

Episcopal Church of the Holy Spirit San Antonio, Texas

RESOLUTION

WHEREAS, Christian stewardship involves the faithful management of all the gifts God has given to us: time, talents, the created world and money, including accumulated, inherited and appreciated assets; and

WHEREAS, Christians can give to the work of the Church through a variety of gift vehicles, in addition to cash and securities, including bequests in wills, charitable remainder trusts and other life income gifts, other trusts, life insurance policies, real estate, securities and other property; and

WHEREAS, it is the desire of Episcopal Church of the Holy Spirit (hereafter referred to as "Church") to encourage, receive and administer these gifts in a manner showing thanksgiving to God for the blessing of 6676 UTSA Blvd, San Antonio, Texas, and being faithful to the loyalty and devotion to God expressed by future donors, and in accord with the canons of the Episcopal Church and the Diocese of West Texas, and the policies of this Church:

THEREFORE BE IT RESOLVED, that this Church, through action of its Bishop's Committee or Vestry, establishes a new and separate fund, using \$158,750 or 5% of the proceeds from the sale of UTSA Boulevard, to be known as the 6676 FUND (hereafter called the "Fund");

BE IT FURTHER RESOLVED, that the purpose of the Fund is to enable the Church to more completely fulfill its mission by developing its ministries beyond what is possible through its annual operating funds, and therefore that distributions from the fund shall be limited to (i) outreach and evangelism ministries and grants (ii) capital needs of the Church (iii) seed money for new ministries and special one-time projects (iv) such other purposes as are specifically designated by donors to the Church whose gifts are accepted for the Fund and (v) such other purposes as the Bishop's Committee or Vestry of the Church may designate from time to time;

BE IT FURTHER RESOLVED, that the Fund Board (hereafter called the "Board") shall be responsible for administration of the Fund;

BE IT FURTHER RESOLVED, that in carrying out the purpose of the Fund the Board may establish one or more sub-funds within the Fund in order to recognize specific donors or to accommodate investment objectives that may need to be different than the Fund;

BE IT FURTHER RESOLVED, that the attached PLAN OF OPERATION sets forth the administration and management of the Fund:

Plan of Operation of the 6676 Fund

I. Purpose of the Fund

1. The purpose of the 6676 Fund (hereafter referred to as the "Fund") is to further the work of the Episcopal Church of the Holy Spirit, San Antonio, Texas (the "Church"). The Fund shall be used to support this work in the areas of Outreach and Evangelism. The Fund may also be used to support the general budget of the Church according to the guidelines established by this Plan of Operation.
2. The Fund shall always exist to support the mission and ministry of the Episcopal Church of the Holy Spirit in accordance with the Constitution and Canons of the Episcopal Diocese of West Texas and the laws of this land.

II. Governance

1. A board of governance (hereafter called "the Board") will be established to oversee the distribution of funds according to the guidelines established in this Plan of Operation. Upon adoption of this Plan of Operation the Bishop's Committee shall appoint, in addition to the Vicar, two (2) members for a term of three (3) years, two (2) members for a term of two (2) years, and one (1) member for a term of one (1) year. Thereafter, on an annual basis, the Bishop's Committee or Vestry shall appoint the necessary number of board members for the expired terms consisting of:
 - a. The Vicar or Rector of the Episcopal Church of the Holy Spirit, who shall be a voting member.
 - b. At least two members, but not more than four members, who shall be appointed by the Bishop's Committee or Vestry for a term of 3 years and not more than two consecutive terms.
 - i. After at least one year off the Board, these persons may again be appointed to the Board.
 - c. At least one member, but not more than 3 members who shall be appointed by the Bishop's Committee or Vestry for term of 5 years and not more than two consecutive terms. After at least two years off the Board, these persons may again be appointed to the Board..
 - e. In the event of a vacancy on the Board, due to resignation or other cause, the Bishop's Committee or Vestry shall appoint a member to complete the unfulfilled term, upon the completion of which that person would be eligible for re-appointment to a normal term as defined in this Plan of Operation.

- f. The church treasurer and the Bishop's or Senior Warden shall serve as ex-officio, non-voting members of the board.
2. In the event of changed circumstances, a Board member, other than the Rector or Vicar, may be removed by a 2/3 majority vote of the membership of the Board and a 2/3 majority vote of the membership of the Bishop's Committee or Vestry. Those voting shall not include the person being voted upon.
3. This Plan of Operation may be amended by 2/3 majority of the membership of Bishop's Committee or Vestry and a 2/3 majority of the membership of the Board. Votes to change the Plan of Operation must be voted upon by both groups within 30 days of each other.
4. As long as Holy Spirit remains a mission congregation of the Diocese of West Texas, consent of the Bishop of West Texas must also be obtained prior to the amendment of the Plan of Operation.
5. The Board shall meet at least two times per year and more often if circumstances necessitate. The Board shall also meet at the request of the Bishop's Committee or Vestry.
 - a. The Chair shall not be the vicar, rector, or any ordained or lay paid staff for the congregation.
6. A Chairperson of the Board shall be elected from among the membership of the Board, and by the Board, for a term not to exceed three years or his or her term on the Board, whichever is less.
7. The Chairperson is responsible for calling and presiding over all meetings of the Board, as described in Section II, Part 5, as well as reporting the status of the Fund to the congregation at the annual meeting. A Secretary of the Board shall be elected by the Board from among its membership.
 - a. The Secretary shall maintain complete and accurate minutes of all meetings of the Board and supply a copy thereof to each member of the Board.
8. The Treasurer of the Mission or Parish shall maintain complete and accurate books of account for the Fund. At the discretion of the Bishop's Committee or Vestry, the books may be audited annually by a certified public accountant or other qualified person and in compliance with the auditing requirements and procedures of the Diocese of West Texas. Such person shall not be a member of the Board.

9. Members of the Board shall be liable for any acts or omissions committed by them (including losses which may be incurred upon the investments of the assets of the Fund) only to the extent that such acts or omissions were not in good faith or involved intentional misconduct. Each member shall be liable only for his/her own intentional misconduct or for his/her own acts or omissions not in good faith, and shall not be liable for the acts or omissions of any other members. No member shall engage in any self dealing or transactions with the Fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his personal interests would conflict with the interest of the Fund.

III. Investment and Management of The Fund

1. The Fund will be invested by the Episcopal Church Foundation in West Texas.
2. The Board, at the expense of the Fund, may provide for such professional counseling on investments or legal matters as it deems to be in the best interests of the Fund.
3. All assets are to be held in the name of the Fund. Actions to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest, and in all other respects to manage and control the assets of the Fund, including real property, stocks, bonds, debentures, mortgages, notes, warrants of other securities, as in their judgment and discretion they deem wise and prudent, are to be made by the Board.
4. The Board shall have authority to delegate certain of its responsibilities to professional experts in various fields. These include, but are not limited to, investment consultants, investment managers, and investment agents such as the Episcopal Church Foundation in West Texas.
5. The Board shall establish a gift review process through which decisions will be made as to whether or not particular gifts shall be accepted. If a gift of property other than cash or publicly traded securities is offered the Mission or Parish, there will be conducted a careful review to determine whether the best interests of the congregation are served by accepting or rejecting the gift. Guidelines for conducting such a review shall be incorporated in the Gift Review Guidelines.

IV. Distribution of Funds

1. In any given year an amount equal to 3%-5%, as determined by the Board, of the Fund's average value over the immediately preceding three years will be available for distribution.

2. At least $\frac{1}{2}$ of the funds distributed will be used for local and congregational outreach programs, as requested by the Bishop's Committee or Vestry, by means of special grants.
3. In any given year, distributions from the Fund that are used for the church's general budget shall not exceed an amount equal to 10% of the amount of annual pledges received by the Church for its general budget for such year.
4. The remainder of the funds to be distributed, if any, may be used, at the request of the Bishop's Committee or Vestry of the Church to the Board, for special grants in support of evangelism.
5. In any given year, and not more than three consecutive years, the Bishop's Committee or Vestry, with $\frac{2}{3}$ majority vote, may refuse acceptance of a distribution of funds..
6. If there is a conflict between the Bishop's Committee or Vestry and the Board about organizations to receive funding, the Bishop's Committee or Vestry shall have the final say as to who or what organizations receive funding, provided that this is consistent with this Plan of Operation. The Board will have the final say as to how much money is distributed to such organizations, provided the minimum funding guidelines are followed according to this Plan of Operation.
7. No portion of the principal amount of the Fund shall be "borrowed", including any "temporary usage" for other parish needs.
8. Priority will be given to any outside agency receiving grant money that has a member in good standing of the Episcopal Church of the Holy Spirit (Baptized, Confirmed, and known to the Treasurer) and actively involved in the requesting agency in a volunteer or employed capacity.