

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, September 20, 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. Ken Brannon as Celebrant.

Members in attendance were Arnold Spencer, Senior Warden; Holly Peña, Junior Warden; Kelly Reddell, Warden-at-Large; Dee Ann Anigian, Allison Bovard, Stuart Brown, Squeaky Connolly, Eric Gilmour, Carol Goglia, LeAnne Langholz, Carol Roehrig (phone), Jack Rubarth, Ginger Sager, Keller Webster, 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, Brett Ratliff, Meredith Turner, Martha Bogdon, and Richard D'Antoni.

Squeaky Connolly led the Vestry in prayer.

Arnold removed from the Consent Agenda the item concerning the Saint Michael Woman's Exchange, and yielded the floor to Dee Ann Anigian, who gave a report on the activities associated with the occasion of the 65th birthday of the Exchange. Dee Ann stated that the Exchange is having record-setting earnings, with revenues 15% higher than this time last year and the busy holiday season still ahead that should bring even more revenue.

Arnold asked whether there were any other requests to remove items from the Consent Agenda (August 16, 2023, minutes and Standing Committee, Affiliate, and Community Partner reports), and hearing none, proposed adoption of the Consent Agenda, which passed by unanimous consent.

CAMPUS CONSTRUCTION COMMITTEE (CCC)

Chris stated that the Vestry will review and consider approval of construction funds in October. Hard costs will be managed by the CCC, and soft costs will be managed by a small group, likely to include the Treasurer and the church finance professionals. He welcomed Brett Ratliff of the CCC, who reported that the design team met September 1 to review drawings that will go out to bid. The contract will be presented to the Vestry in November. Chris stated that a letter identifying phases of the project over the next several years will be included in the giving packets to be sent next week to everyone in the parish.

RECTOR'S REPORT

Chris thanked Dee Ann and the host committee for their good work on the Vestry and Foundation Party with past and present Vestry and All Angels Foundation members held last

Thursday. He distributed two cards, one a campaign prayer card and the other a Q & A card including the church website information and names and contact information of church staff members with specific areas of responsibility, to help direct questions parishioners may pose regarding the upcoming capital campaign and construction activities. This information will help guide responses and provide additional resources. Special name cards denoting participation in the campaign were also given out to the Vestry members to wear over the next several months identifying them as participants in the campaign.

Chris directed the Vestry's attention to the list of goals as contained in the information packets and highlighted the following goals:

Goal #3 - Capital campaign: We are approaching 90% of the goal. A packet will be distributed to everyone in the parish describing participation in both capital and stewardship campaigns.

Goal #6 - Outreach group coordination: Leaders of the outreach groups (WOSM, M&O, AAF, HOF) and the wardens have met with the goal of identifying ways to share information among the different groups.

Goal #7 - Construction communications: A communications plan has been created with the assistance of Sunwest Communications to help everyone understand the details of the construction plans.

Goal #8 - Dallas leader video series: The video series has been launched.

Goal #11 - Mental Health: Chris and area senior pastors met recently to discuss mental health in the community.

Chris asked Ken to introduce Meredith Turner, new Director of Communications. Ken asked Caroline Moore to introduce Martha Bogdon, new Director of Stewardship. The Vestry welcomed these new staff members.

Ken added that the executive team has been restructured and now includes the Rector; Vice Rector, with responsibility for operations, communications, finance, and advancement; and Andrew Grosso, the Senior Associate for Worship and Discipleship, with responsibility for the integration of all ministries.

SENIOR WARDEN'S REPORT

Arnold called attention to the Vestry calendar and pointed out key upcoming activities. He stressed the importance of Vestry support for the campaign, stating that it is our turn to carry on the work done by others that has gotten us to this exciting and momentous point.

JUNIOR WARDEN'S REPORT

NOMINATING COMMITTEE SLATE APPROVAL: The slate of nominees for Vestry and Diocesan Convention, as selected by the Nominating Committee, was announced:

2024 Vestry Class:

Julie Allen

Susan Barnicoat

James Carry

Jim Chambers

Zoe Hart

2024 Diocesan Convention:

Candidates:

David Hopson

Chris McClung

Alternate Candidate:

Amanda Harris

Holly stated that there were many outstanding candidates nominated with a wide variety of skills and talents. The process should be seen as one that identifies good leaders for the church, with individual skills and timing as factors. Vestry members were encouraged to offer feedback and suggestions to improve the nominations process going forward.

Arnold moved to adopt the slate of nominees for both 2024 Vestry members and 2024 Diocesan Convention. Keller Webster seconded, and the motion was approved unanimously.

TREASURER'S REPORT

Janice Bywaters, Treasurer, reported that Total Operating Revenue of approximately \$5.4MM is \$213M ahead of budget. We have a positive variance in all revenue categories. Expenses are also good; in total we are almost \$64M under budget. At month end our positive variance is \$278M. Due to search firm fees, printing expenses and various other expenses we do not expect to maintain this large of a positive variance at year end.

ADVANCEMENT

Caroline Moore reported that we are 90% to campaign goal. Packets will be going out next week to parishioners. This is an exciting time as the campaign launches September 24.

ARCHITECTURAL REVIEW COMMITTEE (ARC)

Carol Roehrig reported that the team is doing a 100% page review in the continuing effort to further refine plans.

OLD BUSINESS:

STANDING COMMITTEES

Ken called attention to the updated snapshot of the Standing Committees as contained in the Vestry packet. At the August Vestry meeting, 10 revised Standing Committee charters were submitted for Vestry approval, including: Audit, Building and Grounds, Communications, Human Resources, Mission and Outreach, Pastoral Care – Engagement, Risk, Stewardship, Technology, and Worship, Liturgy, and Music. There is also a new charter for the Finance Committee as included in the September Vestry packet for consideration of approval.

Arnold moved the adoption of all the Standing Committee charters as included in the August and September Vestry meeting packets as set forth. Leanne seconded, and after a vote, the motion passed unanimously.

LEADERSHIP NOMINATIONS

The following leadership nominations were also presented to the Vestry for approval:

Adult Formation	Kathy Hayes, Chair, Remainder of 2023 – 2025
Building and Grounds	Stephen Miller, Chair-Elect, Remainder of 2023 – 2025
Human Resources (corrected)	Erica Sartain, Chair, 2023 – 2024
	Blair Oden, Chair-Elect, 2023 – 2024

Carol Goglia moved approval of the leadership nominations as set forth, and Ginger Sager seconded. After a vote, the motion passed unanimously.

NEW BUSINESS:

STAFF TEMPORARY OFFICE RELOCATION - LOMO ALTO BUILDING

Ken called attention to the proposal submitted by the church's IT vendor, Enable, in the amount of \$68,995, as submitted to the Vestry for approval, to prepare for the SMAA staff move to temporary office space in the 8100 Lomo Alto building. Keller Webster moved approval of the proposal as set forth, and Stuart Brown seconded. Upon a vote, the motion passed unanimously.

SMES RENOVATION AND ASBESTOS ABATEMENT

Ken reported that as a component of the construction activities, a letter concerning the plans for renovation and asbestos abatement will be sent soon to all SMES parents. This will provide

transparency and complete details about the process, which will include stringent safety measures and the use of top-tier companies who are experts in asbestos abatement. SMAA staff are addressing the questions and concerns of SMES parents and providing information. As much as possible, asbestos abatement will occur when children are not in school.

CONSTRUCTION LOAN DISCUSSION

Janice reported that she and Rob Baber are getting estimates for the soft costs related to the construction loan. The Vestry will probably be approving the loan recommendations in November. The project will last about 2 ½ years. A loan is needed for the total amount, with repayment over the life of the pledges. The loan will be between \$30 – 40 million.

Arnold then closed the meeting by asking the Vestry to say together the prayer for the capital campaign.

There being no further business, Arnold moved to adjourn the meeting at 5:43 p.m.

Respectfully submitted,

Mary Louise C. Hopson

Clerk of the Vestry