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**COUNCIL FOR HEALTH AND HUMAN SERVICE MINISTRIES**

**United Church of Christ**

**84th Annual Meeting of the Corporation**

**The Brown Hotel, Louisville, KY**

**March 9, 2022**

**Call to Order and Review of Voting Rules**

Abby Drane, Chair of the CHHSM Board of Directors, called the meeting to order at 1:05 pm and Rev. Dave Long-Higgins offered an opening prayer. Abby reviewed the voting rules for members.

**Agenda Review and Approval**

A motion was made to accept the 2022 CHHSM Annual Business Meeting agenda.

**MSP: Michelle Just Renee Thompson – motion approved**

**Approval of Minutes from 2021 Annual Gathering**

A motion was made to approve the minutes from the 2019 Annual Gathering

**MSP: Jason Emmerson, Brenda Booth – motion approved**

**Board Chair Report**

Abby Drane provided the Board Chair Report reflecting on her connections with CHHSM partners and the larger Louisville community. Abby welcomed Jamar Doyle as the new President & CEO, in addition to giving Michael Readinger a warm thank you for his time served.

**President and CEO Report**

Michael Readinger presented the President & CEO Report mentioning that the organization is currently financially solid, membership is growing, partnerships are thriving, and the staff is high functioning as the current team continues to stretch into RDEI-J learning/unlearning. Michael extended a warm welcome to Jamar Doyle as the new President & CEO of CHHSM.

**Recognitions**

Michael Readinger thanked retiring CHHSM Board members Rev. Dr. Monica Dawkins Smith and Kyle Zanker for their contributions and service.

Several new executives were welcomed:

* Christa Hamilton, UCAN
* William ‘Bill’ Holman, St. Andrew’s
* Bethany Johnson-Javois, Deconess Foundation
* Patricia Love, Good Shepherd Tower & Manor
* Elly Mendez Angulo, Franklinton Center at Bricks (Interim)
* Nicole Pretre, Cedar Community

Additionally, members celebrating milestone anniversaries were recognized:

100 years

* Back Bay Mission
* Samaritan Bethany
* Uplands Village

50 years

* Isaiah 58 Ministries
* Harmar Place United Church Homes
* Settegast Heights Village
* Saucony Cross Apartments;

25 years

* Evangelical Manor – EHM Senior Solutions
* Sarah A. Todd Memorial Home - UCC Homes.
* Cardosa Village – RHF
* Granada Gardens – RHF
* Havenwood 501—Burlington – RHF
* Havenwood 501—Madison Avenue – RHF
* Rio Vista Village & St. James Park – RHF
* Cedar Heights – UCH
* Cyprus Run – UCH
* David’s Way – UCH
* Meadowview Village – UCH
* Morning Star 811 – UCH
* Shawnee Springs – UCH

Michael Readinger offered a moment of silence in memory of:

* Dr. Donald Flick—United Church Homes and Services/EveryAge
* Rev. Del Miller—ECH
* Rev. Dr. Ralph Quellhorst—Heartland/Ohio Conference, Indiana-Kentucky Conference, and United Church Homes.

Finally, Michael Readinger acknowledged retiring leaders:

* Rev. Cindy Bumb - Vice President of Spiritual Care, Emmaus Homes
* Lisa Fichera- COO, Phoebe Homes
* Kathy Geiger - Executive Director, Christian Concern Communities
* Dan Perronne – Manager, Round House Manor (RHF).

**Membership Report**

Paula Barker delivered the Membership Report, announcing that there are 75 nonprofit corporate members, which collectively operate 426 facilities and programs, including 318 affordable housing communities, 94 services to older adults, 19 child, youth, and family-serving organizations, 14 primary and secondary health institutions, 7 transitional and shelter care organizations, 2 organizations that serve persons with disabilities, and 1 charitable foundation. Paula additionally reported 414,453 hours of volunteer service, $1 billion in uncompensated care and the employment of 89,644 persons via CHHSM member ministries.

**Acceptance of New Members within Existing Communities**

The following new community within an existing member was introduced:

* Polaris Community, United Church Homes

A motion was made to accept the Polaris Community, United Church Homes, into membership.

**MSP: Stuart Hartman, Michelle Just – motion approved**

**Removal from Membership**

A motion was made to remove Good Samaritan Home of Quincy, Illinois from membership, at the request of the organization’s Board of Directors

**MSP: Leslie Jackson, Jay Biere – motion approved**

**Approval of New Members**

The Rev. John Paul Davis from Clay Street Table and the Rev. Dr. Jamesetta Ferguson from MOLO Village CDC introduced their organizations to the membership.

Based on the recommendation of the CHHSM Board of Directors, **Clay Street Table and MOLO Village Community Development Corporation were accepted into membership by consensus.**

**Changes to the Code of Regulations**

**Vote to add a standing Race, Diversity, Equity, Inclusion and Justice Committee**

The members considered an addition to the Code of Regulations, recommended by the Board, to establish a Standing Committee for Race, Diversity, Equity, Inclusion and Justice:

ARTICLE SIX: COMMITTEES: New Section 6.3 Race, Diversity, Equity, Inclusion - Justice Committee

The Race, Diversity, Equity, Inclusion - Justice (RDEI-J) Committee will work with the other committees of the Board, the CHHSM Staff, and contract consultants to integrate CHHSM’s RDEI-J initiatives across the life of the organization. Specifically, the RDEI-J Committee will:

* Develop and monitor CHHSM’s performance in accomplishing its goals related to RDEI-J, based on assessments and recommended actions. The performance metric tool will be the RDEI-J Dashboard;
* Coordinate and incorporate RDEI-J initiatives within all other committees of the CHHSM Board of Directors;
* Develop and utilize an Equity Lens in evaluating all CHHSM policies and procedures;
* Create trainings or contract with providers of RDEI-J trainings for the Board as needed;
* Create communication pieces and toolkits to advance CHHSM’s RDEI-J work to member organizations, the United Church of Christ, our partners, and the Wider Church.

The Executive Committee will nominate a Chair and not less than four (4) sitting Board members to serve as the RDEI-J Committee. The Board Chair and President/CEO will serve ex-officio on the Committee. The Committee may invite non-Board members to serve.

**MSP: Darrell Goodwin, Leslie Jackson – motion approved by consensus.**

**Vote to amend the audit language to reflect the new annual review process**

At the recommendation of the Board, the members considered a change to the bylaws that would allow for a financial review in place of a full audit, which is appropriate based on the size of the organization’s budget and its funding sources:

The fiscal year of the Council shall commence on the first day

of January of each year and shall end on the last day of December

of each year. The financial records of the Council will be audited

or reviewed annually by a certified public accounting firm

and the results of such audit or financial review shall be submitted

to the Board of Directors not later than one hundred twenty (120) days

following the close of each fiscal year.

**MSP: Jason Emmerson, Leslie Jackson – motion approved by consensus.**

**Treasurer’s Report**

Jay Biere mentioned that he was pleased to report that the finances of the organization have remained strong throughout 2021. The total assets of the organizations grew to just over $1.7 million in 2021, an increase of close to $150,000. Member dues remains our largest source of revenue at 87 percent, followed by program revenue of 7 percent and the Annual Gathering at 3 percent. Our largest expense was personnel at 68 percent, but as an association we really depend on our staff to offer leadership and support in our work together. We finished the year with a surplus of $104,286, due to investment returns and careful financial management.

In 2022 we are projecting Operating Revenue of $915,500 and Operating Expenses of $970,000, which would result in an operating loss of $69,500 before Non-Operating Revenue is applied. Additionally, the Board has approved the use of up to $25,000 in reserves in 2022 to cover the cost of an overlap in CEOs to ensure a smooth transition as well as $25,000 from Legacy Funds to support leadership development programs.

Investment performance – over the last year the investments returned 15.89 percent, with a five-year average return of 12.04 percent. We are grateful for our partnership with United Church Funds, which has had stellar performance.

A motion was made to receive the Financial Report.

**MSP: Darrell Goodwin, Kyle Zanker** -- **motion approved**

**Election of Nominating Committee**

Kyle Zanker presented the following members as a slate to serve on the Nominating Committee: Beth Long-Higgins, Cindy Bumb, Michael Brennan, Perry Glenn and Kyle Zanker.

There were no questions.

**The motion passed by consensus.**

**Presentation of Nominated Members to the Board of Directors**

Kyle Zanker presented a slate of new and re-elected members of the Board of Directors: Jay Biere, Michelle Just, Kenney Washington, Greg Watson, and JJ Flag (appointed).

**Re-election of Board Members**

A motion was brought by the Nominating Committee to re-elect the following to the CHHSM Board of Directors: Jay Biere, Michelle Just, Kenney Washington.

There were no questions.

The motion passes by consensus.

**Election of New Members**

JJ Flag was announced as an appointed member of the Board of Directors. A motion was brought by the Nominating Committee to elect Greg Watson as a Board Member.

There were no questions.

**The motion passed by consensus.**

**Announcement of Board Officers**

The following officers were announced as being elected by the CHHSM Board – Michelle Just, Chair; Kenney Washington, Vice Chair; Jay Biere, Treasurer; Stephanie Franklin and Leslie Jackson, at Large

George Graham offered an Installation Prayer for new Board of Directors and Officers

**Announcement/Questions/Adjournment/Benediction**

Michelle Just announced Denver, CO as the location for 85th CHHSM Annual Gathering March 5-9, 2023

Q & A Session – no questions.

Cindy Bumb gave a closing Benediction.

Abby Drane adjourned the meeting at 2:05 pm.