



*Rooted in God's grace, we joyfully witness and serve.*

## Core Values

*Intimacy With God  
Inspiring Worship  
Intentional Faith Development  
Compassionate Outreach  
Caring Community*

## Church Council Meeting Minutes

*January 16, 2024, 7:00 PM*

### January 2024 Consent Agenda

2023 Elected Church Council Members	Executive Committee	Voting Representatives
<ol style="list-style-type: none"><li>1. Allison Johnson</li><li>2. Barbara Cranfill</li><li>3. Bill Stoll</li><li>4. Brian Fisher</li><li>5. Chrissy O'Farrell</li><li>6. Evonne Kuchera</li><li>7. Jim Dinges</li><li>8. Kristine Dawson</li><li>9. Rebecca Riley</li><li>10. Rick Gardner</li><li>11. Susan Prosser</li><li>12. Tom Neuhaus</li><li>13. Tracy Blois</li></ol>	<ul style="list-style-type: none"><li>• Bill Stoll (President)</li><li>• Tom Neuhaus (Vice President)</li><li>• Chrissy O'Farrell (Secretary)</li><li>• Rick Gardner (Treasurer)</li><li>• Brian Fisher</li><li>• Rebecca Riley</li></ul>	<ul style="list-style-type: none"><li>• Wendy McClary- Child Development Center</li><li>• Caleb Clem and Tiana Stouch - Youth Group</li></ul>

### Call to order

The meeting was on zoom. The meeting was called to order at 7:00 PM by President Bill Stoll.

### Council Members Present

- |                      |                   |
|----------------------|-------------------|
| 1. Allison Johnson   | 6. Evonne Kuchera |
| 2. Barbara Cranfill  | 7. Jim Dinges     |
| 3. Bill Stoll        | 8. Rick Gardner   |
| 4. Brian Fisher      | 9. Susan Prosser  |
| 5. Chrissy O'Farrell | 10. Tom Neuhaus   |
|                      | 11. Tracy Blois   |

### Representatives Present

1. Wendy McClary

### Staff Members Present

1. Julie Morris
2. Joe Zimmerly

### Determination of Quorum

(C12.06) majority of members of the council-majority is defined as one over one-half (7).

- 11 council members
- Number of voting representatives present: 1



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- Number of council members and voting representatives present: 12 of 14

**Devotion:** Led by Jim

**Caring Conversation:** New Year's Goal

### Approval of Minutes

Motion by Rick: *"to approve the minutes from the December 19, 2023 meeting"*

- Second by Tom
- The minutes are approved

### Information: Sanctuary Committee

- Sanctuary Task Force Report presented to council by Gayle Johnson
- To be discussed during leadership retreat
- Thank you very much to the Sanctuary Committee task force for all of your hard work!!

### Acceptance of Consent Agenda

Motion by Tom: *"to accept the consent agenda for January 16, 2023"*

- Second by Barbara
- The consent agenda is accepted

### Information: Property Chair Needed

- Please think about anyone who might be a good fit as a Property Committee chair - this is a very important position to fill.
- Can we consider co-chairs?

### Information: Website

- Formed a task force with Chrissy O'Farrell, Scott Smith and Robert Mejia to complete the project brief, then, we'll reach out to 2-3 developers for quotes and proposals. We are happy for congregational input on function, purpose, usage and design. The key decision makers will include the task force members in addition to Pastor Julie, Joe Zimmerly and Bill Stoll.

### Information: Volunteers needed for Annual Meeting Potluck



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- Evonne, Susan and Barbara volunteered for the setup - thank you very much!

### **Motion - Postpone Gift Policy Discussion**

Motion made by Executive Council: *"to table the discussion around the gift policy proposal until the March meeting"*

- The motion passed unanimously

### **Motion**

Motion by Tom: *"to adopt and recommend the budget presented by Rick to the congregation"*

- Second by Tracy
- The motion passed unanimously

### **Information: Lent Soup Suppers**

- Asking committees to sponsor a soup supper one Wednesday night in lent. Looking at 25-30 people to bring soup over five weeks.

### **Information: Annual Reports Still Needed:**

- Altar Guild
- Family, Faith, Formation
- Fellowship
- Peach and Justice (RIC)
- Treasurer's Report

### **Discussion around CDC Statement of Understanding:**

- To clarify, not everyone in a group needs to meet fingerprint standards - only one person in the group needs to be and can monitor the group they're participating in. Language from the agreement: *"The MC group using the Parish Life Center must either provide a person who has been fingerprinted and has safeguarding training in compliance with CDC requirements or arrange in advance to have a CDC person oversee the use of the facility."*

For reference (see reports below):

- [MC CDC Business Agreement](#)



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- [MC CDC Statement of Understanding](#)

## Reports

- Staff Report: Pastor Julie – report below
- Staff Report: Joe Zimmerly – report below
- Treasurer's Report: Rick Gardner – report below
- CDC update and report reviewed by council
- Committee liaison updates reviewed by council
- Listening post comments reviewed by council

## Upcoming Dates

- *January*
  - Executive Committee Meeting – [February 1st at 7:00pm via Zoom](#)
  - Next Council Meeting – [February 3 at 8:00am in-person in Sanctuary](#)
  - Upcoming Annual Meeting – Sunday, January 28th, 11:30am
- *February*
  - February Council Meeting (first for new council members) – Saturday, February 3rd, 8:00am - 9:00am
  - Leadership retreat (new council members to join as well) – Saturday, February 3rd, 9:00am - 12:00pm
  - New council members installed – Sunday, February 4th, 9:30am service

Meeting Adjourned at 9:21 PM

DEVOTIONS			
<b>FEBRUARY</b> TBD	<b>MARCH</b> TBD	<b>APRIL</b> TBD	<b>MAY</b> TBD
<b>JUNE</b> TBD	<b>JULY</b> TBD	<b>AUGUST</b> TBD	<b>SEPTEMBER</b> TBD
<b>OCTOBER</b> TBD	<b>NOVEMBER</b> TBD	<b>DECEMBER</b> TBD	<b>JANUARY 2024</b> Jim
COUNCIL LISTENING POST			



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1st Sunday of the Month on the patio after service			
<b>FEBRUARY</b> TBD	<b>MARCH</b> TBD	<b>APRIL</b> TBD	<b>MAY</b> TBD
<b>JUNE</b> Bill	<b>JULY</b> TBD	<b>AUGUST</b> TBD	<b>SEPTEMBER</b> TBD
<b>OCTOBER</b> TBD	<b>NOVEMBER</b> TBD	<b>DECEMBER</b> TBD	<b>JANUARY 2024</b> Barbara

## Pastor's Report January 2023 - Church Council Meeting

**For the last meeting of this Mount Cross Congregational Council, I want to lead with my thanks to each of you for serving this year! You are excellent and generous leaders who have helped our church move through the year with grace, faith, careful stewardship, and responsible oversight. God bless you.**

Sadly, long-time Mount Cross member, Jo Holler, passed away on December 20. Her funeral and celebration of life will be Saturday, January 20 at 2 p.m.

Christmas Eve 2024 at Mount Cross was a joy. We held one worship service at 4 p.m. Over 230 people attended in-person. It was wonderful to have a full-to-the-brim sanctuary and lots of children to populate our live nativity scene during the Children's Message. The music was beautiful. Carol Browning continues to inspire us by bringing out the musical talents of our congregation and directing it all towards prayer and praise. Thank you also to Joe Zimmerly, Deacon Cecelia, Bill Dawson, Justin Thai, the Altar Guild, and all worship assistants and musicians for making the Fourth Sunday of Advent and Christmas Eve worship happen on the same day! FYI: The next time that will happen is in 2028.

I had a very relaxing and restorative vacation December 25-January 3. Thank you to Carol Browning for holding everything together and coordinating a beautiful service of Christmas Lessons and Carols on Dec. 31, thank you to Pastor Scott Maxwell-Doherty for presiding at the service, and thank you to Deacon Cecelia for doing the Children's Message and being on-call for pastoral emergencies.

Paul and I were happy to host an Epiphany party at our house on January 6. People were generous in their donations of diapers and wipes for the Redimidos/Our Saviour Lutheran



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Graceful Diaper Pantry in Oxnard. Mount Cross will serve at Graceful Diapers on Saturday, March 2.

Regular faith formation programs resumed the week of January 8, as did my service to the Diocese of Los Angeles on the committee to organize the annual "Diocesan Information Gathering" on March 16 and my coaching and mentoring work with Thriving in Ministry.

The Discipleship Experience met on January 14. Mid-way through the 9-month pilot program, I can say it has been successful in helping people to deepen their connections with God, one another, and the community of Mount Cross.

We have been promoting the book *Love Without Limits* by Jacqueline Bussie as an "All Church Reads" event. Allison Johnson is leading a well-attended weekly study of the book on Wednesday evenings, and all are invited to discuss the book on Sunday, Feb. 18 at 11 a.m.

The Mount Cross Annual Meeting will be Sunday, January 28. We will worship together at 9:30 a.m., followed by the pot-luck and annual meeting.

Plans for the 2024 Leadership Retreat are in the works. All church members are encouraged to attend. It will be on Saturday, February 3<sup>rd</sup> from 9 a.m. – 1 p.m. (Council members meet at 8 a.m.)

Save the Date for Ash Wednesday/Valentine's Day on Feb. 14. Mount Cross will host the service with the Three Churches (Mount Cross, Cam UMC, and St. Columba's) at 7 p.m. and help with the noon service at St. Columba's for those who prefer a day-time service.

### **Joe Zimmerly - Children, Youth and Family January 2023 - Church Council Meeting**

The Family Faith Formation Committee met January 7th for their annual planning meeting. We discussed many highlights from 2023 and how we can build upon some growth areas in 2024. Ministry at Mount Cross is vibrant and full of energy as we enter the new year. We will be sharing the notes from the meeting soon.

January 10th was the program restart for our Wednesday Night Programs. A new opportunity during the night is the all church read Book Club, led by Allison Johnson. As we move closer to Spring, we are excited for Confirmation Sunday, May 19th where we will be confirming two 8th graders, Kaitlyn Edwards and Mateo Carpenter.



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Rooted / 5:00PM - 5:45PM

Fun With Faith / 5:00PM - 5:45PM

Dinner / 5:45PM - 6:30PM

\*NEW Adult Book Study / 6:30PM - 8:00PM

Confirmation / 6:30PM / 8:00PM

January 22nd our high school youth will be meeting at church for a board game night. Kids are invited to bring a board game and a friend for a night of fun! We will meet February 9th with the youth at Holy Trinity for our first Gathering Meet Up for dinner and discussion.

I will be away Jan. 18-21 for the ELCA Youth Ministry Extravaganza in New Orleans. This is a yearly conference I attend for continuing education. This year is a special year where it is hosted in the same city as the National Youth Gathering this summer. During the event, there will be a few workshops I am hoping to attend about the Gathering this summer.

## Treasurer's Report

Budget Performance (through December/Year-End 2023):

Gross income for December was \$50,116 (120% of budget versus 71% last month).

Gross income for December was \$120,116 including special gift money of \$70,000.

Gross income for 2023 was \$459,177 (92% of budget versus 89% last month).

Gross income for 2023 was \$529,177 including special gift money of \$70,000.

Pledged giving for December was \$26,767 (90% of budget versus 72% last month).

Pledged giving for 2023 was \$341,709 (96% of budget versus 96% last month).

Expenses for December were \$41,018 (96% of budget versus 92% last month).

Expenses for 2023 were \$508,431 (99% of budget versus 100% last month).

Net income for December was \$50,116 - \$41,018 = \$9,098 (compared to budget amount of - \$967).

Net income for December was \$120,116 - \$41,018 = \$79,098 including gift money.

Net income for 2023 was \$459,177 - \$508,431 = - \$49,254 (compared to budget amount of - \$11,609).

Net income for 2023 was \$529,177 - \$508,431 = 20,746 including gift money.



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Calculated reserves at the end of 2023 were \$82,360 compared to \$70,651 in November.

Calculated reserves at the end of 2023 were \$152,360 including gift money of \$70,000.

### Analysis:

1. We experienced a rebound in our finances in December due to holiday giving. In addition, the church council in December agreed to allot \$70,000 of the special gift money to the operating income, further enhancing revenues.
2. Expenditures were lower than budget for the third straight month. For the year, expenditures were below budget by \$3,000.
3. We experienced a loss of almost \$50,000 in 2023 compared to our budget projection of less than \$12,000. With the addition of the gift money allotment, we had a \$20,000 profit for the year.
4. Reserves at the end of 2023 climbed over \$11,000 from November and increased yet another \$70,000, including the gift money allotment, to a total of \$152,000.
5. For budgeting purposes, I recommend that the gift money be shown as 2024 income to help us plan for the losses we've been experiencing in regular giving. I recommend caution in being overly reliant on one-time gift funds.



**Mount Cross Lutheran Church  
&  
Mount Cross Child Development Center**

**BUSINESS AGREEMENT**

**A. Overview and Intent**

Mount Cross Child Development Center (CDC) operates in facilities owned and operated by the congregation of the Mount Cross Lutheran Church (MC). CDC is governed by the By-Laws of Mount Cross Child Development Center as well as the MC & CDC Statement of Understanding. This agreement is intended to further define the physical, financial, and administrative responsibilities of CDC and MC regarding the shared space, equipment, and facilities utilized by the CDC in its child care operation. The details of this agreement will be overseen by the Church & CDC Committee (CCC).

**B. Facility Descriptions**

Mount Cross facilities are shown in Figure 1. The facility areas are itemized as follows:

Building 1:			
Sanctuary:	4,240 sq ft	(including loft floor area)	
Building 2:			
Luther Hall and CDC Office:	2,260 sq ft	3,620 sq ft	4,610 sq ft
Nursery and Hall:	540 sq ft		
Bathrooms:	360 sq ft		
Kitchen:	460 sq ft		
Parish Life Center:	990 sq ft		
Church Office:	<u>935 sq ft</u>		
Building 2 Total	5,545 sq ft		
Pavilion Cover:	1,020 sq ft		
Playground:	5,250 sq ft		
Overall Property Size:	85,200 sq ft	(1.96 acres)	

CDC uses Building 2 and the playground. The portions of Building 2 used by CDC during school hours include the first five listed facilities (e.g., Luther Hall/CDC Office, nursery and hall, bathrooms, the kitchen and Parish Life Center), which encompass 4,610 sq ft. CDC and MC have shared use of the Parish Life Center (See Section C-13). In addition, CDC uses Building 1 for chapel services two times a week for 30 mins.

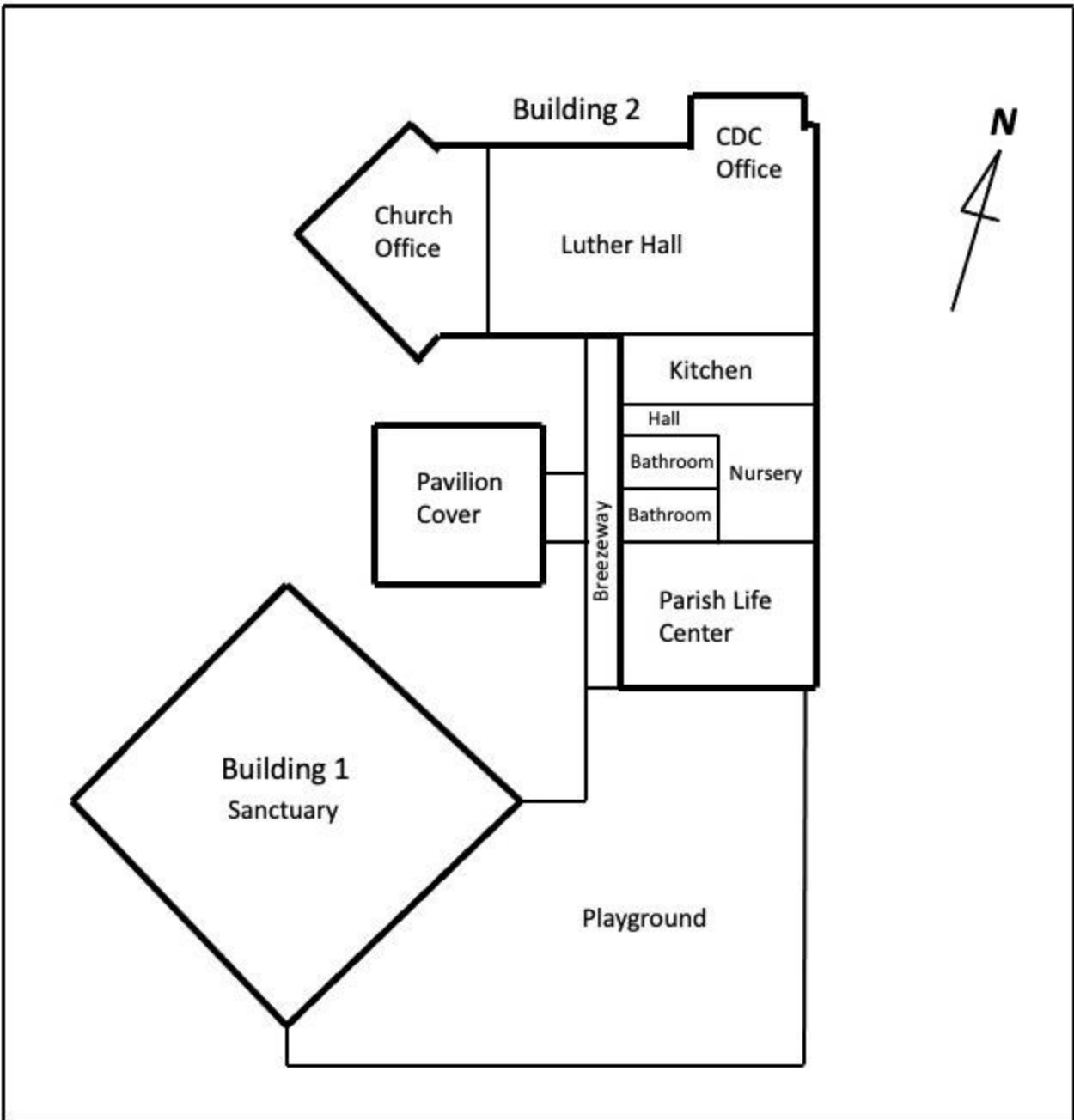


Figure 1. Mount Cross Facilities

**C. Provisions and Responsibilities of Agreement**

1. **Facility Use Agreement:** MC typically has a Facility Use Agreement for all entities using the facilities. However, because of the special relationship between MC and CDC, this more extensive Business Agreement replaces the Facility Use Agreement. On an annual basis, MC and CDC will negotiate a monthly Facility Use Fee for the duration of the school year. This may be viewed as a donation provided by CDC to MC for the use of the facilities as specified herein.

2. **Space Allocation:** MC will provide adequate space for the operation of the CDC at its current licensing capacity between the business hours of 7:30 AM and 5:00 PM Monday through Friday during the school year. The portions of Building 2 used by CDC during school hours include Luther Hall, the CDC Office, the nursery and hall, the boys and girls bathrooms, and the kitchen. The Parish Life Center will be made available to the CDC from 7:30 AM and 2:30 PM, unless alternative arrangements have been made (e.g. Quilters - See section C-13).

The CDC controls their space through a temporary fence erected along the breezeway and a permanent chain-link fence surrounding the playground. In addition, CDC uses Building 1 for chapel services two times a week for 30 mins.

3. **Building Maintenance:**

- a. **Allocation of Responsibilities:** MC will provide facilities maintenance for the building as required due to normal operation and aging. This includes structural, electrical, mechanical, plumbing, and the windows and ceilings in all areas. MC and CDC will be jointly responsible for maintaining wall surfaces and floor coverings in all shared spaces.

Expenses unique to the operation of the CDC will be paid from the CDC budget. Such items would include maintenance for unattached equipment such as refrigerators owned by the CDC, computers, book cases, playground equipment, and so on. Special cabinetry, apparatus and storage accommodations costs that are used by both CDC and MC will be agreed to and allocated by the CCC with prior approval of the MC Property Committee.

CDC will have the primary responsibility for maintaining the daily cleanliness of their occupied space. MC will provide the custodial service for the building.

- b. **Administrative Procedures for Maintenance Issues:** Day-to-day and emergency maintenance concerns will be directed to the MC Property Head. Major improvements or modifications and deferred maintenance issues will be addressed by the CCC and referred to the MC Property Committee.

4. **Grounds Maintenance:** Outdoor facilities will be maintained by MC, including landscape plantings, mowing, and weed control without utilizing chemicals that present a danger to young children. MC will be responsible for general maintenance and upkeep of the playground area. The cost of landscape maintenance is included in the Facility Use Fee.
5. **Janitorial Services:** MC is responsible for providing janitorial services. The cost of janitorial services is included in the Facility Use Fee. Any extraordinary cleaning that may be required will be discussed by the CCC.
6. **Utilities:** MC will provide heat, electricity, internet access, telephone, water, sewer, and garbage removal service. Utility use cost is included in the Facility Use Fee.
7. **Miscellaneous Expenses:** MC covers most recurring expenses. The one exception are recurring expenses related to the bathrooms including paper hand towels, hand soap and toilet paper; these are CDC-purchased items.

8. **Program Expenses:** Operational expenditures associated with the school program, including instructional and child care supplies for program participants, will be funded by the CDC budget. Capital expenditures will be reviewed on a case by case basis.
9. **Security and Safety:** MC will maintain security systems, alarms, and locks that currently exist. The first CDC staff member to arrive each day, is responsible for unlocking the appropriate doors and ensuring that the temporary fence is in place. The last CDC staff member to leave each day is responsible for locking all doors.

Building keys required for CDC child care staff will be provided by the MC Office Manager and will be assigned and distributed by the CDC Director. Staff members are responsible for issued keys. These keys must be returned to the Director upon termination of employment. The MC Office Manager will have copies of all keys to the building as well as all access to all CDC secured areas and equipment (e.g., computers, refrigerator and playground).
10. **Insurance:** Both MC and CDC hold insurance policies for the property and contents for loss by fire or other catastrophe, and also liability coverage. CDC provides a certificate of their insurance policies to MC.
11. **CDC Staff:** The salaries, wages and benefits for staff are to be paid from the CDC budget. CDC will also be responsible for paying Workers Compensation insurance premiums for their staff through their insurance carrier.
12. **Kitchen and Bathrooms:** CDC will have the use of the kitchen and bathrooms Monday through Friday from 7:30 AM to 5:00 PM. The MC Office Manager will keep the CDC Program Director apprised of the kitchen calendar and the two will work together to coordinate around special planned events. In the event of a funeral or other emergency, the MC Office Manager will contact the CDC Program Director as soon as possible and the parties will work together to make appropriate arrangements for the kitchen and bathrooms. See section C-13 for ways to accommodate church use of facilities during school hours.
13. **Use of Parish Life Center:** The Parish Life Center is cordoned off from use by MC members during school hours by a temporary fence. Special provisions will be made to allow MC members to use the Parish Life Center during school hours (e.g. Quilters). The MC group using the Parish Life Center must either provide a person who has been fingerprinted and has safeguarding training in compliance with CDC requirements or arrange in advance to have a CDC person oversee the use of the facility.
14. **CDC Vehicles:** CDC currently does not own any vehicles.
15. **Equipment:** CDC will use audio-visual equipment subject to availability. Repair of audio visual equipment will be negotiated and allocated on a case-by-case basis.

CDC will have use of the MC copy machine. MC will bill CDC for their portion of the use.

CDC computers will be a part of the MC network with any updates coordinated with the MC Technology Head. CDC staff will abide by the MC network policies.

This agreement is subject to annual review and revision, or at any time that conditions and circumstances warrant reevaluation.

**Approvals:**

**Pastor Julie Morris**  
**Pastor, Mount Cross Lutheran Church**

**Amy Vega**  
**Director, Child Development Center**

**CDC Board Chair**

**Mount Cross Congregational President**

**Date of Agreement:**

# **Mount Cross Lutheran Church & Mount Cross Child Development Center**

## **STATEMENT OF UNDERSTANDING**

### **A. Mission**

*“Mount Cross Child Development Center strives to educate young children in a safe and nurturing environment that will help prepare them to enjoy learning, care for the earth, serve others, and spread God’s love in the community.”*

(Mission Statement of MC-CDC)

Mount Cross Child Development Center (CDC) is a part of the outreach ministry of Mount Cross Lutheran Church (MC) to the local community. It is a non-profit program committed to providing quality care and early childhood education within a Christian environment.

In this statement, MC and CDC set forth their mutual understanding regarding their relationship and the CDC program.

CDC is an integral part of the church’s ministry. The Church’s commitment to the program is based on the understanding that all children deserve:

- *High quality care*
- *Developmentally appropriate learning experiences*
- *A loving, inclusive Christian environment*

... implemented by a trained and nurturing staff. Families, friends and staff associated with the program are considered to be part of the extended Mount Cross community to the extent they wish to be involved.

The ultimate goal of the program is to aid each child in their growth using caring and responsible Christian guidelines, along with providing each family with:

- *Secure placement for their child*
- *A trusting environment*
- *A Christian environment*
- *Sensitivity to the needs of the individual families*

The goal of CDC is consistent with the goal of MC as stated in its Mission Statement: “Rooted in God’s grace, we joyfully witness and serve.”

CDC and MC have joined together to offer a safe and nurturing Christian environment for area children and their families. One of the primary objectives is to provide love and support so children learn acceptance, respect and love, not only for themselves but for others as well. We teach that all people are loved by God. We agree that fostering these values in a church sponsored environment demonstrates to children and their families that we care about their needs.

### **B. Internal Governance**

MC is recognized by the California Secretary of State as an active business entity of the following type: Nonprofit Corporation – CA – Religious. The Articles of Incorporation were filed with the State on January 23, 1967. MC is part of the Evangelical Lutheran Church of America, which was assigned tax-

exempt status by the United States Internal Revenue Service on July 13, 1988. Internal governance documents include the Church Constitution, the By Laws, and various policy documents and handbooks. The Church is governed by the Congregational Council consisting of representatives voted in by confirmed members at an annual meeting. The Senior Pastor serves as the spiritual leader.

CDC is organized as a separate 501(c)3 non-profit corporation in affiliation with MC. CDC is licensed under the California Department of Social Services and is accredited by the National Academy of Early Childhood Programs. CDC and MC will also obtain and maintain the Early Childhood Center Certification by the ELEA (Evangelical Lutheran Education Association). CDC is governed by a Board of Directors as set forth in the CDC By-Laws.

CDC is led by a Director with a background in education and experience in early childhood growth and development. The CDC Director has **operational** decision-making authority over the CDC. All policies and procedures are available to the families participating in CDC's program, interested members of MC, as well as the community at large.

### **C. Relationship Between MC and CDC**

1. MC embraces and supports CDC as part of a ministry to children and families in the congregation and greater community. It affirms that a portion of MC's physical facility and property is available on the terms set forth in the business agreement.
2. The CDC Director will regularly communicate with church staff, council and committees, as needed and will sit as an ex officio member of the MC Property Committee. The CDC Board of Directors must include the Pastor of MC (or the Pastor's designee) and a member of the MC council. Additionally, a majority of CDC Board members, the Chair of the Board (if applicable), President and Vice President must be members of MC.

### **D. Finances**

1. CDC: The fiscal year for the CDC coincides with the school year - from September of one calendar year to August of the next calendar year. The CDC budget is drafted by the CDC Director and CDC Board Treasurer and approved by the CDC Board. The CDC budget appears in the MC Annual Report published in January, about halfway through the CDC fiscal year.
2. MC: The fiscal year for MC is the same as the calendar year. The budget is developed through a collaborative process led by the Church Treasurer with help from the Budget & Finance Committee. The initial step is submittal of budget requests by committees, teams, and programs within the Church. These requests are submitted by October 31<sup>st</sup>. The requests are compiled and submitted to the Congregational Council at their December meeting. The Congregational Council develops a recommended budget at their January meeting. This budget is submitted for Congregational review and approval at the annual meeting held on the last Sunday of January. The final Approved Budget is published on the MC website. The Treasurer tracks the finances throughout the year, providing reports at the monthly Congregational Council meetings.

### **E. CDC Operation and Use of Shared Space**

Materials from all programs need to be properly stored when programs are not in operation. CDC and MC share responsibility for maintaining shared space and work together to make common and shared areas presentable for church and child care use. The Church & CDC Committee (CCC), at its regular meetings, will address any issues and concerns regarding shared space.

### **F. Church & CDC Committee (CCC)**

MC and CDC will maintain a team of persons including representatives from MC council and the CDC Board. The CCC will meet at least three times per year (more if needed). The ongoing relationship between MC and CDC will be reviewed annually. The CCC will review assignments, procedures, responsibilities and management activities. In the event that disputes arise between MC and CDC that cannot be resolved through normal channels, a special meeting of the CCC and officers of each organization will be called to resolve such disputes.

**G. Formal Business Agreement**

MC and CDC will execute a separate Business Agreement. The Business Agreement is attached as Exhibit A. The Business Agreement will be reviewed and executed on an annual basis by the CCC.