

NEW BOARD MEMBER ORIENTATION



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AGENDA

5:00 PM - Tour and Introductions
6:00 PM - Dinner
7:00 PM - Stargazing

Friday

8:00 AM - Breakfast

9:00 AM - 12:00 PM

- Prayer and Further Introductions
- Structure and Governance
- St. Francis and Clare
- Franciscan Culture

12:00 PM - Lunch

1:00-3:30 PM

- Board Basics and Best Practices
- More Franciscan Culture

4:00 PM - Mass

6:00 PM - Dinner

7:00 PM - Evening Event

Saturday

8:00 AM - Breakfast

9:00 AM - Opening Prayer & Reflection

9:30 AM - Ministry Sustainability

10:00 AM - Mission Integration

10:30 AM - Break

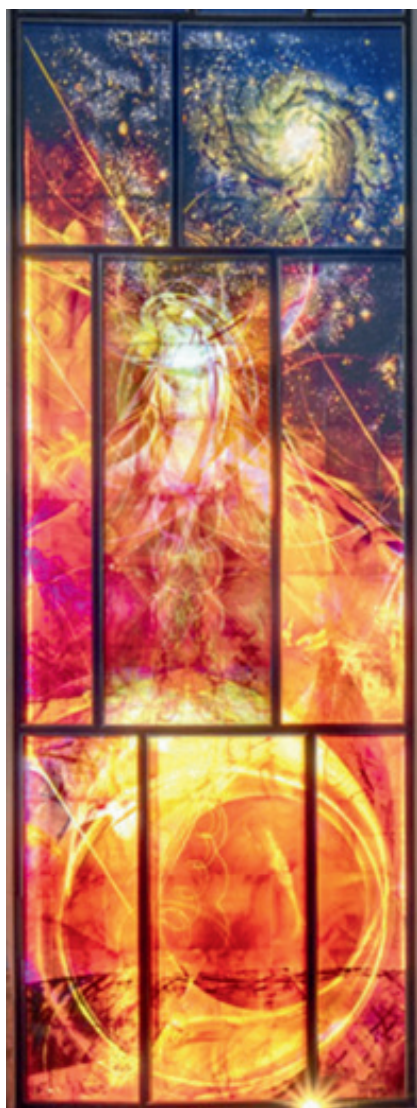
10:45 AM - Board Decision-making Scenarios (small groups)

11:45 AM - Final Comments

12:00 PM - Lunch

Sunday





New Board Member Orientation

Morning Prayer



Leader: We begin our day by reminding ourselves of the goodness of one another, each person we serve, and all of creation.



Reading One: The Story of Creation, Genesis 1, 1- 31

In the beginning, when God created the heavens and the earth, and the earth was without form or shape, with darkness over the abyss and a mighty wind sweeping over the waters

Then God said: Let there be light, and there was light. God saw that the light was good. God then separated the light from the darkness. God called the light “day,” and the darkness he called “night.”

Evening came, and morning followed—the first day.

Then God said: Let there be a dome in the middle of the waters, to separate one body of water from the other. God made the dome,* and it separated the water below the dome from the water above the dome. And so it happened. God called the dome “sky.” Evening came, and morning followed—the second day.



Then God said: Let the water under the sky be gathered into a single basin, so that the dry land may appear. And so it happened: the water under the sky was gathered into its basin, and the dry land appeared. God called the dry land “earth,” and the basin of water he called “sea.” God saw that it was good. Then God said: Let the earth bring forth vegetation: every kind of plant that bears seed and every kind of fruit tree on earth that bears fruit with its seed in it. And so it happened: the earth brought forth vegetation: every kind of plant that bears seed and every kind of fruit tree that bears fruit with its seed in it. God saw that it was good. Evening came, and morning followed—the third day.

Then God said: Let there be lights in the dome of the sky, to separate day from night. Let them mark the seasons, the days and the years, and serve as lights in the dome of the sky, to illuminate the earth. And so it happened: God made the two great lights, the greater one to govern the day, and the lesser one to govern the night, and the stars. God set them in the dome of the sky, to illuminate the earth, to govern the day and the night, and to separate the light from the darkness. God saw that it was good. Evening came, and morning followed—the fourth day.

Then God said: Let the water teem with an abundance of living creatures, and on the earth let birds fly beneath the dome of the sky. God created the great sea monsters and all kinds of crawling living creatures with which the water teems, and all kinds of winged birds. God saw that it was good, and God blessed them, saying: Be fertile, multiply, and fill the water of the seas; and let the birds multiply on the earth. Evening came, and morning followed—the fifth day.



Then God said: Let the earth bring forth every kind of living creature: tame animals, crawling things, and every kind of wild animal. And so it happened: God made every kind of wild animal, every kind of tame animal, and every kind of thing that crawls on the ground. God saw that it was good.

Then God said: Let us make* human beings in our image, after our likeness. Let them have dominion over the fish of the sea, the birds of the air, the tame animals, all the wild animals, and all the creatures that crawl on the earth. God created mankind in his image; in the image of God he created them; male and female he created them.

God blessed them and God said to them: Be fertile and multiply; fill the earth and subdue it.* Have dominion over the fish of the sea, the birds of the air, and all the living things that crawl on the earth. God also said: See, I give you every seed-bearing plant on all the earth and every tree that has seed-bearing fruit on it to be your food; and to all the wild animals, all the birds of the air, and all the living creatures that crawl on the earth, I give all the green plants for food. And so it happened.



During construction of the Creation Window for Our Lady of the Angels Church in Scottsdale, AZ



All:

God looked at everything God had made and found it very good.

Leader:

We celebrate the outpouring of God's love in the beauty of creation. We acknowledge that by virtue of our role as board members and leaders, we are part of the worldwide Franciscan movement – a movement founded in goodness and love.

All:

God looked at everything God had made and found it very good.

Leader:

As part of the Franciscan movement, we follow the example of St Francis and St Clare and all the Franciscans that have come before us. We are workers in service of a bigger purpose. Co-creators with God and one another.

All:

God looked at everything God had made and found it very good.

Leader:

Let us now reflect on our role in the ongoing creation and formation of our ministries.



Reading Two: Oscar Romero Prayer (excerpts)

It helps, now and then, to step back and take a long view...
We accomplish in our lifetime only a tiny fraction of the
magnificent enterprise that is God's work...

This is what we are about.

We plant the seeds that one day will grow. We water seeds already
planted, knowing that they hold future promise.
We lay foundations that will need further development.
We provide yeast that produces far beyond our capabilities.

We cannot do everything, and there is a sense of liberation in
realizing that. This enables us to do something, and to do it very
well. It may be incomplete, but it is a beginning, a step along the
way, an opportunity for the Lord's grace to enter and do the rest.
We may never see the end results, but that is the difference
between the master builder and the worker.

We are workers, not master builders; ministers, not messiahs.

We are prophets of a future not our own.

This prayer was presented by Cardinal Dearden in 1979; quoted by Pope Francis in 2015.



All:

As workers, let our actions be born out of love and goodness.
As ministers, let us work with humility and trust God's grace to do the rest.

Leader:

God looked at everything God had made and found it very good.

All:

Amen



PROVINCE OF ST. BARBARA STRUCTURE & PURPOSE

A History of Lay/Friar Partnerships



THE FRANCISCAN FRIARS – 800 YEARS AND COUNTING

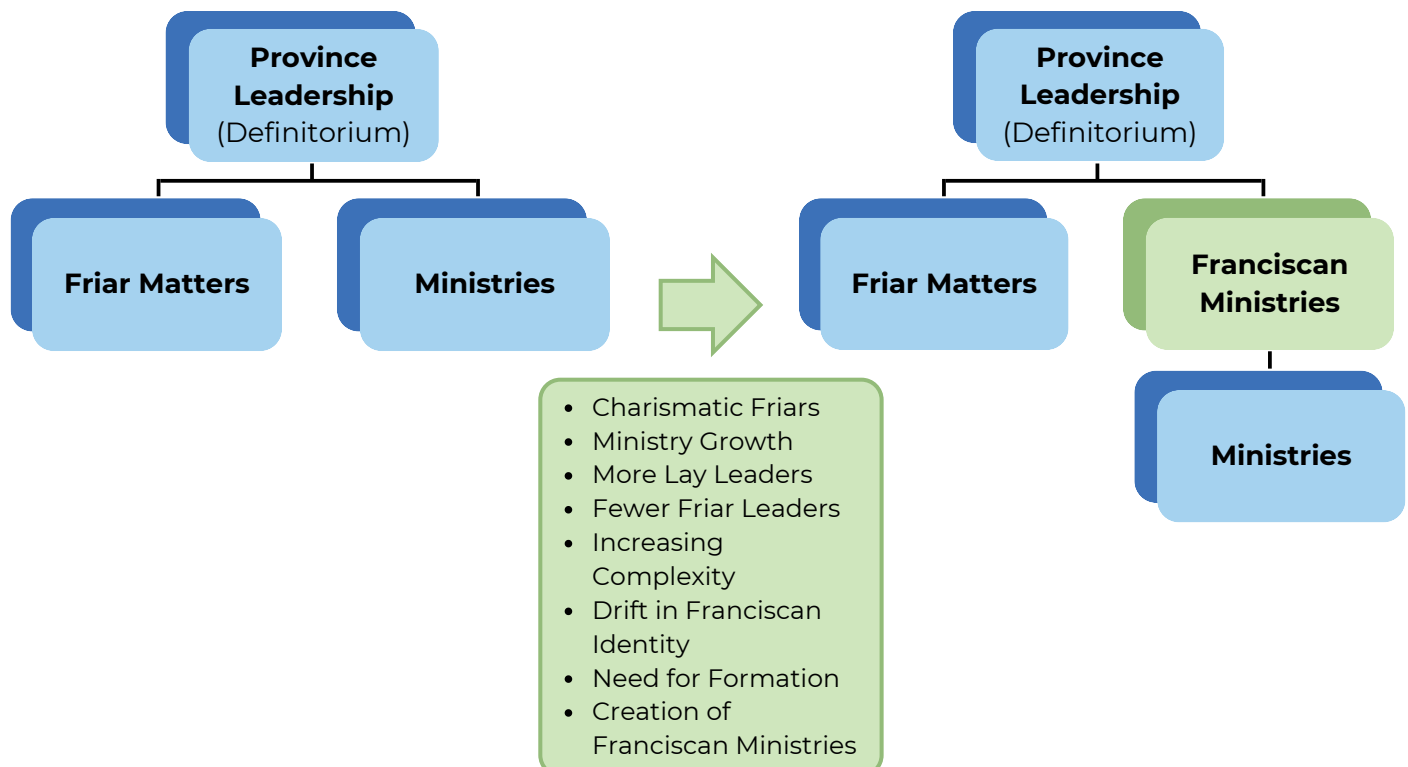
- The St Barbara Province of Friars Minor was established in 1915
- It is led by a Provincial, Vicar and 6 Councilors (called the Definitorium) and covers the western US and Mexico
- The Province has several ministries which were started by charismatic friars and are now led largely by lay people
- In 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



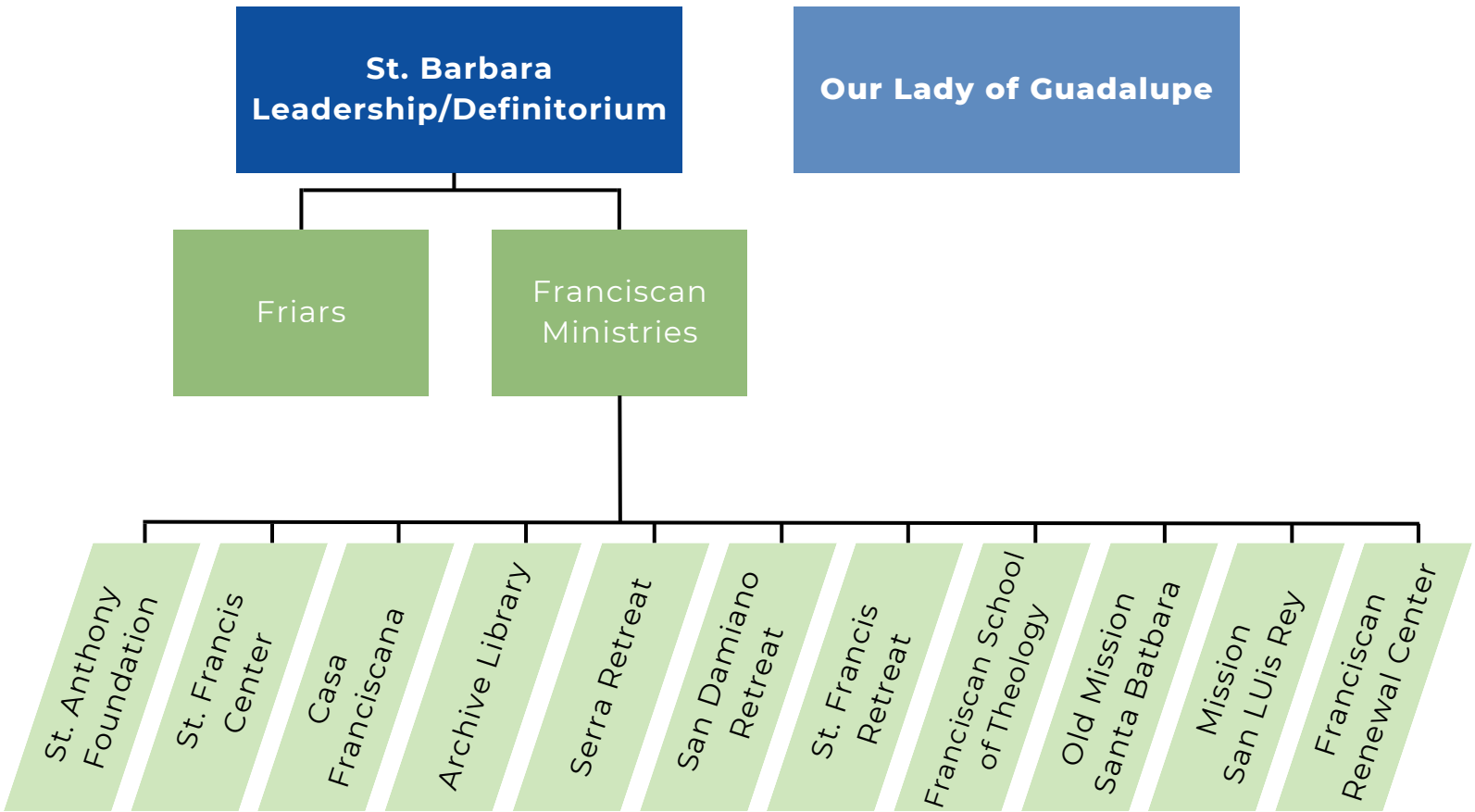
A HISTORY OF LAY/FRIAR PARTNERSHIPS



THE PAST



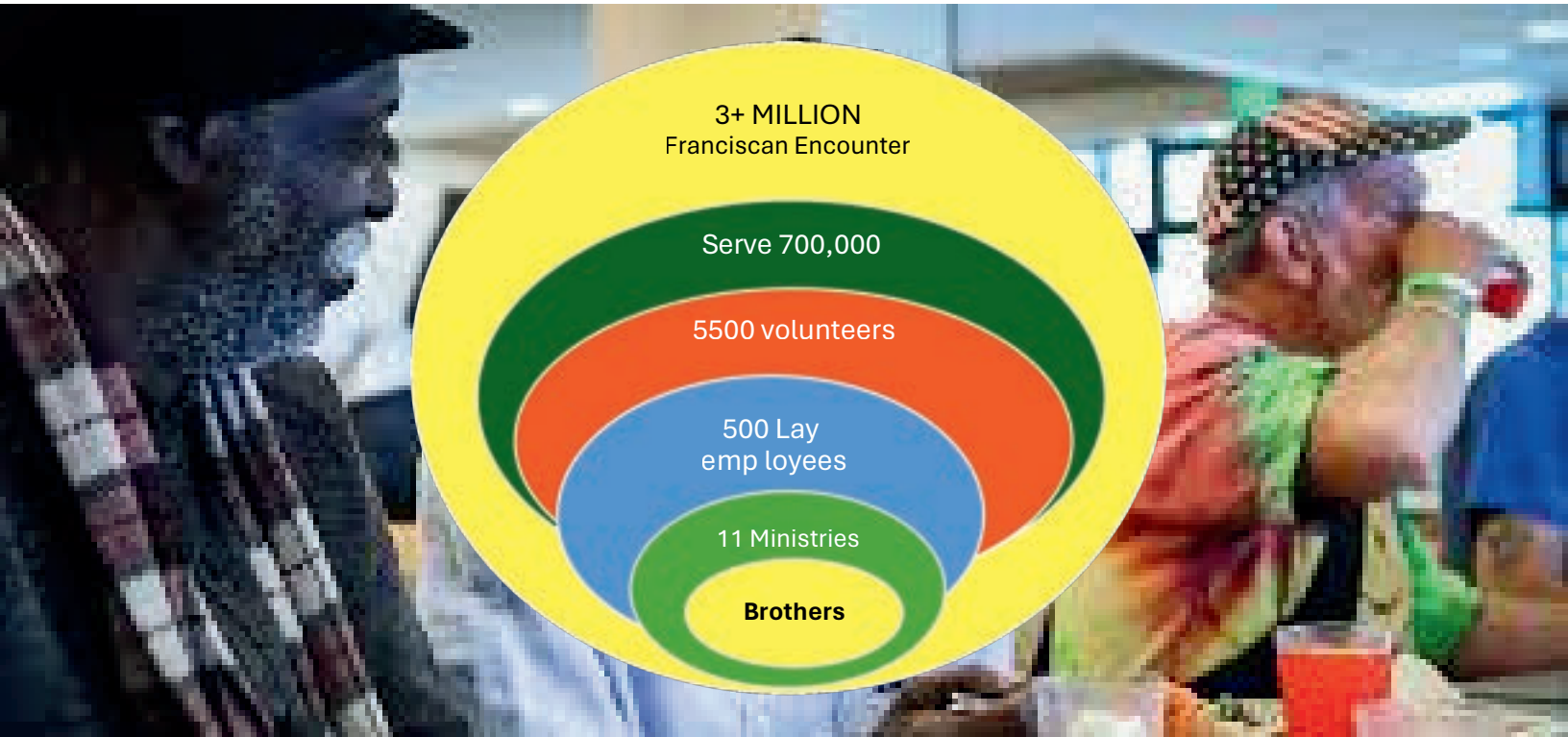
Two Sister Provinces



OUR MINISTRIES:

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





WHAT IS FRANCISCAN MINISTRIES?



A board of Friars and lay people who gather, govern, and support 11+ social service, retreat, educational, aging, grief ministries, and worshipping communities.

Primary focus is on ensuring a Catholic Franciscan Culture

Secondary focus is on 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?



Fr. David Gaa
Provincial, SBP



Fr. Martin Ibarra
Vicar, SBP



Kathleen Flanagan
President



Joe Atteridge
Treasurer, SBP



Fr. John Gibbons
Board Secretary
and Definitor
SBP



Kevin Gralen
Board Member

STAFF



Laura Chun
Executive Director,
Mission Integration
& Ministry Support



Dave Nuttall
CFO



Fr. Derran Combs
Mission Integration
Leader



Jerick Postrero
Executive Assistant



The Purpose and Culture of the Ministries of the Order of Friars Minor

Province of St. Barbara

Our purpose is to imitate God's all inclusive, extravagant love for each individual person by caring for their physical, emotional, spiritual, and intellectual needs on their life's journey.

Collaboration

Our thoughts, behaviors, and decisions are based on inclusive relationships.

Interdependence

As a part of a Divine ecosystem, we carefully consider how our actions impact others. We understand that each Ministry is a part of and contributes to the larger Franciscan movement and the work of the Church in the world.

Awareness & Self Reflection

We practice self-reflection through a process of increasing interior awareness and articulation of our motives and values.

Accompaniment

We accept people where they are and accompany them without judgement.

We are grounded in the stories of Francis, Clare, and our Franciscan Heritage to deepen and further inform our understanding and articulation of what we mean by Franciscan culture.



Visible Signs that we are living out our Purpose

Please use this as a self-assessment for boards and ministry leaders

Collaboration

- ☐ Prioritizing relationships
- ☐ Inclusive decision-making where stakeholders are identified and included
- ☐ Making decisions closest to those affected by them
- ☐ Encouraging and listening to different perspectives rather than refuting them
- ☐ Reaching beyond our ministry to the greater Province, Franciscan family, and community to seek input, feedback, and expertise

Interdependence

- ☐ Understanding that each ministry is one in a family of ministries sponsored by the Franciscan Order, we act with the interests of the whole in mind
- ☐ Explicitly identifying who and what will be impacted by our behaviors and decisions and considering our impact before acting
- ☐ Embracing our reliance on others and others' reliance on us
- ☐ Having accepted our interdependence, we maintain an abundance mentality and share freely and generously, knowing that when we are in need, others will share with us.

Accompaniment

- ☐ Relating to each person as an individual, not simply as a member of a market or group
- ☐ Focusing on loving people, not solving their problems
- ☐ Respecting individuals by accepting them as they are; we make resources available, but resist defining organizational success as a change in an individual's status. (e.g. from unhoused to housed, from addiction to sobriety, from atheist to Christian). Our success metrics aren't outcome-oriented.
- ☐ Humbly walking beside others, welcoming them, listening to them, inviting and responding to them and listening some more

Awareness & Self Reflection

- ☐ Conversations and discussions filled with the language of our shared purpose and values
- ☐ Pacing decision-making to allow for further reflection or input, taking into account the foundational stories of the Franciscan Order and ministry origin
- ☐ Planning consistent time for formation, reflection, and retreats
- ☐ Articulating our individual and collective motives, both in harmony and in tension with organizational purpose or values



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.



Francis (cont.)

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.

Francis (cont.)

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 word's, '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.



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

Clare (cont.)

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 okay 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



Clare (cont.)

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.

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 FOUNDATION: *RELATIONSHIPS*

“EACH”

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





coun•ter•cul•ture

A sociological term that refers to a cultural group or subculture whose values and norms of behavior run counter to those of the region's dominant culture and social mainstream.

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

* Adapted from work of L Robert Kohls by BU
<https://www.bu.edu/isso/files/pdf/AmericanValues.pdf>

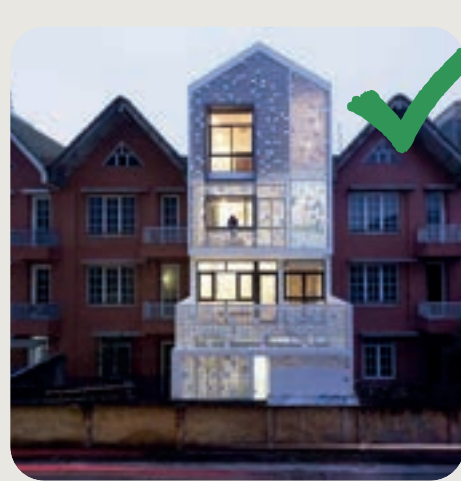


TWO WAYS OF BEING COUNTER CULTURAL



In Opposition
to mainstream culture.
Challenge others.

OR



Distinct, but **In Harmony**
with the mainstream culture.
Extends invitations to others

Culture reveals itself in **Concrete Behavior.**





Independence or Interdependence

Dominant Culture

- I am independent,
- I am in control and my success is a result of my hard work.
- I make decisions based on my goals. I have a rights!

Franciscan Culture

- We are interdependent. We consider the impact of our decisions on others and the environment before we make them.
- The common good is more important than our personal preference or fulfillment.
- We accept our limitations and don't strive to be independent.
- We acknowledge that we are reliant on the Providence of God and the goodness of others.

Behavior: Interdependence



SMALL RESERVES



EVENTS





Future Orientation or Present Orientation

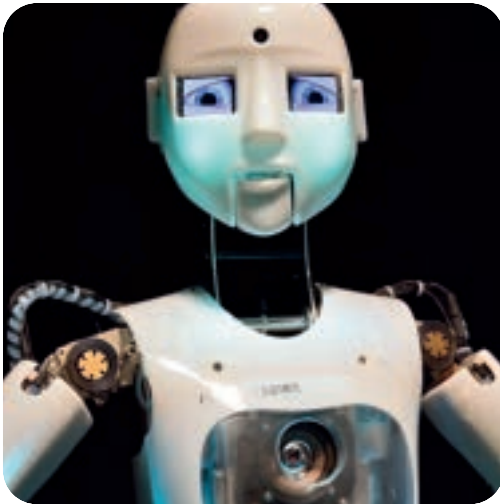
Dominant Culture

- Future Orientation: We are optimistic and have confidence that the future will be brighter.
- We put little emphasis on history. Change = Progress, we don't want to move backwards.

Franciscan Culture

- Present Orientation. We plan but rather than project far into the future, we focus on the “signs of the time.”
- History and legacy are important
- We look to our origin stories and history to inform our present decisions

Behavior: Orientation



Strategic Planning - How can our values and legacy inform our present?



Achievement or Accompaniment

Dominant Culture

- We are focused on achievement.
- We view bigger as better.
- Growing organizations is an imperative.
- All our KPI's are outcome oriented.

Franciscan Culture

- We are focused on accompanying people, not fixing or changing them. People aren't a problem to be fixed.
- Growth has no inherent value.
- We lean toward personal, human-sized organizations.
- We are humble. "Lesser brothers". We don't assume we know what is best for someone else.
- Our focus is on KPI's that reflect our values.

Behavior: Accompaniment



Value based metrics (not outcome based)



View growth in context of values



Meeting the migrants where they are. Giving food, not advice.



Employees are accountable for their work. Accompaniment would be timely feedback, training, progressive discipline. Recognition.





Time is Scarce or Time is Abundant

Dominant Culture

- Time is limited.
- It must be used efficiently and productively.
- Moving fast is desirable.

Franciscan Culture

- Time expands. It's infinite.
- Time is something that allows us to include more people in discussion and decisions.
- Moving slower allows time for reflection and prayer and often better decision-making.

Behavior: Time



BOARD MEETINGS & DECISION-MAKING

Eliminate false urgency. Include time for prayer, reflection and for including others



Possessiveness or Non-possessiveness

Dominant Culture

- Acquiring things for our enjoyment is important.
- We are possessive of our things and money. We earned them. They're ours. They reflect our worth.
- We have a scarcity mindset.
- Acquiring enough money to be independent is important.
- We are generous with our excess to people and organizations we deem worthy.

Franciscan Culture

- Everything is a gift from God
- Worth comes from the dignity that God imbues into every individual.
- Acquisitions should be considered in terms of the common good.
- What we have is meant to be shared with others who are in need. We have an abundance mindset. There is enough.
- We can be generous because we know that when we are in need, we can rely on the Providence of God and the generosity of others to give

Behavior: Non-possessiveness





Directness or Courtesy

Dominant Culture

- Values directness.
- We have a right to share our views about anything and anyone.
- People can take it.
- Don't ask me if you don't want to hear the "truth".

Franciscan Culture

- Values clear, courteous communication.
- Courtesy isn't just a social grace, it's a profound way of living humbly and showing respect for the dignity of each creature we encounter.
- Out of humility we carefully consider if what we are thinking actually needs to be said.

Behavior: Courtesy



St Francis' Letter to Brother Leo

Brother Leo, wish thy brother Francis health and peace!

I say to thee: Yes, my son, and as a mother; for in this word and counsel I sum up briefly all the words we said on the way, and if afterwards thou hast need to come to me for advice, thus I advise you: In whatever way it seemeth best to thee to please the Lord God and to follow His footsteps and poverty, so do with the blessing of the Lord God and in my obedience. And if it be necessary for thee on account of thy soul or other consolation and thou wishest, Leo, to come to me, come!



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Province of St. Barbara

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Interdependence	
☐	Understanding that each ministry is one in a family of ministries sponsored by the Franciscan Order, we act with the interests of the whole in mind
☐	Explicitly identifying who and what will be impacted by our behaviors and decisions and considering our impact before acting
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☐	Relating to each person as an individual, not simply as a member of a market or group
☐	Focusing on loving people, not solving their problems
☐	Respecting individuals by accepting them as they are; we make resources available, but resist defining organizational success as a change in an individual's status. (e.g. from unhoused to housed, from addiction to sobriety, from atheist to Christian). Our success metrics aren't outcome-oriented.
☐	Humbly walking beside others, welcoming them, listening to them, inviting and responding to them and listening some more
Awareness & Self Reflection	
☐	Conversations and discussions filled with the language of our shared purpose and values
☐	Pacing decision-making to allow for further reflection or input, taking into account the foundational stories of the Franciscan Order and ministry origin
☐	Planning consistent time for formation, reflection, and retreats
☐	Articulating our individual and collective motives, both in harmony and in tension with organizational purpose or values



CULTURE DRIVES EVERYTHING – EVEN METRICS

“To be effective, a nonprofit needs a strong board, but a board that does the board’s work. The board not only helps think through the institution’s mission, it is the guardian of that mission, and makes sure the organization lives up to its basic commitment.” – **Peter Drucker**



An organization’s culture is reflected in many ways, including how the board measures mission impact and alignment with Franciscan values. It is important to understand the distinction between impact measures and trending data.

Impact Measures aligned with our Franciscan purpose and culture would include measuring accompaniment and relationships (outcomes), which is very different than measuring how many people served or programs offered (outputs).

Trending Data does not qualify as an impact measure and aren’t appropriate to express as organizational or leadership goals, but may provide insight into the demand for, or quality of, our programs, reveal market trends, or provide information that is required for external reporting. For instance, 10% more participants this year over last is a data point but that is not a measure of impact.



This distinction can be difficult for board members who come from professions where growth is the ultimate measure of success. In Franciscan Ministries, it's almost meaningless because the ultimate measure of success are these - Did we accompany the people served? Did we greet them with radical hospitality? Were we fully present to them and listen to them?

Let's talk through terminology:

Goals are what the organization will strive to reach, are stated in broad terms, and are not quantifiable.

- To feed the hungry in our community.

Objectives are specific, quantifiable targets that represent steps toward reaching the goal.

- Raise \$40,000 for meal program costs by May 1.
- Secure 10 new volunteers each month.

Outputs are the results of the activities.

- Family meal program offered by volunteers provides 200 meals for 100 families each week.

Outcomes are the benefits that accrue to participants, which represent program and mission impact. Outcomes represent a change in behavior, skills, knowledge, attitude, status, or life condition that occurs as a result of the program or project.

- Children are more joyful and playful.
- Children are doing better academically.
- Parents are healthier physically and mentally.
- Volunteers have a deeper faith.

As a board member, understanding what true success looks like is fundamental.



1. Franciscan values that differ from the values that made me successful in my prior endeavors or that I hold dear.
2. Personal Beliefs that 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



MINISTRY GOVERNANCE

Roles & Responsibilities



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

The **SPONSORED MINISTRIES** are:



Franciscan Renewal Center
Peace. Renewal. Good.



Franciscan School of Theology
at the UNIVERSITY OF SAN DIEGO

SBMAL

Santa Bárbara Mission
Archive-Library



ST. ANTHONY'S
HOPE SERVED DAILY



Serving Hope

Serra Retreat



SAN DAMIANO RETREAT
An Oasis of Peace



ST. FRANCIS RETREAT



**CASA FRANCISCANA
OUTREACH**

Appointment of Local Board Members

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



You were recommended by the local board based on your skills, knowledge of the community, and the personal gifts you bring.



ROLES & RESPONSIBILITIES OF LOCAL BOARDS

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



Shared Governance Model of Sponsored Ministries



FRANCISCAN MINISTRIES BOARD



LOCAL BOARDS



MANAGEMENT



Franciscan Ministries Responsibilities*

Define (w/Sponsor input)

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



ROLE OF FRANCISCAN MINISTRIES (TRUSTEE)

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.



Local Board Responsibilities

Ensure Alignment with:

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

Provide Oversight and Direction:

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

Recommend for Appointment

- Executive Director
- Board Members
- Board Chair

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



ROLES & RESPONSIBILITIES OF LOCAL BOARDS

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:
 - a. **Annually assessing the performance of the CEO;** and
 - b. 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
 - a. Members of the Board of Directors;
 - b. A person to serve as Chair of the Board of Directors;
 - c. 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:
 - a. **Annual operating and capital budgets;**
 - b. The Corporation's strategic plan;
 - c. Financial and operating limits of authority for the Board of Directors; and
 - d. 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.**

The Value of Shared Governance

There is a long history of successful multi-tier decision making within Franciscan Orders and their varied local institutions. As with any large and dispersed organization, it is important to leverage the value that each board entity brings to optimize the impact of our decisioning.

The core competencies for each board are outlined below have been incorporated into the decision-making framework.

- Local Board

- Personal relationships with any impacted parties.
- Close connection to issues impacting the community, staff, and leadership.
- Ability to leverage board and committee resources to fully understand complex issues and outline options.
- A detailed understanding of the institution's strategy and associated activities and programs to realize its potential.
- The experience to act as the key advisor in strategic planning and decisions.

- Franciscan Ministries Board

- A practiced understanding of the Franciscan charism and ability to integrate that into each institution and their decision-making process.
- Broad understanding and tenure dealing with complex issues impacting the local institutions.
- Direct connection with the friars, friar leadership, their culture and overall mission.
- Experience and understanding of best practices related to culture, staffing, strategy and financial impacts.

The matrix below attempts to provide examples for how each board puts into action their unique value in these typical activities.

LOCAL BOARD	DECISION	FRANCISCAN MINISTRIES
▪ ED job description definition ▪ Hiring criteria definition and weighting for FM concurrence ▪ First level candidate reviews and interviews ▪ Hiring recommendation to FM	Hiring of the Executive Director	▪ FM local board member inclusion in hiring criteria and first level interviews. ▪ FM Board final review and appointment of ED
▪ Coordination with ED a process for the strategy creation ▪ Approval of local organization process for strategy creation/update ▪ Coordinate with local process the alignment of local needs	Institution's Strategy Plan	▪ Review of strategy alignment with FM purpose and values ▪ Approval of recommendation



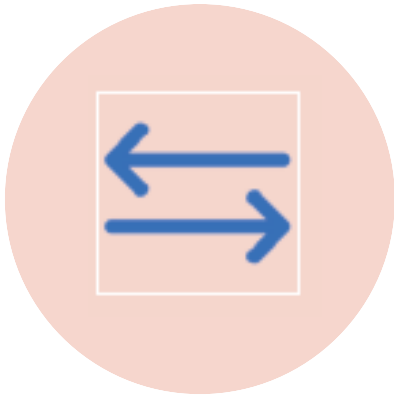
- with overall FM mission, policies and culture ▪ Approval of local recommendation ▪ Synthesis of strategy recommendation for FM review		
▪ Coordinated budgeting process with management for review and recommendation ▪ Review of management's recommendation, validated alignment with FM strategy, approval to recommend to FM ▪ On-going high-level review of budgeting in year to understand impacts to ministry	Annual Budget	▪ Review of recommended budget for purpose/values/sustainability alignment and approval.
▪ Review of needed strategic areas of focus that require committee support ▪ Develop and approve the committee charter ▪ Assign a board member to participate in the committee work ▪ Review recommendations made to the board for consideration	Board Committee Creation and Management	No involvement
▪ Board Member job description definition ▪ Hiring criteria defined for use in interview evaluations ▪ Candidate interviews ▪ Recommendation to FM Board for approval	Board Member Appointments	▪ FM board member inclusion in hiring criteria and interview process ▪ FM Board review and approval



Not the Role of the Board

- Daily 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.





Receive their direction
from board



Have charters approved
by the board



Do the work



Make recommendations
to the board

ROLE OF THE EXECUTIVE DIRECTOR

- Lead and maintain a Franciscan, Catholic organizational culture.
- With the board, collaboratively develop 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





Presented by Kerri Mollard

*Founder and CEO
Mollard Consulting, a nonprofit partner*





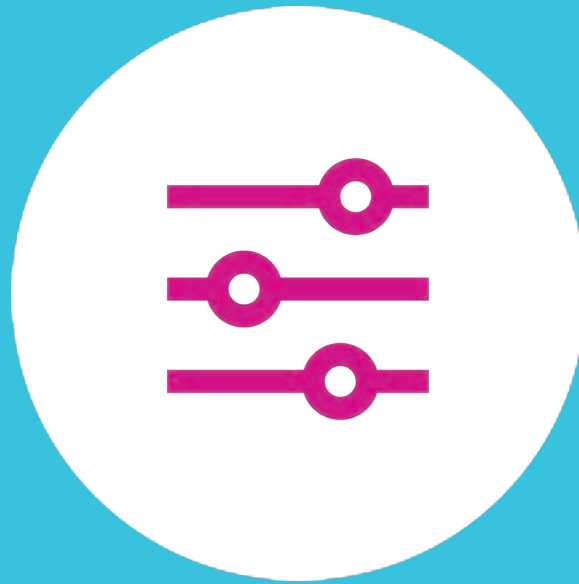
Kerri Laubenthal Mollard
Founder and CEO, Mollard Consulting

mollard
consulting
a nonprofit partner

Training | November 14, 2026

GOAL

Our goal is to provide board governance training that elevates each board member's ability to advance the shared mission of **Franciscan Ministries** and each of the Province's 11 sponsored ministries.



FUNDAMENTALS



“Over the door to a nonprofit’s boardroom, there should be an inscription in big letters that says:

‘Membership on this board is not power; it is responsibility.’”

— Peter Drucker

AUTHORITY

A board is the **governing body** of a nonprofit.

The **authority rests with the group**, the collective, not with individual members — although individuals have responsibilities.

Their focus is governance, not management.

AUTHORITY

A chief executive plays a critical role in the **governance** of a nonprofit.

The chief executive's **authority rests with the individual** and influences how both the board and organization function.

Their role is management, not labor.

Focus on
mission
and culture,
not operations

Deliver good and
timely questions,
not rubber-
stamping

SHARED GOVERNANCE

The **board of Franciscan Ministries** has the authority to define, appoint, and approve:

- Purpose, policies, processes
- Strategic direction, values, and culture
- Board and chief executive leadership
- Budgets, real estate, legalities, loans

SHARED GOVERNANCE

Local boards have the responsibility to:

Governance

- Ensure alignment
- Provide oversight and direction
- Assess the board and chief executive
- Manage committees

Advisory

- Recommend appointments and approvals
- Provide input

INTERDEPENDENCE

The Franciscan Ministries board and local boards have an obligation to think broadly about what shared governance means.

Interdependence — mutual sharing and reliance — reduces “us vs. them” and minimizes the risk of power imbalance.

PRINCIPLES OF PURPOSE-DRIVEN BOARDS



Purpose before organization: Stewarding resources in service to the purpose rather than the organization.



Respect for ecosystem: Your actions can positively or negatively impact the surrounding ecosystem.

PRINCIPLES OF PURPOSE-DRIVEN BOARDS



Equity mindset: Avoiding the ways in which the organization's strategies and work can reinforce systemic inequities.



Authorized voice and power: Engaging with those the organization seeks to serve in a way that ensures decisions are made with an understanding of community assets, needs, preferences, and aspirations.

THREE MODES OF GOVERNANCE



Fiduciary mode: Ensuring legal, financial, and ethical oversight.



Strategic mode: Collaborating to set direction and priorities.



Generative mode: Engaging in deeper sense-making, insight, and problem-framing to guide the organization's future.



ROLES AND RESPONSIBILITIES



*“To be effective, a nonprofit needs a strong board, but a board that does the board’s work. The board not only helps think through the institution’s mission, **it is the guardian of that mission** and makes sure the organization lives up to its basic commitment.”*

— Peter Drucker

BOARD ROLES AND RESPONSIBILITIES

1. Determine mission and purpose, and advocate for them.
2. Select the chief executive.
3. Support and evaluate the chief executive.
4. Ensure effective planning.
5. Monitor and strengthen programs and services.
6. Ensure adequate financial resources.
7. Protect assets and provide financial oversight.
8. Build and sustain a competent board.
9. Ensure legal and ethical integrity.
10. Enhance the organization's public standing.

BOARD FUNCTIONS

All 10 of these roles and responsibilities fall under the board's **three main functions**:



Setting Direction and Strategy



Providing Oversight



Ensuring Resources

- 1** **Duty of Care**
Exercise reasonable care as a steward.
- 2** **Duty of Loyalty**
Faithful to organization, no self-gain.
- 3** **Duty of Obedience**
Faithful to mission, public trust.

Three Legal Duties

FIDUCIARY DUTY

"Fiduciary duty requires board members to stay objective, unselfish, responsible, honest, trustworthy, and efficient."

Board members, as stewards of public trust, must always act for the good of the organization, rather than for the benefit of themselves. They need to exercise reasonable care in all decision making, without placing the organization under unnecessary risk."



*“Boards and board members perform best when they **exercise their responsibilities primarily by asking good and timely questions** rather than by ‘running’ programs or implementing their own policies. Board/staff relationships are what they should be when mutual expectations are agreed upon and issues and responsibilities are clearly defined.”*

— Richard Ingram,
Ten Basic Responsibilities of Nonprofit Boards



BOARD COMPOSITION



*“A board’s composition impacts **how it leads.***

*A board’s composition is a **reflection of its values.**”*

— BoardSource

IRS REQUIREMENTS

“Irrespective of size, a governing board should include independent members and should not be dominated by employees or others who are not, by their very nature, **independent individuals** because of family or business relationships.

The Internal Revenue Service reviews the board composition of charities to determine whether the board represents a broad public interest, and to identify the potential for insider transactions that could result in misuse of charitable assets.”

BOARD MATRIX

A board matrix provides a structure to guide discussions on how to mold a board's composition to fit the organization's needs.

It streamlines the needs assessment process and serves as an **essential tool** as organizations build board succession plans and **recruit new board members**.

CONSIDERATIONS

For improved board governance, consider a **balance** of composition, board structure, and board meetings and committees.

- **Composition** — who serves on the board
- **Board structure** — how people are organized
- **Board meetings and committees** — how people work together

POWER DYNAMICS

Pay attention to the role that **power** plays on nonprofit boards.

- Franciscan values are not aligned with power dynamics.
- Board members have an obligation to recognize and call out negative behavior.

Note: See *Speaking Truth to Power in Fundraising: A Toolkit* by Dr. LePere-Schloop and Dr. Beaton for insight into sexual harassment in the nonprofit sector.

CONFLICTS OF INTEREST

“The legal definition of conflict of interest, usually stated in state laws governing nonprofit corporations, is very specific and covers relatively few situations. Most conflicts fall into a gray area where ethics and public perception are more relevant than statutes or precedents.

Conflict of interest arises in the boardroom whenever the personal or professional interests of a board member are potentially at odds with the best interests of the nonprofit.”

— BoardSource



*“...renew the board with fresh appointments...
The more **power is concentrated** in a few
people on a board, the more likely the
situation will turn unhealthy.”*

— Peter Drucker



CONSTRUCTIVE PARTNERSHIP

VISIBLE SIGNS

Purpose statement in your orientation book:

- Collaboration
- Interdependence
- Accompaniment
- Awareness & Self Reflection

All of which are essential for a constructive partnership to exist.

VISIBLE SIGNS

Set objectives for the executive director at the beginning of the fiscal year and evaluate at the end.

Ensure the board is also assessing its own performance, which reinforces the constructive partnership and culture of the board.

DEFINITION

“Exceptional boards govern in constructive partnership with the chief executive, recognizing that the effectiveness of the board and chief executive are interdependent. The board is a powerful force supporting the organization, while the CEO sees the board as a strategic asset.”

— The Source



CONSTRUCTIVE PARTNERSHIP



KEY PRACTICES

To cultivate the **trust, respect, candor, and communication** that characterizes a healthy partnership between a board and staff,

BoardSource recommends several key practices, including the following:

- Regular check-ins between the chief executive and board chair
- A commitment to “no surprises”
- Thoughtful reflection on performance

COMMUNICATION

There are three ways in which a chief executive brings information to the board.

- Seeking approval
- Seeking advice
- Sharing information

Being clear with communication needs — approval, advice, or information — clarifies roles and expectations.

OUR PHILOSOPHY

Board Members + Chief Executive = Partnership

Board Members = Strategic Asset

Board Membership = Leadership Development

Board Culture = Everything Else

Chief Executive = Mission Impact

Power Dynamics = Something Every Board Must Name



“Nonprofits need both an effective board and an effective executive. Practically every nonprofit will accept one or the other half of this assertion. But a good many will not accept that both are needed.

Yet neither the board-dominated nor the executive-dominated nonprofit is likely to work well, let alone succeed in perpetuating itself beyond the tenure of an autocrat, whether that individual be board chairperson or executive officer.”

— Peter Drucker



MEETINGS AND COMMITTEES

BOARD AGENDAS

The **structure of a board meeting agenda** is not just an operational decision, it is a strategic decision for how time is spent, input is received, and decisions are made.

What percentage of your board meeting time is spent on the past, present, and future?

TIME SPENT

- **Past** — previous period financial statements, meeting minutes, committee reports, director reports, and old business.
- **Present** — current period cash flow or projections, current year opportunities or challenges, new business, and cyclical topics that occur in an annual board meeting cycle such as evaluations or audit approval.
- **Future** — budgeting and financial forecasting, potential opportunities or challenges, and strategic initiatives that identify long-term goals and the framework to achieve them.

STRATEGIC INITIATIVES VS. CYCLICAL TOPICS

Strategic Initiatives — initiatives that are not annual and are aligned with the strategic plan and long-term goals.

Cyclical Topics — topics that occur annually in the life of the organization and workings of the board.

DYNAMIC AGENDA

- I. Welcome
- II. Celebrate
- III. Chief Storytelling Officer
- IV. Key Performance Indicators Dashboard
- V. Strategic Initiative (30-45 min)
- VI. Cyclical Topic (15-30 min)
- VII. Consent Agenda
- VIII. Executive Session
- IX. Next Meeting Date/Topics
- X. Adjourn

Focus on dialogue, debate, and decisions, not updates. No monologues.



STANDING VS. AD HOC

Standing Committees — established on a permanent basis and usually outlined in the bylaws.

Ad Hoc Committees — established on a temporary basis to explore an identified need.

ZERO-BASED COMMITTEE STRUCTURE

BoardSource recommends a **zero-based committee structure** to prevent board committees from becoming cumbersome or stale.

At the start of each fiscal year, ask the question: what committee structure do we need to accomplish our priorities and goals for the year ahead?

BOARD COMMITTEES

Most common standing committees:

- Audit & Finance (82%)
- Development/Fundraising (76%)
- Governance & Nominating (71%)
- Executive (61%)
- Planning & Strategy (28%)
- Marketing & PR (19%)
- Program (13%)

BOARD LIFECYCLE

As organizations
change and
evolve, so
should their
boards.



ACTIVITY



YOUR SERVICE

We discussed a lot today and we hope you continue learning.

As a new board member, you can ask for:

- A mentor
- Copies of important documents such as bylaws, budget and budget narrative, and expectations
- Mission materials and program data



CLOSING



“Nothing is more important to the health and sustainability of your organization than getting highly qualified and enthusiastic people to serve on your board.”

— BoardSource

THANK YOU!

We consult. We build.

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www.buildingabetterboard.com

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a nonprofit partner

Sustainability Has Four Components



1. **Financial**

- Balanced budget
- Adequate reserves
- Strong revenue and development trends

2. **Leadership**

- Transition and Succession Plan
- Staff Development

3. **Strategy**

- Clearly linked to Franciscan Purpose Statement and ministry mission

4. **Compliance**

- Financial, Legal and Human Resources

Finance Practices

- A balanced budget with a multiple year trend of revenue being higher than expense with funded capital projects and a development plan that is consistently met.
- A purpose based-budget which expresses how a ministry will get and spend resources to fulfill its Franciscan Purpose and ministry mission. This is expressed in the strategy and annual budget.
- Reserves of 3-6 months

Tools

1. Budget guidance in Appendix under Guidance Documents
2. More specific instructions are sent out 3 months prior to year end. Budgets are only accepted for review and approval if they comply with the instructions.
3. Budget review with Franciscan Ministries Finance Committee before it is submitted to FM for approval.
4. Strategy guidance in Appendix under Guidance documents

SEE APPENDIX D



Leadership Practices

- Board Chair uses the Board Chair checklist on website
- Board supports and directs the Executive Director by ensuring that those things you approve for recommendation to FM are aligned with guidance and bylaws.
- Board members share their gifts and skills at the strategy level, not operations.
- Board and ministry have a Transition Plan, and where practical, a Succession Plan that includes Franciscan/Spiritual Development as well as Skills-based Development for all leaders.

Tools

- Transition Planning (When the fire happens!) includes crisis management- Identify critical roles for backup- for example, payroll processing, General ledger, bank account access, keys to the building, etc. The Board Resource page FM Website has an example/format/guide.
- Time for reflection and prayer
- Franciscan Ministries provides a variety of formation materials and experiences for all ministries
- The Executive Director of Mission Integration makes ministries visits and assists with Mission Integration Plans and education.
- www.franciscanmissionintegration.org



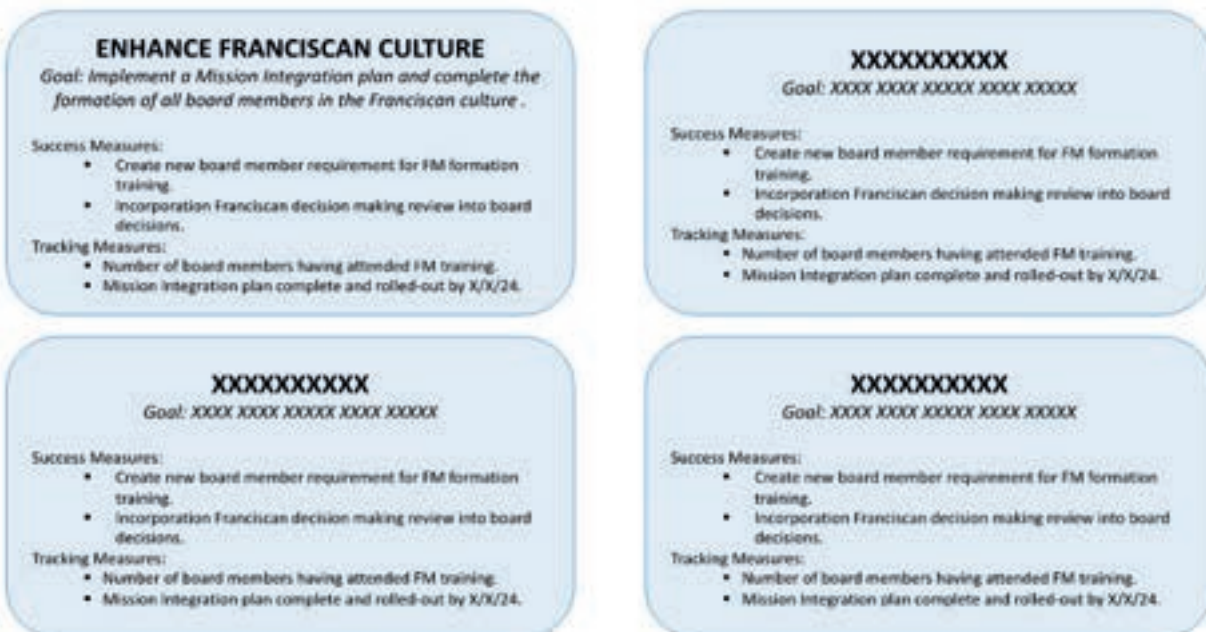
Strategy Practices

- Strategic plans start with and align with Franciscan Purpose and ministry mission.
- Success metrics are oriented toward culture and values in addition to outcomes.

Tools

- The guidance document in the Appendix
- Sample of the strategic plan document is on the website

Strategy



Compliance Practices

- Board governance committee leads the board development process and ensures that ministry is meeting its legal duties of care and is compliant with all statutory requirements.
- Ministry maintains a good relationship with local and state authorities.
- Adhere to HR policies (which change annually).
- Hire professionals to carry out regular independent audits.
- Adhere to bylaws and FM Guidance

Tools

- Best Practices Section in this manual and in the Guidance Documents

Guidance Documents

In certain cases, the ministry board plays an advisory role to FM, but FM makes the actual decision on appointment or approval. Guidance documents are created by FM to help boards understand the criteria FM will use for its appointments and approvals. Following the guidance documents aligns the board with FM and makes board recommendations likely to be accepted.

Guidance Document Contents:

- Real estate transactions
- Budgets and capital campaigns
- Solidarity contributions
- Appointment of Executive Directors
- Appointment of Board Members and Chairs
- Approval of Strategic Plans
- Approval of Mission Integration Plans

SEE APPENDIX D



From the CFO - My Best Advice

- Don't let finance related items (Finance 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 encumbrances need FM approval.
- Ask about separation of duties to ensure money, approval and payment duties are appropriately separated



OUR NORTH STAR

We can think of PURPOSE as our North Star. It is easy to spot from anywhere, even cities, because it points true North and is visible even as the Earth turns. It illuminates our Mission and values.

It orients and grounds us just as it did those who used it to navigate across oceans and make their way through barren deserts without getting lost.

Just as it did for escaping slaves in the US. The North Star guided them north to the free states and Canada.

When we lose our direction, we can reorient ourselves, by looking to our Purpose. Our North Star.





Mission Integration and Franciscan Identity Practices

Integrate our Franciscan Purpose and identity into all activities, programs, processes and decisions.

Our purpose is to imitate God's all inclusive, extravagant love for each individual person by caring for their physical, emotional, spiritual, and intellectual needs on their life's journey. The practice includes values based behaviors outlined on the back of the Purpose Document.

One element of our identity is that we are Franciscan; another is that we are Catholic.

Tools:

1. Mission Integration Plans

Plans are unique to each Ministry but all focus on integrating our purpose, values and mission into the day-to-day ministry operations. They are developed through collaborative conversation with the ED, Board, and FM. They guide MI for the upcoming year and provide structure for ongoing conversations between the ED and FM.

MISSION INTEGRATION PRACTICES & TOOLS

Mission Name Here

Mission Integration Plan Fiscal Year 2025-2026

Focus Area	Description (examples – add your own here)	Timetable	Discussions
Franciscan Purpose & Culture	Have Purpose & Culture document posted and visible to staff. Culture behavior documents present at meetings and specific behaviors encouraged.		
Board Formation*	Thirty-minute Mission Integration session every quarter...		
Staff Formation*	One hour per month Mission Integration at staff meeting with Laura acting as a facilitator once every quarter...		
Volunteer Formation	Review aspects of Franciscan Purpose & Culture with each group of volunteers...		
Catholic, Franciscan Identity*			
Physical Plant			
Programs			
Hiring, on-boarding and review processes			
Other			

*Denotes a focus area we recommend to all ministries

Tools:

2. Mission Integration Assessment (Culture Check)

An annual Mission Integration Assessment between the Board and Ministry Leadership takes place each year. It is an opportunity to ask “How are we doing creating a strong Franciscan culture?” and review our alignment with our Franciscan Purpose and Behaviors and FM.

Mission Integration Assessment – 2025



Mission Integration is a central and ongoing responsibility of Boards and Management. Ensuring that our ministries have a Franciscan culture and are committed to Franciscan values and Catholic Social Teaching is core to fulfilling that duty. This assessment is intended to inspire dialogue regarding Mission Integration and ensuring alignment with the ministry sponsor. Boards and Ministry leadership are asked to reflect on Mission Integration and formally complete this assessment each year. Please send the completed assessment to Laura Chun at ljchun@friars.us

MISSION INTEGRATION PRACTICES & TOOLS

1. Mission Integration Plan

- Is the MI Plan created jointly by the Board and Management?
- Is the MI Plan progress regularly reviewed by the board?
- Please attach a copy of the current MI Plan with status on each item

2. Franciscan Purpose and Culture

It is the responsibility of the Board and the Ministry to foster a vibrant Franciscan culture within the Ministry, aligned with the Franciscan friars. The purpose for all Ministries is to *imitate God's all inclusive, extravagant love for each individual person by caring for their physical, emotional, spiritual, and intellectual needs on their life's journey.*

- Strategic plan: How well is your ministry's purpose and strategic plan aligned with the purpose and culture of the Franciscan friars?

Please summarize observations and any note desired action items:

3. Behaviors supporting Franciscan Purpose and Culture

We live and embody Franciscan Culture and Purpose through specific behaviors related to Collaboration, Interdependence, Accompaniment, and Awareness & Self Reflection.

Tools:

3. Education & Formation Experiences

- Legacy Day
- Pilgrimage to Assisi
- Immersion Experiences
- Board Chair Retreats
- Regular visits and presentations by Executive Director, Mission Integration and Ministry Support
- Educational Videos & Articles on our website at:
 - franciscanmissionintegration.org/reflections
 - franciscanmissionintegration.org/education

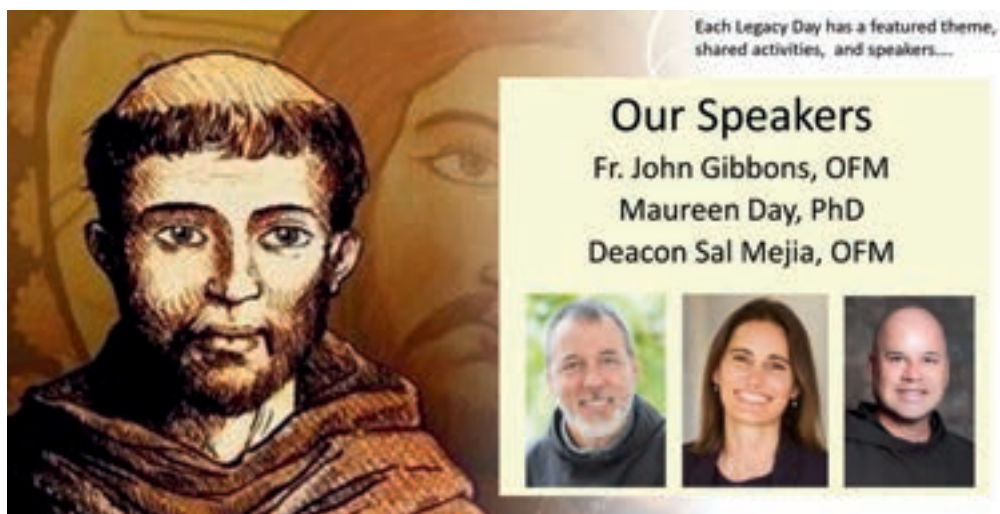
FRANCISCAN FORMATION EXPERIENCES

Formation Experiences deepen our understanding of Franciscan values and connect us to other ministry members.

A. Legacy Day

The day features an emphasis on the interconnectedness of all the ministries and our Franciscan purpose. Every Ministry makes time to pause and spend a morning focused on our shared purpose and getting to know one another better.

Each Legacy Day will have a specific theme and speakers:



Our next Legacy Day will be Tuesday, April 14, 2026.

B. Franciscan Ministry Leadership Pilgrimage to Rome / Assisi.

A pilgrimage can be an amazing, life-changing experience, an intense formation opportunity to experience the spirituality of the sacred places of Saint Francis and Saint Clare.

The Pilgrimage is part of Mission Integration formation for boards and ministry leaders. The Pilgrimage is an opportunity to really get to know our Franciscan origin story, Franciscan spirituality, and our Franciscan culture. We will be immersed in the stories of all the major Franciscan sites in Assisi. Past participants have described these pilgrimages as 'meaningful, life changing, leading to a deepening of faith, and a visceral understanding of Franciscan theology'.

Franciscan Ministries is delighted to share that the next Mission Integration Leadership pilgrimage to Assisi will be April 16-29, 2027.



C. Immersion Experiences

These experiences support interrelatedness between ministries and an opportunity to deepen each individual's spirituality.

Mission Casa Franciscana in Guaymas, Mexico

NEXT DATE: January 11-15, 2027



Franciscan Ministries immersion experience will be focused on the people we encounter in Guaymas, the spirituality of this place, communal meals, and time for personal prayer and contemplation. We will be staying at the

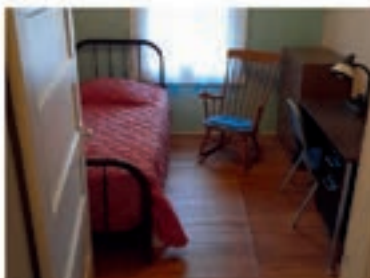
FRANCISCAN FORMATION EXPERIENCES

Friars' Guest house in Guaymas and will have an opportunity to work alongside the people in ministry in Casa Franciscana. Participants must be able to traverse uneven surfaces and enter & exit from tall vans.

Casa Franciscana helps the marginalized people of Guaymas through its free medical & dental clinic, Mesón de Jesus (dining room), food packages for the home-bound, migrant shelter support and a youth center, and more. Casa Franciscana's services are open to all, but primarily serve four of the poorest Guaymas neighborhoods.

Topawa Indian Reservation, Arizona

NEXT DATE: October 25-28th, 2027



San Solano Missions serves the people of the Tohono O'odham Reservation in southern Arizona. The friars have been serving the Tohono O'odham Nation for over 100 years. The friars live in the village in Topawa, a little over an hour's drive west of Tucson and about 20 miles north of the Mexico/U.S. border.

St. Anthony's, San Francisco, CA

Future Opportunity



St. Anthony's is committed to a healing ministry serving the spiritual, emotional, and physical needs of those experiencing homelessness and extreme poverty. We are called to solidarity with those in need and seek to identify with those we serve, realizing that by sharing in the healing of others, we too are healed.

D. Reflections & Articles

Ongoing articles regarding Franciscan Purpose and Culture are shared with the St. Barbara province ministry community. Quarterly focused articles related to Ministry and Leadership are intended for Executive Directors to explore with their staff for ongoing formation.

The website also has reflections specifically on Franciscan formation related to our ministries: franciscanmissionintegration.org/reflections

God's All-Inclusive, Extravagant Love



St. Francis was a Gospel guy. Using the Gospel of Jesus as his literal guidebook, Francis radically and relentlessly imitated God's *all inclusive, extravagant love*. To live the Gospel in this way was very new and different.

Even after the passing of eight centuries, this love that Francis shared resonates today. Francis speaks to so many of us who may be Catholics, Christians, Non-Christians, Ecologists, Social Activists, liberals, conservatives, agnostics, mystics, everyone. We feel drawn Francis' experience of God's all-inclusive, extravagant love.

Tool:

- **Franciscan Mission Integration Website**

franciscanmissionintegration.org



[Home](#) ▾

[Reflections](#)

[Programs](#)

[Education](#)

[Mission Integration Planning](#)

[Ministries](#)

[Board Resources](#)

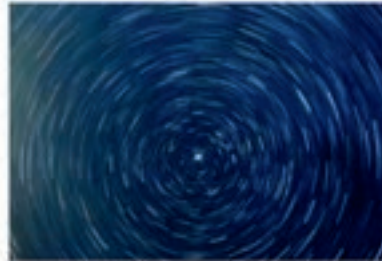


Franciscan Ministries in the West



[Ministry Descriptions & Map](#)
[Contact List](#)

Purpose Statement for All Ministries



All sponsored ministries have a shared purpose. The shared purpose sits above each ministry's individual mission and serves as a north star for strategy, decision-making and relationships.

[Shared Purpose Statement & Franciscan Culture Assessment](#)

[English](#) / [Spanish](#)

Orientation Manual

[Click Here](#)



New Board Member Orientation

A weekend in-person orientation session is a requirement for all new board members.

This manual is used and contains reference material on all the significant responsibilities of a board member

(Next orientation: Nov. 7-9, 2025 at the Franciscan Renewal Center in Scottsdale, AZ and then

March 13-15, 2026 in at St. Francis Retreat in San Juan Bautista, CA)

Orientation Manual Table of Contents

- Our (unusual) Two-Tiered Governance Structure – Pages 9-12
- Purpose Statement & Franciscan Behaviors – Pages 14-15
- Stories of St. Francis and St. Clare and relevance to board service – Pages 16-22
- Franciscan Values, different from dominant culture values – Pages 23-28
- Tensions Serving on a Franciscan Board – Pages 29-30
- Roles and Responsibilities – Pages 33-46
- Board Best Practices – Pages 47-61

Appendices

- List of All Ministries – Pages 102-106
- Franciscan Ministries Members – Pages 107-110
- Bylaws – Pages 111-124
- Guidance Documents – Page 125
- Developing a Strategic Plan – Page 135
- Mission Integration Plan & Assessment – Pages 134-144

Board Best Practices

[Click Here](#)



Board Best Practices by Mollard Consulting

Contents

- Fundamentals of Board Governance & Legal Duties – Slides 6-21
- Governance Research – Slides 22-27
- Board Composition, Recruiting, Tenure, & Succession – Slides 28-38
- Constructive Partnership between Board & Executive Director – Slides 39-64
- FM Guidance on Financial Oversight & Budgets – Slides 42-44
- Mission Integration – Slides 45-46

Annual Board Effectiveness Evaluation ([Example](#))

Key Governance Documents



Bylaws — [Click Here](#)

The bylaws across all ministries have been standardized. From time to time, Franciscan Ministries may update them.

Guidance Documents — [Click Here](#)

In certain cases, the ministry board plays an advisory role to FM, but FM makes actual decision on appointment or approval. Guidance documents are created by FM to help boards understand the criteria FM will use for its appointments and approvals. Following the guidance documents aligns the board with FM and makes board recommendations likely to be accepted.

Guidance Documents Contents

- Real estate transactions – Pages 1-3
- Budgets and capital campaigns – Pages 4-6
- Solidarity contributions – Pages 7-8
- Appointment of Executive Directors – Pages 9-11
- Appointment of Board Members and Chairs – Pages 12-13
- Approval of Strategic Plans – Pages 14-15
- Approval of Mission Integration Plans – Pages 16-17

Sample Committee Charters

[Governance Committee Charter](#)

[Finance Committee Charter](#)

Annual Board Chair Requirements Checklist — [Click Here](#)

There are certain responsibilities that need to take place annually. This checklist will help you track those.

Contingency, Transition, and Succession Planning

[Sample Template](#)

Executive Performance Reviews

It is the board's responsibility to review the senior executive annually. The annual review is then sent to FM.

[Best Practice for Performance Evaluation with Sample Template](#)

Strategic Plans



Each Board recommends strategic plans to Franciscan Ministries for approval.

Each ministry's strategic plan should be clearly aligned with the PURPOSE STATEMENT (above) and the specific mission of the ministry.

[Strategic Planning Guidance](#)

[FM Strategy Tool](#)

Mission & Culture Experiences



The primary role of a board is to ensure a ministry culture that fully embodies Franciscan purpose, values, and mission. Two thirds of the responsibilities of board members as defined in bylaws relate to issues around culture. Only one-third are centered around financial issues.

Mission & Cultural Requirements

An annual plan is developed jointly between the board and management.

[Mission Integration Plan Template](#)

[Mission Integration Annual Assessment](#)

Legacy Day

The Next Legacy Day is Tuesday, February 23rd, 2027

Legacy Day is the day each year when all ministry staff, friars, boards and staff's come together virtually to celebrate our Franciscan heritage and how it is being lived out in the present. The day has a theme, activities, and sharing among ministries.

Cultural Programs

[Click Here](#)



Culture & Mission Integration

Annual Leadership Pilgrimage to Assisi and Rome

Next Pilgrimage: April 18th – April 28th 2027

Board members and ministry leadership members have an opportunity to come together to learn more about St. Francis and Clare and connect with their peers in other Franciscan ministries. The Pilgrimage is designed especially for leaders.

Immersion Experiences

Immersion experiences are 3-4 day programs open to all board and ministry members. They provide an opportunity to see how other ministries are advancing the Franciscan Movement and to network with ministry peers. FMI organized the programs and logistics so that you can fully immerse yourself in the experience.

- Mission Casa Franciscana in Guaymas, Mexico
NEXT DATE: **January 11-15, 2027**
- Topawa Indian Reservation, Arizona
NEXT DATE: **October 25-29th, 2027**
- St. Anthony's Foundation, San Francisco, CA
NEXT DATE: **TBD**

franciscanmissionintegration.org

Annual Meeting



Fr. David Gaa
Provincial, SBP



Fr. Martin Ibarra
Vicar, SBP



Kathleen Flanagan
President



Joe Atteridge
Treasurer, SBP



Fr. John Gibbons
Board Secretary
and Definitor
SBP



Kevin Gralen
Board Member

Annual Meeting Between Each Ministry Board and Franciscan Ministries (FM)

Joint meetings occur annually. Each board's FM member will coordinate the date and agenda with the ministry board chair. Please refer to the following document for more information:

[Joint Ministry Board and Franciscan Ministries Meeting Outline and Purpose](#)

Educational Resources



There are resources we invite you to explore to learn more about the Franciscan tradition.

- [Brother Bill Short video series](#)
- [Franciscan School of Theology](#) (YouTube)
- [Reflections](#)
- Catholic Social Teachings (coming soon)

Ministry Sustainability



Sustainability refers to a ministry's ability to sustain its mission under a variety of conditions. Below are templates or examples to aid you with the following elements of sustainability.

1. A clear strategy aligned with our Franciscan Purpose
[FM Strategy Tool](#)
2. Budgets with clear narratives outlining how revenue is being acquired and spent to further our Franciscan purpose and mission.
Sample guidance re: narrative (coming soon)
3. A Transition Plan that would allow the ministry to operate in the event of emergency and/or the sudden loss of a leader.
Sample Transition Plan template
4. Key Policies (samples coming soon)
 1. [Sample Investment Policies](#)
 2. [Conflict of Interest Statement](#)
 3. Whistleblower
 4. Documents Retention
 5. Reserve
 6. Major Gifts

Development & Fundraising



Ministries typically engage in three kinds of development/fundraising:

- Board Members' Contributions
- Ongoing Fundraising
- Capital Campaigns

For Development & Fundraising Basics, [click here](#)

Table of Contents

FRANCISCAN MINISTRIES GUIDANCE DOCUMENTS

Real estate transactions

Budgets and capital campaigns

Solidarity contributions

Appointment of Executive Directors

Appointment of Board Members and Chairs

Approval of Strategic Plans

Approval of Mission Integration Plans

Guidance documents, Executive Performance Reviews



FRANCISCAN MINISTRIES GUIDANCE ON REAL ESTATE TRANSACTIONS

It is the intent that the entire process is collaborative. This guidance document is designed to answer the question: What are the general characteristics the Trustee (Franciscan Ministries) looks for when approving a real estate transaction? It will also outline some process considerations. This includes, but is not limited to, purchases, sales, donations, lease signing and/or lease extensions.

While the decision to engage in any real estate transaction is the sole authority of the Trustee and does not require the approval of the local ministry board, as a matter of practice, the Trustee typically seeks counsel from the board on real estate matters before making the final decision.

A Collaborative Process

The decision of entering into a real estate transaction can be one of the most significant purchases a ministry can make. It can have long lasting ramifications on the site and while it may greatly support short term needs, it can impede the ability to support the long-term goals of the ministry. The process, as described in the bylaws, is for the Trustee (**FM**) to approve all transactions. To do this, the Trustee generally relies on a recommendation from the board. Though the Trustee relies heavily on the board recommendation, it is the Trustee's responsibility to make an independent assessment of the transaction before approving it.

The most successful process is one where Boards and Trustee are aligned on the requirements and characteristics needed for the transaction from the start and that at least one Trustee participates in the process. This collaboration will significantly increase the likelihood of Trustee approval and the satisfaction of all parties that we have made the right decision supporting the strategic mission of the ministry.

Process Considerations

1. Make it clear how the proposal aligns with the ministry's strategy and long term goals
2. We encourage you to do an analysis of the utilization of your current property to assess if there are other options
3. Proposal should include feedback/recommendations by professionals such as realtors, legal, environmental, etc.
4. If the project is dependent on city approval or zoning, the Trustee recommends engaging the city before a proposal is submitted to the Trustee to ensure there are no restrictions.
5. Including a risk assessment of the project is encouraged.



6. Board/Trustee Collaboration: The trustee recommends that an FM board member be on the committee exploring real estate transactions.
7. Boards will be notified of the Trustee decision

The request should also address what are the long term needs of the site and/or ministry. Some examples of questions that the proposal should address are as follows:

1. Are the new services you are looking to offer that the existing site cannot support?
2. Are we optimizing the space we currently have?
3. Have we engaged with a broker and/or landlord?
4. Have we completed an assessment of the area to evaluate all options?
5. Do we know what obligations we would be assuming with the targeted property?
6. Have we engaged with the city on specific zoning requirements?
7. Do you have the means to support the cost of the property?

Key Considerations of the Trustee when making a decision on real estate transactions:

1. Does proposal align with ministry strategy and province goals?
2. Has a case been made that this transaction is beneficial and the best option available?
3. Are the risks and opportunities clearly understood?
4. Is the proposal based on the analysis and recommendations of professionals?
5. How will the project be funded?
6. What contracts are involved and have they been reviewed by an attorney? Are the terms reasonable?
7. What liability will be assumed by the ministry?

It is important to reinforce that this should be a collaborative process, and asking for help early in the process is recommended and encouraged.

A separate document is also available for recommendations and best practices on how to approach a lease/purchase property. This document is available through the Franciscan Ministries office upon request.



FRANCISCAN MINISTRIES GUIDANCE ON FINANCIAL BUDGET PROCESS

This guidance document is designed to answer the question: What are the general characteristics the Trustees look for when approving the financial budget? This guidance document will outline the process considerations.

A Collaborative Process

A financial budget is critical to both the short- and long-term viability of the success of a ministry in that it can help align strategic programs to that of financial targets, as well as help support justifications for additional funding of new programs. Although the budget must be aligned and approved by the local leadership team, ensuring support of the trustees is crucial.

Process Considerations

Two months prior to the start of the fiscal year, it is time to review operating budgets for the following year, as well as discuss cash flow and your strategic plans. It is recommended that the following be provided prior to the review with FM:

1. The same information prepared for your board/leadership team that represents the income, expenses, and cash flow projections.
2. A summary (one to two-page) narrative that lays out commentary for performance against last year's objectives and financial budget, any updates to mission and strategic objectives. The narrative should also include a recommendation from the members to the Trustees regarding approval, and a summary of the solidarity calculation (as outlined in the solidarity guidance document).
3. Self-assessment financial guide (green, yellow, red). A sample is on the next page.

Key Considerations of the Trustee when deliberating on budget approval:

1. Does the budget align with the ministry's strategy and goals?
2. Have the programs been funded for success?
3. Are the financial risks and opportunities clearly understood and in balance?
4. Is the budget realistic?
5. Does the leadership team support the budget?
6. The budget should reflect a sustainable business whereby the net operating profit is positive. If there are extraordinary circumstances for the budgeted year, a longer term (2-3 year) profile should also be included in the budget package outlining a sustainable business plan.



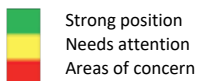
Once the budget has been reviewed by the Trustee, feedback will be provided as to next steps, either follow up questions, or approval. It is recommended that the questions be addressed within 10 days of receiving them so that the budget is approved on day 1 of the new fiscal year.

Appendix A

Your Retreat Name here
Financial Assessment Discussion Guide
Institutions and Province Self Assessment

Location		Categories			Overall Trend ⁵	Overall Trend Comments
Your ministry name		Financial Control ²	Financial Strength ³	Sustainability ⁴		
					↑	Overall retreat volumes are starting to increase, and we are not seeing cancellations. Ladato Si improvements are in place, and we are seeing some long term benefits in the way our employees are working together

Assessment



¹Overall Score

²Financial Control

³Financial Strength

⁴Sustainability

⁵Overall Trend

Overall evaluation considering Control, Strength and Sustainability results

Considers quality of financial information, financial skills and oversight relationships

Financial performance relative to break even and balance sheet resiliency

The ministry has +3 months reserves, positive cash flow and transition plans are in place

Future trend considering history and new strategies

FRANCISCAN MINISTRIES GUIDANCE ON SOLIDARITY CONTRIBUTION

Rooted in our Franciscan tradition and charism, our philosophy of solidarity contributions is developed to support a practical expression of care for the ministry of the province enlivened at individual ministries. "It grows increasingly true that the obligations of justice and love are fulfilled only if each person contributing to the common good, according to his own abilities and the needs of others, also promotes and assists the public and private institutions dedicated to the bettering of human life." (Gaudiam et Spes, #30) We live in a reciprocal relationship of Individual and communal concerns and benefits. As we continue to develop the articulation of a shared Franciscan culture and vision, we now can express this through sharing our common financial and talent resources, and a solidarity contribution allows that to happen.

Solidarity contributions are very scripturally based as we hear in the story of the woman giving her last five coins to the temple (Mark 12:41-44) and Jesus saying that, "Much will be required of the person who is entrusted with much and still more will be demanded of the person entrusted with more." (Luke 12:48) Beyond that, the solidarity contribution recognizes the interconnectedness of all the ministries in the Western US. We are all part of the Franciscan movement that has been passed down from the friars as they evangelized in the areas we serve. The target percentage for solidarity contribution is 4% of unrestricted revenue¹. If there are extraordinary circumstances whereby a lower contribution is requested, the ministry should outline the rationale as part of the budget submission. The calculation should be Included as part of the annual budget submission.

This contribution will allow FM to provide support to the ministry in areas of mission integration support, finance, operations, real estate, insurance, legal, and many other services as requested. These contributions allow FM to provide grants to ministries in need when short- term needs arise.

Process Consideration:

1. Payment should be budgeted and processed monthly by the 20th.
2. When the actual payment is processed, it should be on actual unrestricted revenue at the budgeted solidarity rate.

Note 1:

Generally Accepted Accounting Principles (GAAP) define unrestricted revenue as all funds received by a ministry that they can use at its own discretion, without donor-imposed conditions. These funds are not bound by restrictions and can be allocated to support various operating needs, including payroll, program costs, utilities, and other day-to-day costs that support the work of the ministry.



FRANCISCAN MINISTRIES GUIDANCE SELECTION & APPOINTMENT of an EXECUTIVE DIRECTOR/CEO/President

A Collaborative Process

Selecting an Executive Director/CEO/President is one of the most important decisions made by our Trustees and Boards. The process, as described in the bylaws, is for the Trustees (FM) to appoint the person. To do this, the Trustees generally rely on a recommendation from the board. Though the Trustees rely heavily on the board recommendation, it is the Trustee's responsibility to make an independent assessment of the candidate before appointing them.

The most successful process is one in which Boards and Trustees are aligned on the requirements and characteristics needed for the position from the start and that at least one Trustee participates in the Selection Committee. This collaboration will significantly increase the likelihood of Trustee approval and the satisfaction of all parties that we have found the best possible candidate.

This guidance document is designed to answer the question: What are the general characteristics the Trustees look for when appointing an Executive Director? It will also outline some process considerations.

Process Considerations

1. Succession Planning: Did/does the board have a succession plan in place? If so, is this board's recommendation aligned with the plan? If an internal candidate is being recommended, Trustees will want to know what kind of development has been done to prepare the person for the role, what gaps still exist and what the plan is to address those gaps.
2. Board/Trustee Collaboration: Trustees recommend that an FM board member be on the selection committee.
3. Candidate Acknowledgements: Before recommending a candidate to the Trustees, the board must ensure that the candidate has acknowledged that they have read the pamphlet, **What You Need to Know About Leadership & Governance in a Franciscan Sponsored Ministry**, The Purpose and Culture of the Ministries of OFM, and the purpose statement of the ministry.
4. Trustee interviews: Trustees require that a candidate recommended for ED receive a final interview with two FM members (not on the ministry's board) prior to appointment.
5. Recommendation for an ED should be sent to the Trustees in writing and include:
 - a. CV or Resume
 - b. Write-up and recommendation by the board including the candidate's experience or connection with Franciscan ministry and their expressed willingness to work within our governance structure and to engage in on-going Franciscan formation. It helps if it



addresses the key characteristics A-F below and describes areas where they will need development and the plan to provide it.

- c. Acknowledgement that the candidate read and understands, *What You Need to Know About Leadership & Governance in a Franciscan Sponsored Ministry*, The Purpose and Culture of the Ministries of OFM, and the purpose statement of the Ministry.
 - d. Notes on the feedback received from reference checks
6. Boards will be notified in writing of the Trustee's decision regarding a candidate's appointment.

It is helpful if the outgoing board chair provides support to the incoming board chair by not stepping off the board immediately.

Key Characteristics of an Executive Director

Each ministry will have different needs regarding the specific industry knowledge and skills their ED needs to successfully lead their ministry. However, there are certain characteristics that have been found to be good indicators of success. -The Trustees will heavily weigh the following:

A) Does the candidate identify as Franciscan? If not, what is their religious/philosophical orientation and how does it reconcile with a Catholic, Franciscan ethos.

B) Do they have prior involvement or experience with a Franciscan ministry? If not, what other kind of religious or non-profit experience do they have and how does it fit with our sponsored ministry?

C) Are they currently engaged in personal, ongoing, spiritual formation? Have they committed to participating in ongoing Franciscan formation?

D) Are they relationship oriented?

E) Do they have experience working with a board?

F) Do they possess the following skills/experience?

- Experience managing a diverse and multicultural staff to meet strategic goals
- Strong oral and written communication skills
- Collaborative management style
- Finance, HR, and strategy development experience consistent with the size and complexity of the ministry they will lead.



FRANCISCAN MINISTRIES GUIDANCE ON SELECTION & APPOINTMENT of BOARD MEMBERS

A Collaborative Process

Selecting a Board Member is one of the most important decisions our Trustees and Boards make. The process as described in the bylaws, is for the Trustees (FM) to appoint Board members. To do this, the Trustees generally rely on a recommendation from the board. Though the Trustees rely heavily on the board recommendation, it is the Trustees responsibility to make an independent assessment of the candidate before appointing them.

This guidance document is designed to answer the question: What are the general characteristics the Trustees look for when appointing a Board member? It will also outline some process considerations.

Process Considerations

1. Application - Trustees recommend boards have an application for prospective board members that allows them to provide information around those areas most important to the board.
2. Selection/Governance Committee-Trustees recommend that a **FM** member is on the committee and that the committee members have a complete and shared understanding of the ministry's two-tiered governance structure and this document before embarking on a search. Most importantly, there must be clarity around the fact that board members report to the Trustees and are entrusted with representing the Trustees. Without this understanding, it is easy for people to assume they are representing the ministries and not understand the larger context of their commitment to the Franciscan friars, the Catholic Church, and the worldwide Franciscan movement.
3. Candidate Acknowledgements: Before recommending a candidate to the Trustees, the board must ensure that the candidate has acknowledged that they have reviewed the PowerPoint on Governance, Mission & Tensions.
4. Trustee interviews
5. Recommendation for a new board member should be sent to the Trustees in writing and include:
 - a. CV or Resume
 - b. Write-up and recommendation by the board including the candidates experience or connection with Franciscan ministry and their expressed willingness to engage in on-going Franciscan formation.
6. Boards will be notified of a candidate's appointment (or reason for not appointing).

Key Characteristics of a board member:

Each ministry will have different needs regarding the specific industry knowledge and skills they need from board members but there are certain characteristics that the Trustees feel strongly about and weigh heavily in their deliberations. Please address these in your recommendation to the Trustees:



- A) The candidate has a basic understanding of Franciscan values.
- B) They have committed to ongoing Franciscan formation
- C) Their religious or philosophical affiliation is compatible with the Catholic faith
- D) They have prior involvement or experience with a Franciscan ministry or other kind of religious or non-profit.
- E) They have some form of board experience



FRANCISCAN MINISTRIES GUIDANCE ON DEVELOPING A STRATEGIC PLAN

A Collaborative Process

A Strategic Plan outlines the direction of an organization. It identifies how an organization will allocate their resources to achieve a desired future state.

Strategic Plans are created by each ministry and submitted to the Trustees (FM) for approval. This process is easiest when Ministries and Trustees begin a discussion at the start of the process. This document answers the question, what process and content considerations will the Trustees be weighing most heavily when considering a strategic plan for approval? _ _ _

Process Considerations

1. Inclusion: Our ministries exist within the context of its local community, our Franciscan community; and the worldwide Franciscan movement. They exist within time and are affected by micro and macro trends. We suggest that perspectives be solicited from a wide array of stakeholders.
2. Ongoing Dialogue: No one likes being presented with a "baked cake" and asked to rubber stamp it "approved". Engaging the Trustees at the start and periodically throughout the strategic planning process will result in a dialogue that is likely to facilitate alignment and approval.
3. Financial Context: Strategies should be considered with the context of a financial forecast. During each budget cycle, ministries will be asked to clearly connect the budget to the strategic plan.
4. Plans are approved in whole. Objectives should be high level but with enough detail that Trustees are approving a plan not just a concept.
5. Ministries will be asked to present their strategic plan to the FM board.

Content FM will be looking for when asked to approve a Strategic Plan:

1. It is grounded in mission and Franciscan ministerial values (outlined in Strategic Planning Document approved by Definitorium in July 2021)
2. Its mission is aligned with the Provincial ministerial vision and guidelines for mission and Franciscan Identity.
3. It envisions collaboration and support of the province and other sponsored ministries
4. It meets identified needs of the local community within the context of the "signs of the times".
5. It identifies the strengths and weaknesses of Content of the programs and initiatives and ensure they are of a sufficiently high quality prior to recommending new ministry programs or initiatives.
6. It is financially sustainable
7. It contains **SMART** goals:
 - S - specific
 - M - measurable
 - A - assignable
 - R - realistic
 - T - time-related



STRATEGIC PLANNING - Province of St. Barbara Sponsored Ministries

Strategy is how our mission gets expressed. It reflects our identity and values and determines our use of resources. Best practices encourage engagement with the Province at the start of the process to help ensure and facilitate that the strategy is aligned with the Trustees vision and will be accepted and approved.

PLANNING PROCESS

Whatever process a ministry chooses to follow, it should be framed by our Franciscan principles (theology). These principles are used as lenses which guide our thinking and keep us aligned with our Franciscan mission.

Review these principles and identify which are particularly relevant to the topics under consideration before kicking off discussions. Revisit them as your planning progresses and again before final decisions are arrived at. Using these lenses will help keep our ministries aligned with our Franciscan identity and mission and make the approval process from Trustees much smoother.

Franciscan Principles/Lenses used in Strategic Planning and Decision-Making.

1. Relationship - Recognizing, valuing and deepening our relationship with the people in our ministry, family, Province, sister and brother ministries, the Catholic church, our environment and community is central to who we are. Our decisions are understood within the context of all these relationships.
2. Personalism/Particularity - We serve people as individuals; serving individuals with a "personal touch" is valued more than serving a greater number of people but with a less personal touch. This biases us toward what is smaller rather than what is bigger.
3. Poverty & Non-Possessiveness - We don't cling to "things" as our own - as our ministry's. What we have is generously shared with others who are in need including the poor, the powerless, staff and volunteer programs, the friars, the Province, other ministries and the greater community. Similarly, we don't cling to our strongly held opinions, we let them go to make room for other possibilities.
4. Limitations - Only God is infinite. We are finite. Societies needs are never-ending. Since we are limited, we focus on serving the needs of those we can with the resources we have and while maintaining personal contact with each person we serve. We are satisfied with that.
5. Generosity - What we have is to be given away. We can do this with confidence because we trust in the Providence of God and the goodness of others. Generosity helps us meet the needs of others.
6. Interdependence - We value our interdependent with others. We neither value nor attempt to be independent. We rely on donors, volunteers, the community, the friars, Province and others. We consider the impact of our decisions on our sister, mother earth, as well as on sentient beings.



7. Justice/Advocacy - When we talk about justice, we are talking about improving the dignity and agency of the poor and those lacking power in society. Because of our focus on particularity, our acts of justice are usually (though not exclusively) focused on individuals rather than systems. (For a fuller understanding, see Joe Chinnici's paper on Advocacy)

8. Growth - In contrast to capitalistic, Franciscan's do not place any inherent value on growth. See position paper on growth for a fuller exploration of this topic.

9. Beauty - Beauty is central to our lives. Each individual is both artist and scientist. We approach our decisions and work as works of art. We examine the play between light and darkness. Right actions are always born of love and call attention to beauty.

10. Economics/Money - The resources we have, and which are needed to run our ministry are ours to use, but our excess does not belong to us. It is meant to be given away to others who are in need.

11. Individuals as Spiritual Beings - We believe all individuals seek communion with the center of all being, which we call God. Our work, including programs, supports spiritual development.

12. Subsidiarity - People who will be significantly impacted by a decision should have a voice in the decision. St. Clare tells us that it is often the youngest who know what is better. Our leadership style should reflect a commitment to subsidiarity despite its inefficiency.

Other helpful resources include:

1. The Franciscan Discernment Model (Appendix A)
2. Position Paper on Growth (Appendix B)
3. Fr. Joe Chinnici Notes on Advocacy (Appendix C)
4. Bill Short's Ministry Video Series
5. Mission Integration Website www.franciscanmissionintegration.org



Appendix A

A Franciscan Discernment Model

Created by Mary Beth Ingham C.S.J., based on the moral theology of Franciscan theologians St. Bonaventure and John Duns Scotus. Mary Beth Ingham is a highly respected scholar and a faculty member at our Franciscan School of Theology.

When faced with a strategic or complex ministry decision, discernment is often required. What's the difference? **Decision-making** is straightforward. We consider options and choose the one that best meets our goal. **Discernment** is about deep listening and responding to that which is interior. It is more inclusive and encourages feelings and the discovery of unexpected choices.

Before beginning a discernment process, it is important to clearly define the decision being considered. Is it how should we spend the \$2M gift we just received, or is it, what are our strategic priorities and how do we best to align our resources with those priorities?

Discernment Process:

This discernment process is based on the insights of Franciscan theologians, St. Bonaventure and John Duns Scotus, as well as modern-day Franciscan moral theologians. Sr. Mary Beth Ingham C.S.J. has developed their thinking into this five-step process.

1. Be expansive and inclusive

Create a larger circle of stakeholders, of options, of viewpoints. Invite others to join the process. We are in relationship with others who will be deeply affected by our decision. How can we include them in this discernment?

2. Emotions are morally relevant

Throughout the discernment process, pause frequently and ask participants how they feel about the process, information and options being discussed. Feeling alone are relevant, people should not be required to justify or explain their feelings.

3. Be creative

Think big as if anything is possible. Move outside conventional thinking. Look at the issue from multiple perspectives. Consider the possibility of moving in the opposite direction of the most popular options. Bring light and beauty into the process.

4. Be faithful

As Franciscan ministries, our decisions should always be considered through a Franciscan lens. Scan the Franciscan principles above to see which apply to the specific issue your ministry is discerning. Use these lenses to assure that your decision will be aligned with our Franciscan identity.

5. Know when to act

Discernments shouldn't be rushed but they also shouldn't be prolonged. Creating pauses of days to weeks gives people time to sit with the decision and further process it. However, the key consideration of when to act should be driven by the needs of those affected by the decision. In our case, staff, those we serve, friars, volunteers, the Province, and the local community.



Appendix B

Position Paper and Process for Considering Strategic Growth Initiatives

The Franciscan Perspective on Growth:

- In contrast to capitalism and consumerism, Franciscan's place no inherent value on growth.
- Our bias is toward smaller, personal organization where everyone knows each other.
- We do not see the world as a problem that has to be solved. Therefore, we are not driven by a need to fix things.
- This sometimes means that we don't respond to large important issues in our communities. Community need alone is not a reason for us to grow. It is not that we don't recognize the need or support others in responding to it, we simply know that not everything is "ours to do."
- Instead, our focus is on the individual, and what we describe as personalism.
- We give our attention to the individual in front of us. Attention, compassion and respect to each individual are valued over providing services or programs to the individual.
- We accept limitations. In solidarity with the poor, we accept that organizations sometimes experience their own poverty by not getting the things they want. This is not based on a sense of scarcity but on a sense of interdependence that requires we make choices based on the big picture and on needs and desires other than our own – even our desire for good.
- Expanding programs, acquiring additional space, and adding new offerings are considered desirable when they are aligned with our mission, better serve our constituents, can be fully funded and enhances our ministry's ability to engage in personal, family-like relationships and interactions.

When considering issues of growth, we ask ourselves:

1. What makes growth attractive?

We drop our cultural bias toward growth and examine what is driving our desire for growth? Community need? Available Funds? Neither of those alone is enough. Growth should be attached to our mission and ability to better serve our clients/customers/parishioners/Province.

2. Can we handle growth right now?

Are we currently well-organized? Are key positions filled and departments meeting the needs of all our current constituents. Do we have succession plans in place and people sufficiently developed to step into key roles? Can we fund this growth now, and sustain it in the coming years? Growth should only be considered in ministries that are stable, meeting the needs of their constituents, well-funded, and which have management and volunteer bench strength.



3. Are we the best organization to take this on?

We consider the bigger picture and our larger community landscape. In light of the Province, other ministries, other community organizations expertise and adjacency to the issues under discussion as well as our own expertise and resources, are we the best ministry to take on this growth or are others better positioned?

4. Would it be better to shrink rather than grow?

The “coincidence of opposites” suggests that we consider the opposite solution to the one we are first attracted to. We consider if it is possible that the best way to meet the need we are examining would be to let go of a program or offering, spin off a division or use our resources to help fund another group to take on the initiative. Saint Clare often turned women away from her convent and encouraged them to start one of their own. She limited growth in her convent but encouraged others to establish them. We consider if empowering others is a better alternative than taking on more ourselves?

5. Will it aid us in maintaining or improving our level of personalism?

The most fundamental characteristic of our Franciscan culture is that we are grounded in right relationships and a commitment to personalism. Will the personal touch we provide our constituents be in any way diluted by growth? If so, it is unlikely that growth should be pursued. If it will enhance personalism, this may be a signal that growth is warranted.

6. Is the growth under consideration consistent with the Catholic faith (magisterium) and our Franciscan mission and values? We take a deep and nuanced look at what we are considering and proceed only when we are confident that it is fully aligned with both.

This process should not be rushed. After discussions, there should be a period of time for people’s continued personal reflection and prayer before revisiting the discussion and determining whether or not to make a recommendation for growth to the Province Trustees.



NOTES ON ADVOCACY from Fr. Joe Chinnici to Barry Sargent

Barry

I like the basic principles very much. I would suggest a couple of additions to this very positive vision. I am particularly concerned that SAF advocacy not follow the dominant cultural patterns of political and rights advocacy groups; it requires in our present cultural context a real conversion of thinking and acting, and in that sense stands over against and separate from other types of advocacy. It is not that these other types are not well meaning and good; it is that we have something different to contribute and need to clarify in that sense our specific difference, our mission in society in this area. You have well identified it in these slides on a conceptual level, I would look to also find guidelines that engage our distinctive methodology. Something along these lines, although I know that will take dialogue and discussion so as to come to an understanding. This is my own thinking right now.

If advocacy moves from a position that recognizes:

- The beautiful in all creation and creatures
- approaching others not as enemies but as **friends** who might share the vision
- **moves into shared benefit as its goal, mutuality, and a civic community of brothers and sisters**
- extends reconciliation to all
- appreciates all as a gift
- has reliance on God's continual action in the person, the community, and history

Then, HOW ADVOCACY IS DONE, its methodology of action, BECOMES VERY IMPORTANT. For examples,

1. Advocacy in a Franciscan mode engages in actions that advocates FOR THE POOR AND THEIR DIGNITY but presupposes good will on the part of all and uses methods that consciously create more respect, mutuality, and relationality between all the participants, even those in opposition;
2. Advocacy in a Franciscan mode leaves room for the incompleteness of human action with the hope that although our actions are limited, they begin a PROCESS OVER TIME that bears fruit in God's time; we are sowers not harvesters, patient creators not redeemers;
3. Advocacy in a Franciscan mode prefers to lead more by EXAMPLE than argument, more by A CONVICTION OF HOPE than by a commitment to absolute justice, more by A PROPHECY OF AFFIRMATION than by a prophecy of denunciation, more by THE TELLING OF STORIES than by systemic logical analysis, more by a FOCUS ON MUTUALITY than by an insistence on individual perspectives;
4. Advocacy in a Franciscan mode presents an ALTERNATIVE WAY and VISION OF COMMUNAL HUMANISM THAT critiques by WORD AND EXAMPLE a cultural advocacy that is divisive, oppositional, and uses pressure tactics to achieve an assertion of political power or individual rights based on binary oppositions (oppressor/oppressed, rich/poor, indifferent/engaged, conservative/liberal, male/female, gay-straight-lgbt, republican/democrat, capitalist/socialist. The Franciscan way is not binary but both/and or polyvalent.
5. Advocacy in a Franciscan mode, cautious of supporting issue driven interventions in a divided society, partners with others SO AS TO ENGAGE THEM in this larger social vision of COMMUNAL HUMANISM. The positions it takes are aimed to create COMMUNAL PEACE.

In *EVANGELII GUDIUM* in his chapter on social relationships Pope Francis establishes four principles that seem to me to capture part of our approach: reality is more important than ideas, time is greater than space, the whole is greater than the part, and a fourth one I cannot think of at the moment. Are you familiar with these passages?



There is one story I am thinking of here from our sources; I do not have the reference with me, but it details the issue of advocating from public argument (done by a Dominican) and advocacy by example (Francis). I can get the story for you. It would be a good starting point for a discussion, as Francis is asked to denounce the evils he sees but does not do that. The greeting he offers and the methods he uses are designed to establish the maximum amount of peace possible. What has struck me in our sources, is that although Francis sees the problems of society and church, he does not denounce them, but engages in a different mode of action in a cultural situation of divisiveness and argumentation. This is what I am trying to express above.

I hope this makes some sense; if anything, it will engage a discussion. I like what you have done. These are my additions. What do you think?

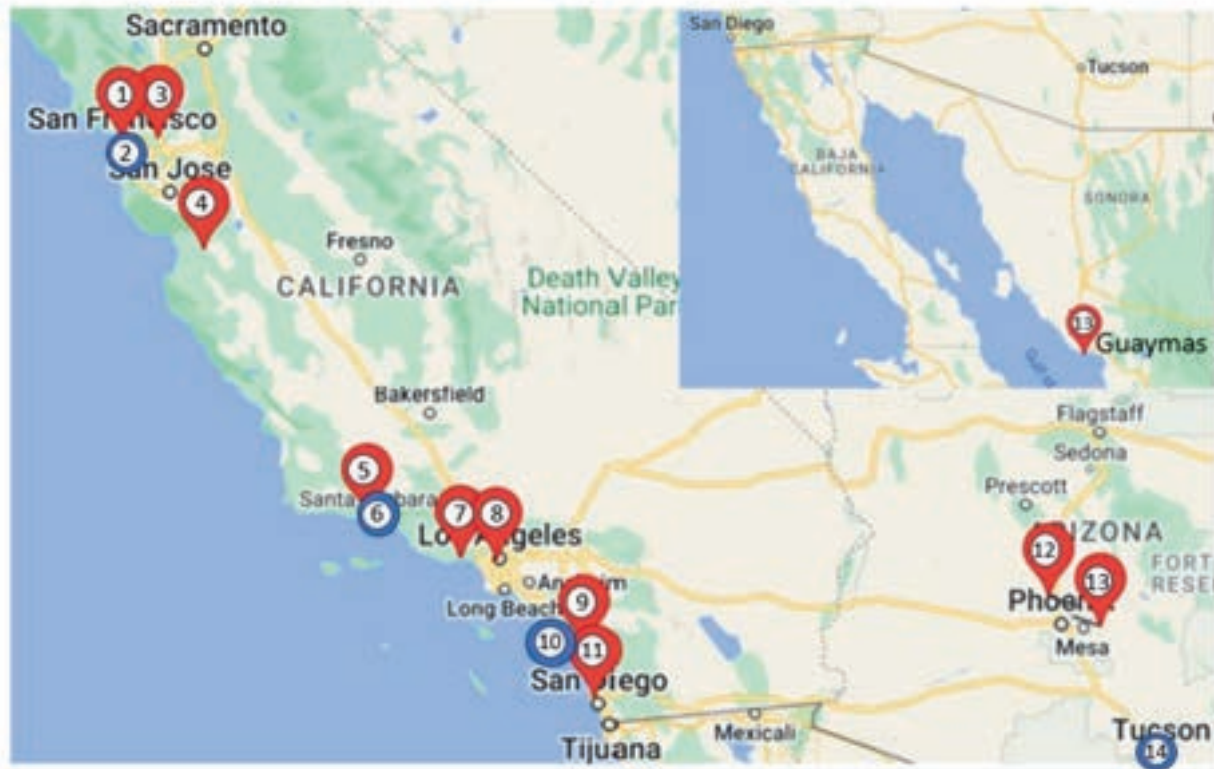
Thanks for asking. Joe



- A. List of Ministries
- B. Franciscan Ministries Members
- C. Bylaws
- D. Mission Integration Plan & Assessment



Franciscan Ministries & Parishes in the West



1. St. Anthony Foundation



St. Anthony's is the most comprehensive safety net service center in San Francisco, being founded in 1950. Every day, St. Anthony's provides essential services, health care, and gateways to stability to families and individuals in need. Everyone who comes through their doors joins the St. Anthony's family and helps St. Anthony's create a future where all people flourish.

150 Golden Gate Avenue, San Francisco, CA, 94102

<https://www.stanthonyssf.org/>

2. St. Boniface Parish



The people of St. Boniface parish are a culturally diverse and inclusive Roman Catholic community deeply rooted in the Franciscan tradition, who seek a place of beauty, hope, and refuge. Our parish is an oasis in the Tenderloin neighborhood of San Francisco. In worship and ministry, the parishioners of St. Boniface are committed to proclaim the liberating message and practicing the values of the Gospel of Jesus Christ.

133 Golden Gate Ave, San Francisco, CA 94102

<https://stbonifacesf.org/index.html>



3. San Damiano Retreat



San Damiano Retreat has been a ministry of the Franciscan Friars of the Province of St. Barbara since 1961. The mission of San Damiano Retreat is to provide a hospitable place of spiritual renewal for people of all faiths in the tradition of St. Francis and St. Clare of Assisi.

710 Highland Drive, Danville, CA 94526
<https://sandamiano.org/>

4. St. Francis Retreat



St. Francis Retreat Center is located in historic San Juan Bautista, California and provides a peaceful and contemplative environment conducive for renewal of mind, body and soul. In the Spirit of St. Francis of Assisi, the Center's staff commits itself to stewardship of the earth by honoring and preserving the Center's natural surroundings while extending hospitality and spiritual support to people of all faiths.

549 Mission Vineyard Road, San Juan Bautista, California 95045
<https://www.stfrancisretreat.com/>

5. Old Mission Santa Barbara



Old Mission Santa Barbara is a community of many parts, but one spirit. The Mission has served as a gathering place and spiritual home for many since its establishment in 1786. Today the Mission operations include a museum, gift shop, cemetery and mausoleum, historic gardens, as well as being the home to a community of Franciscan Friars. The Mission is also home base for Saint Barbara Parish, the Santa Bárbara Mission Archive-Library, and a Novitiate which provides the first year of education for Friars in training from across the United States.

2201 Laguna Street, Santa Barbara, CA 93015
<https://www.santabarbaramission.org/>

Santa Barbara Mission Archive Library



The Santa Bárbara Mission Archive-Library is committed to collecting and preserving historical and cultural resources pertaining to Franciscan history and Missions and the communities with which they interacted. The collections include over 9,000 pages of documents from the Franciscan Missions of California and Arizona, the Junipero Serra Collection, and the De la Guerra family papers.

2201 Laguna Street, Santa Barbara, CA 93015
<https://www.sbmali.org/>



6. St. Barbara Parish



St. Barbara Parish at Old Mission Santa Barbara is a Franciscan center of evangelization. In response to God's call to love, we are a faith community that strives to live the gospel in prayer, formation, evangelization, outreach and stewardship in the Franciscan tradition.

2201 Laguna Street, Santa Barbara, CA 93015

<https://www.saintbarbaraparish.org/>

7. Serra Retreat



Serra Retreat has been a Catholic retreat and conference center which provides the space, in a beautiful setting, for peace, serenity and reflection since 1942. Serra Retreat is located between the mountains and the ocean in Malibu, California. The Franciscan Friars continue the tradition for welcoming groups and personal retreats, as well as meetings, conferences and workshops. Serra Retreat provides a superb opportunity for church groups, schools, non-profit and profit organizations, to reflect, plan and set new goals.

3401 Serra Road, Malibu, CA 90265

<https://serraretreat.com/>

8. St. Francis Center



St. Francis Center has provided relief and support to homeless and extremely low-income individuals and families in Los Angeles since 1972. Much more than a soup kitchen or a food pantry, St. Francis Center offers a range of services to sustain and empower those in need and providing engaging volunteer opportunities. Welcoming all with joy, dignity, and compassion, the people of St. Francis Center dedicate themselves every day to Serving Hope.

1835 S. Hope St., Los Angeles, CA 90015

<https://www.stfranciscenterla.org/>

9. Mission San Luis Rey



Founded in 1798 and the largest of all the 21 California missions, Mission San Luis Rey is home to a community of Franciscan Friars and is open daily to the public in the Franciscan tradition of heritage and hospitality. Facilities include a Retreat Center with day and overnight programs for spiritual renewal and multi-function meeting spaces, a Cemetery open to all, the Mission Gift Shop, an interpretive Museum, and the Historic Church.

4050 Mission Avenue, Oceanside, CA 92057

<https://www.sanluisrey.org/>



10. Mission San Luis Rey Parish

In the Spirit of St. Francis, and as Catholics in a community of many cultures, we live the gospel of Jesus Christ. Strengthened by Word and Sacrament, we welcome all into God's inclusive love. We serve the poor, care for creation, and build a just and compassionate world.

4070 Mission Avenue, Oceanside, CA 92057

<https://sanluisreyparish.org/>

11. Franciscan School of Theology

The mission of the Franciscan School of Theology is to prepare women and men for professional ministry in the Roman Catholic Church, for careers in theological education, and for living a life dedicated to solidarity with those on the margins of society and the Church in the knowledge of Christian faith. FST embodies Franciscan theology in a religiously and culturally diverse world. FST, in their living, their learning, their relationships, and their community address both the head and the heart by integrating the pastoral and academic dimensions of theological study.

5998 Alcalá Park San Diego, CA 92110

<https://www.fst.edu>

12. Franciscan Renewal Center

The Franciscan Renewal Center, fondly known as "the Casa," is a place for spiritual growth, healing, and community that is open to everyone, regardless of faith, renewing lives through spiritual growth, healing and transformation, and service to others. The Franciscan Renewal Center was founded as a Catholic retreat, called 'Casa de Paz y Bien,' by the Friars in 1951 and remains an active religious community that seeks to follow in the footsteps of Saints Francis and Clare of Assisi.

5802 E. Lincoln Drive, Scottsdale AZ 85253

<https://www.thecasa.org/>

13. Casa Franciscana Outreach

Casa Franciscana Outreach in Scottsdale, Arizona supports the programs of Casa Franciscana serving the many needs of the marginalized population of Guaymas, Sonora, Mexico. Their support enables free medical/dental clinics, Mesón de Jesus (dining room), food packages for the home-bound and migrant shelter support. In collaboration with Shriners Hospitals, children with special needs, including orthopedic and burn issues, are transported to clinics in Phoenix for care.

PO Box 15576, Scottsdale, AZ 85267

<https://casafranciscanaoutreach.org/>



14. San Xavier del Bac Mission



The Mission was created to serve the needs of the local community, the village of Wá:k (San Xavier District) on the Tohono O'odham reservation. San Xavier Mission was founded as a Catholic mission by Father Eusebio Kino in 1692 and is the oldest intact European structure in Arizona. The church retains its original purpose of ministering to the religious needs of its parishioners.

1950 W San Xavier Rd, Tucson, AZ 85746

<https://sanxaviermission.org/>

Franciscan Ministries

Did You Know?

	The Franciscan friars (OFM) in the western United States are part of the Order of Friars Minor, a worldwide Roman Catholic religious community founded by St. Francis in Assisi over 800 years ago. Since its founding in 1915, the Province of St. Barbara is headquartered in Oakland, California and has fostered a broad range of ministries—shepherded by a host of dedicated and often colorful Franciscan friars!
 Franciscan Ministries	Franciscan Ministries (FM) was established in January 2019 and incorporated in 2022. Its role is to provide stability to our sponsored ministries now and into the future. It is designed to support the Franciscan identity and sustainability of our ministries by provide them with the assistance and governance they need to manage their ministries in an increasingly complex world and remain a gift to the Church and society. The FM Board of Directors is made up of friars and lay members. Collectively, the FM board and staff members possess broad temporal expertise, Franciscan formation experience and a commitment to furthering the Franciscan charism. FM reports to the current Definitorium and is projected to continue to report to future Provincial administrations.

Franciscan Ministries Board



Fr. David Gaa, OFM, Provincial Minister & FM Board Member

Fr. David is the Provincial Minister for the St. Barbara Province on the West Coast of the U.S and on the board of Franciscan Ministries. Fr. David spent seven years as pastor of a parish in Kazakhstan and more recently as pastor of Mission San Xavier del Bac, on a Native American Reservation in Arizona. He was Executive Director of Old Mission San Luis Rey when, in 2016, he was elected Provincial Minister. A native of Florida, Fr. David graduated from college with a degree in economics and finance. He moved to California as an adult, where he worked in the corporate world. Fr. David converted to Catholicism at the age of 24 and entered the Franciscan Order 10 years later. He made solemn (lifelong) vows as a friar and was ordained a Catholic priest in 1998 in Tucson, AZ.



Franciscan Ministries Board (cont.)

**Fr. Martin Ibarra, OFM, Vicar Provincial & FM Board Member**

Fr. Martin Ibarra, OFM is the Vicar Provincial for the St. Barbara Province on the West Coast of the U.S., the Executive Director of Guaymas Mission, and a board member of Franciscan Ministries. Fr. Martin is from Aguascalientes, Mexico. He entered the Franciscan friars' formation program in Los Angeles in 1993, made solemn (lifelong) vows as a friar in 2003 and was ordained a priest in Oakland in 2008. He currently serves as executive director of Casa Franciscana, a Franciscan organization that ministers to the poor and marginalized in one of the most economically disadvantaged areas of Guaymas, Mexico. As vicar provincial, Fr. Martin serves as the administrative and fraternal leader of the province in the absence of the provincial, as well as serve on the province's Definitorium.

**Kathleen Flanagan, Chair/President**

Kathleen Flanagan is a native New Yorker who worked her way West. She held C-level positions in the e-commerce industry for over 20 years. A versatile executive, her career included leadership roles in start-ups, private and public companies. While in Arizona, Flanagan became an active member of the Franciscan Renewal Center. After a brief retirement from the corporate world, Flanagan's spiritual stirrings led her to accept the position of Executive Director at Mission San Luis Rey. In 2019, she left Mission San Luis Rey to take on the role of Executive Director, Mission Integration and Ministry Support. Today, she is President of Franciscan Ministries. Kathleen has served on a variety of arts, civic, and corporate boards. She is committed to improving the dignity of the poor and has worked with non-profit organizations in the U.S., EU, Peru, India, and Rwanda to reduce homelessness, eradicate poverty, improve women's rights and education, and increase investment in small business. Flanagan is on the boards of the Franciscan Renewal Center in Arizona, the Franciscan School of Theology, and Mission San Luis Rey. She is an avid traveler, a voracious reader, an occasional hiker, and a very blessed mother and grandmother.

**Joe Atteridge, Board Member (Interim Treasurer)**

Joe is a longtime Advisor to the Franciscan Province of St. Barbara and Franciscan Ministries board member. In addition to his roles with the Franciscan Province of St. Barbara, Joe serves as Managing Partner of The Pacific Institute (TPI). TPI is a global consulting firm focused on improving leadership and organizational performance with cognitive science. In his prior work, Joe has over 30 years of leadership experience in C-suite positions in the travel/technology industry. He has served on the board of several Franciscan ministries as well as several for profit companies. He has a BA from Providence College and an MBA, with honors, from ASU's Thunderbird School of Global Management. He and his wife reside in Scottsdale, AZ.



Franciscan Ministries Board (cont.)

**Fr. John Gibbons OFM, Board Member**

Fr. John Gibbons grew up in Oregon and Colorado, the oldest of 4 children, and has a BA in English Literature. He entered the Franciscan Order in 1989 and was ordained in 2001. He has always had an interest in foreign mission, serving as a volunteer with Mother Teresa's missionaries in India while still an undergraduate, and then as a friar in Guatemala, Thailand, and on Apache and Tohono O'odham reservations in the Southwest. He spent 15 years in Russia as pastor and formator, and currently is pastor of San Solano Missions on the Tohono O'odham Nation in Arizona. He serves on his Province Council and is the newest member on the Franciscan Ministries Board.

**Kevin Gralen, Board Member**

Kevin Gralen leads the development of corporate strategy, commercial operations, and marketing at TruLite Health, Inc. His career includes over thirty years of executive experience in sales, marketing, business development, operations and general management within software and technology companies.

Recently, Kevin was the Vice-President of Product Operations at Teladoc Health. His role was responsible for service line operations, optimization and scale of the telehealth platform and provider training across all service lines. He had previously been a partner in a mid-market turnaround consultancy and serial leader in eight start-up companies.

Kevin has been part of the Casa community for many years. He was Vice Chair at FRC and Chair of Casa Franciscana Outreach. He was involved with a variety of ministries including Catholics Can Come Home. He has recently returned from hiking the Camino de Santiago.



Franciscan Ministries Staff

**Dave Nuttall, CFO**

Dave is the CFO of Franciscan Ministries and comes to the role with extensive corporate financial experience. Dave was the Vice President of Finance for Tandem Diabetes Care in San Diego for two years and prior to that was with Philips Healthcare in Carlsbad, CA for many years in various roles, including the Head of Finance for the Therapeutic Care Group and the General Manager for Hospital Respiratory Care Division. Dave is also the Co-Founder of Get Clean San Diego, LLC, a company which provides Alcohol & Drug free living environments for adults to transition back to a healthy, productive lives.

**Laura Chun, Executive Director, Mission Integration & Ministry Support**

Laura is the Executive Director of Mission Integration & Ministry Support with Franciscan Ministries. Laura previously was with AT&T as an Incident Manager and has had roles in Incident Management, Information Technologies Operations and Management as well as global Network Management. Laura holds a BS from the University of Illinois in both Psychology and Economics, a MBA from University of California, Irvine and a MA in Pastoral Studies from Loyola University, Chicago. Laura has been the Catholic Chaplain for the San Diego County Sheriff's Department and continues to be religious volunteer at the Vista Detention Facility. Laura has been deeply engaged in various ministries and parish life including Parent Sacramental Education, Religious Education for youth, Cultural Diversity Ministry, Pastoral Council, and the Altar Server Ministry. Laura and her husband Stephen have been married for 33 years and have three adult children. Laura is hiker, kayaker, traveler, and a professed member of the Secular Franciscan Order.

**Fr. Derran Combs, Mission Integration Leader**

Fr. Derran Combs serves as the Mission Integration Leader for Franciscan Ministries, helping advance and strengthen the organization's Franciscan identity and mission across its ministries and communities.

He works with leadership, boards, and ministry teams to foster a culture rooted in faith, service, compassion, and the Franciscan tradition, ensuring that the mission remains central to the organization's work and decision-making.



Amended and Restated Bylaws of
SPONSORED MINISTRY A

APPENDIX C

A California Nonprofit Religious Corporation
ARTICLE 1: OFFICES

The principal place of business of the corporation shall be in the Alameda County at 1500 34th Avenue, Oakland, CA 94601. The Members of the corporation after consultation with the Board of Directors may designate other places, either within or without the State of California, where other offices may be established and maintained and where corporate business may be transacted.

ARTICLE II: ORDER OF FRIARS MINOR

This Corporation is an integral subordinate unit and part of the Roman Catholic Religious Order known as the Order of Friars Minor (the "Order"). The Rules, Regulations, Discipline, General Constitutions and Provincial Statutes of the Order (including Provincial Statutes of the Province of Saint Barbara, or the successor entity) (each as amended from time to time and collectively, the "Rules"), are incorporated by reference into these Bylaws. If there is any conflict between the Rules and these Bylaws, the Rules shall prevail, provided that such Rules are not inconsistent with law or the Corporation's Articles of Incorporation (the "Articles"). The Secretary of the Corporation shall keep a copy of the Rules with these Bylaws.

ARTICLE III: NONPROFIT RELIGIOUS CORPORATION

Section 1: This Corporation is a nonprofit religious corporation and is not organized for the private gain of any person.

Section 2: The property of this Corporation is irrevocably dedicated to religious, educational and charitable purposes. Upon the dissolution or winding up of the Corporation, all of its business, properties and assets remaining after payment of all debts and liabilities, shall be distributed as provided in the Articles.

ARTICLE IV: MEMBERS/TRUSTEE

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 5034, 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.

Section 3: General Meeting of the Trustee will be held at least annually at such time and place, and under meeting protocols specified by the Rules.

ARTICLE V: BOARD OF DIRECTORS

Section 1: Powers. Subject to applicable laws, and in accordance with the religious principles of the Order, this Corporation's activities, business, and affairs shall be managed, and all corporate powers (except for those specifically reserved to the Trustee in Article IV, Section 2 of these Bylaws) shall be exercised by or under the direction of the Board.

Section 2: Duties. In addition to any other duties imposed by California law or these Bylaws, the Board shall have the following governance and advisory duties:

1. Governance Duties:

- a. Implement, uphold, and perpetuate the mission, philosophy and Franciscan Values of the Corporation;
- b. Ensure that Franciscan Values, especially the principles of Catholic social teachings, are evident in the culture and operations of the Corporation;
- c. Serve as stewards of the Corporation in the areas of mission, Franciscan Values, and fiduciary responsibility for the Corporation's assets;
- d. Oversee implementation of Board policies governing the administration of the Corporation, its fiscal activities, physical plant planning, and personnel;



- e. Evaluate the Corporation's programs on a regular basis to determine their effectiveness in light of the organization's mission, Franciscan Values, and service to the community;
- f. Oversee the Executive Director by:
 - i. Annually assessing his or her performance;
 - ii. Overseeing grievance procedures involving the Executive Director; and
- g. Establish policy for the Corporation to enable the Executive Director to manage directly the daily operations of the Corporation.

2. Advisory Duties:

- a. Nominate and recommend for appointment by the Trustee the following key roles for the Corporation:
 - i. Directors; ii. Chair; and iii. Executive Director;
- b. Recommend for consideration and approval by the Trustee:
 - i. Annual operating and capital budgets; ii. The Corporation's strategic plan; iii. Financial and operating limits of authority for the Board; and iv. Amendment, modification, or repeal of these Bylaws;
- c. Advise the Executive Director on issues raised concerning management of the business of the Corporation; and
- d. Assess the effectiveness of the Board in terms of its commitment to the mission, Franciscan Values, stewardship of the Corporation's assets, and governance and welfare of the Corporation.

Section 3: Number. The number of Directors shall be no fewer than three (3) and no more than twenty-one (21), as established from time to time by resolution of the Board.



Section 4: Nomination and Appointment. Directors shall be appointed by the Trustee. The Board shall either appoint an ad hoc nominating committee or charge a standing committee with responsibility to make nominations to the Board. The nominations shall be proposed to the Board for recommendation to and consideration by the Trustee; provided that the Trustee may appoint Directors, who were not nominated by the Board.

Section 5: Election and Term of Office. Upon appointment by the Trustee, the term of office of each Director is three (3) years. No Director shall hold office for more than three (3) successive terms unless an extension is separately approved for good cause by the Trustee. Each Director shall hold office until expiration of the term for which elected and until a successor is elected and qualified.

Section 6: Resignation. A Director may resign effective upon written notice to the Chair unless such notice specifies a later time for the effectiveness of such resignation. The Chair may submit his/her resignation directly to the Trustee. The acceptance of such resignation shall not be necessary to make it effective. If the resignation is effective at a future time, a successor may be elected before such time, to take office when the resignation becomes effective.

Section 7: Vacancy. A vacancy on the Board shall be deemed to exist in the event of (a) the death, removal, or resignation of any Director; or (b) an increase in the authorized number of Directors.

Section 8: Removal. A Director may be removed by the Trustee with or without cause at any time. The Board shall remove a Director who fails to attend three (3) consecutive meetings of the Board without the prior consent of the Chair.

ARTICLE VI: BOARD MEETINGS

Section 1: Place of Meetings. Board meetings may be held anywhere within or outside California designated by Board resolution.

Section 2: Annual Meeting. The Board shall hold a general annual meeting to elect officers and transact other business. Notice of this meeting is not required.

Section 3: Other Regular Meetings. Other regular meetings of the Board shall be held at least quarterly without notice at such time and place as the Board may fix



from time to time. Subject to other provisions of these Bylaws, any other proper business may be transacted at this meeting.

Section 4: Special Meetings. Special meetings of the Board may be called at any time by any officer or two Directors.

Section 5: Quorum. A majority of the Directors in office shall constitute a quorum for the transaction of any business except adjournment. Every action taken by a majority of the Directors present at a duly held meeting at which a quorum is present shall be an act of the Board. A meeting at which a quorum is initially present may continue to transact business, despite the withdrawal of some Directors, if any action taken is approved by at least a majority of the required quorum for that meeting.

Section 6: Method of Meetings. Directors may participate in a meeting by means of conference telephone, electronic video screen communication, or electronic transmission by and to the Corporation as described in Corporations Code Sections 20 and 21. Participation by conference telephone or electronic video screen communication shall constitute presence in person at that meeting as long as all Directors participating in the meeting are able to hear one another. Participation in a meeting by electronic transmission by and to the Corporation, other than conference telephone and electronic video screen communication, shall constitute presence in person at that meeting if (i) each Director participating in the meeting can communicate with all other Directors concurrently; and (ii) each Director is provided the means to participate in all matters before the Board, including, without limitation, the capacity to propose, or to interpose an objection to, a specific action to be taken by the Corporation.

Section 7: Action Without a Meeting by Written Consent. Any action required or permitted to be taken by the Board may be taken without a meeting, if all Directors consent in writing to the action. The written consent or consents shall be filed with the minutes of the proceedings of the Board. The action by written consent shall have the same force and effect as a unanimous vote of the Board.

Section 8: Other Attendees. At the invitation of the Board, outside participants such as the administrative staff may attend Board meetings to help inform the deliberations of the Board. Such participants shall be deemed guests of the Board



and shall have no voting rights. The Board may, at its option, excuse such participants in order to meet in executive session.

Section 9: Conflict of Interest. Any possible conflict of interest on the part of a Director shall be disclosed by such Director to the Board. Such Director shall abstain from voting on any matter involving such interest, shall not use personal influence on the matter, and shall not be counted in the quorum for a meeting at which Board action is to be taken on the matter. The Director may, however, briefly state a position on the matter, and answer pertinent questions of members of the Board. The minutes of all actions of the Board taken on such matters shall clearly reflect that these requirements have been met. Outside work or volunteer services involving the Order shall not be deemed a conflict of interest.

ARTICLE VII: BOARD COMMITTEES

Section 1: Committees with Board Authority. The Board, by resolution adopted by a majority of the Directors then in office, may create one or more committees, each consisting of two or more Directors, to serve at the pleasure of the Board. Such committees shall include only Directors. Appointments to Board committees shall be by majority vote of the Directors then in office. The Board may appoint one or more Directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee shall have all the authority of the Board to the extent provided in the Board resolution, except that no committee may: fill vacancies on the Board or any committee of the Board; fix compensation of the directors for serving on the Board or on any committee; amend or repeal bylaws or adopt new bylaws; amend or repeal any resolution of the Board that by its express terms is not amendable or repealable; create any other Board committees or appoint the members of such committees; or expend corporate funds to support a nominee for Director if more people have been nominated for Director than can be elected.

Section 2: Advisory Committees. The Board may also create one or more advisory committees to serve at the pleasure of the Board. Such committees shall not have the authority of the Board and may include both Directors and non-Directors.

Section 3: Executive Committee. Without limiting the foregoing, the Board shall appoint an Executive Committee on which the Board may confer the authority of the Board from time to time to perform specific tasks. This committee shall (i)



plan and administer the agenda for Board meetings; (ii) address all matters delegated to it by the Board; (iii) monitor ongoing issues before the Board and timely present them to the Board; (iv) at least annually, administer a process to evaluate the Executive Director and share the evaluation with the Board and the Trustee; and (v) nominate other members to the Executive Committee for appointment by the Board. Executive Committee members shall include all officers of the Board and may include other Directors.

Section 4: Meetings and Actions. Meetings and actions of Board committees shall be governed by, held, and taken in accordance with the provisions of these Bylaws concerning Board meetings and actions, except that the time for meetings of such committees may be set either by Board resolution or, if none, by committee resolution. Minutes of each meeting shall be kept and filed with the corporate records. The Board may adopt rules for the governance of any committee as long as the rules are consistent with these Bylaws. In the absence of rules adopted by the Board, the committee may adopt such rules.

ARTICLE VIII: OFFICERS

Section 1: Officers: The Corporation shall have the following officers, all of whom shall be selected from among the Directors : Chair, Secretary and Treasurer. At the discretion of the Board, the Corporation may also have a Vice Chair, who shall also be selected from among the Directors, The Chair shall be nominated by the Board but shall be appointed by the Trustee. All other officers shall be appointed by the Board. Nominations for any officer may be made by the Directors. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the Chair.

Section 2: Chair. The Chair, if present, shall preside at all meetings of the Board and of the Executive Committee. The Chair and shall exercise and perform such other powers and duties as may be assigned from time to time in writing by the Trustee or prescribed by these Bylaws.

Section 3: Vice Chair. The Vice Chair, if any, shall exercise and perform such powers and duties as may be assigned from time to time by the Board or prescribed by these Bylaws. If the Chair is absent or is unable to act, the Vice Chair (if any) shall exercise his/her powers and perform his/her duties.



Section 4: Secretary. The Secretary shall maintain minutes of Board, Executive Committee, and Trustee meetings. The Secretary shall maintain the book containing all minutes and give due notice of meetings to the Board, the Executive Committee, and Trustee, respectively. The Secretary shall act as Chair in the absence of both the Chair and the Vice Chair (if any).

Section 5: Treasurer. The Treasurer shall perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him/her by the Chair or the Board. The Treasurer shall act as Chair in the absence of the Chair, the Vice Chair (if any), and the Secretary.

Section 6: Temporary Chair. In the absence of the officers listed in Sections 2-5 above, the Board shall appoint a temporary Chair.

Section 7: Term. Each officer shall be appointed for a term of three (3) years subject to voluntary resignation or removal by the Board, with or without cause. No officer may serve more than three (3) successive terms.

Section 8: Replacement. Subject to compliance with the Rules, any officer may resign at any time by giving written notice to the Board. The resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified in the notice or otherwise provided in the Rules, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the Corporation under any contract to which the officer is a party.

Section 9: Vacancy. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these Bylaws for normal appointments to that office; provided, however, that vacancies need not be filled on an annual basis.

ARTICLE IX: EXECUTIVE DIRECTOR

The Executive Director (by whatever title) shall be appointed by the Trustee after consultation with the Board. He/she shall report to and be supervised by the Board and shall not be a Director (i.e., a member of the Board), unless such appointment is recommended by a supermajority (two thirds) of the Board and approved by unanimous consent of the Trustee. The Executive Director shall provide executive leadership and implement the overall vision and administration of the Corporation



within the spirit of its mission, Franciscan Values, and Catholic social teachings. The Executive Director shall implement policies set by the Board and fulfill the duties prescribed in a job description that is periodically reviewed and updated by the Executive Committee. Among other duties, the Executive Director shall deliver annual and other timely reports on the affairs of the Corporation to the Board and shall meet periodically with the Board to discuss current issues of importance. The Board may appoint a Director from time to time to serve as the primary liaison from the Board to the Executive Director.

ARTICLE X: INDEMNIFICATION AND LIMITATION OF LIABILITY

Section 1: Non-Liability of Directors and Trustee. Directors and Trustee shall not be personally liable for monetary damages to a third party or the debts, liabilities, or other obligations of the Corporation to the fullest extent permitted by law.

Section 2: Indemnification of Trustee, Directors, Officers, Employees and Other Agents.

1. To the extent that a person who is, or was, a Trustee, Director, officer, committee member or other agent of this Corporation has been successful on the merits in defense of any civil, criminal, administrative or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the Corporation, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.
2. If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements and other amounts reasonably incurred in connection with such settlements and other amounts reasonably incurred in connection with such proceedings shall be provided by this Corporation, but only to the extent allowed by applicable law.
3. To the fullest extent permitted by law, this Corporation may indemnify its Trustee, Directors, officers, employees, including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by



them in connection with any legal proceeding, including an action by or in the right of the Corporation.

4. On the written request to the Board by any person seeking indemnification under these Bylaws, the Board shall have final determination if the facts support indemnification, and if so determined, authorize the Corporation to reimburse expenses.
5. To the fullest extent permitted by law, and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under these Bylaws, and approved by the Board in defending any proceeding covered by such Sections shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid 'unless it is ultimately found that the person is entitled to be indemnified by the Corporation for those expenses.

Section 3: Insurance for Corporate Agents. The Board may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the Corporation against any liability (other than for violating provisions of law relating to self-dealing) assessed against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the Corporation would have the power to indemnify the agent against such liability.

ARTICLE XI: INSPECTION

Section 1: Inspection by Directors. Each Director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind and to inspect the physical properties of the Corporation for a purpose reasonably related to the person's interests as a Director.

Section 2: Inspection by Trustee. The Trustee may inspect and copy the record of all Trustee' names, addresses and voting rights, at reasonable times, upon five business days' prior written demand to the Corporation for a purpose reasonably related to the person's interest as a Trustee. The trustee may inspect the accounting books and records and minutes of proceedings of the Trustee and the Board upon written demand to the Corporation at any reasonable time, for a purpose reasonably related to the person's interests as a Trustee.



ARTICLE XII: AMENDMENTS

Section 1: These Bylaws may be amended from time to time by approval of the Trustee as set forth in Corporations Code Section 5034.

Section 2: The Articles may be amended from time to time by the vote of the Board and by approval of the Trustee as set forth in Corporations Code Section 5034.



Adopted by the Board of Trustees on July 27, 2000

II

Changes to Article VI approved by the Board of Trustees November 13, 2002

Updates to Article VI, Section 10 h (proxy voting) to correct clerical error November 5, 2004

Amendments approved by the Board of Trustees November 13, 2007

Amendments approved by the Board of Trustees May 18, 2011

Amendments approved by the Board of Trustees May 22, 2013

Amendments recommended to Board of trustees November 22, 2013

Amendments as approved by Board of Regents on 10/12/2018

Amendments approved by the Board of Trustee May 19, 2022

ATTEST:


Secretary of the Trustees


Date



Appendix A

In accordance with Article IV, Section 2.10 of these Bylaws, the Trustee hereby authorizes the Board of Directors to authorize expenditures outside of the normal budget approval process cumulatively in the amount of \$200,000 during any fiscal year cycle. This amount will be periodically reviewed and may be updated from time to time at the discretion of the Trustee.



The Purpose and Culture of the Ministries of the Order of Friars Minor

Province of St. Barbara

Our purpose is to imitate God's all inclusive, extravagant love for each individual person by caring for their physical, emotional, spiritual, and intellectual needs on their life's journey.

Collaboration

Our thoughts, behaviors, and decisions are based on inclusive relationships.

Interdependence

As a part of a Divine ecosystem, we carefully consider how our actions impact others. We understand that each Ministry is a part of and contributes to the larger Franciscan movement and the work of the Church in the world.

Awareness & Self Reflection

We practice self-reflection through a process of increasing interior awareness and articulation of our motives and values.

Accompaniment

We accept people where they are and accompany them without judgement.

We are grounded in the stories of Francis, Clare, and our Franciscan Heritage to deepen and further inform our understanding and articulation of what we mean by Franciscan culture.



Visible Signs that we are living out our Purpose

Please use this as a self-assessment for boards and ministry leaders

Collaboration

- ☐ Prioritizing relationships
- ☐ Inclusive decision-making where stakeholders are identified and included
- ☐ Making decisions closest to those affected by them
- ☐ Encouraging and listening to different perspectives rather than refuting them
- ☐ Reaching beyond our ministry to the greater Province, Franciscan family, and community to seek input, feedback, and expertise

Interdependence

- ☐ Understanding that each ministry is one in a family of ministries sponsored by the Franciscan Order, we act with the interests of the whole in mind
- ☐ Explicitly identifying who and what will be impacted by our behaviors and decisions and considering our impact before acting
- ☐ Embracing our reliance on others and others' reliance on us
- ☐ Having accepted our interdependence, we maintain an abundance mentality and share freely and generously, knowing that when we are in need, others will share with us.

Accompaniment

- ☐ Relating to each person as an individual, not simply as a member of a market or group
- ☐ Focusing on loving people, not solving their problems
- ☐ Respecting individuals by accepting them as they are; we make resources available, but resist defining organizational success as a change in an individual's status. (e.g. from unhoused to housed, from addiction to sobriety, from atheist to Christian). Our success metrics aren't outcome-oriented.
- ☐ Humbly walking beside others, welcoming them, listening to them, inviting and responding to them and listening some more

Awareness & Self Reflection

- ☐ Conversations and discussions filled with the language of our shared purpose and values
- ☐ Pacing decision-making to allow for further reflection or input, taking into account the foundational stories of the Franciscan Order and ministry origin
- ☐ Planning consistent time for formation, reflection, and retreats
- ☐ Articulating our individual and collective motives, both in harmony and in tension with organizational purpose or values



Mission Integration

Mission Integration Plan

Mission Name Here _____

Mission Integration Plan Fiscal Year 2025-2026

Focus Area	Description (examples – add your own here)	Timetable	Discussions
Franciscan Purpose & Culture	Have Purpose & Culture document posted and visible to staff. Culture behavior documents present at meetings and specific behaviors encouraged.		
Board Formation*	Thirty-minute Mission Integration session every quarter...		
Staff Formation*	One hour per month Mission Integration at staff meeting with Laura acting as a facilitator once every quarter...		
Volunteer Formation	Review aspects of Franciscan Purpose & Culture with each group of volunteers...		
Catholic, Franciscan Identity*			
Physical Plant			
Programs			
Hiring, on-boarding and review processes			
Other			

*Denotes a focus area we recommend to all ministries



Mission Integration Assessment – 2025



Mission Integration is a central and ongoing responsibility of Boards and Management. Ensuring that our ministries have a Franciscan culture and are committed to Franciscan values and Catholic Social Teaching is core to fulfilling that duty. This assessment is intended to inspire dialogue regarding Mission Integration and ensuring alignment with the ministry sponsor. Boards and Ministry leadership are asked to reflect on Mission Integration and formally complete this assessment each year. Please send the completed assessment to Laura Chun at Ichun@friars.us

1. Mission Integration Plan

- Is the MI Plan created jointly by the Board and Management?
- Is the MI Plan progress regularly reviewed by the board?
- Please attach a copy of the current MI Plan with status on each item

2. Franciscan Purpose and Culture

It is the responsibility of the Board and the Ministry to foster a vibrant Franciscan culture within the Ministry, aligned with the Franciscan friars. The purpose for all Ministries is to *imitate God's all inclusive, extravagant love for each individual person by caring for their physical, emotional, spiritual, and intellectual needs on their life's journey.*

- Strategic plan: How well is your ministry's purpose and strategic plan aligned with the purpose and culture of the Franciscan friars?

Please summarize observations and any note desired action items:

3. Behaviors supporting Franciscan Purpose and Culture

We live and embody Franciscan Culture and Purpose through specific behaviors related to Collaboration, Interdependence, Accompaniment, and Awareness & Self Reflection.



3a. Collaboration: Our thoughts, behaviors, and decisions are based on inclusive relationships. How do we as a Board and Ministry prioritize relationships?

- Do we engage in inclusive decision making where stakeholders are identified and included?
- Are decisions made closest to those affected by them?
- Do we encourage and listen to different perspectives rather than refuting them?
- Do we reach beyond our ministry to the greater Province, Franciscan family, and community to seek input, feedback, and expertise?

Please share **how** your ministry embodies Collaboration; please include any desired action items:

3b. Interdependence: We carefully consider how our actions impact others. We understand that each Ministry is a part of and contributes to the larger Franciscan movement and the work of the Church in the world.

- Do we act in a way that shows understanding that each ministry is one in a family of ministries sponsored by the Franciscan Order? Do we act with the interests of the whole in mind?
- Do we explicitly identify who and what will be impacted by our behaviors and decisions and considering our impact before acting?
- Do we embrace our reliance on others and others' reliance on us?
- Having accepted our interdependence, do we maintain an abundance mentality and share freely and generously, knowing that when we are in need, others will share with us?

Please share **how** your ministry embodies Interdependence; please include any desired action items:



3c. Accompaniment: We accept people where they are and accompany them without judgement.

- Do we relate to each person as an individual, not simply as a member of a market or group?
- Do we focus on loving people, not solving their problems?
- Do we respect individuals by accepting them as they are? Do we make resources available, but resist defining organizational success as a change in an individual's status (e.g. from unhoused to housed, from addiction to sobriety, from atheist to Christian)? Do we ensure that our success metrics aren't outcome oriented?
- Do we humbly walk beside others, welcoming them, listening to them, inviting and responding to them and listening some more?

Please share **how** your ministry embodies Accompaniment; please include any desired action items:

3d: Awareness & Self Reflection: We practice self-reflection through a process of increasing interior awareness and articulation of our motives and values.

- Are our conversations and discussions filled with the language of our shared purpose and values?
- Do we pace decision-making to allow for further reflection or input, considering the foundational stories of the Franciscan Order and ministry origin?
- Do we plan consistent time for formation, reflection, and retreats?
- Do we articulate our individual and collective motives, both in harmony and in tension with organizational purpose or values?

Please share **how** your ministry embodies Awareness & Self Reflection; please include any desired action items:



4. Governance

- Do all board members and staff understand that we are a sponsored ministry of Franciscan Friars before they are hired?
- Have all board members read bylaws and understand the two-tiered governance structure?
- Do all board members understand their role and responsibilities?
- Does the board do at least an annual assessment of its own performance?
- Are Board members and management familiar with what powers are reserved by the trustees?

Please share **how** your ministry board ensures Franciscan governance; please include any desired action items:

5. How can FM better support your governance and Mission Integration needs?



[illegible]

[illegible]

[illegible]

[illegible]

Dear Board Chairs,

May the Lord give you peace!

We all understand that our primary responsibility is to deepen and sustain a Franciscan culture, but it is easy for operational and finance issues to crystalize our attention on “what” needs to be done rather than “how” it is being done. Culture is reflected most strongly in the “how”. In concrete observable behaviors.

I assume that at the start of every fiscal year you define your executive’s objectives. I further assume that to maintain focus on them their performance review and compensation are tied to those objectives. Therefore, I am writing to provide you with some guidance from FM on how to consider culture in executive performance evaluations.

FM is asking all ministries to make Franciscan culture 30-50% of how the executive’s performance is measured. When performance reviews are heavily weight toward culture:

- It reinforces that culture is a major priority.
- Encourages discussions at leadership and board meetings about the larger context and the counter-cultural values that we adhere to.
- Reminds the executive about the importance of modeling behavior.

How do we accurately evaluate the executive’s performance related to culture? We suggest three criteria.

1. The executive engages the board in the creation of the annual mission integration plan and discusses its progress with the board and staff regularly throughout the year. It is integrated into the strategy as a strategic benefit not simply a task to be completed.
2. The executive and their leadership team consistently model the specific characteristics and behaviors described in the Purpose document in their communication, decision-making, programs and demeanor.
3. The executive is engaged in on-going Franciscan formation/development for themselves and their team. They participate and encouraging others to participate in FM sponsored programs like orientation, pilgrimage, retreats, and Legacy Day. They are engaged with other ministries, make time for spiritual reflection and prayer at meetings, ask for input from reliable Franciscan sources, look to FM for guidance, know and refer to Franciscan stories to inform their actions.

If you have any questions on this subject, please reach out to your FM Board member or me.

Peace and all good,

Kathleen Flanagan
Chair/President, Franciscan Ministries
kflanagan@friars.us
480-612-1496

