

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

JANUARY 20, 2021

SUMMARY OF ACTIONS TAKEN

- Approved the Consent Agenda

The regular meeting of the Vestry of Saint Michael and All Angels Episcopal Church convened on January 20, 2021, via ZOOM.

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., Steve McKenney, Holly Pena, Darrel Rice, Carol Roehrig, Jack Rubarth, Ginger Sager, Erica Sartain and Arnold Spencer.

Ex-officio members in attendance included The Rev. Dr. Chris Girata, Rector; Kathy Kelley, Treasurer; Janice Bywaters, Treasurer Elect; Scott Wilson, Chancellor; and Nancy Wilbur, Clerk. Others in attendance were The Rev. Ken Brannon, John Ellerman, Caroline Marak, Colleen O'Hara, Steve Haal, Rob Baber, Meredith Rose and Cassie Pericak.

Blair Oden, Senior Warden, called the meeting to order and opened with a prayer.

Blair then asked Meredith Rose to provide a Prayer Sign-Up sheet to have at the next meeting, and he encouraged Vestry members to participate. Blair asked if everyone had read the minutes and looked over the Consent Agenda and asked if there were any changes. He asked to entertain a motion to approve the minutes if there were no changes.

Darrel Rice asked to readdress the New Business of last month's Vestry meeting regarding his presentation about the Jubilee Community Health Care Clinic in conjunction with Parkland Hospital. He asked that the third line in the third paragraph of the minutes be amended to reflect only Bill and Liddy Addy's donation to purchase the land for the clinic. There has been a challenge grant made, but we have not heard back from them as yet. 40% of the cost has been raised at this time, and they would like to wait until the end of the year before naming anyone else. Blair asked Nancy to update the previous meeting's minutes. Darrel moved for this motion to amend the minutes be approved and Carol Roehrig seconded it. The motion was approved.

Richard D'Antoni mentioned that none of the new positions were mentioned in the minutes and asked why. Blair explained that there is a second set of minutes from the previous meeting that are forthcoming as it was a turnover meeting between the old Vestry and the new Vestry. He said that those minutes are very brief and would need to be approved at the next meeting.

RECTOR'S REPORT

Chris introduced a visitor to our meeting, Cassie Pericak, and thanked her for being here. Cassie is the Onsite Director from CCS, and she will be part of the team working with Chris and church members on the capital campaign efforts. The next phase of their work will be a feasibility study. Cassie has worked predominately in higher education but also in mission work in Louisiana and on a \$15 million campaign in Tyler, Texas. She expects to attend about 100

meetings over the next few months discussing the future plans for the church and the school. She will help keep the Vestry informed. Chris then wished everyone a Happy New Year! He said that we really had a good Christmas. There was great attendance and energy with the Clergy receiving lots of messages of thanks. The Carols and Candlelights Service was especially well received. He thanked the Vestry for their flexibility in spending money in interesting ways and moving things around to make things work. Attendance was good. We neared 2000 IP addresses during Advent and every Sunday and again in January we have neared that number, and he hopes that this will continue.

Chris said that at year end, we are doing really well. He asked us to pause and be grateful for the community that we are in. There were so many unknowns in our community at the beginning of the pandemic but people in the community that had really good years reflected that by their generosity. Chris asked that we allow he and the Wardens to think about where to recommend spending the surplus in the 2021 budget that will be set in February. Give us time to have these conversations, and we shall be in touch digitally before the next meeting in February.

Starting off the new year, Chris told the Vestry that he needs our help with the first Saint Michael 101 class from 12:30-1:30 on Sunday, January 24. He would like 3-4 Vestry members there as about 25 people have signed up to attend. If we were meeting in person, we would host a table but since we cannot do that on ZOOM, he would like the Vestry members to introduce themselves and tell how they became involved at Saint Michael and what Saint Michael means to them. Any volunteers? Jack Rubarth, Holly Pena, Richard D'Antoni and Louise Griffeth volunteered to attend. Chris thanked them all.

Chris wants to have a leadership touch to our parishioners once again. He said that right after the pandemic began, we had a call campaign, and we had an incredible response! It is time for the leadership to do it again. There have been some call contacts made by the Good Shepherds, but he wants to engage the leadership again with the Vestry, the Clergy and all of the directors of the church staff participating. Chris said that they are going to send each Vestry member 20 names to call in February. We are to say hello and invite the person we are calling to really invest themselves in Lent by participating in a project at home - go to church at home. Part of the Lenten project will include mailing physical packages to everyone to ask them to make a Lenten altar at home. Among things in the package, there will be a little meditation book and a purple cloth invoking the promises we make in our Baptismal covenant. They will ask them to find an article in their home that represents their promise to God and put it on their altar. When Easter comes, they can celebrate this sacred space in your home. There will be a children's version as well that with the help of their parents, can be done in ways that make sense to them. The ask is "let yourself participate" in this and see how good it will really feel. Vestry members shall receive a talking script that we can follow. Louise Griffeth suggested that we use emails as well as we might be better able to connect, and we could update people's addresses, phone numbers etc. Be persistent in trying to reach the people on your list. Chris said that they hoped to get great responses from everyone. Meredith Rose will be in touch. It will take about a week to get the list cleaned up. People will not be on the call list if the Clergy has already contacted them. Jack Rubarth asked if there was a system in place for an updated list that could include if there is a pastoral care reason that a person cannot be reached. Chris said to give any information such as that to Meredith or to him.

## SENIOR WARDEN'S REPORT

Blair said that each Vestry member had received 3 documents that needed to be signed. The Fiduciary Duty, Conflict of Interest and Transactions with Interested Person Policy , Stewardship Statement and NDA. Please sign these and return to Meredith Rose or tell Meredith if you did not receive them. You will also receive the list to sign up for opening prayers for the remaining Vestry meetings. Please pick a date and return to Meredith.

Blair affirmed that George Baldwin will be the Vestry representative to Mission & Outreach, and Ginger Sager will be the Vestry representative to the Saint Michael Episcopal School.

The North Land Project report:

Blair attended a meeting for two hours last week where discussion about the parking and the plaza took place. That is really what we are down to right now. There was talk about cleaning up the ground lease, not redrafting. Things that were talked about in the beginning have now changed so those business things needed to be reaffirmed and cleaned up. The plans will be attached to the ground lease documents that Lincoln Properties is going to build. We need 150 parking spaces that need to be convenient and assessable, and we need to balance our ability to build it and for our partners to effectively operate it. The Plaza needs to work for the Farmers Market as well. Richard, Stacy and Blair make up the adhoc committee to represent the Vestry. Jay Grogan is leading the lease negotiations and keeping them apprised of the lease document so that when it comes to the Vestry for approval, we can feel good about it. Blair feels really good about where we are. He appreciates Jay and Matt Waller's expertise as a great team to negotiate, and Rick Curry and Barry Hancock are a very good team of developers. Lincoln, yesterday, exercised their 4th extension which meant they will pay another \$40,000. The project is projected to begin in mid-March. We should have a lease draft to review soon and then to be approved.. We do not want to hold up the project, but we need time to be sure it is correct so that we can make the right recommendations to serve the church.

#### JUNIOR WARDEN'S REPORT

No Report.

#### DISCUSSION ITEMS:

#### STEWARDSHIP REPORT

Caroline Marack. Caroline pointed out that as of today we are ahead \$353,000. That is a lot of ground gained. In the next 11 days, we shall flush it all out, but we are now \$405,273.50 away from our target. Caroline said that we shall finish strong. Our increased pledges are still ahead of pledges that stayed the same. Last year we were at \$6,239,00 and this year we are at \$6,664,00., about a \$425 increase. It has a big impact. She is going to send 4-5 names to everyone on the Vestry to email or call. We should be receiving an email from her within the next 24 hours. Give any feedback we receive from our calls directly to Caroline. Chris pointed out that this form updates weekly. In the YTD comparison at week 15 in 2020 and week 15 in 2021 which means we are \$353,000 ahead for this same week last year. Blair thanked Caroline for her hard work.

#### TREASURER'S REPORT

Kathy Kelley welcomed Janice Bywaters to the meeting. Janice will be taking Kathy's place as Treasurer beginning in March. Kelley said that he Finance Committee met and reviewed the soft close of the December 31, 2020 Income Statement. The hard close will be in February. Kathy asked us to refer to the 2020 Financial Statement in our packet. She said that we should be super pleased as we have a \$291,000 positive cash flow surplus this year. She said that the

parishioners have really stepped up in honoring their pledges and increasing their donations. We are \$70,000 over budget for operating revenue. We had \$6 million dollars in collections in the current year pledges. None of us really expected this when the pandemic started. December coming in really strong got us over the hurdle.

It helped that the Diocese waived a one month assessment of \$60,000 payment so this was a positive variance. And, the revenue came in at \$6 million dollars which was about \$500,000 over last year at this time. We saved money because of online vs. in person events. We fully paid our staff all year long. Many events didn't happen so we saved. We have \$118,000 from reserves that were budgeted to offset expenses for 2020, but because we never needed to pull from those reserves as we had a positive cash flow every month so they are still there. Most ministries were a little under budget. Operations came in over budget \$189,000 due to the boiler & gas leak expenses; Communications was over a little bit due to technology productions and Administration costs were over budget by \$48,000 due to the purchase of laptops for people working from home, and we gave end of year of performance awards. So, we ended the year with a \$291,000 surplus. As Chris mentioned, thoughts will be given to what needs to be done with this surplus. January 31st Stewardship ends and the budget for 2021 begins Monday, February 1. Last year we sent 1/3 to the school and 1/3 to maintenance.

Stacey Malcolmson asked about the school surplus and its needs. What is driving the surplus there? Rob Baber said that they are getting better at budgeting. He has worked with Grady, the new treasurer and Nedra, the new leader who has been very helpful. Last year they had a lot of expenses like consulting and accreditation. They have done a budget that is reducing the reliance for 2021-2022 on the church but not completely. They are understanding that they do not need to take the money that they previously thought they would need as they have a good handle on their salaries and benefit streams which will result in a significant decline in their deficit. Chris said that we are going to see much of the overage counted against their deficit.

George Baldwin asked if the PPP loan fell under restricted funds for loans payable. Has there been any movement toward resolution of what we are going to do with that loan payable? Rob said that will be resolved and recorded in audit period for 2020, and he is working with the auditors and the bank, and it will be represented in the audit report as a contra expense, not really an income, and that it will be brought to the Vestry to decide how to use the funds. Kelly said it will be in the payroll related area. It definitely will be used for personnel. We shall visit with that next month.

#### HR COMMITTEE - John Ellerman and The Rev. Ken Brannon

John Ellerman heads the HR Committee that has been working on the new HR Handbook. John explained four years ago a HR committee was formed to undertake special projects and to assist the parish in formalizing its HR management program. Two years ago the committee decided to draft an Employee Handbook. There was an Employee Handbook done about five years ago, but it was not being used. Along with Diana Bowen who is an employment attorney began working on a draft with John and his committee. Ken, Colleen and Rob also were involved as well as all of the Directors of this department. This is the 12th draft. John asked the Vestry members to please read before the next meeting in February. He admitted it is a tough read. The purpose of the Handbook is to be a reference guide for employees and not just a bunch of rules and regulations. Ken thanked the HR committee. Holly Pena is Vice Chairman of the committee and John will continue as Chairman. Ken said he wants the staff to feel that they are in a safe place at the church and that the HB ensures how to be safe and how to be decent to one another. works both ways between the staff and church and the church and staff. The core focus and core values are right at the front of the Handbook. Ultimately, final deci-

sions all boil down to the Rector, but any questions and feedback should be referred to Ken as he has been deputized by the Rector to oversee the staff. Ken said that the Handbook is about safety and decency in the workplace, and it will also protect the church. Ken also asked the Vestry to read the Handbook, and he thanked John for his advice. Richard D'Antoni asked Blair, Ken and John if there was any particular area that he would like the Vestry members to focus on when reading the Handbook. Ken said that the Appendices in the Appendix would be a good start. John McFarland asked if there was any language in the Handbook around media or speaking to the media? Ken said yes. Everything needs to be discussed with Ken or Steve Haal before talking to the media.

### **MISSION OUTREACH:**

George Baldwin said that the M&O committee has three recommendations for the Easter plate this year. With the predominance of needs in the local area and the lack of a great national fund to tap into, they are recommending on splitting the fund with two local groups and one international group. There is a focus on home insecurity.

Austin Street Shelter, local  
North Dallas Shared Ministries, local  
Amistad, international.

George asked for a motion to approve. The motion was made and Louise Griffeth seconded the motion.

Blair asked what the difference was in the Christmas Plate vs. what we have seen in the past. Rob said that the Christmas Plate was \$25,000 in 2020 as opposed to \$48,000 the previous two years. This figure does not include Heart of Giving that is separate, and it is also about \$25,000, the same as before. Chris mentioned that I Believe In Angels was up a lot.

### **OLD BUSINESS:**

Technology Committee: Jack Rubarth told the Vestry that an outside consulting group is doing a technology audit of our general technology systems for the purpose of security and checking general systems. Also, we have a server on premise has kept files for a really long time and that we are now moving to the Share Point which is cloud sharing system for everyone. It will be awhile until everything is set up.

Blair made a motion to adjourn the meeting, and George Baldwin seconded the motion. The meeting was adjourned.

Respectfully submitted,

Nancy Wilbur  
Clerk of the Vestry