



CONCORDIA SEMINARY
SAINT LOUIS, MISSOURI
MAY 19-20, 2022

Thursday, May 19, 2022

Board Members present: Rev. Dr. Tyler Arnold, Rev. Joel Brondos, Dr. Paul Edmon, Mr. Paul Hegland, Dr. John Lang, Rev. Peter Lange, Rev. W. Maximillian Mons, Mr. Bruce Paradis, Dr. Michael Staub, Mr. Mark Stern.

Board Members Absent: Rev. Bruce Keseman, Rev. Dr. John Wille.

Staff Present: President Thomas Egger, Provost Douglas Rutt, Dr. Ronald Mudge, Mr. Michael Louis, Mr. Chad Cattoor.

Guest Present: Rev. Dr. Lee Hagan.

Chairman Mons called the meeting to order at 8 a.m.

Devotion. Mr. Paradis opened the meeting with a devotion from Isaiah 12:1-6.

Minutes and Agenda. Chairman Mons reviewed the agenda.

MOTION: Dr. Edmon moved to approve the minutes from the February 3-4, 2022 meeting (regular sessions); the motion [22-15] was seconded and carried.

MOTION: Dr. Edmon moved to adopt the agenda; the motion [22-16] was seconded and carried.

MOTION: Dr. Edmon moved to approve the consent agenda; the motion was seconded and carried. This approved the following action items:

[22-17]: Approval of Governance and Audit Committee Charter

[22-18]: Appointment of Board Chairman to Fincke Shine Review Committee

[22-19]: Advancement in Rank: Joel P. Okamoto (to Professor of Systematic Theology)

[22-20]: Advancement in Rank: Peter H. Nafzger (to Associate Professor of Practical Theology)

[22-21]: Sabbatical Request: Peter H. Nafzger (Fall 2022)

[22-22]: Gustav and Sophie Butterbach Endowed Chair in Exegetical Theology (remove Thomas J. Egger; appoint Timothy Saleska)

[22-23]: Frank and Valerie Fuerst Endowed Chair of Historical Theology (a new chair: appoint Joel Elowsky)

[22-24]: Approval of Finance Committee Charter [22-25]: Approval of Authorized Signers

[22-25]: Approval of Authorized Signers

[22-26]: Approval of Fincke Shine Budgets

[22-27]: Approval of Distance Logos Bible Software Fee (\$350)

Dr. Edmon moved to enter executive session with staff and guest present; the motion was seconded and carried.

The Board entered executive session.

[EXECUTIVE SESSION, including adoption of Action Item 22-28]

The Board exited executive session.

Overview of Presidential Review Process. Chairman Mons distributed an explanation of the annual presidential review process required by Bylaw 3.10.5.6.1(b), and explained how the review will be conducted.

Governance and Audit Committee. Vice Chairman Arnold reported that the committee met in March and in April via videoconference. We will discuss the Seminary strategic plan during this meeting. The committee has discussed both the Board self-evaluation and the presidential review process. The committee has also discussed updates to risk management and the insurance program for the Seminary.

Faculty Presentation. Dr. Joel Elowsky joined the meeting. He discussed his research interests and displayed copies of various scholarly works that he has written or with which he has been involved. The Board thanked Dr. Elowsky for his demonstrative presentation; Dr. Elowsky was excused from the meeting.

The Board recessed for Chapel at 9:25 a.m.

The Board reconvened at 10:30 a.m. Associate Provost Benjamin Haupt was present for this session.

President's Report. Dr. Egger directed the Board to his written report. He noted the need to upgrade the M.Div. curriculum with increased emphasis on Biblical languages and Holy Scripture as a priority. He also outlined the status of various international initiatives around the world.

Governance and Audit Committee, continued. On behalf of the Governance Committee, Dr. Arnold moved adoption of an Amendment to Board Policy 10.1, Hiring Practices, and directed the Board to this item in the Board packet. The purpose of the amendment is to clarify the process by which calls are

issued to rostered church workers for non-faculty positions at the Seminary. Dr. Edmon moved to amend the motion strike the second sentence of subsection 3(e) of the proposed policy. The amendment was seconded; discussion followed. Dr. Staub moved the previous question, which carried. The motion to amend carried. Dr. Edmon then moved the previous question on the original motion as amended, which carried. The main motion, as amended, carried [22-29].

President's Report, continued. Dr. Egger distributed copies of a "First Draft Proposal of Concordia Seminary Strategic Plan 2023-2026" for review by the board, and outlined the elements thereof.

The Board recessed for lunch at 11:58 a.m.

The Board reconvened at 1 p.m.

President's Report, continued. Dr. Egger continued the review of the strategic plan first draft. Board discussion followed. Board members should provide any suggested language to Pam Davitz by July 15 for inclusion in the August board packet. Extensive discussion on the draft document continued.

The Board recessed at 2:30 p.m.

The Board reconvened at 3 p.m.

Discussion continued.

Finance Committee. Mr. Cattoor led the Board in a review of the March 31, 2022 financial statements.

On behalf of the Finance Committee, Mr. Paradis moved that the Board approve a language and formation lab fee of \$750 per semester beginning with Academic Year 2022-2023, and modify the financial aid policy to award financial aid (i.e., guaranteed tuition) to cover this specific fee. After discussion, the motion [22-30] carried.

On behalf of the Finance Committee, Mr. Paradis moved that the Board adopt the proposed budget for the fiscal year ended June 30, 2023, and instruct the administration to take all additional necessary actions implied by such adoption. After discussion, the motion [22-31] carried.

Governance and Audit Committee, continued. On behalf of the Governance and Audit Committee, Dr. Arnold moved that the Board work with Concordia Plan Services to design, by September 30, 2022, an insurance/risk management program for the Seminary that will involve little or no risk-sharing with other institutions, and separately obtain a proposal from at least one outside/independent provider, to allow a staff recommendation to the Board at the November 2022 meeting. Mr. Cattoor led a discussion of the issues involved. After discussion, the motion [22-32] carried.

Discussion continued regarding the dates for the August 2023 Board meeting. It was noted that the currently scheduled dates of August 10-11, 2023 will be shortly after the Synod convention concludes. By consensus, the dates will remain as previously set.

Mr. Hegland moved to enter executive session; the motion was seconded and carried.

The Board entered executive session.

[EXECUTIVE SESSION, including adoption of Action Items 22-33 and 22-34]

The Board exited executive session.

The Board recessed at 4:21 p.m.

Friday, May 20, 2022

Board Members present: Rev. Joel Brondos, Dr. Paul Edmon, Mr. Paul Hegland, Dr. John Lang, Rev. W. Maximillian Mons, Mr. Bruce Paradis, Dr. Michael Staub, Mr. Mark Stern.

Board Members Absent: Rev. Dr. Tyler Arnold, Rev. Bruce Keseman, Rev. Peter Lange, Rev. Dr. John Wille.

Staff Present: President Thomas Egger, Provost Douglas Rutt, Associate Provost Benjamin Haupt, Dr. Ronald Mudge, Mr. Michael Louis, Mr. Chad Cattoor.

Chairman Mons called the meeting to order at 8 a.m.

Devotion. Dr. Staub opened the meeting with a devotion from John 16.

Enrollment Committee. On behalf of the committee, Dr. Staub updated the Board on recruitment efforts, and introduced Dr. Haupt to review enrollment numbers. Dr. Haupt directed the Board to his written report. New staff have been added to replace those who left, and he believes that with full staffing, enrollment will be higher next year.

Faculty Presentation. Dr. Kent Burreson joined the meeting. He discussed his research interests, his presentation “Orbiting Christ: Adult Faith Formation and Congregational Transformation”, and his work on issues relating to death and natural burial. The Board thanked Dr. Burreson for his presentation; Dr. Burreson was excused from the meeting.

The Board recessed for the Theological Diploma Service at 9:28 a.m.

The Board reconvened at 1:46 p.m. Dr. Haupt was not present for the afternoon session.

Academic Committee. Dr. Edmon reported that the committee has reviewed and approved a memorandum of understanding regarding the CMC program, which is being presented today. The committee has also asked staff to provide an update on the manner in which adjunct faculty are selected and used by the Seminary, for review by the Board. The committee will evaluate faculty teaching loads and administrative duties, with the goal of freeing up faculty time for classroom teaching. The committee also discussed concerns relating to Concordia Journal content, and the need for a clearer definition of the purpose and mission of each publication of the Seminary.

On behalf of the committee, Dr. Edmon moved that the Board grant approval to the Seminary administration to sign, in the form presented to the Board, the draft Memorandum of Understanding with Concordia University Irvine for the Cross-Cultural Ministry Center partnership between the two institutions. Dr. Rutt provided additional background on discussions with Concordia Irvine. After discussion, Mr. Stern moved the previous question; the motion carried. The main motion [22-35] carried. Rev. Brondos abstained from the vote, and Secretary Stern asked that his Present vote be recorded.

Dr. Rutt directed the Board to his written report, including the advancements in rank, sabbatical, and new chair designations, all of which were approved yesterday in the consent agenda. He also directed the board to the ATS reports in the Board packet comparing CSL with other peer institutions on various metrics.

Mr. Hegland moved to enter executive session; the motion was seconded and carried.

The Board entered executive session.

[EXECUTIVE SESSION]

The Board exited executive session.

Mr. Hegland moved to adjourn; the motion was seconded and carried, and the Board adjourned at 4:05 p.m. with prayer.

Respectfully submitted,

Mark O. Stern, Board Secretary