



CONCORDIA SEMINARY
SAINT LOUIS, MISSOURI
FEBRUARY 3-4, 2022

Thursday, February 3, 2022

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

Board Members Absent: None.

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

Guests Present: Rev. Dr. Lee Hagan.

Chairman Mons called the meeting to order at 8:05 a.m. by videoconference. Rev. Keseman joined the meeting later in the morning session.

Devotion. Dr. Egger opened the meeting with a devotion from I Samuel 1.

Minutes and Agenda. Chairman Mons reviewed the agenda.

MOTION: Dr. Edmon moved to approve the minutes from the November 4-5, 2021 meeting (regular sessions) as corrected; the motion [22-01] was seconded and carried.

MOTION: Mr. Hegland moved to adopt the agenda; the motion [22-02] was seconded and carried.

Governance and Audit Committee. Vice Chairman Arnold reported that the committee is working on the presidential review process. More information will be provided for the May meeting; the review will be conducted in May with the results reviewed with the Board in August. Dr. Arnold noted that the Governance Committee will discuss the calling process for ordained staff and provide recommendations at the May meeting.

Board Manual Review. Dr. Wille led a discussion regarding the board manual provisions relating to shared governance responsibilities with reference to the requirements of Synod bylaws, as well as the sections addressing the responsibilities of the seminary president.

Faculty Presentation. Dr. Peter Nafzger joined the meeting. He discussed his philosophy in teaching homiletics. The four threads of homiletics for a pastor include a faithful theological confession, textual exposition of the Scriptures with careful exegesis, evangelical proclamation of Law and Gospel, and hearer interpretation with application to the congregation before the pastor. He encourages seminarians to visit the people in their homes especially the first year in a congregation; this also has salutary effects on preaching. The Board thanked Dr. Nafzger for his edifying presentation; Dr. Nafzger was excused from the meeting.

The Board recessed at 9:27 a.m.

The Board reconvened at 9:45 a.m.

Academic Committee. Dr. Rutt directed the Board to his written provost report. He discussed the ongoing search for the next provost, work toward endowed chair positions, and use of remote learning. On behalf of the Academic Committee, Dr. Edmon moved adoption of the revised provost position description included in the board packet. After discussion and additional revisions by common consent, the motion to adopt the revised provost position description [22-03] in the form attached hereto as Attachment 1 carried by voice vote.

President Egger reported that on-campus interviews for the provost position were held with Dr. Jon Bruss and Dr. Ron Mudge. He anticipates proposing a name for prior approval next week.

Finance Committee. On behalf of the Finance Committee, Mr. Paradis moved that the board approve a line of credit application to the Synod for the period July 1, 2022 through June 30, 2023 in the amount of \$2,430,000. Mr. Cattoor noted that the line of credit is rarely used, but there is no fee to have it in place. After discussion, the motion [22-04] carried by voice vote.

On behalf of the Finance Committee, Mr. Paradis moved that the board approve a resolution designating President Egger, Mr. Louis, Dr. Rutt, and Mr. Cattoor as authorized signers for various financial accounts of the seminary, and to authorize the Board Secretary to certify this board action as required. After discussion, the motion [22-05] carried by voice vote.

On behalf of the Finance Committee, Mr. Paradis moved that the board approve an alteration of the housing allowance for President Egger, to 30%. It was noted that the seminary's standard policy sets the allowance at 65%; any variance requires board approval. President Egger has requested this change. After discussion, the motion [22-06] carried by voice vote. Because the action item impacts President Egger, Chairman Mons, rather than President Egger, will sign the action item on behalf of the seminary.

On behalf of the Finance Committee, Mr. Paradis moved that the board approve an alteration of the housing allowance for Dr. Jon Vieker, to 50%. Dr. Vieker has requested this change. After discussion, the motion [22-07] carried by voice vote.

Governance and Audit Committee, continued. On behalf of the Governance and Audit Committee, Vice Chairman Arnold moved that the board engage Armanino LLP to perform an audit of the financial statements of the seminary for the year ended June 30, 2022. It was noted that this is the second year of a three-year audit proposal originally entered into in February 2021 with Brown Smith Wallace, LLC (which merged with Armanino LLP). After discussion, the motion [22-08] carried by voice vote.

Dean of Chapel. Dean of Chapel Dr. Jon Vieker joined the meeting. President Egger directed the board to Dr. Vieker's written report. Dr. Vieker stated that his two main goals for the year are to focus on using standard liturgical music and hymns, and to improve the ability of individuals to hear the melody and sing hymnody with confidence. On Mondays, a sermon series on I Samuel is being presented, and on Fridays, a series from the small catechism. Faculty will preach most of those sermons. Fourth year seminarians will also be preaching. The three hymn festivals have been refocused as worship services. This coming Saturday, there will be a hymn writing workshop. The board expressed its deep appreciation to Dr. Vieker for his service and succor to the worship life of the seminary; Dr. Vieker was excused from the meeting.

President's Report. President Egger directed the board to his written report. He noted some personnel changes. Collaboration continues with Concordia Theological Seminary on the Lilly Endowment grant. A meeting with CTS personnel will be held in March in Terre Haute, Indiana focusing on areas of common interest relating to student recruitment, faculty development, and continuing education. He is working on a communication plan relating to the Campus Master Plan updates.

He discussed the timeline for updating the Strategic Plan; the board will review and discuss a semi-final draft at the August 2022 meeting. The plan will be informed by input from (1) various seminary constituencies; (2) the prior strategic plan (2018-2020); (3) the transitional strategic plan (2021-2022); (4) President Egger's 20-year vision for the seminary; (5) President Egger's inaugural address; (6) the Lilly Endowment grant application as it pertains to future collaborative efforts with Concordia Theological Seminary; (7) feedback from seminary administration; and (8) attention to strategic plans of the Synod and Concordia Theological Seminary, which have been obtained and are being reviewed. It was noted that the ultimate plan is "owned" by the board, so regular and ongoing interaction with the board during the iterative process is imperative. The existing committee structure of the board will be utilized as appropriate.

Finance Committee, continued. Mr. Paradis directed the board to the written report of the Finance Committee. Mr. Cattoor then led a discussion of the December 31, 2021 unaudited financial statements. Market conditions were very favorable during this period and the overall financial situation is positive. Mr. Louis noted the seminary's strong balance sheet.

On behalf of the Finance Committee, Mr. Paradis moved to establish the monthly rent for Faculty Homes 2 through 12 at \$1200 per month (with periodic review and adjustment by the Finance Committee) for current single-family residents; to resolve that all new residents of the faculty homes shall be full-time faculty members and their families; and to direct the administration to develop a procedure by which

faculty applications for residence in the houses are evaluated, prioritized, and approved. President Egger stated that the homes are part of the seminary's overall mission of residential formation, and that they should be viewed in that context rather than as a source of income. He sees five potential benefits: (1) drawing a core of the faculty more fully into the community life of the seminary; (2) drawing faculty into neighborhood relationships with one another; (3) drawing students into multifaceted formative relationships with faculty; (4) modeling an "openness of life and home" to others for future pastors; and (5) modeling the life of a Christian home, marriage, and family. Dr. Haupt was excused from the meeting. Discussion followed. Dr. Wille moved the previous question; the motion carried. The main motion [22-09] carried by voice vote.

Rev. Keseman joined the meeting.

Academic Committee, continued.

Dr. Edmon moved to establish the W.G. Ray and Louis J. Rehtzigel Endowed Chair of Biblical Studies and upon recommendation of the president to name Dr. David Adams as occupant of the chair; the motion was seconded. Dr. Edmon reported that the chair has been established by Thomas J. and Linda M. Ray, to support a full-time faculty member in the area of Biblical Studies. After discussion, the motion [22-10] carried by voice vote.

The Board recessed for lunch at 11:39 a.m.

The Board reconvened at 1:15 p.m.

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

The board entered executive session at 1:15 p.m.

[EXECUTIVE SESSION, including adoption of Action Item 21-11]

The board exited executive session at 2:25 p.m.

Enrollment Committee. Dr. Staub directed the board to the written enrollment committee report. The enrollment team is now fully staffed, and the new client relationship management system should be fully operational by this summer for use in connection with the Synod National Youth Gathering. The Associate Provost will report on student retention issues at the May meeting.

Secretary Stern moved that the board issue a non-tenured call to Rev. Jesse Kueker to serve as admissions officer, and direct the officers of the board to execute any appropriate call documents. Chairman Mons ruled that the motion was out of order.

Academic Committee, continued. Dr. Edmon provided a brief update on items being reviewed by the Academic Committee.

The Board recessed at 2:35 p.m.

The Board reconvened at 3 p.m.

Advancement. Mrs. Vicki Biggs joined the meeting and directed the board to her written report. She reported that donor response through the end of last year was very strong. She discussed nationwide philanthropic trends. Discussion continued regarding an appropriate communication plan for the Campus Master Plan update; inquiries should be routed through Mrs. Biggs as the Chief Communications Officer.

Enrollment Committee, continued. Dr. Staub introduced Dr. Haupt to discuss the written enrollment committee report. Enrollment team members Rev. Micah Glenn, Rev. Tom Schlund, Rev. Jesse Kueker, Sarah Seying, and Monica Rhodes joined the meeting. Dr. Haupt led a discussion regarding the current enrollment strategies and initiatives.

Dr. Haupt noted that we have had 57 MDiv applicants so far this year, versus 77 last year and 87 in the prior year. Part of this is due to being short staffed in the past year, but we are now fully staffed. He reported that there are a total of only 775 church work students in all categories across the entire CUS system. This included 135 pre-seminary students.

Dr. Haupt is part of the accreditation team dealing with student retention issues. He will be preparing a retention report. Overall, our retention efforts are robust.

Dr. Haupt introduced his team members to the board, after which they were excused from the meeting. Discussion continued.

President's Report, continued. President Egger presented a draft letter to Dr. Julie Gary thanking her for her work assisting the seminary with COVID-related issues. Mr. Hegland moved that the board express its gratitude for Dr. Gary's expertise and service to the seminary, and that President Egger convey this thanks to her with a letter on the board's behalf. After discussion, the motion [22-12] carried.

A motion to recess carried.

The Board recessed at 4:04 p.m.

Friday, February 4, 2022

Board Members present: Rev. Dr. Tyler Arnold, 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, Rev. Dr. John Wille.

Board Members Absent: Rev. Bruce Keseman.

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

Guests Present: Rev. Dr. Lee Hagan.

Chairman Mons called the meeting to order at 8 a.m. by videoconference. President Egger and Mr. Louis joined the meeting later in the morning session.

Devotion. Dr. Lang opened the meeting with a devotion from Luke 16:19-31.

A motion to enter executive session with guest present, for the purpose of reviewing the board's recent self-evaluation survey, carried.

The board entered executive session at 8:19 a.m.

[EXECUTIVE SESSION]

The board exited executive session at 8:40 a.m..

Faculty Presentation. Dr. Mart Thompson joined the meeting. He discussed his work as a professor, including the vocation of raising children in the faith. The Board thanked Dr. Thompson for his thoughtful presentation; Dr. Thompson was excused from the meeting.

The Board recessed at 9:15 a.m.

The Board reconvened at 9:33 a.m. President Egger and Mr. Louis joined this session.

Academic Committee, continued. Dr. Edmon moved that the Board of Regents either (a) encourages the Concordia Seminary administration to work together with Concordia University Irvine in the development of a memorandum of understanding for the enhancement of the Cross-Cultural Ministry Center, and that progress be reported to the May 2022 meeting of the Board of Regents, or (b) decertifies the Cross-Cultural Ministry Center effective with enrollees in the fall of 2022. The motion was seconded; extensive discussion followed. Two detailed reports regarding the CMC program are included in the board packet.

Secretary Stern moved to amend the main motion, to amend option (a) to read as follows:

That the Board of Regents directs the Concordia Seminary administration to work together with Concordia University Irvine to finalize a memorandum of understanding (MOU) for the enhancement of the Cross-Cultural Ministry Center, and bring to the May 2022 meeting of the Board of Regents, for final approval after review by the Academic Committee, a mutually agreed MOU providing, inter alia:

- a) CSL faculty will teach at least 25% of CMC courses;
- b) CUI will reimburse CSL for the fully loaded cost of instruction per credit taught by CSL faculty, plus the vicarage fee and an administrative fee for certification and placement;
- c) The CSL faculty liaison will provide a written report on program status to the Board each semester, to include a longitudinal evaluation of ministry outcomes for CMC graduates;
- d) 25% of all new vicarages will be under CSL faculty supervision;
- e) Summer intensive courses will be conducted at CSL at least every other year; and
- f) The MOU will continue until the end of the 2023-2024 academic year; at the November 2023 meeting the Board of Regents will review and evaluate the program results and determine whether to extend the term of the MOU.

The motion to amend was seconded. Discussion followed. Dr. Edmon moved the previous question; the previous question was adopted. The amendment carried by show of hands.

Vice Chairman Arnold moved to amend point (f) to read as follows:

The MOU will continue until the end of the 2025-2026 academic year; at the November 2025 meeting the Board of Regents will review and evaluate the program results and determine whether to extend the term of the MOU.

The motion to amend was seconded; discussion followed. Mr. Hegland moved the previous question; the previous question was adopted. The amendment carried by show of hands.

Dr. Edmon moved the previous question; the previous question was adopted. Rev. Lange then moved to divide the question, which carried. The motion to adopt part b of the original motion failed. The motion to adopt part a of the original motion, as amended, carried [22-13] by show of hands.

The Board recessed at 10:40 a.m.

The Board reconvened at 10:50 a.m.

Dr. Edmon moved to enter executive session with guest present and without the President; the motion carried.

The board entered executive session at 10:50 a.m.

[EXECUTIVE SESSION]

The board exited executive session at 12:12 p.m.

Mr. Hegland moved to adjourn; the motion was seconded and carried, and the Board adjourned at 12:12 p.m. with the benediction.

Respectfully submitted,

Mark O. Stern, Board Secretary

**POSITION DESCRIPTION
CONCORDIA SEMINARY – ST. LOUIS, MISSOURI**

POSITION TITLE: Provost (Chief Academic Officer)
DEPARTMENT: Office of the Provost
DIVISION: Executive Administration
REPORTS TO: President

POSITION SUMMARY:

The Provost is the Chief Academic Officer of the Seminary, supporting the President in the President's Bylaw-defined role as academic head of the Seminary and academic head of the faculty by providing administrative leadership and oversight for all academic affairs of Concordia Seminary. The Provost guides, monitors, and evaluates the work of the Academics Division to ensure that the curriculum and other relevant programs are up to date and in accord with the teachings of The Lutheran Church – Missouri Synod. Through the faculty and assigned staff, the Provost is responsible for creating an environment of learning and personal formation appropriate to our high calling of preparing servants for Christ's Church. The Provost is responsible for managing the resources, including intellectual, fiscal, and human, necessary to accomplish this task. The Provost serves on the Executive Management Team (EMT) (currently consisting of the Seminary President, the Executive Vice President, and the Provost), which supports the President in high-level decision-making responsibilities.

RESPONSIBILITIES:

1. Serves as the Chief Academic Officer of the Seminary, directly supervising the Deans of Ministerial Formation, Advanced Studies, Faculty, and Theological Research and Publication; the Director of Library Services; and the Director of Research, Assessment and Academic Programming.
2. The Provost supervises the Associate Provost and is ultimately responsible for the recruitment and enrollment strategies for all degree and certificate programs.
3. The Provost is the initiator of academic policy setting for the campus. As delegated by the President, he is responsible for implementation of strategies and policies adopted by the Board of Regents (e.g., Institutional Strategic Plan), and the delegation of the tasks to implement those strategies.
4. The Provost is responsible for ensuring sufficient resources are available to fulfill the mission of the Division of Academic Affairs. This is done in partnership with the other EMT members in the drafting and finalizing of institutional budgets; the determination and attainment of appropriate staffing sizes, recruiting and mentoring of same; the determination of appropriate facilities, technologies and the like.
5. The Provost coordinates and oversees all faculty personnel matters including contracts, faculty load, administrative responsibilities, research and writing, sabbatical leaves, advancement in rank, etc.
6. The Provost establishes a workload expectation and compensation scale for faculty.
7. The Provost serves as the primary filter on behalf of the President for concerns of the faculty of the Seminary and resolves those issues in accordance with the established tenor of the President. Refers matters to the EMT when appropriate.

8. In the stead of the President, the Provost serves as the Ex Officio member of all faculty standing committees of the Seminary. [2019 LCMS Handbook 3.10.5.6 (d) and (g).]
9. The Provost is responsible for reviewing all performance evaluations and for preparing documentation supporting the appointment, renewal, promotion, and dismissal of faculty.
10. The Provost is the chief contact for accrediting agencies and is responsible for all academic matters relating to accreditation (although ultimately responsible, this duty may be delegated).
11. The Provost is responsible for institutional assessment.
12. The Provost serves as a member of the Called Faculty. Generally exempted from any teaching obligation, he may teach as time permits.
13. Serves as a member of the EMT to support the President in fulfilling the broad direction (mission), strategy, and policies for the Seminary. The EMT will occasionally be required to arbitrate, broker, or make decisions that should be made at a lower level, and at those times, the EMT agrees that their commitment is primarily to each other, the seminary, and the church and they are not representatives, advocates or spokesmen for any individuals or constituencies, including their direct reports.
14. As directed by the President, the Provost is an ambassador to various outside agencies on behalf of the Seminary and speaks publicly and privately on behalf of the President and the Seminary.
15. Upon the sudden death, sudden resignation, removal or incapacitation of the President, the Provost will assume the position of Acting President until the Board of Regents is able to meet to name an Acting President.

QUALIFICATIONS:

1. Minister of Religion-Ordained in The Lutheran Church – Missouri Synod.
2. Demonstrated leadership skills within a diverse and dynamic organization including the ability to work collegially and cooperatively across all units of campus and to build strong cohesive teams.
3. Demonstrated experience in academic administration.
4. Demonstrated experience in academic teaching and/or research.
5. Earned academic doctorate preferred; DMIN with special qualifications will be considered.
6. Excellent communications skills, both oral and written.

POSITIONS SUPERVISED:

Deans of Ministerial Formation, Advanced Studies, Faculty, and Theological Research and Publication; Director of Library Services; the Director of Research, Assessment, and Academic Programming; and the Associate Provost.

APPOINTMENT STATUS:

A regularly called member of the faculty appointed by the Board of Regents upon the recommendation of the President. Annual reviews.

[This revision of the Position Description approved by the CSL Board of Regents, February 3, 2022.]

The above mentioned duties to this description are not all inclusive, other duties may already exist in order to keep this description concise. The Seminary reserves the right to include additional duties at a future time which enhance or would otherwise rationally fall under this particular position. Rev. 2/3/2022