**Minutes: Board of Directors Meeting – Subject to Approval by the Board**

Minnesota South (MNS) District

May 7, 2024 – 9:00am to 3:00pm

Messiah Lutheran Church, Lakeville, MN

# Mission Statement

 Cultivating leaders intentionally engaged in the mission of God.

**1. PRAYER AND BIBLE STUDY**

Rev. Rev. Jonathan Vollrath, Pastor of Our Savior Lutheran Church in Eyota, served as the chaplain for the day. He led a devotion about the eternal blessings of being clothed with Christ and His righteousness. We used LSB “Morning Prayer.” In addition, we sang LSB hymn 494 “See the Lord Ascends in Triumph” and LSB hymn 576 “My Hope Is Built on Nothing Less.”

**2. PARLIAMENTARY OBLIGATIONS**

1. Call to Order

The meeting was called to order by the President, Rev. Dr. Lucas Woodford, at 9:33am.

1. Roll Call

Present: Rev. Dr. Lucas Woodford; Rev. Thomas Evans; Rev. David Kind; Rev. Mark Loder; Rev. Keith Grimm; Rev. Kurt Klaus; Rev. Daniel Thao; Rev. Matthew Johnson; Rev. Jonathan Vollrath; Ms. Sara Sorenson; Mr. David Koosman; Mr. Daniel Uttech; Mr. Andy Frerich; Mr. Joel Landskroener

Staff: Rev. Stefan Wismar; Mr. Sean Martens; Dr. Phillip Johnson; Rev. Vue Lee; Mr. Joshua Wagner; Mr. Kai Larson; Rev. Fred Hinz; Ms. Nadine Meyer

Excused: Rev. David Mumme; Ms. Alfrieda Baldwin; Mr. Bill Summers;

Absent: Mr. Travis Barclay; Mr. Dave Kenow;

1. Approval of Agenda

The motion carried for the agenda of the day to be approved.

1. Approval of Minutes of Past Meeting (*prepared by Keith Grimm, Secretary*)

A motion was made and seconded to approve BOD minutes from February 17, 2024. The motion carried.

1. Correspondence

Rev. Keith Grimm, District Secretary, highlighted that LCMS Secretary John Sias sent a letter to District Presidents and District Secretaries reminding that circuit visitors need to schedule circuit forums in preparation for 2025 district conventions. The principal purposes of these forums is to elect circuit visitors for presentation on the slate at 2025 district conventions; and to suggest priorities and goals for the synod by making overtures.

**3. POLICY FORMATION**

1. Policy Review

Rev. Dr. Lucas Woodford briefly reviewed the following policies:

 2.25.2. First Meeting of the Year (p. 36 of proposed Board Policy Manual)

 2.25.2.1. Review Executive Limitations Policies

 2.25.2.2. Annual review and approval of financial depositories of the Board of Directors funds and securities

1. Review governance change questions and plans for Open Forum
2. Book “Maximizing Board Effectiveness” by James C. Galvin

Each BOD member received a copy of “Maximizing Board Effectiveness.” Our homework assignment is to read the first six chapters of this book before our next September BOD meeting. The goal is that we more fully understand congregational governance.

**4. REPORTS**

1. President’s Report Highlights, Q & A: Rev. Dr. Lucas Woodford

Rev. Dr. Lucas Woodford presented his report of activities from February through April 2024, as well as his upcoming calendar of meetings/events through September 2024. He also gave information about new vicars and pastors who were recently assigned to the Minnesota South District. There are 39 congregations in our district with a weekly worship attendance of 30 or less. In addition, President Woodford mentioned that Rick Marko fully retired as Treasurer at the end of April. Finally, he opened himself for questions from the BOD.

1. Treasurer’s Report: Mr. Joshua Wagner

Mr. Joshua Wagner, Business Manager, shared the financial summary for the first quarter ended March 31, 2024. The change in assets for the quarter was $(1,310) compared to a budget of $(78,715), over budget by $77,405. Congregational support was $465,377 for the three months ended March 31, as compared to a budget of $512,496 or $47,119 under budget. Through March there were 116 congregations (50% of total District congregations) making gifts ranging from $100 to $42,000. Net gain on investments for the quarter was $128,032.

District expenses for the first quarter ended March 31 were $667,755 compared to budget of $723,707 under budget by $55,952. The operating cash balance has decreased to $131,105 as of March 31, 2024. The operating investments were $2,646, 666 and endowment investments were $4,106,250 as of March 31, 2024. Finally, the District continues to pay its bills in a timely manner.

1. Finance Committee Report

No report was shared.

d) LCEF Report and Delinquent Loan Report

Mr. Kai Larson, LCEF District Vice President, reported investments are totaling $91,379,117 as of March 31, 2024. This includes $3,997,682 in new money; and $287,463 in refinanced loans with LCEF. Kai has been having loan discussions, real estate dialogues, and closed loans with several congregations. Finally, he reported there are currently no impaired or troubled LCEF loans in the Minnesota South District.

e) Special Reports

 There were no special reports.

1. Other committee minutes: Schools & Commissioned Ministers; Ministerial Health; Mission Formation; Missions; Pre-Seminary Committee

Sean Martens, Assistant to the President for Education, mentioned that nine schools in the District are going through the accreditation process. Eighteen new principals have been requested in the past two years for our District schools. Sean also is leading the charge for recruiting new church workers.

Rev. Fred Hinz, Public Policy Advocate for the District, mentioned there is an accelerating erosion of our religious liberty especially regarding abortion and gender identity. In addition, there have been recent personal attacks on pastors. Finally, Rev. Scot Missling is being mentored by Fred to lead in this vital area in the future.

Dr. Phil Johnson, Assistant to the President for Mission Formation, gave highlights of the *Go First!* Ministry Conference. The attendance and session feedback were positive. There were 50 presenters and 20 vendors at this conference.

Rev. Vue Lee, Missions Executive for the District, shared highlights about the recent Multi-Ethnic Ministry conference in St. Louis. He also mentioned a wonderful church planting initiative being emphasized by the Synod.

1. Proposed MNS BOD Policy Manual (third Review)

Rev. Dr. Lucas Woodford explained the Mega-Limitation (policy 4.1) in the revised BOD Policy Manual.

**5. INFORMATION AND DECISION ITEMS**

 a) Reception of the 2023 Audit Report

 Mr. Joshua Wagner, Business Manager, shared that we received a gold star from our auditor. There were no discrepancies or concerns with

 our 2023 financial statement. A motion was made to approve this report. The motion carried.

 b) Consideration for board member (to replace the vacancy left by Rev. Eric Nelson).

 The following nominations were made:

 1. Rev. James Stefanic

 2. Rev. John Henry

 3. Rev. Joshua Arndt

 A motion was made and seconded for Rev. James Stefanic to fill the vacancy on the

 BOD. The motion carried.

 President Woodford also mentioned we will need to appoint a new lay BOD representative to replace Daniel Tao, who will be ordained as a pastor this summer.

1. Appoint chaplain for September BOD Meeting/Retreat to be held at Good Shepherd, Owatonna.

Rev. Mark Loder volunteered to serve as the chaplain for the September BOD meeting.

1. Approval of LWML Pastoral Counselor Candidate: Rev. Herbert Mueller III serving Immanuel Ev. Lutheran Church, Lewiston.

It was moved that Rev. Herbert Mueller III be approved to serve as the LWML Pastoral Counselor. The motion carried.

1. Treasurer vacancy

Rev. Dr. Lucas Woodford mentioned that we need candidates to apply for this part-time position within the District since the retirement of Rick Marko at the end of April 2024.

1. Proposed increase to the Base in the MNS District Compensation Guidelines

Rev. Stefan Wismar, Executive Assistant to the President, shared the current base is $48,985.00. The proposed increase is 3.2% ($1,568.00). A motion was made to make the new proposed base $50,553.00. The motion was approved.

1. Constitution Committee – The following churches submitted constitutions, but they are not yet ready to be approved:

 a. Our Savior Lutheran, Excelsior

 b. St. John Lutheran, Good Thunder

 c. St. John’s Lutheran, Wykoff

 d. Redeemer Lutheran, Rochester

 e. Peniel Evangelical, Eagan

**6. LUNCH**

 We recessed for lunch after a meal prayer and the singing of the Doxology.

**7. OPEN FORUM**

 Rev. Dr. Lucas Woodford led the presentation and discussion concerning the proposed

 changes to the Minnesota South District Board of Directors governance structure.

**8.** **ADJOURNMENT**

The meeting was adjourned at 12:59pm.

 **BOD meeting Schedule Chaplain**

September 16-17, 2024 Rev. Mark Loder

December 10, 2024 Rev. David Mumme

February 15, 2025 Rev. Tom Evans

May 6, 2025 Rev. David Kind

 MNS District Convention (Thursday – Saturday, June 12-14, 2025)