

PRESBYTERIAN MISSION AGENCY



MANUAL OF OPERATIONS

MARCH 2016

Presbyterian Mission Agency Manual of Operations

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PRESBYTERIAN MISSION AGENCY

MANUAL OF OPERATIONS

Vision Statement

Presbyterian joyfully engaging in God's Mission for the transformation of the world.

Mission Statement

Inspire, equip and connect the PC (USA) in its many expressions to serve Christ in the world through new and existing communities of faith, hope, love and witness.

Core Values of the Presbyterian Mission Agency

Collaborative: Working together in an inclusive community, we will invite input, share ideas and seek the best ways to accomplish our common goals.

Accountable: Relying on the Holy Spirit to enable us to trust and to be trustworthy, we will take responsibility for our actions and work with integrity, transparency and love.

Responsive: Acting as servant leaders, we will faithfully respond to the voices and needs of the church by being timely, helpful, enthusiastic and mission-centered.

Excellent: Demonstrating faithful stewardship and service through God's empowering grace, we will work with energy, intelligence, imagination and love.

PRESBYTERIAN MISSION AGENCY

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PRESBYTERIAN MISSION AGENCY

MANUAL OF OPERATIONS

I. Introduction

- A. As an agency of the General Assembly, the Presbyterian Mission Agency implements policies established by the General Assembly, coordinates the work of the General Assembly Ministries in light of General Assembly mission directions, goals, objectives, and priorities; works in partnership with synods and presbyteries; and develops and proposes a comprehensive budget to the General Assembly. Members of the Presbyterian Mission Agency Board are elected by the General Assembly and are representatives of synods, presbyteries, and the church at-large. [See *Organization for Mission*, Section I., History of the *Structure for Mission of the Presbyterian Church (U.S.A.)*]

The Manual of Operations shall be in compliance with the *Book of Order*, the General Assembly Deliverances, the Organization for Mission, and the Standing Rules of the General Assembly.

The Presbyterian Mission Agency Board may change those appendixes to the Manual of Operations that are within its purview following a first reading, which may be electronic, and adoption at a subsequent plenary session. First reading and action may take place during the same session of the Presbyterian Mission Agency Board. The Presbyterian Mission Agency Board Executive Committee shall submit a written report of changes to the appendixes to the next General Assembly (See Appendix 11 for the Process and Procedure for Submitting Changes to the Manual of Operations.)

- B. Use of Robert's Rules of Order (Revised)

The meetings of the Presbyterian Mission Agency Board and related bodies are held in accordance with the provisions of the *Book of Order*. As specified in G-9.0302, “. . . the most recent edition of Robert's Rules of Order . . .” is used.

II. Composition of the Board

- A. Membership:

The Presbyterian Mission Agency Board is currently composed of 57 members (40 voting and 17 non-voting). Elected members of the Board serve a six-year, non-renewable term:

1. Voting Members

- a. Elected Membership (36)

- 6 General Assembly commissioners (2 from current assembly, 2 from the two immediate past assemblies)
- 4 young adults (ages 18-35)
- 3 ordained presbytery staff
- 2 ordained synod staff
- 21 from recommendations of presbyteries

- b. Ex-officio Members (4)

- Current Moderator of the General Assembly
- Immediate past Moderator of the General Assembly
- The current Moderator of the Churchwide Coordinating Team of Presbyterian Women
- A representative from the National Council of Presbyterian Men, Inc.

2. Non-Voting Members - with voice:

a. Corresponding Members (15)

- Stated Clerk of the General Assembly
- Executive Director of the Presbyterian Mission Agency
- Representative from the Committee on the Office of the General Assembly (COGA)
- Chair of the Advisory Committee on Social Witness Policy (ACSWP)
- Chair of the Advocacy Committee for Racial Ethnic Concerns (ACREC)
- Chair of the Advocacy Committee for Women's Concerns (ACWC)
- Representative from the Committee on Theological Education (COTE)
- Board of Pensions of the Presbyterian Church (U.S.A.) President
- Board of Pensions of the Presbyterian Church (U.S.A.) Chair or designee
- Presbyterian Church (U.S.A.) Foundation President
- Presbyterian Church (U.S.A.) Foundation Chair or designee
- Presbyterian Publishing Corporation President
- Presbyterian Publishing Corporation Chair or designee
- Presbyterian Investment and Loan Program, Inc. President
- Presbyterian Investment and Loan Program, Inc. Chair or designee

Corresponding members are not assigned to a committee and may attend any committee meeting that is conducting business of interest to them. Corresponding members of the Presbyterian Mission Agency Board have voice but not vote in Presbyterian Mission Agency Board and committee meetings.

b. Ecumenical Advisory Members (2)

Ecumenical advisory members are nominated by the General Assembly Nominating Committee for election by the General Assembly for two-year terms, with eligibility for two additional terms, on the Presbyterian Mission Agency Board. One ecumenical advisory member shall serve on the Justice Committee and one shall serve on the Worshiping Communities Committee, with voice and vote in committee. Ecumenical advisory members to the Presbyterian Mission Agency Board shall not be elected to the Executive Committee of the Presbyterian Mission Agency Board.

3. At-large Committee Members

The General Assembly Nominating Committee nominates for General Assembly election, in consultation with the committees, two persons to serve on the Audit Committee and two persons to serve on Finance Committee, with voice and vote. These at-large members serve a two-year term, and are eligible for re-election twice. These members are nominated from the church at-large for their special expertise in each of these areas. While they are not members of the Presbyterian Mission Agency Board, they are granted the privilege of the floor during Presbyterian Mission Agency Board plenary sessions on matters related to their special expertise.

B. Inclusiveness and Diversity

General Assembly policies ensure that elected bodies represent the wealth of diverse gifts found in the church and provide a means to share responsibilities and decision making. The General Assembly Nominating Committee provides for diversity and inclusiveness in the Board's membership. The General Assembly Committee on Representation monitors their work as well as the appointment of committees and task forces by the Board.

It is the policy of the Presbyterian Mission Agency to use expansive language when referring to God and inclusive language when referring to God’s people.

C. Areas of Service:

The Presbyterian Mission Agency Board may change the names, number, and structure of Board committees in order to carry out the goals and objectives of the Mission Work Plan using the process delineated in Appendix 11. The work of the Presbyterian Mission Agency Board is carried out by elected members who may serve on Board committees as well as in liaison relationships.

III. Role of the Presbyterian Mission Agency Board

The Presbyterian Mission Agency Board shall have the following responsibilities

- A. To cultivate and promote the spiritual welfare of the whole church.
- B. To provide resources to support equal employment opportunity and affirmative action for members of racial ethnic groups, for women, for various age groups, for persons regardless of marital condition (married, single, widowed, or divorced), and for persons with disabilities.
- C. To develop and propose for GA approval, the mission directions, goals, objectives, and priorities of the Presbyterian Mission Agency, doing so by taking into account the mission work being done by sessions, presbyteries, and synods, and to propose for GA approval, an accompanying budget that will implement the mission work plan of the Presbyterian Mission Agency.
- D. To act in those specific matters assigned to the Presbyterian Mission Agency Board by the General Assembly, acting always according to previously enacted General Assembly policies, reporting fully to each subsequent General Assembly its actions.
- E. To perform such additional responsibilities and duties as may be assigned by the General Assembly.

The Presbyterian Mission Agency Board, in consultation with appropriate individuals and groups, establishes such committees, task forces, and work groups as are necessary to conduct its business. Current committees are recorded in Appendix 1 of this manual.

The Executive Director reports to the Presbyterian Mission Agency Board Executive Committee and the Board itself. The Executive Director shall provide direction, leadership, and coordination for the total mission program and shared services including review and evaluation.

IV. Citation of Major Documents

The following documents guide the work of the Presbyterian Mission Agency Board and are maintained in offices engaged in work related to their subject matter. Unless appended, these documents are available on the Presbyterian Mission Agency Website, with printed copies available by request.

- A. Churchwide Equal Employment Opportunity and Affirmative Action Plan Approved by General Assembly. The plan is available from the Presbyterian Mission Agency Office of Human Resources.
- B. “Policies Regarding Public Statements by the Board” approved by the Presbyterian Mission Agency Board (Appendix 3).
- C. Current Mission Work Plan.
- D. Organization for Mission.

E. Seeking to be Faithful Together: Guidelines for Presbyterians During Times of Disagreement.

V. Presbyterian Mission Agency Staffing

- A. The Presbyterian Mission Agency Board fulfills its work, in part, through staff led by the Executive Director. For the Presbyterian Mission Agency staff organization, refer to Appendix 2.
- B. The Presbyterian Mission Agency Board, upon recommendation of the Executive Director, is authorized to restructure the staff organization, always in alignment with the mission direction of the General Assembly. Any such organizational changes will be reported to the next General Assembly.

VI. Election and Confirmation of the Presbyterian Mission Agency Executive Director

The Executive Director of the Presbyterian Mission Agency shall be elected by the Presbyterian Mission Agency Board to a four-year term subject to confirmation by the General Assembly. Upon election, the Executive Director serves with the full authority of the office until confirmed by the next General Assembly. (*Organization for Mission*, Section V.G.)

APPENDIX 1A

Presbyterian Mission Agency Board Organization

Presbyterian Mission Agency Board members are nominated by the General Assembly Nominating Committee and elected by the General Assembly for six-year, non-renewable terms.

I. Responsibilities of the Board

The responsibilities of the Presbyterian Mission Agency Board are listed in Section III of this Manual.

II. Board Meetings

- A. Stated/Regular Meetings—Recommendations regarding the scheduling of meetings of the Presbyterian Mission Agency Board shall be prepared by the Presbyterian Mission Agency Board Executive Committee and brought to the Board for approval.
- B. Special/Called Meetings—Upon the written request of at least ten (10) voting members of the Board, the chair shall call a meeting. Written notice of the meeting shall be provided, specifying the subject matter to be considered, to all members of the Board at least fifteen (15) calendar days in advance of the meeting date. All members of the Presbyterian Mission Agency Board shall be notified of the resulting decisions as soon as possible after the meeting.

C. Quorum

The quorum for all Presbyterian Mission Agency Board Meetings and its committees shall be 40% of voting members.

D. Development of the Agenda

- 1. The Executive Director, in conjunction with the Board Chair, shall develop the agenda for meetings of the Board. Groups who wish to be placed on the agenda may communicate their requests to the Presbyterian Mission Agency Board chair (or designee) or the Executive Director (or designee). Any member of the Board may propose an item for consideration prior to Board action to adopt the agenda.
- 2. Each agenda shall include an opportunity for members of the Board to renew their covenant with the Presbyterian Mission Agency Board, stating:

We, the Presbyterian Mission Agency Board, called to this ministry as disciples of Jesus Christ, covenant together to:

- a) Seek God's will, remaining open to fresh movement of the Holy Spirit, acting boldly and creatively for the sake of the Gospel of Jesus Christ in ministry and mission.
- b) Relate to one another and to Presbyterian Mission Agency staff with honesty, trust, respect, openness, and kindness, proclaiming God's graciousness by risking and daring transformation in our lives and work.
- c) Be faithful stewards, seeking to make wise decisions in partnership with the greater church, doing our homework, listening to all points of view, working for consensus, and faithfully supporting decisions we have made.
- d) Worship and pray with joy and appreciation for God's guidance in doing this work.

E. Closed Meetings

Closed meetings shall be held in accordance with the General Assembly Open Meeting Policy

(see Appendix 4). In closed meetings, only voting members of the Board, at-large members of the Finance Committee, and the Audit Committee, and other persons explicitly invited by the Board are to be present. The Board will determine, by majority vote, if its members wish to deliberate in a closed meeting. Minutes kept of a closed meeting may be approved only in a closed meeting. All present in a closed meeting are honor-bound to keep confidential all discussions occurring during the closed meeting. Ordinarily, when the use of a closed meeting can be anticipated, the Board chair or Executive Director will provide advance notice to the Board that a closed meeting is recommended and the reason for closing.

F. Recording Secretary

The Executive Director of the Presbyterian Mission Agency, or designee, shall be the Recording Secretary of the Presbyterian Mission Agency Board.

G. Elected Member Job Description

1. Expectation:

- a) Every elected Presbyterian Mission Agency Board member will be a member of one of the four standing mission committees (except the Board Chair and Vice-chair).
- b) Additionally, Board members will serve the Presbyterian Mission Agency Board and the church in a variety of ways, whether it be through internal committees and task forces, national committees and task forces, or appointed liaison relationships.

2. Attendance:

- a) Attendance at regular meetings of the Presbyterian Mission Agency Board must be given a high priority, as the Board only has five regular meetings in each two year cycle.
- b) One absence from a regular meeting of the Presbyterian Mission Agency Board, or its related committees, without prior notification to the Office of the Executive Director shall be a basis for a review of the member's standing with the Board.
- c) Upon two consecutive absences, or three absences in a three year period, for any reason, the Board chair may recommend to the Stated Clerk that the position be declared vacant.

3. Member Responsibilities:

In addition to adherence to the Board covenant, to be faithful and accountable in the following ways:

- a) Active involvement in a Presbyterian Church (U.S.A.) congregation and commitment to a personal discipline of spiritual growth
- b) Knowledge of and commitment to the mission, goals, and policies of the Presbyterian Church (U.S.A.), Presbyterian Mission Agency and its Board.
- c) Openness to new vision and direction emerging within the life of the church
- d) Informed and honest participation, including appropriate inquiry, in all meetings of the Presbyterian Mission Agency Board and its related committees to fulfill the member's duties of loyalty, care, and of providing fiduciary, generative, and strategic leadership necessary for guiding and directing the Presbyterian Mission Agency's work.

- e) Attendance and participation in all events on the agenda of board meetings.
- f) Faithful discipleship regarding stewardship, confidentiality, and leadership roles, acting in the best interests of the Presbyterian Mission Agency.
- g) Positive and active interpretation of the work of the Presbyterian Mission Agency to congregations and councils of the church through presentations and other communications.
- h) Provide and promote financial support through gifts to some or all of the following: congregation or presbytery, and the Presbyterian Mission Agency (including any of its ministries).
- i) Provide constructive feedback in response to surveys and evaluations relating to the Presbyterian Mission Agency Board.

4. Resignation

A member of a General Assembly entity who finds it necessary to resign shall send his or her resignation to the Stated Clerk of the General Assembly, who shall notify the entity and the nominating committee or other body that originated the person's nomination or election. When any member of an entity of the General Assembly shall resign or become unable to serve because of chronic or permanent physical or mental illness or disability, the Stated Clerk of the General Assembly shall declare the position vacant. (Organization for Mission, IV. B.2.o.)

Additionally, any Board member resigning shall send a copy of the resignation to the Office of the Executive Director.

APPENDIX 1B Officers of the Board

I. Chair

A. Duties:

1. Preside at meetings of the Presbyterian Mission Agency Board.
2. Be a member of and chair the Executive Committee.
3. Guide the Board in fulfilling its responsibilities identified in the *Organization for Mission*.
4. Appoint a member of the Executive Committee and three Board members to serve with the Board vice-chair as members of the Presbyterian Mission Agency Board Executive Committee's Personnel Subcommittee. The Board vice-chair will serve as chair of the Personnel Subcommittee.
5. Appoint four voting members of the Presbyterian Mission Agency Board (one of who shall also be appointed as chair) and one co-opted member with special expertise, representing a presbytery or congregation, to the Restricted Funds Oversight Subcommittee. Members will serve two-year terms and be eligible for a second term.
6. Appoint members of the Board Nominating and Governance Sub-Committee for two-year, non-renewable terms.
7. Appoint two Board voting members to the Mission Responsibility Through Investment Committee, for four-year non-renewable terms.
8. Appoint two current or previous Boards elected members to four-year, non-renewable terms on the Jinishian Memorial Program Governance Commission. The two members will also serve as liaisons to the Jinishian Memorial Program U.S. Advisory Committee (USAC) with voice, but not vote.
9. Appoint one board member to the Presbyterian Mission Agency/Foundation Work Group.
10. Request and appoint a parliamentarian from the Office of the General Assembly to advise the chair and upon request of the chair to speak to the body.
11. Make appointments as necessary, with ratification by the Executive Committee.
12. Appoint committees of counsel as necessary. The committees shall have a maximum of three (3) members, but may have fewer as determined by the Board chair. The Legal Office shall serve as the primary staff support to Board committees of counsel. (*Book of Order* D-6.0302)
13. In agreement with the vice-chair, review and approve requests to celebrate Holy Communion between regular meetings of the Executive Committee and report any approvals at the next meeting.

B. Term:

The Presbyterian Mission Agency Board shall elect its chair at the first Board meeting of the calendar year in which there is a General Assembly from among its voting members. The chair-elect shall serve as a corresponding member of the Presbyterian Mission Agency Board Executive Committee (voice but not vote) until assuming office upon the adjournment of the assembly. The term shall be for two years without renewal. The chair-elect may continue to hold offices requiring election by the Board, with the exception of chair or vice-chair of any committee, if he or she was already serving in such positions upon his or her election. The chair may not be elected to an additional office by the Board during the term of office, but is eligible to serve in appointed positions and will serve in ex-officio positions as mandated by the *Manual of Operations*. During Board meeting dates, the chair serves as an ex-officio member of all Board Committees with voice and no vote.

II. Vice-Chair

A. Duties:

1. Assume the responsibilities of the chair when called upon or when the chair becomes vacant.
2. Serve as a member of the Executive Committee.
3. Serve as chair of the Personnel Subcommittee.
4. Serve as a corresponding member of the Committee on the Office of the General Assembly.
5. In agreement with the chair, review and approve requests to celebrate Holy Communion between regular meetings of the Executive Committee and report any approvals at the next meeting.

B. Term:

The Presbyterian Mission Agency Board shall elect its vice-chair at the first Board meeting of the calendar year in which there is a General Assembly from among its voting members. The vice-chair elect shall serve as a corresponding member of the Presbyterian Mission Agency Board Executive Committee (voice but not vote) until assuming office upon the adjournment of the assembly. The term shall be for two years without renewal. The vice-chair elect may continue to hold offices requiring election by the Board, with the exception of chair or vice-chair of any committee, if he or she was already serving in such positions upon his or her election. The vice-chair may not be elected to an additional office by the Board during the term of office, but is eligible to serve in appointed positions and will serve in ex-officio positions as mandated by the *Manual of Operations*.

APPENDIX 1C

Presbyterian Mission Agency Board Committees and Task Forces

I. Presbyterian Mission Agency Board Committees

A. Mission Administration Committees

1. Executive Committee

The basic operating principle guiding the work of the Executive Committee is that of resourcing and facilitating decision-making by the Presbyterian Mission Agency Board.

a) Membership

The Executive Committee shall be composed of members of the Presbyterian Mission Agency Board, including the Board chair, Board vice-chair, chair of each of the Mission Committees, and three voting members elected by the Presbyterian Mission Agency Board. (See Appendix 1D). The Presbyterian Mission Agency Executive Director is an ex-officio member of the Executive Committee (voice, but without vote). The Presbyterian Mission Agency Board Executive Committee shall be chaired by the Board chair.

b) Scheduling of Meetings

- (1) Stated/Regular Meetings – Recommendations regarding the scheduling of regular meetings of the Board Executive Committee shall be prepared by the Executive Director in conjunction with the Chair of the Presbyterian Mission Agency Board and brought to the Executive Committee for approval.
- (2) Special/Called Meetings – Upon the written request of at least three (3) voting members of the Presbyterian Mission Agency Board Executive Committee, the chair shall call a meeting. Ordinarily, written notice of the meeting shall be provided specifying the subject matter to be considered in the meeting at least fifteen (15) calendar days in advance of the meeting date. All members of the Presbyterian Mission Agency Board shall be notified of the resulting decisions as soon as possible following the meeting.

c) Quorum

A quorum (40%) must be present for the Executive Committee to conduct business.

d) Responsibilities

The responsibilities of the Executive Committee shall include, but not necessarily be limited to:

- (1) Administer and coordinate the work of the Presbyterian Mission Agency Board by:
 - (a) Planning and making arrangements for meetings of the Presbyterian Mission Agency Board.
 - (b) Monitoring the budget for the work of the Presbyterian Mission Agency Board.
 - (c) Coordinate the work of the Mission Committees.
 - (d) Provide for ongoing planning and review of the Mission Committees.
- (2) Assisting in the resolution of conflicts that may arise among Mission Committees, other Presbyterian Mission Agency Board committees, and work groups. Lead the Board to cultivate and promote the spiritual welfare of the whole church.

- (3) Facilitate effective communication within the Board and implement means of communicating the work of the Board to the church and the world-at-large.
- (4) Appoint Presbyterian Mission Agency Board voting members, which may include an at-large member of the Finance Committee, to serve at a called meeting of a Joint Budget Table for resolution of unresolved per capita budget matters. (See Appendix 10.)
- (5) Review and act upon all requests to celebrate Communion. In between regular meetings of the Executive Committee, the chair and vice-chair of the Board are authorized to review and approve requests to celebrate Holy Communion and report any approvals at the next meeting.
- (6) Ratify appointments made by the chair as authorized by the Presbyterian Mission Agency Board; background information shall be provided.
- (7) Act on behalf of the Board on those matters that require immediate action between meetings of the Board.
- (8) Report at each meeting of the Board on all its work, which is subject to review of the Board, giving reasons for action.
- (9) Recommend action by the Presbyterian Mission Agency Board with data for informed decision-making.
- (10) Provide the Board with an annual report of its “Ethics Policy” and interpretation as necessary. (See Appendix 6.)
- (11) Recommend biennially to the Board the corresponding members to General Assembly.
- (12) Act as publisher of publications produced by the Presbyterian Mission Agency.
- (13) Act regarding personnel matters of the Presbyterian Mission Agency, with input from the Personnel Subcommittee, as follows:
 - (a) Advise and counsel the Executive Director in his or her responsibilities in “supporting the organizational health of the Board, the Ministries, and the Presbyterian Church (U.S.A.)” (*Organization for Mission, V.G.I.b.*) as well as in his or her responsibility of supervising the staff of the Presbyterian Mission Agency.
 - (b) Conduct an annual performance review of the Executive Director. (See appendix 8)
 - (c) Conduct an exit interview of the Executive Director when needed (See appendices 7 and 8)
 - (d) Implement procedures to follow when a Presbyterian Mission Agency Executive Director vacancy occurs. (See appendix 7)
 - (e) Develop, implement, and oversee the compensation policy. Implement and monitor the Churchwide Plan for Equal Employment Opportunity and Affirmative Action (EEO/AA).
 - (f) Recommend for Presbyterian Mission Agency Board action:
 - (1') Personnel policies and procedures for the Presbyterian Mission Agency staff.
 - (2') Revisions to the Churchwide Plan for Equal Employment Opportunity and Affirmative Action.
 - (3') Compensation guidelines within which salaries are administered.
 - (4') Salary adjustments for the Executive Director

- (5') Other appropriate actions.
 - (14) Meet with the Committee on the Office of the General Assembly at least biennially regarding mutual concerns, issues, and input to the deliberative process. (See Appendix 9 for Guidelines.)
 - (15) Coordinate the plan for Presbyterian Mission Agency Board resourcing at the General Assembly.
 - (16) Develop a process for orientation of new Board members, with input from the Board Nominating and Governance Subcommittee.
 - (17) Provide for regular meetings with mid council personnel.
 - (18) Review Presbyterian Mission Agency materials and other agency reports being forwarded to the General Assembly.
 - (19) Review the Manual of Operations, the Organization for Mission, Mission Ministries, Shared Services Ministry, Audit, Advocacy and Advisory Committees' manuals of operations for consistency with the Presbyterian Mission Agency Board Manual of Operations and relevance within the current context.
 - (20) Review of reports to General Assembly prepared by another General Assembly entity, task force or committee requiring joint action, concurrence, and/or comment by Presbyterian Mission Agency Board. Such review shall ordinarily be in consultation with the appropriate offices of the Presbyterian Mission Agency.
 - (21) Review the minutes of the Advocacy Committee for Racial Ethnic Concerns annually for consistency with established guidelines and report findings to the Advocacy Committees and the Board Executive Committee.
- e) Subcommittees of the Executive Committee
- (1) Board Nominating and Governance Subcommittee.
 - (a) Function

The Board Nominating and Governance committee is a sub-committee of, and therefore reports to, the Presbyterian Mission Agency Board Executive Committee. The sub-committee is responsible for ongoing review and recommendations to enhance the quality of the Presbyterian Mission Agency Board.
 - (b) Membership

The committee will have staggered terms of two years and 5-7 members. Members may serve a second term. Up to two members at any time may finish out the last year of their term on the committee after their service on the Board ends.
 - (c) Nominating Responsibilities:

(Note: When no current member of the Presbyterian Mission Agency Board has the gifts or abilities required to serve on particular boards or entities that require Board representation, the Board Nominating Committee may select nominees from past Board members. Ordinarily the term is for four years, non-renewable.)

 - (1') Nominate three voting Board members, for election by the Presbyterian Mission Agency Board, to one-year at-large terms on the Executive Committee. Those so elected shall begin their service at the end of the

- General Assembly, or in non-Assembly years, with the Executive Committee Retreat. Ordinarily, these at-large members shall serve no more than three years as at-large members. An annual election provides for continuity, balance, and fair representation.
- (2) Nominate three voting Board members, for election by the General Assembly, to four-year non-renewable terms on the Advisory Committee on Social Witness Policy. Those so elected shall assume their responsibilities at the end of the General Assembly.
 - (3') Nominate one Board voting member for election by the Presbyterian Mission Agency Board to a four-year non-renewable term on the Advocacy Committee for Racial Ethnic Concerns.
 - (4') Nominate one Board voting member for election by the Presbyterian Mission Agency Board to a four-year, non-renewable term on the Advocacy Committee for Women's Concerns. In the interest of maintaining this relationship with a current member of the Presbyterian Mission Agency Board, when the only current Board member with the gifts and abilities required to serve on ACWC has two years remaining in her/his term on the Board, she/he may be elected for a two-year term on ACWC.
 - (5') Nominate one Board voting member from the Finance Committee for election by the Presbyterian Mission Agency Board, to a four-year non-renewable term on the Presbyterian Church (U.S.A.) Foundation.
 - (6') Nominate one Board voting member from the Finance Committee, and one Board voting member from the Worshiping Communities, for election by the Presbyterian Mission Agency Board, to a four-year non-renewable term on the Presbyterian Church (U.S.A.) Investment and Loan Program, Inc.'s Board of Directors, subject to confirmation by the General Assembly.
 - (7') Nominate one Board voting member from the Finance Committee, for election by the Presbyterian Mission Agency Board, to a four-year non-renewable term on the Presbyterian Church (U.S.A.) Board of Pensions.
 - (8') Nominate one Board voting member, for election by the Presbyterian Mission Agency Board, to any selection committee for the Presbyterian Church (U.S.A.) Board of Pensions President. (Organization for Mission, Appendix D, Section 7).
 - (9') Nominate one Board voting member, for election by the Presbyterian Mission Agency Board, to a four-year non-renewable term on the Presbyterian Council for Chaplains and Military Personnel.
 - (10') Nominate two Board voting members, with election by the Presbyterian Mission Agency Board, to four-year non-renewable terms on the Committee on Theological Education.
 - (11') Nominate one Board voting member for appointment by the Presbyterian Mission Agency Board to a four-year non-renewable term on the General Assembly Committee on Ecumenical and Interfaith Relations.
 - (12') Nominate two members, at least one of whom shall be a current Board voting member, to three-year term with eligibility to one additional term, to the Mountain Retreat Association, Inc.'s Board of Directors for approval by the General Assembly.

- (13') Nominate one Board voting member to the Stony Point Conference Center Board of Directors, and one Board voting member to Ghost Ranch Conference Center Board of Directors to a four-year non-renewable term, for election by the Presbyterian Mission Agency Board.
- (14') Nominate for Presbyterian Mission Agency Board election, one Board voting member to the Presbyterian Women in the Presbyterian Church (U.S.A.), Inc. Board of Directors for a three-year non-renewable term
- (15') Prepare and distribute biographical information for any nominee who is not a current member of the Board.
- (16') Nominate for other positions as requested by the Presbyterian Mission Agency Board.
- (17') Work in consultation with the Committee on Representation to provide for inclusiveness to ensure fair and effective representation in the decision making of the church. (Book of Order, G-3.0103.)
- (18') Coordinate the nomination and election process for chair and vice-chair. (See Appendix 1D)
- (19') Nominate Board voting members, for election by the Presbyterian Mission Agency Board, to two-year terms on the Mission Committees, with eligibility for two additional terms. Those so elected shall assume their responsibilities at the beginning of the fall meeting.
 - (a') Process:

The Presbyterian Mission Agency Board Nominating and Governance Subcommittee shall consult with members, prior to nomination, in the following ways:

 - (i) All new members of the Presbyterian Mission Agency Board shall be requested to provide a list of committee preferences. The Presbyterian Mission Agency Board Nominating and Governance Subcommittee shall consider the preference ranking and committee needs in preparing nominations, with the understanding that a person must serve one year on the Presbyterian Mission Agency Board before being elected to serve on the Presbyterian Mission Agency Board Executive Committee. Nominations shall be made without further consultation.
 - (ii') After completing a two-year term on a committee, members shall provide a list of committee choices in order of preference for service. In preparing nominations, the Presbyterian Mission Agency Board Nominating and Governance Subcommittee shall consider the preference ranking and the committee needs when the continuing member is assigned to a new committee.

- (iii) Election by the Presbyterian Mission Agency Board shall take place at the first Board meeting following General Assembly.
- (d) Governance Responsibilities:
 - (1') Defining Board roles and responsibilities
 - (a') Regularly review and recommend updates to the board's description of its roles and areas of responsibility and what is expected of individual board members.
 - (b') Recommend periodic updates to the primary areas of focus for the board, and help shape the board's agenda for the next two years, based on the strategic plan.
 - (2') Supporting efforts to ensure diverse and effective Board composition
 - (a') Lead in assessing current and anticipated needs related to board composition, determining the knowledge, attributes, skills, abilities, influence, and access to resources the board will need to consider to accomplish future work of the board.
 - (b') Develop a profile of the Board as it should evolve over time.
 - (c') Relate to the General Assembly Nominating Committee in the following ways:
 - (i) Identify potential Board member candidates to the General Assembly Nominating Committee based upon Board needs.
 - (ii) Make use of the General Assembly Nominating Committee whenever possible;
 - (iii) Report annually to the General Assembly Nominating Committee records of attendance and participation of Presbyterian Mission Agency Board members;
 - (iv) Work through the General Assembly process in selecting persons to serve on boards, committees, task forces, work groups, and initiative teams to . . . “ensure fair and open access from all areas of our denomination and to ensure a valid and enriching diversity within all working groups” . . . (Minutes, 1996, Part I, p. 201, para. 15.113). This procedure applies to all working groups with a life span of more than two years.
 - (d') Nominate individuals to be elected by the Board to serve in liaison roles to related entities.
 - (3') Encouraging Board development
 - (a') Provide candidates with information needed to understand the role of Board members prior to election or appointment to the Board.

- (b') Design and oversee a process of Board orientation, sharing information needed during the early stages of Board service.
- (c') Design and implement an ongoing program of Board information, education, and team building.
- (4') Assessing Board effectiveness
 - (a') Initiate periodic assessment of the Board's performance, and propose, as appropriate, changes in Board structure and operations.
 - (b') Provide ongoing counsel to the Board chair and other Board leaders on steps they might take to enhance Board effectiveness.
 - (c') Regularly review the Board's practices regarding member participation, conflict of interest, confidentiality, and so on, and suggest needed improvements.
 - (d') Periodically review and update the Board policy and practices.
- (5') Developing Board Leadership
 - (a') Take the lead in succession planning, taking steps to recruit and prepare for future Board leadership.
 - (b') Nominate Board members for election to Board committees and as Board officers.

(2) Personnel Subcommittee

(a) Description of the Subcommittee

The Personnel Subcommittee, in its role as a mission subcommittee, reviews, provides advice and recommends for action to the Executive Committee of the Board regarding employment-related policies, procedures and initiatives, including but not limited to:

- (1') Personnel policies and procedures of the Board;
- (2') Compensation guidelines within which salaries are administered;
- (3') Equal employment and affirmative action guidelines;
- (4') Recruitment and leadership development;
- (5') Any other responsibilities assigned under the Employee Handbook; and
- (6') Any other employment-related assignment from the Executive Committee or the Board.

(b) Authority

The Subcommittee's responsibility is one of review, advice and recommended action to the Executive Committee of the Board within the duties of the Subcommittee listed above. The Subcommittee reports to the Executive Committee of the Board and in such capacity provide regular reports to the Executive Committee. It is the responsibility of the management of the Presbyterian Mission Agency to administer employment-related programs, manage the program budgets and provide any required or requested expertise to the Board and/or the Subcommittee. The Subcommittee is entitled to rely on the

expertise of the Presbyterian Mission Agency staff and its outside consultants, as well as the work of other committees of the Board, as to matters within their authority and expertise. The Subcommittee will receive reports from the Human Resources Department and the Legal/Risk Management Services Office of the Presbyterian Mission Agency. The Subcommittee will invite its equivalent committee of the Committee on the Office of the General Assembly to meet biennially to collaborate on matters of common interest.

(c) Membership and Meetings

The Personnel Subcommittee consists of five (5) members with voice and vote: two (2) Executive Committee members and three at-large members, and the Executive Director of the Presbyterian Mission Agency as a corresponding member with voice and without vote. Each member will serve a term of two (2) years commencing at the next meeting after appointment by the Chair of the Board and expiring the earlier of two (2) years after appointment or the end of the member's term on the Board. Members may serve one additional two-year term. The Subcommittee generally meets quarterly by phone or in conjunction with the meetings of the Board. During these meetings, the Subcommittee provides reports on its activities and may make recommendations for action to the Executive Committee of the Board. The Subcommittee serves as a consultative body to the Executive Director in the Executive Director's staff management role. The Subcommittee is resourced by staff members of the Human Resources Department and the Legal/Risk Management Services Office.

(d) Purpose

To further the fulfillment of the vision, mission, values and directional goals of the Presbyterian Mission Agency, the Personnel Subcommittee is called to assist and support the Executive Committee's work and ministry toward ensuring and envisioning a work community for the Presbyterian Mission Agency that is: built on faith; culturally proficient; legally compliant; dynamic; and appropriately positioned to meet the needs of an changing organization.

(3) Restricted Funds Oversight Subcommittee

(a) Membership:

The Presbyterian Mission Agency Board Restricted Funds Oversight Subcommittee shall be composed of four (4) voting members of the Presbyterian Mission Agency Board and one co-opted member with special expertise, representing a presbytery or congregation. The Board chair shall annually appoint a Board voting member of the committee as chair of the committee. Membership will be determined in the following ways:

- (1) The four voting members of the Presbyterian Mission Agency Board shall be appointed by the Board chair and ratified by the Presbyterian Mission Agency Board Executive Committee. The four members shall be arranged in classes representing two-year terms and eligible for a second term, so long as such person continues to serve as a member of the Presbyterian Mission Agency Board.
- (2) The co-opted member representing a presbytery or congregation shall be appointed by the Board chair and ratified by the Presbyterian Mission Agency Board Executive Committee. This member will serve a two-year term, be eligible for a second term, and may be a Presbyterian Mission Agency Board voting member.

(3') All members shall have voice and vote.

(b) Function:

The Restricted Funds Oversight Subcommittee provides oversight and guidance of the process by which councils and General Assembly entities *apply for the use of General Assembly Restricted Funds* (See *General Assembly Minutes, 1997, Part I, pp. 218-222.*). The Restricted Funds Oversight Subcommittee reviews the applications, and makes funding recommendations to the Presbyterian Mission Agency Board through the Board Executive Committee.

(c) Meetings:

The Restricted Funds Oversight Subcommittee meets immediately before the fall Board meeting. Additional conference call meetings may be needed.

(d) Responsibilities:

- (1') Recommend policies and procedures for the process by which councils and General Assembly entities apply for the use of General Assembly Restricted Funds.
- (2') Provide oversight and guidance for the Presbyterian Mission Agency staff with respect to the application process.
- (3') Review the applications received and make funding recommendations to the Presbyterian Mission Agency Board, through the Board Executive Committee, taking into consideration the recommendations from any consultation among the applicants.

2. Audit Committee

a) Purpose:

The primary function of the Audit Committee is to assist the Presbyterian Mission Agency Board in fulfilling its oversight responsibilities and duties as follows:

- (1) Monitor the integrity of the financial reporting process and system of Internal Control regarding finance, accounting, legal compliance and ethics that have been established.
- (2) Monitor the independence and performance of the Corporation's external auditors, internal auditing unit and management.
- (3) Provide an avenue of communication among the external auditor, internal auditing unit, management and the Board.

The Committee has the authority to conduct any investigation appropriate to fulfilling its responsibilities, and in this regard, it has direct access to the external auditors as well as anyone in the organization.

b) Composition and Membership:

The Committee is composed of six (6) voting members:

- (1) Three (3) are Board voting members.
- (2) One (1) member is appointed by the Committee on the Office of the General Assembly (COGA).
- (3) Two (2) are at-large members nominated by the General Assembly Nominating Committee (GANC) for special expertise and elected by the General Assembly.

Each member of the Committee shall be independent and may not accept directly or indirectly any consulting, advisory, or other compensatory fee from either the Presbyterian Mission Agency or Office of the General Assembly (OGA). All members of the Committee shall have a working familiarity with basic finance and accounting practices and the two at-large members of the Committee shall have accounting or related financial management expertise determined by the Finance Committee and the Audit Committee Chairs.

The Committee will meet in conjunction with the scheduled Board meetings or more frequently as circumstances may require. The Committee meets annually, usually in April, to review the audited financial statements. Also, if the Committee Chair is not present, the members of the Committee may designate a Chair by majority vote. (50% of the members shall constitute a quorum).

The Committee may ask members of management or others to attend the meetings and provide pertinent information as necessary. The Committee shall meet periodically with management, the external auditors and Internal Audit in separate executive sessions.

c) Duties and Responsibilities

The Committee is to assist the Presbyterian Mission Agency Board in fulfilling its oversight responsibilities by reviewing and reporting on:

- (1) The system of internal controls over financial reporting,
- (2) The integrity of the financial statements,
- (3) Processes to ensure compliance with legal and regulatory requirements, and
- (4) Ethics Policy violation reports.

The Committee will provide input regarding the Internal Audit function. This input may include the qualifications, independence, performance and compensation of the Internal Audit staff.

The Committee will pre-approve all auditing services and be directly responsible for the appointment, compensation, retention, dismissal and oversight of the work of any external auditing firm engaged. The Committee will resolve any disagreements between management and the auditor regarding financial reporting.

The Committee shall be provided appropriate funding for payment of compensation to the external auditors and ordinary administrative expenses of the Committee. The Committee will carry out the following specific duties and responsibilities:

- (1) Internal Control
 - (a) Review with management, internal auditors and external auditors the adequacy and effectiveness of policies for assessing and managing risk.
 - (b) Examine any findings of weaknesses and recommendations for the improvement of the internal controls. Monitor management's response to and implementation of internal control recommendations.
 - (c) Review with management, internal auditors and external auditors the adequacy of computerized systems controls, the security of such, and the contingency plan for processing financial information in the event of a system breakdown.
- (2) Financial Reporting

Review with management, the internal auditors and the external auditors:

- (a) The interim and year-end financial statements and related footnotes considering their completeness, consistency, and reflection of appropriate accounting principles.
 - (b) The external auditors' audit of the financial statements and their report thereon.
 - (c) Any significant changes in accounting principles, significant judgment areas and significant or complex transactions (including any off-balance sheet structures) that occurred and the external auditors' judgments about the quality, not just the acceptability, of the accounting principles as applied in financial reporting.
 - (d) Management's handling of proposed audit adjustments identified by the external auditors.
 - (e) Any significant changes required in the external auditors audit plan.
 - (f) All written communications between the external auditors and management, such as any management letters or schedule of unadjusted differences.
 - (g) Any serious difficulties or disputes between management and the external auditors.
 - (h) All matters required to be communicated to the Committee under generally accepted auditing standards (SAS-61).
- (3) External Auditors
- (a) Serve as the authority to which the external auditors report.
 - (b) Appoint the external auditors to be engaged, establish the audit fees of the external auditors, and pre-approve any non-audit services provided by the external auditors.
 - (c) Review the latest internal quality-control or peer review of the external auditors' firm, any material issues raised, and the steps taken to resolve such.
 - (d) Review, at least annually, all relationships between external auditors and Presbyterian Mission Agency Board /Committee on the Office of the General Assembly and otherwise assess the independence of the external auditors and the turnover rates of the lead and concurring partners.
 - (e) Review and evaluate the performance of the external auditors and review with the Presbyterian Mission Agency Board any proposed replacement of the external auditors.
- (4) Internal Auditors
- (a) Review the objectivity, effectiveness, budget and staffing of the Internal Audit Department.
 - (b) Receive information from the Presbyterian Mission Agency Executive Director regarding the appointment, replacement, reassignment or dismissal of the Associate Director of Internal Audit.

- (c) Review the Internal Audit Plan for the current year, the risk assessment procedures used to identify projects included in the plan and any changes required in its scope.
- (d) Review the Internal Audit Policy and compliance with the Institute of Internal Auditors' (IIA) Standards for the Professional Practice of Internal Auditing.
- (e) Review with management and the internal auditors:
 - (1) Significant findings on internal audits during the year and management's responses thereto.
 - (2) Any difficulties the internal auditors have encountered in the course of their audits, including any restrictions on the scope of their work or access to required information.
 - (3) Any changes required in the scope of their internal audits.
- (5) Ethics Policy Violation Reports
 - (a) The Audit Committee has duties under the "Ethics Policy for COGA and Presbyterian Mission Agency Board Members." It also has duties under the "Ethics Policy for Presbyterian Mission Agency and Office of the General Assembly Employees". These policies are attached as Appendix 6.
 - (b) The Audit Committee will fulfill its duties as set out in those Ethics Policies.
- (6) General:
 - (a) Review the Committee's charter annually, reassess the adequacy of this charter, consider any new laws or regulations, and recommend any proposed changes to the Presbyterian Mission Agency Board.
 - (b) Ensure that the Ethics Policies are formalized in writing, adequate and up-to-date. Review with legal counsel and the Associate Director of Internal Audit the processes for communicating the importance of the Ethics Policies, monitoring compliance therewith and any changes to or waivers of the Ethics Policies.
 - (c) Request the external auditors provide information on any legal and regulatory matters that may have an internal impact on the financial statements and the related compliance policies and procedures.
 - (d) Institute and oversee special investigations as needed.
 - (e) Perform other activities related to this charter as requested by the Board.
 - (f) Confirm annually that all responsibilities outlined in this charter have been carried out.
 - (g) Evaluate the performance of the Committee and its individual members on a regular basis.

B. Presbyterian Mission Agency Board Committees

1. Context:

The Presbyterian Mission Agency Board oversees the work of the Presbyterian Mission Agency as it inspires, equips and connects the PC(USA) in its many expressions to serve Christ in the world through new and existing communities of faith, hope, love and witness.

2. Committees:

The Board's mission is advanced through four primary committees:

a) Leadership Committee

The Leadership Committee focuses on the work of the Presbyterian Mission Agency that inspires, equips and connects individuals for leadership in Christ's church and in the world. In this work, the Leadership Committee seeks to discern God's direction as it guides ministries which identify, develop and resource diverse transformational leaders. Areas of ministry typically within the purview of the Leadership Committee include:

- (1) Chaplains
- (2) Ecumenical and Interfaith Relations
- (3) Elder and leader development
- (4) Financial Aid for Studies
- (5) Leadership trends and response
- (6) Mission Personnel
- (7) Racial Ethnic and Women's Leadership
- (8) Theological Education
- (9) Theology

Relationships

The work of the Leadership Committee connects in relationship with a variety of other groups, including Board-related committees, missional relationships, committees/boards where the Board has a representative, and ecumenical advisory members.

- (1) Board-related committees
 - (a) None
- (2) Missional relationships:
 - (a) Presbyterian Council for Chaplains and Military Personnel – PCCMP
 - (b) Association of Presbyterian Church Educators – APCE
 - (c) Association of Presbyterian Colleges and Universities - APCU
- (3) Committees/Entities where the Board has a representative:
 - (a) Presbyterian Women in the Presbyterian Church (U.S.A.), Inc., Board of Directors
 - (b) General Assembly Committee on Ecumenical and Interfaith Relations – GACEIR
- (4) Ecumenical Advisory Members:
 - (a) None

b) Worshiping Communities Committee

The Worshiping Communities Committee focuses on the work of the Presbyterian Mission Agency that inspires, equips and connects congregations and other worshiping communities as centers of discipleship. In this work, the Worshiping Communities

Committee seeks to nurture spaces for the myriad expressions of Christ's church that allows for creative, dynamic and moving connections. Areas of ministry typically within the purview of the Worshiping Communities Committee include:

- (1) Christian education and curriculum
- (2) Church growth
- (3) Collegiate ministries
- (4) Conference Centers
- (5) Equipping the church for mission
- (6) Evangelism and disciple-making ministries
- (7) Racial Ethnic and cross cultural congregational support
- (8) Worship
- (9) Youth and Young Adults

Relationships

The work of the Worshiping Communities Committee connects in relationship with a variety of other groups, including Board-related committees, missional relationships, committees/boards where the Board has a representative, and ecumenical advisory members. The Presbyterian Investment and Loan Program may occasionally relate to this committee on programmatic matters.

- (1) Board-related committees
 - (a) Mission Development Resources Committee (MDRC) reports to the Worshiping Communities Committee.
- (2) Missional relationships:
 - (a) Association of Presbyterian Church Educators – APCE
- (3) Committees/Boards/Advisory Boards where the Board has a representative:
 - (a) Mission Development Resources Committee – MDRC
 - (b) Montreat Conference Center Board of Directors
 - (c) Presbyterian Church (U.S.A.) Investment and Loan Program, Inc. Board of Directors
- (4) Ecumenical Advisory Members:
 - (a) One of the Board's Ecumenical Advisory Members is assigned to the Worshiping Communities Committee, with voice and vote in committee.

c) Justice Committee

The Justice Committee focuses on the work of the Presbyterian Mission Agency that inspires, equips, and connects Presbyterians and others in witness to God's justice in the world. In this work, the Justice Committee seeks to equip the church for compassionate-prophetic ministries through advocacy and networking for mission. Areas of ministry typically within the purview of the Justice Committee include:

- (1) Advocacy efforts
- (2) Ministries of compassion, peace and justice
- (3) World Mission Networks

Relationships

The work of the Justice Committee connects in relationship with a variety of other groups, including Board-related committees, missional relationships, committees where

the Board has a representative, and ecumenical advisory members.

- (1) Board-related committees
 - (a) Jinishian Memorial Program Governance Commission relates to the Justice Committee.
 - (b) Mission Responsibility through Investment Committee reports to the Justice Committee.
 - (c) Presbyterian Disaster Assistance Advisory Committee reports to the Justice Committee.
 - (d) Presbyterian Hunger Program Advisory Committee reports to the Justice Committee.
 - (e) Presbyterian Self-Development of People Committee relates to the Justice Committee.
- (2) Missional relationships:
 - (a) Presbyterian Health Education and Welfare Association – PHEWA
- (3) Committees where the Board has a representative:
 - (a) Jarvie Commonweal Service Committee
 - (b) Jinishian Memorial Program Governance Commission
 - (c) Mission Responsibility through Investment Committee
 - (d) Presbyterian Health Education and Welfare Association Board of Directors
- (4) Ecumenical Advisory Members:
 - (a) One of the Board’s Ecumenical Advisory Members is assigned to the Justice Committee, with voice and vote in committee.

d) Finance Committee

The Finance Committee focuses on the work of the Presbyterian Mission Agency that undergirds its ministries with responsible stewardship and transparent reporting. In this work, the Finance Committee is called to support the mission and ministry of the other committees through the application of broad-based services necessary to enable, equip, account and serve. Areas of ministry typically within the purview of the Finance Committee include:

- (1) Financial reporting and policies
- (2) Information Technology
- (2) Monitoring and financial projections
- (4) Other financial and legal matters not specifically related to individual programs
- (5) Oversee the financial reporting relationship with the Presbyterian Church (U.S.A.) Foundation, where the medium and long-term funds of the Presbyterian Mission Agency are invested.
- (6) Oversight of budget development
- (7) Property

Relationships

The work of the Finance Committee connects in relationship with a variety of other groups, including Board-related committees, missional relationships, committees where the Board has a representative, and ecumenical advisory members. This committee has primary relationship with the Presbyterian Foundation, the Board of Pensions and the Presbyterian Investment and Loan Program, Inc. Board of Directors.

- (1) Board-related committees
 - (a) None
- (2) Missional relationships:
 - (a) None
- (3) Committees/Boards where the Board has representatives:
 - (a) Presbyterian Church (U.S.A.) Investment and Loan Program, Inc. Board of Directors
 - (b) Presbyterian Mission Agency Conference Center Advisory Boards
(Programmatic concerns may be referred to other committees as needed.)
 - (1) Ghost Ranch Conference Center
 - (2) Stony Point Conference Center
- (4) Ecumenical Advisory Members:
 - (a) None
- (5) At-large committee members
 - (a) Two

3. Authority

Presbyterian Mission Agency Board Committees are responsible for oversight of programs within the duties of the Committee listed above. It is the responsibility of the executive management of the Presbyterian Mission Agency to administer these programs, manage the program budgets and provide any required or requested expertise to the Board and/or the Committee. The Committee is entitled to rely on the expertise of the Presbyterian Mission Agency staff and its outside consultants, as well as the work of other committees of the Board, as to matters within their authority and expertise. From time to time committees may meet together on issues of mutual concern.

All committee actions, apart from the Executive Committee and routine administrative functions, require the approval of the Presbyterian Mission Agency Board.

4. Membership and Meetings

Committee size is determined by the Board during the nomination process each year. If needed, committees may vary in size. Committees generally meet in conjunction with the meetings of the Board. During these meetings, committees will receive:

- a) reports and recommendations from staff
- b) reports from liaisons to other committees

II. Temporary Special Committees, Task Forces or Work Groups

If Board Committees, Finance Committee, the Presbyterian Mission Agency Board Executive Committee or two or more of these committees determine a need for a temporary special committee, task force or work group that will involve Presbyterian Mission Agency Board membership and/or non-Presbyterian Mission Agency Board membership, a proposal shall be submitted to the Presbyterian Mission Agency Board through the Executive Committee for approval. All proposals for temporary special committees, task forces and work groups shall include the following information:

- A. Temporary special committee, task force or work group name.
- B. Statement of purpose and tasks to be accomplished.

- C. Explanation as to why these tasks cannot be accomplished by the current Presbyterian Mission Agency Board Committees.
- D. Expertise, skills and experience needed by the members.
- E. Duration of the committee, task force or work group shall not exceed two years.
- F. Size of the committee, task force or work group. Ordinarily not to exceed seven members.
- G. Annual budget with the source of funding.
- H. Proposed names of the committee, task force or work force members with sensitivity to diversity.

APPENDIX 1D

Election Procedures

I. Election Procedures for Presbyterian Mission Agency Board Chair and Vice-Chair (See Appendix 1B.)

- A. Only Presbyterian Mission Agency Board voting members who have served at least two years on the Board before taking office are eligible for election as chair or vice-chair.
- B. Nominating Process:
 1. The Presbyterian Mission Agency Board Nominating and Governance Subcommittee will compile a list of gifts, abilities, and skills that they believe will be needed by the Board leadership during the ensuing biennial period. It will also draft two or three questions to be answered by potential candidates for Board leadership. The questions will address the anticipated key challenges facing the Board during the ensuing biennial period.
 2. Staff to the Presbyterian Mission Agency Board Nominating and Governance Subcommittee will identify all Board members eligible for election to Board leadership and prepare for each of them a résumé form that includes the person's personal information from the Presbyterian Mission Agency Board biography form, a summary of their Board experience, and the questions drafted by the Presbyterian Mission Agency Board Nominating and Governance Subcommittee. The letter will:
 - a) Inform the Board member of his or her eligibility for Board leadership.
 - b) Ask if the Board member feels called to be considered for nomination to a Board leadership position.
 - c) If the response is affirmative, request that he or she verify the résumé form information and answer the leadership questions, and
 - d) Ask that the completed form be returned to Presbyterian Mission Agency Board Nominating and Governance Subcommittee staff.
 3. The Presbyterian Mission Agency Board Nominating and Governance Subcommittee will review all the submitted forms and will also go through a discernment process as to whether or not eligible Board members who have not submitted forms have leadership gifts that justify an invitation to consider a call to candidacy for Board leadership. If so, the Presbyterian Mission Agency Board Nominating and Governance Subcommittee will extend the invitation to submit a completed résumé form and answers to the leadership questions.
 4. The Presbyterian Mission Agency Board Nominating and Governance Subcommittee will evaluate the final list of Board leadership candidates who have submitted résumé forms and completed the questions to identify a candidate who it wishes to nominate for Board chair and a candidate it wishes to nominate for Board vice-chair for the ensuing biennial period. The Presbyterian Mission Agency Board Nominating and Governance Subcommittee chair will notify the selected candidates that they are the Presbyterian Mission Agency Board Nominating and Governance Subcommittee's nominees for the appropriate Board leadership positions.
 5. The names of the nominees, along with their résumés and their responses to the questions, will be communicated to all Board members a minimum of three weeks prior to the winter/spring Board meeting.

6. The Board leadership election will be conducted during the winter/spring Board meeting. The Board vice-chair election will be held following the election of the Board chair. Nominations from the floor will be accepted for both elections. The elections will be by written ballot.
7. The two-year term of office will begin with the close of the upcoming General Assembly meeting and end with the close of the next General Assembly meeting.
8. In the event of vacancy during the term of the chair, the vice-chair assumes the chair. The Presbyterian Mission Agency Board Executive Committee is empowered to appoint an interim vice-chair upon nominations by the Presbyterian Mission Agency Board Nominating and Governance Subcommittee. Election to the position shall occur at the next full meeting of the Board.

II. Election Procedures for Chairs of the Board Committees and Audit Committee

- A. The committees shall nominate and elect their chairs, and may elect a vice-chair, during the first Presbyterian Mission Agency Board meeting in the calendar year and notify the Presbyterian Mission Agency Board Nominating and Governance Subcommittee.
- B. The chairs shall begin their service at the end of the General Assembly, or in non-Assembly years, with the Executive Committee Retreat.
- C. Committee chairs shall be elected for one-year terms, renewable for one additional term.
- D. Board voting members completing at least two consecutive years on a committee are eligible for election as committee chair.
- E. Ordinarily, committee chairs shall make appointments and assignments of committee members to work groups, task forces, and other subcommittees as necessary, giving consideration to experience, interest, and representation.

APPENDIX 1E

Presbyterian Church (U.S.A.), A Corporation

By corporate action of the Board of Directors of the Presbyterian Church (U.S.A.), A Corporation, the Executive Committee of the Presbyterian Mission Agency Board is also the Executive Committee of the Corporation (GAC, September 1997). A quorum of 40% of voting members is required to conduct business.

By corporate action of the Board of Directors of the Presbyterian Church (U.S.A.), A Corporation, the Finance Committee, or its successor, is also the Property, Legal, and Finance Committee of the Corporation (Corporate Minutes, September 26, 1998). International property matters requiring approval by the PC(USA) Board of Directors are referred to the Board via action of the Evangelism Committee, or its successor. (Corporate Minutes, March 16, 2007). (As of July 2012, the Justice Committee is the successor to the Evangelism Committee.)

APPENDIX 1F

Other Committees

I. General Assembly Advisory and Advocacy Committees

The 205th General Assembly (1993) approved the creation of one advisory committee and two advocacy committees. They are:

- A. Advisory Committee on Social Witness Policy
- B. Advocacy Committee for Racial Ethnic Concerns
- C. Advocacy Committee for Women's Concerns

An advisory committee is related to an entity or agency of the General Assembly that is formed for the purpose of providing advice, recommendations, resources, information, or counsel to its parent body.

An advocacy committee is related to an entity or agency of the General Assembly that is formed for the purpose of providing resources and support for a stated cause, constituency, policy, or defined interest through recommendations, advice, counsel, and efforts that endorse, define, or encourage. The committee reports regularly to its parent body and constituency.

The above named committees shall have members as detailed below; elected for four-year terms with a maximum of eight years. For those who continue from the similar committees, continuous service is counted.

The General Assembly Nominating Committee shall nominate the members, for election by the General Assembly, and shall monitor the rotation of committee members among the synods.

The chairs of the advisory committee and advocacy committees shall be elected in the same manner as the chairs of the Presbyterian Mission Agency Board Committees, i.e., elected by the members of the respective committees.

The funding for the meetings of these committees comes from the per capita budget and is the responsibility of the Presbyterian Mission Agency Board.

Whenever the work of the committee takes the members beyond the audience of the PC(USA), nationally or internationally, there shall be intensive pre-trip briefing which shall include current church policy, political situations and possible conflicting ideologies and shall include training on dealing with people of differing cultures, faith and backgrounds. When statements to the media are necessary they shall ordinarily be made by the chair of the committee, based on the approved policies of the General Assembly.

A. Advisory Committee on Social Witness Policy (ACSWP)

This advisory committee shall consist of three Presbyterian Mission Agency Board members and nine at-large members selected for special expertise and geographical diversity.

1. Accountability

- a) The committee shall be accountable to carry out the processes and procedures, and for the identification of financial implications, generally required by all entities for presentation of material to the General Assembly. However, it is understood that the nature of the committee's work occasionally may create difficulties for all concerned in these areas.
- b) The committee shall be accountable for the content of its work to the General Assembly in accordance with the *Manual of the General Assembly*, "Forming Social Policy," "The

Advisory Committee on Social Witness Policy will be responsible for the process of developing and recommending social witness policy to the General Assembly. If any other entity is involved in processes of developing and recommending social witness policy, then appropriate consultation and linkage with the Advisory Committee on Social Witness Policy shall be undertaken.”

- c) Staff responsible for the planning and coordination work of the committee shall be accountable to the Office of the Executive Director of the Presbyterian Mission Agency through the Director, Compassion, Peace and Justice, in consultation with the Advisory Committee on Social Witness Policy.
 - d) During the employee review process of the Coordinator, input will be requested from the Committee.
2. Search Procedures
- a) When the coordinator position becomes vacant, a search committee of seven members shall be appointed by the Executive Director, with membership as follows:
 - (1) In consultation with the chair of ACSWP, three shall be appointed from the Committee, one of whom shall be the chair of the Search Committee.
 - (2) In consultation with the chair of the Presbyterian Mission Agency Board, three shall be appointed from the elected members of the Board.
 - (3) The Director of Compassion, Peace and Justice shall provide staff services to the Search Committee and shall have voice but not vote.
 - (4) The chair of the Search Committee shall communicate the Search Committee’s recommendation to the Director of Compassion, Peace and Justice.
 - b) The Director of Compassion, Peace and Justice shall appoint and have supervision of the coordinator for the Advisory Committee on Social Witness Policy.
 - c) The search and appointment shall be guided by, and in accordance with, the *Presbyterian Mission Agency Employee Handbook*.

3. Budget

The budget shall be displayed in the Office of the Director of the Compassion, Peace and Justice Ministry Area of the Presbyterian Mission Agency with the Deputy Executive Director for Mission signing off on matters requiring the signature of the Deputy Executive Director.

4. Staff Relationships

The Social Witness Policy Office and the Committee relate most closely to the Compassion, Peace and Justice Ministry Area in order to be a regular part of information channels, staff meetings, teams and discussions. Relationships with other ministries shall be developed through staff participation in ‘staff week’ meetings, staff teams and consultative processes.

5. Access

Access to the Presbyterian Mission Agency Leadership Cabinet for planning and consultation shall be on invitation of the Executive Director or at the request of the coordinator for the Advisory Committee on Social Witness Policy. At least annually, there will be a meeting of the Advisory Committee on Social Witness Policy and representatives of the Presbyterian Mission Agency Board Executive Committee for strategic reflection and anticipation regarding social witness policy concerns.

The committee shall submit its General Assembly report to the Presbyterian Mission Agency Board Executive Committee for review and possible comments by the Presbyterian Mission Agency Board.

6. Liaisons

A staff person shall be named from the Compassion, Peace and Justice Ministry as liaison to the Advisory Committee on Social Witness Policy.

7. Relation to the General Assembly and the Presbyterian Mission Agency Board

Access to the General Assembly and the Presbyterian Mission Agency Board shall be in the form of policy statements, resolutions, study papers, social involvement reports, Advice and Counsel Memoranda, a yearly narrative report, and other appropriate correspondence. Advice and Counsel Memoranda are to be developed cooperatively with the Advocacy Committee for Racial Ethnic Concerns and the Advocacy Committee for Women's Concerns as appropriate.

8. Assigned Functions

- a) Prepare policy statements, resolutions study papers, social involvement reports, or Advice and Counsel Memoranda on the church's social witness for study and recommendation to the General Assembly at the request of the General Assembly, the Presbyterian Mission Agency Board, or on its own initiative; seek concurrence of the Board relative to financial implications on plans for studies.
- b) Advise the Presbyterian Mission Agency Board on matters of social witness policy or strategy, including interim statements concerning pressing social issues, the Board may wish to consider between meetings of the General Assembly. Facilitate two-way communication with all parties throughout policy development and advisory processes.
- c) Prepare special studies at the request of the General Assembly, the Presbyterian Mission Agency Board, or its Ministries on matters of social witness.
- d) Work cooperatively with the Ministries and all councils in coordinating the interdependent process of social policy formation, implementation, and monitoring.
- e) Provide advice and counsel to the General Assembly and its representative committees on overtures, commissioner resolutions, reports, and actions before the General Assembly that recommend policy direction or action on social witness.
- f) Maintain an up-to-date and accurate Social Policy Compilation of General Assembly social witness policy and provide information to the church as requested.
- g) Provide the Stated Clerk, the Moderator of the General Assembly, and the Executive Director of the Presbyterian Mission Agency with information as they fulfill their responsibilities to communicate and interpret the social witness policies of the General Assembly.
- h) Identify facets of the church's social witness that enable or obstruct effective action. Analyze, in cooperation with the General Assembly Ministries, the effectiveness of social witness in councils, institutions, and the Presbyterian Mission Agency. After consulting entities that have primary ministry responsibility and the Presbyterian Mission Agency Board, report to the General Assembly on the advisory committee's findings, together with recommendations for improving social witness.
- i) Report directly to the General Assembly because of the need to maintain and advance a prophetic witness of the church.

B. Advocacy Committee for Racial Ethnic Concerns (ACREC)

This advocacy committee shall consist of the following persons:

- Two African American (*)
- Two Asian American (*)
- Two Hispanic (*)
- Two Middle Eastern (*)
- Two Native American (*)
- At-large member elected with consideration for special expertise, fast-growing racial ethnic segments, geographic diversity and ethnic balance.
- Presbyterian Mission Agency Board Member nominated by the Presbyterian Mission Agency Board Nominating and Governance Subcommittee and elected by the Presbyterian Mission Agency Board to serve a four-year non-renewable term. This voting member fulfills the responsibility of liaison between the Presbyterian Mission Agency Board and the Advocacy Committee.

(*) Members of the five racial ethnic caucuses (African American, Asian American, Hispanic, Middle Eastern, and Native American) shall select one member from each caucus to be elected through the General Assembly Nominating process to serve a four year-term with eligibility for one additional term.

1. Accountability and Lodgment

Staff responsible for the planning and coordination work of the committee shall be appointed by the Presbyterian Mission Agency Executive Director in consultation with the Advocacy Committee. The staff shall be lodged within the office of the Executive Director, unless the Advocacy Committee consents to staff being lodged outside that office. Such staff shall be accountable for the work of the committee to the Office of the Presbyterian Mission Agency Executive Director through the Racial Ethnic Leadership Development Manager.

2. Budget

Funding for the work of the Advocacy Committee for Racial Ethnic Concerns comes from the per capita budget except for the staffing costs which are accounted for in the budget of the office where the staff is lodged. The Advocacy Committee shall propose a yearly budget to the office of the Racial Ethnic Leadership Development Manager.

3. Access

The Advocacy Committee for Racial Ethnic Concerns shall have direct access to the General Assembly and the Presbyterian Mission Agency Board. In accordance with the recommendation of the 220th General Assembly (2012), the Presbyterian Mission Agency Board shall meet at least once every two years with the elected leadership of the advocacy committees for strategic reflection and anticipation concerning racial ethnic concerns.

Access to the General Assembly and the Presbyterian Mission Agency Board shall be in the form of policy statements, resolutions, study papers, racial involvement reports, a yearly narrative report, Advice and Counsel Memoranda, and other appropriate correspondence. Advice and Counsel Memoranda shall be developed in consultation with other advisory and advocacy committees as appropriate.

The committee shall submit its General Assembly report to the Presbyterian Mission Agency Board Executive Committee for review and possible comments by the Presbyterian Mission Agency Board.

4. Assigned Functions

- a) Prepare policy statements, resolutions, recommendations, reports, and Advice and Counsel Memoranda on racial ethnic concerns to the General Assembly at the request of the General Assembly, the Presbyterian Mission Agency Board, or on its own initiative.
- b) Advise the Presbyterian Mission Agency Board on matters of racial ethnic concerns including statements concerning pressing issues the Board may wish to consider between meetings of the General Assembly.
- c) Provide advice and counsel to the General Assembly and its committees on overtures, commissioners' resolutions, reports, and actions before the General Assembly that impact issues of racial ethnic concern.
- d) Assist the Advisory Committee on Social Witness Policy in maintaining an up-to-date and accurate compilation of General Assembly policy on racial ethnic concerns and provide information to the church as requested.
- e) Provide the Stated Clerk, the Moderator of the General Assembly, and the Executive Director of the Presbyterian Mission Agency with information as they fulfill their responsibilities to communicate and interpret General Assembly policies on racial ethnic concerns.
- f) Monitor the implementation of racial justice policies and programs relative to racial ethnic concerns.
- g) Through advocacy maintain a strong prophetic witness to the church and for the church on existing and emerging issues of racial ethnic concern.

C. Advocacy Committee for Women's Concerns (ACWC)

This Advocacy Committee shall consist of:

- Two clergywomen
- One woman church lay employee
- One Presbyterian Women Churchwide Coordinating Team Vice Moderator for Justice and Peace
- Seven members at-large, chosen to balance the committee geographically, racially and ethnically, and with consideration to age and expertise.
- One Presbyterian Mission Agency Board nominated by the Presbyterian Mission Agency Board Nominating and Governance Subcommittee and elected by the Presbyterian Mission Agency Board to serve a four-year non-renewable term. This voting member fulfills the responsibility of liaison between the Presbyterian Mission Agency Board and the Advocacy Committee. In the interest of maintaining this relationship with a current member of the Presbyterian Mission Agency Board, when the only current Board member with the gifts and abilities required to serve on ACWC has two years remaining in her/his term on the Board, she/he may be elected for a two-year term on ACWC
- At least four members of the Advocacy Committee for Women's Concerns shall be racial ethnic women. At least two members of the Advocacy Committee for Women's Concerns will be men, but no more than three members may be men.

1. Accountability and Lodgment

Staff responsible for the planning and coordination work of the committee shall be appointed by the Presbyterian Mission Agency Executive Director in consultation with the Advocacy Committee. The staff shall be lodged within the office of the Presbyterian Mission Agency

Executive Director, unless the Advocacy Committee consents to staff being lodged outside that office. Such staff shall be accountable for the work of the committee to the office of the Presbyterian Mission Agency Board Executive Director through the Racial Ethnic Leadership Development Manager.

2. Budget

Funding for the work of the Advocacy Committee for Women's Concerns comes from the per capita budget except for the staffing costs which are accounted for in the budget of the office where the staff member is lodged. The Advocacy Committee shall propose a yearly budget to the office of the Racial Ethnic Leadership Development Manager.

3. Access

The Advocacy Committee for Women's Concerns shall have direct access to the General Assembly and the Presbyterian Mission Agency Board. In accordance with the recommendation of the 220th General Assembly (2012), the Presbyterian Mission Agency Board shall meet at least once every two years with the elected leadership of the advocacy committees for strategic reflection and anticipation concerning women's concerns.

Access to the General Assembly and the Presbyterian Mission Agency Board shall be in the form of policy statements, resolutions, study papers, a yearly narrative report, Advice and Counsel Memoranda. Advice and Counsel Memoranda, and other appropriate correspondence shall be developed in consultation with other advisory and advocacy committees as appropriate.

The committee shall submit its General Assembly report to the Presbyterian Mission Agency Board Executive Committee for review and possible comments by the Presbyterian Mission Agency Board.

4. Assigned Functions

The Advocacy Committee for Women's Concerns shall assist the Presbyterian Church (U.S.A.) to give full expression to the rich diversity of its membership as specified in the *Book of Order*, G-4.0403. The committee shall monitor and evaluate policies, procedures, programs, and resources regarding the way in which they impact the status and position of women in the church and the world; and shall advocate for full inclusiveness and equity in all areas of the life and work of the church in society.

- a) Prepare policy statements, resolutions, recommendations, reports, and Advice and Counsel Memoranda on women's concerns to the General Assembly at the request of the General Assembly, the Presbyterian Mission Agency Board, or on its own initiative.
- b) Advise the Presbyterian Mission Agency Board on matters of women's concerns including statements concerning pressing issues the Board may wish to consider between meetings of the General Assembly.
- c) Provide advice and counsel to the General Assembly and its committees on overtures, commissioners' resolutions, reports, and actions before the General Assembly that impact issues of women's concerns.
- d) Assist the Advisory Committee on Social Witness Policy in maintaining an up-to-date and accurate compilation of General Assembly policy on women's concerns and provide information to the church as requested.
- e) Provide the Stated Clerk, the Moderator of the General Assembly, and the Executive Director of the Presbyterian Mission Agency with information as they fulfill their responsibilities to communicate and interpret General Assembly policies on women's concerns.

- f) Monitor the implementation of women's policies and programs relative to women's concerns.
- g) Through advocacy maintain a strong prophetic witness to the church and for the church on existing and emerging issues of women's concerns.

II. Committee on Theological Education

The Committee on Theological Education (COTE) has direct access to the General Assembly and their work is coordinated through the Theology, Formation and Evangelism Ministry.

As constituted by the 198th General Assembly (1986) and reaffirmed by the 205th General Assembly (1993) the Committee on Theological Education has the following purposes: to further the cause of theological education in the church; to provide a vehicle through which the individual theological seminaries can coordinate their activities and report to the church; to provide for official communication from the church to the seminaries; to preserve the freedom of the seminaries for the benefit of the church; and to assure visible representation of theological education at the national level of the church's organization.

A. Committee Membership

This committee of the General Assembly will consist of:

- One representative appointed by each of the ten PC(USA) seminaries;
- Eleven at-large members for special expertise and geographical diversity, who are elected through the General Assembly Nominating Committee process to serve four-year terms, with eligibility for one additional term;
- Two Presbyterian Mission Agency Board members nominated by the Presbyterian Mission Agency Board Nominating and Governance Subcommittee and elected by the Presbyterian Mission Agency Board to four-year non-renewable terms;
- Corresponding members representing seminaries that have renewable covenant relationships with the PC(USA);
- A corresponding member representing the Omaha Presbyterian Seminary Foundation; and up to three corresponding members representing non-Presbyterian seminaries as determined by annual vote of the Committee on Theological Education.

B. Staff Accountability and Lodgment

Staff responsible for planning and coordinating work of the committee shall be appointed by the Director of the Theology, Formation and Evangelism Ministry in consultation with the Committee on Theological Education. The staff shall be lodged within the Theology, Formation and Evangelism Ministry and be directly accountable to the Director of the Theology, Formation and Evangelism Ministry.

C. Budget

Funding for the work of the Committee on Theological Education, including related staffing costs and allocations to the seminaries on behalf of the denomination, shall be accounted for in the budget of the Theology, Formation and Evangelism Ministry.

D. Access

The Committee on Theological Education shall have direct access to the General Assembly and the Presbyterian Mission Agency Board. Access shall be in the form of resolutions, a yearly narrative report, comments on issues before the Assembly, and other appropriate correspondence. The yearly narrative report shall be forwarded to the Presbyterian Mission Agency Board

Executive Committee for possible comment. Institutional representatives serving on the Committee on Theological Education will represent COTE on a rotating basis with corresponding member status at meetings of the Presbyterian Mission Agency Board.

E. Assigned Functions

1. To develop and maintain a comprehensive overview of theological education from the perspective of the whole church.
2. To identify, develop, and propose strategies for a systemic approach to theological education within the denomination.
3. To serve as an advocate before the whole church for theological education and to interpret the mission of the denomination's seminaries to the whole church.
4. To provide a way for the church's needs to be addressed to the denomination's seminaries.
5. To review the effectiveness and stewardship of the seminaries on behalf of the church.
6. To encourage and enhance cooperation among the theological seminaries of the denomination.
7. To relate the councils and agencies of the PC(USA), particularly those which have responsibilities for theology and worship, for education, for candidacy, and for leadership development for pastors and church members.
8. To maintain appropriate relationships with those responsible for theological education in other branches of the church catholic.
9. To receive and act upon requests and recommendations from the church.
10. To receive and review reports from the theological seminaries appropriate to the work of the committee;
11. To identify the issues, needs, and opportunities of the seminaries, individually and corporately, and, where appropriate, address these as requests and recommendations to the church;
12. To authorize use of Theological Education Fund monies, prepare an appropriate formula for disbursements to the theological seminaries of the PC(USA), and to advocate for financial support of the seminaries.
13. To maintain relations with educational and ecumenical associations which share common concerns with the committee.
14. To serve as an agency of the denomination for relating to theological seminaries other than those of the PC (USA).
15. To recommend to the General Assembly those theological seminaries which shall qualify as members of the Committee on Theological Education.

III. Other Presbyterian Mission Agency Board Related Committees

The following committees have reporting relationships established by the General Assembly or the Presbyterian Mission Agency Board. If the chairperson of one of these committees wishes to address a Presbyterian Mission Agency Board Committee, he or she may request time from the chair of the mission committee prior to the meeting. Ordinarily, such requests will be granted subject to available time on the docket, and the relevance of the request.

A. Mission Responsibility Through Investment Committee (MRTI)

The Committee on Mission Responsibility Through Investment (MRTI) is responsible for implementing General Assembly policy related to mission responsibility through investment. MRTI assists the church at all levels to utilize its investments as key instruments to promote its mission goals in society. MRTI provides leadership for effective engagement of the private sector in partnership with ecumenical colleagues in the United States, and in collaboration with indigenous churches, ecumenical bodies and local groups in other nations

1. Budget

The budget for MRTI is developed by staff and proposed to the Presbyterian Mission Agency Board for approval by the General Assembly.

2. Composition:

MRTI is composed of:

- two elected representatives named by each of its member agencies:
 - Presbyterian Mission Agency Board,
 - Board of Pensions and
 - Presbyterian Church(USA) Foundation/New Covenant Trust Company), and
- one representative each from the elected membership of:
 - the Advisory Committee on Social Witness Policy,
 - the Advocacy Committee on Women’s Concerns and
 - the Advocacy Committee on Racial Ethnic Concerns.

In addition, the General Assembly elects three At-Large members bringing MRTI’s total membership to 12 persons.

3. Relation to the General Assembly and the Presbyterian Mission Agency Board

Nominated by the General Assembly Nominating Committee and elected by the General Assembly, this committee reports to the Presbyterian Mission Agency Board’s Justice Committee.

4. Staffing Relationship and Lodgment:

Staffing for MRTI is provided by Compassion, Peace and Justice Ministry Area of the Presbyterian Mission Agency.

5. Assigned Functions:

- a) MRTI’s primary function is to develop and implement a coordinated strategy for the General Assembly’s Investment Policies and Guidelines for the General Assembly and for subsequent General Assembly action related to investment or divestment. Specific assigned functions include:
- b) recommend, as needed, revisions or additions to the General Assembly’s Investment Policies and Guidelines (for use by the Board of Pensions, Presbyterian Church (USA) Foundation, Inc., New Covenant Trust Company; and other fiduciaries within the church family) designed to reach mission goals of the General Assembly,
- c) recommend to the Presbyterian Mission Agency Board specific actions on the exercise of investor rights and responsibilities such as proxy voting, initial filing of shareholder resolutions, and joining with other shareholders in litigation calling for regulatory oversight or other forms of redress,

- d) recommend to appropriate ministry areas or related bodies, middle governing bodies, institutions and communicant members of the Presbyterian Church (USA) ways and means to carry out General Assembly investment policies respecting social concerns, including the voting of proxies on shareholder resolutions,
 - e) appoint representatives to ecumenical organizations through which the Presbyterian Church (USA) seeks to advance its work in the area of mission responsibility through investments, and
 - f) assist Compassion, Peace and Justice in coordinating corporate responsibility concerns with mission program and strategies on economic and social justice.
- B. Mission Development Resources Committee (MDRC)

The Mission Development Resources Committee makes decisions on Church Loans, Walton Awards for New Church Development and Mission Program Grants (New Church Development, Congregational Transformation and Specialized Ministries). Nominated by the General Assembly Nominating Committee and elected by the General Assembly, this committee reports to the Presbyterian Mission Agency Board's Worshiping Communities Committee.

1. Budget

MDRC provides input on the work of the Mission Program Grants, Church Loans and the Sam and Helen R. Walton Award. The budget for these items is displayed in the Evangelism and Church Growth ministry area.

2. Staff Relationships and Lodgment

The Office of Mission Program Grants staff that is responsible for planning, coordinating, and supporting the work of MDRC shall be answerable to the Director of Evangelism and Church Growth Ministry Area or designee.

3. Search Procedures for Staff

The Associate and Administrative Assistant staff members within the Office of Mission Program Grants shall be appointed by the director of Evangelism and Church Growth in accordance with The Presbyterian Mission Agency Employee Handbook.

4. Relation to the General Assembly and the Presbyterian Mission Agency Board

MDRC reports to the Worshiping Communities Committee, typically in the form of action items, information reports and changes to the MDRC Manual of Administrative Operations.

5. Liaisons

A member from the Presbyterian Mission Agency Board Worshiping Communities Committee shall be named as liaison to the MDRC.

6. Assigned Functions

The primary focus of the MDRC is to respond faithfully to the church growth commitment of the Presbyterian Mission Agency. This work is conducted in partnership with synods and presbyteries engaged in church growth mission through the allocation of grants and loans.

The MDRC implements its work through the following functions:

- a) Allocating grants for new church development, new worshiping communities, and presbytery support for continual congregational transformation;

- b) Originating and overseeing the payment and repayment of Presbyterian Mission Agency loans to new and existing congregations for site acquisition, building construction, renovation, and other related projects;
 - c) Recommending policies, procedures and guidelines that govern the grant and church loan programs;
 - d) Interpreting the purpose and availability of the grant and church loan programs to the whole church, instilling hope for future ministry to keep the church alive and growing;
 - e) Responding in partnership with mid councils to new and emerging ministries;
 - f) Reviewing and recommending to the Presbyterian Mission Agency new congregation projects nominated to receive Sam & Helen R. Walton Awards.
- C. Presbyterian Disaster Assistance Advisory Committee (PDAAC)
- 1. Purpose

The purpose of the Presbyterian Disaster Assistance Advisory Committee is to review the work of Presbyterian Disaster Assistance and give policy advice. Presbyterian Disaster Assistance "is a ministry of relief and response to national and international disasters, aid to refugees and displaced persons, refugee resettlement and efforts toward development." This ministry is "carried out through ecumenical partnerships, related church agencies, mid-councils, and congregations." Nominated by the General Assembly Nominating Committee and elected by the General Assembly. This committee reports to the Presbyterian Mission Agency Board's Justice Committee.
 - 2. Budget

The budget for Presbyterian Disaster Assistance is developed by staff and proposed to the Presbyterian Mission Agency Board for approval by the General Assembly.
 - 3. Composition

The Presbyterian Disaster Assistance Advisory Committee is comprised of seven (7) At-Large members, nominated by the General Assembly Nominating Committee and elected by the General Assembly. Members serve a one four-year term and are eligible for consideration to one additional term.
 - 4. Accountability

This committee reports to the Presbyterian Mission Agency Board's Justice Committee.
 - 5. Staff Accountability and Lodgment

Staff responsible for planning and coordinating the work of Presbyterian Disaster Assistance are appointed by and accountable to the Director of the Compassion, Peace & Justice Ministry Area.
 - 6. Assigned Functions
 - a) Assist in setting strategic program direction.
 - b) Contribute knowledge and expertise in disaster relief.
 - c) Ensure that Presbyterian Disaster Assistance is strategically aligned with the priorities of the Presbyterian Mission Agency.
 - d) Promote and interpret the One Great Hour of Sharing Offering.

- e) Provide advice concerning expenditure of designated funds over \$500,000 in response to large scale disasters.
 - f) Provide input on the development of an annual budget.
 - g) Work with staff to develop and implement communication and fund-raising strategies.
- D. Presbyterian Hunger Program Advisory Committee (PHPAC)
1. Purpose

The purpose of the Presbyterian Hunger Program Advisory Committee is to guide the church's response to hunger and its underlying causes.
 2. Budget

The budget for the Presbyterian Hunger Program is developed by staff and proposed to the Presbyterian Mission Agency Board for approval by the General Assembly.
 3. Staff Relationships and Lodgment

Staff responsible for planning and coordinating the work of the Presbyterian Hunger Program are appointed by and accountable to the Director of Compassion, Peace and Justice.
 4. Relation to the General Assembly and the Presbyterian Mission Agency Board

Nominated by the General Assembly Nominating Committee and elected by the General Assembly, this committee reports to the Presbyterian Mission Agency Board's Justice Committee, typically in the form of minutes and changes to the PHP Advisory Committee Operating Guidelines.
 5. Assigned Functions

The committee carries out the following tasks:

 - a) Recommend Presbyterian Hunger Program operating guidelines guidelines in concordance with PMA goals and work plan.
 - b) Recommend policies, procedures and guidelines that govern the Presbyterian Hunger Program grant process.
 - c) Review grant requests and make funding (grant) decisions within the approved guidelines.
 - d) Promote the One Great Hour of Sharing Offering through highlighting the work of the Presbyterian Hunger Program, Self-Development of Peoples and Presbyterian Disaster Assistance.
 - e) Promote Presbyterian Hunger Program initiatives in congregations and presbyteries.
 - f) Suggest the development of programs and strategies for implementing the "Common Affirmation on Global Hunger," and other General Assembly policies related to hunger and poverty.
- E. Presbyterian Committee on the Self-Development of People (PCSDOP)
- The National Presbyterian Committee on the Self-Development of People provides the opportunity for the members of the Presbyterian Church (U.S.A.) and non-members to help establish partnerships with economically poor, oppressed, and disadvantaged people in the United States and around the world, which helps them to develop toward their own potential, self-determination, and human dignity. (People who are not Presbyterian may be nominated, elected,

and serve). The National Committee shares this ministry with mid council committees, as the focal point of the Church's efforts to promote the self-development concept and cause.

1. Direction & Accountability

The Presbyterian Committee on the Self Development of People (PCSDOP) receives direction for its work through the Mission Work Plan, and the Presbyterian Committee on the Self Development of People Manual of Operations, which are approved by the Presbyterian Mission Agency Board. The Presbyterian Committee on the Self Development of People reports to the Presbyterian Mission Agency Board through the Board's Justice Committee.

2. Staff Accountability and Lodgment

Staff responsible for planning and coordinating work of the committee shall be appointed by the Director of the Compassion Peace & Justice Ministry in consultation with the Presbyterian Committee on the Self Development of People (PCSDOP). When seeking a new coordinator for SDOP, an interview team will be identified in consultation with the PCSDOP Steering Committee. At least two members of the PCSDOP shall serve as a part of the interview team. The staff shall be lodged within the Compassion Peace & Justice Ministry and be directly accountable to the Director of the Compassion Peace & Justice Ministry.

3. Assigned Functions (to be performed with accountability to the Justice Committee and/or the Compassion Peace and Justice Ministry area, and subject to available funds).

- a) SDOP shall be responsible for creating and maintaining its own Manual of Operations.
- b) SDOP shall provide program, strategy and oversight for the church's mission of self-development with poor, oppressed and disadvantaged people.
- c) SDOP will implement the criteria and guidelines for funding local projects.
- d) SDOP will be responsible for receiving, reviewing and approving/rejecting local project proposals.
- e) SDOP will be responsible for training and certifying local SDOP committees.
- f) SDOP will work in collaboration with PDA and PHP to carry out joint projects consistent with the mandate of each committee.
- g) Work cooperatively with ecumenical partners in carrying out SDOP's mandate.
- h) Educate the church on the condition and status of poor and oppressed communities and train the church in theological issues related to poverty.
- i) Promote and Interpret the OGHS offering within the church at both the congregational and mid-council levels.

F. Jinishian Memorial Program Governance Commission

The Jinishian Memorial Program (JMP) is an endowed ecumenical ministry of the Presbyterian Mission Agency, and part of the World Mission ministry area, that supports ongoing programs benefitting Armenians in need in Armenia, Lebanon, Syria, Turkey, and Jerusalem. JMP has a U.S. Advisory Committee (USAC) composed of three individuals of Armenian descent, and two who are members of the Presbyterian Mission Agency staff. The Jinishian Memorial Program Governance Commission (JMPGC) acts on behalf of the Presbyterian Mission Agency Board in all matters that authorize and facilitate the implementation of JMP. The JMPGC is composed of the five voting members of the USAC, plus two current or previous Presbyterian Mission Agency Board elected members. The two elected Presbyterian Mission Agency Board members also serve as liaisons with the USAC with voice, but not vote.

APPENDIX 1G

Missional Relationships

There are four categories of formal Presbyterian Mission Agency missional relationships:

- Institutional relationships
- Professional associations
- Missional Partnerships
 - Presbyterian Mission Agency organization wide
 - Office partnerships

I. Institutional Relationships

Institutional Relationships are those between the General Assembly and another organization. In these cases, the Presbyterian Mission Agency is responsible for cultivating the relationship and requesting General Assembly approval, but the relationship isn't limited in scope to the Presbyterian Mission Agency. There are relatively few of these relationships. A covenant between PC(USA) and the other organization will place the relationship in the context of the church's missional directives, describe appropriate expectations for staff services and support, as well as note any special responsibilities granted as part of the relationship.

Approval: The General Assembly, upon recommendation by the Presbyterian Mission Agency Board.

II. Professional Associations

Professional Associations are related organizations of church professionals within a given area of expertise. Professional associations also serve the missional purposes of the church, and in that context the Presbyterian Mission Agency role is one of recognizing and networking leaders. A relationship agreement between the Presbyterian Mission Agency and the other organization will place the relationship in the context of Presbyterian Mission Agency missional directives and describe appropriate expectations for Presbyterian Mission Agency staff services and support.

Approval: Leadership Cabinet, upon recommendation from the respective Deputy Executive Director's leadership team, for a four year term

Notification: Presbyterian Mission Agency Board

III. Presbyterian Mission Agency Organization-wide Missional Partnerships

Presbyterian Mission Agency organization-wide missional partnerships are groups whose relationship with the Presbyterian Mission Agency is not limited to a single ministry area, but extends across the work of the Agency. Because covenanted groups carry out specialized ministries on behalf of the Presbyterian Mission Agency, their covenant is not established with an office, but rather with the Agency as a whole. These organizations are linked by common cause and a specific relationship to the Presbyterian Mission Agency. There are relatively few of these organizations, as most of missional partnerships are with particular offices. A covenant between the Presbyterian Mission Agency and the other organization will place the relationship in the context of Presbyterian Mission

Agency missional directives, describe appropriate expectations for Presbyterian Mission Agency staff services and support, as well as note any special responsibilities granted as part of the relationship.

Approval: The Leadership Cabinet, upon recommendation from the Ministry Directors Team (MDT), for a term of four years.

Notification: Presbyterian Mission Agency Board

IV. Presbyterian Mission Agency Office Partnerships

Presbyterian Mission Agency Office Partnerships are relationships between a Presbyterian Mission Agency office or ministry area and another organization. These relationships are bound together by common cause and a specific relationship with another organization. An office partnership is typically limited in scope to a given office or ministry area. An office relationship document will place the relationship in the context of Presbyterian Mission Agency missional directives and describe appropriate expectations for Presbyterian Mission Agency staff services and support.

Approval: The Leadership Cabinet, upon recommendation from the Ministry Directors Team (MDT), for a term of four years.

Notification: Presbyterian Mission Agency Board

APPENDIX 1H

Guidelines for Liaisons to Other Entities

The General Assembly elects individuals to serve as members of the Presbyterian Mission Agency Board. As part of their call to service on the Presbyterian Mission Agency Board, some members or former members will be invited to represent the board on other entities (committees or boards). These additional assignments are secondary to the purpose for which the General Assembly has called members into service on the Presbyterian Mission Agency Board. In each of these roles, members are to represent the concerns and established interests of the Presbyterian Mission Agency Board.

The following guidelines are designed to help members cultivate the connection between their work on the Presbyterian Mission Agency Board and their service on other boards and committees. In this document, “liaison” refers to anyone who serves on another committee by virtue of first having been elected to the Presbyterian Mission Agency Board. Liaisons may be voting members or corresponding members, depending upon the particular assignment.

I. Prior to committee meetings:

Liaisons will review the agenda for the upcoming committee meetings, and seek input from the designated staff liaison regarding:

- Background materials that may be helpful for the committee discussion
- Presbyterian Mission Agency Board interests that might relate to the discussion.

II. After committee meetings:

Liaisons will keep the Presbyterian Mission Agency apprised of the work of the other committees they serve. Following each committee meeting, liaisons will send a brief note to the Board chairperson and the designated staff liaison, outlining significant items from the meeting.

III. Prior to Presbyterian Mission Agency Board meetings:

Liaisons will prepare a written report for distribution to board members as means of keeping the board informed about the committee’s work. The report will be posted online as an information item for the board meeting. (Information items are due in the Executive Director’s office four weeks prior to a board meeting.)

IV. During Presbyterian Mission Agency Board meetings:

Board committee chairs may, at their discretion, highlight an information item for further discussion in committee. If this is anticipated, the board committee chair will notify the liaison in advance that her or his presence may be needed during the committee session.

APPENDIX 2A

Presbyterian Mission Agency Staff Organization

The Executive Director carries out responsibilities with staff in the following ministries: the Office of the Executive Director, Compassion, Peace and Justice, Racial Ethnic and Women's Ministries, Theology, Formation and Evangelism, World Mission, Shared Services, Communications and Funds Development.

I. Mission Administration

A. Office of the Executive Director

The primary purpose of the office is to provide overall leadership and support for the mission of the Presbyterian Church (U.S.A.) working with and through the Presbyterian Mission Agency Board and the Ministries. The office is divided into mission administration areas, one of which is shared with the Office of the General Assembly:

1. Advocacy Committee Support which includes, Advocacy Committee for Racial Ethnic Concerns, and Advocacy Committee for Women's Concerns.
2. Human Resources
3. Internal Audit
4. Legal & Risk Management
5. Policy, Administration and Board Support
6. Research Services

B. Shared with the Office of the General Assembly

1. Mid Council Relations

C. Ministries

The Ministries are led by a Deputy Executive Director, two Senior Directors, and four ministry directors, reporting to the Executive Director.

1. Deputy Executive Director for Shared Services
 - a) Finance and Accounting
 - b) Information Technology
 - c) Presbyterian Center Services
 - d) Presbyterian Distribution Services
2. Senior Director for Communications
 - a) Mission Communications
 - b) Communications Services
3. Senior Director for Funds Development Ministry
 - a) Major Gifts
 - b) Church Support
 - c) Special Offerings and Appeal
 - d) Relationship and Development Operations

4. Director of Compassion, Peace and Justice
5. Director of Racial Ethnic and Women's Ministries
6. Director of Theology, Formation and Evangelism
7. Director of World Mission

II. Changes to the staff structure

- A. Changes to the ministry area structure of the Presbyterian Mission Agency (Communications, Funds Development, Office of the Executive Director, and Shared Services) must be approved by the Presbyterian Mission Agency Board, upon recommendation by the Executive Committee and the Executive Director.
- B. Changes to the structure within a ministry area must be approved by the Presbyterian Mission Agency Board Executive Committee, upon recommendation by the Executive Director.

APPENDIX 2B

General Assembly Ministries

I. Mission Ministries:

A. Compassion, Peace and Justice

The Compassion, Peace and Justice Ministry seeks to support, assist and involve congregations and mid councils in ministries of compassion, justice, and peacemaking. This ministry responds to disasters, provides support for sustainable community development, and works to alleviate hunger and poverty nationally and around the world. It also addresses injustice in all arenas of life and advocates for just and peaceful solutions to situations of violence, conflict and oppression. This work is done in collaboration with mid councils, partner churches, ecumenical partners and community-based organizations. Work areas and offices carry out this ministry in a variety of ways, providing resources, supporting networks, sponsoring events that equip congregations to witness to God's healing and reconciling activity in the world.

B. Racial Ethnic and Women's Ministries

The Racial Ethnic and Women's Ministries seek to develop leaders, to work for racial and gender justice and equality, and to cultivate Presbyterian communities of faith that truly reflect the increasing multicultural makeup of our society. Work areas and offices carry out this ministry through networks, events, publications, communication, advocacy, and financial support.

C. Theology, Formation, and Evangelism

This ministry area seeks to support churches and church leaders in terms of leadership development, Christian/theological/ecclesiological formation, and evangelism. The ministry is divided into two units, Theology and Evangelism. Theology includes (1) Theology and Worship (Company of New Pastors, Small Church Residency Program, Financial Aid for Service, interfaith, and worship resources), (2) Theological Education (support of seminaries), and (3) Congregational Ministries Publishing (discipleship curriculum for all ages). The Evangelism unit includes (1) 1001 New Worshiping Communities, (2) Youth/College/Young Adults/Camps and Conferences, (3) New Beginnings church revitalization efforts, and (4) evangelism resources.

D. World Mission

The World Mission Ministry carries on the Presbyterian calling and tradition of sending missionaries, sharing and living out the gospel, and supporting partner Christian ministries around the globe. Work areas and offices in this ministry include supporting dozens of partner churches in many countries, working with international ecumenical bodies, and sending hundreds of full time, part time, and volunteer mission personnel to over 60 countries around the world. World Mission supports mission involvement throughout the PC(USA) by providing mission education, networking opportunities, opportunities to volunteer nationally, and leadership development for young adults serving nationally and internationally.

II. Support Ministries

A. Communications Ministry

Communications Ministry communicates the mission and ministry of the Presbyterian Mission Agency Board and the role and activities regarding mission in the PC(USA).

B. Funds Development Ministry

Funds Development Ministry encourages, implements, and guides stewardship and giving to fund the Presbyterian Mission Agency and the mission and ministry of connectional entities and agencies of the PC(USA).

C. Shared Services

Shared Services Ministry faithfully receives, records, and reconciles contributions offered to the church from congregations and presbyteries. Shared Services assists the ministry areas in budgeting, disbursing, documenting, and financial reporting. Shared Services prints, packages, mails, and distributes denominational materials to congregations, mid councils, and to mission fields across the nation and the world. Shared Services also provides support for, information technology, property management, and Presbyterian Center operations.

III. Amendments to these Descriptions

Amendments to these descriptions of the staff structure components may be approved by the Presbyterian Mission Agency Executive Committee upon recommendation by the Executive Director.

APPENDIX 3

Public Statements by the Presbyterian Mission Agency Board

I. Statements on Public Issues by Entities of the Presbyterian Church (U.S.A.)

It is understood that duly constituted entities, boards, and councils may address statements or resolutions to the church or public officials, based on specified General Assembly actions, concerning matters clearly related to their assigned responsibilities. Such statements or resolutions may also be released to church and public news media.

The Presbyterian Mission Agency Board has been assigned a particular responsibility by the General Assembly to act on behalf of the General Assembly according to previously enacted General Assembly policies [between meetings of the General Assembly], reporting fully to each subsequent General Assembly its actions. Since the Presbyterian Mission Agency Board shall, in effect, be acting on behalf of the General Assembly, clear procedure defining the occasions and process for preparing and approving interim statements addressed to the church or the public order on issues and events in the society are essential. While the procedure outlined below focuses on such interim statements, the interim actions of the Presbyterian Mission Agency Board shall, of course, encompass a wider scope.

Procedures Governing Presbyterian Mission Agency Board Interim Statements on Public Issues:

- A. The Presbyterian Mission Agency Board policy on interim statements governs those occasions when the Board speaks to members of the Presbyterian Church (U.S.A.), to public officials, or to other audiences on behalf of the General Assembly. When the intent is to facilitate the church's understanding of a General Assembly policy or to encourage general support of that policy, an interim statement shall be prepared.
- B. An interim statement is a formal statement of the Presbyterian Mission Agency Board issued between meetings of the General Assembly on an event or issue in the public order that merits immediate response by the church. An interim statement should not be confused with statements issued by the Stated Clerk in fulfillment of the responsibility to interpret and communicate General Assembly actions, nor with personal statements that may from time to time be made by church officials.
- C. Interim statements should be reserved for significant occasions rather than viewed as a routine responsibility. The following questions shall be used to evaluate the need for such statements:
 1. Is this event or issue of sufficient gravity or moment to merit an interim statement by the Presbyterian Mission Agency Board?
 2. Is such a statement by the Presbyterian Mission Agency Board deemed appropriate, timely, and helpful?
 3. Are sufficient time and expertise available to prepare a credible and responsible interim statement on the matter?
- D. Proposals for interim statements may be initiated by the Presbyterian Mission Agency Board itself or by any General Assembly entity, synod, or presbytery. Any proposals arising between meetings of the Presbyterian Mission Agency Board shall be communicated to the Presbyterian Mission Agency Executive Director.
- E. When the proposal is for an interim statement at a forthcoming regular meeting of the Presbyterian Mission Agency Board, the following procedures shall apply:

1. The Presbyterian Mission Agency Executive Director shall refer the proposal to the appropriate person(s), depending on the subject, who shall prepare a recommendation concerning the need for an interim statement. If further action is appropriate, those persons in consultation with the Presbyterian Mission Agency Board chair, the Executive Director, and the Stated Clerk shall prepare a draft.
 2. The draft of any proposed interim statement shall be circulated to members of the Presbyterian Mission Agency Board in advance if possible; otherwise, at the beginning of the meetings.
 3. The Presbyterian Mission Agency Board Executive Committee shall review the proposed interim statement and recommend a method for considering it in the meeting.
 4. Ordinarily, no final vote on an interim statement shall be taken until at least twenty-four hours following the circulation of a draft.
- F. When the proposal for an interim statement arises during a meeting of the Presbyterian Mission Agency Board, the following procedures shall apply:
1. The matter shall be referred immediately to the Presbyterian Mission Agency Board Executive Committee which, in consultation with the persons named above in item “5.(a)” in attendance, shall report its recommendation to the Presbyterian Mission Agency Board as to whether an interim statement is merited. The recommendation shall be based on consideration of the questions in section “3.” above.
 2. If the proposal to issue an interim statement is approved, the Presbyterian Mission Agency Board chair shall immediately appoint a small task group to prepare a draft, drawing upon particular competencies among the members and expertise of those present. They shall work in consultation with the Presbyterian Mission Agency Board chair, the Executive Director, and the Stated Clerk.
 3. Consideration shall proceed as in items “5.c” and “5.d” above.
- G. When the proposal is for an interim statement between meetings because of urgent need, the following procedures shall apply:
1. The chair and vice chair of the Presbyterian Mission Agency Board and the Moderator of the General Assembly, in consultation with the appropriate persons depending on the subject, the Executive Director and the Stated Clerk may jointly agree that an interim statement is merited and authorize the preparation of a draft.
 2. On completion of a draft, the Presbyterian Mission Agency Board chair shall call a meeting of the Presbyterian Mission Agency Board Executive Committee, by telephone conference if necessary, to consider the proposed statement.
 3. When the matter is of sufficient urgency in the judgment of those named in “[5].a” above, notification and the circulation of a draft here described can be compressed into one. In such case, the proposed statement shall be carefully read at the beginning of the special/called meeting, an explanation of the background circumstances shall be made, and the statement shall be read again before it is placed for debate.
 4. All members of the Presbyterian Mission Agency Board shall ordinarily be notified of the proposed interim statement, and every attempt shall be made to circulate the draft in advance.
- H. In all instances, a majority of those voting, provided a quorum is present, shall be sufficient to approve an interim statement.

II. Other Statements by the Presbyterian Mission Agency Board

On other occasions, when the Presbyterian Mission Agency Board is invited to endorse the statement of another recognized Presbyterian group or ecumenical partner, or when the Board identifies an occasion when it wishes to speak on its own behalf, it may do so upon recommendation of the Presbyterian Mission Agency Board Executive Committee. In no case shall such a statement be made in contradiction of General Assembly action.

APPENDIX 4A

Open Meeting Policy

Approved by the 209th General Assembly (1997) – Amended by 218th General Assembly (2008)

1. The work of the church is strengthened when it is done in a spirit of openness and trust. Church members have a basic right to know about the work done and the decisions made by entities within the church. Church leaders have a basic responsibility to honor that right by conducting their business with a spirit of openness and vulnerability to public scrutiny. Therefore, open meetings shall be the norm for all such entities.
2. It is the policy of the General Assembly; the Presbyterian Mission Agency Board and the entities and work groups related to them, that their meetings shall be open to all interested persons. A separate policy exists for governing non-business gatherings. Documents being considered at such meetings shall be available to interested persons at the meeting.
3. In certain circumstances, when the confidentiality of the subject matter is impeding the open work of the group, its meetings may be closed. These requirements apply:
 - a) Subjects dealt with must be limited to property negotiation, personnel, civil and criminal litigation, including cases under the Rules of Discipline, or security.
 - b) Closed meetings may be authorized only after serious consideration and by a majority vote of the members present. Such closure must be limited in time and scope to matters in 3(a) above.
 - c) In closed meetings, only voting members and other persons invited by the group to serve it are to be present.
 - d) The reason(s) for closing must be announced before closure and also must be recorded in the minutes.
 - e) The decisions reached shall be recorded in the minutes, and shall be made public as soon as possible following the end of the closed meeting.
 - (1) Since staff groups have neither authority nor responsibility for establishing policy; their meetings are not subject to these provisions. This does not preclude them from opening their meetings.
 - (2) The provisions of this policy shall apply to visitors and to representatives of both church and public media, including print, electronic and photographic journalists.
 - (3) All the provisions of this policy are to be applied equitably to all persons and groups.
 - (4) The Office of the Stated Clerk of the General Assembly is responsible for resolving questions relating to the application and interpretation of the open meeting policy.

A separate policy exists to govern non-business gatherings. Refer to Appendix 4B, Media and Visitor Policy for Non-business Gatherings.

Note: The 218th General Assembly (2008) directed the entities subject to the PC(USA) Open Meeting Policy to post the dates, times, and locations of their open meetings on the PC(USA) calendar Web page within a reasonable time of making such plans.

APPENDIX 4B

Media and Visitor Policy for Non-Business Gatherings

Approved by the 212th General Assembly (2000)

1. Representatives of the media and visitors are welcome at non-business gatherings of groups structurally related to the Presbyterian Mission Agency Board of the Presbyterian Church (U.S.A.).
2. Many non-business gatherings are intended to provide participants with the opportunity to openly examine personal and corporate issues of faith and life. Media representatives and visitors are asked to honor this atmosphere of openness and acceptance. If there is a business session within a non-business gathering, the open meeting policy of the Presbyterian Church (U.S.A.) shall apply during that session.
3. The following policy pertains to non-business gatherings of groups structurally related to the Presbyterian Mission Agency Board of the Presbyterian Church (U.S.A.):
 - a) Media representatives will register as such, including the name of the publication or media outlet for which they are acting as a media representative. Media representatives and visitors should wear name tags identifying themselves as such during all portions of the gathering.
 - b) Media representatives will not be required to pay registration fees. They will be responsible for their own accommodations, meals, and transportation. Visitors will register and be required to pay appropriate fees.
 - c) Media representatives are observers and may not speak or actively participate in any portion of the gathering unless invited.
 - d) All plenary sessions are open.
 - e) All non-plenary sessions are also open. Media representatives and visitors are asked to identify themselves as such at the beginning of non-plenary sessions. In small groups whose purpose is the sharing of personal issues of faith and life, the discussion may be closed to media representatives and visitors at the choice of the small group participants.
 - f) The provisions of this policy shall apply to visitors and representatives of both church and public media, including print, electronic, and photographic journalists.
 - g) All the provisions of this policy are to be applied equitably to all persons and groups.
 - h) The Office of the Stated Clerk of the General Assembly is responsible for resolving questions relating to the application and interpretation of this policy.

APPENDIX 5

Presbyterian Mission Agency Board Awards

I. Policy

The Presbyterian Mission Agency Board, at various times and places, may present awards to honor persons or entities/organizations for outstanding achievements in relationship to the goals of the Presbyterian Mission Agency Board. Listed below are guidelines to be followed for determining award recipients:

- A. Appropriate staff will (re)formulate written policies and procedures in the selection process for each award to be submitted for approval by the appropriate Mission Committee. Each award is to have a one-sheet explanation including criteria and process for determining the selection with periodic review and/or approval of changes (possibly included in covenants).
- B. Each selection committee will submit proposed recipients for each award to the appropriate Mission Committee along with the names of those serving on the selection committee and the written rationale for the proposed selection(s). This should be done prior to informing the proposed recipient(s) of their selection. The appropriate Mission Committee reviews the proposed recipient(s) in light of the ongoing commitment of the Presbyterian Church (U.S.A.) to be reformed and always reforming according to the Word of God and the Call of the Spirit, as well as to Presbyterian Church (U.S.A.) Constitutional standards and policies. This should be done before the selection goes forward.
- C. All nominees should be submitted to the appropriate Mission Committee of the Presbyterian Mission Agency Board (or its successors) for its review. If the nominees cannot be named at a Presbyterian Mission Agency Board meeting, the nominees will be sent to the Presbyterian Mission Agency Board Executive Committee for its action.
- D. The selection committees will report the results of their consideration of “Awards as issues to ponder” to the appropriate Mission Committee [see Appendix 5] and this response will be included in the minutes of the appropriate Mission Committee.
- E. In the event the selection committee’s nominee is not accepted by the appropriate Mission Committee, the selection committee may appeal that decision to the Presbyterian Mission Agency Board. Appeals are limited to questions pertaining to compliance with award criteria.

II. Issues to ponder:

... The work Group proposes that the following five items need to be pondered thoughtfully by the groups awarding and administering awards “within the scope of the work of the Presbyterian Mission Agency Board.” [See recommendation D. in Appendix 5.]

A. Why give awards?

The answer seems to be simply, “to honor the person.” While this is part of an answer, the questions also ask for honesty regarding the motivation of the group giving the award. Is there a strong element of advocacy for a cause? The work group is convinced that we must remember that it is the Church of Jesus Christ which is involved in such activities.

B. Develop an appropriate basis for each award.

1. Scripture, particularly the Gospels, warn us about the dangers of seeking honor (Matthew 13:57 and parallels). “Honor” is most frequently used relating to reverence

toward the Triune God.

2. In the *Book of Confessions*, the emphasis on honor to God is continued. Appropriate to our present concern are passages such as C-5.026, 5.258 (regarding government in the light of Romans 13), and C-7.237, 239, and .241, where honor for others is discussed.
3. The Directory for Worship offers what we found to be perhaps the most helpful comments regarding this situation in W-4.4-7001:

“Service given to the community beyond the particular mission of the church may be appropriately recognized as an expression of Christian discipleship with prayer and thanksgiving at a suitable time in an occasion of worship. Significant accomplishments in the lives of Christians or honors and other forms of recognition received by them may also occasions for such celebration with the community of faith.” [Note how this compares with W-4.1001, .2004, .3003, and .5002].

- C. How much staff time, money, and energy go into awards?

Our investigation suggested that the “costs” of awards tend to be hidden. Some awards are supported by dedicated funds for cash awards. Our concern is not with these, but primarily with the “costs” in staff time and energy. Most of the actual costs are considered “Office Expense”, and appear to be relatively minor.

- D. When and where should awards be given?

The giving of awards at a special ceremony was not part of the 211th General Assembly (1999). There continue to be numerous breakfasts where awards are conferred. However, reflection on W-4.7001 suggests that the question of the appropriate venue for giving awards can be a fruitful enterprise. For example, when the Restorative Justice Award was given at a presbytery meeting, the person was honored as the value and importance of this aspect of mission were highlighted. The effect of this change of venue suggests the wisdom of careful reflection on the appropriate venue in the light of the purpose of the award as a recognition of commitment to mission.

- E. Can awards serve as models and/or inspiration?

We believe that the answer to this question is, “Yes,” when there has been careful review and preparation for the way in which each award is conferred, as well as where that is most appropriately done.

APPENDIX 6

Ethics Policy

**for Elected¹ and Appointed Members of the
Presbyterian Mission Agency Board and
the Committee on the Office of the General Assembly
of the Presbyterian Church (U.S.A.)**

I. Introduction

This Ethics Policy for Elected and Appointed Members of the Presbyterian Mission Agency Board (“PMA BOARD”) and the Committee on the Office of the General Assembly (“COGA”) of the Presbyterian Church (U.S.A.) (“Ethics Policy”) addresses business ethics and does not include the other ethical values and policies of the Presbyterian Church (U.S.A.) (“PCUSA”).² The Ethics Policy applies to all elected and appointed members of the PMA BOARD and COGA and members of their committees, task forces and workgroups in matters relating to the performance of their duties and responsibilities for the PMA BOARD/COGA. Hereinafter the term "elected member" will be used to collectively refer to those individuals listed in Footnote 1 below. The term “PMA BOARD/COGA” collectively refers to those two ecclesial bodies, their elected members, their respective staff members, Presbyterian Church (U.S.A.), A Corporation, and all subparts thereof.

All funds and property received and administered by the PMA BOARD/COGA are entrusted to the organization by God through the faithful financial support of PCUSA members and friends. The highest degree of stewardship and fiduciary responsibility is expected of all elected members, including the receiving, reporting, and use of funds, property, and time. Elected members are responsible for complying with laws, regulations³, and PMA BOARD/COGA and PCUSA policies and procedures.

As an elected member, what does this Ethics Policy require of me?

The required standards of this Ethics Policy are set out in 1-6 immediately below. The forms and processes are set out in the five attachments.

II. Standards of Ethical Conduct

A. **Duty of Loyalty and Care.** The duty of loyalty and care as well as the obligation of good stewardship requires all elected members to act first in the best interests of the PMA BOARD/COGA rather than in the elected member's own interests or the interests of another entity or person. All elected members shall exercise reasonable efforts to inform themselves of the mission and ministry of the PMA BOARD/COGA. All elected members shall act as a reasonable elected member would act under the same or similar circumstances. These responsibilities are set forth below.

¹ The term “elected members” collectively means elected and appointed members and members of their committees, task forces and workgroups.

² For other policies, see the Standards of Ethical Conduct approved by the 210th General Assembly (1998) of the Presbyterian Church (U.S.A.).

³ Federal and state constitutional religious free exercise provisions, as well as laws and ordinances, exempt religious organizations from some laws. An elected member should consult with the General Counsel if such questions arise.

- B. **Conflicts of Interest.** All elected members shall avoid conflicts of interest, potential conflicts of interest, and situations that give even the appearance of a conflict of interest.⁴
1. **Definition.** “Conflict of interest” means any situation in which the elected member may be influenced or appear to be influenced in decision-making or business dealings by any motive or desire for personal advantage other than the success and well-being of the PMA BOARD/COGA. Personal advantage means a financial interest or some other personal interest, whether present or potential, whether direct or indirect. This standard applies to both actual and contemplated transactions. When in doubt, the elected member is to assume there might be a conflict and should raise the question pursuant to this Ethics Policy.
 2. **Employment Ineligibility.** No PMA BOARD elected member shall be eligible to become an employee of PMA or otherwise render compensable services to the PMA for the duration of their term. For purposes of this paragraph, resignation does not result in the premature end of term. For example, an elected person who resigns with one year left in his/her term continues to be prohibited from becoming an employee until the expiration of that remaining year. No COGA elected member shall be eligible to become an employee of OGA or otherwise render compensable services to OGA for the duration of their term. This prohibition does not apply to a member serving as an ex officio member of the PMA BOARD or COGA. For purposes of this paragraph, resignation does not result in the premature end of term. Exceptions, however, may be made under the following two circumstances if the PMA BOARD Executive Committee or COGA Coordinating Committee (as appropriate) votes by 2/3 to allow the exception:
 - a) To facilitate development of specified projects through limited contracts of less than 18 months in duration. The elected member may be compensated under the contract.
 - b) To fill an officer or employee position on an interim or acting basis for two years or less. The elected member may be compensated for such service. The elected member must resign his/her elected position.
 3. **Disclosure Deadlines. All present and potential conflicts of interest issues must be disclosed in writing** annually (See Attachment 1) and thereafter as they arise. If the conflict is known in advance of any meeting, business transaction, contract, or other activity at which issues may be discussed or on which the issues may have a bearing on the elected member’s approach, whether directly or indirectly, it shall be disclosed ahead of time and the elected member shall abstain from any participation in the discussion or decision. If the conflict is not known in advance, it shall be disclosed when the actual or potential conflict becomes apparent. All disclosures are to be made promptly in writing to the chair/ moderator of the body and to the General Counsel. (See Attachment 2). See Attachment 5 for procedures to follow at meetings of the elected body or its committees, task forces and workgroups to document disclosure and action by disinterested members.

⁴ Personal investments with the Presbyterian Church (U.S.A.) Foundation, Presbyterian Church (U.S.A.) Investment and Loan Program, Inc., or employee benefits provided by the Board of Pensions of the Presbyterian Church (U.S.A.) are not considered a conflict of interest.

4. **Potential Conflicts of Interest.** All elected members are likewise to disclose promptly, in writing, matters and relationships that have the potential for giving rise to the appearance of a conflict in business dealings with the PMA/OGA. Examples include, but are not limited to, financial interests, leadership roles, or board membership with vendors and other organizations doing business with the PMA/OGA. PMA/OGA business dealings with an elected member's friends and family⁵ are particularly sensitive and are to be disclosed and carefully evaluated because of the potential for inferences of tangible or intangible personal advantage and the appearance of impropriety. All disclosures are to be made promptly in writing to the chair/moderator of the body and to the General Counsel. (See Attachment 2).
5. **Gifts and Relationship Building** To avoid appearances of impropriety, any gifts, gratuities, special favors, and hospitality to an elected member shall not be accepted by any elected member from any person or organization that sells, delivers, or receives any goods, materials, or services to or from the PMA/OGA. This prohibition includes those persons or organizations that desire to enter into such relationships with PMA/OGA. **There are four exceptions to this rule:**
 - a) **Gifts, meals, outings, and relationship-building activities provided by Presbyterian Church (U.S.A.) churches, middle governing bodies, partner churches or related organizations** in connection with PMA/OGA business. Elected members shall not accept monetary gifts of any amount.
 - b) **Gifts that primarily benefit the PMA/OGA** and not an individual elected member, such as gifts of complimentary rooms given to the PMA/OGA by hotels, conventions, and conferences in relation to official PMA/OGA business. Elected members shall not accept monetary gifts of any amount.
 - c) **Occasional small gifts (less than \$50.00 in value,** such as flowers or foodstuffs) to an individual elected member. Where gifts are shared with other elected members or PMA/OGA staff (e.g., foodstuffs set out for all to partake), then the gift is not deemed to be to an individual elected member. Elected members shall not accept monetary gifts of any amount.
 - d) **Luncheons, dinners, outings, and relationship-building activities in connection with PMA/OGA business may be received.** If an activity permitted under this section #4 results in a value of over \$100 to the elected member, the elected member shall promptly report this in writing to the chair of the body and to the General Counsel. Elected members shall not accept monetary gifts of any amount. The written report will include a description of the activity, the dollar value, the name of the person/organization providing it, and the business that person/organization does with PMA/OGA. The General Counsel shall maintain a log that includes all of the written reports submitted under this section #4. This log will be available at all times to the PMA BOARD Chair, the PMA Executive Director, the COGA Moderator, the Stated Clerk and the Chair of the Audit Committee.
6. **Process and Resolution.** All conflict of interest disclosures, reports, or questions are to be made promptly and in writing to the chair of the body and to the General Counsel. The

⁵ "Family" includes the elected member's spouse, parents, siblings, spouses of siblings, children, grandchildren, great-grandchildren, the spouses of children, grandchildren, and great-grandchildren, any other blood relative, and individuals who live in the elected member's home.

- General Counsel will consult with the chair of the body and the PMA Executive Director or the Stated Clerk, as appropriate. After consultation, the General Counsel will make a recommendation to the PMA BOARD Executive Committee or the COGA Coordinating Committee, as appropriate. Those bodies provide the final decision on any elected member conflict of interest matters.
- C. **Confidentiality of PMA BOARD/COGA Information.** Elected members shall not disclose information about the PMA BOARD/COGA that is not known outside of the PMA BOARD/COGA or is not known by public means. Of course, it is expected that elected members will share certain PMA BOARD/COGA information with other parts of the PCUSA, related entities and the public when asked to do so by the PMA BOARD/COGA. If questions arise, the elected member should inquire of the chair of the body. If the chair/moderator of the body needs assistance, the General Counsel should be consulted by the chair/moderator.
- D. **Transactions, Reporting, and Document Retention.** Each elected member has a duty to prepare, process, maintain, and report complete, accurate, and timely records pertaining to their role, including, but not limited to, expense reports. This also includes safeguarding all physical, financial, informational, and other PMA/PMA BOARD/COGA assets and records. Elected members shall comply with the Records Retention Schedule of the Office of the General Assembly's Department of History and related schedules as part of the normal course of business and use the schedules in a consistent and accountable manner for both records retention and destruction purposes.
- E. See http://www.history.pcusa.org/records/national/retention_schedules.cfm. See also the Electronic Records Policy for PMA and OGA (anticipated release in 2008). Any document relevant to actual or anticipated internal investigations, legal proceedings or governmental investigations (civil or criminal) must not be destroyed and must be preserved in a manner that would ease accessibility and retrievability of the document. In addition, elected members shall not direct or participate in establishment or maintenance of undisclosed or unrecorded funds or assets, nor shall the elected member direct the making of any artificial or false entries in the financial or other records of the PMA/COGA.
- F. **Duty to Disclose/Whistleblower Policy.** Elected members have a duty to report violations of this Ethics Policy, whether the violation is by themselves or by another. This includes, but is not limited to, financial, accounting, or auditing irregularities. See Attachment 2 for Self-reports. See Attachment 3 for Whistleblower Reports concerning others. See Attachment 4 for Procedures for processing a Whistleblower Report. Likewise, concerns about the appearance or the possibility of violations should be reported. Care must always be taken to be factual and objective. Violations shall be reported promptly in writing to the General Counsel, and may be reported anonymously. **Anonymous whistleblower reports can also be made by calling the hotline at (888) 236-6877 or submitting a report at www.ethicspoint.com.** An anonymous whistleblower report must include sufficient corroborating evidence to justify initiating an investigation. (If the alleged violation involves the General Counsel or one of her staff members, it should be reported to the Internal Auditor.)
1. **No Retaliation.** There shall be no retaliation within PMA/PMA BOARD/COGA for good faith complaints, reports, participation in an investigation or for providing truthful

- information relating to an alleged violation of this Ethics Policy. In addition, there will be no retaliation where an elected member makes a good faith report of the commission or possible commission of any criminal offense to a law enforcement officer. Elected members are protected even if the allegations are mistaken or unsubstantiated, as long as the elected member reasonably believes the reported conduct constitutes a violation of the Ethics Policy. One who makes a claim or report under this Whistleblower Policy in bad faith, or knows or has reason to know that such claim or report is false or materially inaccurate may be subject to disciplinary sanctions by the governing body with jurisdiction over the elected member.
2. **Confidentiality of Investigation.** Reports under this Whistleblower Policy will be treated confidentially with disclosures made on a need-to-know basis only to those directly involved in the investigation of the reported concern. To the extent possible within limitations of the law, policy and the need to conduct a competent investigation, confidentiality will be maintained.
- G. **Violations.** Violation or noncompliance with this policy may result in discipline by the governing body with jurisdiction over the elected member.
- H. **Amendments.** The Ethics Policy may be amended from time to time. In consultation with the General Counsel, the PMA Executive Director and the Stated Clerk (as appropriate) are authorized to make reasonable and necessary changes to this Ethics Policy. Substantive changes must be reported back to the elected body approving this Ethics Policy. Editorial changes need not be reported back.
- I. **Designees.** Where this Ethics Policy assigns a duty to a particular officer or staff position, that officer or staff position may use a designee to complete the duties.
- J. **No Waiver by PMA BOARD/COGA.** Nothing in this Ethics Policy shall be construed to waive any claim, assertion or defense of the PMA BOARD/COGA to exemption or exclusion from applicability of a statute and/or regulation or lack of jurisdiction of a civil court or governmental agency.
- K. **Trainings.** Trainings to familiarize the elected members with this Ethics Policy and its related forms and procedures will be conducted for PMA BOARD/COGA elected members by the Legal Services Office as frequently as deemed necessary by the PMA BOARD Chair and COGA Moderator, as appropriate.

ATTACHMENT 1

Annual Ethics Policy Representation by Elected and Appointed Members (Annual Report)

This form is to be completed annually and signed by all “elected members” of the PMA BOARD/COGA as defined in the Ethics Policy. Upon completion, send it to the General Counsel.

- I acknowledge I have received a copy of the Ethics Policy for Elected and Appointed Members of the PMA BOARD and COGA (*Ethics Policy*).
- I understand it is my responsibility to read and comply with the Ethics Policy and any revisions made to it.
- I understand:
 - I am subject to the Ethics Policy and am required to comply with it.
 - I am responsible for reporting immediately in writing any possible violation of the Ethics Policy that involves me, is reported to me, or that I observe.
 - I am responsible for reporting immediately in writing any whistleblower reports I receive under the Ethics Policy, as well as any other violations of the Ethics Policy I observe.

Initial all of the following statements that apply:

- _____ I am not aware of any violations of the Ethics Policy that involve me or that I have observed in regards to others.
- _____ No employee or elected member has submitted a whistleblower report or a self-report to me that I have not reported already to the General Counsel.
- _____ I am aware of a possible violation of the Ethics Policy that involves me or that I have observed in regards to others. By submitting the information immediately below, I am reporting the alleged violation.

Name of employee, elected member, or organization with the possible violation:

Facts of the possible violation:

Signature: _____ Date: _____

Name (Please print) _____

ATTACHMENT 2

Report of Ethics Policy question, violation, or possible violation in regards to the reporting elected or appointed member (Question/Self-report)

This form is to be completed, signed, and sent to the General Counsel and the chair of PMA BOARD or COGA moderator, as appropriate by “elected members” as that term is defined in the Ethics Policy. It is important to report questions promptly. Generally, the chair/moderator of the body, Executive Director of the PMA and the Stated Clerk, as appropriate, and the General Counsel will consult with the elected member to resolve the conflict of interest, if any.

I am aware of a possible violation of the Ethics Policy that involves me or I have a question about the Ethics Policy as it involves me.

Elected Member's name: _____

Facts about the elected member’s possible violation or the question presented:

Date the elected member became aware of the possible violation or question: _____

Signature: _____ Date: _____

Name (Please print) _____

ATTACHMENT 3

Whistleblower Report of possible Ethics Policy violation in regards to another elected member, an employee, or organization

This form is to be completed, signed (unless submitted anonymously), and sent to the General Counsel. The term “elected member” is defined in the Ethics Policy.

Anonymous whistleblower reports can also be made by calling the hotline at (888) 236-6877 or submitting a report at www.ethicspoint.com. An anonymous whistleblower report must include sufficient corroborating evidence to justify initiating an investigation.

I am aware of a possible violation of the Ethics Policy that involves another elected member, an employee, or an organization.

Name of person(s) involved: _____

Name of organization(s) involved: _____

Facts about the possible violation: _____

Date the elected member became aware of the possible violation: _____

(DO NOT SIGN IF BEING SUBMITTED ANONYMOUSLY)

Signature: _____ Date: _____

Print name: _____

ATTACHMENT 4

Procedures for processing a Whistleblower Report of possible Ethics Policy violation in regards to another elected member, an employee, or an organization

- A. All reports under the Whistleblower Policy (See the Ethics Policy) shall be submitted in writing promptly to the General Counsel. **Anonymous whistleblower reports may be made by calling the hotline at (888) 236-6877 or submitting a report at www.ethicspoint.com.** An anonymous whistleblower report must include sufficient corroborating evidence to justify initiating an investigation. If the alleged violation involves the General Counsel or one of her staff members, it should be reported to the Internal Auditor. The General Counsel will decide if the reported activity, if confirmed, would be an Ethics Policy violation, a possible violation of a policy or procedure not covered by this Ethics Policy, or a matter to be processed through another avenue, typically supervisor review with a report to the General Counsel. If the General Counsel decides the report will not be processed under this Ethics Policy, the General Counsel will respond to the accuser unless the report was filed anonymously. The General Counsel shall keep a log of all reports received under the Whistleblower Policy. Whether or not an investigation was done, the log will include the resolution of all reports. The log will be available at all times to the Chair of PMA BOARD, the Moderator of COGA, and the Chair of the Audit Committee. If the person reporting is simply confused about an issue and how it applies, then the General Counsel will ensure clarification is provided by the chair of the body or the General Counsel. If the chair of the body provides a written response to the elected member, a copy of the response will be provided to the General Counsel.
- B. All other reports shall be initially reviewed by a three-person committee (Investigative Committee) comprised of the General Counsel, the Internal Auditor and a third person appointed by the PMA BOARD Chair or COGA Moderator (as appropriate). The Investigative Committee will first determine whether or not an investigation is warranted. If it is not, the Investigative Committee shall so report. If an investigation is warranted, the Investigative Committee shall proceed as set forth below.
- C. The following processes shall apply to an investigation conducted by the Investigative Committee:
1. If the report alleges a violation by a PMA BOARD elected member, then the PMA BOARD Chair and the PMA Executive Director shall be notified an investigation has commenced. If the report alleges a violation by a COGA elected member, then the COGA Moderator and the Stated Clerk shall be notified an investigation has commenced.
 2. If the report alleges a violation by the PMA BOARD Chair, then the vice-chair and the PMA Executive Director shall be notified an investigation has commenced. If the report alleges a violation by the COGA Moderator, then the vice-chair and the Stated Clerk shall be notified an investigation has commenced.
 3. The Investigative Committee shall be allowed to retain the services of experts it may need to conduct a reasonably thorough investigation.

4. The Investigative Committee may recommend administrative leave for any involved employees while the investigation is in process.
5. The Investigative Committee will promptly conduct its work. The typical investigation will include the following steps:
 - a) Interview all parties involved with relevant knowledge, including but not limited to the accuser and the accused (if possible). Secure and review any relevant documents or other communications (if available and appropriate).
 - b) Determine if there is a potential for risk to persons or property. If there is a potential risk, take reasonable measures as appropriate to protect those persons and property.
 - c) Complete a written report of the findings and recommendations, (including discipline of the elected member). The Investigative Committee will provide a copy of its report (including all relevant documents) to the Audit Committee. At the same time the report is submitted to the Audit Committee, copies will be provided to the accused and the accuser. The chair/moderator of the body and the PMA Executive Director or Stated Clerk (as appropriate) will also receive a copy. Generally, the accused and the accuser will have seven business days to submit written comments to the Audit Committee in response to the Investigative Committee's written report. The Chair of the Audit Committee may extend this period if such an extension is reasonably necessary.
6. All elected members and employees are required to fully cooperate with these investigations, and shall not be retaliated against by supervisors or anyone for cooperating and participating in the investigation.
7. The Audit Committee shall consider all the submissions promptly and reach a conclusion. While the Audit Committee does not have the authority to discipline elected members of PMA BOARD/COGA, its decision shall include any recommendations in that regard. PMA BOARD or COGA, as appropriate, shall give great weight to the decision of the Audit Committee. The Audit Committee shall make a full report of the matter to the PMA BOARD Executive Committee and the Executive Director or the COGA Coordinating Committee and the Stated Clerk (as appropriate). Thereafter, the PMA BOARD Executive Committee or the COGA Coordinating Committee (as appropriate) will affirm, modify, or reverse the decision of the Audit Committee. In reaching its decision, the PMA BOARD Executive Committee or the COGA Coordinating Committee (as appropriate) may also hear from any of the following as it deems fit: the accused, the accuser, the Investigative Committee, and others it deems relevant.
8. PMA BOARD/COGA will ensure that whistleblower reports submitted under this Ethics Policy are dealt with impartially and confidentially. To that end, information will only be shared on a need-to-know basis so as to fulfill the process. Any elected member who violates the confidentiality of this process shall be subject to disciplinary action by the body with jurisdiction over the elected member.
9. PMA BOARD/COGA prohibit retaliation, including but not limited to making any threatening communication by verbal, written, or electronic means, against anyone who reports in good faith or provides any information concerning violations of the Ethics Policy or applicable state or

federal laws or who provides truthful information relating to the commission or possible commission of any criminal offense to a law enforcement officer. PMA BOARD/COGA will not discipline any elected member where the elected member in good faith (or any person acting pursuant to the request of the elected member) reports, discloses, testifies, or otherwise informs PMA BOARD/COGA, pursuant to this Ethics Policy, of a violation by an elected member, employee, or organization.

10. Any elected member found engaging in retaliation will be subject to discipline by the body with jurisdiction over the elected member.

ATTACHMENT 5 Meeting Procedure

Actions taken by the PMA BOARD and COGA are recorded in minutes. For purposes of this document, “minutes” includes administrative notes. If an employee, officer or elected member has a conflict of interest with regard to a proposed transaction under consideration at the meeting, that person shall leave the meeting and henceforth refrain from discussing or voting on the matter. The person with the conflict of interest may, however, respond to questions posed by an elected member. The minutes must reflect:

1. the date of the meeting;
2. the names of employees, officers and/or elected members with conflicts of interest regarding the proposed transaction;
3. the names of those who left the meeting;
4. the names of those members who voted on the matter;
5. description of data obtained and relied upon by the PMA BOARD or COGA and how the data was obtained;
6. if the transaction is approved between PMA BOARD/COGA and the person with a conflict of interest, the basis for the approval (include any difference in comparability data and value of transaction to PMA BOARD/COGA and how that affected the approval); and
7. terms of the transaction as approved.

- 1 employee is to assume there might be a conflict and should raise the question pursuant to this Ethics
2 Policy.
- 3 b. **Disclosure Deadlines.** All present and potential conflicts of interest issues must be disclosed in
4 writing annually (See Attachment 1) and thereafter as they arise. If the conflict is known in advance
5 of any meeting, business transaction, contract, or other activity at which issues may be discussed or
6 on which the issues may have a bearing on the employee’s approach, whether directly or indirectly,
7 it shall be disclosed ahead of time and the employee shall abstain from any participation in the
8 discussion or decision. If the conflict is not known in advance, it shall be disclosed when the actual
9 or potential conflict becomes apparent. All disclosures are to be made promptly in writing to the
10 employee’s supervisor and to the General Counsel. (See Attachment 2)
- 11 c. **Potential Conflicts of Interest.** All employees are likewise to disclose promptly, in writing, matters
12 and relationships that have the potential for giving rise to the appearance of a conflict in business
13 dealings with the PMA/OGA. Examples include, but are not limited to, financial interests,
14 leadership roles, or board membership with vendors and other organizations doing business with the
15 PMA/OGA. PMA/OGA business dealings with an employee’s friends and family⁹ are particularly
16 sensitive and are to be disclosed and carefully evaluated because of the potential for inferences of
17 tangible or intangible personal advantage and the appearance of impropriety. All disclosures are to
18 be made promptly in writing to the employee’s supervisor and to the General Counsel. (See
19 Attachment 2).
- 20 d. **Gifts and Relationship Building.** To avoid appearances of impropriety, any gifts, gratuities, special
21 favors, and hospitality to an employee shall not be accepted by any employee from any person or
22 organization that sells, delivers, or receives any goods, materials, or services to or from the
23 PMA/OGA. This prohibition includes those persons or organizations that desire to enter into such
24 relationships with PMA/OGA. In regards to employees being offered honoraria or being paid in a
25 temporary pastoral relationship with a particular church (for example as a stated supply), see Section
26 105 of the Employee Handbooks of the PMA and the OGA. **There are four exceptions to this**
27 **rule:**
- 28 (1) **Gifts, meals, outings, and relationship-building activities provided by Presbyterian Church**
29 **(U.S.A.) churches, middle governing bodies, partner churches or related** organizations in
30 connection with PMA/OGA business. Employees shall not accept monetary gifts of any amount.
- 31 (2) **Gifts that primarily benefit the PMA/OGA** and not an individual employee, such as gifts of
32 complimentary rooms given to the PMA/OGA by hotels, conventions, and conferences in relation to
33 official PMA/OGA business. Employees shall not accept monetary gifts of any amount.
- 34 (3) **Occasional small gifts (less than \$50.00 in value,** such as flowers or foodstuffs) to an
35 individual employee. Where gifts are shared with the work area (e.g., foodstuffs set out for all to
36 partake), then the gift is not deemed to be to an individual employee. Employees shall not accept
37 monetary gifts of any amount.

4 Outside employment, including but not limited to serving in a paid, temporary pastoral relationship with a particular church, is permitted as long as it does not interfere with the performance of work duties for the PMA/OGA or result in a conflict of interest as that term is defined in this Ethics Policy.

5 “Family” includes the employee’s spouse, parents, siblings, spouses of siblings, children, grandchildren, great-grandchildren, the spouses of children, grandchildren, and great-grandchildren, any other blood relative, and individuals who live in the employee’s home

- 1 (4) **Meals, outings, and relationship-building activities in connection with PMA/OGA business**
2 **may be received.** If an activity permitted under this section 4 results in a value of over \$100 to the
3 employee and/or the employee's family member (See Footnote 5), the employee shall promptly
4 report this in writing to the employee's supervisor and the General Counsel. Employees shall not
5 accept monetary gifts of any amount. The written report will include a description of the activity, the
6 dollar value, the name of the person/organization providing it, and the business that
7 person/organization does with PMA/OGA. The General Counsel shall maintain a log that includes
8 all of the written reports submitted under this section 4. This log will be available at all times to the
9 PMA Board Chair, the PMA Executive Director, the COGA Moderator, the Stated Clerk and the
10 Chair of the Audit Committee.
- 11 e. **Process and Resolution.** All conflict of interest disclosures, reports, or questions are to be made
12 promptly and in writing to the employee's supervisor and the General Counsel. The General
13 Counsel will consult with the supervisor and make a recommendation to the PMA Executive
14 Director or the Stated Clerk, as appropriate. Those officers provide the final decision on any
15 employee conflict of interest matters. Conflict of interest disclosures, reports, or questions related to
16 activities of the Stated Clerk of the General Assembly and/or the Executive Director of the
17 Presbyterian Mission Agency are submitted in writing to the General Counsel who will submit for
18 decision to their respective elected bodies (COGA Coordinating Committee or the PMA Board
19 Executive Committee).
- 20 3. **Confidentiality of PMA/OGA Information.** Employees shall not disclose information about the
21 PMA/OGA that is not known outside of the PMA/OGA or is not known by public means. Of course, it is
22 within the duties of some employees to share PMA/OGA information with other parts of the PCUSA,
23 related entities, and the public. Employee questions should be posed to the supervisor. If the supervisor
24 needs assistance, the General Counsel should be consulted by the supervisor.
- 25 4. **Transactions, Reporting, and Document Retention.** . Each employee has a duty to prepare, process,
26 maintain, and report complete, accurate, and timely records pertaining to their role, including, but not
27 limited to, journal entries, expense reports, disbursement requests, time reports, and payroll transactions.
28 This also includes safeguarding all physical, financial, informational, and other PMA/OGA assets and
29 records. Employees shall comply with the Records Retention Schedule of the Office of the General
30 Assembly's Department of History and related schedules as part of the normal course of business and
31 use the schedules in a consistent and accountable manner for both records retention and destruction
32 purposes. See www.history.pcusa.org/national/schedules.html. Also see the Electronic Records Policy
33 for PMA and OGA (anticipated release in 2007). Any document relevant to actual or anticipated internal
34 investigations, legal proceedings or governmental investigations (civil or criminal) must not be
35 destroyed and must be preserved in a manner that would ease accessibility and retrievability. In addition,
36 no undisclosed or unrecorded fund or asset will be established, and no artificial or false entries will be
37 made in the financial or other records of the PMA/OGA.
- 38 5. **Duty to Disclose/Whistleblower Policy.** Employees have a duty to report violations of this Ethics Policy,
39 whether the violation is by themselves or by another. This includes, but is not limited to, financial,
40 accounting, or auditing irregularities. See Attachment 2 for Self-reports. See Attachment 3 for
41 Whistleblower Reports concerning others. See Attachment 4 for Procedures for processing a
42 whistleblower report. Likewise, concerns about the appearance or the possibility of violations should be
43 reported. Care must always be taken to be factual and objective. Violations shall be reported promptly
44 in writing to the General Counsel, and may be reported anonymously. **Anonymous whistleblower**
45 **reports can also be made by calling the hotline at (888) 236-6877 or by submitting a report at**
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- 1 **www.ethicspoint.com.** An anonymous whistleblower report must include sufficient corroborating
2 evidence to justify initiating an investigation. (If the alleged violation involves the General Counsel or
3 one of her staff members, it should be reported to the Internal Auditor.)
- 4 a. **No Retaliation.** There shall be no retaliation for good faith complaints, reports, for participation in
5 an investigation or for providing truthful information relating to an alleged violation of this Ethics
6 Policy. In addition, there will be no retaliation where an employee makes a good faith report of the
7 commission or possible commission of any criminal offense to a law enforcement officer.
8 Employees are protected even if the allegations are mistaken or unsubstantiated, as long as the
9 employee reasonably believes the reported conduct constitutes a violation of the Ethics Policy. One
10 who makes a claim or report under this Whistleblower Policy in bad faith, or knows or has reason to
11 know that such claim or report is false or materially inaccurate may be subject to disciplinary
12 sanctions.
- 13 b. **Confidentiality of Investigation.** Reports under this Whistleblower Policy will be treated
14 confidentially with disclosures made on a need-to-know basis only to those directly involved in the
15 investigation of the reported concern. To the extent possible within the limitations of law, policy, and
16 the need to conduct a competent investigation, confidentiality will be maintained.
- 17 6. **Violations.** Violation or noncompliance with this Ethics Policy may result in discipline, including
18 termination of employment under the employee handbook of the respective entity.
- 19 7. **Amendments.** The Ethics Policy may be amended from time to time. In consultation with the General
20 Counsel, the PMA Executive Director and the Stated Clerk (as appropriate) are authorized to make
21 reasonable and necessary changes to this Ethics Policy. Substantive changes must be reported back to the
22 elected body approving this Ethics Policy. Editorial changes need not be reported back.
- 23 8. **Designees.** Where this Ethics Policy assigns a duty to a particular officer or staff position, that officer or
24 staff position may use a designee to complete the duties.
- 25 9. **No Waiver by PMA/OGA.** Nothing in this Ethics Policy shall be construed to waive any claim, assertion
26 or defense of the PMA/OGA to exemption or exclusion from applicability of a statute and/or regulation
27 or lack of jurisdiction of a civil court or governmental agency.
- 28 10. **Training.** Trainings to familiarize the staff with this Ethics Policy and its related forms and procedures
29 will be conducted for PMA/OGA staffs by the Legal Services Office as frequently as deemed necessary
30 by the Executive Director of the PMA and the Stated Clerk, as appropriate. Each member of the
31 PMA/OGA staffs will be required to attend such trainings.

ATTACHMENT 1

Annual Ethics Policy Representation by Employee
(Annual Report)

This form is to be completed annually and signed by all employees of the PMA/OGA. Upon completion, send it to the General Counsel.

- I acknowledge I have received a copy of the Ethics Policy for Employees of the PMA and OGA (*Ethics Policy*).
- I understand it is my responsibility to read and comply with the Ethics Policy and any revisions made to it
- I understand:
 - I am subject to the Ethics Policy and am required to comply with it.
 - Any employees under my supervision are also subject to the Ethics Policy and I am responsible for *ensuring those employees are aware of the Ethics Policy and attend related trainings.*
 - I am responsible for reporting immediately in writing any possible violation of the Ethics Policy that involves me, is reported to me, or that I observe.
 - I am responsible for reporting immediately in writing any whistleblower reports I receive under the Ethics Policy, as well as any other violations of the Ethics Policy I observe.

Initial all of the following statements that apply:

___ I am not aware of any violations of the Ethics Policy that involve me or that I have observed in regards to other employees or elected or appointed members.

___ No employee has submitted a whistleblower report or self-report to me that I have not reported already to the General Counsel.

___ I am aware of a possible violation of the Ethics Policy that involves me or that I have observed in regards to other employees or by elected or appointed members. By submitting the information immediately below, I am reporting the alleged violation.

Name of persons(s) with the possible violation: _____.

Facts of the possible violation:

Signature

Date

Name (Please print)

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ATTACHMENT 2

Report of Ethics Policy question, violation, or possible violation in regards to the reporting employee

(Question/Self-report)

This form is to be completed, signed, and sent to the employee’s supervisor and the General Counsel. It is important to report questions promptly. Generally, an employee’s supervisor and the General Counsel will consult with the employee to resolve the conflict of interest, if any.

I am aware of a possible violation of the Ethics Policy that involves me or I have a question about the Ethics Policy as it involves me.

1. Employee name: _____
2. Facts about the employee’s possible violation or the question presented:

3. Date the employee became aware of the possible violation or question: _____

Signature: _____ Date: _____

Print name: _____

ATTACHMENT 3

**Whistleblower Report of possible Ethics Policy violation
in regards to another employee, elected member, or
organization**

This form is to be completed, signed (unless submitted anonymously), and sent to the General Counsel.

Anonymous whistleblower reports can also be made by calling the hotline at (888) 236-6877 or submitting a report at www.ethicspoint.com. An anonymous whistleblower report must include sufficient corroborating evidence to justify initiating an investigation.

I am aware of a possible violation of the Ethics Policy that involves another employee, an elected member, or an organization.

1. Name of person(s) involved:

2. Name of organization(s) involved:

3. Facts about the possible violation:

4. Date the employee became aware of the possible violation: _____

(DO NOT SIGN BELOW IF SUBMITTING ANONYMOUSLY)

Signature: _____ Date: _____

Print name: _____

ATTACHMENT 4

Procedures for processing a Whistleblower Report of possible Ethics Policy violation in regards to another employee, elected member, or organization.

A. All reports under the Whistleblower Policy (See Ethics Policy) shall be submitted in writing promptly to the General Counsel. Anonymous whistleblower reports may be made by calling the hotline at (888) 236-6877 or submitting a report at www.ethicspoint.com. An anonymous whistleblower report must include sufficient corroborating evidence to justify initiating an investigation. If the alleged violation involves the General Counsel or one of her staff members, it should be reported to the Internal Auditor. The General Counsel will decide if the reported activity, if confirmed, would be an Ethics Policy violation, a possible violation of a policy or procedure not covered by this Ethics Policy, or a matter to be processed through another avenue, typically supervisor review with a report to the General Counsel. If the General Counsel decides the report will not be processed under this Ethics Policy, the General Counsel will respond to the accuser unless the report was filed anonymously. The General Counsel shall keep a log of all reports received under the Whistleblower Policy. Whether or not an investigation was done, the log will include the resolution of all reports. The log will be available at all times to the Chair of the PMA Board, the Moderator of the COGA and the Chair of the Audit Committee. If the person reporting is simply confused about an issue and how it applies, the General Counsel will ensure clarification is provided by the supervisor or the General Counsel. The supervisor will provide a written response to the employee with a copy to the General Counsel.

B. All other reports shall be initially reviewed by a three-person committee (Investigative Committee) comprised of the General Counsel, the Internal Auditor, and a third person appointed by the PMA Executive Director or Stated Clerk (as appropriate). The Investigative Committee will first determine whether or not an investigation is warranted. If it is not, the Investigative Committee shall so report. If an investigation is warranted, the Investigative Committee shall proceed as set forth below.

C. The following processes shall apply to an investigation conducted by the Investigative Committee:

1. If the report alleges a violation by PMA employees, then the PMA Executive Director shall be notified an investigation has commenced. If the report alleges a violation by OGA employees, then the Stated Clerk shall be notified an investigation has commenced. If the report alleges a violation by either of these officers, then the Chair of the PMA Board or the Moderator of COGA, as appropriate, shall be notified an investigation has commenced.

2. If the report alleges a violation by an elected member, then the chair of the body and the PMA Executive Director or the Stated Clerk (as appropriate) shall be notified an investigation has commenced. If the report alleges a violation by the chair/moderator of the body, then the vice-chair and the PMA Executive Director or Stated Clerk (as appropriate) shall be notified an investigation has commenced.

3. The Investigative Committee shall be allowed to retain the services of experts it may need to conduct a reasonably thorough investigation.

4. The Investigative Committee may recommend administrative leave for the accused, the accuser, or others while the investigation is in process.

5. The Investigative Committee will promptly conduct its work. The typical investigation will include the following steps:

1 a. Interview all parties involved with relevant knowledge, including but not limited to the accuser
2 and the accused (if possible). Secure and review any relevant documents or other communications (if
3 available and appropriate).

4 b. Determine if there is a potential for risk to persons or property. If there is a potential risk, take
5 reasonable measures as appropriate to protect employees and property.

6 c. Complete a written report of its findings and recommendations (including employee discipline or
7 discharge). The Investigative Committee will provide a copy of its report (including all relevant documents)
8 to the Audit Committee. At the same time the report is submitted to the Audit Committee, copies will be
9 provided to the accused and the accuser. The PMA Executive Director or Stated Clerk (as appropriate) will
10 also receive a copy. Generally, the accused and accuser will have seven business days to submit written
11 comments to the Audit Committee in response to the Investigative Committee's written report. The Chair of
12 the Audit Committee may extend this period if such an extension is reasonably necessary.

13 d. All employees are required to fully cooperate with these investigations and shall not be retaliated
14 against by supervisors or anyone for cooperating and participating in the investigation.

15 6. The Audit Committee shall consider all the submissions promptly and reach a conclusion. The Audit
16 Committee's conclusions shall be final and not subject to appeal. While the Audit Committee does not have
17 the authority to discipline or discharge PMA/OGA employees, its conclusions may include recommendations
18 in that regard. Management shall give great weight to the conclusion and recommendations of the Audit
19 Committee. The Audit Committee shall make a full report of the matter to the PMA Board Executive
20 Committee and the Executive Director or the COGA Coordinating Committee and the Stated Clerk (as
21 appropriate). The PMA Board Executive Committee or COGA Coordinating Committee receives the report,
22 and does not take further action other than to follow up with the PMA Executive Director or Stated Clerk to
23 ensure appropriate action was taken. An employee who has received a disciplinary action (including
24 employment termination) may appeal that action via the process set out in the applicable employee
25 handbook.

26 7. PMA/OGA will ensure that whistleblower reports under this Ethics Policy by an employee are dealt
27 with impartially and confidentially. To that end, information will only be shared on a need-to-know basis so
28 as to fulfill the process. Any employee who violates the confidentiality of this process shall be subject to
29 disciplinary action, including employment termination.

30 8. PMA/OGA prohibit retaliation, including but not limited to making any threatening communication
31 by verbal, written, or electronic means, against any employee who reports in good faith or provides any
32 information concerning violations of the Ethics Policy or applicable state or federal laws or who provides
33 truthful information relating to the commission or possible commission of any criminal offense to a law
34 enforcement officer. PMA/OGA will not discharge or discriminate against any employee with respect to
35 compensation, terms conditions, or privileges of employment because the employee in good faith (or any
36 person acting pursuant to the request of the employee) reports, discloses, testifies, or otherwise informs
37 PMA/OGA, pursuant to the Whistleblower Policy, of a violation by any employee, elected member, or
38 organization.

39 9. Any employee found engaging in retaliation will be subject to disciplinary action, including
40 termination of employment. Any elected member found engaging in retaliation will be subject to discipline
41 by the PMA or OGA (as appropriate).

APPENDIX 7

Procedures to Follow When a Presbyterian Mission Agency Executive Director or Deputy Executive Director Vacancy Occurs

I. Executive Director

When an Executive Director announces the intention to retire, resign, not be available for another term, or there is an unexpected vacancy, the following process shall be followed:

A. Resignation Procedures

1. The chair of the Board confers with the Presbyterian Mission Agency Board Executive Committee regarding next steps.
2. The decision is announced on a schedule agreed to by the Executive Director and the Presbyterian Mission Agency Board Executive Committee.
3. The Executive Committee, and other such persons as may be deemed necessary, shall conduct an exit interview with the Executive Director.

B. Unexpected Vacancy

The chair of the Board contacts the Executive Committee and together they will take all steps deemed necessary in regard to temporary leadership of the Presbyterian Mission Agency. These actions shall be binding until the next meeting of Presbyterian Mission Agency Board.

C. Interim Procedures

1. The chair of the Board will meet with the staff of the Office of the Executive Director and the Leadership Cabinet to explain procedures, hear concerns, answer questions, and seek their suggestions.
2. The Executive Committee in consultation with appropriate persons, determines the need for an Interim Executive Director, begins the selection process if it is determined that an Interim Executive Director is needed, and recommends an Interim Executive Director to the Presbyterian Mission Agency Board Executive Committee for appointment. An Interim Executive Director cannot be called to be the next Executive Director unless a full inclusive search was conducted for the interim.

D. Search Procedures

1. A search committee composed of seven members of the Board shall be elected by the Board. The Presbyterian Mission Agency Board Nominating and Governance Subcommittee shall nominate the membership of the committee, including a chair, representative of the diversity of the Board.
2. In order for the General Assembly Committee on Representation to carry out its assigned functions, G-3.0103, a representative of the committee may participate in meetings of special committees elected by the General Assembly or the Presbyterian Mission Agency Board to select nominees for Executive Director during discussions of

the position description, advertising, and interview procedures. Discussions of the qualifications of individual candidates and interviews of candidates shall be closed to members of the Committee on Representation unless invited as provided in section 3.(a & c) of the Open Meeting Policy (refer to Appendix 4A).

3. When the candidate for Executive Director is being nominated to the Presbyterian Mission Agency Board for election, the Board shall be provided with the following:
 - a. a brief biographical sketch;
 - b. a personal statement of faith;
 - c. reason(s) candidate is deemed to be suitable for the position;
 - d. the candidate's goals for the term of office.
4. The search, nomination, election, and confirmation proceeds as per the Organization for Mission: "the Executive Director of the Presbyterian Mission Agency shall be elected by the Board, subject to confirmation by the General Assembly." The search, nomination, election, and confirmation shall be guided by the Churchwide Plan for Equal Employment Opportunity and Affirmative Action. Upon election, the Executive Director serves with the full authority of the office until confirmed by the next General Assembly. (Organization for Mission, Section V.G.)

II. Deputy Executive Directors

- A. Deputy Executive Directors are selected and hired by the Executive Director, using a search committee that includes elected members of the Presbyterian Mission Agency Board and subject to a confirmation vote by the Presbyterian Mission Agency Board. Deputy Executive Directors do not have a term.
- B. When the Deputy Executive Director is being submitted to the Presbyterian Mission Agency Board for confirmation, the Presbyterian Mission Agency Board shall be provided with the following:
 1. a brief biographical sketch;
 2. a personal statement of faith;
 3. reason(s) the individual is deemed to be suitable for the position;
- C. If a vacancy in a Deputy Executive Director position occurs and the Executive Director desires to fill the position on an interim basis, the position will be filled subject to a confirmation vote by the Presbyterian Mission Agency Board Executive Committee. An interim Deputy Executive Director cannot be hired to be the next Deputy Executive Director unless a full, inclusive search was conducted for the interim.

APPENDIX 8

Comprehensive Performance Review Processes for the Executive Director of the Presbyterian Mission Agency

I. Introduction

The purpose of all performance reviews described in these processes is to discuss, share, and assess goals, performance, successes, and challenges related to the work of the Executive Director (“ED”). The Executive Committee will conduct the annual reviews of the ED described in these Processes during any four-year term of each ED. The Executive Committee may conduct these performance reviews or may appoint a subcommittee of its members. In either instance, the review shall be led in that process by the vice-chair of the Presbyterian Mission Agency Board. For purposes of these Processes, “EC” means either the Executive Committee or a subcommittee of the EC members, unless specified otherwise. Suggested deadlines for the processes described below are attached in the Guidelines at Attachment A.

II. First and Third-Year Performance Reviews

A. Purpose of the Reviews

1. The purpose of a first-year performance review is to provide support for the newly elected or newly re-appointed ED, to correct any perceived missteps, to identify potential problems, to celebrate accomplishments, to listen to and identify potential issues, and to set goals for the second year of the term.
2. The purpose of the third-year performance review is to discuss and share successes and challenges, goals and performance related to the work of the ED. A particular goal of the third-year review is to evaluate the ED’s eligibility and willingness to serve for an additional four-year term.

B. Process:

1. The ED will provide to the EC a self-evaluation at least forty-five (45) days prior to the date set for the EC to meet with the ED to discuss his/her annual evaluation.
2. In preparing the annual evaluation, the Executive Committee (EC) will solicit comments and input from Presbyterian Mission Agency Board elected members, in addition to selected Presbyterian Mission Agency staff, mid council executives and clerks, and chief administrative officers of other GA agencies and corporations. All input that is received prior to the announced deadline will be considered.
3. A confidential written summary of the evaluation with goals and objectives shall be prepared by the vice-chair of the Presbyterian Mission Agency Board, who will meet with the ED to discuss it. Both the vice-chair and the ED will sign the summary and it will be placed in the ED’s personnel file.
4. A summary of the evaluation shall be presented to the Presbyterian Mission Agency Board in closed session during the Board’s next regular meeting.

III. Second-Year and Fourth-Year Performance Reviews

A. Purpose of the Reviews

1. The purpose of the second-year performance review is to build on the previous year's experience, to provide constructive support, to strengthen partnerships and to plan for the next two (2) years. This mid-term review provides an opportunity for selected individuals to comment on performance strengths and weaknesses, progress made in meeting goals, and any desirable mid-course corrections.
2. The purpose of the fourth-year review is to evaluate the performance of the entire four-year term and to prepare for the next term.

B. Process:

1. The EC shall develop review instruments which shall contain questions and areas of inquiry targeted to each specific group identified in paragraph 2, below. The instruments shall be available to the ED and the EC three (3) months prior to the review date and before they are sent to those who are selected to respond to them. The EC may select a subcommittee chaired by the vice-chair of the Presbyterian Mission Agency Board to create the review instruments even if the full EC will conduct the annual review of the ED.
2. Participants in the review process shall include all Presbyterian Mission Agency Board members, the Moderator of the General Assembly, and a random selection of persons in the following categories:
 - a. Presbyterian Mission Agency staff (both exempt and nonexempt);
 - b. Mid council executives and clerks; and
 - c. The chief administrative officers of the other General Assembly agencies and corporations.
3. Comments in response to the review instruments shall be shared in summary with the ED during the annual review meeting; however, the names of the persons making comments shall be held in confidence by the EC.
4. The ED shall submit to the EC a written self-evaluation at least forty-five (45) days prior to the EC's final review meeting with the ED, noting the following:
 - a. For the second-year review the self-evaluation shall include goals and objectives for the remaining two (2) years of the term.
 - b. For the fourth-year review the evaluation shall include goals and objectives for the next four-year term, if appropriate and warranted.
5. The results of the second-year review shall be shared by the EC in a face-to-face interview with the ED at or before the summer EC retreat. A summary of the review shall be presented to the Presbyterian Mission Agency Board in closed session at the Board's next regular meeting.
6. The results of the fourth-year review shall be shared by the EC in a face-to-face interview with the ED at or before the spring Presbyterian Mission Agency Board

meeting. A summary of the review shall be presented to the Presbyterian Mission Agency Board in closed session at the spring Board meeting. The Presbyterian Mission Agency Board will vote whether or not to elect the ED to an additional four-year term and, if it votes in favor election, the Board will send the action forward to the General Assembly by or before the forty-five (45) day General Assembly Standing Rule deadline.

7. A confidential written summary of the review with goals and objectives shall be prepared by the vice-chair of the Presbyterian Mission Agency Board. Both the vice-chair of the Presbyterian Mission Agency Board and the ED will sign the summary and it will be placed in the ED's personnel file.

IV. Exit Interview

When an Executive Director leaves the position, the EC will conduct an exit interview. (See Appendix 7)

Attachment A

The Executive Director's Annual Review Process begins the year following the General Assembly and continues yearly through the four-year term. For example, following the 219th General Assembly (2010), the first annual review would take place in July 2011 at the Executive Committee Retreat; second year (or mid-term) review – July 2012; third year review – July 2013; and fourth year (or end-of-term) review – in time for the spring meeting of the Presbyterian Mission Agency Board (May 2014).

GUIDELINES FOR ANNUAL REVIEW PROCESS

Year 1 of Executive Director's Term	
45 days before summer Executive Committee Retreat	ED sends self-evaluation to EC or subcommittee of EC for review
End of summer Executive Committee Retreat 1 year after appointment or re-appointment of ED	Review completed & discussed with ED
Fall Presbyterian Mission Agency Board Meeting	Summary of ED's evaluation presented to Presbyterian Mission Agency Board
Year 2 of Executive Director's Term (mid-term)	
3 months before the summer Executive Committee Retreat	Review instruments made available to ED and to EC or subcommittee of EC for review
45 days before summer Executive Committee Retreat	ED sends self-evaluation to EC or subcommittee of EC for review
End of summer Executive Committee Retreat	Review completed & discussed with ED
Fall Presbyterian Mission Agency Board Meeting	Summary of ED's evaluation presented to Presbyterian Mission Agency Board
Year 3 of Executive Director's Term	
45 days before summer Executive Committee Retreat	ED sends self-evaluation to EC or subcommittee of EC for review
End of summer Executive Committee Retreat	Review completed & discussed with ED
Fall Presbyterian Mission Agency Board Meeting	Summary of ED's evaluation presented to the Presbyterian Mission Agency Board
Year 4 of Executive Director's Term (end-of-term)	
3 months before spring Presbyterian Mission Agency Board meeting	Review instruments made available to ED and to EC or subcommittee of EC for review
45 days before spring Presbyterian Mission Agency Board meeting	ED sends self-evaluation to EC or subcommittee of EC for review
Spring Presbyterian Mission Agency Board meeting	Review completed & discussed with ED. Summary of ED's evaluation presented to the Presbyterian Mission Agency Board. The Presbyterian Mission Agency Board takes action regarding the election of the ED and, if elected, sends action forward to GA by 45-day General Assembly Standing Rule deadline
Summer GA meeting	GA votes on concurring with the Presbyterian Mission Agency Board action

APPENDIX 9

Guidelines for Joint Meetings of the Committee on the Office of the General Assembly and the Presbyterian Mission Agency Board Executive Committee

I. Scheduling and Format

- A. The joint meeting shall be comprised of the members of the full Committee on the Office of the General Assembly (COGA) and the Executive Committee of the Presbyterian Mission Agency Board.
- B. The responsibility to schedule the date and prepare the agenda will be determined together by the COGA moderator, the Presbyterian Mission Agency Board chair, the Executive Director of the Presbyterian Mission Agency and the Stated Clerk. They also shall determine which staff will be present.
- C. The moderator of COGA and the chair of the Presbyterian Mission Agency Board will co-moderate the meeting. The moderator of COGA will ensure that minutes are taken and distributed in a timely manner. The Presbyterian Mission Agency Board shall be responsible for logistical details.
- D. The meeting shall be held annually.
- E. The need for additional meetings shall be determined and called as agreed upon by the Presbyterian Mission Agency Board chair and the COGA moderator.
- F. The joint meetings primarily should be a time of dialogue about mutual concerns and of input to the deliberative process.
- G. Each meeting should begin with a time of “getting to know you” and community building; at the least, each meeting should include some time in a less formal setting, such as where people are NOT seated at tables.

II. Topics for Discussion

- A. Emerging issues in the church and General Assembly
- B. Significant work for the coming twelve months
- C. Reflection and evaluation of the last General Assembly and early planning or brainstorming for the next General Assembly
- D. Discussion of future themes for General Assembly
- E. Progress reports and input on the work of any joint work groups

III. Approval

Once the guidelines have been approved by both the executive committees (at separate meetings), they shall be in effect until modified or rescinded. These guidelines shall be reported to the full Presbyterian Mission Agency Board and COGA and shall be placed in their respective manuals.

APPENDIX 10

General Assembly Per Capita Apportionment

I. Description of Per Capita

In order to give meaning to the interdependent nature of Presbyterian polity, per capita is the responsible way of sharing the costs that equitably belong to the whole Presbyterian Church community expressing the essential unity of the church. The payment of per capita apportionment can be seen as a sign of healthy relationships within the church, giving tangible witness to the unity and wholeness promised to us in Jesus Christ.

The General Assembly per capita apportionment can be documented historically in the Presbyterian Church since the mid-1800s when a plan of mileage was adopted by the General Assembly in order to defray the expenses of commissioners attending meetings of the General Assembly. Over the ensuing years, per capita has been defined in various documents and reports as being used to fund ecclesiastical and administrative functions. The costs of these functions are appropriately shared by the whole church.

The chronology of per capita development in the twentieth century shows that General Assemblies took action to expand the spectrum of functions that the General Assembly per capita finances. Beginning in the early 1920s, the General Assembly voted to enlarge the office of the General Assembly to include various program departments that served the whole church. In the process, the General Assembly agreed to finance related administrative expenses through the General Assembly per capita apportionment. The planning, coordination, and review of mission were included in the former United Presbyterian Church in the United States of America in 1973, and this has been assembly policy for the reunited church since 1983.

II. Definition

Per capita is an opportunity for all communicant members of the Presbyterian Church through the councils to participate equally, responsibly, and interdependently by sharing the cost of coordination and evaluation of mission as well as the cost of performing ecclesiastical, legislative, and judicial functions that identify a Reformed church, while at the same time strengthening the sense of community among all Presbyterians.

III. Per Capita Budget Funding

Office of the General Assembly

- General Assembly Meeting
- Office of the General Assembly
- Ecumenical participation
- Department of History
- Fair share of mission support expenses

Presbyterian Mission Agency Board

- Presbyterian Mission Agency Board Meetings
- Administration, planning, coordination of the Presbyterian Mission Agency
- Work of the Advocacy and Advisory Committees
- Communications
- Fair share of mission support expenses

IV. Procedures for Per Capita Budget**A. General Assembly Per Capita Budget**

1. The Committee on the Office of the General Assembly (COGA) and the Presbyterian Mission Agency Board have joint responsibility for submitting to the General Assembly a budget to be supported by per capita. They also will submit an analysis of income supporting the budget and will recommend a per capita rate. The analysis will include anticipated receipts from per capita, an itemized estimate of all revenues anticipated from other sources, and the type and amount of funds on hand.
2. A Joint Budget Table will be convened on the call of either COGA or the Presbyterian Mission Agency Board to make recommendations on unresolved matters.

B. Provision for a Joint Budget Table

1. The Joint Budget Table, consisting of equal representation from the Presbyterian Mission Agency Board and the Committee on the Office of the General Assembly (COGA), will consider unresolved matters related to the per capita budgets and will recommend resolution to their respective bodies.
2. When COGA and the Presbyterian Mission Agency Board approve the budget and the per capita rate as recommended by the Joint Budget Table, COGA and the Presbyterian Mission Agency Board will submit jointly the budget and apportionment rate to the General Assembly. If agreement is not reached on particular issues, the report to the General Assembly will articulate the respective position of the two bodies.
3. When necessary, the Joint Budget Table may recommend revisions to the total approved per capita budget. Revisions must be approved by both bodies.
4. Any revisions increasing the total budget funded by the per capita will be recommended by the Joint Budget Table to COGA and the Presbyterian Mission Agency Board for approval. This increase cannot exceed three (3) percent of the total budget.

APPENDIX 11

Policy and Procedures for Submitting Changes to the Presbyterian Mission Agency Manual of Operations

I. Purpose of this Policy

The purpose of this policy is to provide for consistency among the manuals of the committees accountable to the Presbyterian Mission Agency Board and consistency of all manual of operations with the current *Presbyterian Mission Agency Manual of Operations*, the *Organization for Mission of the Presbyterian Church (U.S.A.)*, and any other pertinent documents.

II. Policy and Procedures

- A. Individual Presbyterian Mission Agency Board members may submit proposed changes to the Presbyterian Mission Agency Manual of Operations in writing to the Board Chair a minimum of one (1) month prior to a Presbyterian Mission Agency Board meeting.
- B. The Committee of the Office of the General Assembly (COGA) shall submit its substantial* proposed changes to the Presbyterian Mission Agency Manual of Operations through its own customary process.
- C. The Board Chair shall respond to submissions a minimum of two (2) weeks prior to a Presbyterian Mission Agency Board meeting, and the Executive Committee may recommend changes to the Presbyterian Mission Agency Board.
- D. The Advisory Committee on Social Witness Policy (ACSWP), and the Advocacy Committee for Racial Ethnic Concerns (ACREC), which are accountable to the Presbyterian Mission Agency Board, shall submit substantial* proposed changes to its manual of operations to the Presbyterian Mission Agency Board, through the Presbyterian Mission Agency Board Executive Committee, following customary procedures, for adoption or rejection.

III. Approval Process

The Presbyterian Mission Agency Board may change those appendices to the Manual of Operations that are within its purview following a first reading, which may be electronic, followed by adoption at a subsequent plenary session. First reading and action may take place during the same session of the Presbyterian Mission Agency Board. The Presbyterian Mission Agency Board Executive Committee shall submit a written report of changes to the appendices to the next General Assembly.

Changes to the Manual of Operations, Sections I through VI, and Appendix 4 require the approval of the General Assembly. Changes to Appendices 6, 9 and 10 require the approval of both the Presbyterian Mission Agency Board and COGA.

* “Substantial” changes are defined as non-editorial changes that alter the organization or functioning of the named entity.

APPENDIX 12

Program Evaluation Process

The Program Evaluation Process is a systematic method to review and evaluate the goals, objectives, and activities of all programs and program areas of the Presbyterian Mission Agency. All programs and program areas will be reviewed at least once within a 4-year rotation period to determine how well the goals and objectives are being achieved and if they are in alignment with the Presbyterian Mission Agency's Mission Work Plan.

The following data will be gathered to complete the evaluation:

- the purpose statement of the program,
- the Mission Work Plan objectives/activities related to this program/program area
- financial data,
- feedback from constituency groups (NOTE: Constituent groups will include both those who are using and benefitting from the program and those who are not using and benefitting but potentially could be), Research Services will Invite the constituents, peers, and at least two Presbyterian Mission Agency Board members to complete the survey. Responses will be returned directly to Research Services for compilation and summary of the results.

Once the above data has been compiled, the supervising director for the area being evaluated will convene appropriate staff to discuss the following questions:

- a. How well is the program accomplishing its purpose?
- b. What impact is the program having?
- c. Is the program cost effective? How so? Or why not?
- d. Is the program well managed? How so? Or why not?
- e. Is the program adequately resourced (funds, staff, etc.)? How so? or Why not?
- f. To what extent does the program help the PMA achieve its directional goals?
- g. If \$100,000 in new funds were available, would we invest in this program? Why or why not?
- h. Is the PMA best suited to do this work or does it/can it be done at another level?
- i. What recommendations are noted and need to be shared from this program's evaluation?

Using the responses to the above nine questions, the supervising director will prepare an executive summary to be discussed cross-functionally at a meeting of the Strategy Coordination Leadership Team. Discussion will:

- a. acknowledge the program's progress/accomplishments with gratitude
- b. recommend program improvement(s)
- c. initiate a more extensive evaluation, if necessary
- d. determine any further follow-up actions

The executive summary of each Program Evaluation will be available to the Presbyterian Mission Agency Board as requested through the Executive Director's Office.

APPENDIX 13

Gift Acceptance Policy Presbyterian Mission Agency

I. Mission of Organization

The Presbyterian Mission Agency is the body of the Presbyterian Church (U.S.A.) which is responsible to lead and coordinate the total mission program of the General Assembly. The Presbyterian Mission Agency cultivates, attracts, receives and disburses funds from donors to serve Christ's mission. Presbyterian Mission Agency core values are collaboration, accountability, responsiveness, and excellence. The Presbyterian Mission Agency operates through the General Assembly's principal corporation, Presbyterian Church (U.S.A.), A Corporation ("PC(USA)").

II. Purpose of Policy

The purpose of this gift acceptance policy ("Policy") is to define and communicate with donors the types of gifts that the Presbyterian Mission Agency is able to accept and administer and to be transparent with donors regarding the uses of their gifts.

III. Donor's use of legal counsel

PC(USA) does not provide personal legal, financial or other professional advice to donors or prospective donors (collectively referred to as "Donors"). Donors are strongly encouraged to seek the assistance of their own professional advisors in matters related to their gifts and the resulting tax and estate planning consequences.

IV. PC(USA) use of legal counsel

PC(USA) seeks the advice of outside legal counsel as its Office of Legal Services deems appropriate on matters relating to acceptance of gifts.

V. Gift Restrictions

Your gift will be used for the purpose presented by the Presbyterian Mission Agency unless the project becomes over-subscribed, impracticable, impossible, illegal or inappropriate to the mission of the Presbyterian Mission Agency. In those cases, your donation will be used to support a similar ministry or held to support the same ministry in a future year. This is done so that your donation will support ministry where it is needed most and your gift will have the biggest impact.

VI. Types and forms of gifts that the organization will accept

The Presbyterian Mission Agency is thankful for the many ways that donors give to support the work of Jesus Christ in this broken world.

Acceptable gifts include:

- **Cash** (Cash, Checks, Wire Transfers, and Credit Cards)
- **Marketable Securities:** Marketable securities will be sold as soon as possible after acceptance. The PC(USA) can receive securities, including mutual fund shares (1) in certificate form, (2) via direct transfer from brokerage accounts, or (3) from direct purchase stock plans.

In some circumstances, and only with pre-approval, the PC(USA) may also accept non-traditional assets. These assets can only be accepted if there is an expectation that they can be converted into cash within a reasonable amount of time. Gifts with inappropriate restrictions—those which are not in the best interest of the PC(USA)—shall not be accepted.

Gifts of non-traditional assets may be facilitated through the Presbyterian Church (U.S.A.) Foundation. Acceptable non-traditional assets might include:

- Tangible Property (only if there is no storage or insurance cost and the property is easily liquidated)
- Real Estate (a review will be made of marketability, environmental risks and any limitations or encumbrances on the title. The costs associated with the conveyance and delivery of the gift, including, but not limited to recording fees, inspection fees, current survey, title insurance and/or an attorney's title opinion, will be paid by the Donor or taken from the net proceeds of the sale.)
- Patents or Royalties All gifts must fall within ethical guidelines of the General Assembly of the Presbyterian Church (U.S.A.) and meet all applicable local, state and federal laws and regulations.

VII. Reporting Requirements

Internally, individual program areas and partner agencies will receive a monthly report of receipts in order to recognize and thank Donor activity. Additional internal reports for goal-setting and management purposes will also be produced.

Externally, each Donor will receive an Internal Revenue Service compliant receipt acknowledging their gift. PC(USA) will comply with applicable federal, state, and local law with regard to reporting gifts.

In addition to periodic programmatic reports and the Annual Report, Donors can request detailed information on programmatic emphases supported by their gift.

VIII. Adherence to ethical standards

Presbyterian Mission Agency adheres to the Code of Ethics (<http://www.afpnet.org/files/ContentDocuments/CodeofEthics.pdf>) and Donor Bill of Rights (<http://www.afpnet.org/files/ContentDocuments/Donor%5FBill%5Fof%5FRights.pdf>) established by the Association of Fundraising Professionals.

IX. Gift Acceptance Committee

The Leadership Cabinet of the Presbyterian Mission Agency shall serve as the Gift Acceptance Committee (“Committee”) for purposes related to this Policy. As such the Committee has the authority to handle inquiries, negotiate with donors, assemble documentation, and execute agreements on behalf of PC(USA). Such activities must follow approved procedures, and legal counsel must advise on exceptions to established practice. If these prerequisites are fulfilled, no further review or approval of the Presbyterian Mission Agency Board is required. The Committee may delegate any and all aspects of the Donor inquiry and agreement process to Presbyterian Mission Agency staff. The Committee shall review any and all proposed gifts which constitute an exception to the standards outlined in this Policy as well as all proposed gifts of non-traditional assets. The Committee shall also make recommendations to the Presbyterian Mission Agency Board on gift acceptance issues when appropriate.

X. Annual review

This Policy will be reviewed annually upon collecting feedback from Presbyterian Mission Agency Staff. Changes will be submitted to the Presbyterian Mission Agency Board for approval, through the Board's Executive Committee.

APPENDIX 14

Covenant of Understanding Regarding the Role and Relationship of Racial Ethnic Caucuses within the Presbyterian Church (U.S.A.)

Racial Ethnic Caucuses, in varying forms, have been a significant part of the history and ethos of the Presbyterian Church at least since the 1800s. The first known recorded caucus was organized in New York City by black clergy in 1856. The caucus was organized to advocate for racial justice in the church and community, and to maximize black participation in the life and mission of the Presbyterian Church, along with other goals. (Adapted from a paper by Dr. Gayraud S. Wilmore, entitled *The Black Presbyterian Caucuses-Passing on the Heritage – 1998*)

As our church and society became more racially diverse, the development of racial ethnic caucuses increased in the church during the early 1970s to include Asian, Hispanic, Native American, and more recently Middle-Eastern Presbyterians. These caucuses had an advocacy and programmatic role, strengthened by a working relationship with the General Assembly, through its Racial Ethnic Office, as well as other judicatories (now mid councils). In many instances, the Synod was a primary link for the caucuses in relating to and working with their constituencies at the congregational level.

With the continuing changes taking place within the life of the denomination, the racial ethnic caucuses are experiencing a serious sense of having lost both their relationship and a clear role within the church. While the caucuses are related to the General Assembly through the Presbyterian Mission Agency and its Office on Racial Ethnic & Women's Ministries, there is no clear understanding of what that relationship means and the expectations of that relationship.

Since the reunion in 1983, which created the Presbyterian Church (U.S.A.), there has been a lack of clarity about both the advocacy and missional role of the caucuses and their relationship to the denomination at all levels.

PURPOSE OF "THE COVENANT OF UNDERSTANDING"

This "Covenant of Understanding" is an attempt to reestablish a proactive, trusting relationship built upon collaboration, shared beliefs, complementary visions, and mutual respect. It is also the intent of the Covenant to bring clarity to the appropriate role and relationship of racial ethnic caucuses within the PC(USA), particularly with the General Assembly, the Office of the General Assembly, the Presbyterian Mission Agency, and Mid Councils at this time in our changing life together.

It is the desire of the racial ethnic caucuses to partner with the PC(USA) in its commitment to "guarantee full participation and representation in its worship, governance, and emerging life to all persons or groups within its membership. No member shall be denied participation or representation for any reason other than those stated in this Constitution."

(F-1.0403).

BOOK OF ORDER REFERENCES RE: RACIAL ETHNIC CAUCUSES SINCE REUNION

1. **ARTICLES OF AGREEMENT** (*Book of Order 2013-2015*) – Article 8.2 – 8.3 Racial Ethnic Representation, Participation and Organizations – includes the following statement: "Racial ethnic members in the United States (Presbyterians of African, Hispanic, Asian descent and Native Americans) shall be guaranteed full participation and access to representation in the decision-making of the church, and SHALL BE ABLE TO FORM CAUCUSES." 8.2 "Consistent with the principles of diversity and inclusiveness as set forth in 8.2, The General Assembly Council (*now the Presbyterian Mission Agency*) shall consult with and receive input

from the racial ethnic caucuses of the church, and shall make provision for the expenses necessary to such consultations. The purpose of such consultation shall include:

- determining the priorities for assisting racial ethnic churches and ministries,
- developing a denominational strategy for racial ethnic church development,
- finding ways to assure the funding and operational needs of schools and other institutions which historically have served Black Americans and other racial ethnic groups.” 8.3

CLARIFYING THE ROLE OF RACIAL ETHNIC CAUCUSES

A Definition:

The word caucus comes from a Native American verb in the language of the Algonquin nations, which means, “to gather”. Caucuses are entities where people of similar characteristics or concerns come together to affirm their identity and to pursue collective goals.

Racial Ethnic Caucuses in the PC(USA) are support communities seeking to overcome inequalities, injustices, paternalism, and racism while vying for full partnership in the mission of the church. They assume the risk of challenging the church when it fails to heed to the “voices of peoples once silenced” including the poor and oppressed. Racial Ethnic Caucuses are self-determining fellowships, ordinarily created not by official ecclesiastical action but by their own constituencies to whom they are primarily accountable. (Adapted from the article, *The Purpose of Caucuses* by Rev. Helen Locklear, 2003).

Historic Role of National Caucuses:

The following are historic roles undertaken by racial ethnic caucuses within the Presbyterian Church. Many of these roles continue today though altered based on denominational changes that have occurred since reunion.

1. **Monitoring** – Acting as a conscience of the church, working for racial ethnic / and multi-cultural congregational transformation, and racial justice.
2. **Advocacy** – Acting as an advocate for program development and funding on behalf of related congregations and communities across the denomination which includes: mid councils and other decision making bodies at all levels of the church; matters related to new congregational development and congregational transformation; racial ethnic women, youth, young adults, and matters of justice for all ages; as well as concerns of emerging countries.
3. **Programmatic** – Working with congregations, mid councils and appropriate General Assembly agencies to address congregational concerns, historical research, assisting appropriate entities at all levels of the church regarding recruitment and enlistment of racial ethnic persons interested in ministry vocations, and equipping persons for leadership roles in program areas, councils, and staff positions. (Adapted from article by Rev. Helen Locklear)
4. **Educational** – Serving as a primary resource for enabling all members of the PC(USA), and racial ethnic persons in particular, to better understand and relate to the unique cultural nuances of racial ethnic Presbyterians and their communities in order to be more effective partners in the mission of Jesus Christ.

The caucuses relate to the Presbyterian Mission Agency Board and the General Assembly through the Advocacy Committee for Racial Ethnic Concerns (ACREC), which has direct access to the General Assembly and the Presbyterian Mission Agency Board. ACREC’s primary responsibility is to advocate for policies that impact racial ethnic individuals. ACREC’s mandate does not include programmatic ministries. However, ACREC may advocate for policies related to racial ethnic congregations and communities, which are of major interest and focus for racial ethnic caucuses.

It is understood that the General Assembly’s “Shape and Form” process, approved by the 205th General Assembly (1993), officially assigned to ACREC the advocacy role of the caucuses, as well as the role of monitoring, at the General Assembly level. However, there continues to be an appropriate advocacy role for the caucuses at the mid council level relative to programmatic and community issues which are of concern to constituent congregations related to the caucuses. Some of these issues may not require the advocacy of ACREC because of their local focus.

The five current racial ethnic caucuses (African American, Asian, Hispanic, Middle Eastern, and Native American) select one member from each caucus to be elected to ACREC through the General Assembly Nominating process to serve a four-year term with eligibility for one additional term.

The racial ethnic caucuses are committed and prepared to assist the General Assembly in its constitutional responsibility to “Nurture the covenant community of disciples (G-3.0501c)” which includes the racially diverse congregations who relate to the caucuses.

PROPOSED RELATIONSHIP OF RACIAL ETHNIC CAUCUSES WITHIN THE PC (USA)

1. Racial Ethnic Caucuses will relate to the General Assembly through the Office of the General Assembly (OGA), the Presbyterian Mission Agency (PMA), and the Advocacy Committee for Racial Ethnic Concerns (ACREC) in matters related to policies that impact racial ethnic individuals.
2. The Presbyterian Mission Agency and the Office of the General Assembly may¹⁰ consult and receive input from the Racial Ethnic Caucuses in matters such as:
 - determining the priorities for assisting racial ethnic churches and ministries,
 - developing a denominational strategy for racial ethnic church development / transformation,
 - determining the future financial support and operational needs of schools and other institutions which historically have served Black Americans and other racial ethnic groups. *(Adapted from Articles of Agreement, Article 8.2-8.3)*

The Presbyterian Mission Agency (PMA), in consultation with the Office of Racial Ethnic & Women’s Ministries, is requested to develop a process that will enable recommendations from caucuses regarding programmatic ministries to be considered by the PMA Board, as appropriate.

3. Mid councils of the church will be encouraged to utilize the consultative resources of racial ethnic caucuses in developing and implementing strategies for mission with racial ethnic congregations and communities, and the recruitment of persons for ministry vocations, with a particular focus on racial ethnic clergywomen.
4. Racial Ethnic Caucuses will continue to be related to the Advocacy Committee for Racial Ethnic Concerns (ACREC) in matters of advocacy.
5. Racial Ethnic Caucuses will continue to be related to Racial Ethnic & Women’s Ministries through the respective Congregational Support Offices in matters consistent with the role of these offices.

In order to help facilitate the assigned task of the Congregational Support Office, it is recommended that all Congregational Support Offices have a functioning Advisory Committee. Each Advisory Committee should consist of at least two members appointed by the respective caucus.

¹⁰ By action of the Presbyterian Mission Agency Board on September 19, 2014, “may” is to be interpreted as “will” by the Presbyterian Mission Agency.

6. In order to develop an ongoing relationship with the Stated Clerk of the General Assembly and the Executive Director of the Presbyterian Mission Agency, the leaders of the five caucuses (chair/moderator/president) will convene for at least two (2) scheduled conference calls with the Stated Clerk and the Executive Director each year. The scheduling of these calls should be held at such times to provide input from the racial ethnic caucus leadership regarding appropriate items going to the General Assembly, or as needed by the caucus leadership or the Stated Clerk / Executive Director.
7. Racial Ethnic Caucus leadership may hold telephone conference calls at least twice each year to maintain good lines of communication between the caucuses. It is encouraged that these calls include the caucus representatives from ACREC to broaden the sharing of information and input. The calls could also serve a preparatory purpose for planning and developing agendas for the conference calls with the Stated Clerk and Executive Director. Staff may be invited to participate on these calls, as appropriate, with the caucus representatives given the prerogative of meeting without staff.

SUGGESTED FUNDING FOR CONSULTATIONS

1. Funding for consultations requested by an agency of the General Assembly will be provided by the agency.
2. Funding for conference calls with the Stated Clerk and Executive Director will be provided by these offices.
3. Funding for conference calls between the Racial Ethnic Caucuses will be funded by the caucuses.

CONCLUSION

The Apostle Paul, writing to the church in Ephesus said, in the words of *The Message*, “(God) handed out gifts . . . to train Christ’s followers in skilled servant work, working within Christ’s body, the church, until we’re all moving rhythmically and easily with each other, efficient and graceful in response to God’s Son . . .” (*Ephesians 4:11-12*)

We believe this proposed Covenant of Understanding will enable racial ethnic caucuses in the Presbyterian Church (U.S.A.):

- to be full contributing partners with the General Assembly and Mid Councils,
- to enrich the life, ministry, and mission of our racial ethnic / multi-cultural congregations and communities, and
- to share our rich gifts, cultures, and commitment to Jesus Christ with the whole church, as together we seek to be “fully mature adults, fully developed within and without, fully alive like Christ”, while faithfully serving God in this time and place. (*Ephesians 4:13*)

GLOSSARY

Advisory Committee—A committee related to an entity or agency of the General Assembly that is formed for the purpose of providing advice, recommendations, information, or counsel to its parent body.

Advisory Member of the Presbyterian Mission Agency Board—Advisory members of the Presbyterian Mission Agency Board have voice, but not vote during the Presbyterian Mission Agency Board plenary. They are assigned to a mission committee of the Presbyterian Mission Agency Board and have both voice and vote in committee.

Advocacy Committee—A committee related to an entity or agency of the General Assembly that is formed for the purpose of providing and support for a stated cause, constituency, policy, or defined interest through recommendations, advice, counsel, and efforts that endorse, define, or encourage. The committee reports regularly to its parent body and constituency.

Agency—An organization, office, operation, or institution that performs or provides a service for the church or one or more of its governing bodies.

At-large Members of the Presbyterian Mission Agency Board’s Finance Committee and Audit Committee—Each of these committees have at-large members of the committee who are nominated by the General Assembly Nominating Committee from the church-at-large for the purpose of providing appropriate expertise to the committee. They are elected to the committee by the General Assembly for a two-year term, with eligibility for two additional terms. While not members of the Presbyterian Mission Agency Board, they are granted the privilege of the floor during the Presbyterian Mission Agency Board plenary on matters related to their particular expertise.

Committee—A group of persons, elected or appointed, with a specified responsibility.

Committee of Counsel—A committee proscribed by the *Book of Order* (see D-6.0302) which shall be designated by the Presbyterian Mission Agency Board, an entity of the General Assembly, or a council when it becomes either a complainant or a respondent to a remedial action in front of a Permanent Judicial Commission of the Presbyterian Church (U.S.A.). A Committee of Counsel shall consist of no more than three persons and shall represent that complainant or respondent in the case until final decision is reached in the highest council to which the case is appealed.

Corresponding Members of the Presbyterian Mission Agency Board—Corresponding members of the Presbyterian Mission Agency Board attend the Presbyterian Mission Agency Board meetings at the expense of the agency they represent. They have voice but not vote in the Presbyterian Mission Agency Board plenary sessions and in committee. While not assigned to a committee, they may attend any committee meeting that is conducting business of interest to them.

Council—A systematic, ordered, and representative gathering of presbyters in one of four levels in the structure and organization of the church that is graduated in authority and inclusiveness and that has specific rights, controls, and powers over either one or many churches. The four councils of the Presbyterian Church (U.S.A.) are the session, presbytery, synod, and General Assembly.

Deliverance—The ecclesial action adopted by the Presbyterian Church (U.S.A.) General Assembly to create a corporation. A Deliverance is subordinate only to the PCUSA Constitution. Articles of incorporation and bylaws are the civil law documents related to a Deliverance.

Entity—An organized body within the structure of the church that is constituted for a specific purpose, function, or responsibility and that possesses an organizational structure and approved procedures for operation. These include a governing body, council, board, Ministries Division, committee, or commission.

General Assembly—The highest and most inclusive council of the Presbyterian Church (U.S.A.), representing the unity of the synod, presbyteries, sessions, and congregations. It is composed of equal numbers of elders and ministers elected from each presbytery in prescribed proportions, has elected officers, and convenes in a stated meeting at least biennially. Its structure and responsibilities are set forth in the *Constitution* of the Presbyterian Church (U.S.A.).

Joint Budget Table—The Joint Budget Table is a decision-making body comprising an equal number from the Presbyterian Mission Agency Board and COGA. This body is responsible for deliberating unresolved matters related to the per capita budgets and recommending resolution to their respective bodies. Meetings may be called by either COGA or the Presbyterian Mission Agency Board.

Liaison—A person charged with the responsibility for maintaining communication, connection, relations, and linkage between two or more committees, other defined groups, institutions, or offices to promote understanding and ensure cooperation and concerted action.

Ministries—Ordering of Presbyterian Mission Agency Board staff responsible for the development, implementation and maintenance of particular mission ministries resulting from the goals and objectives of the current Mission Work Plan.

Mission Committee—Ordering of Presbyterian Mission Agency Board elected members for the development and implementation of the goals, objectives, and action plans of the current Mission Work Plan.

Monitoring—One of several processes used by the Advocacy Committee on Racial Ethnic Concerns, the Advocacy Committee for Women’s Concerns, and the Advisory Committee on Social Witness Policy in order to observe trends and issues and to gather data for the assessment, analysis, and evaluation of policies and issues prior to advising or advocating.

Observer—A delegate to a committee, other defined group, or office who observes for and reports to its parent body, but who does not participate officially in the activities or actions being observed.

Subcommittee—A group of people organized to accomplish specific ongoing work which reports regularly to a particular committee and is accountable to that committee.

Task Force—Another name for a Work Group.

Work Group—A group of persons elected or appointed to do a specific task in a designated time period.

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