

Christ Lutheran Church
Congregational Meeting Minutes
June 27, 2021

This was early in our congregation's returning to some sort of "normal" after sixteen months of no indoor meetings and only partial indoor worship during the Covid 19 pandemic. Today, everyone met inside the sanctuary for a worship service followed by the annual congregational meeting. We were all masked regardless of vaccination status.

Annual Meeting documents had been posted to a link on the church website prior to this meeting. Paper copies were made available through the church office upon request. We also provided a limited number of hard copies for today's meeting to conserve paper. Documents included in the posting included:

Agenda for CLC Congregation Meeting; Annual Congregational Meeting Minutes; Annual Report 2020-2021; Balance Sheet, CLC as of June 25, 2021; 2020 21 CLC Budget, as of June 25, 2021; Treasurer letter to the Congregation; CLC Proposed Budget 21-22; and CLC Draft Constitution Revision.

More than 25 active members of the congregation were present at 11:00 a.m. and council president, Mike Cleland declared a quorum met and then called the meeting to order. He asked that we please raise our hand to be recognized if we have a question to ask or a comment to make so that a microphone can be passed and used to allow everyone to hear.

Devotions were offered by Pastor Chad who prayed for wisdom and guidance from God and the Holy Spirit.

Approval of Agenda: Mike asked whether there were any additions or other changes recommended to the agenda. There were no comments so Mike declared that the agenda will stand as presented.

Minutes: The minutes of last year's Congregational Meeting of June 28, 2020 had been previously made available and were considered. There were no corrections or additions, so Mike declared that they stand as presented.

Treasurer's Report: Lucy referred to two printed reports which she had previously provided for consideration: a four page report titled **Budget vs. Actuals; CECL Budget 2020-21 - FY21 P&L**, and a two page report titled **Statement of Financial Position As of June 25, 2021**. In her comments, Lucy stated that our current assets are strong, we have no mortgage, and we are basically on-budget. We spent less on personnel this past year than we budgeted to spend, but we spent more on the building. She noted that at the beginning of the 20-21 fiscal year we anticipated a deficit of \$64K, but as of today, she expects it to be only \$18K.

Dan Snoddy asked if she could please expand a little on the Youth Director Position. Lucy said that it was a challenge to find someone who was interested in the position even before 2020, then when the Covid hit we basically stopped searching. She expects that the search will resume shortly. There were no further questions, and Mike declared that the treasurer's report was approved as presented.

Annual Reports: A sixteen page document made up of the staff, ministry, and committee annual reports had been previously made available and was considered. Mike asked for questions, and there were none. Mike noted that despite the limitations placed on us, we have continued to be very active and busy with the ministry and the maintenance of the church and church facilities. There were no additional comments so the reports stand approved.

2021 - 2022 Budget: Mike read the following motion, which he said does not need a second:

***The Congregation Council Moves** that the 2021-2022 budget be approved as presented.

Lucy offered several comments and explanations. She noted that the proposed budget shows expected expenses to be \$305,088 and expected revenue to be \$279,310 for an anticipated budget deficit of \$27,778. She noted that pledges came in 4% higher than last year's amount. She described several specific changes to this year's budget compared to last year's. Facility expenses were reduced by 10%, she kept the Youth & Family position the same, and the benevolences remain at 10% of the anticipated receipts. She asked us for approval of this proposed deficit budget.

John Laughlin asked how the PPP (Payroll Protection Plan) loan enters into the budget. Lucy said that the \$22K appears as a liability in this year's budget, but that she expects it to be forgiven which would essentially wipe out this year's budget deficit.

Sue Righi asked about the large amount (*from the Statement of Financial Position*) for Youth & Family (\$30K+). Lucy explained that these are the accumulated budget line item amounts from previous budgets during times when we chose not to "zero-out" the lines at the end of each budget year as were other line items. Instead they were "rolled-over" and gradually accumulated to what we see now. Restricted and designated gifts and memorials are also rolled over. We continue to consider the amounts as "temporarily restricted net assets".

George didn't have a question, but he wanted to point out that Bradley Welch will hold a special music concert on October 5, 2021. This expense would come out of line 8115 of the proposed budget.

There were no more comments or questions, so Mike called for a voice vote on the motion and,

****The Motion Carried** unanimously. Lucy received applause from the congregation.

Election of Council Members: Mike asked John Laughlin to come forward and describe the positions that were up for election at this meeting, and the results of his one-man search for willing candidates. The result of his efforts was the following motion adopted by council which does not require a second:

***The Congregation Council Moves** that the slate of nominees for elected positions be approved as presented pending any nominations from the floor.

1. Council three-year term 2021 - 2024: Mike Cleland, Melinda Ford, and Karen Beverly;
2. Council one-year term 2021-2022; Sue Righi;
3. Financial Secretary 3-year term 2021-2022, Wanda Weinberg;
4. 2022 Nominating Committee; George Weckman, Pat Cambridge, John Deno, Sue Righi.

Sue Righi pointed out that our constitution has language related to the makeup of a Nominating Committee that reads in part, "A Nominating Committee of **up to three** voting members of this congregation...shall be elected at the annual meeting..." (emphasis added). Sue's point was that listing four names on the ballot went against the language in the constitution. There was some discussion about the wording in the constitution, Pastor Chad said that we could remove one of the names from the ballot, but in the end, Mike said that since the council had already voted to have four names on the ballot for election as members of the 2022 Nominating Committee, and

since poor John Laughlin had to do all of the recruiting by himself this year, that we should stick with the four names that were voted on by council. There was no further discussion, a voice vote was taken and,

****The Motion Carried** unanimously. There was warm applause for the work that John did.

Transfer of LLC Ownership: Mike introduced this agenda item by reading the following council motion which does not require a second:

***The congregation council moves** that Christ Evangelical Lutheran Church, Athens, Ohio shall transfer the ownership of the apartments at 77 and 81 Mill Street, Athens, Ohio to CELC Properties LLC for liability concerns, and the LLC will abide by the approved operating agreement between the congregation and the LLC.

Mike then asked Rod Sauer (*the current chairperson of the LLC Board of Directors*) to come to the microphone and give a little background for this particular motion and to answer any questions.

First, Rod expressed a pre-anniversary “congratulations” to Pastor Chad Huebner who will be celebrating one year as our pastor on July 1. The congregation applauded. Rod also expressed his thanks to the other members of the LLC Board of Directors: Sue Ellen Miller, Susan Roth, Alan Geiger, Jeff Doose, and Dan Snoddy. The congregation also expressed their thanks to these folks with applause.

Rod told us that from the original motion back in 2015, the congregation voted to set up an LLC to govern the apartments, acquire a loan, and take ownership of the apartments to protect the church from liability related to the apartments. The ownership of the apartments was never addressed in the ensuing years, and the LLC Board recommended to council that it was time to address the matter of apartment ownership. After much discussion at several meetings, the congregation council voted to make the motion at this meeting to transfer ownership of the apartments to the LLC. We’ve had an attorney-created operating agreement that permits the LLC to own and operate the apartments, but be under total control of the church council. The council has also drafted by-laws that will include how the LLC operates in partnership with the church and how the LLC members will be appointed and governed by the council.

On a separate, but related topic, Rod also mentioned that the LLC is on the verge of making the final payment to the church of the money loaned during construction. In addition, the Board of Directors has recommended that they maintain more funds in reserve to cover some increased expenses that they can foresee (Director & Officers insurance), as well as more “cushion” to weather any unforeseen OU upsets. Once they have made these adjustments to their reserves, and have a better handle on their future costs, Rod expects that \$40K to \$50K will be available for benevolence spending in the future.

Merl Almquist asked about the address of the apartments. He was under the impression that the address should only be 77 Mill Street now because the two lots were combined prior to construction of the apartments. Rod said no, “Not yet,” that they were still officially two lots so the language of the motion is correct.

Sue Righi, who is on the Impact Giving Committee, asked whether increasing the reserves was just a LLC decision, or was council involved also? Mike responded that Council was made aware of the recommendation to increase the reserves and had no objection.

Dan Snoddy had a question about how many “loans” we are talking about because Rod spoke of final payments to the church for the loan(s). Rod gave a brief recap of the multiple times that unanticipated expenses during construction required borrowing money from the church. It is that money that will be fully repaid sometime in July 2021. There is still a mortgage from the bank on the apartments, which has been refinanced at least once. That mortgage will be an expense of the LLC for many more years.

Alan Geiger expressed his thanks to Rod for his leadership and his efforts on behalf of the LLC. There were no additional comments or questions, so Mike called for a vote on the motion.

****The Motion Carried** unanimously.

There was warm applause for the work of Rod and the members of the LLC Board of Directors.

Revised Constitution Approval: Mike invited Pastor Chad to briefly introduce the amended constitution.

Chad told us that every three years when the ELCA meets in Churchwide Assembly, the voting members amend and update the model constitution. The last model update occurred in 2019. The major updates to that model were language changes regarding the rosters of the church. Pastors are now designated as ministers of word and sacrament and Deacons are designated as ministers of word and service. We need to bring our constitution in line with the model constitution. Note, in ours, a few things have been reordered and some grammatical changes made for consistency and clarity. Items that begin with an (*) are considered mandatory by the ELCA and may not be changed. We have also incorporated our bylaws (designated as B) and continuing resolutions (designated as CR) into the body of the constitution at the end of the chapter to which they refer.

Mike read the following council motion, which does not require a second:

***The congregation council moves** that the updates to the constitution, bylaws, and continuing resolutions be approved as presented.

The 25 page document had been previously made available as a link on the Christ Lutheran Church Website. Pastor Chad also noted that the Synod has already seen our proposed amended constitution and has approved it.

Sue Righi asked a question regarding continuing resolutions and committees. Pastor Chad noted that continuing resolutions are much easier to change than the constitution. A continuing resolution can be changed by a vote of council. She seemed to be concerned about language which she thought might limit the number of committees that a council member may serve on. Chris Snoddy clarified that a council member may serve on many committees, but the member is only responsible for one committee (making sure that the committee meets, etc.).

Mike Cleland noted that as far as he is concerned, the language of section C10.08 is the most important change. It allows for congregational meetings to be held by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication, and that notice of all meetings may be provided electronically. Mike felt that the need to conduct last year’s congregational meeting in the parking lot, in person, made it impossible for some members to participate. This change would largely remedy that problem. There were no further questions or comments. Mike requested a voice vote on the motion.

****The Motion Carried** unanimously.

Old Business:

Update of reopening plan: Pastor Chad basically moderated an opportunity for congregation members to voice their opinions/concerns/preferences/ideas about how and where to conduct worship services in the near future as we gradually return to what we used to consider as “normal”. Pastor Chad said that, though he doesn’t want to put her on the spot, he has been consulting with Dr. Mindy Ford for advice on the public health aspects of worshipping indoors and outdoors, with and without vaccinations, with and without masks, etc. He told us that the wider church urges us to err on the side of caution, with love for our neighbor as a guide. Singing seems to be the major issue. Currently we’re operating on the presumption that outside singing is generally safe, while inside singing is not.

Pastor Chad went on to say that we don’t want to have two “classes” of worshippers, vaccinated and unvaccinated. He said that ultimately how and where we worship will be up to us. No matter how our in-person worship evolves, we will still continue to live stream our worship services, therefore we’ll be needing to invest in more and better technology. It’s likely that we’ll continue to worship outside when the weather allows, even though it places a burden on the property committee.

Some comments from the congregation:

Bonnie Childress was thinking about children who are not vaccinated. It will be difficult to mask them if others are not masked;

Patricia Cambridge warns us that we need to keep our minds on the fall when students will be coming back. The way things are now may change once the students are back on campus;

Alan Geiger would like us to ween ourselves off of outdoor services. We need to be open to accommodate as many as possible, and he personally prefers worshipping inside;

Steven Chikoski believes that continuity is important;

Bonnie reminded us that once we start using hymnals, sanitizing the hymnals may have to become a routine;

John Molinaro likes the idea worshipping outside if the weather is nice, and inside otherwise.

Solveig Spjeldnes agrees with John (she usually does), but adds that we need to “make the call” about whether we’re worshipping inside or outside sooner than has been done previously.

Some people enjoy the outdoor services but some do not, particularly those who are sensitive to heat, humidity and allergens.

No major consensus was reached, except that we’ll probably continue to meet for worship outside when the weather is acceptable, and (now that we’ve broken the ice) inside, masked, with no singing when the weather is unacceptable...hopefully with plenty of advance notice about which type of worship service we’ll have.

Audit Update: Lucy apologized for failing to mention her attempts at arranging for an audit of our accounting practices as part of the treasurer’s report. She has asked Cherie Coutts and Donna Russell to examine the treasurer and financial secretary records and procedures and compare them to what they feel would be best

practices. Lucy is not placing a huge rush on this request, but is thinking that we should have a report about how we stack up against best practices by this time next year.

There were no comments or questions. There was no further business.

Mike Cleland moved to adjourn the meeting and there was a collective and unanimous second to the motion. A formal vote was unnecessary.

We adjourned at approximately 12:10 p.m. with the Lord's Prayer.

Respectfully,

Sam Hanson, Secretary pro tem.