

VII. Legislation

RS 101 Racial Justice Act

(Adopted 06-11-2011)

Authority

1) WHEREAS the principle of *teshuvah*, in Ezekiel 33:11, specifically holds that “As I live, says the Lord, I have no pleasure in the death of the wicked, but that the wicked turn from his ways and live.” This principle is illustrated in the judgment of Cain (Genesis 4:9-15), The Sermon on the Mount (Mathew 5:38-39), and the woman caught in adultery (John 8:3-11)

2) WHEREAS *The Social Principles of the Book of Discipline of The United Methodist Church 2004*, ¶164(g) specifies: “*We believe the death penalty denies the power of Christ to redeem, restore and transform all human beings.*” To this end, the Pennsylvania United Methodist Church has passed resolutions opposing the death penalty every year since 1997.

Pennsylvania Practice

3) WHEREAS 53% of homicides are by Blacks, 45% are by whites, and 2% by others. As of March 1, 2011 Pennsylvania held 216 inmates on Death Row. 59% are Blacks, 32% are Whites, 8% are Hispanics, and .009% are Asians. 98% are men and 2% are women..Although Blacks make up only 13% of our population, they make up 44% of our prison population. These racial, gender and regional disparities should be of concern to the Judiciary, and should warrant further inquiry as to whether unlawful bias plays a part in the sentencing process.

4) WHEREAS 1) in 2002 the Pennsylvania Supreme Court Committee on Racial and Gender Bias in the Justice System requested the right to consider these kinds of statistical sentencing patterns in its review of Death Sentences; and 2) in 2010 the Interbranch Commission for Gender, Racial and Ethnic Fairness Commission devoted an entire chapter to recommending the Racial Justice Act.

Remedial Action

5) WHEREAS Rep. Rob Matzie has introduced **HB 1996, “The Racial Justice Act”**. This Bill would authorize the Pennsylvania Courts to consider statistical sentencing patterns in its automatic review of Death Sentences. The operative language of the Bill is: *www. legis. state. pa. us/ cfdocs/ billinfo/ billinfo. cfm? syear=2009 & sind=0 & body=H & type=B & BN=1996*

(i) No person shall be sentenced to death or shall be executed under any judgment sought or obtained on the basis of race.

(ii) Finding.--A finding that race was the basis of the decision to seek or impose a death sentence may be established if the court finds race was a significant factor in decisions to seek or impose the sentence of death in the county, the prosecutorial district or this Commonwealth at the time the death sentence was sought or imposed.

(iii) Evidence.--Evidence relevant to establish a finding that race was a significant factor in the decision to seek or impose the sentence of death in this Commonwealth at the time the death sentence was sought or imposed may include statistical evidence or other evidence, including, but not limited to,

sworn testimony of attorneys, prosecutors, law enforcement officers, jurors or other members of the criminal justice system or both.

Specific Actions

1) THEREFORE BE IT RESOLVED that the Western Pennsylvania Conference of the United Methodist Church encourages the Pennsylvania General Assembly to pass HB 1996 of 2011, which will allow Pennsylvania Courts to consider statistical evidence in Death Sentences.

2) BE IT FURTHER RESOLVED that the clergy and laity of the Western Pennsylvania Conference be encouraged to demonstrate their support for this resolution through letters and testimony, such as the letter that will be provided with this Resolution.

Roger Thomas, (thomasrnr@hotmail.com); Phil Wilson; Stanley Bolds; Dr. J LaVon Kincaid, Sr.; Pennsylvania Committee for Analysis and Reform of Our Criminal System; Pennsylvanians for Alternatives to the Death Penalty, Martha Conley, Chair; African American Women for Political Change; Western Pennsylvania Conference of United Methodist Women, Donna Burkhardt, President, Jeff Conn, Chair, Church & Society.

RS 102 Moral Choices, Moral Decisions; A Moral Approach To Governing

(Adopted 06-11-2011)

WHEREAS, Jesus makes it clear that his disciples are to help the poor, the lost, and the afflicted, when he said “just as you did it to one of the least of these who are members of my family, you did it to me;” (Matthew 25:40) and,

WHEREAS, governmental agencies – local, county, state, and national – face pressure on many fronts as they consider their budgets during times of economic turmoil; and,

WHEREAS, faith-based organizations, including many connected to The United Methodist Church, are committed to serving the poor, but are stretched to capacity and beyond due to serious economic challenges; and,

WHEREAS, we believe that governmental decision-making on supporting programs for the poor involve a series of moral choices and decisions, resulting in moral budgets and moral spending plans; and,

WHEREAS, this critical decision-making on local, county, state, and national budgeting processes takes on more importance now than it has in more than a generation. Our leaders on all levels are making many profound and life-affecting decisions; and,

WHEREAS, these decisions must be about more than achieving a partisan policy goal or the desire to keep a campaign promise. They should be judged by what they do to protect the poor and vulnerable. They should be judged by what they do to protect human dignity; and,

WHEREAS, Holy Scripture is clear. Every person is created in the image of God. God hears the cries of the neglected, the powerless and the oppressed in our midst. God demands fairness, justice, and an alleviation of suffering; and,

WHEREAS, we believe helping the poor is not an option. It is a command from God. Moses, in Deuteronomy 15:11, tells the Israelites, that God commands them to "open your hand to the poor and needy neighbor in your land." Cutting assistance to the poor would be contrary to God's direction; and,

WHEREAS, as a matter of conscience, we believe our leaders must focus on caring for the poor. Their needs are urgent and comprehensive. The poor are too often denigrated.

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They are too often used as scapegoats for society's ills and their plight is too often distilled into negative sound bites for political gain; and,

WHEREAS, we believe the best solution to poverty is preventing it. Our leaders must give priority to developing and supporting policies and programs that focus on creating family-sustaining jobs and education policies and programs that equip young people to compete in the global economy.

THEREFORE BE IT RESOLVED, that we urge United Methodists, congregations, study groups, annual conferences, and other church-related organizations, to utilize tools prepared by United Methodist Advocacy in Pennsylvania and the General Board of Church and Society to increase their awareness and understanding of these moral, biblical principles; and,

BE IT FURTHER RESOLVED, that to urge individual United Methodists, congregations, study groups, annual conferences, and other church-related organizations to contact their local, county, state, and national elected leaders to reinforce these moral, biblical principles of caring for the poor.

We believe the answer is in the concept of shalom, a universal expression of peace, a vision of a flourishing world, an understanding of justice for all, and of cooperation and working together by our leaders. We pray for shalom to rule in seats of government throughout our nation.

Dennis Zimmerman, Board Member, United Methodist Advocacy in Pennsylvania
Jeff Conn, Chair, Church & Society

RS 103 A REASONABLE APPROACH TO MARCELLUS SHALE DRILLING

(Adopted 06-11-2011)

WHEREAS, Christians are charged by God to keep and protect the earth, which was created by God and seen as good, for "God saw everything that he had made, and indeed it was very good;" (Genesis 1:31) and,

WHEREAS, Pennsylvania is underlain by a large rock formation known as Marcellus Shale, a significant source of natural gas; and,

WHEREAS, due to lack of effective environmental regulation and aging and inadequate infrastructure, waste water from the drilling is being allowed to make its way into water treatment plants, streams, rivers and even drinking water in affected regions; and,

WHEREAS, trucks and heavy equipment brought into drilling areas by various companies related to the natural gas industry are damaging local roads and bridges; and,

WHEREAS, we believe it is vital for Pennsylvanians to learn more about the negative impacts of this drilling as well as the potential positive benefits; and,

WHEREAS, Paul, in Romans 8:20-21, states, "for the creation was subjected to futility, not of its own will but by the will of the one who subjected it in hope that the creation itself would be set free from its bondage of decay and will obtain the freedom of the glory of the children of God," it is vital for drilling companies, Pennsylvania legislators and regulators to work together to develop ways to "set creation free from the bondage of decay;" and,

WHEREAS, we believe that Pennsylvania, when supported by appropriate environmental regulation and reasonable taxation, can both harvest the benefits of the Marcellus Shale in safe manner and become a leader in natural gas exploration, extraction, and supply.

THEREFORE BE IT RESOLVED, that we urge lawmakers to put a temporary hold on all new wells until there are regulations in place to properly treat the wastewater from the wells, especially since wastewater treatment plants in the affected regions frequently need additional, larger and more effective equipment and technology to deal with this influx of new water to be treated. We also urge lawmakers to take the steps necessary to reinforce the roads and bridges being used on a daily basis by large trucks going in and out of drilling sites, so residents in the area may travel safely; and,

BE IT FURTHER RESOLVED, that funding for these upgrades and improvements need not come directly from the communities, but can be found by implementing a tax on the natural gas drilling, since other states which have been in this position have successfully implemented appropriate taxes to deal with natural gas drilling and its impact on the environment and infrastructure.

Dennis Zimmerman, Board Member, United Methodist Advocacy in Pennsylvania
Jeff Conn, Chair, Church & Society

RS 104 Encouraging Dialogue on Israel and Palestine

(Referred to Conference Board of Church & Society 06-11-2011)

P 24 Abortion Paragraph 161j

(Adopted 06-11-2011)

THEREFORE BE IT RESOLVED, that the Western Pennsylvania Annual Conference petition the General Conference:

Total Number of Pages: 1

Suggested Title: An Amendment To Our Social Principles' Position On Abortion

Discipline Paragraph Number. ¶161j;

General Church Budget Implications: None;

Global Implications: Yes

RESOLVE, that the 2012 General Conference of The United Methodist Church revise the Social Principles statement on abortion (2008 *Discipline*, ¶161j, p. 105) by deletion of the sentence in the opening paragraph:

~~“The beginning of life and the ending of life are the God-given boundaries of human existence. While individuals have always had some degree of control over when they would die, they now have the awesome power to determine when and even whether new individuals will be born. Our belief in the sanctity of unborn human life makes us reluctant to approve abortion....”~~

RATIONALE: The sentence deleted above is a remnant of the original 1972 position on abortion, drafted in a setting oriented especially toward the American social agenda of its time—the social upheaval of the late 1960’s and a period of rapid development of medical technology in our country. The nascent feminist movement was calling for nationwide lifting of long-standing legal sanctions against abortion, and the medical community was publishing its ability to provide abortions at reduced physical risk to the

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mother. The 1972 statement called for legalization of abortion. It recommended counsel in the decision, but fell short of offering specific ethical guidelines for the practice.

The position has been amended by addition several times over the last 35 years, and now provides several ethical constraints: “We cannot affirm abortion as an acceptable means of birth control, and we unconditionally reject it as a means of gender selection.” The statement goes on to oppose partial-birth abortion, except to save the mother’s life. The position does support legal protection of abortion in “tragic conflicts of life with life.”

The current position would be better served without the sentence deleted above for several reasons, including:

1. The sentence is misleading about the history of abortion in the world. “Do not judge by appearances but with right judgment.” (John 7:24) While the decade of the 1960’s brought about rapid change in our society, it did not, as the phrasing implies, give to contemporary Americans the historic precedent for power to perform abortions, nor for the latitude to debate it.

Abortion has been practiced for thousands of years, and was recommended by schools of Greek philosophy hundreds of years before Jesus’ birth. The life issues involved have been consistent through history - even American history before the 20th century, when legal acceptance of the practice was more varied than most Americans were aware in 1972.

If medical progress and new human choices give reason to leave us awestruck, more to the point are the uncertainties brought to us about the end-of-life issues - how to define death when we now have the means to sustain heartbeat, etc., while further recovery seems beyond reach.

2. The sentence does not contribute to the Christian search for moral guidelines; in fact, it tends to interrupt the process. In its absence, the paragraph follows a natural progression toward ethical principles for its position.

3. The sentence is no longer contemporary. If there was in 1972 a season of discovery about abortion in America, that season has passed. Most people in today’s world have been surrounded by moral struggles regarding abortion all their lives. The power to abort a pregnancy has awesome moral implication. It always did - not only in 1960’s America, but for people everywhere, for centuries. Early church leaders addressed the issue; and as a worldwide denomination of Christians, so does The United Methodist Church, in the interests of humans before God in all times and places.

At this time in our witness, our position on this relevant moral issue can be improved through amendment by deletion. “...rightly dividing truth.” (II Timothy 2:15) Our testimony will be more succinct, focused, accurate, and adaptable for Christian witness in a variety of times and places in the world.

Date: June 11, 2011

Signature of the Petitioner: Western Pennsylvania Conference
 Identification of the Petitioner: John R. Wilson, Conference Secretary

P 25 EPISCOPACY TERM ¶50 & 337.1

(Adopted 06-11-2011)

THEREFORE BE IT RESOLVED, that the Western Pennsylvania Annual Conference petition the General Conference:

Total Number of Pages: 1

Suggested Title: Expanding the Prerogative of Term Episcopacy In The UMC

Discipline Paragraph Number. ¶50;

General Church Budget Implications: None;

Global Implications: Yes, Constitutional Amendment

WHEREAS, Many growing, disciple-making conferences across our world have opted over decades for various models of term episcopal leadership, with a sense of morale, trust, and flexibility among the clergy and their leadership. “Serve one another in love.” (Gal. 5:13; cf. Ephesians 5:21, Gal. 6:2).

The United States is the only region in United Methodism where life tenure for bishops is the only constitutional option, as defined by a paragraph in the *Discipline* whose reference to bishops-elect (¶50, Sentence 3) is implicitly gender-biased.

THEREFORE amend the Constitution in Paragraph 50 as following:

¶ 50. Article VI.—The bishops, both active and retired, of The Evangelical United Brethren Church and of The Methodist Church at the time union is consummated shall be bishops of The United Methodist Church. ~~The bishops of The Methodist Church elected by the jurisdictions, the active bishops of The Evangelical United Brethren Church at the time of union, and bishops elected by the jurisdictions of The United Methodist Church shall have life tenure. Each bishop elected by a central conference of The Methodist Church shall have such tenure as the central conference electing him shall have determined.~~ Bishops elected in The United Methodist Church shall have such tenure as the jurisdictional or central conference electing them shall determine. The standard of tenure determined shall apply equally to all bishops within the jurisdiction or central conference.

The jurisdictional conference shall elect a standing committee on episcopacy ...

Date: June 11, 2011

Signature of the Petitioner: Western Pennsylvania Conference

Identification of the Petitioner: John R. Wilson, Conference Secretary

Total Number of Pages: 1

Suggested Title: Episcopal Tenure and Guaranteed Appointment

Discipline Paragraph Number. ¶337.1;

General Church Budget Implications: None;

Global Implications: Yes

WHEREAS, Central to the model of leadership in the teaching and example of Jesus is the image of servant ministry, of ceding privilege and of sharing risk for the sake of those under the servant leader’s care: eg. Mark 10:42-45 (Who is Greatest?), John 10:11 (Good Shepherd), John 13:14-15 (Jesus washing feet).

Morale and collegial spirit among the ordained can be eroded when removal of guaranteed appointment may be administered by entrenched hierarchy who continue to enjoy guaranteed lifetime tenure.

THEREFORE amend Paragraph 337.1 of the *Discipline* by addition of the following:

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337. General Provisions—1. All elders in full connection who are in good standing in an annual conference shall be continued under appointment by the bishop unless they are granted a sabbatical leave, an incapacity leave (§ 357), family leave, a leave of absence, retirement, or have failed to meet the requirements for continued eligibility (§ 334.2, .3), provided that if the elder is appointed to serve in an affiliated relationship in a missionary conference (§ 586.4.b) and that appointment is terminated by the bishop who presides in the missionary conference, then the responsibility for meeting this obligation rests with the bishop of the conference of which the elder is a member. The security of appointment for elders in good standing shall be upheld in every jurisdiction or central conference in which lifetime tenure of resident bishops is sustained.

Date: June 11, 2011

Signature of the Petitioner: Western Pennsylvania Conference
 Identification of the Petitioner: John R. Wilson, Conference Secretary

RS 301 General Evangelist: Roy Gearhart

(Adopted 06-11-2011)

WHEREAS, Roy Gearhart has been approved as a General Evangelist by the Western PA Conference every year since 1996, and

WHEREAS, Roy Gearhart is seeking the designation again this year, and

WHEREAS, Roy Gearhart has been approved by the Conference Evangelism Committee to serve as a General Evangelist,

THEREFORE BE IT RESOLVED, that the Western PA Conference recommends, in keeping with the 2008 Discipline ¶ 630.3.f & ¶1113.7 that for the conference year 2011-2012, Roy Gearhart be appointed as a fulltime General Evangelist amenable to the conference Evangelism Committee, with Conference support for Hospitalization/Health Insurance, Pension, and Death and Disability benefits.

Ken Duffee, Chair, Evangelism Committee

RS 302 General Evangelist: Ellen Bullock

(Adopted 06-11-2011)

WHEREAS, Ellen Bullock has been approved as a General Evangelist by the Western PA Conference in 2006, and

WHEREAS, Ellen Bullock is seeking this designation again, and

WHEREAS, Ellen Bullock has been approved by the conference Evangelism Committee to serve as a General Evangelist,

THEREFORE BE IT RESOLVED, that the Western PA Conference recommends, in keeping with the 2008 Discipline ¶630.3.f & ¶1113.7 that for the conference year 2011-2010, Ellen Bullock be appointed as part-time General Evangelist amenable to the conference Evangelism Committee without conference support for benefits.

Ken Duffee, Chair, Evangelism Committee

RS 303 District Ministry Facilitators Design and Oversight Team

(Adopted 06-11-2011)

WHEREAS the Acts of the Apostles reminds us that the early church “devoted themselves to the apostle’s teaching and fellowship, to the breaking of bread and the prayer.” Acts 2:42; and

WHEREAS the Realignment Task Force was convened by action of Annual Conference (RS 201) to study and develop a Plan for Realignment of the Districts and Conference Staff to provide leadership, connection, and resources to make disciples of Jesus Christ for the transformation of the world; and

WHEREAS the Towers Watson “Call to Action” Study from the General Church calls the church to redirect the flow, attention, energy and resources to an intense concentration on fostering and increasing the number of vital congregations effective in making disciples of Jesus Christ; and

WHEREAS the Realignment Task Force sought new ways of providing greater connection within our districts and among the Annual Conference to foster vitality; and

WHEREAS the Realignment Task Force recommends the creation of District Ministry Facilitators throughout each district to help develop principled Christian leaders. District Ministry Facilitators may be selected among district clergy and laity. Its ministry will promote a certain degree of continuity and coordination among the facilitators, yet honor the differences of our ten districts. District Ministry Facilitators will focus on these five areas:

1. The Incubation of Relationships: By offering a safe environment for conversation and interaction, groups convened by the District Ministry Facilitators create a unique opportunity for building relationships between colleagues in ministry.

2. The Incubation of the Practice of the Spiritual Disciplines: Local groups convened by the District Ministry Facilitators may gather for prayer, spiritual formation, and covenanting together to support one another in ministry.

3. The Incubation of Mutual Accountability: By creating a spirit of community in which participants hold one another gently but firmly accountable for their discipleship and integrity of life, local groups convened by the District Ministry Facilitators may assist the participants in the maintenance of their spiritual, relational, emotional, and physical health.

4. The Incubation of Theological Dialogue: Groups convened by the District Ministry Facilitators may make use of a diverse reading list that includes not only Scripture, but also books on leadership, preaching, worship, ecclesiastical movements, and pertinent theological and ethical issues. The purpose of this shared discipline of reading is to generate a healthy and respectful theological dialogue that will challenge the mind and edify the ministry of each participant.

5. The Implementation of Cooperative Ministry: Working as a leadership team, and in conjunction with the District’s programming and ministry organization, District Ministry Facilitators will aid in creating and supporting varieties of cooperative ministries that will aid the District and its local churches in making disciples of Jesus Christ, within its unique context.

THEREFORE BE IT RESOLVED, that the Conference Connectional Network shall name a Design and Oversight Team to implement the ministry and initial training of the District Ministry Facilitators.

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BE IT FURTHER RESOLVED, that the District Ministry Facilitator Design and Oversight Team shall be funded through Conference Connectional Network Ministry Reserve Pool up to a maximum of \$5,000.

Jeff Sterling, Kevin Haley: Realignment Task Force Conveners
Louise Patterson, Conference Connectional Network Chair

RS 304 Base Cash Compensation For Pastors

(Adopted 06-11-2011)

WHEREAS *The Book of Discipline of The United Methodist Church* 2008 (hereafter called Discipline) assigns the responsibility to the Staff/Pastor Parish Relations Committee to consult with the pastors and staff on matters pertaining to compensation proposals and benefits, and to make annual recommendations regarding such matters, WHEREAS the ultimate decision of the Pastor’s compensation is voted upon separately by the charge conference (See Discipline ¶ 247.13 and ¶ 252.4d), WHEREAS the Discipline requires each annual conference to set a schedule of minimum base cash compensation for the full-time pastors appointed (See Discipline ¶ 625.3), WHEREAS our churches must deal with the difficult general economic conditions, THEREFORE BE IT RESOLVED that the minimum Base Cash Compensation for Pastors serving full time in the Western PA Conference be increased by 3% for the year 2012. The minimum salaries shall be as follows:

Full Conference Member (FE).....	\$ 36,913
Associate Conference Member (AM).....	\$ 35,782
Provisional Member (PE)	\$ 33,650
Full Time Local Pastor (FL)	\$ 31,950

Deacons are to be compensated by the guidelines provided in the 2008 *Discipline*. (See ¶ 331.14)

BE IT FURTHER RESOLVED that the local charge/church whose pastoral compensation is currently above the minimum salary consider extending a 3% increase to their pastor based upon the pastor's faithful, effective and fruitful ministry, and also prayerfully consider giving a matching amount to the Western PA Conference Equitable Compensation Fund, Mission Support Fund, or the Central Conference Pension Fund in Keeping with the Spirit of Acts 2:42-47.

BE IT FURTHER RESOLVED that pastors serving multi-point charges, or multiple appointments, will receive a “Multiple Charge/Appointment Adjustment” of \$ 400 for each additional church, beyond the initial church. Pastors will have the option to have the amounts added to their Accountable Reimbursement Account or to the base salary,

BE IT FURTHER RESOLVED that although there is no minimum compensation for Part-time local Pastors, charges served by them should observe the stated principle of the Western PA Conference in setting the compensation and benefit package at a level proportionate to his/her workload, using the base compensation and benefit package of a full-time pastor as a guideline.

BE IT FURTHER RESOLVED that the Commission on Equitable Compensation will advise local churches by mail of the most current cost of living (CPI) figure and current minimum Base Cash Compensation by July 30, 2011.

Edward C. Patterson, Chair, Commission on Equitable Compensation

RS 305 Accountable Reimbursement Account

(Adopted 06-11-2011)

WHEREAS the Commission on Equitable Compensation has been given the task of recommending to the annual conference standards of pastoral support and the pastoral support package,

WHEREAS the pastoral support packages includes an amount for Accountable Reimbursement expenses,

WHEREAS the Staff/Pastor Parish Relations Committee in each local church is responsible for submitting to their respective charge conference a pastoral support package,

THEREFORE BE IT RESOLVED that each charge shall continue to maintain an Accountable Reimbursement Account for its Pastor (s) from which will be reimbursed Expenses such as travel, continuing education, books, etc. Reimbursement will occur upon presentation of vouchers or receipts for legally reimbursable expenses, as the Internal Revenue Service defines them.

BE IT FURTHER RESOLVED that Accountable Reimbursement Account shall be established at no less than \$5,000 per full time pastor for the year 2012. The Accountable Reimbursement Account shall be treated as a separate line item distinct from cash salary. Charges may set the amount for the account at a higher level if circumstances of the charge warrant such an increase. Mileage shall be reimbursed at the rate established by the Internal Revenue Service.

Note: Please refer to the annual document published by the General Council on Finance and Administration, titled "Tax Information." This will give you the complete guidelines for establishing and maintaining an accountable reimbursement account. This document can be down loaded at www.gcfa.org.

Edward C. Patterson, Chair, Commission on Equitable Compensation

P 36 Sanctity of Human Life Emphasis

(Adopted 06-11-2011)

WHEREAS, we claim our belief in God the Creator who according to the biblical witness found in Genesis 1, celebrates life-creating, life-nurturing, life-sustaining Spirit of the Divine, and

WHEREAS. We follow the Christ who said, "I came that all may have abundant life," (John 10:10) and

WHEREAS, The United Methodist *Book of Discipline*, paragraph 161.J states:

"The beginning of life and the ending of life are the God-given boundaries of human existence. While individuals have always had some degree of control over when they would die, they now have the awesome power to determine when and even whether new individuals will be born. Our belief in the sanctity of unborn human life makes us reluctant to approve abortion.

But we are equally bound to respect the sacredness of the life and well-being of the mother and the unborn child.

We recognize tragic conflicts of life with life that may justify abortion, and in such cases we support the legal option of abortion under proper medical procedures. We support parental, guardian, or other responsible adult notification and consent before abortions can be performed on girls who have not yet reached the age of legal adulthood. We

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cannot affirm abortion as an acceptable means of birth control, and we unconditionally reject it as a means of gender selection.

We oppose the use of late-term abortion known as dilation and extraction (partial-birth abortion) and call for the end of this practice except when the physical life of the mother is in danger and no other medical procedure is available, or in the case of severe fetal anomalies incompatible with life. Before providing their services, abortion providers should be required to offer women the option of anesthesia.

We call all Christians to a searching and prayerful inquiry into the sorts of conditions that may cause them to consider abortion.

The Church shall offer ministries to reduce unintended pregnancies. We commit our Church to continue to provide nurturing ministries to those who terminate a pregnancy, to those in the midst of a crisis pregnancy, and to those who give birth.

We particularly encourage the Church, the government, and social service agencies to support and facilitate the option of adoption. (See paragraph 161 K) We affirm and encourage the Church to assist the ministry of crisis pregnancy centers and pregnancy resource centers that compassionately help women find feasible alternatives to abortion.

Governmental laws and regulations do not provide all the guidance required by the informed Christian conscience. Therefore, a decision concerning abortion should be made only after thoughtful and prayerful consideration by the parties involved, with medical, family, pastoral, and other appropriate counsel,” and

WHEREAS, The United Methodist *Book of Discipline*, paragraph 161.M states:

“While we applaud medical science for efforts to prevent disease and illness and for advances in treatment that extend the meaningful life of human beings, we recognize that every mortal life will ultimately end in death. Death is never a sign that God has abandoned us, no matter what the circumstances of the death might be. As Christians we must always be prepared to surrender the gift of mortal life and claim the gift of eternal life through the death and resurrection of Jesus Christ. Care for dying persons is part of our stewardship of the divine gift of life when cure is no longer possible. We encourage the use of medical technologies to provide palliative care at the end of life when life-sustaining treatments no longer support the goals of life, and when they have reached their limits. There is no moral or religious obligation to use these when they impose undue burdens or only extend the process of dying. Dying persons and their families are free to discontinue treatments when they cease to be of benefit to the patient.

We recognize the agonizing personal and moral decisions faced by the dying, their physicians, their families, their friends and their faith community. We urge that decisions faced by the dying be made with thoughtful and prayerful consideration by the parties involved, with medical, pastoral, and other appropriate counsel. We further urge that all persons discuss with their families, their physicians and their pastoral counselors, their wishes for care at the end of life and provide advance directives for such care when they are not able to make these decisions for themselves. Even when one accepts the inevitability of death, the church and society must continue to provide faithful care, including pain relief, companionship, support, and spiritual nurture for the dying person in the hard work of preparing for death. We encourage and support the concept of hospice care whenever possible at the end of life. Faithful care does not end at death but continues during bereavement as we care for grieving families. We reject euthanasia and any pressure upon the dying to end their lives. God has continued love and purpose for all

persons, regardless of health. We affirm laws and policies that protect the rights and dignity of the dying.”

THEREFORE BE IT RESOLVED, that the Western PA Conference encourage all churches to celebrate an emphasis on the sanctity of human life during January 2012 to support our United Methodist beliefs highlighted in our *Social Principles* that celebrate the wondrous gift of life for all and for creation. Churches will be notified via email or conference e-news three times in the three months prior to January 2012.

John Emigh, Keith McIlwain, Jason McQueen,
Jerry Rectenwald, Allyn Ricketts, David Roddy,
John Seth, Dale Shunk, Joe Stains

P 37 Celebrating the Nurturing Community

(Adopted 06-11-2011)

WHEREAS, Genesis 2:24 states “For this reason a man will leave his father and mother and be united to his wife, and they will become one flesh.”

WHEREAS, The United Methodist *Book of Discipline*, paragraph 161.B states:

“We affirm the sanctity of the marriage covenant that is expressed in love, mutual support, personal commitment, and shared fidelity between a man and a woman. We believe that God’s blessing rests upon such marriage, whether or not there are children of the union. We reject social norms that assume different standards for women than for men in marriage. We support laws in civil society that define marriage as the union of one man and one woman.”

WHEREAS, The United Methodist *Book of Discipline*, paragraph 161.D states: “We affirm the integrity of single persons, and we reject all social practices that discriminate or social attitudes that are prejudicial against persons because they are single. This also includes single parents, and we recognize the extra responsibilities involved.”

THEREFORE BE IT RESOLVED, that the Western PA Conference encourage our clergy, laity and churches to:

- 1) Explore ways to strengthen marriages in their ministry in the body of Christ.
- 2) Take advantage of marriage building opportunities offered by our United Methodist camps and retreat centers.
- 3) Give prayer and spiritual support for stronger marriages.
- 4) Celebrate an emphasis on the marriage covenant during May 2012.
- 5) Have a Marriage Retreat or participate in an Encounter Weekend.
- 6) Encourage and support those called to singleness as part of the covenant community called by God.

John Emigh, Keith McIlwain, Jason McQueen,
Jerry Rectenwald, Allyn Ricketts, David Roddy,
John Seth, Dale Shunk, Joe Stains

RS308 REPORT OF THE REALIGNMENT TASK FORCE

(Report was reviewed by Section and Approved 06-11-2011)

RS 401 Funding For Ministry For 2012 Connectional Apportionment Budget

(Adopted 06-11-2011)

WHEREAS, ¶ 614 of the *Discipline* mandates that the Conference Council on Finance & Administration recommend to the annual conference for its action and determination budgets of anticipated income and proposed expenditures for all funds to be apportioned to churches.

WHEREAS, The Mission of The United Methodist Church stated in paragraph 121 of the *Discipline* states: “The mission of the Church is to make disciples of Jesus Christ for the transformation of the world. Local churches provide the most significant arena through which disciple-making occurs.”

THEREFORE BE IT RESOLVED, that the Western PA Conference Connectional Apportionment based on the Mission Share Formula $MS=E \times (P \pm i)$, as adopted 6/9/2000 in RS 402 Mission Share Formula.

Where MS represents a local church’s mission share, now known as Connectional Apportionment (CA)

E represents the local church’s “Operations Costs,”

P represents the “Base Percentage,”

and i represents the local church’s “Percentage Adjustments.

1) In accordance with RS 402-Mission Share Formula adopted 6/9/2000, the Base Percentage recommended by the Conference Council on Finance & Administration to reach the proposed Connectional Apportionment Budget for 2012 is 13%.

2) Changes in the 2012 Connectional Apportionment Budget would require the Conference Council on Finance & Administration to make an appropriate adjustment in the Base Percentage.

3) That legislation in both 2009 and 2010 held District Superintendents salaries at the 2008 level, and that reinstating the average of 140% of the average clergy salary for 2012 would exceed a 7% increase in salary for these individuals. It is the recommendation of the Conference Council on Finance & Administration that the salaries of District superintendents be increased by 3%.

BE IT FURTHER RESOLVED, that the 2012 Western Pennsylvania Annual Conference Connectional Apportionment Budget be as follows:

2012 Opportunities for Ministry Connectional BUDGET WORKSHEET		2011 Mission Share Budget	2012 Proposed Connectional Budget
		9,567,088	8,979,232
Conference Benevolences			
<i>Archives & History</i>			
		3,000	2,500
101	Administration	3,000	2,500
<i>Camping & Retreat Ministries</i>			
		430,000	320,000
110	Camping - Coordination & promotion.	150,000	130,000
110A	Allegheny - financial support	70,000	50,000
110B	Jumonville - financial support	70,000	50,000
110C	Wesley Woods - financial support	70,000	50,000
110D	Olmsted Manor - financial support	70,000	40,000
<i>CCN</i>			
	CCN	105,000	0
120	Administrative	5,000	0
120A	Ministry Pool	100,000	
<i>Christian Unity</i>			
		7,000	6,000
130	Regional Connections - supports Ecumenical bodies such as United Methodist Advocacy in PA	2,000	1,000
130A	Grants to Christian Associates and PA Council of Churches	5,000	5,000
<i>Church & Society</i>			
		2,000	1,000
140	Training	2,000	1,000

2012 Opportunities for Ministry Connectional BUDGET WORKSHEET		2011 Mission Share Budget	2012 Proposed Connectional Budget
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<i>Communications</i>			
		90,000	85,000
150	Conference Publications - Publishing and mailing costs for the Interlink, Cross & Flame and other communication costs. Hiring a Web Site Manager	90,000	75,000
150A	Web-site		10,000
<i>Conference Sessions</i>			
		250,000	250,000
170	Conference Sessions - Funding for the annual meeting of Western Pennsylvania Conference	250,000	250,000
<i>Disability Concerns</i>			
		2,000	2,000
180	Expansion of Disabilities Retreat	2,000	
180B	Pool		2,000
<i>Discipleship</i>			
		35,000	20,000
190	Pool	35,000	20,000
<i>Ethnic Minority Local Church Concern Committee</i>			
		77,000	50,000
200	Pool	77,000	50,000
<i>Evangelism</i>			
		25,000	23,000
210	General Evangelists	21,000	21,000
220	Evangelism Ministry	4,000	2,000

2012 Opportunities for Ministry Connectional BUDGET WORKSHEET		2011 Mission Share Budget	2012 Proposed Connectional Budget
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<i>Board of Global Ministries</i>			
		248,000	170,000
230	Pool	243,000	170,000
230F	Latin American Encounter	5,000	
<i>Global Health</i>			
		230,000	200,000
240	Conference to Conference	230,000	150,000
240A	Partnership/Zimbabwe Coordinator		50,000
<i>Health As Wholeness Team</i>			
		1,000	0
250	Pool	1,000	0
<i>Higher Education & Campus Ministry</i>			
		0	1,000
260	Campus Ministry and Higher Education Scholarships	0	1,000
<i>Lay Ministry</i>			
		20,000	8,000
270	Laity Ministry Team	20,000	1,000
270A	Laity Scholarships		5,000
270B	Training and events		2,000
<i>Parish & Community Development</i>			
		87,055	40,000
280	Congregational Redevelopment	87,055	20,000
280A	New Communities of Faith		20,000

2012 Opportunities for Ministry Connectional BUDGET WORKSHEET		2011 Mission Share Budget	2012 Proposed Connectional Budget
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<i>Poverty Team</i>			
		4,000	10,000
290	Pool		10,000
290A	Administration	2,000	
290B	Poverty Simulations	2,000	
<i>Religion & Race</i>			
		5,000	500
300	Pool	5,000	500
<i>Small Membership Church</i>			
		4,000	1,900
310	Pool		1,900
310A	Partnersteps-Shared Ministry	2,800	
310B	Resourcing Smaller Churches	1,200	
<i>Status and Role of Women</i>			
		3,000	1,000
320	COSROW	3,000	1,000
<i>Training & Resource</i>			
		66,000	40,000
330	Pool	15,000	35,000
330A	Training & Resources-Administration	21,000	
330C	Training & Resources-Media Resources		5,000
330E	Church Assessment Process	5,000	
330F	Special Events	25,000	
<i>Youth Ministry</i>			
		30,000	25,000
340	Pool	30,000	20,000
340J	Young Adult		5,000

2012 Opportunities for Ministry Connectional BUDGET WORKSHEET		2011 Mission Share Budget	2012 Proposed Connectional Budget
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<i>Media Resource Center</i>			
			10,000
350	Resources		10,000
Ministerial Support			
<i>District Superintendent/Cabinet Expenses</i>			
			1,647,257
440	District Superintendents - Provides salaries, utilities, pension, medical insurance, travel, and office expenses for DS and Staff		1,427,257
450	Bishop's Leadership Initiative		60,000
410	District Program Funds		50,000
440	Moving Expense/Clergy in Transition		100,000
440	Moving Expense/Clergy in Transition		50,000
430	Cabinet at Large		40,000
			60,000
<i>Bishop's Leadership Initiatives</i>			
			0
450	Bishop's Leadership Initiative: Ordinand Heritage Tour		18,000
450	Bishop's Leadership Initiative: Ordinand Heritage Tour		0
451	Bishop's Initiative: Leadership Development Office: Leadership Development and mentoring among Young Pastors (35 years of age or younger and/or "new" in ministry (second careers)		0
451	Bishop's Initiative: Leadership Development Office: Leadership Development and mentoring among Young Pastors (35 years of age or younger and/or "new" in ministry (second careers)		10,000
452	Bishop Initiative: Ad Hoc Leadership Development Task Force		0
452	Bishop Initiative: Ad Hoc Leadership Development Task Force		8,000

2012		2011	2012
Opportunities for Ministry Connectional		Mission Share Budget	Proposed Connectional Budget
BUDGET WORKSHEET			

<i>Equitable Compensation</i>			
		175,000	126,000
460	Equitable Compensation - Grants -Fulfills our mandate from the Book of <i>Discipline</i> to support full-time clergy serving as pastors in the charges of the conference.	175,000	125,000
460A	Quadrennial Training		
460B	Administration		650
460C	Subscriptions/Dues		350
<i>Board of Pensions</i>			
		954,900	760,000
470	Medical Insurance - (projected) for 17 pastors on disability, 50% of the cost of medical insurance for approximately 10 student pastors.	331,000	300,000
480	Medical Insurance - Medical Insurance for 20 retired pastors under 65, and 46 widows and spouses.	603,900	455,000
490	Administrative	20,000	5,000
<i>Board of Ordained Ministry</i>			
		75,000	152,410
420	Board of Ordained Ministry - Scholarships for those pursuing the ministry	50,000	112,410
425	Board of Ordained Ministry - Administrative - Oversees the process and progress of United Methodist pastors in our conference.	25,000	40,000

2012	2011	2012
Opportunities for Ministry Connectional	Mission Share Budget	Proposed Connectional Budget
BUDGET WORKSHEET		

General & Administrative			
<i>Conference Center</i>			
		1,862,307	1,918,500
500	Conference Center - Costs for operating the Conference Center: postage, supplies, utilities, telephone, and equipment & computer maintenance, and database development.	299,000	350,000
510	Conference Computer System - Upgrading of the conference computer system for the Conference Center and district offices	60,000	60,000
520	Conference Secretary & Statistician	160,060	100,000
530	Personnel Costs: Program Support Staff - Salaries, pension, medical insurance, and expense reimbursement for clergy and lay Conference Center Staff.	580,000	627,000
540	Personnel Costs: Episcopal Office Staff - Salaries, pension, medical insurance, and expense reimbursement for Assistant to the Bishop & secretarial support.	196,247	209,500
560	Episcopacy Committee	7,000	7,000
550	Personnel Costs: Office of the Director of Finance and Administration -Salaries, pension, medical insurance, and expense reimbursement for clergy and lay Treasurer's and Administrative Department Staff.	560,000	565,000

2012	2011	2012
Opportunities for Ministry Connectional	Mission Share Budget	Proposed Connectional Budget
BUDGET WORKSHEET		

<i>Council on Finance & Administration</i>			
		232,000	206,000
600	Conference Reserve Fund	25,000	25,000
610	Legal & Audit Fees, Insurance, etc. - Provides for conference-wide property and liability insurance, bonding of local church fiscal officers, audit fees, and legal fees	200,000	180,000
620	Administrative Costs	7,000	1,000
<i>Board of Trustees</i>			
		288,000	325,000
700	Trustees Property taxes, maintenance, insurance and repairs for all conference owned properties and abandoned churches	288,000	300,000
700A	Trustees Capital Fund		20,000
700B	General Fund: All administrative, legal and mileage costs related to conference properties and abandoned churches.		5,000

2012 Opportunities for Ministry Connectional BUDGET WORKSHEET		2011 Mission Share Budget	2012 Proposed Connectional Budget
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<i>General & Jurisdictional</i>			
		2,598,569	2,639,408
800	World Service Fund - Enhances world-wide ministries by supporting program agencies making direct contact with human need	1,337,633	1,355,236
810	Ministerial Education Fund - Helps support 13 United Methodist theological schools and the Clergy Continuing Education program of our annual conference administered through the Board of Ordained Ministry	451,885	449,642
820	Black College Fund - Financial support to 11 historically black colleges in the United States, providing opportunities to students to develop their God-given potential	180,249	179,342
830	Africa University Fund - Provides financial assistance for the ongoing operation of the first United Methodist University in Africa	40,341	40,138
840	Episcopal Fund - Salaries, housing, office expense, and pension for our Bishops	375,420	412,810
850	General Administrative Fund - Supports the church beyond our conference; i.e., Judicial Council, Archives and History, General Council on Finance Administration, General Conference, and interpretation, etc.	145,963	154,782
860	Interdenominational Cooperation Fund - Supports a variety of ecumenical ministries across the world	35,213	35,592
870	Jurisdictional Fund - Supports the collective ministries of the conferences in the northeastern United States, including Western Pennsylvania	31,865	31,865

2012 BUDGET NARRATIVE

At the 2010 session of the Western Pennsylvania Annual Conference, there was a lot of discussion as to how we might be able to provide one budget that encompasses all of our proposed expenditures, and includes coverage for potential shortfalls. There was also a great deal of discussion among the membership of the Annual Conference that wanted to see the budget process easier to understand and interpret. Our hope this year as we approach Annual Conference 2011 is to let you know that we heard you, and we hope you'll be able to see that we've done that.

We also heard the membership tell us, "High Mission Share apportionments make it difficult to do ministry at the local church level". We took special care this year to keep the 2012 budget below the 2011 Disbursal Directive budget line, in order to be able to make it easier for the churches of Western Pennsylvania to afford to do more in the way of local outreach.

From the beginning of the budget debates this year, we sought to find a way of doing God's will while still being good stewards and being financially responsible. With various committees requesting over \$11.5 million for ministry funding, it made it very difficult to look for ways to reduce our spending. In our discussions with each group and committee, we realized the passion that is in Western Pennsylvania to accomplish our Mission, which is to make Disciples of Jesus Christ for the transformation of the world.

In order to reduce the amount of financial burden on the local church, make the process easier to understand, and still keep our financial commitments, there were some cuts that needed to be made; namely, \$2.5 million worth of financial requests that did not receive funding. That is a significant amount of ministry that we know will not happen this year. Please believe me when I say that not only was this a difficult process, but it was a heartbreaking process as well. When you ask someone to dream big, and then have to put limits on those dreams, it is not an easy task to have to live with.

Our hope in this effort though, is to give each committee more than enough to just exist. We know that ministry does not just happen by itself, and that sometimes it is expensive. So to those groups, agencies, and committees who did not receive 100% of their requested funding, let me say on behalf of the entire Council on Finance and Administration, how sorry we are that some of those wonderful ideas and ministry plans you have may not be funded this year.

As part of making the budget and church giving easier to interpret, you will note that there are several changes. We are no longer referring to the amount of monies requested of each church as their fair share giving as "Mission Share". We have changed the nomenclature to something a little more consistent with Denominational references and are now calling it our Connectional Apportionment. This will hopefully eliminate any misinterpretation with regards to missionary support given by the church.

Another change you might note, as we looked for ways to make the budget easier to understand, is that there is no Disbursal Directive budget this year. This is in part due to the faithful giving of the local church in paying their apportionments over the last few years. By providing over \$8.7 million in contributions last year, we realized that the difference between the actual receipts we received last year from the local church and what we have defined as our Connectional Apportionments budget was less than 1% of the difference between the two. Our hope is that once again this year, churches will be faithful in their contributions so that ministry in the Annual Conference will be fully

funded, and that we will not need to use a Disbursal Directive to dictate how monies are distributed in the work of the Annual Conference. It is also our hope, that once again, we will be able to pay our General and Jurisdictional Apportionments at the 100% mark for 2012.

There was a lot of work and discussion that went into this year's budget process. As you look over each line item for where your particular ministry passion might be, don't forget to look at the Total budget, RS-420, to see that we have shifted, where possible, the funding of some ministries to endowment interest income, or to other categories. Just because some ministries did not receive funding from the Connectional Apportionments, doesn't mean that they did not receive funding. We were able to creatively continue supporting some essential ministries without shifting the burden of the cost of those ministries to the apportionments of the local church.

With this budget, we continue to be faithful to our five areas of focus as we look for ways to: *Develop Christian Principled Leaders; Create new places for new people and renew existing congregations; Engage in ministry with the poor; Stamp out killer diseases and poverty by improving health globally; and as we continue our efforts to Dismantle Racism.* There is a lot of behind the scenes work that needs to continue as well, work that some would say is top heavy management and administration that we do not need. But there is so much work that our Conference staff does that benefits the local church financially. Without their hard work and ministry, the cost to operate as a local church would be much higher than it is. Working together as God's Church and as a Denomination means that we need to provide for all those these ministries, which includes both the seen and the unseen work that is accomplished on our behalf.

With this new budget, our hope is to incorporate these new changes and provide even more ministry at the church and local congregation level as well the District level, the Conference level, and worldwide. By continuing our faithfulness to God's work, the church will benefit from more personal attention from conference and district staff and their efforts to provide much needed training and ministry assistance. We will conquer the obstacles that stand in the way of our combined ministry. We will share the Gospel of Jesus Christ with the world. And most importantly, more disciples of Jesus Christ will be made.

Council on Finance & Administration, Paul Ritchey, Chair,
Conference Connectional Network, Louise Patterson, Chair

RS 402 Endowment & Other Income Disbursal Directives

(Adopted 06-11-2011)

WHEREAS, Paragraph 613.9 requires the Conference Council on Finance & Administration to review at least quarterly and to account to the annual conference for the disbursement of funds in accordance with budgets approved by the conference.

WHEREAS, There are endowment incomes that may be designated by the annual conference to various budget lines within the directives of the donors.

WHEREAS, Income from investments and endowments greatly enable our conference to move forward in its mission and ministry of making disciples of Jesus Christ for the transformation of the world.

VII Legislation

THEREFORE BE IT RESOLVED, that the Western PA Conference direct the conference treasurer to disburse the following endowment income to the directed budget line item.

Budget Line	Area	Fund	Projected Income	Note	Disbursal
120	CCN	Kaighan	\$ 800	1	\$ 600
120	CCN	Ethel Braun	\$ 15,000	2	\$ 1,400
140A	Church & Society	El Paso	\$ 6,000	3	\$ 5,000
140A	Church & Society	Worthington	\$ 10,000	4	\$ 10,000
230	Latin America Encounter	Exxon	\$ 3,100	5	\$ 1,900
230	Latin America Encounter	El Paso	\$ 6,000	3	\$ 1,000
230	Latin America Encounter	Ethel Braun	\$ 15,000	2	\$ 2,100
270	Lay Ministries	Maude Murray	\$ 11,000	6	\$ 10,000
450	Bishop Leadership	Kilpatrick 265	\$ 36,000	7	\$ 36,000
620	Finance Admin Costs	Kilpatrick 040	\$ 23,000	8	\$ 6,000

Notes

1. Kaighan Fund may be designated to any line in the annual conference budget. CFA recommends that it be used for CCN Administrative Costs.
2. Ethel Braun Fund may be designated to any line in the annual conference budget. CFA recommends that it be used for CCN pool in the amount of \$1,400 and Global Ministries Latin America Encounter in the amount of \$2,100.
3. El Paso Royalty Account may be designated for any line item in the annual conference budget. CFA recommends that it be designated to Church and Society Funding UM Advocacy in PA in the amount of \$5,000 and Global Ministries Latin American Encounter for \$1,000.
4. Worthington Trust may be designated to any line item in the annual conference budget. CFA recommends that the Worthington Trust be used for Church and Society UM Advocacy in PA.
5. Exxon Royalty Account may be designated for any line item in the annual conference budget for mission purposes. CFA recommends that Exxon Royalty Account be designated for Global Ministries Latin America Encounter.
6. Maude Murray Fund may be designated to any line item in the annual conference budget. CFA recommends that the Maude Murray Fund be designated to Lay Ministries Scholarship Fund.
7. Kilpatrick 265 may be designated to any line item in the annual conference budget. CFA recommends that the Kilpatrick 265 be designated to the Bishop's Leadership Initiative line 450.
8. Kilpatrick 040 may be designated to any line item in the annual conference budget. CFA recommends that Kilpatrick 040 be designated to Finance Administrative Costs.

BE IT ALSO RESOLVED, that the attached total budget for 2012 for the Western Pennsylvania Annual Conference is subject to change based on the actions taken by the Conference with regards to the Connectional Apportionment budget, endowment, and other income.

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
		8,979,232	6,821,460	16,721,620	32,352,954
Conference Benevolences					
<i>Archives & History</i>					
		2,500	60	65	3,075
101	Administration	2,500	60	65	3,075
Camping & Retreat Ministries					
		320,000	7,500	1,063,070	1,390,570
110	Camping - Coordination & promotion.	130,000	7,500	1,063,070	1,200,570
110A	Allegheny - financial support	50,000			50,000
110B	Jumonville- financial support	50,000			50,000
110C	Wesley Woods- financial support	50,000			50,000
110D	Olmsted Manor- financial support	40,000			40,000
CCN					
			7,600		7,600
120	CCN Pool		1,000		1,000
120A	Administration		6,600		6,600

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
<i>Christian Unity</i>					
130	Regional Connections - supports Ecumenical bodies such as United Methodist Advocacy in PA	6,000			6,000
130A	Grants to Christian Associates and PA Council of Churches	1,000			1,000
		5,000			5,000
<i>Church & Society</i>					
		1,000	15,000	10,420	26,420
140	Training	1,000			1,000
140A	Funding UM Advocacy in PA		15,000		15,000
	Offering Income			10,420	10,420
<i>Communications</i>					
		85,000		1,212	86,212
150	Conference Publications - Publishing and mailing costs for the Interlink, Cross & Flame and other communication costs.	75,000		1,212	76,212
150A	Website	10,000			10,000
2012		2012	2012	2012	2012

Opportunities for Ministry Connection		Connection Apportionment Budget	Endowment Income	Other Income	Total Budget
<i>Conference Sessions</i>					
		250,000		97,461	347,461
170	Conference Sessions - Funding for the annual meeting of Western Pennsylvania Conference	250,000		97,461	347,461
<i>Disability Concerns</i>					
		2,000		5,367	7,367
180	Pool	2,000		5,367	7,367
<i>Discipleship</i>					
		20,000			20,000
190	Pool	20,000			20,000
<i>Ethnic Minority Local Church Concern Committee</i>					
		50,000			50,000
	Pool	50,000			50,000

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
Evangelism					
		23,000	400	23,972	47,372
210	General Evangelists	21,000			21,000
220	Evangelism Ministry	2,000	400	23,972	26,372
Board of Global Ministries					
		170,000	13,200	1,277,642	1,460,842
230	Pool	170,000	8,200	1,277,642	1,455,842
230A	Latin American Encounter		5,000		5,000
Global Health					
		200,000	0		200,000
240	Conference to Conference	150,000			150,000
240A	Partnership/Zimbabwe Coordinator	50,000			50,000
Health As Wholeness Team					
					0
250	Pool				0

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
Higher Education & Campus Ministry					
		1,000	20,700	263	21,963
260	Campus Ministry and Higher Education Scholarships	1,000	20,700	263	21,963
Lay Ministry					
		8,000	12,900		20,900
270	Laity Ministry Team	1,000			1,000
270A	Laity Scholarships	5,000	12,900		17,900
270B	Training and events	2,000			2,000
Parish & Community Development					
		40,000			40,000
280	Congregational Development	20,000			20,000
280A	New Communities of Faith	20,000			20,000
Poverty Team					
		10,000			10,000
290	Pool	10,000			10,000

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
Religion & Race					
300	Pool	500			500
		500			500
Small Membership Church					
		1,900			1,900
310	Pool	1,900			1,900
Status and Role of Women					
		1,000			1,000
320	COSROW	1,000			1,000
Training & Resource					
		40,000		115,638	155,638
330	Pool	35,000		115,638	150,638
330A	Training & Resources - Media	5,000			5,000

2012 Opportunities for Ministry Connection		2012		2012		2012		2012	
		Connection Apportionment Budget	Endowment Income	Other Income	Total Budget	Connection Apportionment Budget	Endowment Income	Other Income	Total Budget
Youth Ministry									
	340 Pool	25,000	9,400	168,952	203,352				
	340A Annual Conference	20,000	9,300	7,525	36,825				
	340B SPARK			5,544	5,544				
	340C Uth 4 Missions			126,493	126,493				
	341 Young Adult	5,000	100	29,390	29,390				
					5,100				
Media Resource Center									
	350 Resources			4,000	4,000				
				4,000	4,000				

2012 Opportunities for Ministry Connection		2012			2012		2012	
		Connection Apportionment Budget	Endowment Income	Other Income	Total Budget	2012	2012	2012
Ministerial Support								
<i>District Superintendent/Cabinet Expenses</i>								
		1,669,425	6,900	40,000	1,716,325			
400	District Superintendents - Provides salaries, pension, medical insurance, travel, and office expense for District Superintendents and staff.	1,469,425	6,900		1,476,325			
410	District Ministries	100,000			100,000			
440	Moving Expense/Clergy in Transition	40,000			40,000			
430	Cabinet at Large	60,000			60,000			
435	Short Term Incapacity Fund			40,000	40,000			
Bishop's Leadership Initiatives								
450	Bishop's Leadership Initiative: Ordinand Heritage Tour	18,000	36,000		54,000			
451	Bishop's Initiative: Leadership Development Office: Leadership Development and mentoring among Young Pastors (35 years of age or younger and/or "new" in Ministry (second careers)	10,000	36,000		46,000			10,000
452	Bishop's Initiative: Ad Hoc Leadership Development Task Force	8,000			8,000			8,000

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
Equitable Compensation		126,000			126,000
460	Equitable Compensation - Grants -Fulfills our mandate from the Book of <i>Discipline</i> to support full-time clergy serving as pastors in the charges of the conference.	125,000			125,000
460B	Administration	650			650
460C	Subscriptions/Dues	350			350
Board of Pensions					
		760,000	6,620,300	12,902,054	20,282,354
470	Medical Insurance - Medical Insurance for 17 pastors on disability, 50% of the cost of medical insurance for approx. 10 student pastors.	300,000		73,368	373,368
480	Medical Insurance - Medical Insurance for 20 retired pastors under 65, and 46 widows and spouses.	455,000		64,050	519,050
485	MPP Underfunded Liability			961,340	961,340
486	CRSP Defined Benefit Obligation			2,982,958	2,982,958
490	Administrative	5,000			5,000
	Active clergy/laity hospitalization			6,707,996	6,707,996
	Pension Plan: CRSP			2,112,342	2,112,342

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
Board of Ordained Ministry					
		152,410	59,500	149,881	361,791
420	Board of Ordained Ministry - Scholarships for those pursuing the ministry	112,410			112,410
425	Board of Ordained Ministry - Administrative - Oversees the process and progress of United Methodist pastors in our conference.	40,000		149,881	189,881
General & Administrative					
Conference Center					
		1,918,500		351,648	2,080,340
500	Conference Center - Costs for operating the Conference Center: postage, supplies, utilities, telephone, equipment & computer maintenance, and database. Expense reimbursement for staff in budget lines 530, 540 and 550.	350,000		85,900	435,900
510	Conference Computer System - Upgrading of the conference computer system for the Conference Center and district offices. Maintenance of website.	60,000			60,000
520	Conference Secretary & Statistician	100,000		240	100,240

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
530	Personnel Costs: Program Support Staff - Salaries, pension, medical insurance, taxes, workers compensation, life and disability insurance.	627,000		20,000	647,000
540	Personnel Costs: Episcopal Office Staff - Salaries, pension, medical insurance, taxes, workers compensation, life and disability insurance for Assistant to the Bishop and support staff.	209,500		55,700	265,200
560	Episcopacy Committee	7,000			7,000
550	Personnel Costs: Office of the Director of Finance and Administration - Salaries, pension, medical insurance, taxes, workers compensation, life and disability insurance.	565,000			565,000
Council on Finance & Administration					
600	Conference Reserve Fund	206,000	12,000	493,338	711,338
610	Legal & Audit Fees, Insurance, etc. - Provides for conference-wide property and liability insurance, bonding of local church fiscal officers, audit fees, and legal fees	25,000	6,000	18,338	49,338
620	Administrative Costs	1,000	6,000	475,000	655,000
					7,000

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
<i>Board of Trustees</i>					
700	Trustees - Administrative and legal expenses, property taxes, maintenance, and capital improvements for our District Superintendent's parsonages, Conference Center, and staff parsonages.	325,000		36,637	361,637
700A	Trustee Capital Fund	20,000			20,000
700C	General Fund: All Administrative, legal and mileage costs related to conference properties and abandoned churches.	5,000			5,000

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
<i>General & Jurisdictional</i>					
800	World Service Fund - Enhances world-wide ministries by supporting program agencies making direct contact with human need	2,546,997			2,546,997
810	Ministerial Education Fund - Helps support 13 United Methodist theological schools and the Clergy Continuing Education program of our annual conference administered through the Board of Ordained Ministry	337,232			337,232
820	Black College Fund - Financial support to 11 historically black colleges in the United States, providing opportunities to students to develop their God-given potential	179,342			179,342
830	Africa University Fund - Provides financial assistance for the ongoing operation of the first United Methodist University in Africa	40,138			40,138
840	Episcopal Fund - Salaries, housing, office expense, and pension for our Bishops	412,810			412,810
850	General Administrative Fund - Supports the church beyond our conference; i.e., Judicial Council, Archives and History, General Council on Finance Administration, General Conference, and interpretation, etc.	154,782			154,782

2012 Opportunities for Ministry Connection		2012 Connection Apportionment Budget	2012 Endowment Income	2012 Other Income	2012 Total Budget
860	Interdenominational Cooperation Fund - Supports a variety of ecumenical ministries across the world	35,592			35,592
870	Jurisdictional Fund - Supports the collective ministries of the conferences in the northeastern United States, including Western Pennsylvania	31,865			31,865

Note: Budget line item 435, Short Term Incapacity Fund, will be funded in the following manner. Each local church will be assessed a fee of \$25.00 as part of their Worker's Compensation billing. Disbursements from this fund shall be in accordance with the plan of ministry developed by the local church or charge and District Superintendent in accordance with paragraphs 421.1 and 421.3 of the 2008 *Book of Discipline*. The plan of ministry shall be reviewed by the cabinet and if necessary modified. The plan of ministry must include continued payment of salary, pension, hospitalization, retirement, and housing for the clergy person placed on short term disability by the local charge. No plan of ministry shall include payments from the Short Term Incapacity Fund for more than 18 months. Prior to any disbursements from the Short Term Incapacity Fund, all review provisions of paragraph 357 of the 2008 Book of Discipline must be completed and placed in the supervisory and personnel files. The Conference Treasurer shall make disbursements from this account to the local church or charge Treasurer as designated in the plan of ministry. The Conference Treasurer may not disburse funds from the Short Term Incapacity Fund if the balance of the fund is depleted.

Council on Finance & Administration, Paul E. Ritchey, Chair
Conference Connectional Network, Louise Patterson, Chair

RS 403 Annual Conference Fee

(Adopted 06-11-2011)

Therefore Be It Resolved, that 2.3 RULES OF PROCEDURE be amended: Annual Conference Fee — a registration fee of \$75 be assessed to each member attending the ~~entire~~ session of the Western PA Conference of The United Methodist Church. This registration fee is to be paid at the time of registration. The District Superintendent through the Conference Sessions Team will care for any necessary scholarships (for individuals with special circumstances or extreme hardships) out of it's the Sessions budget line item, and

For those retired clergy members who will not be attending the entire session, a registration fee of \$15 \$20 per day will be assessed. This registration fee is to be paid at the time of registration, and

Housing and meals will not be guaranteed for those who do not follow the outlined registration process (including the payment of registration fees), and

Each ~~local church or charge~~ is strongly encouraged to pay the registration fees for all their members who are members of the Annual Conference (including extension clergy and equalization laity).

Barbara Moore, Chair, Sessions Team

RS 404 Annual Conference Rules

(Referred to Conference Connectional Network 06-11-2011)

RS 501 2012 Rental/Housing Allowance For Retired Clergy And/Or Disabled Clergy
(Adopted 06-11-2011)

The Western Pennsylvania Annual Conference of the United Methodist Church (the "Conference") adopts the following resolutions relating to rental/housing allowances for active, retired, or disabled clergy persons of the Conference:

WHEREAS the religious denomination known as The United Methodist Church (the "Church") of which this Conference is a part, has in the past functioned and continues to function through ministers of the gospel (within the meaning of Internal Revenue Code section 107) who were or are duly ordained, commissioned or licensed ministers of the Church ("Clergypersons");

WHEREAS the practice of the Church and of this Conference was and is to provide active Clergypersons with a parsonage or a rental/housing allowance as part of gross compensation;

WHEREAS pensions or other amounts paid to retired and disabled Clergypersons are considered to be deferred compensation and are paid to active, retired and disabled Clergypersons in consideration of previous, active service; and

WHEREAS the Internal Revenue Service has recognized the Conference (or its predecessors) as the appropriate organization to designate a housing/rental allowance for Clergypersons who are members of this Conference and are eligible to receive such deferred compensation;

THEREFORE BE IT RESOLVED that an amount equal to 100% of the pension or disability payments received from plans authorized *under The Book of Discipline of The United Methodist Church* (the "*Discipline*"), which includes all such payments from the General Board of Pensions and Health Benefits ("GBOPHB") during the year of 2012, by each active, retired, or disabled Clergyperson who is or was a member of the Conference or its predecessor, be and hereby is designated as a rental/housing allowance for each such Clergyperson;

BE IT FURTHER RESOLVED that the pension or disability payments to which this rental/housing allowance applies will be any pension or disability payments from plans, annuities, or funds authorized under the *Discipline*, including such payments from the GBOPHB and from a commercial annuity company that provides an annuity arising from benefits accrued under a GBOPHB plan, annuity, or fund authorized under the *Discipline*, that result from any service a Clergyperson rendered to this Conference or that an active, a retired or a disabled Clergyperson of this Conference rendered to any local church, annual conference of the Church, general agency of the Church, or other institution of the Church, former denomination that is now a part of the Church, or any other employer that employed the Clergyperson to perform services related to the ministry of the Church or its predecessors, and that elected to make contributions to, or accrue a benefit under, such a plan, annuity, or fund for such active, retired or disabled Clergyperson's pension or disability as part of his or her gross compensation.

NOTE:

The rental/housing allowance that may be excluded from a Clergyperson's gross income in any year for federal income tax purposes is limited under Internal Revenue Code section 107(2) and regulations there under to the least of: (1) the amount of the rental/housing allowance designated by the Clergyperson's employer or other appropriate body of the Church (such as this Conference in the foregoing resolutions) for such year,

(2) the amount actually expended by the Clergy person to rent or provide a home in such year, or (3) the fair rental value of the home, including furnishings and appurtenances (such as a garage), plus the cost of utilities in such year.

Terry E. Lyon, Chair, Board of Pensions

RS 502 Clergy Retirement Security Program Pre-1982 Pension Funding Plan

(Adopted 06-11-2011)

WHEREAS, ¶ 1506.8 of The Book of Discipline of The United Methodist Church 2008 requires each annual conference to develop, adopt, and implement a formal funding plan for retiring its pre-82 pension obligations;

WHEREAS, this funding plan must result in the retirement of the respective annual conference's pre-82 pension obligations on or before December 31, 2021;

WHEREAS, this funding plan shall identify funds designated by the Annual Conference and protected for the exclusive purpose of retiring its pre-82 pension obligations;

WHEREAS, the Western Pennsylvania Annual Conference ("WPAUMC") Board of Pensions has submitted the following funding plan, which shows that, as of January 1, 2009 (the actuarial valuation date for determining 2011 contributions due), the WPAUMC's pre-1982 obligations have been fully funded:

Western Pennsylvania Annual Conference Funding Plan for 2011

For Supplement One Liability (Pre-1982 Pension Obligations)

The annuity rate for service rendered in the WPAUMC prior to January 1, 1982 (the "Past Service Rate" or "PSR") is reviewed annually for adjustment by the WPAUMC. The 2011 PSR is \$527, representing 1.01% of the WPAUMC Average Compensation (CAC). The Book of Discipline of the United Methodist Church 2008 requires (in ¶1506.7) that the PSR be not less the .8% of CAC and recommends that it be not less than 1% of CAC. The WPAUMC has, for the past twenty years, maintained the PSR at or above 1.0% of the CAC and expects to continue to do so. The General Board of Pensions and Health Benefits assumes, for plan minimum contribution purposes, that the PSR will increase 2% per year. The WPAUMC's PSR can be expected to change in the future as changes may occur in the WPAUMC CAC, which over the last ten years has increased approximately 3.4% per year, and the WPAUMC therefore has assumed a 3.5% annual increase in the PSR for funding purposes.

As of January 1, 2009, assuming 2.0% annual PSR increases, the General Board of Pensions and Health Benefits' actuarial valuation of the plan for the WPAUMC shows \$28,248,219 more assets than benefit obligations. After adjusting this valuation to reflect assumed higher PSR increases for the WPAUMC in the range of 3.5% per year, assets in the plan continue to exceed benefit obligations at that date as shown in the table below. Based on this assumption of 3.5% PSR increases, an assumed 7% annual investment return, and the RP 2000 Mortality Table applied by the General Board, among other actuarial assumptions, the 2011 funding plan for the Supplement One (Pre-1982 Plan) Liability is summarized below.

WPAUMC Plan Liability Assuming 3.5% PSR increases	\$ 75,573,740
WPAUMC Current Actuarial Plan Funding (Assets)	\$ 102,173,005
WPAUMC Funding Surplus (35%)	\$ 26,599,265

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The Conference Board of Pensions periodically examines the funded status of the Pre-1982 Pension Obligations, considers expected future investment results and changes in these obligations, and evaluates the future availability of any funding surplus. It then makes decisions about use of any funding surplus to cover other WPAUMC defined benefit obligations with due regard to protecting the sufficiency of Pre-1982 Plan assets to fund Pre-1982 Plan liabilities. The Conference Board is in the process of articulating the parameters which guide such decisions.

WHEREAS, in the opinion of the General Board of Pensions and Health Benefits of The United Methodist Church, the funding plan described above meets the funding requirements of ¶ 1506.8 of The Book of Discipline of The United Methodist Church 2008; and

WHEREAS, The WPAUMC Board of Pensions is in receipt of a written opinion from the General Board of Pensions and Health Benefits that this funding plan meets the funding requirements of ¶1506.8 of The Book of Discipline of the United Methodist Church 2008;

THEREFORE BE IT RESOLVED, that the Western Pennsylvania Annual Conference approve this funding plan for 2011.

Terry E. Lyon, Chair, Board of Pensions

OPINION OF THE GENERAL BOARD OF PENSIONS AND HEALTH BENEFITS

“In the opinion of The General Board of Pensions and Health Benefits of The United Methodist Church, the [foregoing] funding plan meets the funding requirements of ¶ 1506.8 of The Book of Discipline of the United Methodist Church 2008. This opinion applies only to the [foregoing] funding plan.”

By Jeanne Featherstone, Actuarial Services Department, April 28, 2011

Note: In accordance with plan provisions, contributions due in any plan year are based on an actuarial valuation made as of the January 1 two years prior to such plan year. A preliminary General Board assessment of plan assets and liabilities updated to January 1, 2011 indicates that the WPAUMC’s pre-1982 component of the plan continues to have a funding surplus, having recovered to 65% from the 35% reflected in the table above, primarily as a result of recent improved investment results.

RS 503 Comprehensive Protection Plan & Clergy Retirement Security Program

(Adopted 06-11-2011)

WHEREAS, the denominational pension program known as the Clergy Retirement Security Program (“CRSP”) is comprised of the component parts: The Pre-1982 Plan (“Pre-1982”), Ministerial Pensions Plan (“MPP”), Clergy Retirement Security Program Defined Benefit (“CRSP-DB”), and Clergy Retirement Security Program Defined Contribution (“CRSP-DC”);

WHEREAS, the death and disability benefit program is known as the Comprehensive Protection Plan (“CPP”);

WHEREAS, the plan for personal contributions is known as the United Methodist Personal Investment Plan (“UMPIP”);

WHEREAS, the General Board of Pensions and Health Benefits (“GBOPHB”) previously has notified the WPAUMC that the MPP will require a contribution from the Western Pennsylvania Annual Conference in respect of plan year 2011 in the amount of \$961,340;

WHEREAS, the GBOPHB has notified the WPAUMC that the CRSP-DB will require a contribution from the Western Pennsylvania Annual Conference in respect of plan year 2012 in the amount of \$2,982,958;

WHEREAS, the GBOPHB has confirmed that, as of the most recent actuarial valuation date, and has estimated that, as of January 1, 2011, the Western Pennsylvania Annual Conference’s Pre-1982 Past Service Funding Account plan assets exceed the Pre-82 plan liabilities by more than 20% (see RS 502);

WHEREAS, the GBOPHB has advised the WPAUMC that such Pre-1982 overfunding is available to use to fund the CRSP-DB contribution due in respect of plan year 2012 and the MPP contribution due in respect of plan year 2011;

WHEREAS, the WPAUMC in 2010 approved funding the MPP contribution in respect of plan year 2011 from WPAUMC’s Benefit Reserve Fund including first the monies available from implementing the CPP “premium holiday” also approved by WPAUMC in 2010;

WHEREAS, the WPAUMC Board of Pensions now believes that funding the MPP contribution due in respect of plan year 2011 from the surplus in the Pre-1982 Past Service Funding Account held with the General Board of Pensions would give the WPAUMC desirable added flexibility in using monies now in or to be added to the Benefit Reserve Fund.

THEREFORE BE IT RESOLVED, that the CRSP-DC program be funded during the calendar year 2012 as each salary-paying unit shall remit monthly contributions on behalf of the participant directly to the WPAUMC Board of Pensions, or its agent, for credit to the account or on behalf of the participant;

BE IT FURTHER RESOLVED that the annuity rate (PSR) for 2012 for service rendered prior to 1982 (Pre-1982) shall be \$540, representing 1.001% of the WPAUMC’s Conference Average Compensation (“CAC”);

BE IT FURTHER RESOLVED that the WPAUMC’s CRSP-DB 2012 obligation be funded from the Pre-82 Past Service Funding Account held with the General Board of Pensions;

BE IT FURTHER RESOLVED that the WPAUMC, on action by its Board of Pensions, may elect to fund the MPP contribution due in respect of plan year 2011 from the Pre-1982 Past Service Funding Account held with the General Board of Pensions instead of from the Benefit Reserve Fund; and

BE IT FURTHER RESOLVED that during the calendar year 2011 all UMPIP contributions will be billed by the General Board of Pensions and paid through the salary-paying unit of each participant.

Terry E Lyon, Chair, Board of Pensions

RS 504 CRSP Future Liabilities & Benefit Reserve Fund

(Adopted 06-11-2011)

WHEREAS, the General Conference of 2004 has mandated for The United Methodist Church a pension program known as the Clergy Retirement Security Program (CRSP), effective January 1, 2007;

WHEREAS, the Western Pennsylvania Annual Conference (“WPAUMC”) Board of Pensions has agreed that the 2012 WPAUMC CRSP defined benefit contribution due of \$2,982,958 shall be paid from the funding excess in the Pre-1982 Pension Plan, thus relieving the WPAUMC and its local churches, agencies and other salary-paying units of this expense for 2012;

WHEREAS, the WPAUMC Board of Pensions has previously approved the establishment of a Benefit Reserve Fund, presently held at and invested by the General Board of Pensions & Health Benefits (“GBOPHB”), Evanston, IL, for the purpose of building a reserve for future CRSP defined benefit unfunded liabilities or other retiree benefit needs and has begun making contributions to build such Fund;

WHEREAS, a portion of the funds accumulated in the Benefit Reserve Fund may be used to satisfy the 2011 WPAUMC obligation to the Ministerial Pension Plan (see RS 503);

WHEREAS, 2011, 2012 and 2013 collections under the Comprehensive Protection Plan “premium holiday” (see 2010 RS 503), to the extent not used to satisfy the 2011 Ministerial Pension Plan obligation, are to be retained by the WPAUMC and deposited in the Benefit Reserve Fund;

WHEREAS, recent adverse investment results in the various pension plans maintained through the GBOPHB along with GBOPHB sensitivity analyses of the effect of possible investment market volatility on WPAUMC pension contributions due have demonstrated the need for prudent accumulation of reserve funds to support, among other needs, increased plan contributions that may become required; and

WHEREAS, the GBOPHB has called to our attention the future difficulty in funding pension liabilities due to the denomination’s aging clergy population and declining United States membership and encourages each annual conference to maximize funding now;

THEREFORE BE IT RESOLVED, that the 2012 contribution to the Benefit Reserve Fund shall be calculated at an amount equal to 2.0% of each active participant’s compensation package, charged to each such participant’s church, agency, WPAUMC responsibility or other applicable salary-paying unit, billed and collected by the WPAUMC Board of Pensions or its agent, and transferred in a timely manner to the Benefit Reserve Fund.

Terry E. Lyon, Chair, Board of Pensions

RS 505 Retired Clergy Day

(Adopted 06-11-2011)

WHEREAS the Conference Board of Pensions may select a Sunday in each year to be observed in the churches as Retired Clergy Day, in honor of the retired clergy, their spouses, and the surviving spouses of clergy and in recognition of the church’s responsibility for their support;

WHEREAS these retired clergy, their spouses, and the surviving spouses of clergy continue to support the church in various and significant ways;

WHEREAS recognition of the ministry of these persons can also provide inspiration to those considering ministry;

THEREFORE BE IT RESOLVED that the third Sunday of September 2012 be designated as Retired Clergy Day in the Western PA Conference and that each local church and charge of the Conference be encouraged to recognize and honor on that day, or on another Sunday chosen for that purpose, the retired clergy, their spouses and any surviving spouses of clergy who may be related to such local church or charge.

Terry E. Lyon, Chair, Board of Pensions

RS 601 Christian Education Sunday

(Adopted 06-11-2011)

WHEREAS, the 2008 *Book of Discipline* (§265.1) requires the Annual Conference to set the date for the observance of Christian Education Sunday each year;

WHEREAS, the funds received from the special offerings support the vital Christian Education Ministries of our Conference:

THEREFORE BE IT RESOLVED that the Western PA Conference establish Sunday, September 16, 2012, or another date of the local church's choosing for Christian Education Sunday and that a special offering be received in the local churches for the purpose of supporting the educational ministries of the Conference which include Training and Resources and Laity Scholarships. Local churches are urged to use this day as a time to celebrate their Christian Education ministries with events of appreciation and recognition of growth and learning as disciples of Jesus Christ.

Beth L Nelson, Director of Training and Resources

Carole Smith, Chair, Global Ministries

Louise Patterson, Chair, Conference Connectional Network

RS 602 Golden Cross/Red Stocking Sundays

(Adopted 06-11-2011)

WHEREAS, the 2008 *Book of Discipline* (§265.2) requires the Annual Conference to set the date for the observance of Golden Cross Sunday and other special Sundays receiving offerings, and

WHEREAS, the offerings from Golden Cross and Red Stocking Sundays support the conference homes and agencies, formerly referred to as health and welfare ministries,

THEREFORE BE IT RESOLVED that the Western PA Conference establish Sunday, May 13, 2012, or another date chosen by the local church for Golden Cross Sunday and that any Sunday in Advent 2012 be established as the time for a Red Stocking Sunday and that a special offering be received in the local churches on these Sundays for the purpose of providing continued support to these ministries in the Annual Conference. Local churches are urged to use these Sundays as opportunities to share information concerning the extensive and vital ministries of these homes and agencies.

Carole Smith, Chair, Global Ministries

Louise Patterson, Chair, Conference Connectional Network

RS 603 Rural Life Sunday

(Adopted 06-11-2011)

WHEREAS the 2008 Book of Discipline (§ 265.3) requires the annual conference to set the date for the observance of Rural Life Sunday each year, and

WHEREAS the annual conference may choose to receive a Rural Life Sunday offering:

THEREFORE BE IT RESOLVED that the Western Pennsylvania Annual Conference establish Sunday, August 12, 2012, or another date chosen by the local church, for Rural Life Sunday and that a special offering be received in the local churches for the purpose of strengthening nurture, witness and outreach in town and rural areas. Local churches are urged to use this day to celebrate the rural heritage of The United Methodist Church, to recognize the needs of rural areas and to affirm the interdependence of rural and urban communities.

Commission on Small Membership Church

Carole Smith, Chair, Global Ministries

Louise Patterson, Chair, Conference Connectional Network

RS 604 Disability Awareness Sunday

(Adopted 06-11-2011)

WHEREAS, the 2008 Book of Discipline (§265.4) requires the Annual Conference to set the date for the observance of Disability Awareness Sunday;

WHEREAS, Disability Awareness Sunday, as defined by the 2008 Book of Discipline: “calls the Church to celebrate the gifts and graces of persons with disabilities and calls the Church and society to full inclusion of persons with disabilities in the community”;

WHEREAS, there may be an offering received on this Sunday to be used in this Annual Conference for ministries as defined by the Discipline: “to promote the work of creating architectural and attitudinal accessibility in local churches”;

THEREFORE BE IT RESOLVED that the Western PA Conference establish Sunday, February 19, 2012 or another Sunday chosen by the local church, to be designated as Disability Awareness Sunday and that a special offering may be received in local churches for promotion of awareness issues as well as ministries that provide opportunities for fuller inclusion of people with disabilities. Information concerning the observance of this Sunday will be provided to local churches upon request by the People With Disabilities Inclusion Ministry Team.

Carol E. Lynn, Chair, Disability Concerns Team

Carole Smith, Chair, Global Ministries

Louise Patterson, Chair, Conference Connectional Network

RS 605 Doorways to Hope at Home

(Adopted 06-11-2011)

WHEREAS, the Western PA Conference of The United Methodist Church has selected these five regional mission agencies,(Erie Alliance, Johnstown Human Services, WPA Prison Outreach Ministries, Connellsville Area Community Ministries, and Greater Pittsburgh Ministries) who extend the love of Christ to those who need shelter, food, clothing, and loving care within our conference boundaries, and

WHEREAS, those in mission in the name of The United Methodist Church are doing ministry in partnership with we who are the church, and

WHEREAS, the funds to support these ministries, do not meet the growing demands placed upon these groups as they faithfully serve those entrusted to their care, THEREFORE BE IT RESOLVED, that any Sunday during Advent 2012, or another date selected by the local church, be designated as the date to receive a special offering for support of these five regional mission agencies, within the Conference boundaries, with additional funds to continue and expand their work. These additional gifts will help keep doors open, enabling us, as United Methodists in Western Pennsylvania to remain faithful in serving even the least of these, our brothers and sisters, “as Jesus teaches in Matthew 25:40”.

Carole Smith, Chair, Global Ministries
Louise Patterson, Chair, Conference Connectional Network

RS 606 CAMPING SUNDAY

(Adopted 06-11-2011)

WHEREAS, income from the Annual Conference Mission Share to CRM (Camping and Retreat Ministries) covers a large part, but not even all of the Summer Program Staff summer salary expenses;

WHEREAS, other camping ministry expenses which are covered through camper registration fees include:

- Funding the summer camp brochure and other joint camping promotions
- Training of deans and volunteer counselors
- Training of summer program staff

WHEREAS, separate fund raising will still have to be done if we are to continue the Bibles for campers program and Mountain Praise, the camp worship series.

WHEREAS, the camps must continue their own appeals for their own capital needs and for other special gifts:

THEREFORE BE IT RESOLVED, that the Annual Conference authorize Camping and Retreat Ministries to urge the local church to receive a Camping Sunday Offering on Sunday, October 14, 2012 or other dates selected by the local church.

Carole Smith, Chair, Global Ministries,
Louise Patterson, Chair, Conference Connectional Network

RS 607 YOUTH SERVICE FUND SUNDAY

(Adopted 06-11-2011)

WHEREAS, 1 Timothy 4:11-12 states, “These things command and teach. Let no one despise your youth, but be an example to the believers in word, in conduct, in charity, in spirit, in faith, in purity.”

WHEREAS, historically the Youth Service Fund of the Western PA Conference has financially assisted many youth programs in our Conference, our Nation, and our World.

WHEREAS, there is a continued need for this mission work and there is a general lack of knowledge and support for YSF among the Western PA Conference and less than 15% of our churches donated to this fund.

THEREFORE BE IT RESOLVED, that the Western PA Conference set the first Sunday in November, specifically November 4, 2012 or another date chosen by the local church, as Youth Service Fund Sunday and that a special offering be received in the local churches, for the purpose of supporting youth missions in our annual conference. Local

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churches will have informative bulletin inserts provided by the Conference Council on Youth Ministry. Local churches are urged to use this day to celebrate their youth and encourage youth involvement in missions through their church, district, and conference.

Carole Smith, Chair, Global Ministries
Louise Patterson, Chair, Conference Connectional Network

RS 608 Volunteers In Mission Recognition And Awareness Day

(Adopted 06-11-2011)

WHEREAS, (Background) The 1980 General Conference of The United Methodist Church (UMC) officially sanctioned the United Methodist Volunteers In Mission (UMVIM) and directed the General Board of Global Ministries to "affirm VIM as an authentic form of personal missionary involvement and devise appropriate structure to interpret and implement opportunities for volunteers in the global community" (2008 Discipline p1302.14; 1980 Discipline p 1502.13). The 1988 General Conference suggested that "each annual conference name a VIM coordinator to work cooperatively with GBGM and the Jurisdictional UMVIM offices." The 1996 General Conference created the Mission Volunteers office within GBGM to assist in the guidance and placement of volunteers; in short term mission assignments. (1996 Discipline p1312.5). The 2000 GC recognized UMVIM as a "one of the most dynamic mission outreach programs of the denomination today" (The Book of Resolutions of the United Methodist Church; 2000, page 165). The 2004 General Conference authorized the establishment of a Volunteer in Mission Awareness Sunday in the annual conferences. These actions clearly recognize the UMVIM program as a growing force in promoting the church in general, Christianity in particular, and personal Christian service; and

WHEREAS, the UMVIM program is truly a grassroots movement in allowing all persons of faith, laity and clergy alike, the opportunity to have a "hands on" experience and involvement in mission endeavors; and

WHEREAS, it is generally accepted that all persons cannot do everything but, that everyone can do something, the UMVIM program allows persons to offer physical support, prayer support, and/or financial support to the wide variety of programs that are designed to promote the many opportunities to utilize their many varied talents in direct service to the Kingdom of God; and

WHEREAS, Scripture requires us all to be active participants in the faith, to wit, "... and you shall be my witnesses in Jerusalem and in all Judea and Samaria and to the end of the earth" (Acts I: 8b, RSV) and "What does it profit, my brethren, if a man says he has faith but has not works.....So faith by itself, if it has no works, is dead" (James 2:14, 17 RSV); and

WHEREAS, there are opportunities to serve locally, nationally, or even internationally, and the "hands on" opportunity truly changes a missionary's perspective towards persons or cultures with different economic, ethnic, or political backgrounds; and

WHEREAS, the UMVIM program is one essential tool in helping to promote tolerance and understanding throughout all of God's Kingdom, a tool that helps to bring a measure of relief to those in unfortunate circumstances wherever they are, and a tool that can help Christians to fulfill the mandate of Jesus as expressed in Matthew 25:34-46.

THEREFORE BE IT RESOLVED, that the Annual Conference Coordinator and the Northeast Jurisdiction Coordinator of Volunteers in Mission of the United Methodist

Church request that the Western PA Conference recommend to all local churches in the Conference:

1. That the 2nd Sunday of March be set aside and declared Volunteers In Mission Awareness Day; and
2. That each local church with assistance of the conference UMVIM leadership, provide for UMVIM displays, information, resources, solicit individual or group testimonies and/or develop other ways to celebrate the UMVIM movement in whatever fashion that best suits the local congregation; and
3. That local churches draw upon the available resources of the Conference UMVIM Coordinator to help make the day memorable, one of faith in action.
4. That an offering be taken on the designated UMVIM Awareness Sunday to support the Conference and Jurisdictional UMVIM offices and programs, with 90% of funds collected going to the Conference VIMship Advance Special, and a tithe of 10% to the Jurisdictional UMVIM programming efforts.

Carole Smith, Chair, Global Ministries
Louise Patterson, Chair, Conference Connectional Network

RS 609 The Children's Sabbath

(Adopted 06-11-2011)

WHEREAS in Mark 9:37, it states, "Whoever welcomes one such child in my name welcomes me, and whoever welcomes me welcomes not me, but the one who sent me."

WHEREAS in *The United Methodist Book of Discipline* 2008. ¶162.C, it states:

Once considered the property of their parents, children are now acknowledged to be full human beings in their own right, but beings to whom adults and society in general have special obligations. Thus, we support the development of school systems and innovative methods of education designed to assist every child toward complete fulfillment as an individual person of worth...Moreover, children have the rights to food, shelter, clothing, health care, and emotional well-being as do adults, and these rights we affirm as theirs regardless of actions or inactions of their parents or guardians. In particular, children must be protected from economic, physical, emotional, and sexual exploitation and abuse.

WHEREAS in Res. 2028, Putting Children and Families First, it states:

"We call the United Methodist Church to:

3. celebrate the Children's Sabbath in every local church each October. Utilize the resource manual developed annually by the Children's Defense Fund."

WHEREAS in Res. 3086 Children's Sabbath, it states:

"Whereas, the General Board of Global Ministries, Women's Division and the General Board of Church and Society have officially endorsed the Children's Sabbath of the ecumenically endorsed Children's Defense Fund...Therefore, be it resolved, that the second weekend of October be identified as the Children's Sabbath on the program calendar of the United Methodist Church throughout the next quadrennium. Be it further resolved that this weekend is not to be classified as a church-wide special Sunday with offerings or a special Sunday without church-wide offerings."

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WHEREAS the Children's Defense Fund is a non-profit child advocacy organization that advocates for policies and programs that lift children out of poverty; protect them from abuse and neglect; and ensures their access to health care, quality education, and a moral and spiritual foundation.

WHEREAS in the Children's Defense Fund it states that 15.5 million children in America, more than one in five, are living in poverty. This is the highest rate since 1959.

WHEREAS the Children's Defense Fund, a national, non-partisan grassroots organization that advocates for the rights and needs of children, prepares a Children's Sabbath worship service each year to emphasize the needs of America's children who are living in poverty.

WHEREAS the resources for a having Children's Sabbath are available from the Children's Defense Fund via cdinfo@childrensdefense.org.

THEREFORE BE IT RESOLVED that each church in the WPA Conference of the United Methodist Church be encouraged to hold a Children's Sabbath in October or some other Sunday convenient for the church to increase the awareness of children's issues.. The local church is urged to use the suggestions of music, lectionary scripture and theme for the protestant churches provided by the Children's Defense Fund.

Donna Burkhart, General Board of Church and Society, FUMC Erie
2010 President of the WPA Conference United Methodist Women

Elizabeth Wolfskill, WPA Conference Board of Church and Society, FUMC Pittsburgh
The WPA Conference Board of Church and Society

WPA Conference United Methodist Women

Louise Patterson, Chair, Conference Connectional Network

RS 610 Bread for the World Sunday Offering of Letters

(Adopted 06-11-2011)

WHEREAS in Proverbs 31:8-9, it states, "Speak out for those who cannot speak, for the rights of all the destitute. Speak out, judge righteously, defend the rights of the poor and needy."

WHEREAS *The United Methodist Book of Discipline* 2008, ¶163.E states:

As a church, we are called to support the poor and challenge the rich. To begin to alleviate poverty, we support such policies as adequate income maintenance, quality education, decent housing, job training, meaningful employment opportunities, adequate medical and hospital care, humanization and radical revisions of welfare programs, work for peace in conflict areas and efforts to protect creation's integrity. ...

WHEREAS in the 2008 *Book of Resolutions*, Res. 4055, states:

"Therefore let it be resolved, that the United Methodist Church significantly enhance its efforts to End Hunger by increasing participation in the Bread for the World (BTW) Covenant Church Program. We further urge that the United Methodist Church achieve a minimum five percent increase in the number of churches in the BFW Covenant Church Program each year."

WHEREAS the following hunger and poverty facts for the United States emphasize the need for a change in public policy to eliminate hunger in the United States:

*Thirteen percent of people in the U.S. live in poverty.

*More than fourteen percent of households are hungry or at risk of hunger.

*Nearly one in four children (twenty-five percent) live in households that struggle to put

food on the table.

*More than fourteen million children (age eighteen and younger) live in poverty.

*More than half of all Americans (fifty-one percent) will live in poverty at some point before the age of sixty-five.

*In 2008, the poverty threshold for a family of four (two adults, two children) was twenty-one thousand, eight hundred thirty-four dollars.

WHEREAS the following information emphasizes the need for a change in public policy to eliminate hunger in developing countries:

*Poverty and hunger in sub-Sahara Africa is very high.

*Poverty and hunger in Southeast Asia is very high.

*Seven hundred million people in the world, more than the entire population of the Western Hemisphere, do not get enough food for an active and healthy life.

*Each year fifteen million children under the age of five die – one-fourth of all the world's deaths.

WHEREAS Bread for the World is an ecumenical Christian, non-partisan, grassroots organization that advocates alleviation of hunger in the U.S. and worldwide by having church members contact legislators by letter, telephone and e-mail. Bread for the World has experienced many successes in alleviating hunger as a result of churches having a Bread for the World Sunday/Offering of Letters. The resources for a Bread for the World Sunday and Offering of Letters are available from the Bread for the World website, www.bread.org.

THEREFORE BE IT RESOLVED that every local church in the WPA Conference be encouraged to have a Bread for the World Sunday/Offering of Letters. The Offering of Letters will focus on the current Bread for the World Campaign to alleviate hunger nationally and internationally.

Donna Burkhart, General Board of Church and Society, FUMC Erie

2010 President of the WPA Conference United Methodist Women

Elizabeth Wolfskill, WPA Conference Board of Church and Society, FUMC Pittsburgh

The WPA Conference Board of Church and Society

WPA Conference United Methodist Women

Louise Patterson, Chair, Conference Connectional Network

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RS 701 Corporations Nominations (Adopted 06-11-2011)

Camp Allegheny

Class of 2013 Rev. Fred Monk and Rev. Dennis Zimmerman

Class of 2015 Mr. William Gregory, Mr. Kirk Ferkett, and Ms. Allison Fisher

Jumonville

Class of 2014 (Second Term) Mr. Jeff Bees, Rev. Tracy Cox, Rev. Keith Kaufold

Class of 2014 (First Term) Mr. Scott Conn, Mr. Tom Michael

Wesley Woods

Class of 2015 Rev. Al Kimmel, Rev. Dennis Lawson, Ken Haddix, Lynn Sill

Olmsted Manor

Class of 2015 (Second Term) Donna Atwell, Rev. Sara Roncolato, Rev. Steven Tuell

Arbutus Park Manor

Class of 2014 Louis Nicoletti, Rev. Fred Doverspike, Dr. Sarah Kelley, James Osipov, Winsome Garland, Rev. Charles Olson

United Methodist Services for the Aging

Class of 2014 Phillip Sweeney

Wesbury United Methodist Community

Class of 2014 Wally Irwin

RS 702 Arbutus Park Manor Statement of Relationship

(Adopted 06-11-2011)

STATEMENT OF RELATIONSHIP

THIS STATEMENT OF RELATIONSHIP is made and entered into as of the 11th day of June 2011 by and between The Western Pennsylvania Annual Conference of The United Methodist Church (the "Conference") and Arbutus Park Manor (the "Affiliated Organization").

PRELIMINARY STATEMENT

WHEREAS, the members of The United Methodist church give high priority to the Christian Mission of United Methodism, both at home and in other lands;

WHEREAS, local churches, conferences and institutional ministries carry out the Christian Mission of United Methodism;

WHEREAS, in the Western Pennsylvania Conference of the United Methodist Church "(the Conference)", the institutional part of Christian Mission is performed by non-profit corporations organized under the laws of the Commonwealth of Pennsylvania and/or unincorporated associations in cooperation with the Conference ("the Affiliated Organizations");

WHEREAS, it is the desire of the Conference and the Affiliated Organizations: Arbutus Park Manor, United Methodist Services for the Aging, and Wesbury to set forth an

accurate statement of the relationship between the Conference and its members and the Affiliated Organizations;

THEREFORE BE IT RESOLVED, that the Conference and the Arbutus Park Manor set forth this Statement of Relationship and its Covenants as follows:

COVENANTS

1. The background and history of the former Annual Conferences in Western Pennsylvania acknowledge the establishment of three homes, now known as Arbutus Park Manor, United Methodist Services for the Aging, and Wesbury United Methodist Community in the years on or around 1966, 1908, 1926, respectively. All were committed to the belief that the Affiliated Organizations were needed to perform the ministry set forth in their Articles of Incorporation and other Organizational Documents (the “Ministry”). The Ministry is one among the Christian missions of United Methodism and of the Conference. The Conference believes that the Arbutus Park Manor will continue to render important Christian services in the area of the Ministry and will further the achievement of the Christian mission of both United Methodism and the Conference.

2. Although the Conference and Arbutus Park Manor have similar purposes and similar interests, in that all parties desire to carry out the Christian mission of United Methodism, the Conference and Arbutus Park Manor are separate, self-governing, independent entities. The Conference and Arbutus Park Manor hereby express, agree, and acknowledge that neither is owned by the other nor is either the agent of the other.

3. Since the purpose of Arbutus Park Manor and of the Conference is to perform the mission of religious Christian service and to carry out the Christian mission of United Methodism, the parties hereby agree to cooperate as to the following:

THE COVENANT

EXPECTATIONS OF THE CONFERENCE	OF THE	EXPECTATIONS OF THE ARBUTUS PARK MANOR
1. Permit Arbutus Park Manor to use elements of the name of The United Methodist Church and/or the WPAUMC.		1. Abide by rules and regulations established by the General Council on Finance and Administration (GCFA) of The United Methodist Church regarding the use of the name “The United Methodist Church”.
2. Indemnify and hold harmless Arbutus Park Manor from and against any claims, causes of action and costs (including reasonable attorney’s fees) which may arise from any of the Conference operations.		2. Indemnify and hold the Conference harmless from and against any claims, causes of action and costs (including reasonable attorney’s fees) which may arise from any of Arbutus Park Manor operations.
3. The Conference will provide access to the Conference Chancellor for the review of any changes to By-Laws and Articles of Incorporation to insure consistency with <i>The Book of Discipline of The United Methodist Church</i> .		3. Arbutus Park Manor will provide access to the Conference Chancellor for the review of any changes to By-Laws and Articles of Incorporation to insure consistency with <i>The Book of Discipline of The United Methodist Church</i> in Arbutus Park Manor’s Corporate documents.

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<p>4. The Conference will maintain membership and active participation in The United Methodist Association (UMA) of Health and Welfare Ministries.</p>	<p>4. Arbutus Park Manor agrees to explore the feasibility of membership in the United Methodist Association of Health and Welfare Ministries (UMA) and accreditation by the Educational Assessment Guidelines Leading Toward Excellence (EAGLE) Program established by The United Methodist Association (UMA) of Health and Welfare Ministries.</p>
<p>5. The District Superintendent in whose district Arbutus Park Manor is located, would be encouraged to be an active member of Arbutus Park Manor board of directors, and would use this opportunity to interpret, throughout their district and to the other superintendents and the Conference, mission opportunities, service opportunities, auxiliary opportunities, and other opportunities in our continued life together.</p>	<p>5. The District Superintendents in the appropriate districts would be invited to serve as an exofficio member of the Board of Directors of the Affiliated Organization to provide historic perspective as well as to be connectors between the Affiliated Organization and the Conference. The District Superintendent may designate a person to serve in their place on an annual basis.</p>
<p>6. An opportunity for the interchange of information and ideas among persons and institutions performing similar work and for the development of Ministry goals and criteria.</p>	<p>6. An annual report, which is informational, shall be provided to the Conference for publication in the Pre-Conference Reports and the Conference <i>Journal</i>.</p>
<p>7. Possible financial grants and continued distribution from the Golden Cross Offering.</p>	<p>7. An office of pastoral support, with a clear preference in filling this position with qualified and trained United Methodist clergy.</p>
<p>8. Access to Conference membership for promotion of services, solicitation of financial support, and the publicizing of opportunities for ministry with Arbutus Park Manor as permitted in the Conference Rules.</p>	<p>8. Volunteer opportunities, which may include such things as: Mission opportunities, volunteer opportunities in actual site ministries, auxiliary opportunities etc.</p>

4. Solicitations of funds within or through local United Methodist Churches of the Conference are not to be made by Arbutus Park Manor except as heretofore or hereafter approved according to the rules and procedures of the Conference. Other solicitations, such as solicitations of individuals and entities, whether or not church members or church related, are matters between Arbutus Park Manor and the parties solicited and do not require the approval of Conference.

5. This Statement of Relationship shall be subject to review and amendment at such times and in such manner as may be mutually agreed upon by the Conference and Arbutus Park Manor.

6. In the event of the dissolution of Arbutus Park Manor, its assets will be conveyed to the Conference or its successor in interest.

7. If the affiliation between the Conference and Arbutus Park Manor should at any time become unacceptable to either the Conference or to Arbutus Park Manor and they are unable to reach a mutual agreement on a change in the relationship, the Conference or Arbutus Park Manor acting in accordance with this Statement of Relationship may sever the relationship by written notice to the other.

IN WITNESS WHEREOF, the Conference and Arbutus Park Manor have each caused this Statement of Relationship to be executed in its name as of the respective date set forth below.

WESTERN PENNSYLVANIA ANNUAL
CONFERENCE OF THE UNITED
METHODIST CHURCH

Date: _____ By: _____
Its: Title

Arbutus Park Manor

Date: _____ By: _____
Its: Title

Richard W. Wilson, Administrator

RS 703 Arbutus Park Manor By-Laws Amendment
(Adopted 06-11-2011)

Therefore Be It Resolved, that Arbutus Park Manor By-Laws be amended to read:

BY-LAWS
OF
ARBUTUS PARK MANOR
aka ARBUTUS PARK RETIREMENT COMMUNITY

ARTICLE I: NAME

The name of the Corporation is Arbutus Park Manor, also known as Arbutus Park Retirement Community, a registered fictitious name.

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ARTICLE II: MEMBERS

The Corporation shall be a non-membership corporation and the Directors shall be solely responsible for the operation of the Corporation. The Corporation shall be organized on a nonstock basis.

ARTICLE III: PURPOSES

The purpose or purposes of the Corporation shall be to construct, own, manage and operate diverse facilities for residents of all ages in excess of sixty-five (65) years and all conditions, without regard to race, religion, gender, color, or national origin, in the area of Greater Johnstown, Cambria County, Pennsylvania, and such other places as the members of the Corporation may hereafter approve: and, in order to finance the construction, operation and maintenance of such facilities, to solicit and accept gifts, donations and bequests of money and property of all kinds, either as owner or trustee, and to sell annuities upon such terms and at such interest rates as the Board of Directors of the Corporation may from time to time establish. The Corporation also has power to do anything which a corporation can do pursuant to the Pennsylvania Nonprofit Corporation Law of 1988, as amended, provided however, that the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c) of the Internal Revenue Code (or corresponding section of any future Federal tax code) and the pertinent regulations.

ARTICLE IV: REGISTERED OFFICE

The registered office of the corporation shall be at 207 Ottawa Street, Johnstown, Cambria County, Pennsylvania, 15904.

ARTICLE V: MEETINGS OF DIRECTORS

SECTION 1: The annual meeting of the Board of Directors of the Corporation shall be held in June. Written notice of the time and place of the annual meeting shall be given to all directors not less than ten (10) days prior to such meeting.

SECTION 2: A special meeting of the Board of Directors may be called at any time

- A. by the President or any other officer of the Board in his or her absence, or
- B. upon written request of the majority of the members of the Executive Committee, or
- C. by the Secretary of the Board of Directors upon his/her receipt of a written request of five (5) Board members.

In the call of a special meeting, the business to be transacted shall be stated and written notice of such meeting shall be directed to the members of the Board or to such committee as the members of the Board shall have delegated authority to act on the members' behalf, not less than ten (10) days prior to such meeting.

ARTICLE VI: BOARD OF DIRECTORS

SECTION 1: The Board of Directors shall consist of eighteen (18) regular Board members, divided into three-year terms, or "classes," of six (6) members per class. A new member may be appointed to a 1, 2, or 3-year term, depending upon membership

vacancy. A regular Board member may serve a maximum of three (3) full and/or partial terms, or nine (9) years of continuous service. These members are nominated by the Nominating Committee of the Board of Directors prior to the annual meeting of the Board and are elected by majority vote of the members of the Board at the annual meeting.

SECTION 2: A maximum of six (6) associate Board members may serve at any one time. Associate Board members serve one (1) year terms with full voting rights. Of these six, three (3) associate Board members are selected by, and serve as representatives of, the Doerr Foundation on an annual basis and serve as regular members of the Board.

SECTION 3: Up to three (3) of the remaining associate Board members may be appointed to serve as regular members with continuing one-year terms. These Directors are reappointed and confirmed annually.

SECTION 4: The Superintendent of the District of the Western Pennsylvania Annual Conference within whose boundaries the facility of the Corporation is located shall be a member ex officio of the Board with the right to vote. The District Superintendent may designate a person to serve in their place on an annual basis.

SECTION 5: A meeting of the Board of Directors for the purpose of electing officers shall be held annually on the fourth Monday of June at an hour and place to be fixed by the Board. At this meeting, the Board of Directors shall elect a President, a Vice President, a Secretary, and a Treasurer, each to serve until their successors have been duly elected and qualified. The Board may also elect such Assistant Secretaries and Assistant Treasurers as it may deem necessary for the proper conduct of the business of the Corporation.

SECTION 6: Regular meetings of the Board of Directors shall be held at least quarterly at such time and place as the Board shall establish.

SECTION 7: Ten (10) Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

SECTION 8: The officers of the Corporation shall be a President, a Vice President, a Secretary, and if deemed necessary, one or more Assistant Secretaries, a Treasurer, and if deemed necessary, one or more Assistant Treasurers. These officers are ex officio with vote. The officers of the Corporation shall be elected by the Board of Directors at its annual meeting and shall hold office for one year or until their successors are elected and qualified.

SECTION 9: At least ten (10) days written notice shall be given by United States mail to all Directors of all regular and special meetings. In the case of special meetings, the notice shall likewise state the business to come before the meeting.

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SECTION 10: In the event the office of an officer or member of the Board of Directors shall become vacant, the remaining members of the Board of Directors shall fill, as soon as possible, such a vacancy for the unexpired term of the vacated office.

SECTION 11: The Board of Directors shall prepare or cause to be prepared an annual report covering all phases of the Corporation and shall furnish copies thereof to the Western Pennsylvania Annual Conference of the United Methodist Church or its designated Committee.

SECTION 12: The Board of Directors shall manage the property and business of the Corporation and, in addition to the general powers expressly given to it by the law, the terms of the Charter, and elsewhere in these By-Laws, the following powers are expressly conferred upon it:

- A: To purchase or otherwise acquire for and in the name of the Corporation any property, real or personal, necessary or convenient to accomplish a purpose of the Corporation at such price and for such consideration and upon such terms as all the Board deems expedient;
- B: To elect or appoint, remove, or suspend all agents and servants and determine their duties and fix their salaries;
- C: To confer by resolution upon any officer and agent of the corporation the power of permanently removing or suspending any subordinate officer;
- D: To determine who shall be authorized, on behalf of the corporation, to sign bills, notices, receipts, acceptances, endorsements, checks, contracts and any other instruments;
- E: To delegate any power of the Board to any standing committee, special committee, and to any officer or agent of the corporation; and generally;
- F: To do all lawful acts and things or specifically prohibited by law, the Charter of the Corporation, and these By-Laws.

SECTION 13: Any member of the Board of Directors may voluntarily resign at any time. Any member of the Board may be removed as a Director by a majority of the voting quorum of that Board. Removal may occur in cases of conflict of interest, non-performance of duties, poor attendance, or for any other reason that the Board finds detrimental to the best interests of the Corporation.

SECTION 14: Vacancies in the "classes" of the Board of Directors caused by any reason shall be filled by a vote of the majority of the remaining Board members. The person so elected shall be a regular Board member and his or her term of office, for tenure purposes, will be recorded by the Board, at its annual meeting, as beginning at the date of his/her election.

ARTICLE VII: COMMITTEE QUORUM AND MAJORITY VOTE

SECTION 1: For the purpose of transacting any business assigned to it, a committee quorum shall be at least 50% of its members.

SECTION 2: All matters brought before a committee shall be deemed to have been passed or adopted by the same upon a majority vote of its members present or by telephone, but a minority of any committee may, if it desires, submit a minority report to the Board of Directors.

ARTICLE VIII: STANDING COMMITTEES

The Board of Directors shall each year at its annual meeting elect the members of the following standing committees: Admissions, Buildings and Grounds, Development, Executive, Finance and Investment, Home, Nominations, Personnel, and such other committees as the board may from time to time deem necessary, the chairperson of each to be appointed by the Board President in consultation with the Administrator. The members of standing committees so elected shall hold office until the next annual meeting following their election.

SECTION 1: STANDING COMMITTEE--ADMISSIONS

A: The Admissions Committee shall be composed of a minimum of six (6) members, all of whom shall be members of the Board of Directors.

B: The Admissions Committee shall investigate all applications for admission to Arbutus Park Manor and report all material facts relative thereto to the Board of Directors or as instructed by the Board to the Executive Committee. If the report is accompanied by recommendations for admission, it shall be approved by a majority of the Committee and shall require a vote of more than 50% of the members of the Board of Directors in attendance at any regular meeting of the Board or of the Executive Committee for approval.

C: The Admissions Committee shall keep, or cause to be kept, a register of all the names of the applicants, their ages, places of birth and residence, their nearest relative, the date of application and, if the applicant is admitted, the time and terms of admission and such other facts as the Board of Directors may from time to time direct as well as such other pertinent information as shall become known to the Committee and deemed to be relevant.

SECTION 2: STANDING COMMITTEE--BUILDING AND GROUNDS

A: The Building and Grounds Committee shall consist of a minimum of seven (7) members, all of whom shall be members of the Board of Directors.

B: The Building and Grounds Committee shall have oversight of the property of the Corporation and shall inquire into the condition of the physical plant at regular intervals and shall report their findings to the Board of Directors. All plans for alterations, repairs, additions, and improvements formulated by the

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committee shall be ratified by the Board of Directors before contracts are let and the work begun; however, in case of emergency, the Executive Committee may authorize the Building and Grounds Committee to proceed with needed repairs in intervals between the meetings of the Board of Directors.

SECTION 3: STANDING COMMITTEE—DEVELOPMENT

The Development Committee will not have a set number of members and will consist of Board members and individuals associated with Arbutus Park Manor. This committee will work with the Administrator of the facility and the Director of Development on all matters of fund development, grant writing, and securing foundation, corporate, government, and other financial support.

SECTION 4: STANDING COMMITTEE--EXECUTIVE

A: The Executive Committee shall consist of ten (10) members and these members shall be the President, Vice President, and the Chairpersons of the Standing Committees.

B: The President of the Board of Directors, by virtue of his or her office, shall be Chairperson of the Executive Committee. This Committee shall meet as often as required upon call of the President or the Administrator of Arbutus Park Manor.

C: The Executive Committee shall see that all rules and regulations adopted by the Board of Directors are faithfully carried out by the Administrator of Arbutus Park Manor and others.

D: The Executive Committee shall have the power to pass upon all matters of routine business previously provided for in the legislation of the Board of Directors and to order payment of all monthly bills after their approval by the officer or officers designated by the Board of Directors. The Executive Committee shall not, however, have the power to initiate policies or to adopt new rules and regulations or to discharge and employ administrative personnel, except in the case of pressing emergencies, in which case a full report of its action shall be made promptly to the next meeting of the Board of Directors.

E: In cases of emergency, the Executive Committee may be called into session by either the Administrator of the facility or by a Chairperson of any of the standing committees. If the Executive Committee is convinced that an emergency exists, it shall take such action as may be immediately necessary and report it in detail at the next meeting of the Board of Directors for ratification and approval or it may call a special meeting of the Board of Directors for the purpose of hearing its report and taking appropriate action.

SECTION 5: STANDING COMMITTEE--FINANCE AND INVESTMENT

A: The members of the Finance and Investment Committee shall be limited to a minimum of seven (7), of whom one shall be the Treasurer and the remaining shall be members of the Board of Directors.

B: This Committee shall have full power and authority to make sales, transfers or assignments of any investments on behalf of the Corporation. The President, Vice President, Secretary or Assistant Secretary, and Treasurer or Assistant Treasurer of the Corporation are authorized to sign and execute any such transfers or assignments of investments or any other writings which may be necessary to carry into effect such sale, transfer or assignment from time to time. This Committee shall make a full and complete report to the Board of Directors of all sales, assignments, or transfers of said investments, and shall make such reports to the Executive Committee from time to time as shall be requested by that Committee through its Chairperson.

C: This Committee shall recommend to the Board of Directors an accountant or firm of accountants to be employed by it to audit the books of the Treasurer of the Corporation at the close of each fiscal year and all other accounts involving the property of the Corporation and the guests in its facilities. Reports of these audits shall be made to the Board of Directors at its first annual meeting following the end of the Corporation's fiscal year.

SECTION 6: STANDING COMMITTEE—HOME

A: The Home Committee shall consist of a minimum of five (5) members, all of whom shall be members of the Board of Directors.

B: The Home Committee shall visit the facilities maintained by the Corporation at regular intervals to visit the sick, render counsel, and aid in all cases of special need and to receive complaints.

C: The Home Committee shall counsel with the Administrator in charge of the facilities for residents at frequent intervals concerning their administration, and shall present a report of their findings to the Board of Directors and the Executive Committee.

SECTION 7: STANDING COMMITTEE—NOMINATIONS

The Nominations Committee will consist of a minimum of six (6) members, all of whom shall be members of the Board of Directors. This Committee shall meet on an as-needed basis for the purpose of addressing vacancies on the Board of Directors. In addition, it will review the resumes of and interview prospective candidates for regular Board membership. It will then present to the Board its recommendations for acceptance or rejection of the candidate's request for membership, specifying the rationale of the recommendation in each case. These nominations must be approved by the Arbutus Park Manor Board of Directors.

SECTION 8: STANDING COMMITTEE—PERSONNEL

The Personnel Committee will consist of a minimum of six (6) members, all of whom shall be members of the Board of Directors. This committee will work in

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conjunction with the Administrator of the facility and the Chairperson of the Board, to address personnel needs as they occur.

ARTICLE IX: TERMS OF ADMISSION OF RESIDENTS

The Board of Directors shall, from time to time, make such rules and regulations as may be necessary governing all matters pertaining to admission of residents to its facilities.

ARTICLE X: AMENDMENTS

These By-Laws may be amended by a two-thirds vote of the members present at any regular or special meeting of the Board of Directors provided that the proposed amendment or amendments shall have been presented in writing to the Board of Directors at least two (2) weeks prior to its meeting, and that attention is called in the notices of the meeting that a vote will be taken upon the proposed amendment or amendments.

ARTICLE XI: INDEMNIFICATION

Any director or officer of the Corporation who is a party or threatened to be made a party to any contemplated, pending, or completing action, suit or proceeding whether civil, criminal, administrative, or investigative, in any way arising out of service to the Corporation shall, upon approval of the Board of Directors, be indemnified to the fullest extent, now or hereafter permitted by law, against any and all expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with any such action, suit or proceeding provided only that it be determined by the members of the Board of Directors that he or she acted in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not of itself create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful. The provisions of this Article shall be applicable to actions or proceedings commenced after the adoption hereof, whether arising from acts or omissions occurring, before or after the adoption hereof, and to persons who have ceased to be directors or officers and shall inure to the benefit of their heirs, executors, and administrators. Such indemnification shall be in addition to, but not duplicate, any other rights to which those indemnified may be entitled under any law, agreement, contract of insurance, vote of members, or otherwise.

ARTICLE XII: DISSOLUTION

If for any reason the Arbutus Park Manor Corporation shall be abandoned, discontinued, or cease to exist as a legal entity, all property, both real and personal, shall be vested and be the property of The Western Pennsylvania Annual Conference of the United Methodist Church, pursuant to The Book of Discipline, or to a related organization qualified under §501 (c) (3) of the Internal Revenue Code.

ARTICLE XIII: DISSEMINATION OF BY-LAWS

The By-Laws and any subsequent amendments to these by-laws shall be disseminated to all members of the Board of Directors, be available on-line or at the office of Arbutus Park Manor, and available to any who may request copies.

Revision approved by The Western Pennsylvania Annual Conference June 11, 2011.

Richard W. Wilson, Administrator

RS 704 United Methodist Services of the Aging Statement of Relationship

(Adopted 06-11-2011)

WHEREAS, due to the growth in size and scale of Asbury; the increasing complexity of the statutes and regulations governing the operation of integrated long term care facilities; the concern that a financial problem at United Methodist Services for the Aging (“UMSA”) could have a negative impact on its Member, The Western Pennsylvania Annual Conference of The United Methodist Church (the “Conference”); and, the desire expressed by leaders of The United Methodist Church that the Church concentrate its efforts in other areas; it has become apparent that the Conference should no longer be designated as the sole Member of UMSA; and

WHEREAS, the Conference and UMSA nevertheless desire to continue a close relationship with each other to achieve their mutual goals; and

WHEREAS, the members of the Corporations Committee of the Conference and the staff of UMSA, Arbutus Park Manor and Wesbury United Methodist Community (the “Homes”) have been working on a proposal to be made to the Conference to change the relationship between the Conference and the Homes, which proposal includes a Statement of Relationship and certain necessary changes to the governing documents of each of the Homes to remove the Conference as the sole Member of each Home; and

WHEREAS, the staff of UMSA recommends that UMSA support the proposed change in relationship and the removal of the Conference as the sole Member of UMSA, and further recommends that UMSA submit the proposed changes to the Annual Conference to be held in June 2011 for the consideration and vote of the Conference members; it is

THEREFORE BE IT RESOLVED, that the Board hereby adopts the Statement of Relationship attached hereto and authorizes the staff of UMSA to submit the Statement of Relationship, the proposed changes to the governing documents of UMSA, and the proposal to remove the Conference as the sole Member of UMSA, to the Conference at its meeting in June 2011. John Zanardelli and the staff of UMSA are hereby authorized to take any action and to execute any documents necessary to present these proposals to the Conference and to seek its approval of these changes.

STATEMENT OF RELATIONSHIP

THIS STATEMENT OF RELATIONSHIP is made and entered into as of the 11th day of June 2011 by and between The Western Pennsylvania Annual Conference of The United Methodist Church (the “Conference”) and United Methodist Services for the Aging (“UMSA”).

PRELIMINARY STATEMENT

WHEREAS, the members of The United Methodist church give high priority to the Christian Mission of United Methodism, both at home and in other lands;

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WHEREAS, local churches, conferences and institutional ministries carry out the Christian Mission of United Methodism;

WHEREAS, in the Conference, the institutional part of Christian Mission is performed by non-profit corporations organized under the laws of the Commonwealth of Pennsylvania and/or unincorporated associations in cooperation with the Conference ("the Affiliated Organizations");

WHEREAS, it is the desire of the Conference and the Affiliated Organizations (Arbutus Park, UMSA and Wesbury United Methodist Community) to set forth an accurate statement of the relationship between the Conference and its members and the Affiliated Organizations;

THEREFORE BE IT RESOLVED, that the Conference and UMSA set forth this Statement of Relationship and its Covenants as follows:

COVENANTS

1. The background and history of the former Annual Conferences in Western Pennsylvania acknowledge the establishment of three homes, now known as Arbutus Park Retirement Community, UMSA and Wesbury United Methodist Community in the years on or around 1966, 1926, 1908 respectively. All were committed to the belief that the Affiliated Organizations were needed to perform the ministry set forth in their Articles of Incorporation and other Organizational Documents (the "Ministry"). The Ministry is one among the Christian missions of United Methodism and of the Conference. The Conference believes that UMSA will continue to render important Christian services in the area of the Ministry and will further the achievement of the Christian mission of both United Methodism and the Conference.

2. Although the Conference and UMSA have similar purposes and similar interests, in that all parties desire to carry out the Christian mission of United Methodism; the Conference and UMSA are separate, self-governing, independent associations. The Conference and UMSA hereby express, agree, and acknowledge that neither is owned by the other nor is either the agent of the other.

3. Since the purpose of UMSA and of the Conference is to perform the mission of religious Christian service and to carry out the Christian mission of United Methodism, the parties hereby agree to cooperate as to the following:

THE COVENANT

EXPECTATIONS OF THE CONFERENCE	EXPECTATIONS OF UMSA
1. Permit UMSA to use elements of the name of The United Methodist Church and/or the Conference.	1. Abide by rules and regulations established by the General Council on Finance and Administration (GCFA) of The United Methodist Church regarding the use of the name "The United Methodist Church".
2. Indemnify and hold harmless UMSA from and against any claims, causes of action and costs (including reasonable attorney's fees) which may arise from any of the Conference operations.	2. Indemnify and hold the Conference harmless from and against any claims, causes of action and costs (including reasonable attorney's fees) which may arise from any UMSA operations.

<p>3. The Conference will provide access to the Conference Chancellor for the review of any changes to By-Laws and Articles of Incorporation to insure consistency with <i>The Book of Discipline of The United Methodist Church</i>.</p>	<p>3. UMSA will provide access to the Conference Chancellor for the review of any changes to By-Laws and Articles of Incorporation to insure consistency with <i>The Book of Discipline of The United Methodist Church</i> in UMSA's corporate documents.</p>
<p>4. The Conference will maintain membership and active participation in The United Methodist Association (UMA) of Health and Welfare Ministries.</p>	<p>4. UMSA agrees to explore the feasibility of membership in the United Methodist Association of Health and Welfare Ministries (UMA) and accreditation by the Educational Assessment Guidelines Leading Toward Excellence (EAGLE) Program established by The United Methodist Association (UMA) of Health and Welfare Ministries.</p>
<p>5. The District Superintendent in whose district UMSA is located, would be encouraged to be an ex officio member of the board of directors of UMSA, and would use this opportunity to interpret, throughout their district and to the other superintendents and the Conference, mission opportunities, service opportunities, auxiliary opportunities, and other opportunities in our continued life together.</p>	<p>5. The District Superintendent in the district in which UMSA is located would be invited to serve ex officio on the Board of Directors of UMSA to provide historic perspective as well as to be a connector between UMSA and the Conference. The District Superintendent may assign a designee to represent him/her on an annual basis.</p>
<p>6. An opportunity for the interchange of information and ideas among persons and institutions performing similar work and for the development of Ministry goals and criteria.</p>	<p>6. An annual report, which is informational ,shall be provided to the Conference for publication in the Pre-Conference Reports and the Conference <i>Journal</i>.</p>
<p>7. Possible financial grants and continued distribution from the Golden Cross Offering.</p>	<p>7. An office of pastoral support, with a clear preference in filling this position with qualified and trained United Methodist clergy.</p>
<p>8. Access to Conference membership for promotion of services, solicitation of financial support, and the publicizing of opportunities for ministry with Affiliated Organizations as permitted in the Conference Rules.</p>	<p>8. Volunteer opportunities, which may include such things as: Mission opportunities, volunteer opportunities in actual site ministries, auxiliary opportunities etc.</p>

4. Solicitations of funds within or through local United Methodist Churches of the Conference are not to be made by UMSA except as heretofore or hereafter approved according to the rules and procedures of the Conference. Other solicitations, such as

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solicitations of individuals and entities, whether or not church members or church related, are matters between UMSA and the parties solicited and do not require the approval of Conference.

5. This Statement of Relationship shall be subject to review and amendment at such times and in such manner as may be mutually agreed upon by the Conference and UMSA.

6. In the event of the dissolution of UMSA, its assets will be conveyed to the Conference or its successor in interest.

7. If the affiliation between the Conference and UMSA should at any time become unacceptable to either the Conference or to UMSA and they are unable to reach a mutual agreement on a change in the relationship, the Conference or UMSA acting in accordance with this Statement of Relationship may sever the relationship by written notice to the other.

IN WITNESS WHEREOF, the Conference and UMSA have each caused this Statement of Relationship to be executed in its name as of the respective date set forth below.

**WESTERN PENNSYLVANIA ANNUAL
CONFERENCE OF THE UNITED
METHODIST CHURCH**

Date: _____ By: _____
Its: Title

United Methodist Services for the Aging

Date _____ By: _____
Its: Title

John Zanardelli, President

RS 705 United Methodist Services for the Aging By-Laws Amendment
(Adopted 06-11-2011)

Therefore Be It Resolved, that United Methodist Services for the Aging By-Laws be amended to read:

UNITED METHODIST SERVICES FOR THE AGING
BYLAWS

ARTICLE I
CORPORATION

1.01 **Name**. The name of the Corporation is United Methodist Services for the Aging.

1.02 **Purposes.** United Methodist Services for the Aging exists to establish, maintain and operate facilities and other services specially designed for the aging. It acts individually and through subsidiary corporations. Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Further, this Corporation is organized and all times shall operate exclusively, for the benefit of, to perform the functions of, or to carry out or support the purposes of Asbury Health Center, Asbury Villas, Asbury Place, Wesley Hills and Asbury Foundation which are tax-exempt, charitable organizations within the meaning of the Internal Revenue Code, or any other publicly supported organization or supporting organization which may become a subsidiary or controlled corporation of this corporation, or one of its supported organizations. More specifically, the purposes of this Corporation shall be as follows:

- (a) To support exempt programs and activities undertaken by the above-named corporations, including the public solicitation and payment of funds for said purposes and corporations.
- (b) To promote the general health and welfare of the public, particularly in services for the elderly, the disabled, or those in need of protective or supportive services consistent with the programs of the above-named corporations and for those person who are eligible for the services of the above-named corporations.
- (c) To carry on activities in furtherance of the purposes and programs of the above-named corporations.
- (d) This corporation shall not be empowered to pay any of its income or to perform any service for any organization not within the purposes stated above.
- (e) This Corporation also has power to do anything which a corporation can do pursuant to the Pennsylvania Nonprofit Corporation Law of 1988, as amended, provided however, that the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c) of the Internal Revenue Code (or corresponding section of any future Federal tax code) and the pertinent regulations.

ARTICLE II MEMBERSHIP

2.01 **Members.** The Corporation shall be a non-membership corporation and the Directors shall be solely responsible for the operation of the Corporation. The Corporation shall be organized on a nonstock basis.

ARTICLE III
BOARD OF DIRECTORS

3.01 **Powers.** The Board of Directors shall have charge and control of the Corporation's business affairs, funds and property and shall have the power to perform all acts and functions not inconsistent with these bylaws, the articles of incorporation or the law.

3.02 **Composition and Election.** The Board of Directors shall consist of up to fifteen (15) persons as determined from time to time by the Board of Directors of the Corporation. The Chairperson of the Board or President/CEO of the Corporation shall submit nominations for all vacancies in the Board of Directors of the Corporation. Any director may make one or more additional nominations from the floor. The directors shall then elect directors to fill such of the vacancies as the directors choose. Directors shall be divided into three classes, one class being elected each year at the Board of Directors meeting prior to the annual meeting of the Board of Directors to serve for a three-year term. A person shall be eligible for reelection as a director for two terms (A maximum total of nine consecutive years before rotating off the Board for at least one year). It is suggested but not required that some of the members of the Board of Directors be members of The United Methodist Church.

3.02.01 **Ex Officio Directors.** The District Superintendent of the Western Pennsylvania Conference of The United Methodist Church, assigned to the area that includes the principal office of the Corporation, shall be an ex officio member of the Board of Directors without vote. The Board of Directors may appoint other ex officio directors at any regular or special meeting of the Board. Ex officio directors shall act in an advisory capacity without voting privileges.

3.02.02 **Emeriti Directors.** The Board of Directors may elect as an emeritus director any person who has made significant contributions in furtherance of the mission of UMSA and who has served as a director. An emeritus director shall not have voting privileges.

3.02.03 **Other Corporations.** The Board of Directors may create corporations.

3.02.04 The Board of Directors or the Executive Committee of the Corporation shall approve all contracts for construction before they are executed. The President/CEO of the Corporation shall submit each construction contract to legal counsel of the Corporation in sufficient time before the meeting at which the contract is to be considered in order to permit legal counsel to analyze the contract and to submit written comments on it to the appropriate directors at least one day before the meeting.

3.03 **Vacancies.** The Board of Directors may elect a person to fill a vacancy in the number of elected directors to complete the three-year term of any director who has resigned, been removed or died.

3.04 **Regular Meetings.** The Board of Directors shall hold their regular meetings at such time and place as the Board or the Chairperson of the Board may determine. The Secretary shall mail written notice of the time and place of each regular meeting to each director not less than ten (10) days prior to the meeting.

3.05 **Special Meetings.** The Chairperson, the President/CEO or not less than three directors may call a special meeting of the Board of Directors by delivering to the Secretary a written request stating the time, place and purpose of the meeting. The Secretary shall thereupon send written notice to each director of the time, place and

purpose of the meeting not less than ten (10) days prior to the date of the meeting. No business other than that stated in the notice shall be transacted at the meeting.

3.06 **Quorum.** The directors present at a regular meeting of the Board of Directors shall constitute a quorum. Not less than a majority of the directors then in office shall constitute a quorum at a special meeting of the Board of Directors.

3.07 **Voting.** Each director shall have one vote, which must be cast in person or in accordance with Section 3.08 of these bylaws.

3.08 **Use of Conference Telephone and Similar Equipment.** One or more persons may participate in a meeting of the Board of Directors by means of conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at the meeting.

3.09 **Compensation.** The Corporation shall not compensate a director for service as a director, but may compensate a director for service in another capacity and may reimburse a director for expenses reasonably incurred on its behalf, whether as a director or otherwise.

3.10 **Presumption of Assent.** The Secretary shall make minutes of each meeting of the Board available to each director at or before the next succeeding regular meeting. Every director shall be presumed to have assented to such minutes unless the director objects to the Secretary within five days after such next succeeding regular meeting.

3.11 **Resignations.** Any director may resign by submitting to the Chairperson of the Board, President/CEO or the Secretary a written resignation, which, unless otherwise specified therein, need not be accepted to make it effective and shall be effective immediately upon its receipt by such individual(s).

3.12 **Removal of Directors.** At a special meeting called for this purpose the directors may remove any individual director from office at any time without assigning any cause.

3.13 **Committees.** From time to time the Board of Directors may appoint standing or temporary committees from members of the Board of Directors and other persons and may from time to time invest committees with such powers, consistent with these bylaws and subject to such conditions, as it may see fit. A majority of the full Board may appoint an Executive Committee which shall have all the powers and exercise all the authority of the Board in the management of the business of the Corporation except as specially limited by the Board. All committees so appointed shall keep such record of the transactions of their meetings as the Board shall direct. Any action taken by any committee shall be subject to alteration or revocation by the Board of Directors; provided, however, that such alteration or revocation shall not prejudice third parties.

3.14 **Conflict of Interest.** Each member of the Board of Directors shall disclose any duality of interest or possible conflict of interest to the other directors and make it a matter of record through an annual procedure and also when the interest becomes a matter of Board or Executive Committee consideration or action. Any director having a duality of interest or possible conflict of interest on any matter shall not vote or use personal influence on the matter and shall not be counted in determining the quorum for the meeting even when permitted by law.

3.15 **Immunity.** Each present or future director of the Corporation shall not be personally liable for monetary damages for any action taken, or any failure to take action, unless:

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- (a) the director has breached or failed to perform the duties of the office in a manner meeting the applicable standards of the law; and
- (b) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

The immunity provided by this section shall not apply to liability of the director pursuant to a criminal statute or for the director's failure to pay taxes pursuant to Federal, State or local law.

The immunity and other rights and privileges set forth in this section shall grant the maximum protection allowed by the laws of the Commonwealth of Pennsylvania and shall in no way be in restriction or limitation of any other right, privilege or immunity granted by the laws of the Commonwealth of Pennsylvania.

ARTICLE IV OFFICERS

4.01 **Officers.** The officers of the Corporation shall be the Chairperson, one or more Vice Chairpersons as may be determined by the Board of Directors, the Secretary and the Treasurer, all of whom shall be elected from the Board of Directors at its initial meeting subsequent to the annual meeting and may be removed at any time by the Board of Directors, and a President/CEO who shall be an employee of the Corporation and shall be hired directly by the Board of Directors. Any two or more offices may be held by the same person. Each officer, except the Chairperson, shall hold office until the next annual meeting of the Board of Directors and thereafter until a successor is duly elected and qualifies, or until such officer's death, resignation or removal. The Chairperson shall hold office for two years and thereafter until a successor is duly elected and qualifies, or until the Chairperson's death, resignation or removal. A Chairperson so elected whose term of office would extend beyond the end of such directors' normal three year term on the Board or beyond the end of the maximum nine year term for directors, shall remain on the Board nevertheless until the end of the term of office as Chairperson. The number of directors that would otherwise be on the Board will not be reduced by such holding over. A Chairperson may not serve as Chairperson for more than two terms in succession.

4.02 **Additional and Assistant Officers, Agents, Employees and Independent Contractors.** The Board of Directors from time to time may appoint one or more other officers, assistant officers, agents, employees and independent contractors as the Board deems advisable, and the Board of Directors will prescribe their duties, conditions of employment and compensation. The Board of Directors may remove any of its officers or employees at any time with or without cause.

4.03 **Chairperson.** The Chairperson will have all powers and duties as from time to time may be prescribed by the Board of Directors. The Chairperson will have the power to execute deeds, bonds, mortgages, other contracts, agreements and instruments of the Corporation.

4.04 **Vice Chairperson.** Except as otherwise ordered by the Board, the Vice Chairperson, if any, will have and exercise such powers and duties as from time to time may be conferred upon them by the Board of Directors or by the Chairperson. At the

request of the Chairperson or in the Chairperson's absence or disability, any Vice Chairperson will have and exercise the duties of the Chairperson.

4.05 **Secretary.** The Secretary shall record, or cause to be recorded, the respective minutes of the meetings of the Corporation and the Board of Directors. The Secretary shall give, or cause to be given, notice of all meetings of the Corporation and the Board of Directors; shall file and preserve, or cause to be filed and preserved, records and papers pertaining to the Corporation, the Board of Directors and any Board committees; shall keep in safe custody the corporate seal, and, when authorized by the Board, shall affix the same to any instrument requiring it; and shall perform such other duties as may be required by the Board of Directors or the Chairperson. The Secretary by virtue of such office shall be an Assistant Treasurer.

4.06 **Treasurer.** The Treasurer shall supervise and be responsible for the safekeeping of the funds and securities of the Corporation; shall render or cause to be rendered an account of all financial transactions and other property of the Corporation when called upon by the Board or the members; and shall submit to the annual meeting of the Corporation audited financial statements for the preceding fiscal year. The Treasurer by virtue of such office shall be an Assistant Secretary.

4.07 **President/CEO.** The President/CEO shall direct and manage the Corporation subject to policies established by the Board of Directors. The President/CEO shall be hired directly by the Board of Directors and may be terminated by the Board but without prejudice to the contract rights, if any, of such President/CEO. The President/CEO shall be an ex-officio member of the Board of Directors with the power to vote; shall supervise all other employees of the Corporation; shall have power to employ and terminate, with the exception of persons hired directly by the Board of Directors, the employment of agents, independent contractors and employees of the Corporation but without prejudice to the contract rights, if any, of the person so terminated; shall, unless otherwise directed by the presiding officer, attend all meetings of the Board of Directors, the Executive Committee and other committees; shall serve as the representative of United Methodist Services for the Aging to the community; may execute deeds, bonds, mortgages, other contracts, agreements and instruments of the Corporation; and shall perform such other duties as the Board, its officers or committees may assign.

ARTICLE V INDEMNIFICATION

5.01 **Indemnification.**

(a) The Corporation shall reimburse or indemnify each director, officer and employee of the Corporation and of any other corporation which such person served at the request of the Corporation for or against all liabilities imposed upon such person and expenses reasonably incurred by such person in connection with or resulting from any claim, action, suit or proceeding, whether brought by or in the name of this Corporation or such other corporation or otherwise, civil, criminal, administrative or investigative (hereinafter called "action"), in which such person may become involved as a party or otherwise by reason of such person being or having been such director, officer or employee or by reason of any action taken or not taken in such capacity, whether or not such person continues to be such at the time such liabilities or expenses are incurred and

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whether or not such action or omission to act occurred before or after the adoption of this bylaw, provided that:

- (i) in respect to any action by or in the right of the Corporation or such other corporation such person was not grossly negligent or guilty of misconduct to the Corporation or such other corporation; and
- (ii) in respect to any action which is not by or in the right of the Corporation or such other corporation, such person acted in good faith.

(b) As used in this bylaw the term "liabilities and expenses" shall include but not be limited to counsel fees and expenses and disbursements and amounts of judgments, fines or penalties against, and amounts paid in settlement by, a director, officer or employee, but shall not include amounts paid to this Corporation itself or to such other corporation unless approved by a court.

(c) Where such person has been wholly successful on the merits in such action or where indemnification of such person has been awarded by a court, such person shall be entitled to indemnification as of right; otherwise, the Corporation shall reimburse or indemnify such person only if it shall be determined that such person has met the standards set forth in paragraph (a), either:

- (i) by the members; or
- (ii) by the Board of Directors, acting by a quorum consisting of two or more directors of the Corporation other than those involved in the action; or
- (iii) if there are not at least two directors then in office other than those involved in the action, by arbitration in accordance with the rules of the American Arbitration Association then in effect.

(d) Expenses incurred with respect to any action may be advanced by the Corporation prior to the final disposition thereof, upon receipt of an undertaking by such person to repay any amounts for which it shall ultimately be determined that such person is not entitled to indemnification.

(e) The foregoing right of reimbursement or indemnification shall not be exclusive of other rights to which any such person may otherwise be entitled and, in the event of the death of such person, shall extend to the legal representatives of such person.

ARTICLE VI

GENERAL PROVISIONS

6.01 **Offices.** The principal office of the Corporation shall be at 700 Bower Hill Road, Mt. Lebanon, Allegheny County, Pennsylvania. The Corporation may also have offices at such other places within or without the Commonwealth of Pennsylvania as the business of the Corporation may require.

6.02 **Corporate Seal.** The Board of Directors shall prescribe the form of a suitable corporate seal, which shall contain the full name of the Corporation and the year and state of incorporation.

6.03 **Fiscal Year.** The fiscal year of the Corporation will end on such day as the Board of Directors shall fix by resolution or, if not so fixed, will end on December 31.

6.04 **Admission.** Admission to the Corporation's facilities shall be without restriction as to race, color, creed, sex or national origin.

ARTICLE VII

DISTRIBUTION ON DISSOLUTION

7.01 **Distribution on Dissolution.** In the event of the dissolution, winding up or other liquidation of this Corporation, the Directors, after paying or making provision for the payment of all of the liabilities of the Corporation, shall dispose of all of the assets of the Corporation to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. The Corporation shall distribute its assets in the following order to such of the entities as qualify as exempt organizations:

First: The Western Pennsylvania Annual Conference of The United Methodist Church

Second: Such charitable, educational, religious or scientific organizations which qualify under this paragraph and whose purposes approximate the purposes of this Corporation

Third: The Pittsburgh Foundation

Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the County in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

AMENDMENTS

8.01 **Amendments.** Except as otherwise specified in the articles or these bylaws, these bylaws may be altered, amended and repealed and new bylaws may be adopted upon receiving a majority vote of the directors present and voting at any regular or special meeting of the Corporation. In each case, notice of the specific section proposed to be changed must be in writing and must accompany the notice of the meeting not less than ten (10) days prior to such meeting.

John Zanardelli, President

RS 706 Wesbury United Methodist Community Statement of Relationship

(Adopted 06-11-2011)

STATEMENT OF RELATIONSHIP

THIS STATEMENT OF RELATIONSHIP is made and entered into as of the 11th day of June 2011 by and between The Western Pennsylvania Annual Conference of The United Methodist Church (the “Conference”) and Wesbury United Methodist Community (“Wesbury”).

PRELIMINARY STATEMENT

WHEREAS, the members of The United Methodist Church give high priority to the Christian Mission of United Methodism, both at home and in other lands;

WHEREAS, local churches, conferences and institutional ministries carry out the Christian Mission of United Methodism;

WHEREAS, in the Conference, the institutional part of Christian Mission is performed by non-profit corporations organized under the laws of the Commonwealth of Pennsylvania and/or unincorporated associations in cooperation with the Conference (“the Affiliated Organizations”);

WHEREAS, it is the desire of the Conference and the Affiliated Organizations (Arbutus Park, UMSA and Wesbury United Methodist Community) to set forth an accurate statement of the relationship between the Conference and its members and the Affiliated Organizations;

THEREFORE BE IT RESOLVED, that the Conference and Wesbury set forth this Statement of Relationship and its Covenants as follows:

COVENANTS

1. The background and history of the former Annual Conferences in Western Pennsylvania acknowledge the establishment of three homes, now known as Arbutus Park Retirement Community, UMSA and Wesbury United Methodist Community in the years on or around 1966, 1926, 1908 respectively. All were committed to the belief that the Affiliated Organizations were needed to perform the ministry set forth in their Articles of Incorporation and other Organizational Documents (the “Ministry”). The Ministry is one among the Christian missions of United Methodism and of the Conference. The Conference believes that Wesbury will continue to render important Christian services in the area of the Ministry and will further the achievement of the Christian mission of both United Methodism and the Conference.

2. Although the Conference and Wesbury have similar purposes and similar interests, in that all parties desire to carry out the Christian mission of United Methodism, the Conference and Wesbury are separate, self-governing, independent associations. The Conference and Wesbury hereby express, agree, and acknowledge that neither is owned by the other nor is either the agent of the other.

3. Since the purpose of Wesbury and of the Conference is to perform the mission of religious Christian service and to carry out the Christian mission of United Methodism, the parties hereby agree to cooperate as to the following:

THE COVENANT

EXPECTATIONS OF CONFERENCE	EXPECTATIONS OF WESBURY
1. Permit Wesbury to use elements of the name of The United Methodist Church and/or the Conference.	1. Abide by rules and regulations established by the General Council on Finance and Administration (GCFA) of The United Methodist Church regarding the use of the name “The United Methodist Church”, as permitted by the GCFA.
2. Indemnify and hold harmless Wesbury from and against any claims, causes of action and costs (including reasonable attorney’s fees) which may arise from any of the Conference operations.	2. Indemnify and hold the Conference harmless from and against any claims, causes of action and costs (including reasonable attorney’s fees) which may arise from any Wesbury operations.
3. The Conference will provide access to the Conference Chancellor for the review of any changes to Bylaws and Articles of Incorporation to insure consistency with <i>The Book of Discipline of The United Methodist Church</i> .	3. Wesbury will provide access to the Conference Chancellor for the review of any changes to Bylaws and Articles of Incorporation to insure consistency with <i>The Book of Discipline of The United Methodist Church</i> in Wesbury’s corporate documents.
4. The Conference will maintain membership and active participation in The United Methodist Association (UMA) of Health and Welfare Ministries.	4. Wesbury agrees to explore the feasibility of membership in the United Methodist Association of Health and Welfare Ministries (UMA) and accreditation by the Educational Assessment Guidelines Leading Toward Excellence (EAGLE) Program established by The United Methodist Association (UMA) of Health and Welfare Ministries.
5. The District Superintendent in whose district Wesbury is located, would be encouraged to be an ex officio member of the Board of Directors of Wesbury, and would use this opportunity to interpret, throughout their district and to the other superintendents and the Conference, mission opportunities, service opportunities, auxiliary opportunities, and other opportunities in our continued life together.	5. The District Superintendent in the district in which Wesbury is located would be invited to serve ex officio with vote on the Board of Directors of Wesbury to provide historic perspective as well as to be a connector between Wesbury and the Conference. The District Superintendent may assign a designee to represent him/her on an annual basis. Any designee shall serve ex officio with vote.
6. An opportunity for the interchange of information and ideas among persons and institutions performing similar work and for the development of Ministry goals and criteria.	6. An annual report, which is informational, shall be provided to the Conference for publication in the Pre-Conference Reports and the Conference <i>Journal</i> .

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<p>7. Possible financial grants and continued distribution from the Golden Cross Offering.</p>	<p>7. An office of pastoral support, with a clear preference in filling this position with qualified and trained United Methodist clergy.</p>
<p>8. Access to Conference membership for promotion of services, solicitation of financial support, and the publicizing of opportunities for ministry with Affiliated Organizations as permitted in the Conference Rules.</p>	<p>8. Volunteer opportunities, which may include such things as: Mission opportunities, volunteer opportunities in actual site ministries, auxiliary opportunities, etc.</p>

4. Solicitations of funds within or through local United Methodist Churches of the Conference are not to be made by Wesbury except as heretofore or hereafter approved according to the rules and procedures of the Conference. Other solicitations, such as solicitations of individuals and entities, whether or not church members or church related, are matters between Wesbury and the parties solicited and do not require the approval of Conference.

5. This Statement of Relationship shall be subject to review and amendment at such times and in such manner as may be mutually agreed upon by the Conference and Wesbury.

6. In the event of the dissolution of Wesbury, its assets will be conveyed to the Conference or its successor in interest.

7. If the affiliation between the Conference and Wesbury should at any time become unacceptable to either the Conference or to Wesbury and they are unable to reach a mutual agreement on a change in the relationship, the Conference or Wesbury acting in accordance with this Statement of Relationship may sever the relationship by written notice to the other.

IN WITNESS WHEREOF, the Conference and Wesbury have each caused this Statement of Relationship to be executed in its name as of the respective date set forth below.

WESTERN PENNSYLVANINA ANNUAL
CONFERENCE OF THE UNITED
METHODIST CHURCH

Date: _____ By: _____
Its: Title

WESBURY UNITED METHODIST
COMMUNITY

Date: _____ By: _____
Its: Title

Donald E. Clawson, President

EXHIBIT A

ARTICLES OF AMENDMENT
of
WESBURY UNITED METHODIST COMMUNITY

1. **Name.** The name of the corporation is WESBURY UNITED METHODIST COMMUNITY (the “Corporation”).

2. **Registered Office.** The location and post office address of the registered office of the Corporation in this Commonwealth is 31 North Park Avenue, Meadville, Pennsylvania 16335-9430.

3. **Organization.** The Corporation is incorporated under the provisions of the Act of April 29, 1874, P.L. 73, No. 32, Act of General Assembly of the Commonwealth of Pennsylvania entitled “An Act to Provide for the Incorporation and Regulation of Certain Corporations,” approved May 29, 1874, and the supplements thereto, as entered by the Court of Common Pleas of Crawford County, January 5, 1920, and recorded January 7, 1920, in the office of the Recorder of Deeds of Crawford County at Charter Book D, pp. 376, 377 and 378.

4. **Purposes.** The purposes for which the Corporation is organized are exclusively charitable, scientific or educational within the meaning of § 501 (c)(3) of the Internal Revenue Code of 1986, as amended (the Code), and include without limitation all purposes, powers and privileges conferred upon the Corporation by the Pennsylvania Nonprofit Corporation Law of 1988, 15 Pa.C.S.

§§ 5101 through 5989, as amended, as well as the more specific purposes of operating as a separate nonprofit corporation sharing a common religious heritage with The United Methodist Church and without restriction as to race, color, religious creed, handicap, ancestry, national origin or age:

a. To establish, maintain and operate exclusively for charitable purposes a residence or facilities for adults in order to provide them with suitable accommodations, treatment, nursing care and other services especially designed to meet their spiritual, physical, social and psychological needs, including the furnishing of the foregoing facilities and services.

b. To engage on a nonprofit basis in any activity including, but not limited to, preventive care programs, rehabilitative services, scientific research, educational and other activities related to the health and well-being of the aging.

c. To act as an administrative agency for the provision of housing and educational programs for adult persons on a nonprofit basis.

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d. To participate, so far as circumstances may warrant, in any activities designed and carried on to promote the general health and well being of the aging.

e. To collaborate with other health-related entities and universities in research projects to develop new technologies that will benefit the aged.

5. **Pecuniary Gain or Profit.** The Corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

6. **Nonstock Basis.** The Corporation is organized on a nonstock basis.

7. **Members.** The Corporation is a non-membership corporation.

8. **Management.** The management of the Corporation is vested in a Board of Directors in the specific number to be fixed by the Bylaws and to be selected and constituted, from time to time, as provided in the Bylaws of the Corporation.

9. **Dissolution.** In the event of dissolution, winding up or other termination or liquidation of the Corporation, the Board shall, after paying or making provisions for the payment of all the costs and liabilities thereof, distribute the remaining assets of the Corporation to the Western Pennsylvania Annual Conference of the United Methodist Church or its successor in interest; provided however, that the Conference or its successor in interest shall qualify at the time of distribution as within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or any subsequent Federal tax law, and none of the assets shall be distributed to any Officer or Director of the Corporation or to any private person.

10. **Personal Liability of Directors.** To the fullest extent that the laws of the Commonwealth of Pennsylvania currently in effect, or as thereafter amended, permit elimination or limitation of the liability of Directors, no Director of the Corporation shall be personally liable for monetary damages as such for any action taken, or any failure to act, as a Director. Any amendment or repeal of this Article or adoption of any Bylaw which has the effect of increasing Director liability shall operate prospectively only and shall not affect any action taken, or any failure to act, prior to its adoption.

11. **Exempt Organization; Earnings.**

(a) No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Directors, Officers or other private persons except that the Corporation shall be authorized and

empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

(c) Notwithstanding any other provisions set forth herein, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal Income Tax under Section 501 (c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or (ii) by a corporation, contributions to which are deductible for Federal income tax purposes.

12. **Code.** References in these Articles to a section of the Code shall be construed to refer both to such section and to the regulations promulgated thereunder, as they now exist or may hereafter be amended, and to the corresponding provisions of any future Federal tax code and the regulations thereunder.

RS 707 Wesbury United Methodist Community By-Laws Amendment

(Adopted 06-11-2011)

Therefore Be It Resolved, that The Wesbury United Methodist Community By-Laws be amended to read:

WESBURY UNITED METHODIST COMMUNITY MEADVILLE, PENNSYLVANIA

BYLAWS Amended and Restated February 2011

ARTICLE I CORPORATION

Section 1.1. **Name:** The name of the corporation is Wesbury United Methodist Community (the Corporation), a separate nonprofit corporation sharing a common religious heritage with the United Methodist Church without restriction as to race, color, religious creed, handicap, ancestry, national origin, or age.

Section 1.2. **Purpose:** The purposes for which the Corporation is organized are:

- a. To establish, maintain and operate exclusively for charitable purposes residences or facilities for adults in order to provide them with suitable accommodations, treatment, nursing care and other services especially designed to meet their spiritual, physical, social, and psychological needs, including the furnishing of the foregoing facilities and services.
- b. To engage on a nonprofit basis in any activity, including, but not limited to, preventive care programs, rehabilitative services, scientific research, educational and other activities related to the health and well-being of the aging.
- c. To act as an administrative agency for the provision of housing and educational programs for adult persons on a nonprofit basis.

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d. To participate, so far as circumstances may warrant, in any activities designed and carried on to promote the general health and well-being of the aging.

e. To collaborate with other health-related entities and universities in research projects to develop new technologies that will benefit the aged.

Section 1.3. **Office:** The principal and registered office of the Corporation shall be located at 31 North Park Avenue, Meadville, Pennsylvania 16335-9430.

Section 1.4. **Seal:** The Corporation shall have a seal which shall be in the following form: two concentric circles within which shall appear the name of the Corporation; namely, Wesbury United Methodist Community, and in the center of the circles shall appear the words "Incorporated 1926."

ARTICLE II MEMBERSHIP

Section 2.1. **Membership:** The Corporation shall have no members.

ARTICLE III BOARD OF DIRECTORS

Section 3.1. **Powers:** The Board shall have all the powers necessary or incidental to the control of the business and affairs of the Corporation. It shall have full power to borrow money by mortgage or otherwise, or purchase, sell, lease, or otherwise dispose of any real or personal property now owned or hereafter acquired by the Corporation, on such terms as it deems advisable.

Section 3.2. **Composition:** The Board shall consist of not more than fifteen (15) persons. The President/CEO of the Corporation shall be a member of the Board with vote. The District Superintendent or designee in whose district the Corporation is located and the President of the Sunset Auxiliary or designee shall serve as ex officio Directors with vote. Other advisory and/or consultant persons may be appointed by the Board at any regular or special meeting. The Board may, by a majority vote, elect as a Director Emeritus, any person who has previously served as a Director and who has demonstrated a significant commitment to the Corporation. A Director Emeritus shall have no voting privileges.

Section 3.3. **Term:** Each Director shall serve a term of three (3) years and until his or her successor shall be duly elected and qualified or until the Director's earlier death, resignation or removal. No Director shall serve more than three (3) consecutive terms. Following the completion of the third term, a Director shall remain off the Board for one (1) year before being eligible to be reelected as a Director.

Section 3.4. **Attendance Policy:** Any elected Director who does not attend three (3) consecutive meetings of the Board, without excuse, may be removed by a majority vote of the Board at any subsequent meeting. A Director who misses two (2) meetings without excuse shall be warned of his or her pending removal by the Secretary.

Section 3.5. **Vacancies:** A vacancy in the position of an elected member of the Board shall be filled by a majority vote of the Board, and each person so elected shall hold office until the following Annual Meeting and until his/her successor shall be duly elected and shall qualify.

Section 3.6. **Meetings:**

a) **Regular Meetings:** Regular meetings of the Board shall be held quarterly at such time and place as the Board may determine; once so fixed, however, the regular meetings shall continue to be held at such time and place unless otherwise directed by action of the Board. Notice of regular meetings shall be given to all members of the Board not less than ten (10) days prior to the meeting.

b) **Special Meetings:** Special meetings of the Board may be called by the Chairperson or any other Officer in his/her absence or at the written request of five (5) members of the Board directed to the Secretary. Written notice of the time and place of a special meeting shall be given to all members of the Board not less than five (5) days prior to the meeting. The notice shall state the business to be transacted at the special meeting. Notice may be given by email.

c) **Annual Meeting:** The Annual Meeting of the Board shall be held in November of each year, for the purpose of approving the annual budget, electing Directors and Officers and transacting such business as may properly come before it. All newly elected Directors and Officers shall take office immediately following the Annual Meeting.

Section 3.7. **Quorum:** At a regular or special meeting of the Board, nine (9) Directors shall constitute a quorum.

Section 3.8. **Voting:** Each Director shall be entitled to one (1) vote on each matter submitted to the Board. Votes may be cast in-person, by telephone, email or other computer technologies, as the Board may from time to time determine. No member shall have more than one (1) vote by virtue of any dual capacity.

Section 3.9. **Fund-Raising:** Each Director is expected to actively participate in Wesbury's fund-raising and development programs. For these programs to succeed, it is essential for potential donors to know that Board members support Wesbury with charitable contributions, as well as with their time and energy. To insure Wesbury's success, it is important for Board members to make financial contributions and encourage charitable donations from others.

Section 3.10. **Conflict of Interest Policy:** The Board shall adopt a written Conflict of Interest Policy and an Annual Disclosure Statement, which shall be maintained with the corporate records and updated annually.

Section 3.11. **Document Retention Policy:** The Board shall adopt a written Document Retention Policy, which shall be maintained with the corporate records and updated annually.

Section 3.12. **Whistleblower Policy:** The Board shall adopt a written Whistleblower Policy, which shall be maintained with the corporate records and updated annually.

Section 3.13. **Conference Call:** The Board may convene meetings by conference call or other electronic communications technology, where all participants are able to hear each other. A Director who participates in such manner is deemed present in-person.

ARTICLE IV
STANDARD OF CARE
LIMITATION OF PERSONAL LIABILITY

Section 4.1. **Standard of Care and Fiduciary Duty:** Each Director shall stand in a fiduciary relationship to the Corporation and shall perform his or her duties as a Director,

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including duties as a member of a committee of the Board upon which the Director may serve, in good faith, in a manner the Director reasonably believes to be in the best interests of the Corporation and with such care, including reasonable inquiry, skill and diligence as a person of ordinary prudence would use under similar circumstances. In performing his or her duties, each Director shall be entitled to rely in good faith on information, opinions, reports or statements (including financial statements and other financial data) prepared or presented by any of the following:

(a) Officers or employees of the Corporation whom, the Director reasonably believes to be reliable and competent in the matters presented.

(b) Counsel, public accountants or other persons as to matters which the Director reasonably believes to be within the professional or expert competence of such persons; and

(c) A committee of the Board upon which the Director does not serve as to matters within its designated authority, which committee the Director reasonably believes to merit confidence.

A Director shall not be considered to be acting in good faith if he or she has knowledge about the matter in question that would cause his or reliance to be unwarranted.

Section 4.2. **Personal Liability of Directors**: A Director shall not be personally liable as such for monetary damages for any action taken unless:

1) the Director has breached or failed to perform the duties of his office under these Bylaws; and

2) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness.

This limitation of liability shall not apply to the responsibility or liability of a Director pursuant to any criminal statute or to the liability of a Director for the payment of taxes pursuant to Federal, State or local law.

ARTICLE V OFFICERS

Section 5.1. **Officers**: The Officers of the Corporation are the Chairperson, the First Vice-Chairperson, the Secretary, the Assistant Secretary, the Treasurer, and the Assistant Treasurer. The President/CEO shall be the Executive Officer of the Corporation.

Section 5.2 **Term**: All Officers shall be elected to a term of one (1) year and until their successors are elected and take office.

Section 5.3. **Vacancies**: If the office of Chairperson becomes vacant, the First Vice-Chairperson shall automatically become Chairperson for the unexpired term. If the offices of both Chairperson and First Vice-Chairperson become vacant, the Secretary shall serve as Chairperson for the unexpired term. If the office of Secretary becomes vacant, the Assistant Secretary shall automatically become Secretary for the unexpired term, and if the office of Treasurer becomes vacant, the Assistant Treasurer shall automatically become Treasurer for the unexpired term. In the event of vacancies in other offices, the Board shall, by majority vote, elect an eligible member of the Board to fill the vacant office for the unexpired term.

Section 5.4. **Removal**: The Board may, by majority vote, remove any Officer for failure to perform his or her duties or for any other cause the Board deems sufficient.

Section 5.5. **Duties**: The Officers shall perform the duties normally incident to their respective offices and such others as may be specified in these Bylaws or prescribed by the Corporation or the Board.

Section 5.6. **Chairperson**: The Chairperson shall preside at all meetings of the Board and the Executive Committee. Unless otherwise provided, he/she shall appoint the chairpersons and members of all committees. He/she shall be an ex-officio voting member on all committees other than the Nominating Committee.

Section 5.7. **First Vice-Chairperson**: The First Vice-Chairperson shall perform such duties as the Chairperson may assign. In the event of the absence or disability of the Chairperson, the First Vice-Chairperson shall perform the duties and exercise the powers of the Chairperson.

Section 5.8. **Secretary**: The Secretary shall attend all meetings and record the respective minutes of the Corporation, the Board, and the Executive Committee. The Secretary shall give notice of all meetings and shall file and preserve all corporate records, as well as minutes of the Board and committees. The Secretary shall keep the corporate seal. When authorized by the Board, the Secretary shall affix the seal to any instrument requiring it and shall perform such other duties as may be required of him/her by the Chairperson, the Board or the Executive Committee. In the event of the absence or disability of both the Chairperson and the First Vice Chairperson, the Secretary shall serve as Chairperson for the unexpired term.

Section 5.9. **Assistant Secretary**: In the event of the absence or disability of the Secretary, the Assistant Secretary shall perform the duties and exercise the powers of the Secretary.

Section 5.10. **Treasurer**: The Treasurer shall supervise and be responsible for the safekeeping of the funds and securities of the Corporation. The Treasurer shall render an account of all financial transactions and other property of the Corporation when called upon by the Board, and shall make disbursements only as the Board may authorize. The Treasurer shall prepare and submit to the Board a statement of all receipts and expenditures for the preceding fiscal year.

Section 5.11. **Assistant Treasurer**: In the event of the absence or disability of the Treasurer, the Assistant Treasurer shall perform the duties and exercise the powers of the Treasurer.

Section 5.12. **Election**: The Officers of the Corporation shall be nominated by a Nominating Committee consisting of five (5) voting members of the Board. The Nominating Committee shall be appointed by the Chairperson at the first meeting of the Board following the Annual Meeting, and shall submit a recommended slate of Officers at the meeting immediately prior to the next Annual Meeting. Directors and Officers shall be elected at the Annual Meeting, and shall take office immediately following the Annual Meeting.

ARTICLE VI EXECUTIVE COMMITTEE

Section 6.1. **Powers and Function**: Between meetings of the Board, the Executive Committee may perform those functions that the Board itself might perform, not inconsistently with any action taken by the Board and subject to the authority of the

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Board. The Executive Committee shall promptly report to the Board on any actions taken in carrying out its function. The report may be in the form of a summary of its minutes.

Section 6.2. **Composition:** The Executive Committee shall consist of the following Officers: Chairperson; First Vice-Chairperson; Secretary; Treasurer and President/CEO. The Executive Committee shall also include the chairpersons of the standing committees. A member-at-large on a rotating basis shall be named by the Chairperson from a roster set at the time of the election of the Officers.

Section 6.3. **Meetings:** Meetings of the Executive Committee shall be held at the call of the Chairperson or at the written request of three (3) or more members of the Executive Committee.

Section 6.4. **Quorum:** Five (5) members of the Executive Committee shall constitute a quorum.

ARTICLE VII COMMITTEES

Section 7.1. **Appointment:** Unless a resolution of the Board or the provisions of these Bylaws provides otherwise:

- a. Appointments to a committee, including the appointment of its chairperson, shall be made by the Chairperson.
- b. In the event a member of a committee resigns, dies, or becomes ineligible to serve, the Chairperson shall appoint a successor.

Section 7.2. **Standing Committees:** The names of the standing committees are: (a) Personnel, (b) Buildings and Grounds, (c) Finance, (d) Audit, (e) Strategic Planning, (f) Communication, (g) Development, (h) Compensation and (i) Ethics.

Section 7.3. **Other Committees:** Other committees may be created from time to time by the Board, the Executive Committee or the Chairperson. Each such committee shall continue in existence and operate under the policies of the Board until the next Annual Meeting following its creation, or unless previously discharged by the Board.

Section 7.4. **Quorum:** A majority of voting members of each committee shall constitute a quorum.

ARTICLE VIII MANAGEMENT

Section 8.1. **President/CEO:** The President/CEO shall have full responsibility for the daily management of the facilities of the Corporation, subject to the policies established by the Board or the Executive Committee.

Section 8.2. **Selection of President/CEO:** The President/CEO shall be elected by a majority vote of the Board who are present and voting.

Section 8.3. **Duties of the President/CEO:** In addition to the daily management of the facilities of the Corporation, the President/CEO shall supervise, employ and terminate the employment of all personnel of the Corporation. The President/CEO shall be a full voting member of the Board, shall serve as a representative of Wesbury United Methodist Community to the churches of the Western Pennsylvania Annual Conference, shall speak regarding the programs of Wesbury United Methodist Community and shall perform other duties assigned to him/her by the Board, its officers and committees. The President/CEO shall be authorized to negotiate contracts and enter into agreements on

behalf of the Corporation as would be reasonable in the ordinary course of business. For items outside the ordinary course of business, the President/CEO shall obtain prior written approval from the Board or the Executive Committee.

Section 8.4. **Chief Financial Officer**: The President/CEO shall hire and supervise a Chief Financial Officer, who shall be authorized by the Board to act as agent of the Corporation. The Chief Financial Officer shall be authorized to negotiate contracts and enter into agreements on behalf of the Corporation as would be reasonable in the ordinary course of business. For items outside the ordinary course of business, the Chief Financial Officer shall obtain prior written approval from the President/CEO. In the absence or disability of the President/CEO, the Chief Financial Officer shall perform the duties and exercise the powers of the President/CEO.

Section 8.5. **Administrator of Residential Services**: The President/CEO shall hire and supervise an Administrator of Residential Services, who shall be licensed by the Commonwealth of Pennsylvania and who shall be responsible for all housing services and maintenance of the facility. The Administrator of Residential Services shall perform such duties and be responsible for departments as the President/CEO may assign. In the absence or disability of the President/CEO and the Chief Financial Officer, the Administrator of Residential Services shall perform the duties and exercise the powers of the President/CEO with the approval of the Board or Executive Committee.

Section 8.6. **Nursing Home Administrator**: The President/CEO shall hire and supervise a Nursing Home Administrator, who shall be licensed by the Commonwealth of Pennsylvania and who shall be responsible for directing all nursing care services administered on the Wesbury United Methodist Community campus. The Nursing Home Administrator shall supervise related departments such as social services, activities and therapy. The Nursing Home Administrator shall perform such duties and be responsible for departments as the President/CEO may assign. In the absence or disability of the President/CEO, the Chief Financial Officer or the Administrator of Residential Services, the Nursing Home Administrator shall perform the duties and exercise the powers of the President/CEO with the approval of the Board or Executive Committee.

Section 8.7. **Medical Director**: The President/CEO shall hire and supervise a Medical Director, who shall be licensed by the Commonwealth of Pennsylvania and who shall serve as the chief medical advisor to the Nursing Home Administrator. The Medical Director shall be responsible for the direct medical care of all patients on the Wesbury campus.

Section 8.8. **Agents and Special Employees**: The Board may select such agents, special employees and consultants as the needs of the Corporation may require, and they shall be retained for such terms and have such authority and perform such duties as from time to time shall be determined by the Board.

ARTICLE IX

IMMUNITY AND INDEMNIFICATION

Section 9.1. **Third Party Actions**: Any person made or threatened to be made a party to any action or proceeding, whether civil or criminal, by reason of fact that he, his estate, or its personal representative, is or was a Director, Officer, employee, agent of the Corporation, or serves or served any other corporation or other entity or organization in

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any capacity at the request of the Corporation while he was a Director, Officer, employee or agent of the Corporation, shall be and hereby is indemnified by the Corporation.

Section 9.2. **Non-Exclusivity**: The foregoing provisions of this Article shall be deemed to be a contract between the Corporation and each Director, Officer, employee and agent of the Corporation in such a capacity at any time while this Article is in effect. Any repeal or modification of this Article or any applicable provision of the law of Pennsylvania shall not affect any rights or obligations then existing as it relates to any action or proceeding theretofore or thereafter brought or threatened, based in whole or in part upon any such state of facts. However, the right of indemnification provided in this Article shall not be deemed exclusive of any other rights to which any Director, Officer, employee or agent of the Corporation may now be or hereafter become entitled under the laws of the Commonwealth of Pennsylvania apart from this Article.

Section 9.3. **Advancing Expenses**: Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Board in a specific case upon receipt of an undertaking by or on behalf of the representative to repay such amount unless it shall ultimately be determined that he/she is entitled to be indemnified by the Corporation as authorized above.

Section 9.4. **Duration and Extent of Coverage**: Each such indemnity may continue as to a person who has ceased to be a representative of the Corporation and may inure to the benefit of the heirs, executors and administrators of such person.

Section 9.5. **Insurance**: The Corporation shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against such person and incurred by such person in any capacity or arising out of such person's status as such, whether or not the Corporation would otherwise have the power to indemnify such person against such liability.

Section 9.6. **Reliance on Provisions**: Each person who shall act as an authorized representative of the Corporation shall be deemed to be doing so in reliance upon the rights of indemnification provided by this Article.

ARTICLE X FINANCIAL

Section 10.1. **Fiscal Year**: The fiscal year of the Corporation shall coincide with the calendar year or as the Board may determine.

Section 10.2. **Bonding**: The Board shall determine the persons who shall be bonded for the faithful performance of duties including the proper administration of funds. It shall further determine the amount of each bond. All bonding expenses shall be paid by the Corporation.

ARTICLE XI AUXILIARY

Section 11.1. **Name**: There shall be an organization known as the Sunset Auxiliary of Wesbury United Methodist Community.

Section 11.2. **Relationship:** The relationship between the Auxiliary and the Corporation shall be voluntary in nature. The Board shall encourage the Auxiliary in its endeavor to create interest in the Corporation, to cooperate with the Board in the programs of the Corporation, to assist with fund-raising for the benefit of the residents and after consultation with the President/CEO and the approval of appropriate authorities, to present programs within the facilities of the Corporation.

ARTICLE XII
ADMISSION

Section 12.1. **Policy:** Admission to the facilities of the Corporation shall be in accordance with the rules and regulations promulgated by the Board and other duly authorized personnel of the Corporation, in compliance with the duly adopted rules and regulations of the Commonwealth of Pennsylvania.

ARTICLE XIII
DISSOLUTION

Section 13.1. **Dissolution:** In the event of dissolution, winding up or other termination or liquidation of the Corporation, the Board shall, after paying or making provisions for the payment of all the costs and liabilities thereof, distribute the remaining assets of the Corporation to the Western Pennsylvania Annual Conference of the United Methodist Church or its successor in interest; provided however, that the Conference or its successor in interest shall qualify at the time of distribution as within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or any subsequent Federal tax law, and none of the assets shall be distributed to any Officer or Director of the Corporation or to any private person.

ARTICLE XIV
AMENDMENT

Section 14.1. **Bylaws:** Proposed amendments may be initiated by a majority vote of the Board at any meeting of the Board, provided however, that written notice shall be duly mailed to each member of the Board not less than ten (10) days prior to the meeting. The proposed amendment shall be stated in the notice. An amendment shall become effective upon receiving a majority vote of the eligible voting members of the Board.

Donald E. Clawson, President

RS 708 Western PA Conference By-Laws Amendment
(Adopted 06-11-2011)

Therefore Be It Resolved, that Article IV of The Western PA Conference By-Laws be amended to read:

Article IV
MEETINGS OF THE CORPORATION

Section 1. The annual meeting of the corporation will be held at the annual session of The Western Pennsylvania Annual Conference of The United Methodist Church on such day and at such time and place as shall be specified by the President.

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Section 2. The President, or in absence of the President, the Dean of the Cabinet, and upon the written request of fifty members of the corporation shall, call a special meeting of the corporation. Any request, addressed to the President, to call a special meeting shall specify the purpose or purposes for which the meeting is requested to be called. At least ten (10) days' notice in writing shall be given by the Secretary of the time and place of any special meeting of the corporation, mailed to the members at their respective addresses as shown on the books of the corporation.

Section 3. At all meetings of the corporation to transact business a quorum shall consist of one hundred (100) members of the corporation, but a lesser number may adjourn from time to time until a quorum has been secured. All questions coming before the corporation shall be determined by the vote of a majority of the members present in person. A vote by ballot shall be taken when requested and upon the vote of ten (10) percent of the members of the corporation present at the meeting.

~~Section 4. The interests of the members or shareholders of Arbutus Park Manor, The United Methodist Home, Wesbury United Methodist Community, and Olmsted Manor ("Conference corporations"), all of which are non-profit corporations whose members and shareholders are members of The Western Pennsylvania Annual Conference of The United Methodist Church (the "Annual Conference"), shall be represented by a Conference Corporations Committee which shall, on behalf of the members of the Annual Conference, review the plans and financial affairs of each Conference corporation and shall report its findings and recommendations to the members of the Annual Conference. In addition, with respect to all matters other than the election of directors, amendments of By-Laws, or dissolution of a Conference corporation, the Conference Corporations Committee shall exercise all rights and powers which the members of the Annual Conference may have as members or shareholders of each Conference corporation, and shall annually submit written reports of their actions to the members of the Annual Conference, and shall safeguard and protect the interests and rights of the Annual Conference. The power to elect directors, amend By-Laws, or dissolve a Conference corporation shall remain with the members of the Annual Conference and not with the Conference Corporations Committee. The authority to operate each of the Conference corporations in accordance with their Charters and By-Laws, shall remain with the respective Boards of Directors.~~

~~The Conference Corporations Committee shall be composed of three (3) voting members of the Conference Board of Trustees appointed by the President of the Conference Board of Trustees, three (3) voting members of the Council on Finance & Administration appointed by the Chairperson of the Council on Finance & Administration, three (3) persons appointed by the Resident Bishop, and the following additional ex officio members without vote: the Resident Bishop, the Conference Treasurer, and the Chancellor.~~

~~The Chairperson of the Conference Corporations Committee shall be appointed by the Resident Bishop as an additional member of the Conference Corporations Committee. The Conference Corporations Committee shall elect its vice chairperson and secretary~~

~~from those committee members who are members of the Conference Board of Trustees, of the Council on Finance & Administration, and from those persons appointed by the Resident Bishop.~~

~~The Conference Corporations Committee shall include in its membership in acting in all matters concerning Arbutus Park Manor, The United Methodist Home, and Wesbury United Methodist Community, the presidents of the respective corporations, and the executive directors of the respective corporations, the latter without vote.~~

~~The Conference Corporations Committee shall include in acting in all matters concerning Olmsted Manor, the chief executive officers, and the executive directors, the latter without vote.~~

~~In each instance where an ex officio voting member of the Conference Corporations Committee is unable for any reason to attend a meeting, a person designated by that ex officio member shall be entitled to attend and vote in that person's stead.~~

~~The Conference Corporations Committee shall, when in its sole discretion it deems desirable, invite other persons to participate in its deliberations in an advisory capacity, without vote.~~

Section 54. The interests of the members or shareholders of Camp Allegheny, Jumonville, ~~and~~ Wesley Woods and Olmsted Manor, all of which are non-profit corporations whose members and shareholders are members of The Western Pennsylvania Annual Conference of The United Methodist Church (the "Annual Conference"), shall be represented by a Conference Camps and Retreat Center Corporation Committee which shall, on behalf of the members of the Annual Conference, review the plans and financial affairs of each Conference Camp and Retreat Center and shall report its findings and recommendations to the members of the Annual Conference. In addition, with respect to all matters other than the election of directors, amendments of By-Laws, or dissolution of a Conference Camp and Retreat Center, the Conference Camps and Retreat Center Corporation Committee shall exercise all rights and powers which the members of the Annual Conference may have as members or shareholders of each Conference Camp and/Retreat Center and, shall annually submit written reports of their actions to the members of the Annual Conference, and shall safeguard and protect the interests and rights of the Annual Conference. The power to elect directors, amend By-Laws, or dissolve the Conference Camp and Retreat Center shall remain with the members of the Annual Conference and not with the Conference Camp and Retreat Center Corporation Committee. The authority to operate each of the Conference Camp and Retreat Center in accordance with their Charters and By-Laws, shall remain with their respective Board of Directors.

The Conference Camp and Retreat Center Corporations Committee shall be composed of the members of the Camping and Retreat Team, the Resident Bishop, the Conference Treasurer, and the Conference Chancellor.

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Section 65. The interests of the member of the United Methodist Foundation of Western Pennsylvania (the "Foundation"), a non-profit corporation whose sole member is The Western Pennsylvania Annual Conference of The United Methodist Church (the "Annual Conference"), shall be represented by the official action of a United Methodist Foundation Committee (the "Foundation Committee") the members of which shall consist of the Annual Conference Treasurer, the Chairman of the Board of Trustees of the Annual Conference and the Chancellor of the Annual Conference. The Foundation Committee shall have and exercise all of the rights of the member in respect of the Foundation, provided, however, that the Foundation Committee shall have no power to amend the By-laws of the Foundation nor its Articles of Incorporation, nor shall it have the power to dissolve the Foundation; such powers being reserved to the members of the Annual Conference.

The attendance of two-thirds (2/3) of the members of the Foundation Committee shall constitute a quorum with all action to be decided by a majority vote of those in attendance.

Section 76. ~~The Conference Corporations Committee, the Conference Camp and Retreat Center Corporation Committee, and the United Methodist Foundation Committee~~ shall be amenable to the Annual Conference.

Amy Bentz, Chancellor

*A Covenant Partnership Between
The Western Pennsylvania Annual Conference And
The Zimbabwe Episcopal Area Of The United Methodist Church*

In the spirit of "Chabadza" (a Shona word meaning partnership in which a passerby stops to help one already at work) we will work together to:

Develop Principled Leaders by:

- Conducting, in Zimbabwe, a bi-annual Lay Leadership School with a leadership team composed of resource people from both The United Methodist Church-Western Pennsylvania and The United Methodist Church-Zimbabwe.
- Developing a Zimbabwe Immersion Program for people from The United Methodist Church-Western Pennsylvania to spend significant time in Zimbabwe to learn church growth, discipleship, and leadership dynamics, and to further guide the Western Pennsylvania-Zimbabwe Covenant Partnership.

Create New Places for New People and Renew Existing Congregations by:

- Assisting in the strategic funding and/or construction of churches, parsonages, clinics, and other facilities to make the good news of God's love real in Zimbabwe.
- Ensuring support of the office of the Zimbabwe Episcopal Area (West) Communications and Projects Coordinator.

Engage in Ministry With the Poor by:

- Increasing the utilization of fallow, arable land according to the Zimbabwe Farm and Agriculture Development Program starting at the Nyadire Mission Centre farm.

Stamp Out Killer Diseases of Poverty by Improving Health Globally by:

- Providing better, continuous, safe, and sustainable water and electrical supply starting at the Nyadire Mission Centre Hospital.
- Providing insecticide-treated mosquito bed nets for distribution to fulfill the goals of the Imagine No Malaria - Nothing But Nets programs.
- Working with The United Methodist Church-Zimbabwe Health Board to achieve their goals and objectives for a healthier Zimbabwe.

We will seek to respond to future calls of support as the Bishops of Zimbabwe and Western Pennsylvania might liaise and determine. We will channel communications between our two conferences through the agreed structures of The United Methodist Church. This covenant partnership is open to review, evaluation, and adjustment as seen fit through mutual agreement.

"Come over...and help us" Acts 16:9


Bishop Thomas J. Bickerton
Pittsburgh Episcopal Area


Bishop Eben Nhwaniwa
Zimbabwe Episcopal Area

11 June, 2010
Date