

MINUTES OF THE MEETING OF THE VESTRY

The regular meeting of the Vestry of Saint Michael and All Angels Episcopal Church met on Wednesday, August 17, 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 Erica Sartain, Junior Warden; Arnold Spencer, Warden-At-Large; Stuart Brown, Eric Gilmore, Carol Goglia, Holly Pena, Kelly Reddell, Darrel Rice, Carol Roehrig, Jack Rubarth, Ginger Sager and Keller Webster.

Ex-Officio members in attendance included Dianna Bowen, The Rev. Ken Brannon, Vice-Rector; Janice Bywaters, Treasurer; and Nancy Wilbur, Clerk. Others in attendance were George Baldwin, Caroline Law, Bhav Marish and Tim Smith.

Carol Goglia gave the opening prayer, and Erica Sartain welcomed everyone back after the July break and called the meeting to order. Erica asked if there were any questions concerning the Consent Agenda and having none, she made a motion to approve the Consent Agenda. Keller Webster seconded the motion, and it was approved.

RECTOR'S REPORT

The Rev. Chris Girata told the Vestry what a gift his Sabbatical was to him and his family as it enabled them to have good quality time together. He said how much he appreciated the Vestry's support, and Chris thanked the Vice-Rector, Ken Brannon and the Staff for the great job they did in his absence. Chris also said that one of the other blessings of the Sabbatical was that it enabled him to do a lot of research on pilgrimage support as he had contact with different church leaders while in England.

Chris reminded the Vestry that there will be a Saint Michael 101 luncheon on Sunday, September 25th from 12:15-1:30 pm, and he asked that some of the Vestry members attend to participate in some of the conversations. Rob Springer, our Director of Engagement will also be attending. Kelly Reddell, Keller Webster, Ginger Sager and Eric Gilmore offered to attend and represent the Vestry.

The Parish Ministry Council Meeting will be on September 27 from 6:00-8:00 pm. Chris told the Vestry that this is an opportunity for the leaders and members of our various ministries and guilds to be together all at once. The discussion will focus on all that is happening in the church. These meetings will occur once in the Fall and once in the Spring. Chris hopes that the information from these meetings will filter down to the larger membership of the church. All Vestry members are welcome to attend as it will be an opportunity for them to hear in a very succinct way what is happening in the church.

Chris reminded us that the Church Fall Parish Meeting will be October 23, and it is at this meeting that the new Vestry members will be elected for the next year. Immediately after this meeting, there will be a very short meeting of the Vestry to validate the election results.

Chris next addressed the work that Ken and Colleen have been doing to navigate the usage of the space around the Saint Michael Episcopal School. They have had a meeting with the school leaders, and all seems to be going very well. Carol Goglia asked what the requests were from the SMES in that meeting. Chris said that the project is now 2X more expensive than was originally thought, and we shall not be able to do certain things that we wanted to do. He said we need to make good choices and intentionally delay some things for the future as our money raising will go on continually. There will be good things done for the school now, and we already know what we want to do next but not during this campaign. Chris feels that our project managers are very good, and they do things so thoughtfully that we can be confident in their guidance.

VICE-RECTOR'S REPORT

Vice-Rector Ken Brannon told the Vestry that his wife, Rachel, is very happy that Chris has returned from his Sabbatical so that maybe she will see her husband again! Ken said that things that were uniquely Chris were missed while he was gone but that they had made real progress during his absence. He said it is all good news, and he thanked the Executive staff for their help.

Ken said the Fall Kickoff was awesome. There were long lines to buy Father Harmuth's new Children's Bible Book, and Ken feels that parishioners are returning to church again. He updated the Vestry on our new staff members – Sheila Johnson, Assistant to Finance and the Foundation; Robert August, Assistant to Music and Organist, Catherine Hinkley, Assistant to Music and Caroline Wilkes, Assistant for Advancement. Caroline also has experience with software technology. Ken mentioned that the church and SMES are going to create a position of Chairman of Director of Music to share together. Ken said we still have two vacancies in youth and in children. Ken feels that we are creating a good intern program for the first half of the year.

Other updates from Ken included mentioning that the utility work on the conduits in the Southwest parking lot will be done during the week and not on the weekends. There are new bulletins for Worship and Liturgy. The Pastoral Care and Engagement Departments are ready to launch their new Welcome Carts. Also, Ken mentioned that the Disciple Groups will begin in the fall and are for people who are mature in their faith.

Ken and Chris talked about the EOS Governance Model. This occurs quarterly and annually. The company rocks are being set for the 1-year plan. One rock is the need to increase our fundraising by 5% to sustain our new hires, and they said that the Advancement department is aware of this. The second rock is to create pathways for talking points for us to use when discussing the timeline impact and common strategic plan going forward. Keller Webster feels that we should begin talking to our parishioners now about the 5% increase in giving and why

we need it. Carol Goglia said that we should say this when doing a Capital Campaign because the Annual Fund will grow as well. Chris said that Caroline Law will share the strategy with the Vestry next month.

JUNIOR WARDEN'S REPORT

Erica Sartain told the Vestry that three parishioners would like to donate a new bench, and that she, Colleen O'Hara and Tom Stewart have been in discussion with them about placing a bench in the original Columbarium. The bench is on order. Erica mentioned that regarding the Parish Survey, plans are on hold while we investigate the capabilities of TouchPoint that would ideally allow parishioners to input all of their own personal data through the SMAA app

TREASURER'S REPORT

Janice Bywaters, Treasurer, reported on the Finance Committee meeting Tuesday August 16th.

As of the end of July, Total Revenue for the 7-month period was a \$4.4MM which is \$155M or 3% under budget. This negative variance is driven by \$188M shortfall in Current Year Pledges. Stewardship is working on sending reminders. It is hard to explain this variance except to say that since Covid the pattern of giving has been less predictable. Again, for now, know that Stewardship is working on this, and it is not unusual to have shortfalls at this point in the year.

Total Operating Expenses were \$85M under budget. This is driven primarily by staff vacancies in Youth and CFM. These positions might be hard to fill this fall so this positive variance could continue for the rest of the year. Also, operations is short one staff member but hopefully that will be filled soon. We had a few negative variances, the most notable was a problem with our major printer resulting in communications needing to outsource some of our major August publications. The bottom line is that at 7 months ended July revenues minus expenses resulted in a \$70M shortfall.

CCC Update

Pritchard & Associates Provides SMAA, or more specifically the CCC with a monthly schedule of capital construction expenditures. Once they are approved by CCC, the invoices are paid by Rob. These schedules were provided in the packet to keep the Vestry apprised of expenditures to date. We shall receive these each month. Ken showed a series of slides of the construction project. These are not necessarily the final design, but they give us a good idea of the overall design of our new buildings and the updated campus renovations.

FINANCIAL COMMITMENT POLICY

Janice told the Vestry that this policy that was originally written in 2011 has recently been thoroughly vetted by the staff, the Wardens and the Finance Committee and that no major changes have been made in the existing policy. It has just been made clearer.

Chris has suggested and Ken has agreed that once a year, if the Rector so chooses, he can delegate to the Vice Rector what is outlined in the Financial Commitment Policy document. In December, the Vestry can say yes or no, but it must be approved every year. This document for all practical purposes will give Chris the authority to make this adjustment if necessary. It will be a more efficient way to help run the church. Carol Goglia made a motion to approve the Financial Commitment Policy, and Carol Roehrig seconded the motion. The motion was approved.

ADVANCEMENT REPORT

Caroline Law reported that October 2 will be the official kickoff for our annual fundraising campaign. Caroline told the Vestry that the Capital Campaign has raised 54% of our goal. She is glad that Chris is back, and she said there is a lot of excitement around the campus construction project. Caroline reported that 99% of the Vestry has committed to the Capital Campaign.

OLD BUSINESS

Arnold Spencer, Chairman of the Nominating Committee for the Vestry and the Delegates and Alternate Delegates to the Diocesan Convention outlined the nominating process to the Vestry. He said that it is expected of the Vestry to thoughtfully put forth members of the Parish who would be good leaders. He emphasized that this is not a popularity contest and that we need diversity in our nominees. He said that there will be plenty of positions where Vestry nominees can serve other than the limited number of spaces on the Vestry such as heads of Standing Committees. Arnold reiterated the term "good leaders" when thinking of perspective members, and Ken mentioned that going forward we are going to have a pool of possibilities for people who have good leadership qualities. Bhav will send the links for the two nomination forms, one for the Vestry and the other for Convention delegates. Chris asked that we use these forms to submit our nominations and not send the nomination forms directly back to Arnold. Arnold mentioned that Richard D'Antoni had done a tremendous amount of work to streamline the nominating process. He reminded us that the deadline for submitting nominations is September 1st but suggested it would be wise to get the nominations in before that date.

The Nominating Committee is made up of the five retiring members of the Vestry, and four people who are members of the congregation. Those four people are Arnold Spencer, Bob Buchanan, Tricia Stewart and Paige Wilbur. The slate of nominees will be presented to the Vestry first, then to the congregation at the October Parish Meeting and there will be an open nomination period at that time for any names to be added that are not on the slate. The election takes place at the October meeting. There will be a very short meeting of the Vestry following that meeting to confirm the election.

Chris added that qualifications suitable to be good Vestry members would include those people who have a high level of functionality; people who are comfortable with making strategic decisions and maintaining strategic goals; people who have good financial skills and understand business; people who understand contracts; and possibly an attorney, as we are approaching the season of fundraising and capital building. An awareness of those needs would be good. Chris said that age is important but should not override skill set.

For Diocesan Delegates and Alternates, the nominees should know that the convention is a full day in November from 8:00-4:00 pm which is typically the first Saturday. Ideas are discussed and votes are taken for the Diocese to move forward. It is a fun day for people to be together from other parishes. We need people who are willing to commit to the full day and who will show up. People who like governance and how things move through a Legislative house would enjoy the day.

MISSION AND OUTREACH REPORT

Ken Brannon gave the M&O report as the Rev. Robin Hinkle could not be with us today due to illness, but he wanted the Vestry to know that Robin has taken the Bachman Lake Together Pre-K program and amplified its connection with Saint Michael. Bachman Lake Together has applied for a grant from the Foundation as well as from M&O. Carol Goglia who works with United to Learn that represents 50 Dallas schools, 27 of which are in the Northwest area, reported that when Robin arrived as the Director of Mission and Outreach, she expressed that she was interested in doing more with Bachman Lake as she knew Saint Michaels would be able to enlist volunteers to participate. Foster Elementary in that area is the school that has been chosen for Saint Michael. The school has 679 elementary students, 98% living in poverty, 100% are children of color, 97% are Hispanic, 83% English learning students and less than 50% are acting at grade level. There is a Pre-K program at Foster as well. There was a back-to-school campaign that SMAA's volunteers assisted with, and there are many projects going forward that Robin hopes to enlist SMAA's volunteer participation. She is also hoping to get a 3-year commitment from SMAA that will be ongoing and not dissimilar to what SMAA does with the Jubilee community. Ken said that Robin is a great connector, and everyone who has worked with Robin is excited about her involvement in M&O.

NEW BUSINESS

Erica asked everyone to look at the 2023 Vestry calendar in the packet. She pointed out that there will be four social moments involving the Vestry that will occur after our regular Vestry meetings. These social events will be with the Executive staff, Foundation members, Standing Committee Chairs and the Christmas Party – one each quarter. Chris would like for everyone to visit with our guests, get to know them and let them get to know us as Vestry members. Erica

made a motion to approve the 2023 Vestry Calendar and it was seconded by Kelly Reddell. The motion was approved.

Church Audit

Erica invited George Baldwin to discuss the Draft of the Consolidated Financial Statement for Audit that is in the Vestry packets. He asked everyone to look at the Management Letter which was a good report of SMAA. There were no surprises, and he congratulated Rob on doing a great job in preparing for the Audit. The only change that to be made is a spelling error in the name of the Saint Michael's Woman's Exchange. The audit spelled the word Women's instead of Woman's. Ken thanked George very much for his hard work, and Darrel said that George had done a great job. Erica made a motion to approve the Consolidated Financial Statement Audit, and it was seconded. The motion was passed.

Devotionals

Tim Smith, Director of Formation, addressed the Vestry to ask for volunteers to write devotionals for the Advent season based on the lectionary readings. Tim thought it would be meaningful and significant to hear from some of the Vestry members. He asked those who are interested to please sign up, and the Vestry will have the first pick of the readings before anyone else who signs up.

Having no further business, the meeting was adjourned.

Respectfully submitted,

Nancy Wilbur,
Clerk of the Vestry