

Shepherd of the Hills Lutheran Church
Governing Board Meeting Minutes
November 16, 2021 @ 6:30pm via Zoom

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BOARD MEMBERS:	TERM DATES	ATTENDANCE	GUESTS:
Dave Webb, Chair	2018; 2019; 2020; 2021	X	- Pastor Brice Bloxham - Sister Tashina Good
Deb Kohen, Vice Chair	2015; 2016; 2017; 2018; 2019; 2020; 2021	X	
Elizabeth Kohen, Treasurer	2018; 2019; 2020; 2021	X	
Gayle Nelson, Interim Secretary	2021	X	
Kristen Goligowski, At- Large	2020; 2021	X	
Chriss Latterell, At-Large	2016; 2017; 2018; 2019; 2020; 2021	X	
Lynn Mears, At-Large	2017; 2018; 2019; 2020; 2021		
Sally Peters, At-Large	2021	X	
Pastor Renee Patterson		X	

Opening Prayer & Mini Devotional John 18:33-37 led by Pastor Brice

- Why are we reading about Jesus appearing before Pontius Pilate? Because this is the end of the church calendar—Christ the King Sunday is the equivalent of the final day of the church year. Advent is the beginning of the new church year.

Personal check-in

What is your favorite Thanksgiving side dish?

- Sweet potato casserole and cranberry dishes were the top choices. Cole slaw, stuffing, pecan pie, and lemon meringue pie were also mentioned.

Notes of Recognition

Lynn and Sally volunteered to take on writing and sending the thank you notes moving forward.

Approval of Meeting Minutes (Gayle Nelson)

No further discussion or questions.

- Motion to approve October minutes; Deb moved, Chriss seconded; Board approved.

Financial Report (Elizabeth Kohen)

Discussed the October report.

- Numbers are totally fine. Where are we saving on finances? Personnel (Joe’s position hasn’t been filled yet), fewer preschool teachers than budgeted. Youth ministry and property improvements are behind budgeted dollars.
- We do have the HVAC (furnace) expense—thanks to the Governing Board for responding with approvals so quickly—and the projector in the sanctuary is going out. Replacing that will be around

\$15-20,000. Sister T mentioned staff was wondering if there's a way we could use the new projector for the virtual services.

- Miranda/Finance Committee provided an "income stream" spreadsheet that shows the last five years and sources of income. Thanks for doing this—very informative and helpful.
- Dave moved to approve the Finance report, Deb seconded. Other discussion? Pastor Renee mentioned that another church will be using our Mission Chapel on Sunday afternoon or evening. Pastor said they'd update the income streams spreadsheet by the end of the year. Helpful to have projected streams for 2022.
- Board approved finance report with a voice vote.

Any questions on the staff reports?

- Deb commented that the reports are awesome and so informative.
- Two things not mentioned on the agenda:
 - Continuing to serve donuts inside. No objections to keeping in Shepherd's Hall. Keep there and re-evaluate later. We can't serve coffee yet, and when machines are fixed, we are considering compostable cups.
 - Policies need to be approved. Review changes in red. Do we have a policy committee? No, we have a personnel committee. Dave recommended a committee review and approve; Personnel committee did so. Motion to approve current changes—Kristin moved, Sally seconded. All in favor of approving changes.
- Deb offered an update on the Nominating committee and candidates. A youth is being proposed for the member-at-large position. The bishop will give us a special signoff until Shepherd's constitution is updated to allow members under eighteen to hold Board positions. The Nominating committee has a list of potential candidates for the secretary position—more on that later.

Shepherd Annual Meeting and ratifying constitution change. The congregation needs to vote on the ratification of the constitution changes that were approved at our 2021 Annual Meeting. Sister T explained the two-step process: The congregation approved the changes by vote at the 2021 Annual Meeting (January 31, 2021), and the congregation will ratify the changes at the 2022 Annual Meeting to be held January 30, 2022.

The changes are listed below with highlighting showing the changes (added or deleted—see strikethrough). These changes were explained and discussed at the October Governing Board meeting in order to provide this information to the Governing Board at least 60 days before the annual meeting, and these notes provide evidence of the discussion.

C11.02. The voting membership of the Governing Board shall consist of the Senior Pastor, the elected officers of the congregation as described in C11.01, and four other board members at large, **at least one of whom may be a youth and at least one of whom may be a young adult.**

C11.03. All Governing Board members including the officers, shall be voting members of the congregation ~~eighteen years of age or older,~~ and shall be elected by a majority vote of the congregation, or by written ballot if more than one candidate is nominated for a position.

Once the congregation ratifies the changes, the bishop will sign the updated constitution and it becomes legal. Note that the vote for ratification must take place before a youth member is voted on or we'll be out of order.

Continuing resolution. In December 2020 the Governing Board passed a continuing resolution to allow for virtual meetings of governance. Our constitution does not address virtual meetings, and the state of Minnesota requires this be in our constitution. We were too late to make the change at the 2021 Annual Meeting and the intent was to make that change during the 2022 Annual meeting. However, with the synod's consultation it was noted that Shepherd's constitution needs more work as it has a lot of procedural and management content in it, and they advise we consider removing the procedural content and leave only governance/policy content in the constitution. (This would reduce the number of changes needed to the constitution, which requires congregational votes for changes. Instead, the procedures could be moved to committee charters or procedures and be managed by the committees.)

The synod office will send a constitutional expert to work with us on this in 2022. We can then review with the congregation at the 2023 annual meeting. The continuing resolution around virtual meetings will hold until full changes to the constitution can be made. The Governing Board appreciated the summary of recent events with the synod. We will discuss more in 2022.

Suggestions for newsletter article:

- For Christmas services and annual meeting – staff planning for overflow to Shepherd's Hall.
- Annual meeting and ratification of the two constitution items

We closed with prayer. Sister Tashina "prayed us out."

Next meeting: December 21 @ 6:30 pm

Submitted by: Gayle Nelson