

CORPORATION BOARD OF DIRECTORS
NATIONAL ASSOCIATION of CONGREGATIONAL CHRISTIAN CHURCHES
May 11, 2020

1. Call to order and Roll Call: The regular meeting of the Board of Directors of the National Association of Congregational Christian Churches was called to order by Chairwoman Rev. Dr. Cindy Bacon Hammer at 4:00 PM CDT/5:00 PM EDT by conference call.

Opening Prayer: The Rev. Dr. Cindy Bacon Hammer offered an opening prayer.

Personal Check-ins: Updates on health and announcement of new grandchild.

2. Roll Call: Secretary, Judy Campbell recorded the attendance.

BoD Members present Vice Moderator Rev. Dr. Cindy Bacon Hammer, Chairwoman; Moderator, Jim Waechter; Secretary, Judy Campbell; Treasurer, Jeff Dillon; Rev. Dr. Martin Hall; Claudia Kniefel; Jodee Lord; Rev. Dr. Ashley Cleere; Rev. Dr. Don Olsen

BoD Members Absent: None

Also present: Rev. Dr. Michael Chittum, Executive Director; Dan Drea, CFO; Debby Fulton, DODC; Rev. Art Ritter

3. Reading of e-mail motions into record and approval of minutes:

2019/20 C 031 Motion by Jeff Dillon that the Board of Directors award the 2020 Board of Director's Citation to the candidate that received the most votes. Motion seconded and adopted by unanimous written consent by e-mail. All votes received by March 18, 2020.

2019/20 C 032 Motion by Claudia Kniefel that (due to the Covid 19 economic conditions) we freeze all staff salaries effective March 31, 2020 for the upcoming 2020-2021 budget and put a hold on the \$5000 raise pool that is in the new budget until such time our financial situation improves allowing us to reconsider. Motion seconded and adopted by unanimous written consent by e-mail. All votes received by March 25, 2020. **Rescinded by Motion 2019/20 C 041.**

Approval of Minutes: Minutes of the March 9, 2020 conference call and April 6, 2020 Special Meeting Conference Call were reviewed.

2019/20 C 038 Motion by Rev. Dr. Don Olsen to approve the minutes of the March 9, 2020 as printed and minutes of special meeting April 6, 2020 conference call as corrected. Motion seconded, discussed and adopted.

4. Approval of Agenda: Agenda approved by consensus as amended.

5. Update on Virtual AMC:

Citation: Decision by consensus to hold off the presentation of the award until an appropriate time at next year's meeting. Cindy Bacon Hammer to see if she can confirm that the recipient will be attending in Spokane.

Emergency Bylaws: Michael Chittum had checked with lawyer Wisconsin law with regard to emergency measures. Current NACCC bylaws call for meeting of churches with notification months before.

2019/20 C 039 Motion by Rev. Dr. Marty Hall. Whereas the face to face meeting scheduled for June 27 thru June 30, 2020 in Portland, ME has been cancelled due to continuing health concerns caused by the Covid 19 pandemic, the Board of Director's, of the NACCC, as allowed by Chapter 181 of the State of Wisconsin Statutes, adopts these emergency bylaws to call for a "virtual" Annual Meeting. This motion waives applicable paragraph or sentence of the Bylaws of the NACCC, Article III. Meetings of the Member Churches, and calls for the 66th Annual Meeting of the NACCC to take place on June 27, 2020 at 2:00 pm CDT by "virtual" video conferencing. Notice shall be sent to each member Church on or before June 5, 2020. Business to be conducted shall include: Approval of prior year minutes; Ratification of Board of Director's and Leadership Council actions; Election of directors, officers, council and committee members as nominated; Approval of the 2020/2021 Budget; and any other business to be brought before the membership. New business and nominations usually made from the floor during the meeting shall be received by the NA office no later than 2:00 pm CDT, June 25, 2020. Delegates and Alternates must be registered with the NA office no later than 2:00pm CDT on Thursday June 25, 2020. These emergency bylaws will be in effect until July 30, 2020. Motion seconded and adopted.

Standing Rules: Moderator, Secretary and Executive Director will confer with Parliamentarian to complete.

AMC business meeting agenda: Moderator will complete.

Pre-Meeting: Discussion over possible dates. Consensus - Board of Director's will meet by virtual video conference on June 24, 2020 at 4:00 pm EDT/3:00 pm CDT.

Other concerns: Concerns over possible issues with virtual meeting. Report of being on call with large number of participants where the platform kept crashing. Would like to have opportunity to contact someone with more expertise in order to make the meeting go smoothly. Zoom offers "Event Support" for a fee.

2019/20 C 040 Motion by Judy Campbell that the BoD allocate \$1,000 to be used as needed for expenses such as event support and expanded platform for the AMC virtual meeting currently planned for June 27, 2020. Motion seconded and adopted.

6. Reports:

- a. Report of the DODC: Debby Fulton had nothing to add to her written report which listed many meetings and correspondence regarding the Covid-19 response
- b. Executive Director's Report: Dr. Chittum reported that the NA had receive the SBA PPA grant following our application. He, Jeff Dillon and Dan Drea will be participating on informational calls to determine next steps. It appears that we may not need to withhold payroll as proposed in a prior motion.

2019/20 C 041 Motion by Jim Wachter that motion 2019/20 C 032 be rescinded. Motion seconded and adopted.

- c. Report of Congregational Foundation: Rev. Dr. Ashley Cleere reported that the Board of Governor's is scheduled to meet next week. They are working on changes to their

bylaws to conform with recent suggestions and will be bringing them to the Board of Directors for approval at the Pre-meeting.

- d. Leadership Council: Jim Waechter reported that the LC is turning their focus on long term planning using short term goals. Revisiting their SMART goals
7. SMART Goals: Cindy Bacon Hammer spoke about the SMART Goal tools. She plans to discuss at the Pre-meeting.
8. Financial Reports: Treasurer Jeff Dillon reported that they had just completed a “virtual” audit last week, a new experience. The Finance Committee will review with the auditors. He then gave a review of the end of year financials. Income is better than plan and expenses are also better resulting in a net shortfall of less than (\$14,000) vs plan (\$144,000). The deficit will be transferred from the Lydamar Reese fund to balance.

Congregational Investment Trust: Dan Drea reported on recent activity in the CIT. A church that recently joined the CIT made a deposit at the end of the month. Because of the way the bank applied the group loss that month they were hit for a large loss for that month. The process has now been changed to credit new deposits as of the end of month to avoid this from happening.

2019/20 C 042 Motion by Jim Waechter that the Board approve the transfer of \$14,729 from the Lydamar Reese Fund to the CIT to be applied to this new client’s account to make it whole. Motion seconded, discussed and adopted.

9. New Business: Secretary Judy Campbell reminded all to start thinking about committee appointments which should be made in the Post Meeting.
10. Next Regular Meeting: Next regular meeting will be the Pre-Meeting by video conference call on June 24, 2020 at 4:00 pm EDT/3:00 pm CDT.
11. Closing Prayer: A closing prayer was offered by Rev. Dr. Michael Chittum.
12. Call Adjourned at 6:45 pm EDT.

Judy Campbell
Secretary