

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 4:24 p.m. Wednesday, June 19, 2024, by Senior Warden Kelly Reddell, in the Collins Building at Park Cities Baptist Church. Before the meeting, the service of Evening Prayer was held with the Rev. Dr. Chris Girata officiating.

Members in attendance were Kelly Reddell, Senior Warden; Carol Goglia, Junior Warden; Dee Ann Anigian, Warden-at-Large; Julie Allen, Susan Barnicoat (via phone), Allison Bovard, Stuart Brown, James Carry, Jim Chambers, Squeaky Connolly, Eric Gilmour, Zoé Hart, LeAnne Langholz, Keller Webster, and Hudson Weichsel.

Ex officio members in attendance were the Rev. Dr. Chris Girata, Rector; the Rev. Ken Brannon, Vice Rector; Becky Odlozil, Treasurer; Diana Bowen, Chancellor; and Mary Louise Hopson, Clerk. Also in attendance were the Rev. Dr. Andrew Grosso, Rob Baber, Colleen O'Hara, Caroline Moore, Meredith Turner, and Bhavnita Masih.

Zoé Hart led the Vestry in prayer.

CONSENT AGENDA

Kelly Reddell noted that there had been no requests to remove items from the Consent Agenda for further discussion (May 15, 2024, minutes and Standing Committee, Affiliate, and Community Partner reports). After questions and comments about certain aspects of the Risk Committee report, Kelly inquired of the group again if there were any such requests. Hearing no further such requests, Kelly entertained a motion to adopt the Consent Agenda as written. Allison Bovard so moved, Keller Webster seconded, and after a vote the motion was adopted unanimously.

RECTOR'S REPORT – CHRIS GIRATA

Construction Update:

Chris Girata called attention to the construction update and maps showing what will be closed during construction. These materials also were sent out to the parish. Chris gave details about construction photos in the packet and highlighted the ways that the new construction will improve those spaces, including the creation of a larger lecture-style classroom from several smaller classrooms and an enhanced entrance to the Youth Ministry area. The entire south wing of the second floor will be dedicated to children's classrooms. The communications team has produced excellent wayfinding signage that will help guide people effectively through the building during the construction phase.

Vestry Goals:

Chris stated that Vestry members will be contacted to submit their preferences for working on small teams for annual specific goals.

Ken Brannon Sabbatical Plan:

Ken Brannon called attention to the copy of the church's Sabbatical Policy for Clergy. Chris added that the policy was intentionally created to be a very good policy that helps current clergy plan for effective sabbaticals and enhances the church's recruitment efforts. Ken summarized the plan for his sabbatical, which will be September 3 – November 4. The time will include a trip to Spain and Portugal to visit churches and walk the Camino with several other SMAA couples, a trip to southwest Texas and southeast New Mexico to learn more about the borderland ministry, and a trip to Holy Cross Monastery in New York for a personal retreat and to attend the program "Monastic Wisdom for Everyone." Ken expressed much appreciation for the opportunity to take the sabbatical, and expressed great confidence in the leadership team that will be filling in during his absence.

SENIOR WARDEN'S REPORT – KELLY REDDELL

AAF Funds Request Process:

Kelly reviewed a list of charitable funds, including Vestry-controlled funds and All Angels Foundation (AAF)-controlled funds, to familiarize Vestry members with details about the funds and their history. These restricted funds are primarily from past parishioner contributions and are not in operational accounts. Both SMAA and AAF are working toward establishing a more clearly defined pathway or process for these types of funds, to ensure they are used effectively and fulfill donor wishes. To release these funds, a grant request is required and then funds are approved. Several accounts from each category have been identified to initiate and help identify the process by which requests from the funds can be made. The goal is to complete the task of identifying the process of having grants approved by the October or November Vestry meeting. Upon such approval, the funds will be available for distribution.

Nomination Committee Update:

Kelly stated that the nominations process is underway, with the following relevant links live and on the SMAA website:

- 1) Call for Vestry & Diocesan Delegate Nominations
- 2) 2025 Nomination Form
- 3) 2025 Attestation of Nomination

Kelly urged Vestry members to look for and seek out potential suitable nominees. She asked Carol Goglia to update further.

JUNIOR WARDEN'S REPORT – CAROL GOGLIA

Carol Goglia discussed further the nomination forms and process. The church seeks people who meet the stated criteria, including financial participation in both the stewardship campaign and the capital campaign. This financial commitment requirement is communicated in relevant materials and is a prerequisite to being considered as a nominee for Vestry and Diocesan Delegate. Vestry members approaching potential nominees should be aware of the criteria for consideration and to be prepared to discuss the financial requirement, and other criteria, with them.

Kelly noted that being nominated for either a Vestry or Diocesan position is no guarantee of being chosen by the Nominating Committee. Carol added that the specific needs of the Vestry vary each year because of certain skills needed and the makeup of the current Vestry. These aspects, along with others as identified, should be communicated to potential nominees as well.

TREASURER'S REPORT – BECKY ODLOZIL

Becky Odlozil, Treasurer, reported that the positive trend continues. The Statement of Activities as of May 31 reflects \$3.5 million in revenue available which is \$186,000 ahead of budget. Current year pledges are \$234,000 ahead of budget, due to timing aspects such as pledges being received in May rather than over the course of the year. This does not change expectations on pledge revenue.

Unpledged contributions are \$85,000 lower than budget, attributable to various factors including allocations of pledges and deaths of significant contributors who never made a pledge.

On the expense side, expenses are \$3 million, which is lower than budget by \$33,000. The positive and negative variances are expected to offset each other over time.

The five-month period ends with \$513,000 in revenue over expenses which is \$219,000 better than budget.

Statements of Financial Position:

There are no material changes from last month with \$103 million in assets on the Unrestricted Statement of Financial Position. The Restricted Statement of Financial Position reflects \$4.5 million in assets.

Pritchard & Associates construction management report:

About 20% of planned expenditures have been incurred for the project, or \$13.6 million.

Bank of Texas Renewal Terms for Line of Credit:

The church has an unsecured revolving line of credit with Bank of Texas for \$400,000 which matures August 10, which is before our next meeting. It has been in place for several years, has

a two-year term, and has never been used as it is just a safeguard for cash flow needs. No bank fees are charged. To help with the church's Vestry meeting schedule regarding approval of the line of credit, the bank has recommended that the term be changed to 14 months.

The bank has confirmed the following terms for the line of credit renewal:

- \$400,000
- 14-month term
- Interest rate is SOFR (Secured Overnight Financing Rate) plus 2.1%

The Finance Committee recommends that the Vestry approve the renewal of the Bank of Texas line of credit as specified above and authorizing the following signatories: Senior Warden Kelly Reddell, for note documentation, and Vestry Clerk Mary Louise Hopson for the Vestry Resolution. Carol Goglia so moved, and James Carry seconded. After a vote, the approval passed unanimously.

NEW BUSINESS

New Vision/Traction Organizer (VTO) – Ken Brannon:

Ken Brannon reviewed the new Vision/Traction Organizer (VTO) targets, including the 3-year picture (target May 2027) and the 1-year plan (target May 2025) to ensure that the goals as identified track with the Vestry priorities established at its recent retreat. Ken commented that the 1-year plan is more measurable and provides excellent direction for the staff in planning.

Kelly Reddell moved that the Vestry affirm the VTO as outlined. James Carry seconded, and after a vote the motion passed unanimously.

Horizon Outreach Fund (HOF) Committee Nomination Process – Kelly Reddell:

Kelly stated that the Horizon Outreach Fund Committee, as a follow-up to the discussion at the March Vestry meeting, has established a grid to project out the composition of the HOF Committee for the upcoming years. The Vestry has the responsibility of nominating Vestry and All Angels Foundation (AAF) members to fill these seats, with a vote on those nominees by AAF to be taken later. The two AAF members who are nominees are Jim Skochdopole and Erica Sartain. The Vestry nominees are Holly Peña and Janice Bywaters. These nominations will go to the AAF for approval in August.

Kelly then adjourned the regular meeting and moved the meeting into Executive Session at 6:12 p.m. Kelly then moved the meeting out of Executive Session and back into regular session at 6:18 p.m. There being no further business, Kelly adjourned the meeting at 6:18 p.m.

Respectfully submitted,

Mary Louise C. Hopson

Clerk of the Vestry