

## **MINUTES OF THE MEETING OF THE VESTRY**

The regular meeting of the Vestry of Saint Michael and All Angels Episcopal Church convened on Wednesday, November 17, 2021, at 4:30 pm. Prior to the meeting, the Vestry met together at 4:00 in the Chapel for a service led by The Rev. Mary Lessmann.

Vestry members in attendance were Blair Oden, Senior Warden; Stacey Malcolmson, Junior Warden; Richard D'Antoni, Warden-at-Large; George Baldwin, Louise Griffeth, Hallie Lawrence, John McFarland, Jr., Holly Pena, Darrel Rice, Carol Roehrig, Jack Rubarth, Ginger Sager, Erica Sartain and Arnold Spencer. Newly elected Vestry members attending as guests were Stuart Brown, Carol Pierre Goglia, Kelly Reddell and Keller Webster.

Ex-officio members in attendance included The Rev. Dr. Chris Girata, Rector; Janice Bywaters, Treasurer and Nancy Wilbur, Clerk. Others in attendance were Rob Baber, The Rev. Ken Brannon, Eric Conner, John Ellerman, Caroline Marak, Bhavnita Masih and Cassie Pericak.

Blair welcomed everyone and called the meeting to order, and Carol Roehrig gave the prayer. Blair then asked if everyone had read the Consent Agenda and as there were no questions or changes, he made a motion to approve the agenda. George Baldwin seconded the motion. The motion was approved.

### **RECTOR'S REPORT**

Chris invited each new Vestry member in attendance to introduce and say something about themselves. He said that new member Eric Gilmore was not in attendance today. He welcomed them to the Vestry and pointed out that the next Vestry meeting would be the transition meeting from the 2021 Vestry to the 2022 Vestry.

Chris then thanked Holly Pena and Erica Sartain for helping him to begin to define his personal goals with the intention of matching his goals to the annual VTO goals. He will have a more formal report on this for the Vestry at the December

meeting. Chris told the Vestry that he will be taking his first 6-week sabbatical in late June and July of 2022.

Concerning the Capital Campaign, Chris told the Vestry that the major gift asks have begun, and the Vestry will be invited to walk through the new Capital Campaign room that is located in the Power Library. He also said that there are multiple searches in process at this time to fill positions that are very important to our one-year goals. He asked Ken Brannon to talk about these.

Ken noted that Caroline Law is our new Director of Advancement which will eventually involve working with the Capital Campaign. There is a search committee working to fill the Clergy position of Associate of Mission and Outreach. The Director of Engagement is another area in which we are actively searching, and we are ready to hire an interim Director, probably a parishioner, until that position can be filled. Ken asked the Vestry to help in finding that person. Chris defined the position as one that welcomes and connects new people who come to our church to areas where they can begin participating immediately. This could also include people who have been long-time members of Saint Michael but who have not been involved. This person would be coordinating the work that needs to be done within our church.

### SENIOR WARDEN'S REPORT

Blair announced the proposed Warden's committee for next year. Richard D'Antoni as Warden, Erica Sartain as Junior Warden and Arnold Spencer as Warden-At-Large. Janice Bywaters will continue as Treasurer and Nancy Wilbur will continue as Clerk.

Blair mentioned that relative to the recent Audit report, a committee has been formed that includes Stewart Thomas, some of the original architects of the Horizon Fund, Richard D'Antoni and himself to discuss ultimately where the Horizon Fund money should reside. The consensus is that it should remain on the Foundation balance sheet (as opposed to the SMAA balance sheet) and if so, it requires a revision to some of the wording of the document. Blair said that that information would be brought to the Vestry for approval before the end of the year. Richard pointed out that the Foundation is a separate 501c3 entity. Blair

noted that the signup sheet for the Christmas Party is circulating for us to bring food and or drink for the Holiday party.

### STEWARDSHIP REPORT

Caroline Marak passed around copies of the Pledge Summary as of November 14. She reported that we have made up the deficit from this same time last year and are running at a \$373,000 positive variance. She reported that the trend is continuing for more involvement in Christian Communion no matter the level of pledging. We also have a number of new pledges and returning pledges. Carolyn pointed out that January is a huge month for collecting end of year pledges. Keller Webster asked Caroline how many pledging units there were, and she said 1112.

### TREASURER'S REPORT

Janice Bywaters, Treasurer reported on the Finance Committee meeting Tuesday, November 16<sup>th</sup>. Janice then welcomed our new members to the Vestry.

YTD total revenue is \$5.8MM which is \$296M under budget. This is a little less than 5%. The variance is primarily in Current Year Pledges, which was \$125M under budget for the period and \$332M below budget YTD. Projected forecast of total revenue for the year end was \$7MM and the forecast this month is we might come in \$137M under budget or 2% under forecast. Caroline and staff continued their calling plan. We did discuss including Finance Committee in the calling effort but that was decidedly turned down. Positive variances continue for most expenses largely due to the challenges filling open positions. Both salary and program expenses are impacted by the open positions. A "Hiring Support Plan" has been made a priority for this quarter by the church leadership team with the potential for a 3<sup>rd</sup> party vendor the queue up the plan. SMES positive variance results from adding an additional classroom, the full variance might offset slightly by the new playground expense. Currently expenses are \$343M under plan and we expect a strong positive variance at year end in revenue over expense.

The audit was presented to the FC. We discussed the asset reclassification recommended by the auditors after auditing the Foundation and subsequently moving some Foundation assets to SMAA and the clean opinion given by the auditors. Discussion centered on the possibility of updating certain fund agreements to more accurately reflect the placement of the funds according to

the Vestry's original intention. Budget presentations were due to Rob on Monday, and the budget process will start Monday, Dec. 6th.

### OLD BUSINESS/NEW BUSINESS

George Baldwin gave a report on the Mission and Outreach grants. The committee met and decided on the following organizations to receive grants. Amistad Mission \$16,000, Austin Street Center \$15,000, Honduras Threads \$7500, Jubilee Park and Community Center \$65,000, North Dallas Shared Ministries \$16,000, Project Moses \$6,000, Saint Phillips School and Community Center \$7000, Tela Honduras Mission \$12,000, and VNA Meals on Wheels \$13,000 for a total of \$157,500.00. George made a motion for these grants to be approved, and it was seconded by Darrel Rice. The motion was approved.

There was some discussion from George Baldwin and Ken Brannon that the words "grant request" that have been used relative to considering how much money an organization might receive be replaced in the future by the term "parishioner engagement" when determining the amount of funds an organization would receive.

Richard D'Antoni addressed the information in the Vestry packets concerning the Executive Committee. The bylaws require that the Vestry designate an Executive Committee to make decisions for the Vestry in between regular meetings. The Executive Committee is made up of the Rector, Senior Warden, Treasurer and other Members-At-Large to be selected by the Rector and the Senior Warden. This group will be defined at the beginning of each year. Richard made a motion that the Vestry pass this resolution to affirm the Executive Committee. George Baldwin seconded the motion. The motion passed. Chris added that he would like the Warden's committee to report everything they do to the Vestry each month.

Blair wished everyone a Happy Thanksgiving and adjourned the meeting.

Respectfully submitted,

Nancy Wilbur  
Clerk of the Vestry