

MINUTES OF THE MEETING OF THE VESTRY
SAINT MICHAEL AND ALL ANGELS EPISCOPAL CHURCH

March 11, 2020

SUMMARY OF ACTIONS TAKEN

- Approved the Consent Agenda
- Approved two contracts for preliminary work on campus renovation
- Approved renewal of a line of credit for Fredericks Square
- Approved Campus Construction Committee members

Prior to the regular meeting of the Vestry of Saint Michael and All Angels Episcopal Church on March 11, 2020, Eucharist was celebrated in the Bishop Moore Chapel.

Vestry members in attendance were Jay Lipscomb, Senior Warden; John Ellerman, Junior Warden; Blair Oden, Warden-at-Large; George Baldwin, Richard D'Antoni, Jane Greene, Louise Griffeth, Hallie Lawrence, Stacey Malcolmson, John McFarland, Jr., Steve McKenney, Kyle Moore (via phone), Anna Paccone, Darrel Rice, and Erica Sartain.

Ex-officio members in attendance included The Rev. Dr. Chris Girata, Rector; Kathy Kelley, Treasurer; and Ginger Brown, Clerk. Others in attendance included Rob Baber, Caroline Marak, Colleen O'Hara, Tricia Stewart and Hudson Weischsel.

Jay Lipscomb, Senior Warden, called the meeting to order and opened the meeting with prayer.

Prior to the meeting the Vestry received for its review the materials included in the Consent Agenda, which consisted of the February 19, 2020, Vestry minutes, the Saint Michael Episcopal School (SMES) Report and the Jubilee Report.

Jay Lipscomb moved to approve the Consent Agenda; John Ellerman seconded the motion. The Consent Agenda was unanimously approved.

Tricia Stewart, the Director of the SMAA Farmers Market, began the meeting with an enthusiastic presentation to the Vestry and a history of the Farmers Market, which began in 2011 and will celebrate its 10th anniversary in 2021. The mission of the market is to provide access to fresh local food for community, neighbors and people beyond and to support local business owners. Highlights of her presentation included: the market is all edible plus flowers, there are 35-40 vendors each Saturday with 6 new vendors scheduled this year, the market this year is planned to run from the end of April to the end of September, kickoff and end-of-season luncheons are planned for the vendors and volunteers who serves as greeters and

help with setup, and collection of clothing donations for One Man's Treasure and the Family Gateway will continue. Average attendance in 2019 was 950 with over 21,000 people at the market for the entire season. Plans for 2020 also include the volunteer musicians, Lemonade Day with Jubilee participants on May 2, Family Day with vendor promotions on June 6, and food demonstrations using vendor products by the chef from Preston @ Park Cities.

Stewardship Report

Caroline Marak reported that letters have gone out to parishioners who have an outstanding balance on 2019 pledges. She said that the Stewardship Committee was celebrating a successful stewardship campaign and welcoming new members including Becky Casey and Hallie Lawrence. In addition, Kimberly and Joe Colonetta will serve as chairs of the committee for 2021. Thank you letters are being sent to parishioners who increased their pledges for 2020, and a video is being made for CFM with stories of the impact of the ministries of SMAA. She also reported that prior year pledges are coming in ahead of budget as a result of calls and letters.

Both Richard D'Antoni and the Rector commented on the positive response and the meaningful work and relationship building accomplished over the last few years under Caroline's direction.

Financial Report

Kathy Kelley reported that the Finance Committee had approved a request for the annual fundraising letter campaign for the Farmers Market to help support the director's salary and publicity for the market. She then reviewed two contracts, which the Finance Committee had approved and was recommending to the Vestry for approval. One is a \$40,000 contract with Community Counselling Service Co., LLC ("CCS") to provide feasibility study services prior to the initiation of a capital campaign planned for the design and renovation of the SMAA campus. The second contract is with Terracon Consultants for \$15,900 to pay for core sampling in preparation for architectural plans for the church campus. It was noted that neither of the contracts would be paid from the SMAA operating budget but would be paid from an existing capital campaign restricted fund and a bonus lease payment from the North Land developer. She also reported that the Finance Committee was recommending a two-year renewal of a \$300,000 line of credit for Fredericks Square from Bank of Texas. The line of credit, which has never been drawn and does not have a commitment fee, is guaranteed by a letter of credit from SMAA.

John Ellerman made a motion to approve the two contracts and the two-year renewal of the Fredericks Square line of credit. Darrel Rice seconded the motion. The Vestry unanimously approved the three proposals.

Kathy then reviewed the February 2020 financials noting that current pledges are showing a positive trend running \$263M ahead of budget and that prior year

pledges are also trending well at \$56M above budget. Expenses are in line. It was noted that the positive variance for Saint Michael Episcopal School (SMES), the result of two new unbudgeted classrooms in the current school year, would only continue through this school year end of June 2020 and is not expected to continue going forward. February month end resulted in a \$433.6M surplus of revenues over expenses. It was noted that these positive variances are unusual and could contract over the year.

A brief discussion followed on how to review off balance sheet receipts and disbursements. It was noted that the SMAA financial statements include results of the financial activities of SMES and our distribution of funds from Fredericks Square. Funds received and disbursed outside the operating budget including capital campaign funds and North Land development costs are reported through designated funds held at the SMAA Foundation.

Senior Warden Report

Jay Lipscomb began his report thanking the Women of Saint Michael for a phenomenal Mardi Gras party. He also recommended the Ashes to Go video, which recorded the Rector's Ash Wednesday outreach in Preston Center.

The report followed with discussion of several significant events coming up including the North Land project, a capital campaign, changes to the SMAA campus, and the 75th Anniversary. He noted that now that the North Land zoning is completed, it is time to look at campus changes and to formalize a committee to oversee the Church's interest in the North Land project and the overlap between these two projects. The proposed committee consists of Barry Hancock and Rick Currey, Co-chairs, and Bob Axley, Tom Stewart, Jay Lipscomb, Blair Oden, Grady Schleier and Ken Brannon. Ex-officio members are Matt Waller, Jay Grogan, and Stewart Thomas. Jay made a motion to approve the names for the committee and stated that the committee charter would be presented to the Vestry for approval next month. Darrel Rice seconded the motion to approve the committee members. A discussion followed outlining the credentials and the SMAA roles of the proposed committee members. The recommendation was to approve the members so they could begin pre-construction due diligence and a budget for pre-construction activities that would be subject to the approval of the Vestry. He stated that the committee's charter would outline the duties of the committee, and the Vestry would have the opportunity to vet the charter. George Baldwin made an amended motion for temporary approval of the committee members, subject to review and approval of the charter by the Vestry. John Ellerman seconded the amended motion, and the motion passed unanimously.

Junior Warden Report

John Ellerman spoke about the very successful SMAA men's 7:00 a.m. bible study that meets weekly with about 25 - 35 people. Highly recommending it, he said it

had the potential to develop into an opportunity for a bible study group before work not only for men of SMAA but also beyond.

Rector's Report

The Rector gave a general campus update and spoke about upcoming events for the parish. Discussion followed surrounding the North Land project, the proposed SMAA campus renovation, a capital campaign, the 75th Anniversary and the opportunities associated with these projects.

He then spoke about Covid-19 and his letter to the Parish that followed the directive of Bishop Sumner and also outlined the extra effort that would be made for deep cleaning the property. At this point, there is not a plan to shut down services but livestream will be available for the 9:00 and 11:00 a.m. Sunday services leaving it to individual decision. He also said that the SMAA website would include this information as well as thoughtful faith based links regarding Covid-19.

The Rector reported that the Lenten Podcasts were very well received and had 10,000 listens and 1,000 subscriptions thus far. He said that SMAA has the opportunity to build on the Lenten Podcast and do a series in other seasons. He also mentioned the possibility of using an NPR story booth for the 75th anniversary. He invited the Vestry to join in planned volunteer Mission and Outreach projects during Lent as well as a volunteer opportunity for the Vestry to work together at North Dallas Shared Ministries in late April. He also reported that SMAA would host the 125th anniversary of the Diocese of Dallas on April 26.

John Ellerman made a motion to adjourn the meeting. Jane Greene seconded the motion. The Vestry then moved to executive session.

Respectfully submitted,

Ginger Brown
Clerk of the Vestry