

THE MINUTES OF THE MEETING OF THE VESTRY

The regularly scheduled meeting of the Vestry of Saint Michael and All Angels Episcopal Church was called to order at 4:30 p.m. Wednesday, August 16, 2023, by Senior Warden Arnold Spencer, in the Theater. Before the meeting, the service of Holy Eucharist was held in the Bishop Moore Chapel with the Rev. Dr. Chris Girata as Celebrant.

Members in attendance were Arnold Spencer, Senior Warden; Holly Peña, Junior Warden; Kelly Reddell, Warden-at-Large; Dee Ann Anigian, Allison Bovard (phone), Stuart Brown, Squeaky Connolly, Carol Goglia, LeAnne Langholz, Carol Roehrig, Jack Rubarth (phone), Ginger Sager, and Hudson Weichsel.

Ex officio members in attendance were the Rev. Dr. Chris Girata, Rector; the Rev. Ken Brannon, Vice-Rector; Janice Bywaters, Treasurer; Dianna Bowen, Chancellor; and Mary Louise Hopson, Clerk. Also in attendance were the Rev. Dr. Andrew Grosso, Rob Baber, Colleen O'Hara, Caroline Moore, Bhavnita Masih, Tony Briggie, Brett Ratliff, Rick Currey, Barry Hancock, and George Baldwin.

Hudson Weichsel led the Vestry in prayer.

Arnold asked whether there were requests to remove any items from the Consent Agenda (June 21, 2023 minutes, Standing Committee Reports, and Affiliate Reports), and hearing none, proposed adoption of the Consent Agenda by unanimous consent, which passed.

CAMPUS CONSTRUCTION COMMITTEE (CCC)

Arnold welcomed CCC members Brett Ratliff, Rick Currey, and Barry Hancock to the meeting. Brett stated that the two lowest bidders, Petrie Electrical and H & G Mechanical, will assist the design team with construction drawings. The team will meet tomorrow to look at 80% drawings, with 100% drawings to be ready by September 1. Bids will be obtained and should be available to present to the Vestry in October.

Church staff members are working on responses to construction FAQs for the congregation. This topic will be discussed further at the September Vestry meeting. This information will be posted to the church website to communicate details.

RECTOR'S REPORT

Chris directed the Vestry's attention to the list of goals as contained in the information packets.

Goal #5 – SMES: There are many opportunities for SMAA to engage with SMES families. For example, Shelby Hendryx, SMAA's new Director of Early Childhood Music, is working with both church and school to create, coordinate, and promote musical activities. There have been

several productive meetings with SMAA Vestry and the SMES executive board to discuss common goals, which will continue.

Goal #6 – Outreach group coordination: Quarterly conversations are occurring among the outreach groups (WOSM, M&O, AAF, HOF) and the wardens to share information and avoid duplication of efforts.

Goal #7 – Construction communications: The annual and capital campaigns will roll out in September, and construction activities will increase at this time. Details of early renovation activities, including asbestos abatement, will be communicated to both church and school by the end of August. Following the public launch of the annual and capital campaigns, construction information will be mailed, and digital and video communications will also be ready. Individual ministry group leaders will know how their activities will be impacted so they can plan adjustments.

Standing Committees: The Standing Committee process was created to empower and engage parishioners most effectively with thoughtful and strategic planning. One helpful feature of this process is the creation of detailed job descriptions. Ken Brannon stated that charters are being written to clarify the purpose of each committee. Most of these charters (75%) have been reviewed and approved by the Vestry; a “rock” goal is in place to review the remaining charters. Ken reviewed the chart in the Vestry packet that shows the status of each committee, including a snapshot of leadership. Ten charters (as included in the packet) have been written, and the Vestry will be asked to approve these in September.

Trees: Professional arborists have determined that two trees on church property, which recently sustained some fallen limbs, are dead and must be removed because they are hazardous. Parishioners and neighbors will be informed at the end of August.

SENIOR WARDEN’S REPORT

Arnold stated that, as the construction ramps up, it will be disruptive for several years. It is necessary to focus on communicating the church’s long-term goals. He praised the CCC for their great work, and reminded Vestry members that we need to be informed and ready for questions.

JUNIOR WARDEN’S REPORT

Holly reminded the Vestry that the nominations process for Vestry and Diocesan Convention delegates closes August 21. She thanked those who have made nominations and stated that all nominees must respond by sending in their attestations by August 21.

TREASURER’S REPORT

Janice Bywaters, Treasurer, reported on the Finance Committee meeting of Tuesday, August 15. For the seven months ending July 31, financials look good. Total Operating Revenue of

approximately \$4.3 million is \$68,000 over budget. Unpledged contributions are higher than expected, as is “other income.” We continue to receive good earnings on excess cash balances.

Expenses also are in good shape. In total we are almost \$47,000 under budget. Most departments are only slightly under budget, but both operations and CFM show large positive variances. This is because we are experiencing higher communication costs because of printing demand and higher costs in the finance area because of computer and professional fees. Both negative variances may continue through 2023. The first seven months had a positive variance of \$115,000.

ADVANCEMENT

Caroline Moore reported that we are 86% to campaign goal and preparing for the public launch on September 24, ahead of the originally projected schedule. The capital campaign will launch in concert with the annual Stewardship campaign, and all related materials are being prepared. The campaign has a goal of \$60 million. The institutional goal for stewardship is to achieve a 5% increase in revenue as well as in participating households.

ARCHITECTURAL REVIEW COMMITTEE (ARC)

Carol Roehrig further described the process of the “page turning session,” as mentioned in the CCC discussion, planned for August 17. The construction drawings comprise 400 pages. Many people have been looking at these pages of plans to identify issues.

CAMPUS CONSTRUCTION COMMITTEE BUDGET UPDATE

Janice reported that spending in both the Pre-Development and Preliminary budgets is consistent with planned expenditures, with the major increases this month being architectural and campaign fees.

NEW BUSINESS

Chris called attention to the 2024 Vestry calendar in the packets, which must be approved by the Vestry. After discussion, Kelly Reddell moved that the proposed calendar be approved with the proviso that the May social date be reconsidered. Carol Roehrig seconded the motion, and the motion passed.

The Vestry portrait will be taken October 18 following Holy Eucharist and right before the Vestry meeting.

Audit Committee Presentation – George Baldwin

George Baldwin, chair of the Audit Committee, reported on the audit as just completed by Capin Crouse LLP. The firm reviewed SMAA financials and gave the church a clean unqualified opinion. The Audit Committee has recommended the Consolidated Financial Statements with Independent Auditor’s Report as of December 31, 2022 and 2021, as contained in the packet,

for approval. Arnold moved that the document be approved, Kelly Reddell seconded, and the motion passed. Ken praised the Finance Committee and Rob Baber for their great work on this effort.

In accordance with the charter the Finance Committee performs a self-evaluation, with results as having met all obligations under its charter in a timely manner. There are five voting members on the Audit Committee including Vestry members. These include George Baldwin (at-large), Kay Whelan, Jack Rubarth, Stuart Brown (2024), LeAnne Langholz (2025), Arnold Spencer (Senior Warden, ex officio), and Janice Bywaters (Treasurer, ex officio).

George stated that there were no issues with the audit and that it went very smoothly. Rob Baber asked the Vestry to review the audit document in the packets, particularly the supplemental schedule that breaks out details by each entity.

EXECUTIVE SESSION

Arnold Spencer moved the meeting to Executive Session at 6:04 p.m., and moved the meeting out of Executive Session and back into regular session at 6:05 p.m.

There being no further business, Arnold moved to adjourn the meeting at 6:06 p.m.

Respectfully submitted,

Mary Louise C. Hopson

Clerk of the Vestry