Christian Education Activities Corporation
Stark College & Seminary
Hand and Dove Legacy Foundation
BOARD MEETING MINUTES
April 4, 2024 ~ 1:00 pm

Present in-person: Stacy Miller, Dr. Ed Garza, Rhen Bass, Gary Morgan, Dr. Melinda Rodriguez, Kathryn Albin, Dr. Albert Reyes, Kevin Pagan, and Dr. Karlene Lyn.

Present Via Zoom: Kevin Wood, Troy Riggs, Ray Bowens, Velma Kemp, Lee Ortegon, Mark Casanova, Nidia Quintanilla, Dan Zamora, and Dr. Tina Villarreal.

Staff: Dr. Tony Celelli, Dr. Chris Stapper, Dr. Jena Dunn, Rochelle Roots, and Monica F. Rodriguez.

Absent: None

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The April 2024 Memo of Department Highlights was shared prior to April's board meeting for trustees to review.

Call to order by Board Chair, Kevin Pagan, at 1:01 pm for CEAC/HLDF board meeting.

Invocation given by Dr. Ed Garza.

New Trustee and Staff Introductions
Dr. Celelli introduced Stacy Miller who is new to the board of trustees. He also introduced new employees, Monica F. Rodriguez, assistant to the president and Gracie Yielding, development assistant. He also mentioned one of the newer employees, Dakota Cordell, who began last Fall 2023. (Gracie then left the meeting after her introduction).

Consent Agenda Items
***Minutes and Policies for review:
- November 2, 2023 Board Meeting Minutes
- March 19, 2024 Executive Committee Minutes
- Gift Acceptance Policy (*1 minor change, noted in blue*)
- Operating Reserve Policy (*1 minor change, noted in blue*)
- Employee Handbook (*clarified process of approving employee scholarships*)
- Student Handbook (*see various edits*)
- SCS Catalog (*see various edits*)

The above items are discussed and voted on together. Unless there are any questions or policies that need to be set apart. Are there any individual items to be discussed separately? There are none.

***Motion to approve consent agenda items as presented above was made by Gary Morgan and seconded by Dr. Karlene Lyn. No discussion. All in favor and approved.

Old Business

- Sabbatical Leave Policy

The Sabbatical Leave Policy was discussed at the Executive Committee meeting, as well as ad hoc conversations between members. Mr. Pagan asked Dr. Celelli to share highlights of policy. Dr. Celelli was given a sabbatical some years back. Then we began to think about a sabbatical for Cabinet members. Thought is to bring all leadership under one policy.

Dr. Celelli asked Dr. Lyn to share further from her perspective on the benefits of the policy. Dr. Lyn shared that the sabbatical is not only a time of rest but also a time to acquire new skills to bring back to benefit the college. Dan Zamora added that the cabinet also teaches as faculty and asked if there would be a substitute teaching that cabinet member's class?

Dr. Celelli mentioned that cabinet members do not teach every semester. However, if Dr. Stapper would be on sabbatical from teaching and administrative duties, then the plan is on him to come up with a proposal.

Rhen Bass asked if a sabbatical would be figured into the budget. Dr. Celelli explained that the budget already includes a budget for adjunct faculty so those classes would be covered by an adjunct faculty or full-time faculty.

Mr. Pagan asked for a motion to approve.

***Motion to approve the Sabbatical Leave Policy was made by Mr. Bass and seconded by Dr. Albert Reyes. No discussion. All in favor and approved.

Mr. Pagan asked Kevin Wood to introduce the proposed 2024/25 budget.

New Business

- **Kevin Wood** *(Business & Finance)* 2024/25 Budget Recommendation

The 2024-2025 budget was presented and opened for discussion. Mr. Bass asked what is the percent increase for personnel benefits and are they adequate? Dr. Celelli asked Dr. Stapper to respond. Dr. Stapper mentioned the budget includes a 3% cost of living increase for all staff. Benefits are reviewed each year and he believes that they are adequate.

***The Business and Finance Committee recommended the approval of the 2024/2025 budget so no motion was necessary. All are in favor and approved.

Mr. Pagan asked Dr. Garza to present the information on the audit RFP.

- **Dr. Ed Garza** - *(Treasurer)* Audit RFP

Dr. Garza is very appreciative of the rubric report provided by Dr. Stapper. Capin Crouse (CC) has served Stark for 11 years and reviewed it briefly with trustees. Dr. Garza then

asked if Stark has "cyber security" as a benefit with CapinCrouse? Dr. Stapper responded that there are two arms to this question: 1) the insurance component, which we do not currently have coverage, and 2) the cloud protection, which CC does offer. Dr. Celelli added that we have had a great working relationship with CC. They are the premier auditing agency. The only reason we would want to leave CC is if there was a problem or if they were overly expensive, which is not an issue. Mr. Wood commented that they know Stark and that CC's rigor has not changed in how they approach the audit year over year. Dr. Garza proposed that we should add a cyber security insurance component to complement what CC already does. Mr. Pagan also stated that Stark should make it a priority. He understands that it is pricey but it is a risk not to have. Dr. Stapper responded that once you get it, there is actually a higher risk because people know you have coverage and will therefore likely target you. Regarding Capin Crouse, Dr. Dunn added that late audits present a problem for other ABHE schools but CC has never been late on one of our audits with Stark.

***Motion to remain with Capin Crouse as auditors was made by Dr. Garza and seconded by Dr. Melinda Rodriguez. There was no discussion. All in favor and approved.

Mr. Pagan asked Troy Riggs to introduce the Development Committee's nominee for the Hand and Dove award this year.

- **Troy Riggs** *(Development Committee)* Hand and Dove Award Nominee

Mr. Riggs is pleased to nominate Carole Murphrey, Executive Director of Good Samaritan Rescue Mission. Mr. Riggs described her dedication and work as the executive director of Good Samaritan over the last several years. Dr. Celelli has toured the new facility and says they are providing an incredible ministry locally. He vetted her name with several persons, including Joe McComb, Gene Seaman, Jeanette Gordon, and Mark Miller. All agreed she would be an outstanding nominee.

***The Development Committee recommended approving Carole Murphrey as the Hand and Dove Award Recipient so no second was necessary. All in favor and approved.

Mr. Pagan asked Dr. Lyn to present discussion on AI Policy.

- **Karlene Lyn** *(Academic Committee)* Artificial Intelligence Policy
    - *Discussion only*

Dr. Lyn mentioned that AI has been around for a long time. Schools have been using it for a while. She believes having a policy is important. Mr. Pagan mentioned that we would not be adopting the policy at this time but want to have a discussion about it. Dr. Celelli asked Dr. Dunn to explain how the discussion originated regarding the use of AI. Dr. Dunn highlighted that Stark faculty set out to review other policies of other institutions regarding AI. Dr. Garza asked if there are any guardrails by other Christian colleges regarding AI. The main concern is regarding dishonesty and plagiarism. Mr. Bass referenced the permission for the student to receive pre-approval by the professor to use AI for an assignment. How is unapproved AI content monitored? Dr. Dunn mentioned the faculty has several means to identify it: 1) Every student learns about plagiarism and takes a plagiarism test through the Common Tech course that is required in *every* program level at Stark, 2) Small assignments

are given to students early on to identify a student's voice and writing style, and 3) professors have an AI program that identifies plagiarism in research papers. Additionally, most AI generated material is not helpful in research and writing as it is not specific enough.

Mr. Pagan asked Dr. Celelli to share the President's Report.

President's Report

- ATS accreditation Implications
    - Dr. Jim Moore's Report
    - June 19-20, 2024 - Atlanta, GA

Good report by Dr. Moore. What does ATS do that is different from ABHE accreditation? ABHE is the current accreditation organization. ATS is a graduate accreditor only. Why would Stark want two different accrediting agencies? We have an embedded seminary in Stark College. One of the implications we will need to figure out is how to have trustee oversight for the graduate program only. ATS does not prescribe how we do that but we need to think about it.

Trustee involvement could be a committee inside a board. Dr. Celelli shared the idea that the Academic Committee could be assigned the oversight of the seminary in their job description. We don't want to overcomplicate this requirement. Currently, Stark does not have trustees with a theological degree (PhD or DMin) and who are pastors. However, Stark has four openings on our board and we will look to invite someone like that.

In considering reasons why Stark would pursue ATS accreditation, some reasons include doctoral program accreditation and broader recognition of ATS among Texas Baptist churches. Currently, there are no baptist seminaries with doctoral programs that focus on our demographic. Eventually, there will be a movement to start a doctoral program.

- Capital Campaign for $12 million - quiet phase
    - $4.5M - Endowed Faculty positions
    - $2.5M - Endowed Student Scholarships
    - $5M - Moral Leadership Institute (MLI)

At Stark we have several donors who give faithfully but do not have the capacity of writing million dollar checks. Giving at Stark comes through personal connections by people who are friends of Stark. We're slowly being invited into new circles. Every $100 gift is a test of how you handle it. Quiet phase refers to the fact that we're not advertising the campaign. We want to get to 60% of our overall $12 million dollar goal, which is about $6.5 million dollars. This is a 10 year goal. Dr. Celelli asked the trustees to exercise their gift of influence to help "gather" and introduce him to new potential friends and donors.

An easy way to share Stark is to say: "I believe in Stark. I give to Stark and this is why……"

Mr. Bass asked about the niche at Stark and what he can share with others as those he has spoken to respond that they do not know Stark. He asked for talking points to be able to relate with others during discussion. Dr. Celelli mentioned the videos on the website that

share stories of students and donors at equipaleader.org and for them to get together sometime to discuss more.

Break taken at 2:18 pm and meeting resumed at 2:27 pm.

Dr. Celelli mentioned that Tina Villarreal will defend her dissertation tomorrow morning via Zoom. Trustees were asked to pray for confidence and clarity for Tina. The good news will be shared with all afterwards.

Mr. Pagan asked Kathryn Albin to share the Governance Committee report.

Governance Committee Report - Kathryn Albin

- New Trustee Training *(video can be downloaded for viewing)*
- CEAC/HDLF Board Directory Jan. 2024

Kathryn Albin reiterated that we have three new trustees: Rhen Bass, Ray Bowens and Stacy Miller. The New Trustee training was given in January with Ms. Miller attending online at a later date. Ms. Albin asked trustees to please let Dr. Celeli know if they wish to recommend a potential trustee candidate. Dr. Celelli mentioned that he recruits, vets and then recommends potential candidates to the board for their review and vote. Dr. Celelli also mentioned the need for a BGCT trustee. Mr. Pagan highlighted that we have 100% attendance of trustees today.

Executive session break began at 2:30 pm.

- Personnel Updates
    - Staffing changes

After dismissal of the staff from the meeting, the Board went into Executive Session. President Celelli gave a brief explanation of the purpose and use of executive session time. He then updated the trustees on changes in personnel , the confidential reasons for those changes, and the duty re-assignments necessary to accommodate those changes. He also reported that Stark is having growing pains--too small for increased staff but at a point that increased staff is becoming necessary.

    - Faculty Search Summary

There is an ongoing faculty search happening at Stark. We are seeking persons with a PhD in Old Testament, New Testament, or Church History. The position would start in late summer with classes in the fall semester.

- 990 Tax Return discussion

The 990 is a non-profit's tax return. Stark is exempt because we are a religious and denominational non-profit but Capin Crouse has recommended, for transparency purposes, that Stark file it anyway.

***A motion was made, seconded, and approved that the report will be sent to the Chair of the Business and Finance Committee (who will present it to that committee) and to the

Chair of the Board of Trustees. Any trustee who would like a copy, can receive one upon request.

Dr. Celelli was dismissed from the meeting so the Board could discuss the performance of the President. The annual evaluation of the President was conducted with the overwhelming consensus that Dr. Celelli is an asset to Stark College and Seminary. Phrases used by Trustees included--spiritual leader, good manager of people and finances, transparent, a pleasure to work with, good at development, passionate about Stark's mission and story, and humble concerning his pay while championing the pay of his staff.

Executive session concluded at 3:00 pm and the President and staff were invited to return.

Upcoming Board Meetings

- July 26-27, 2024 - Corpus Christi
    - Friday Trustee & Spouse Dinner (6:30 pm-9 pm)
    - Saturday Training & Board Meeting (8:30 am-12 noon)
- Thursday, November 7, 2024 - Corpus Christi
    - Board Meeting (1 pm-4 pm)
    - Hand and Dove Scholarship Banquet (7 pm-9 pm)

Dr. Celelli reminded trustees of the upcoming meeting dates and times.

Mr. Pagan thanked everyone and reminded trustees to fill out the meeting evaluation.

4.04.24 Board Meeting Evaluation

The benediction was given by Dan Zamora who also prayed for Tina Villarreal and her defense.

Meeting adjourned at 3:30 pm.

Items underlined are linked documents on the trustee website at **https://ceacboard.org.*