

CORPORATION BOARD OF DIRECTORS  
NATIONAL ASSOCIATION of CONGREGATIONAL CHRISTIAN CHURCHES  
Pre-Meeting June 24, 2020  
Conducted on Zoom

1. **Call to order and Roll Call:** The Pre-meeting of the Board of Directors of the National Association of Congregational Christian Churches was called to order by Vice Moderator Rev. Dr. Cindy Bacon Hammer at 3:00 PM CDT/4:00 PM EDT by Zoom conference call.

Secretary, Judy Campbell recorded the attendance.

BoD Members present Chairperson, Vice Moderator Rev. Dr. Cynthia Bacon Hammer; Secretary, Judy Campbell; Rev. Dr. Martin Hall; Claudia Kniefel; Jodee Lord; Rev. Dr. Don Olsen; Rev. Dr. Ashley Cleere; Treasurer, Jeff Dillon joined during the call.

BoD Members Absent: Moderator Jim Waechter

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

2. Personal Check-ins:
3. Opening Prayer: Rev. Dr. Cindy Bacon Hammer offered an opening prayer.
4. Welcome: Rev. Dr. Cindy Bacon Hammer introduced three attendees who will be part of the BoD after their election at the AM. Welcome to Rev. April Barrett, Rev. Dr. Beth Bingham and Rev. Art Ritter.
5. Approval of Agenda: Agenda approved by consensus as amended.
6. Approval of Minutes: Minutes of the May 11, 2020 conference call were reviewed.

**2019/20 C 043 Motion by Judy Campbell to approve the minutes of the May 11, 2020 conference call. Motion seconded, discussed and adopted.**

7. AMC Review: Moderator Cindy Bacon Hammer reviewed preparations for the upcoming AM&C on Zoom. Everyone needs to register in order to have access to the meeting. If you are a Delegate or Alternate, appropriate documents must be received by the NA office before Thursday afternoon.
8. Leadership Giving: Just a reminder that it is hoped that all leadership will make a donation to the Shared Ministries fund.
9. Reports:

CF/BOG: Rev. Dr. Ashley Cleere reported they are carrying out the motion to implement the Relationship Task Team recommendations passed in April and making changes in line with legal advice. Changes in the CF bylaws have eliminated CF representation on the Bod. Following elections at the AM, Rev. Cleere will resign from the representative position to the NACCC Board of Directors. A service agreement will be drafted which will reflect the cost to do work on behalf of the donors.

Dan Drea reported that the transfer of permanent endowments is in process. He has posted a spreadsheet with a list of transfers.

Congregational Investment Trust: Dan Drea reported that the CIT met in June. Because of changes in the market, there was need to rebalance the investments to maintain the appropriate percentages.

Judy Campbell presented a description of the CIT Oversight Committee developed by Dan Drea and Jeff Dillon. In her research, she was unable to locate a full description of their duties.

**2019/20 X 044 Motion by Jeff Dillon to reestablish the CIT Oversight Committee and approve the description as presented. Motion seconded and adopted.**

The CIT Oversight Committee is a committee of the NACCC. It reports to the Board of Directors of the NACCC. The primary purpose of the CIT Oversight Committee (the Committee) is to represent the NACCC in matters of the Congregational Investment Trust, (the Trust). The committee typically meets quarterly. Committee duties include:

- Periodically select and review the performance of the Trustee (currently Community Bank) and the Trust's investment advisor (currently Vanguard).
- With the assistance of the investment advisor, develop an Investment Policy Statement (IPS), which lays out the investment strategy of the Trust and the diversity of the Trust's assets including such things as
  - The asset mix of equity investments and fixed assets.
  - The asset mix of domestic and foreign investments.
  - The allowable tolerance of the various investment percentages
  - The grade of investments allowed in each asset category.
- Policies for periodic and performance related rebalancing of the portfolio.
- The IPS will be reviewed by the Committee at least once a year.
- Prior to the start of the annual budgeting process, the Committee in consultation with the Trust's Investment advisor will recommend to the Boards of the NACCC and the Congregational Foundation; and their respective Finance Committee's a suggested drawdown rate to be used to distribute endowment assets for the upcoming fiscal year. The rate shall be based on the projected long-term performance of the Trust's assets with the goal of maintaining the purchasing power of the investments.
- Ensure that timely and appropriate communication with the Board of Directors', the Congregational Foundation, and participating member churches of the Trust is occurring.
- Promote the Trust as a service to all NACCC member churches.
- Host an Annual Meeting of the Trust in which participating churches and other NACCC member churches are invited.

Committee Membership: The NACCC Treasurer and another member of the Board of Directors selected by the Board to be their liaison and the Congregational Foundation Treasurer and another member of the Board of Governors selected to be their liaison. A minimum of three at large members will also be elected by the Board of Directors. At large members should:

- Have Experience in financial markets or related financial fields.
- Be members of an active NACCC church, preferably from a church participating in the CIT
- Willing and able to fulfill the duties of the CIT Oversight Committee and commit to a minimum three years term of service.

Building and Loan – Jodee Lord reported that the committee has granted a 6-month delay in repayment to one church with an open loan. Another church with an approved loan has yet to take a draw.

Finance: The audit by Reilly, Penner & Benton LLP is complete and was reviewed by the Finance Committee.

**2019/20 C 045 Motion from the Finance Committee to approve the 2019-2020 fiscal year audit as prepared by the firm of Reilly, Penner & Benton LLP with the minor changes that were discussed at the FC meeting. Motion adopted.**

Dan Drea gave an overview of the May financial statements which are showing individual revenue up significantly.

Jeff Dillon gave “post” budget proposal update that reflects the impact of the COVID 19 mandates and assistance – such as cancellation of the face to face meeting, closure of the office and small business loan for payroll. The original budget will be presented at the AM&C for vote, but delegates will be made aware of the positive impact to the bottom line.

P&A: - Don Olsen. Review of Executive Director performance postponed to future meeting to be conducted in executive session.

Congregationalist Editorial Comm – Claudia Kniefel had no report.

Sexual Misconduct TT – project currently on hold.

Executive Director Report -Rev. Dr. Michael Chittum reviewed his report which was posted on Trello.

Leadership Council – Jim Waechter was not on the call. Rev. Dr. Cindy Bacon Hammer related that the Ministry Councils were working on defining their S.M.A.R.T. goals.

Development/Communication – Debby Fulton referred to her written report on Trello and spoke about the work done by the CF/BOG Website task team.

**2019/20 C 046 Motion by Rev. Dr. Ashley Cleere that, once funding has been secured, the Board of Directors endorses the recommendation of the BOG Website Task Team on the selection of OCreative Design to work with NA staff on the redesign of the NACCC website. Motion seconded, discussed and adopted.**

10. New Business – Rev. Dr. Cindy Bacon Hammer put forward the following items for future discussion
  - Smart Goals – what do we want to accomplish in the next 5 years?
  - Financial Sustainability – can we worth with the Ministry councils?
  - Plenary Sessions – would quarterly session be something that we can do?
11. Thanks to outgoing members: Rev. Dr. Cindy Bacon Hammer expressed the boards thanks to outgoing members Rev. Dr. Don Olsen and Secretary Judy Campbell for their service.
12. Next Meetings: The Post Meeting will be held on Zoom immediately following the close of the Annual Meeting on June 27, 2020. Next regular meeting will be by conference call/Zoom on July 13, 2020 at 4:00 pm CDT/5:00 pm EDT.
13. Closing Prayer: A closing prayer was offered by Rev. Dr. Ashley Cleere.
14. Call Adjourned at 6:00 pm EDT.

Judy Campbell  
Secretary