

**Meeting of the United Church of Christ Board of Directors
A Conference Call
2:00 PM EDT,
Wednesday, January 22, 2014**

Members on call: Ms. Maritza Angulo de Gonzalez, Ms. Sue Artt, Ms. Pat Barnes-McConnell, Ms. Joyce Bathke, Ms. Caroline Belsom, Ms. Lynda Bigler, Mr. Geoffrey Black, Ms. Dale Bonds, Ms. Faith Burgess, Mr. Robbie Carlson, Mr. Tom Croner, Mr. Edward Davis, Mr. Mike Denton, Mr. Michael Downs, Mr. Robert (Bob) Frieberg, Mr. David Gaewski, Mr. Gilberto Garcia-Rodriguez, Ms. Kira Geary, Mr. Ben Guess, Mr. Don Hart, Ms. Emily Heath, Mr. Brian Holeman, Ms. Linda Jaramillo, Mr. Noah Jensen Tabor, Mr. Nesa Joseph, Ms. DeEtte (Dee) Lundberg, Ms. Thea Mateu, Mr. Kevin Omi, Mr. Kevin Peterson, Mr. Rich Pleva, Mr. Ernesto (Ernie) Reyes, Mr. Gary Schulte, Ms. Carol Shipley, Mr. Bryan Sickbert, Mr. William Tanner, Ms. Jeanne Tyler, Mr. Dean Wakuzawa, Ms. Elizabeth Walker, Mr. Bernard Wilson, Ms. Kimberly Wood

Members Excused from call: Mr. Frank Bolden, Mr. Geoff Brace, Ms. Sheldon Culver, Mr. William Edwards, Ms. Julia LeBrell, Mr. Jim Moos, Ms. Christina Phillips, Mr. Dwayne Royster,

Members not on call: Mr. Kevin Finley, Ms. Roxanne Gould, Mr. Nevan Strobelt-McCann

Staff on call: Mr. Don Clark, Ms. Michell Farrow, Mr. Lee Foley, Ms. Jan Gomoll, Ms. Melina Higbee, Ms. Kathy Houston, Ms. Ann Kiernozek, Ms. Heather Kimmel, Ms. Karen Koza, Ms. Linda Long, Ms. Loey Powell, Ms. Denise Shimell, Ms. Valerie Smith, Ms. Kimberly Whitney

Mr. Wilson called the meeting to order, the time being 2:01 PM EDT, and declared a quorum, with no fewer than 36 members present on the call. He then, noting no objections, called for approval of the agenda. The agenda was approved.

Mr. Wilson instructed members to forward questions via the chat feature on the webinar portion of this meeting to Denise Shimell. He will then repeat each question and respond.

Mr. Wilson asked to grant voice to staff present: Mr. Donald Clark, Ms. Michell Farrow, Mr. Lee Foley, Ms. Jan Gomoll, Ms. Melina Higbee, Ms. Kathy Houston, Ms. Ann Kiernozek, Ms. Heather Kimmel, Ms. Karen Koza, Ms. Linda Long, Ms. Loey Powell, Ms. Denise Shimell, Ms. Valerie Smith, and Ms. Kimberly Whitney.

Mr. Wilson asked to lift the United Church Fund's Board members and staff in prayer in the passing of their Chief Financial Officer, Michelle Andree.

Mr. Black offered the opening prayer.

Update on the Plan for Fiscal Stability

Ms. Houston gave a brief review of the “Expense Reduction Estimates” report that was distributed with the agenda. The report is utilized to track the decisions that were made to date that track expense reductions.

At the fall meeting the Board approved a budget with a \$2.3 million deficit with the condition that the Collegium begin to make reductions and review offices to determine where further reductions can be made. These reviews were done in partnership with conferences and other related entities. The report indicates that projected reductions are approximately \$1.4 million against the \$2.3 million. The Collegium originally committed to finding \$1 million by the end of 2013, which puts them ahead of their goal as of December 31, 2013.

The Collegium is working with two consultants for organizational purposes and one for philanthropy and stewardship, to review essential functions within the national setting, particularly in the office of Philanthropy and Stewardship. This report shows reductions and staffing changes, but also shows new line items that were added to the budget. An example is the elimination of Meeting Services staff, and the added line item of \$50 thousand for an event planner, particularly as it relates to General Synod, if someone outside of the building is needed. These are all of the adjustments made to date, whether through positions being eliminated, grants being reduced or changes in funding for some staff travel. This report is for informational purposes only and is subject to change as we move forward in reaching the goal of \$2.3 million.

Mr. Wilson called for questions to be submitted.

Update on the OPS Director Search

Mr. Black, with assistance from Mr. Guess, updated members with information on the search for a Director for the Office of Philanthropy and Stewardship. Mr. Guess serves on the Development Committee of the Board.

The position for the Director of Philanthropy and Stewardship has been posted. Applicants have responded, but the deadline for applications was moved to mid-February to maximize considerations. Time for potential candidates was lost during the holidays and due to the cold weather snap. To date applications from 10 qualified candidates have been received. There was hope for a larger pool, thus the extended application period to February 15th. The search committee has intentionally identified, reached out and invited, qualified candidates to apply. Mr. Guess invited Board members to also encourage applicants.

The members serving on the search committee are the Collegium officers along with Mr. Patterson who serves as chair to the Development Committee. There was a meeting yesterday with Christian Bradbury, the fundraising consultant, to identify key components of the Directors position and to flush out what the new Office of Philanthropy will look like under the new director. She is also assisting to identify candidates.

Mr. Guess noted Ms. Loey Powell as the interim Director of the Office of Philanthropy and Stewardship. She also serves as staff to the Development Committee during the search process.

Mr. Wilson called for questions. He then responded to the following questions:

Question: What is the process and timing to find the additional \$1 million?

Response: Consultants will look at the Office of Philanthropy and the overall organizational structure and bring preliminary recommendations to the Board with suggestion on how to move forward with the budget for 2015. The organizational consultants are Dudley, Hamilton and Associates, and the work will be done between now and the Fall Board meeting.

Incremental decisions will be made beginning with the March Board meeting that would move toward reaching the \$900 thousand mark.

The goal is to implement the recommendations by January of 2015.

The consultants will also solicit input from sources such as Conference Ministers, which are scheduled to meet at the end of February, along with input from regularly scheduled Collegium meetings. Mr. Downs and Mr. Hart are also included in these conversations.

Question: How will we know if projected reductions are realized on time?

Response: Through regular consultation with the Board and consultants to provide quarterly reporting on where we are.

Question: Are consultants assisting with the search for the Director in the Office of Philanthropy and Stewardship?

Response: Consultants will assist by reviewing, accessing, and providing questions for the interview process, but will not serve in the decision making process.

Question: Is the Director of the Office of Philanthropy and Stewardship a resident Cleveland position?

Response: The Director's position will need substantial residency in the building and in Cleveland. The primary focus is on that person being present in Cleveland.

Question: Do reductions in the budget take into account severance for those staff members that were cut or were those figures applied to the 2013 budget?

Response: The figures were reflected and accrued in 2013. Note that there were positions that were open and then eliminated.

Question: Is there a list of staffing changes?

Response: Yes, and will be made available to the Board. Announcements were made to national staff.

Question: How does incoming OCWM look? Will these cuts be enough?

Response: May hold steady or show a slight increase for next year. Figures haven't been compared to 2013 receipts and to the goals established for 2013 by the conference. For the conferences that didn't submit information, 2013 goals were used at 95% for 2014, and another 95% for 2015. If their 2013 goal was higher than the 2012 receipts, the 2012 receipts were used in order to show conservative figures.

Included in the projections were funding from Church Building and Loan Fund, which has committed \$100 thousand towards basic support. In the last 10 years the Cornerstone Fund has tithed a portion of their income as well. Those numbers are included. We are anticipating a .2% increase in basic mission support between 2014's budget and 2015.

Mr. Wilson announced that he and Mr. Black met with Brian Sickbert, CHHSM Executive, on January 8th to discuss the United Church of Christ Board's action relating to the 501 (C)(3) issue. In that meeting both Mr. Wilson and Mr. Black agreed that, as a courtesy, it was appropriate to notify Mr. Sickbert of the action before it was to come before the Board at the October meeting. Apologies were extended to Mr. Sickbert. Mr. Sickbert agreed that the meeting on January 8th has concluded the matter and is looking forward to moving ahead in partnership and continued covenant.

Mr. Wilson and Mr. Black, along with the Executive Committee at its November 13th meeting, reiterated the necessity, on advice of the General Counsel, for the Board's timely and correct decision in this matter. To do so otherwise would perpetuate an inaccurate representation by the United Church of Christ, and one that is inconsistent with polity.

Mr. Black and Mr. Wilson attended the Pension Board meeting in November and out of a discussion of the Committee on Corporate Social Responsibility came the idea of the Special Advisory Committee of the United Church of Christ Board. This ad hoc committee would serve as a repository for information, a table for divergent voices across the UCC, to dialogue and seek common ground around tough issues facing the Church.

Mr. Wilson met yesterday with Ms. Barbara Kershner Daniel to discuss the work of the ad hoc committee for which he will name appointments to in the near future.

Mr. Wilson has also made other appointments to various bodies and moved some members of this Board from one standing committee to another to better utilize talents and leadership. A full listing of the appointments is forthcoming from Ms. Shimell.

Congratulations to Mr. Foley who was named the new Chief Administration Officer effective January 1, 2014.

Mr. Moos has formally given notice of his intent to serve for a second four year term. His annual review will be rolled into the re-nomination process, and will be handled slightly differently than the other officers this year.

Mr. Wilson met with Mr. Foley and Ms. Alisa Lewis, the Human Resources Director, earlier this month and went over the process for the annual performance reviews of the officers. Ms. Lewis will solicit input from all areas of the Church. Mr. Black, Ms. Jaramillo and Mr. Guess will have their formal reviews the day before the Board meets in March.

The Board of Directors will convene for its full meeting, March 13-15, 2014. Those members of the Board conducting the officer reviews and those who serve on the General Synod Program and Planning Committee will need to arrive in Cleveland a day or two ahead of the remaining membership. Ms. Shimell will forward information relating to the meeting within the next several days.

Mr. Wilson moved the Board into executive session and excused staff, concluding the business portion of the meeting at 2:30 PM EDT.

Respectfully submitted;

Michell Farrow
Recording Secretary
The United Church of Christ Board of Directors