Years later, Francis looked back, identified this as a pivotal experience in his life saying that ‘the Lord led him among people who had leprosy and he showed mercy to them.’ An experience that had been exceptionally bitter for him, now seemed sweet.

God, for Francis, was a God of love, someone personally close – a loving parent. Francis embraced the humanity of Jesus, brother to us all. Jesus was the connecting link to all of God’s creation. Throughout his ministry, Francis celebrated the interconnectedness of all of creation, seen beautifully in the lyrics of his most joyful of songs, his ‘Canticle of the Creatures.’ In it he praises God, our interconnectedness with all of creation, forgiveness of our fellow human beings, and blessings to those who make peace.

Br. Bill Short OFM shares that the basic intuition of Francis was as simple as it was difficult. Francis wanted to follow the teaching and the footprints of Jesus. To know the teaching of Jesus he listened to the reading of the Gospel, and he focused especially on any passage in which Jesus is speaking. Then he would ask himself, “How can I put this into practice today?” In the same way he looked for what he called the “footprints” of Jesus. These were not words but *actions* of Jesus in the Gospel – healing the sick, washing feet, fasting, and praying in the desert. Francis would then try to do similar things in his own life. A dramatic example illustrates this point.

Francis heard the command of Jesus, “Love your enemies,” and chose the person many considered “Public Enemy Number One” in his day, the leader of the Muslim armies fighting with the Christian armies in the Crusade, the Sultan of Egypt Malek el Khamil. In 1219, in a time when the Pope was sending Christian armies, Francis traveled all the way to the mouth of the Nile River in Egypt in order to meet this “enemy,” exposing himself to the possibility of death in the process. Much to the surprise of just about everyone, Francis was received very kindly by the Sultan, who listened to the preaching of Francis very willingly. A decade after Francis’ death the same Sultan agreed to a peace treaty with Christian forces, allowing Christians to return to the holy places in Jerusalem, Bethlehem, and Nazareth.



Living in this dramatically different countercultural way, Francis attracted others, men and women, single and married, to his way of life. Francis is credited with the founding of three orders in the Church – which all still exist today. In Francis’s words, ‘God gave him brothers.’ He founded the order of Lesser Brothers or Friars, the Poor Sisters or Poor Clares under the leadership of St. Clare of Assisi, and the Third Order, made up of religious and lay men and women, today called the Third Order Regular and the Secular Franciscan Order. However, Francis did not want people to just imitate him. Toward the end of his life, when one of his followers asked how they would be able to survive when he was gone, Francis, *“I have done what was mine to do, may Christ teach you what is yours.”*

We are invited us to be inspired by the example of this humble poor saint from Assisi, lover of peace and friend to the poor and sick, and one who had a great affection for the natural world. We do not need to imitate his actions, but as a Franciscan organization we must challenge ourselves to create strategy, choose programs, chose development activities in light of Franciscan values and the words of Jesus in the Gospel.

Ibid

Relevance to Board Service:

- ❖ **We Follow the Gospel:** The Gospel is our north star. Our actions and decision, like those of Francis, should reflect the words and values of Jesus in the Gospel.
- ❖ **We Respect the Church:** Although we may not agree personally with every position held by the Church or Church hierarchy, our actions and decisions respect the Church's position and show respect toward all church representatives.
- ❖ **We include the Marginalized:** Programs should serve and include the marginalized. We give voice to those who are left out and show and honor every individual's dignity .
- ❖ **We accompany people:** We accept people where they are at; we don't view them as a problem to be solved. Our programs should reflect our desire to accompany -not fix - people.
- ❖ **We are peacemakers.** We engage in honest conversations. Our language, tone, and actions are non-violent and caring. We advocate for peace, but we do not ever take an oppositional position. We assume good intentions.
- ❖ **We consider our interconnectedness when making decisions.** St Francis tells us we are one creature among many. Our actions are based on collaboration and reflect consideration of the impact our decisions will have on staff, the greater Province, the environment, our neighbors, FM, the city, etc.
- ❖ **We recognize the good.** We look for the good and celebrate the God given goodness all of creation. It is the goodness of others that motivates our care for those who suffer injustice and exclusion in our society, and it the goodness of our fellow board members, co-ministers, volunteers, and benefactors as well as those we serve that sustain our ministry.

Clare

Clare, Chiara di Favarone, a young noble woman with a reputation for goodness among the people of Assisi, would have been *expected* to marry to increase her family's wealth and power. However, Clare heard a man named Francis preach and she was intrigued. Francis likely had also heard of *her* reputation for holiness and good works and sought her out as well. They began to meet secretly, and Francis urged her to enter the religious life. On Palm Sunday, 1212,



Clare snuck out of her home during the night and through the winding streets of Assisi to join Francis and the brothers at the little church called the Portiuncula. Clare gave up the status and wealth of her family to follow Francis into a life of evangelical poverty. Her deep spirituality became well known, and many women flocked to join her and became known as the “the “Poor Ladies” of Assisi, followers of the Poor Man of Assisi.” The sisters lived together in the convent at San Damiano, just outside Assisi.

Medieval monasteries and convents could be places of great institutional wealth. Convents often received gifts of land and wealth from the local community and from the doweries of the sisters entering from noble families

These resources provided financial and physical security. Clare's vision was radically different. Clare embraced poverty, completely trusting in God to provide for her community. There was no holding wealth or property 'just in case'; Clare championed complete trust in God. This was radical and different from any other women's religious community.

Within traditional medieval convents it was commonplace for the sisters to be given sorted into roles based on the wealth and nobility of their families. Some would be the 'choir sisters' and learn to sing beautifully (and be appreciated by the congregation who would come to the church to hear them sing). Others would be engaged in physical labor and meet the physical needs of the convent. Clare and her sisters lived differently. No one was above another, regardless of one's previous station in life. Any sister could be assigned to any job or any seat at the table. It was a new way to live in a society very stratified by social class.

The medieval convent was also a place where the abbess could wield *tremendous* power. Clare, again, was different. She did not seek leadership but took on the role of leader only because St. Francis asked that she do so. Clare was also collaborative; she made a practice of consulting with her sisters when making decisions that would impact them all.

As a leader, Clare *served* her sisters. After she died, witnesses to Clare's life spoke of her courage and compassion in both her interactions with the sisters and the community. Clare and her sisters cared for the sick, including the hands-on messy parts of patient care.

Clare was fearless; when Assisi was invaded by hostile forces, Clare had the fierce faith and courage to confront the Saracen mercenaries on her doorstep, putting herself between the violent invaders and her sisters. Clare was gentle and was full of humility; she lovingly washed her sister's feet. Clare was tenacious; she respectfully disagreed with Popes regarding the countercultural choices she made for herself and her community regarding evangelical poverty. Clare was tender; she wept when St. Francis died... For Clare, it was OK to be human.

Clare also left us her writings. We have four surviving letters where she instructs St. Agnes, a Bohemian princess, in the spiritual life and evangelical poverty. Over the many years of their letters, they develop a deep spiritual friendship, having never actually met in person.

Clare was also the first woman in history to write a 'Rule,' or 'Form of Life' for a women's religious community. Her Rule ensured space for differences and discernment among the sisters. It ensured collaboration and listening to each other. Most notably, it featured her radical view of following the footprints of Christ in radical evangelical poverty inspired by St. Francis of Assisi. Although many authorities challenged her desire for evangelical poverty, Clare was steadfast and before the end of her life, her Rule was approved by the Pope himself.

1.Br. Bill Short, OFM, in a reflection given on the Feast of St. Francis at Mission San Luis Rey Parish from which this article draws significantly. Much appreciation to Br. Bill Short for his generosity.

2.Guided by Francis and Clare, An Introduction to Our Province." Franciscan Friars, Province of St. Barbara, 2018.

3. Br. Bill Short, OFM

4. Ibid

5. Ignatius C. Brady, "Clare of Assisi," in Francis and Clare: The Complete Works (London: SPCK, 1982), 170.

6. Ibid, 170.

7. Fr. Joe Schwab, OFM, Reflections while on Pilgrimage in Assisi

8. Ibid

9.Inspired by a reflection written by Sr. Madeline Fitzgerald, OSC.

Relevance to Board Service:

- ❖ **Poverty:** We embrace the Franciscan understanding of poverty and accept that a certain amount of financial uncertainty is desirable. Our goal is to be interdependent, never independent. Our reserves are modest. We recognize our interdependence on donors, economic conditions, needs of the province and others. As Board members, we manage and allocate financial resources based on a sense of generosity, an abundance mentality, and trust in God's providence.
- ❖ **We act with subsidiarity.** We consult with those impacted by the decisions that the Board makes. We have a bias that those closest to the issue should generally be empowered to make the decision.
- ❖ **Servant Leader:** We are 'Servant-Leaders.' We don't throw our weight around. We serve the Trustees, the staff and those impacted by our ministry with humility.

Franciscan Values





FRANCISCAN FOUNDATION: *RELATIONSHIPS*



“EACH”

not “humanity”,
not “everyone”, not
“all”, not “the
homeless,” not the
lawn, not the class.



Franciscan Culture is Counter Cultural

Dominant AMERICAN	FRANCISCAN
Individualism, optimism, and control	Interdependence, optimism and limited control
Future Orientation. Little emphasis on history. The future will be better than the past. Change = Progress	Present Orientation. History and legacy are important and inform our decisions
Competition	Cooperation and Trust
Achievement – bigger and better	Accompaniment and smallness (human-sized)
Time – must be used efficiently and productively. Fast moving	Time - needed for inclusion, relationships and reflection. Slower moving
Materialism and acquisition	Spirituality and non-possessiveness
Directness and assertiveness	Courtesy and humility

SOME FRANCISCAN VALUES

Personal

- Humility
- Respect for each individual
- Peacemaking
- Practice poverty/non-attachment
- Following the Gospel
- Care for Creation
- Committed to the poor
- Treats each person and all creation as brother and sister

Institutional (visible)

- Collaboration & Subsidiarity
- Acceptance of our Interdependence
- Prayer & Discernment
- Connection to a larger whole, our ministry origins, the larger Province, and greater Franciscan Movement
- Concern for Others - People come first



Tensions

Tensions

- 1. Franciscan values differ from the values that made me successful in my prior endeavors or that I hold dear.**
- 2. Personal Beliefs Don't Align with a Catholic, Franciscan Culture.**
- 3. Needs of the Greater Province (or others) are in tension with the needs of a single ministry**



Creative Tension

Important Questions for Any Board Member

Am I willing to put Franciscan values above my own when they conflict?

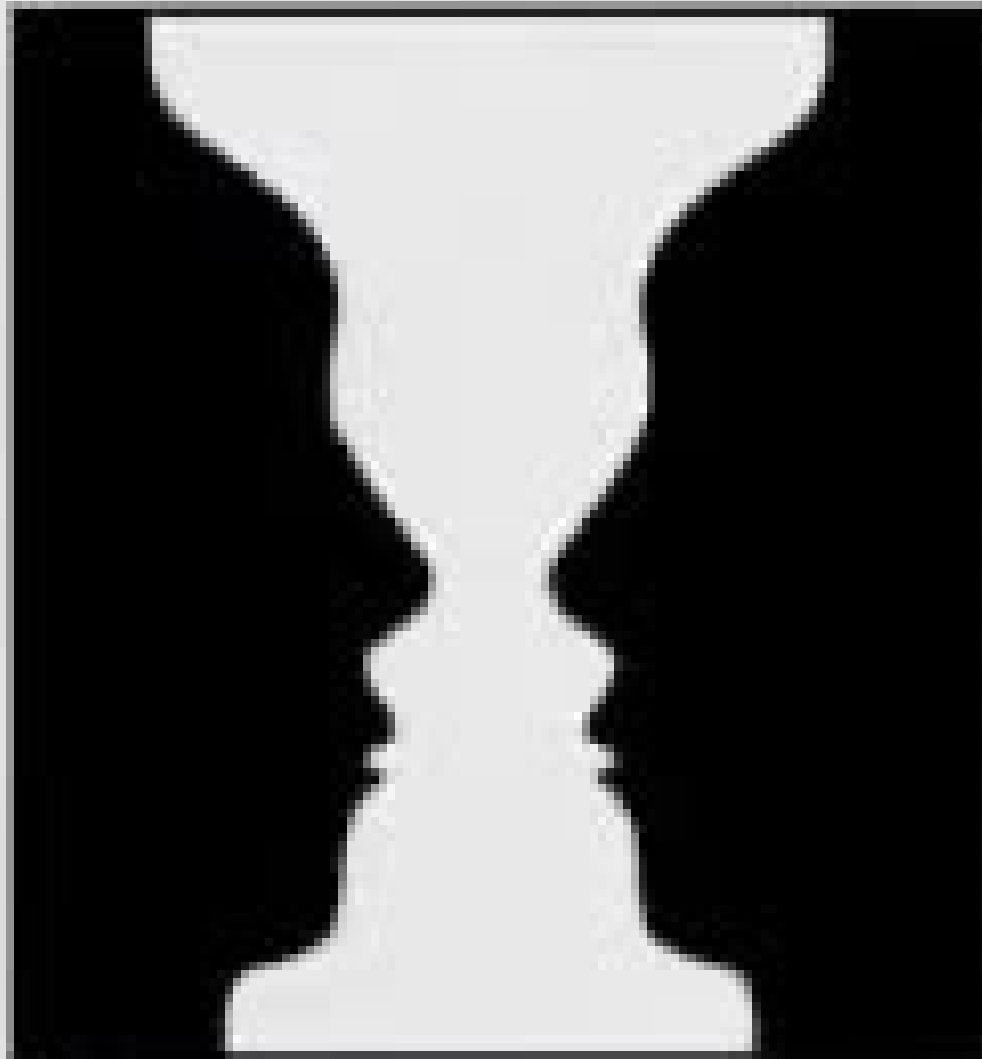
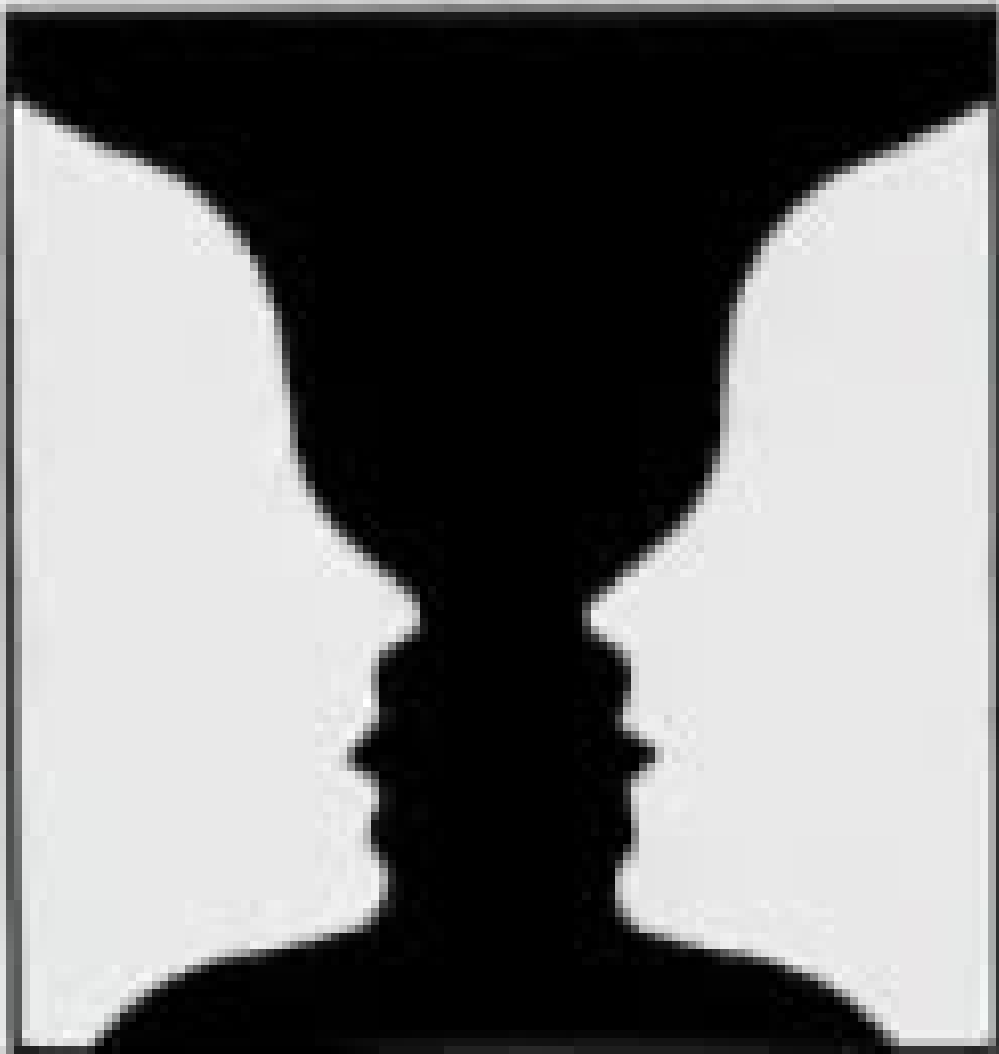
Am I willing to support and advance decisions aligned with Franciscan values even when I feel those values will slow the progress toward a ministry goal?

Answering YES suggests a good fit

Part 1

MINISTRY GOVERNANCE

Roles & Responsibilities



My Challenge



Your ministry
is a
Sponsored
Ministry of
the
Franciscan
Friars

What is a Sponsored Ministry?

SPONSORSHIP is a RELATIONSHIP between:

- A Catholic Organization (the sponsor)
and
- A legal entity created for the purpose of doing the Sponsor's/Church's work in the world (the sponsored ministry).

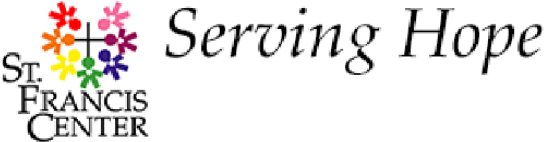
In the Province of St. Barbara

The **SPONSOR** is:



FRANCISCAN MINISTRIES INC REPRESENTS THE SPONSOR AS TRUSTEE OF ALL SPONSORED MINISTRIES

Sponsored Ministries:



Serra Retreat
3401 Serra Rd, Malibu, CA



Shared Governance Model of Sponsored Ministries



FRANCISCAN MINISTRIES



LOCAL BOARDS



MANAGEMENT

Role of Franciscan Ministries (Trustee)



Franciscan Ministries Responsibilities*

- Define (w/Sponsor input)
 - Catholic, Franciscan Culture
 - Province-wide Mission
 - Mission Integration Policies
 - Corporate Purpose & Bylaws
 - Financial Processes
- Appoint
 - Executive Director
 - Board Members
 - Board Chair
- Approve
 - Strategy
 - Budgets and Financial Limits
 - Capital Campaigns
 - Any Loans
 - Real Estate Transactions
 - Legal Entities (Trusts, Endowments)
 - Partnerships, Affiliations
 - Dissolution

*See Reserved Powers Section of Bylaws for details



Section 1: The sole voting member of this Corporation (the "Trustee") shall be Franciscan Ministries, Inc., a California nonprofit religious corporation

Section 2: The following powers and duties are reserved to the Trustee:

1. To approve the mission statement of the Corporation, as modified from time to time;
2. To approve a change in the philosophy, objectives, or purposes of the Corporation;
3. To approve any amendment, modification or repeal of the Articles as set forth in Corporations Code Section 503 provided that the Board of Directors (the "Board") shall also approve any such amendment, modification, or repeal;
4. To approve any amendment, modification, or repeal of these Bylaws as set forth in Corporations Code Section 5034;
5. To appoint and/or remove Directors with or without cause;
6. To appoint the Chair of the Board (the "Chair") in consultation with the Board;
7. To remove the Chair with or without cause;
8. To appoint the Executive Director in consultation with the Board;
9. To remove the Executive Director with or without cause;
10. To approve financial and operating limits of authority for the Board and Executive Director.
11. To approve annual operating and capital budgets of the Corporation, including any capital campaign, strategic, or other long-range plan;
12. To approve indebtedness incurred on the Corporation's behalf;
13. To acquire, purchase, sell, lease, transfer, or alter the zoning of any real property;
14. To approve a merger, consolidation, or affiliation of this Corporation with another corporation or organization;
15. To approve dissolution or termination of the Corporation and to approve the distribution of assets upon such determination or dissolution; and
16. To exercise all other powers conferred on statutory members by the Arizona Nonprofit Corporation Law, consistent with the Rules.

Appointment of Local Board Members

- All board members are appointed by the Trustee
- They are appointed in one of two ways:
 1. Directly by the Trustee
 2. By the Trustee in response to a recommendation from the ministry board



Who Does the Local Board Represent?

STARBUCKS

Shareholders

Board represents the shareholders

Decisions are made based on best interests of shareholders

Best interests of shareholders include serving customers, staff and community

Your Ministry

Trustees

Board represents the Sponsor/Trustee

Decisions are made based on best interests, values and goals of sponsor

Best interests of sponsor include serving the ministry community, and staff

Roles and Responsibilities of Local Boards



Local Board Responsibilities

- Ensure Alignment with

- Catholic, Franciscan Culture
- Province-wide Mission
- Mission Integration Policies
- Corporate Purpose & Bylaws

- Recommend for Appointment

- Executive Director
- Board Members
- Board Chair

- Provide oversight and direction:

- Franciscan Culture
- Budgets & Financial Sustainability
- Strategy
- Board & Ministry Policies
- CEO Review

- Provide Management with Input and Recommend to Trustees for Approval:

- Strategy
- Operating and Capital Budgets
- Loans and Real Estate Transactions
- Legal Entities (Trusts, Endowments)
- Partnerships, Affiliations or Dissolution

BOARD Governance Responsibilities:



1. Implementing the mission, philosophy and Franciscan Values of the Corporation as determined by the Trustees;
2. Ensuring that Catholic Franciscan Values, especially the principles of Catholic social teachings, are evident in the culture and operations of the Corporation;
3. Representing the Trustees as stewards of the Corporation in the areas of Mission, Franciscan Values and fiduciary responsibilities for the Corporation's assets;
4. Overseeing the implementation of board policies governing the administration of the Corporation, fiscal activities, physical plant planning and personnel policy consistent with the policies of the Trustees;
5. Evaluating programs on a regular basis to determine their effectiveness in light of the organization's mission, Franciscan Values, and service to the community.
6. Oversight of the CEO/Executive Director role:
 - Annually assessing the performance of the CEO; and
 - Receiving and overseeing grievance procedures involving the CEO
7. Establishing policy as opposed to managing directly the operational affairs of the Corporation;

BOARD **Advisory** Responsibilities:



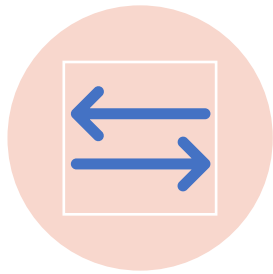
1. Nominating and recommending for appointment by the Trustees the following key roles for the Corporation
 - Members of the Board of Directors;
 - A person to serve as Chair of the Board of Directors;
 - A person to serve as CEO/Executive Director; and
2. In compliance with legal and regulatory requirements, recommend individuals to serve as Corporate Officers of the Corporation, including, as a minimum, the positions of President (or Chairperson), Secretary and Treasurer (or CFO).
3. Recommending for consideration and approval by the Trustees:
 - Annual operating and capital budgets;
 - The Corporation's strategic plan;
 - Financial and operating limits of authority for the Board of Directors; and
 - Amendments or alterations of these Bylaws.
4. Advising the CEO/Executive Director on issues raised concerning management of the business;
5. Self-assessing the effectiveness of the Board of Directors in terms of its commitment to the mission, Franciscan Values, principles of Catholic social teachings and the stewardship for the governance and welfare of the organization.

Not the Role of the Board

- Decisions about operations, programs, and staffing.
- Influencing the operation by making “suggestion” directly to staff or ED.
- To speak as an individual. Boards speak together with one voice.



Roles of Committees



RECEIVE THEIR DIRECTION
FROM BOARD.



HAVE CHARTERS
APPROVED BY THE BOARD



DO THE WORK



MAKE
RECOMMENDATIONS TO
THE BOARD

Role of Executive Director

- Lead and maintain a Franciscan, Catholic organizational culture.
- Participate in the development of the strategic plan and put approved plans into action.
- Implement policies set by the Trustees and local board.
- Manage ministry operations including staff, mission integration, finances, capital improvements, programs, and operational policies.
- Keep the board informed and ask for feedback
- Provide a safe environment

Board Best Practices

Presented by Kerri Mollard
Founder and CEO
Mollard Consulting
a nonprofit partner



Part 2

MINISTRY GOVERNANCE

FM Guidance & Financial Oversight

Franciscan Ministries

Committed to
transparency



Guidance Documents

- Executive Director Selection & Appointment
- Board Member & Chair Selection & Appointment
- Budgets Narrative & Process
- Real Estate Transactions
- Solidarity Contributions
- Strategic Plan
- Mission Integration Plan



Budget Process

- Direction for budget reviews will be distributed by May 15th
- Budget is an expression of how a ministry will get and spend resources to fulfill its mission.
- Budget narrative should highlight
 - Linkage to Mission
 - Linkage to strategy
 - Human Resources
 - Market Trends
 - Financial Trends and Variances
 - Capital needs
 - Risks and Opportunities



From the CFO - My Best Advice

- Don't let finance related items (Financial Metric Review, P/L Review, Development, Capital Campaigns) take up more than 20% of board meeting agenda.
- Ensure that each ministries investment policy is aligned with Catholic values.
- Remember that real estate includes rentals, leases, purchases and incumbrances.
- Ask about separation of duties
- Be certain that Succession Planning includes plans for the sudden loss of key personnel.





Mission Integration

Mission Integration

Educational & Experiential Offerings

- Pilgrimage to Assisi
- Immersion Experiences
 - Legacy Day
 - Formation Sessions
- Facilitated Discussions
 - Website

Franciscanmissionintegration.org

- Videos & Reflections

Board Accountabilities

- Annual Mission Integration Plan
- Mission Integration Assessment
- Franciscan, Catholic culture and decision making



Board Scenarios for Discussion

Appendix

A. List of Ministries

B. Franciscan Ministries Members

D. Bylaws

E. Guidance Documents

G. Mission Integration Plan

H. Mission Integration Assessment