

## MINUTES OF THE MEETING OF THE VESTRY

The regular meeting of the Vestry of Saint Michael and All Angels Episcopal Church met on Wednesday, March 23, 2022, at 4:30 pm in the Theatre. Before the meeting, a communion service was held in the Saint Michael Chapel with The Rev. Christian Basel presiding.

Vestry members in attendance were Richard D'Antoni, Senior Warden; Erica Sartain, Junior Warden; Arnold Spencer, Warden-At-Large; Stuart Brown, Eric Gilmour, Carol Goglia, Louise Griffeth, John McFarland, Jr., Holly Pena, Kelly Reddell, Darrel Rice, Carol Roehrig, Jack Rubarth and Ginger Sager.

Ex-Officio members in attendance included The Rev. Chris Girata, Rector; Janice Bywaters, Treasurer; Dianna Bowen, Chancellor; and Nancy Wilbur, Clerk. Others in attendance were The Rev. Ken Brannon, Rick Currey, Christina Gigliotti, Barry Hancock, Elizabeth Keogh, Caroline Law, Bhav Marish, Tricia Morris, Colleen O'Hara, Brett Ratliff, Christie Rodriguez, Brady Schleier, and Van Sheets.

Richard D'Antoni called the meeting to order and asked Louise Griffeth to give the prayer. He then asked if everyone had read the Consent Agenda and asked if there was any discussion. Not receiving any, Richard made a motion to approve the Consent Agenda which was seconded by Arnold Spencer, and the motion was approved.

Richard introduced our guest, Grady Schleier, who is the temporary head of Saint Michael Episcopal School. He was accompanied by Elizabeth Keogh and Tricia Morris who introduced some of the children who attend SMES. The children handed out drawings they had made inviting the Vestry to attend a tour of the school on March 30, 2022, from 9:00-10:00 am. Each child said something about their school. Elizabeth said that the Vestry would receive electronic invitations.

Richard then introduced our guests from The Campus Construction Committee, Rick Currey and Barry Hancock, Co-Chairs and Rick Ratliff from Prichard Associates, who were in attendance to give the Vestry an updated project report. Rick referred to the very detailed progress reports that had been handed out prior to the meeting addressing SMAA Pre-Development Costs, a Project Phasing Summary and a Project Management Budget. Brett Ratliff, the Project Manager and Rick Currey discussed the timing of the project as well as the costs, and they gave an update on how the \$1.8M donation from Lincoln Property has been spent. They addressed the building of the mechanical brains for the project in what is now our Gymnasium, the tight window they will have before September to work while the children are not in school, the new East Campus that will take the biggest part of 18 months and the renovation of the existing Sanctuary that will take approximately 7 months due to the asbestos abatement that needs to be done. Rick said that they must design for the entire project although it will be done in 3 phases. Of the \$1.8M from Lincoln, we spent \$700,000 last year, and we shall spend \$700,00 this year. He pointed out that

we shall run out of Lincoln money but when the Beck contract fees are approved by the Vestry, we shall switch to the church budget as necessary.

Rick said that the CCC will come back to the Vestry going forward with the pricing. The costs could change as bids cannot be made until the drawings are finished. The bids we have were made 6 months ago. The CCC will give another presentation in 30 days where we can see the contracts. The ground rules will be established at that time. Rick said that it is hard to make contractors stand by their bids thus there will be lot of conditions and max cost language in the contracts. He added that shortly before Phase 2, Lincoln will have finished their project and the Plaza and the garage will be able to be used. Arnold Spencer asked if the 7-month time frame when we are unable to use our sanctuary was a firm number, and the answer was that they hoped it would be sooner. One of the biggest items has been the garage and garage security. Rick said it is very hard to make underground garages completely secure, and he feels that we are using the very best garage consultant to achieve this.

Rick explained that there are 3-4 points on the contract with Beck that will be addressed once the CCC says it is ready, and they will review it at that time. When we approve the contract for Beck, we shall switch the contract fees from Prichard Associates into the church construction budget. Richard has asked for a summary sheet of what is a 130-page document, and Vestry member who wants to go through it can, and there will be a copy of the contract in Colleen O'Hara's office. Richard would like 5 days to review the contract and then have a special Vestry meeting to approve it. He wants the Vestry to feel comfortable with the contract. Richard asked that any questions be addressed to him after the Vestry sees the summary sheet. Richard thanked the CCC for all of their good work.

### **RECTOR'S REPORT**

Richard welcomed The Rev. Chris Girata back from his trip to the Holy Land. Chris then thanked the CCC and noted that the members of this committee are all volunteers, and their expertise is a great gift to our church.

Chris thanked everyone for their part in the Call Campaign that was done before Lent. He said that the church learned a lot from our parishioners in calling them that was not only crises information but included other things of importance as well. He then reminded us that the 75<sup>th</sup> Anniversary preparation continues as well as our Wednesday night Lenten services. He said that Bishop Currey will be preaching on Palm Sunday at both 9:00 and 11:00 services, and that the Bishop will visit St. Phillips' community while he is here. Also, on April 9, at 5:00 pm, there will be a gathering for the Vestry, Foundation members and Clergy for a preview of the documentary, "A Case for Love", that Saint Michael has supported. Chris again mentioned Michael the Musical on April 22 at McFarlin Auditorium and the big Church Birthday Party on Sunday, April 24, outside at 11:00 am until 1:00 pm, and he encouraged everyone to attend.

Chris announced that our new Mission and Outreach Priest Associate is The Rev. Robin H. Hinkle. She is a former attorney and 2<sup>nd</sup> career priest who has had a lot of experience in outreach.

Regarding the pilgrimage to the Holy Land, Chris said that it will occur every year during Lent with adults only in odd years and families in even years.

### **SENIOR WARDEN'S REPORT**

Richard reminded the Vestry that their retreat is April 30 and asked everyone to RSVP to Bhav if they were attending. He also said that there are 3 open spaces for prayers on the calendar. He said that Chris is going on sabbatical this summer for 6 weeks as mandated by the Master Schedule for Clergy. Richard said that the Vestry will address the budget for the Sabbatical and that Ken and Chris will present a plan and if adjustments need to be made to the budget, the Vestry will consider making them.

Richard said that an update of everything that is happening on campus moving forward will be in the May 8 Archangel after the Beck agreement is final. He said, looking forward, that an Architectural Design Committee has been formed with Vestry member Carol Roehrig joining Brett Ratliff, Barry Hancock, Rick Currey, Colleen O'Hara and Tish Visinsky on that committee.

### **JUNIOR WARDEN'S REPORT**

Erica Sartain thanked those members of the Vestry who have finished the Safe Church Training course, but she pointed out there are still some who need to take the course.

### **TREASURER'S REPORT**

Janice Bywaters, Treasurer reported on the Finance Committee meeting Tuesday, March 22.

On March 22<sup>nd</sup>, the FC approved two fund-raising requests, both requests have been approved annually for many years. The first request was from Saint Michael Presents. They requested approval to raise \$54,000 to support two concerts, one in the Spring and one in the Fall. The mail campaign is targeted to past contributors. The second request was from the Saint Michael's Farmers Market. Annually, they raise approximately \$35,000 from a mail campaign targeted to approximately 400 parishioners. Neither solicitation requests conflicts with Stewardship, and both were approved.

February YTD reviews were reviewed. Total Operating Revenue of \$2MM is \$130M over budget. This was driven primarily by a few parishioners simply paying early. Total operating expenses are \$67M under budget, this is primarily because we have not fully received credit card billings. The two months ended with a \$197M surplus, but we do not expect this to continue.

The FC is recommending to Vestry to make changes in the way the LPC lease payment moves from the SMAA NE LP to the Foundation in an effort to allow the Foundation to expand its ability to accept contributions, and we want to do this in a way that will not inaccurately trip a diocesan assessment event. Currently, the Foundation is recognized by the IRS as a "supporting entity". By changing the designation to a "publicly supported non-profit", the Foundation will be able to

accept contributions from retirement accounts as a tax-free transaction for the giver. In an effort to conform with the requirements of a “publicly supported non-profit” instead of a “supporting entity”, our attorney has requested that we transfer the monthly lease payments that are received by SMAA NE to SMAA in total before sending dollars to the Foundation. From SMAA, we will then transfer the applicable funds to the Foundation Horizon Outreach (60%) and Facility Funds (40%).

We are requesting the Vestry designate the funds received by SMAA for the benefit of the Horizon Outreach and Horizon Facilities as “non-operational” and designated as “mission” and “capital” as this accurately moves the funds from the Diocesan assessment. This motion was approved.

### **ADVANCEMENT REPORT**

Caroline Law, Director of Advancement, gave her report on the Capital Campaign and referred to a detailed handout that she shared with the Vestry. She is recommending going into the Public Phase of the campaign after we have reached 75-80% of the campaign goal. Today, we are at 31% of our goal. She said that we have had a 72% commitment from members of the Vestry. Caroline feels that we shall be able to launch the Public Phase of the Campaign on December 23, 2022. Richard thinks that the Vestry should have some talking points about the upcoming renovation so that we are consistent with our answers when asked.

### **OLD BUSINESS/NEW BUSINESS**

Richard announced that we are required to appoint three (3) well-qualified people to the Horizon Outreach Committee of the Foundation of which Matt Waller is Chair. He made a motion to recommend appointing Ben Leal, Co-Chairman of Mission and Outreach, Carol Goglia, Vestry member and Bob Campbell. The Rev. Robin Hinkle will be an Ex-Officio member of the committee. Richard made a motion to approve the appointments, and Jack Rubarth seconded the motion. The motion was approved.

The next item of discussion was the Technology Committee, and Richard introduced Van Sheets who was in attendance representing the committee. Jack Rubarth from the Vestry is also a member. Richard said that Colleen and Ken Brannon have done a tremendous amount of technology work over the last 2 years. Van explained that they are working on project tracking which is keeping track of any ideas that come up at any time and those are added to the list over years. Items are checked off as they are completed. Van feels that the Touchpoint System it is a good system. John McFarland pointed out that not many people are using the church’s App. Van said that they will relaunch that App and that we must be open minded to ideas because things change so fast in technology. Van thinks that we need both men and woman involved in this project and asked that the Vestry think of others for the committee as well as some youth.

Richard asked if there was any more old or new business and hearing none, he adjourned the meeting.

Respectfully submitted,

Nancy Wilbur  
Clerk of the Vestry