

**MINUTES
BOARD OF DIRECTORS**

**LCMS International Center and Hilton St. Louis Airport, St. Louis
November 17–18, 2023**

25. Call to Order and Opening Prayer

With all members present (Pastor Hoem, by internet conference), Chairman Preus called the meeting to order. Also in attendance were Chief Administrative Officer (CAO) Felix Loc, Chief Financial Officer (CFO) Nathan Haak, Chief Mission Officer (CMO) Kevin Robson, and Krissa Lubben of Thompson Coburn, the Synod’s general counsel. On Friday, First Vice-President Lange offered prayer (p. 7/309). On Saturday, Pastor Gallup offered a devotion based on 1 Thessalonians 5:1–11 and *LSB* 834, “O God, O Lord of Heaven and Earth.”

26. Adoption of Agenda and Consent Agenda

Chairman Preus introduced the meeting agenda (p. 9–10/309) and consent agenda (pp. 12–13/309). These were separately moved and adopted, the consent agenda reading as follows:

WHEREAS, The Board of Directors has adopted a policy allowing for the use of a consent agenda; and

WHEREAS, Board Policy 3.9.4, “Consent Agenda,” reads:

3.9.4.1 The Board makes use of a consent agenda to expedite the conduct of routine business during Board meetings in order to allocate meeting time to education and discussion of substantive issues.

3.9.4.2 The consent agenda should consist of routine matters that require Board action. Typically, these items include the approval of minutes, acceptance of officer and other written reports (excluding the quarterly financial/budget report), and adoption of routine or non-controversial action items.

3.9.4.3 The Chairman shall be responsible to approve the proposed consent agenda for each meeting upon recommendation of the Chief Administrative Officer. The consent agenda shall be distributed with the meeting docket.

3.9.4.4 The consent agenda will be presented to the Board for adoption as soon as practicable after the opening devotion on the first day of the meeting.

3.9.4.5 Any item which appears on the consent agenda may be removed from the consent agenda upon request by a member of the Board. Items removed from the consent agenda will be considered at another time during the meeting as determined by the Chairman. The remaining items will be voted on by a single motion to approve the consent agenda.

3.9.4.6 The approved motion will be recorded in the minutes, including a listing of all items appearing on the consent agenda.

therefore, be it

Resolved, That the Board of Directors herewith accept this consent agenda which includes the following:

- Officer and related Strategic Reports
 - Office of the President, Church Relations, and First Vice-President
 - Secretary, Rosters, CCM, COH, and Conflict Resolution
 - Council of Presidents
 - Chief Administrative & Chief Financial Officers
 - Board of Directors
- Legal, Risk Management, External Audit
- Accounting
- Human Resources
- Operations / Information Technology
- Chief Mission Officer & BNM, BIM
 - International Mission
 - National Mission
 - Pastoral Education
 - Mission Advancement

- Communications
 - Commission on Theology and Church Relations
 - Concordia Historical Institute
 - Concordia University System
 - KFUE Radio
- Board of Directors Committee Reports
 - Governance Committee
- Personnel Committee
- Action Items
 - Approval of September 14 LCMS Board of Directors Minutes

and be it further

Resolved, That the minutes of this meeting reflect the acceptance of the reports and other items as listed above.

27. President’s Report

Chairman Preus called upon President Harrison to extend upon his written report (pp. 37–45/309). Harrison noted a very strong meeting with international church partners in Wittenberg, Germany, and the progress being made with two men on LCMS Church Relations staff, “upping the Synod’s game” internationally, with fruit starting to show. Harrison also noted the recent Council of Presidents meeting in Irvine, California, in his impression, “the best we’ve ever had,” with district presidents engaged in theology, conversant in the Scriptures and Lutheran Confessions, supportive of the Synod’s doctrines, and studying together Walther (*Church and Ministry*) and Lieberg (*Office and Ordination in Luther and Melancthon*). There is broad consensus on many issues that used to be divisive. The meeting included a “great visit” to Concordia University Irvine, including to the university’s new “Spectrum Campus,” the acquisition of which was approved by the board December 22, 2022. Harrison translated for the board from Luther’s “To the Councilmen of All Cities in Germany that They Establish and Maintain Christian Schools” (WA 15.32.1–10; LW 45:44–45). He noted the Synod’s unity in the Gospel and confession at its recent convention and, in frightening likeness to Luther’s remarks about the Germany that proved thankless at its passing rain shower of the Gospel, the potential for the sin of “thanklessness” among us. He concluded by giving thanks for the many blessings the board and the Synod enjoys. Let us be thankful!

Chairman Preus noted the Praesidium’s appointment of members of Concordia University System universities after the convention, which was done without the bylaw-required consultation with the Board of Directors, largely result of this consultation being a new process and its needing to immediately follow the convention. It was suggested that, in the future, this be included in the board’s agenda calendar for its first meeting of the upcoming triennium. President Harrison explained how the process took place and shared with the board the names of those appointed. The board discussed possibilities for fulfilling this requirement in a timely and efficient manner, it being noted that an action item has been prepared in this regard.

It was moved and adopted to support the Praesidium’s appointments to the university boards of regents, as presented to the board.

28. First Vice-President’s Report

First Vice-President Peter Lange reported to the board on the work of the Colloquy Committee for Commissioned Ministry (CCCM). He noted new committee members, Concordia University Nebraska President Bernard Bull and Concordia University Irvine Placement Director Cari Chittick. Key undertakings at present include adoption of policies and procedures pursuant to newly adopted Bylaws 2.8.4.1 and 3.10.3.3, regarding a new role for the CCCM in handling graduates of disaffirmed universities or programs, formerly affirmed as part of the Concordia University System. He explained the application of these bylaws to various situations. The colloquy application process is also under revision, advancing CCCM approval of eligibility and district president endorsement. Once policies are revised, these will be published. Finally, Lange described the “rethinking” of CUEnet (Concordia University Education Network), a joint venture of the CUS schools as to content delivery, strategic plan, and staffing, a process

being led by the university presidents and especially President Bull. Noted among policy revisions was the removal of the prerequisite of state licensure for teachers to better accommodate classical Lutheran education and a clarification of the prerequisite LCMS congregational membership. He noted increasing applications from Concordia universities and pressure from some parochial and high schools to reduce time and cost barriers for commissioned colloquy; other schools are seeking a “raised bar” and greater standardization across supporting faculties. In recent years, an average of 62 teachers (and four non-teacher commissioned ministers) are admitted to the roster by colloquy each year, comparing to an annual graduation of 86 rostered teachers by Concordia universities.

29. Chief Mission Officer Report

Chief Mission Officer (CMO) Kevin Robson extended upon his written report (pp. 74–86/309), noting highlights in the various areas under his supervision:

- **Boards for International and National Mission (BIM and BNM)**: BNM has endorsed its respective office’s strategic plan for the upcoming budget cycle; BIM will engage this process in December. (Robson noted that a similar planning process will be undertaken with the other units.) These are intended to be made public before the Board of Directors engages the budget process in the spring.
- **Office of International Mission (OIM)**: Missionary recruitment is proceeding, with three calls to be extended. Approximately 30 alliance missionaries, particularly in Africa and Latin America—Caribbean, join 100 “regulars” in the field. Legal and financial requirements for entry into new fields is being “systematized” with an outside consultant. Work continues on more effective mission coordination with Shanghai and Hanoi international schools, where there are enormous challenges getting rostered faculty onboard. A unit executive search continues; President Harrison and BIM will refine a short list late in November, with face-to-face interviews slated for December.
- **Office of National Mission (ONM)**: Executive Director Galchutt is leveraging and creating new connections with districts, receiving positive feedback without and within. The church planting initiative is of high priority. Staff recruitment is being pursued aggressively in Youth, Church Planting, and All Nations.
- **Office of Pastoral Education (PED)**: Robson noted *Set Apart to Serve* resources being made available to congregations, schools, and workers at no cost through the Synod website, as well as kits being surfaced mailed to all congregations and schools in 2024. The effort is planning to make an additional \$327k expenditure with Standing Partnership for continuation of its second-career focus (Phase I), an expenditure outside the current (conservative) FY24 budget. Funds are in hand, designated for *Set Apart to Serve*, with optimism for more to be received.
The Pastoral Formation Committee met jointly with the seminary boards of regents, mainly regarding 2023 Resolutions 6-02 and 6-03 and the latter’s “major research project” to compare outcomes of in-person and online routes.
- **Mission Advancement (MADV)**: Robson and Executive Director Hofman will report to the board on a response to the recent evaluation.
- **Communications (COMMS)**: Discussions with Concordia Publishing House continue concerning broadening and deepening engagement with *The Lutheran Witness (LW)*. Select subscribers to *LW* and to *Lutherans Engage the World* will soon receive a packet intended to explore cross-pollination of the two subscriber pools and perhaps a combination of the two publications and related online streams. Two potential contractors have been interviewed regarding the digital platform replacement, one of which has emerged as a leader. This would be a 40-week project (discover, design, build), \$800k–\$1M total, excluding software licensing; the initial “discovery” phase is \$167k. A fully functional platform is to be in place before the end of the next calendar year.

Chairman Preus noted, without objection, the notice to the board of the additional \$327k expenditure. CMO Robson noted a potential second phase within FY24; in FY25, with resources having been developed, spending on this project will be expected to taper to a “sustainable level.”

30. Financial Report and Giving Trends

Chief Financial Officer (CFO) Nathan Haak extended his written report (pp. 66–73, 107–9/309), reporting on finances and giving trends for the first quarter (Q1) of the 2023–24 fiscal year (FY24). He highlighted:

- Headway is being made on finance operational items with accounting department staffing concerns abating. September financials closed 45 days earlier than the prior year, allowing a report on FY24 Q1 at this November meeting.
- Net assets are up \$21M relative to September 30, 2022, due to rebounding investments and growth of cash (\$6.1M increase in unrestricted net assets, including a \$5M LCMS Holdings dividend and \$1M KFUE tower relocation payment; \$9M increase in temporary restricted; \$5M in permanently restricted, including a \$3.5M initial funding gift to the Together as Synod Endowment). This includes \$31M in cash and fixed rate securities earning in excess of five percent and contributing to \$327k in interest income this quarter, compared to \$29k last year.
- Year-to-date support is up 42 percent (%), driven by bequests (up \$3M), with gifts/grants approximately flat. However, unrestricted gifts—excluding Bolick Foundation grants to unrestricted of ~\$300k received June 28, 2023, which will be a net asset release during the year—are up \$220k (80%) and unrestricted bequests up \$239k (280%).
- The year-to-date unrestricted draw is in deficit by \$1.022M (however, excluding convention in the current year and youth gathering in the prior year, this is \$700k favorable relative to last fiscal year), largely due to \$500k in programs, \$300k in ecclesiastical, \$208k in legal, 78k in Church Relations, and \$200k in management/general (CAO overlap and insurance).

In the “upside-down P&L,” Haak noted impacts of legal, Church Relations, the CAO overlap, and insurance in an increased first-quarter total expense of \$16.15M (\$15.47M last year), excluding Youth Gathering and convention, which has been met with \$9.24M in net restricted asset releases and \$6.91M in unrestricted assets. A strong Q1 for unrestricted revenue reflects district receipts ahead of both prior year and budget and some rebound in unrestricted giving. Interest income is \$327K vs \$29k last year, on track to exceed budget. This partially offsets a \$1.34M operating deficit (compared to \$1.74M last year), along with a \$350k convention surplus, for a \$671k decrease in unrestricted net assets. In a program summary, Haak noted a significant unrestricted overdraw in International Mission, which may be aided by bequests not yet booked; he also noted KFUE’s draw as something to “watch carefully,” though its revenue often comes later in the fiscal year. Mission/ministry spending of \$10.70M leads revenues and net assets released by \$2.27M, indicating a need for correction in key areas.

Haak reported a current ratio of 5.3, a program spending ratio of 80.4%, 450 days cash (149 days, excluding investments) on hand, and a headcount of 184. Finance and Audit Committee Chairman Mackay noted that a program spending ratio well above the 75% target may suggest underspending in support areas, including finance and accounting. Haak shared examples of more robust reports on network-supported missionary funding status being developed in Microsoft Power BI, to replace current monthly snapshots with real-time and interactive long-term trend data. This is a pilot project in developing real-time interfaces to the accounting system that can be shared with management to guide operational and mission development decision-making and to control, once expanded to new areas, presently unexpected unrestricted releases before they happen.

CFO Haak noted his time with the Joint Business Administrators Conference, which met this week in St. Louis. While Synod shares detailed financials in the interest of financial transparency, he noted that more digestible forms of information will make a greater impact in the broader Synod.

31. Finance and Audit Committee

Finance and Audit Committee Chairman Leo Mackay reported on the Thursday afternoon meeting of his committee with CFO Haak and LCMS Accounting and Financial Services Executive Director Christopher

Wood, “wonderful staff.” He expressed his “delight” as a new audit chairman at the quality of staff and committee and at the financial situation of the LCMS, while noting that with program spending levels showing “very low levels of overhead,” the LCMS should be careful not to be understaffed or under-administered for the amount of funds flowing through. He noted several details:

- Two accountants from Armanino shared the draft FY23 audit report, to be shared with the board. The final report awaits some constituent parts, especially the audit of LCMS Holdings, Ltd., Hong Kong. These details are not expected to have a significant material impact. The committee will recommend adoption of the audit report when a review is complete; if everything is clean as anticipated, the board will be asked to give unanimous written consent.
- One minor misstatement was noted in the audit report, nothing to be concerned about, not a significant deficiency, much less a material weakness.
- The LCMS investment management policy is also under discussion. In the last four or five years, assets under management have tripled and investment management strategy has changed. Total investments and cash are \$150M, up \$13M in one year, with a move to a 70/30 equity to bond ratio reflecting a more aggressive seeking of returns. The Synod has seen a remarkable positive shift in unrestricted reserves. Mackay noted that unrestricted and temporarily restricted assets are invested for good stewardship, at minimum as a guard against inflation; however, these asset classes have different risk profiles as losses on temporarily restricted assets reduce unrestricted flexibility. The committee is hoping to propose, in February, a policy that reflects this distinction. Another component is a policy for long-term stable management of unrestricted (including board-designated) assets.
- Mackay noted having asked for a review of convention charges and board policies, which was prepared by staff, “a good report,” for the committee docket. Much discussion has been had regarding internal control processes. The place of the internal audit function is a question, a capability that Mackay finds important; technology may help fill this gap cost-effectively. CFO Haak and staff are conducting a process review to evaluate policies and processes that give needed guidance for proper performance; internal audit measures process adherence but relies on clear policies and effective processes.
- Noted was continued work on a budget deviation approval policy (p. 75/128 of the Audit Committee docket). A balance needs to be struck, Mackay explained, with regard to spending of restricted funds received beyond the current expense budget, between allowing the “entrepreneurial spirit” of program leads—which ought not be unduly dampened—and the board’s responsibility for the overall planning and direction of Synod activities and the CFO’s controllership role—which must not be diminished. A budget deviation policy has been presented in draft form and is under consideration by the committee; this will be circulated to the board. The President noted reservations that there be ability to “capitalize on significant events,” perhaps through electronic board approvals, and that the President have “significant flexibility” in the use of Mercy funds. Mackay concluded that budget stability and reliable projections are the key desired features throughout.

32. Armanino Annual Audit Review

Tommy Hill (senior manager), and Michael Dudley (manager) of Armanino (Janet Ramey, signing director, was unable to be with the board due to a family commitment) joined the board to present (pp. 293–307/309) draft audited, consolidated financial statements for The Lutheran Church—Missouri Synod and subsidiaries (Concordia Plan Services; Lutheran Center for Religious Liberty; and LCMS Holdings, Ltd., Hong Kong, for which Armanino relied on the audit of Hong Kong auditors, presently being finalized) fiscal year ending June 30, 2023 (FY23, pp. 237–92/309). Dudley explained that these received an “unmodified opinion” with no material weakness communicated relative to internal control matters. Auditors noted appreciation for

LCMS financial staff, reported a smooth audit process with required communications and a “skilled, experienced, knowledgeable, and engaged Audit Committee.”

As part of the audit process, one adjusting journal entry was made that had an impact on the change in net assets as of June 30, 2023, that being to record a \$994k receivable for an unconditional grant received in March 2023. Proposed also (but uncorrected) were adjustments for the change in methodology related to the timing of investment income recognition for investments held at LCMS Foundation, increasing FY23 net income by \$760k and decreasing beginning net assets, and for the prior-year impact of not recording the unconditional grant receivable, increasing beginning net assets and decreasing current-year pledge income by \$929k. The net impact of these two changes would have been an increase to beginning net assets of \$169k. These were isolated issues unrelated to internal controls and will have no carryover impact to future fiscal years.

In an analysis of the financials for corporate Synod only, Hill noted a 43% increase in total assets since 2019, largely due to receipt of dividends from LCMS Holdings and other one-time events. Recovering markets and Youth Gathering income made significant positive impacts on the FY23 statement of activities, relative to FY22. Hill noted an increase in reserves relative to total operating expenses, from 5% and 8%, respectively, in 2019 and 2020 fiscal years to 48% and 49% in 2022 and 2023, and an increase in the fraction of these assets that is without either donor restriction or board designation. He noted continuing work by LCMS management to address long-term board designation of assets. He reviewed five-year trends in unrestricted-undesignated, board-designated, and donor-restricted (temporary and permanent) assets, noting favorable growth.

Program expenses have increased significantly in FY22 and FY23, while general and administrative and fundraising expenses have held steady. The program spending ratio continues to increase, reaching 82.3% in 2023, a level that may indicate a strain on management and general staff supporting the business of the LCMS.

Noted were a few nonprofit industry trends: staffing concerns, especially in accounting and fundraising; increasing size and frequency of donations dependent on a planned approach to younger donors; impact of environmental, social, and governance initiatives; harnessing technology through “robotic process automation” and “digital workers,” freeing human workers to offer more “value-additive” services; and warehousing and leveraging data, migrating to a “single source of truth” for organizational decision support.

Audit Committee Chairman Mackay noted a discussion about internal controls and segregation of duties, as well as a review of the minor corrections to this fiscal year’s statements. He noted good interaction with the Armanino auditors. The board’s adoption and issuance of the audited financial statements will occur at a later date, presumably within the next two weeks, once all subcomponents are finalized, as described under the audit committee report.

33. Personnel Committee

Personnel Committee Chairman Jan Lohmeyer extended on the written report of his committee (pp. 118–19/309), noting:

- the upcoming annual performance review of CFO Haak (starting December 1, results to be shared with the board at its February meeting).
- receipt of district salary survey results, national salary survey results, and local salary survey results.
- discussion of International Center (IC) morale, partially as a result of review of the Langley report. Results of an underway third-party survey on employee engagement report are to be reviewed at the next Personnel Committee meeting.

- five appointments (some to multiple seats) to be considered at the January Personnel Committee meeting, all of which have received adequate levels of nomination late in the process, with more than the usual encouragement (by the Office of the Secretary) of nominators to participate.
- on the suggestion of former CAO Simek, the committee is exploring the possibility of CAO Loc pursuing an executive MBA. The committee may return with an action item for the board.
- the appointment process open for a potential appointment of a board member with financial expertise.

34. Concordia University System Update and Action Items

Chairman Christian Preus updated the board on developments regarding implementation of changes directed by 2023 Res. 7-04B to Concordia University System (CUS) and the Synod's relationship with its universities (p. 235/309).

- Training of university boards of regents (minutes of Sept. 14–15, 2023): Chairman Preus explained the new mandate of regent training, to be performed by CUS, by the Board of Directors, and by the university board chairs (Bylaw 3.10.6.2.2).

Discussion continues with CUS and university presidents about how the first round of training should occur, with CUS favoring in-person training by CUS and BOD in conjunction with regent meetings, at which the local aspect of training could occur. University presidents, noting difficulty and expense of scheduling a new in-person meeting in the current year for such training, which might be poorly attended, suggested an online or hybrid approach. Preus has suggested a compromise: a hybrid approach this year, to be followed by an in-person meeting in future years. A 1.5–2-day meeting is contemplated, perhaps in early June, perhaps with co-located regent meetings, perhaps at a centrally located Synod university. The board discussed in broad strokes the necessity and value of the training, as well as its preference for in-person training.

Preus also noted the oft-cited thought that collaboration among the Concordias is important, a responsibility placed into the hands of the boards of regents, and that this might provide an opportunity for this to take place.

- Exploring a Synod fund to assist in funding Synod universities (minutes of Sept. 14–15, 2023): CAO Loc explained CFO Haak's draft proposal for a "Joint Seminary Fund" style pool benefiting CUS and LCMS universities training rostered church workers. A fixed portion would support CUS' role in guiding the formation of church workers, with the remainder split among universities based on a formula considering a 3-year trailing average placement / seminary enrollment rate for rostered church workers. Corporate Synod could potentially provide some seed funds to stabilize year-to-year proceeds. Distributions would be unrestricted. CMO Robson explained that this might best be positioned as a relatively passive program for those already connected with giving to the Synod, so as not to be perceived as "competing" with individual schools' advancement programs.
- Resolution regarding Bylaw 3.3.4.10.1 (minutes of Sept. 14–15, 2023): After discussion with CAO Loc and CFOs at four of five universities (for the other, schedules did not align), CFO Haak presented a proposed structure for the advisory committee's composition and work. The committee would consist of 5–7 members, including the Synod CFO and/or CAO, 1 Synod BOD member, and 3–5 others, preferably with a higher education, finance, and strategy background. University staff (CFOs or designees) would be advisory. The committee would meet four times a year, generally by internet conference; two meetings for financial review of full- and half-year financials, enrollment figures, management discussion and analysis, and trend analysis; the other two would be for "deep dives" into strategic/campus master plans of individual institutions, allowing all to be treated during the course of a triennium. He noted development of a list of

possible participants. It was noted that the makeup of the committee will be important to achieving “alignment” of the institutions.

Chairman Preus noted action items related to other aspects of the board’s carrying out of its responsibilities under 2023 Res. 7-04B and related bylaws, to be presented below.

35. Response to Mission Advancement Assessment

CMO Robson, joined by unit Executive Director Mark Hofman, shared with the board a response to the recent Langley Innovations assessment of LCMS Mission Advancement (MADV), which was presented to the board in September. Among recommendations “external” to MADV, Robson noted the following as recommended in or flowing from Langley’s work:

- Mission Advancement staff would benefit from “fingertip access” to the day-to-day work of OIM, ONM, PED, other IC units, including the Office of the President. There is potential for integration with LCMS Communication—especially in OIM—to ensure that more effective, more “up-to-the-minute” information flows to and from donors regarding what they want to see the church doing or enable the church to do. Technology, including the digital platform under development, may help.
- Collaboration with the LCMS Foundation in planned giving will benefit from a renewed working relationship with the Foundation, informing gift planning counselors thoroughly about Synod’s ongoing work, so as to be able to recommend gifts aligning with donor interests. In the Synod’s cradle-to-grave ministry to donors, there does come a point for estate planning; LCMS and the Foundation will benefit from a deep conversation, which is planned, about how the two will serve through these transitions as a team.
- A longer-term project is for LCMS Mission Advancement to seek out opportunities to take a leadership/coordination role with regard to other LCMS-affiliated advancement units. The President noted the possibility of developing a successor to the Association of Lutheran Development Executives (now Association for Christian Fundraising), which has lost its Lutheran identity.

Mark Hofman shared wide-impact recommendations, including:

- strengthening of Mission Advancement funding was suggested. More risk tolerance can be accepted on the Mission Advancement side, Langley indicated, until return on investment drops to 5:1; presently, Hofman indicated, the unit is at over 9:1 (excluding estate gifts and district pledge dollars, the ratio is closer to 6:1). Tied to effective metrics, investment here could be well-spent.
- strengthening a “principal gift team,” allowing for investment of time on a regular basis to identify opportunities for and develop potential gifts over \$5M; this would be tied to development of a campaign.
- philanthropic training for LCMS board and executive leadership. Hofman colored this as a conversation with the board about important things: deep questions like “what is the preferred philanthropic culture for the Synod” and “what should our philanthropic reputation be?” Venues might include mealtime discussion at board meetings, “embedding” of board members in the Synod’s philanthropic work, or professional training. This could be tied to the development of advisory donor boards.
- volunteer engagement – the board needs to be “on board” with what MADV is going to do.
- LCMS-specific (project-focused) campaign – not all projects have to be dollars, but could involve attracting young donors or direct participation of congregations. Focus on an appealing project can return lapsed donors. LCMS campaigns, historically, have not followed processes that are generally accepted to increase the likelihood of success.

Mission Advancement recommendations:

- executive coaching – three opportunities have been identified, two local and one out of town. Cost analysis is being done.
- virtual training in portfolio management – low cost, may uncover more opportunities.
- increase MADV staff – mission advocates (or others) Where resources will best serve is being discussed, with a horizon at five years. Three “mission critical” positions have remained unfilled due to budget sensitivity. Cross-training for key positions is needed.
- pursue granting opportunities – Langley suggested adding staff to scan the grant environment and develop plans. While religion is a “tough subsector” for grant-seeking, just this morning, the Lilly Endowment accepted their first grant for LCMS, demonstrating that “good things are happening.” Robson added that for the Synod, staff time for development of time and personal relationships with foundations outweighs sending out many grant proposals. The importance of writing and reporting was also noted. These are two staff positions at present, writing and reporting on grants; the “searching” or “personal relationship development” aspect may be one to consider.
- a donor loyalty program, for donors to the LCMS as such. This would be “a spine” on which to hang attraction to specific ministries or volunteer service. This would require some budgetary resources.

To a question regarding what are the “big rocks” Synod is seeking, Hofman noted the “greatest financial leap” is going into a budget year with funds already raised to cover the year’s expenses; this has begun to happen among NSM missionaries, but is hoped to be expanded through the “big buckets” approach to other areas of the Synod’s work, including the biggest bucket of all, namely, unrestricted. CMO Robson noted plans in all the mission areas for fulfilment of Synod’s objectives, constitutional and triennial.

In response to another question, Hofman noted that the above proposals are still being prioritized. Robson noted that this presentation is best understood as a response to the consultant’s recommendations, which will amend but not replace the MADV strategic plan. Hofman explained, in response to a question about how proposals will change the Synod’s ability to garner the transfer of wealth said to be soon to occur, that MADV needs the flexibility to obtain staff from a very tight market for church advancement professionals and that the data supports a return on that investment.

36. LCMS Schools Report: Teachers for Lutheran Schools

Office of National Mission (ONM) Executive Director Dan Galchutt introduced, under the label “God’s Mission Here,” an encouragement to get involved in mission “right where you are,” LCMS Schools Executive Director Alan Freeman to update the board on teacher supply for Lutheran schools. Supporting Lutheran schools, with partnering with districts and making disciples for life, is a chief emphasis of the ONM.

Dr. Freeman noted 1,827 schools nationwide, three international schools, 157,121 students, and 20,482 teachers. Schools are a “competitive space” with many programs other than LCMS Schools relating to LCMS schools and educators, providing services that LCMS Schools has either provided or is charged with providing. Freeman shared school trends over the last decade, including a gradual growth in high schools and, only recently, a plateau and decline in early childhood centers, with a decrease in total enrollment for 2022–23, largely in early childhood but to a small extent in high school. 51% of educators today are non-rostered, a number that continues to climb. Over 80% of schools have fewer than 200 students enrolled. The number of schools has slowly trended down since a significant drop after the 2008 financial crisis. Enrollment grew in 2020–21 and 2021–22 school years, relative to 2019–20, but has now plateaued or may be decreasing. Understanding of enrollment changes is impaired by less than unanimous reporting by schools (75% to 63% reported in recent years). Data is compared to that of the Cato Institute for comparison to other religious traditions.

Encouragingly, engagements (consultant interactions to determine feasibility) with the Genesis Program, LCMS Schools' school starting program, have increased dramatically in 2023 and for 2024. Voucher and tax programs in various states have contributed to interest, as have social and public-school issues. Lutheran School Consulting Services consulting engagements (seeking ministry growth or enhancement) are also rebounding.

Teachers are in very short supply, especially rostered ones—and rostered ones, especially in early childhood programs. Classical, “microschool” models (multi-graded classroom, typically of fewer than 50 students), and “hybrid” (physical/online combined program) varieties are still vastly outnumbered by the “traditional Lutheran school,” both in existing and starting schools.

A survey of 1,000 Lutheran teachers shows (as a group) a love for being a Lutheran school teacher but also that the younger teachers are not sure they will continue until retirement and that they are not so likely to recommend to others joining the profession. Growing gaps between salary and benefits and a more difficult economy pose many challenges. Recruiting to the profession needs to be accompanied by retention efforts. Most non-Lutheran teachers who responded have not considered—or may not even be aware of—the colloquy program. In recent years, over 40% of school administrators have retired and surveyed teachers are not, by and large, interested in becoming administrators.

Freeman introduced the board to *lcmsjobboard.com*, LCMS Schools' attempt to help schools meet needs for teachers and administrators, providing a central location where schools can submit a job opening. This replaces at least a couple of informal, social-media-based approaches and allows LCMS Schools and district education executives to track available positions. Posters are encouraged to contact their district and to follow the standard call process, if applicable. The site links to the colloquy program for those not already trained.

Freeman shared other statistics, suggestive of LCMS Schools' urging of schools to recognize and act on demographic change. Our schools' students are largely Caucasian in an increasingly diverse country. 28% are LCMS, 3% other Lutheran, 41% non-Lutheran, and 28% non-Churched, with the LCMS fraction declining, in part due to congregational change but in part due to the attractiveness of schools, in the present environment, as alternatives to public options. Baptisms as a result of congregations' connection to schools are on the rise, with almost 2,100 in 2022–23.

Why Lutheran schools? Freeman noted three “levels”: revealing God in all things, the foundation; critical mass on the faculty who are dedicated to distinctive Lutheranism; and the primary purpose—bringing Jesus Christ to the front and center in a way integrated to the whole program. Conversations are needed around: Who will be attending? Teaching? How will they be funded? (Freeman noted the traditional model of 30% congregational support is no longer generally viable long-term—and salary and benefits need to sustain long-term ministry.) What will graduates look like? To know Christ as Savior, Freeman suggested, and to have the benefit of an excellent education.

National Lutheran School Accreditation helps schools aim for excellence. Education is booming—the foundation remains the same, but new delivery models bring resources to all. In an environment full of voices, LCMS Schools is looking to fill out its programs (including adding the “next step” to the Genesis consultation program) and to converse and collaborate with those offering their own approaches, forming productive relationships with good programs. LCMS Schools' directive is to provide support for districts and their congregations' and RSO's schools from EC to high school—especially to maintain the foundation, that students encounter Jesus Christ—supporting, sustaining, and growing “*all* Lutheran schooling.”

Discussion ensued. A board member noted K-12 education as something the church can and needs to get behind, a fundamental piece of the “table of duties”—and that revitalizing this would be one of the best things we could do, not only for the church, but for the country. Freeman, in response to a question about retention, explained work on financial models and with Concordia Plan Services to highlight non-salary, benefit-package benefits that are missed when looking only at salaries. To another board member's

question, Freeman noted that principals (or top executives) are 80% rostered and declining at the high school level. Free tuition for Lutheran teacher students would be attractive, but won't solve the broader issues, such as on the retention side. Freeman spoke to a variety of approaches for schools to share resources and utilize staff to the fullest, including reaching out to a growing homeschool community. This includes suggesting revenue generators and connecting school leadership with financial model consulting resources.

Chairman Preus urged Freeman to consult with others and return to the board with an answer to the question, "What can this board do that it hasn't done to help?"

37. Governance Committee

Governance Committee Chairman Jesse Yow extended on the written report of his committee regarding its meeting of October 25 (pp. 111–117/309).

The board entered executive session.

37X. Executive Session IA: Request for Proposals for Legal Representation

The board returned from executive session. Yow explained also that his committee:

- reviewed Board Policy Section 2, recommending changes to Section 2.6 to reflect actions of the 2023 convention with regard to the triennial emphasis and priorities (see action item below).
- reviewed Board Policy Section 5.5, dealing with corporate Synod and Synod's Insurance Program, requesting further information from the Chief Administrative Officer on present participation and coverages. It was noted that expected levels of coverage are not clearly delineated in current policy.
- reviewed a draft policy on background checks for board appointees to Concordia Plans / Concordia Plan Services (CPS), with CAO Loc to confirm with CPS whether credit histories should be included and to receive the input of the Personnel Committee on the policy before it would be brought to the board for adoption.
- determined to extend the call for nominations for one lay at-large Board of Directors appointee (under Bylaw 3.3.4.1 [5]), through the Office of the Secretary, beyond the board to district boards of directors and chief executives of synodwide corporate entities. Nominations are due November 30.
- planned a December internet conference to discuss particulars of the board's triennial strategic planning retreat. The governance committee is developing a plan in concert with Chairman Preus.
- did not have time to review thoroughly a draft policy, developed by CAO Loc, for university master plan approvals and related procedures; this will go to the committee's January 17 agenda.

Future work includes development of policy on gift receipt and disbursement and procedures for the board's processing of LCEF requests for approval under 2023 Res. 9-10.

38. Meeting Dates

Chairman Preus introduced a request for two changes to the board's meeting calendar, one as to date and the other as to location, as indicated below. Moving the May meeting to Fort Wayne was generally agreeable. Issues were noted with the suggested August date.

39. Hong Kong International School

It was moved and carried to enter executive session.

39X. Executive Session IB: Hong Kong International School

The board returned from executive session.

40. Legal Report

After opening devotions on Saturday morning, it was moved and carried to enter executive session.

40X. Executive Session IIA: Legal Report

41. Executive Session Minutes Review

The board continued in executive session.

41X. Executive Session IIB: Executive Session Minutes Review

42. International Center Discussion

The board continued in executive session.

42X. Executive Session IIC: International Center Discussion

43. Concordia University Texas

The board continued in executive session.

43X. Executive Session IID: Concordia University Texas

The board returned from executive session.

44. Action Items

Chairman Preus presented to the board the following action items, as scheduled for the present meeting:

(A) Rescission of Action to Close and Terminate Operations of Philippine Branch Office

It was moved and adopted (p. 214/309):

WHEREAS, The Lutheran Church—Missouri Synod (“Corporation”) is a corporation organized under the laws of the State of Missouri, U.S.A., with principal office at 1333 S. Kirkwood Road, St. Louis, Missouri; and

WHEREAS, The Corporation applied for and was granted a license to open a branch office in the Philippines on 21 December 1948 with SEC License Number F000000179; and

WHEREAS, The Board of Directors of the Corporation resolved to close and terminate the operations of its Philippine branch office of the Corporation at a meeting of the Board of Directors on March 30, 2021 (the “March 2021 Action”); and

WHEREAS, Due to the Corporation’s operational needs in the Philippines and the legal requirements for certain operations in the Philippines, it has been determined that it is in the best interest of the Corporation to continue to maintain a branch office in the Philippines; and

WHEREAS, The Board of Directors of the Corporation now desires to rescind the March 2021 Action and authorize the Corporation to continue to operate its branch office in the Philippines; therefore be it

Resolved, That the March 2021 Action be hereby rescinded by the Board of Directors; and be it further

Resolved, That the Corporation continue to maintain its branch office in the Philippines consistent with the Corporation’s past practice.

(B) Review of Higher Education Institution Governing Documents and Governance Practices

It was moved and adopted (p. 215/309):

WHEREAS, 2023 Convention Res. 7-04B [C] included the following resolve:

Resolved, That the [Board of Directors], after input from the Commission on Constitutional Matters, review within the upcoming triennium the governing documents and governance practices of all higher education institutions of the Synod, and all boards of regents and boards of associated foundations be directed to correct any identified noncompliance with the Synod Constitution, Bylaws, and resolutions;

therefore be it

Resolved, That the Board of Directors request the Secretary of the Synod to request from the universities of the Synod current governing documents and written governance practices, including articles of incorporation, bylaws, board of regents policies, and other documents responsive to the above *resolve* in Res. 7-04B [C]; and be it further

Resolved, That the Board of Directors request input from the Commission on Constitutional Matters regarding the compliance or noncompliance of the governing documents and governance practices of each of the universities of the Synod with the Synod Constitution, Bylaws, and resolutions; and be it finally

Resolved, That each of the universities of the Synod be requested to provide input to the Board of Directors and Secretary of the Synod regarding any matters of interest or concern relating to the above resolve in Res. 7-04B [C].

(C) Concordia University System Member Delegates, Continuation in Office

It was moved and adopted (p. 216/309):

WHEREAS, Concordia University System is, at the direction of the Synod convention and pursuant to 2023 Res. 7-04B [A], soon to undergo corporate restructuring; and

WHEREAS, Subsequent to this restructuring, the corporation will no longer have member delegates; and

WHEREAS, Existing member delegates Bethany Kilcrease, Tammy Knox, and Marvin Schulteis have the benefit of context and have confirmed they are willing and able to continue in extended terms to participate as national Synod’s member delegates in effecting this restructuring; and

WHEREAS, Synod Bylaw 3.2.4 (f) provides that incumbents continue until their successors assume office; therefore be it

Resolved, That the Board of Directors hereby memorialize that it understands and declares the above Concordia University System member delegates to be continuing in office for the limited purpose and duration of serving as member delegates until the synodwide corporate entity's corporate restructuring can be effected.

(D) Agreement with Universities of the Synod regarding the Name *Concordia*

It was moved and adopted as read (p. 217/309):

Whereas, 2023 Convention Res. 7-04B [C] included the following resolve:

Resolved, That each university of the [Concordia University System (CUS)] shall acknowledge in a written agreement, facilitated by the [Board of Directors] of the Synod, the paramount right, title, and interest of the Synod in the name *Concordia*, its value having been established and built through the decades-long contributions of the Synod and its association be[ing] inextricable from the Synod, agreeing that in the case of separation or divestiture it shall immediately cease to represent itself as a college or university in any sense associated with the Synod and shall within one year permanently cease using, and transfer and assign to the Synod any rights involving, any name including the word *Concordia* or any derivation thereof;

therefore be it

Resolved, That the Board of Directors direct the Chief Administrative Officer (CAO), with the assistance of Synod's legal counsel, to prepare a draft written agreement by which each Synod university would acknowledge the paramount right, title, and interest of the Synod in the name *Concordia*; and be it further

Resolved, That such agreement be effected with the various universities; and be it finally

Resolved, That the CAO and Synod's legal counsel report to the Board of Directors regarding this matter.

(E) Board of Directors Input regarding Appointment of Members by a Board of Regents

It was moved and adopted as read (p. 218/309):

WHEREAS, 2023 Convention Res. 7-05A amended Bylaw 3.10.6.2 to include the following provision regarding the appointment of regents by the board of regents:

3.10.6.2 The board of regents of each college and university shall consist of no more than 18 members, all voting.

...

3. No fewer than four and no more than eight members shall be appointed as members by the board of regents according to the following process:
 - (a) Members appointed by the board of regents may not vote on the appointment of members of the board.
 - (b) The board of regents nominations committee shall seek input from the board of regents members, the President of the institution, the Synod President, the CUS President, and Synod Board of Directors regarding qualified and suitable candidates for appointment.

...

therefore be it

Resolved, That the Board of Directors state generally its input to the boards of regents as follows:

- It is essential that any individual appointed to a board of regents recognize and affirm a commitment to the Synod, its mission, and its Confession, and commit to carrying out all of her or his responsibilities consistent with Synod Bylaw section 3.10.6 and the commitment of the board of regents to conduct all of its affairs according to the Constitution, Bylaws, and resolutions of the Synod and policies of the Synod’s Board of Directors;
- It is essential that any individual appointed to a board of regents, while supportive of the president and administration of the institution, recognize and commit to carrying out her or his responsibilities with independence and as described in Bylaw 3.10.6.1;
- It is preferable that individuals appointed to a board of regents have strong financial background, and if possible, experience in finance or administration of institutions of higher education; and
- It is preferable that individuals appointed to a board of regents recognize the benefits of collaboration with other Synod universities.

and be it further

Resolved, That in addition to the above general input, the Board of Directors may also provide specific input to each university of the Synod as each university makes appointments under Synod Bylaw 3.10.6.2 [3] and accordingly requests each university of the Synod to inform the Board of Directors, through its Chief Administrative Officer, a reasonable time in advance of any anticipated appointment to be made under Bylaw 3.10.6.2 [3].

(F) Revision of Board Policy Section 2.6: Triennial Mission and Ministry Emphasis and Mission Priorities

It was moved and adopted (pp. 220–24/309):

WHEREAS, Board of Directors Policy 3.13.4.1 (a)(2) directs the Governance Committee to review the policies of the board and to make recommendations for new or amended policies; and

WHEREAS, During the course of reviewing this section of the manual, the Chief Administrative Officer has solicited input and/or review from the members of the Governance Committee; and

WHEREAS, Board members are encouraged to provide comments and suggestions regarding these proposed changes and any other change they deem appropriate to raise for the board’s consideration during the review of these policy sections; therefore, be it

Resolved, That the Board of Directors adopt the changes to Board Policy Section 2.6 Triennial Mission and Ministry Emphasis and Mission Priorities as indicated in Exhibit A (pp. 221–24/309).

(G) Changes to Board of Directors Regular Meeting Dates for the 2023–26 Triennium

It was moved and adopted (p. 225/309):

WHEREAS, The Board of Directors has traditionally determined and subsequently published its meeting dates for the upcoming triennium at its first meeting after the LCMS convention; and

WHEREAS, At the September 2023 Board of Directors meeting the following meeting dates were adopted for the 2023–26 triennium:

<u>2023</u>	<u>2024</u>	<u>2025</u>	<u>2026</u>
	Feb. 8–9 ²	Feb. 21–22	Feb. 20–21
	May 17–18⁵	May 23–24	May 22–23 ³
	Aug. 29–30⁵	Aug. 29–30	Sep. 17–18 ⁴

Nov. 17–18¹

Nov. 22–23

Nov. 21–22

Nov. 20–21

¹ Previously adopted by the board at its May 2021 meeting as Nov 15–16

² Joint breakfast meeting with the Council of Presidents on February 8

³ Tentative, dependent on scheduling of floor committee weekend

⁴ Please note, this is a Thursday–Friday meeting. Tentative, dependent on scheduling of new board/commission member installation

⁵ See changes below

and

WHEREAS, A scheduling conflict exists regarding the August 29–30, 2024, meeting date; and

WHEREAS, The board has been requested to located the May 17–18, 2024, meeting to Fort Wayne, Indiana, to coordinate with the election of a president for Concordia Theological Seminary; therefore be it

Resolved, That the August 29–30, 2024, meeting be moved to August 16–17, 2024; and be it further

Resolved, That the May 17–18, 2024, meeting be held at Concordia Theological Seminary in Fort Wayne, Indiana.

(H) Appointments to the China Evangelical Lutheran Church—Legal Corporation: Board of Directors and Supervisors

It was moved and adopted (pp. 227–28/309):

WHEREAS, The China Evangelical Lutheran Church—Legal Corporation (CELC-LC) is a non-profit corporation based in Taipei, Taiwan, Republic of China, with The Lutheran Church—Missouri Synod (LCMS) designated as the “donator”; and

WHEREAS, The Articles of Incorporation of the CELC-LC stipulate that:

The Articles of Incorporation of the CELC-LC stipulate that:

- “The board of directors of the CELC-LC shall be organized by nine directors; three of them shall be elected from the members and other six shall be elected from the pastoral workers (including preacher, pastor, and teacher). The tenure of directors is three years without remuneration, and they shall be eligible for reelection except for the one obligated to the CELC-LC” (Article 7).
- “The directors shall be elected by the donator, LCMS, within two months before the expiration of the term of office of the existing directors. In the event that the number of vacancies in the board of directors equals to one third of the total number of directors due to any force majeure or special event, or due to any director's resignation for any cause, the LCMS shall elect succeeding directors to fill the vacancies under the same term of office as the original directors” (Article 8).
- “The CELC-LC shall have three supervisors, including one executive supervisor, who shall be elected by LCMS with the tenure of three years and they shall be eligible for reelection upon expiration. Supervisors shall be present at board meetings” (Article 14-2); and

WHEREAS, The current directors’ and supervisors’ three-year terms expire March 31, 2024, which requires the LCMS to elect individuals to serve the next three-year term commencing April 1, 2024;

Directors		Supervisors
Mr. Sam Borgwardt	Rev. Dr. Michael Paul	Rev. Carl Hanson
Rev. Charles Ferry	Rev. Kevin Robson	Mr. Curt Larson
Mr. Felix Loc	Mr. Blake Warren	Rev. Dr. Thomas Park
Rev. Dr. Szu Hao “Joseph” Lu	Rev. Matthew Wood	
Rev. Chi Hua “Andrew” Miao		

and

WHEREAS, All of the above-listed recommended candidates to fill board and supervisor positions have ecclesiastical connections to and/or are under the supervision of the LCMS President and/or the Chief Mission Officer; therefore be it

Resolved, That the Board of Directors elect the above-listed directors and supervisors to serve a three-year term beginning April 1, 2024.

(I) Authorization for Receipt of Belize Property Donation

It was moved and adopted (pp. 228–29/309):

WHEREAS, BOD Policy 5.3.4.1 states that “the Chief Administrative Officer, in coordination with the Chief Financial Officer, is responsible for establishing administrative policies and procedures for all expenses, purchasing, contracts, and property transactions for Corporate Synod consonant with the following authorization limits. (Transactions involving real property [any property that is attached directly to land, as well as the land itself] must be authorized by the Board of Directors and contracts can only be signed by a board-designated signatory)”;

WHEREAS, Church planting efforts under the planning and supervision of the LCMS Office of International Mission (“OIM”) in Belize have resulted in a church plant and school on a property referred to as “Valley of Peace”; and

WHEREAS, The Valley of Peace property is made up of three parcels: 19-41-1270, 19-41-1380, and 19-41-1381; and

WHEREAS, Property for permanent housing for missionary families and/or for temporary housing for short-term mission teams in Belize is generally not readily available and is prohibitively costly to acquire by purchase; and

WHEREAS, LCMS–Belize is a not-for profit company limited by guarantee with LCMS–Dominican Republic as founding and sole member (by action of the Board of Directors at its May 2017 regular meeting), with the LCMS–Dominican Republic itself being a not-for-profit company limited by guarantee with LCMS as founding and sole member; and

WHEREAS, LCMS–Belize currently has an agreement in place with the owner of parcel 19-41-1856 in Banana Banke, allowing for the usage of the property and facilities in support of missionary housing, short-term team housing, kitchen, meeting conference space, and mission offices; and

WHEREAS, The owner of the above-described four parcels — 19-41-1270, 19-41-1380, 19-41-1381, and 19-41-1856 — desires to gift these properties to LCMS–Belize for continued use in support of church planting in Belize; and

WHEREAS, A 10-year financial plan has been completed that includes costs associated with acquiring and maintaining the property based on the valuation report prepared April 12, 2023; and

WHEREAS, The estimated associated property acquisition costs of \$75,000 were included in the approved FY24 OIM operating expense budget; therefore be it

Resolved, That the Board of Directors authorize the officers of LCMS–Belize to undertake necessary property acquisition steps and associated costs to receive parcels 19-41-1270, 19-41-1380, 19-41-1381, and 19-41-1856 as a gift from the current owner of these parcels.

(J) Designation of LCMS—Dominican Republic Member Representatives

It was moved and adopted (pp. 231–32/309):

WHEREAS, In November 2015, the Lutheran Church—Missouri Synod (“LCMS”) Board of Directors approved the creation of a legal entity in the Dominican Republic in the form of a nonprofit association called LCMS—Dominican Republic (“LCMS-DR”); and

WHEREAS, As evidenced by the LCMS Board of Directors action in August 2021, the Members of LCMS-DR were appointed or reaffirmed, to wit: LCMS, Concordia International Foundation, Rev. Theodore Mattias Rudolph Krey, John Tape, and Dan McMiller; and

WHEREAS, Article 9 of the LCMS-DR bylaws states that the physical persons holding the offices of Regional Director of LCMS Latin America, Regional Business Manager of LCMS Latin America, and Executive Director of LCMS Office of International Mission shall be Members of LCMS-DR; and

WHEREAS, As evidenced by the LCMS Board of Directors action in August 2021, it ratified and reaffirmed as the Directors of LCMS-DR the following: Rev. Theodore Mattias Krey, Jonah Burakowski, John Tape, Dennis D. Fangmann, and Rev. Daniel McMiller; and

WHEREAS, Article 19 of the LCMS-DR bylaws states that the Board of Directors (of the LCMS-DR) shall be appointed in writing, by The Association's Members or the Designated Representative from the Members; and

WHEREAS, As evidenced by the LCMS Board of Directors action in August 2021, it designated Frank Simek as the LCMS' representative for purposes of carrying out the LCMS' role as Member of LCMS-DR; therefore be it

Resolved, That the Chief Administrative Officer of the LCMS is hereby designated as the LCMS' representative for purposes of carrying out the LCMS's role as a Member of LCMS-DR; and be it further

Resolved, That the Chief Mission Officer of the LCMS is hereby designated as the Concordia International Foundation's representative for purposes of carrying out the LCMS's role as a Member of LCMS-DR.

45. Board of Directors Docket Material

Chairman Preus noted items in the board's docket calendar (pp. 310–11/309), including powers of attorneys granted, observing that required items are often "buried in reports." CAO Loc has been asked to assemble a summary of items required to be reported for their more efficient review. This could also include notice of items like the restricted expense budget adjustment noted by CMO Robson. Preus also asked about the content of the board's consent agenda, from which an occasional item is pulled; no discontent was noted. Finally, Preus noted the board's strategic reports, as to whether this format is desirable. Larger print was suggested, as well as an "artful use of executive summaries" containing a substantive and thematic overview. Another suggestion was that everything new be reliably highlighted. It was observed that some of the "granularity" of the reports may not be germane to the work of the board but requires inordinate staff time. CMO Robson suggested that the Operations Team propose a general revision for the board's acceptance, an idea that was accepted without objection.

46. Meeting Review

The board entered executive session to review the meeting according to Board Policy 3.9.1.5.

46X. Executive Session III: Meeting Review

47. Adjournment

Having concluded its agenda, the board adjourned.

John W. Sias, *Secretary*

