



Sharing Christ's Love

3 Chevy Chase Circle
Chevy Chase, MD 20815

Vestry Meeting Minutes February 19, 2019

ATTENDANCE

A **CROSS** means that the individual was present. An empty box indicates absence.

✝	Rev. Ed Kelaher		Dan Batlle – '19
✝	Rev. Nate Lee	✝	Susan Billington – '19
✝	Jonathan Stroebel – '19 <i>Senior Warden</i>		Catherine Dunlop – '21
	Charle Fiegl – '21 <i>Junior Warden</i>		Thomas Espy – '20
✝	Cary Buckingham – '20 <i>Treasurer</i>		Bill Gray – '19
✝	Stefan Awad – '20 <i>Assistant Treasurer</i>	✝	Cindy Wade – '21
✝	Rip Wilson – '21 <i>Clerk</i>	✝	BJ Buracker, <i>Deacon</i>
	Elizabeth Wrege – '20 <i>Assistant Clerk</i>	✝	Jonathan Musser <i>Priest Assistant</i>

EXECUTIVE SUMMARY / ACTIONS AT A GLANCE

<ul style="list-style-type: none"> ✍ A quorum was present ✍ Review and approval of minutes ✍ Treasurer's report ✍ Parish Annual Meeting ✍ Annual Giving update ✍ Preschool report ✍ Senior Warden's report 	<ul style="list-style-type: none"> ✍ Junior Warden's report ✍ Rector's report ✍ Associate Rector's report ✍ Deacon's report ✍ Priest assistant's report ✍ Old and new business ✍ Adjournment
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DETAILS OF THE MEETING

Prayer for Wisdom, Guidance and Grace

Rev. Ed Kelaher

A quorum being present, Father Ed+ called the meeting to order at approximately 7:05 PM, and Father Jon Musser led the Vestry in an opening prayer.

Presentation of the Minutes

Rip Wilson

Vestry Clerk Rip Wilson circulated in advance of the meeting a draft of the minutes from the Vestry meeting held on January 15, 2019. After discussion and upon motion duly made and seconded, the members of the Vestry unanimously:

RESOLVED: That the minutes of the Vestry meeting held on January 15, 2019 were approved, and the Vestry directed that such minutes be placed on file with the Parish records of the other meetings of the Vestry.

Treasury Report

Cary Buckingham

Cary Buckingham then led the Vestry through the Treasurer's report. Cary noted that Smythe Kannapell, the Parish accountant, had circulated to the Vestry in advance of the meeting a copy of draft financial statements for calendar year 2018 and January 2019. Cary related that Smythe hopes to complete the 2018 statements shortly and is drafting a management's discussion and analysis, or MD&A, to accompany those statements. Smythe is also nearing completion of reconciliation of Kingdom Campaign (KC) pledges and historical spending. Cary said that Smythe is targeting to present the final 2018 financial statements, along with MD&A, and KC reconciliation to the Vestry for review at its March meeting.

Cary also noted that based on the Vestry's prior approval, the Parish is hiring a new staff accountant/bookkeeper to assist Smythe with the day-to-day accounting activities. Father Ed identified the new accountant/bookkeeper as Neville St. Aubin, who will be starting the following week on a part-time basis. Father Ed and Cary both noted that Smythe has made great strides with the Parish's financial records, but she is overwhelmed with the day-to-day requirements and needs assistance, so she can focus on updating the accounting systems and processes and other strategic efforts, including the KC. The costs for this new position will be shared by the Parish and the KC as Ms. St. Aubin will be responsible for day-to-day accounting activities for the KC. The Vestry discussed whether this position would also support the ongoing KC development activities previously identified by the KC committee. The Vestry was told that scope of Ms. St. Aubin's job would not fulfill this role, so this other position will have to be discussed later.

Cary next said that a draft 2019 budget is completed but Smythe would like a few weeks to tweak it, primarily to better assess the timing of cash flows from Annual Giving and KC, as well as the expenses proposed by the Building & Grounds (B&G) committee. Cary informed the Vestry that the plan is to review and approve the 2019 budget at the March meeting.

Father Ed then explained that the recent hires have not increased the costs associated with the Parish staff, as we have had attrition in other areas (*e.g.*, Alex Reeves, Nancy Harris), and most of the new hires are part-time, so the positions do not carry benefits.

Father Ed then noted that with Father Nate's departure, the next major hire will be for another full-time clergy member. He stated that he would be making a proposal in the coming weeks for the Vestry to consider purchasing another rectory, as opposed to paying rent.

The Vestry then discussed timing for a review by the Vestry of KC pledges and past and future expenditures. Father Ed offered to work with members of the KC committee and the Parish staff to have this report made to the Vestry as soon as practicable.

The Vestry then reviewed the status of the organ refurbishing project as presented to the Vestry at the November 2018 meeting by Peter Crisafulli, the Parish's Minister of Music. The Vestry discussed whether or not to move forward with the project by accepting the existing bid from the organ's original manufacturing or seeking additional bids. After discussion, the Vestry determined that it was financially prudent to secure one or more additional bids, and in order to move this project forward expeditiously, members of the Vestry offered to assist Peter. After discussion and upon motion duly made and seconded, the members of the Vestry unanimously:

RESOLVED: That the Vestry hereby establishes a special organ refurbishment project committee, composed of Father Ed, Peter Crisafulli, Bill Garner, Stefan Awad and Cindy Wade, to secure additional bids for the refurbishment of the Parish organ and then, after review thereof, make a recommendation to the Vestry for consideration and approval.

The Vestry then reviewed the Rector's fireside chat series during the month of February focused on the Vestry's roles and responsibilities.

Parish Annual Meeting**Rip Wilson**

Rip Wilson, Vestry Clerk, then reviewed with the Vestry actions required to be taken in advance of the Parish annual meeting on May 19, 2019. In advance of the meeting, Rip circulated a list of activities specifically identified in the Parish Bylaws.

The first order was establishing the Committee on Nominations. Per Article IV, Section 3 of the Parish Bylaws, the Vestry shall appoint a Committee on Nominations within 75 days of the annual meeting. The committee shall consist of five qualified members of the Parish, at least two of whom are outgoing Vestry members and at least two of whom shall not be on the Vestry. After discussion and upon motion duly made and seconded, the members of the Vestry unanimously:

RESOLVED: That the Vestry hereby appoints Jon Stroebel, Susan Billington, Dan Battle, Roberta Martin and David Stanley to serve as the Committee on Nominations for purposes of the Annual Parish Meeting to be held on May 19, 2019; and

RESOLVED FURTHER: That such committee shall have the authority to nominate candidates to election to the Vestry for consideration by the Parish at such Annual Parish Meeting in accordance with the Parish Bylaws.

Rip then reviewed with the Vestry suggested amendments to the Parish Bylaws that were originally discussed at the Vestry half-day retreat in August 2018 and recommended by Todd Miller. The proposed amendments are part of this Vestry's focus on better management, whereby (1) the executive committee, which was originally established when the Vestry had over 20 members and has not been used in years, would be removed and (2) adopting an improved mechanism to establish and oversee regular and special committees by the Vestry. Rip circulated a copy of the proposed changes in advance of the meeting. After discussion and upon motion duly made and seconded, the members of the Vestry unanimously:

RESOLVED: That the Vestry hereby deems it advisable to amend the Parish Bylaws to (1) remove the executive committee and (2) revise the appointment and oversight of regular and special committees reporting to the Vestry, in the form attached to these minutes as Exhibit A; and

RESOLVED, FURTHER: That the Vestry hereby recommends and directs that the foregoing amendment to the Parish Bylaws be submitted to the Parish for consideration and approval at the Annual Parish Meeting on May 19, 2019.

Annual Giving Update**Jonathan Stroebel**

Jonathan Stroebel provided an update on the Annual Giving campaign for 2019. Jon reported that once Smythe Kannapell had completed reconciliation of all pledge cards, the Annual Giving total for 2019 was over \$1.8 million, which represented approximately \$100,000 more than 2018 and the highest total in recent memory. Jon will work with Smythe to identify parishioners that gave in 2018 but have not filled out a pledge card for 2019 and then reach out to those families to see if they will consider another pledge for this year.

All Saints Preschool Update**Susan Billington**

Susan Billington, the Vestry's liaison to All Saints Preschool (ASP), provided an update on the school's activities. As the first item of business, she noted that the ASP board is expected to approve amendments to the ASP's bylaws in the following week, and once approved, Susan will then circulate those amendments to the Vestry for its consideration and approval. Susan would like to have the Vestry approve the ASP bylaw amendments at its March meeting. She explained that under the new amended bylaws, the ASP board will no longer have financial responsibility for school, and that the Parish will fully oversee and administer ASP's finances.

As the next item, Susan asked the Vestry to consider an amendment to the tuition reimbursement policy for children of the Parish clergy and staff attending ASP. The current policy is that children of Parish clergy and staff attend ASP for free; however, Susan noted that this policy is the exception when compared to other church preschools in our area. She also mentioned that our parishioners with children in ASP do not get a tuition break. Susan's recommendation, after discussions with Father Ed, ASP's director and other members of the Parish staff, is that Parish staff and clergy will receive a 25% tuition reimbursement for their first child attending ASP, and 20% for any subsequent siblings; provided that Parish clergy and staff with children currently attending ASP will be grandfathered under the existing policy. After discussion and upon motion duly made and seconded, the members of the Vestry unanimously:

RESOLVED: That the Vestry hereby approves the new tuition reimbursement policy for children of Parish clergy and staff who attend All Saints Preschool, or ASP, in the form attached to these minutes as Exhibit B; and

RESOLVED FURTHER: That the Parish clergy and staff, including the director of ASP, are, and each acting singly is, hereby authorized and directed in the name of the Parish to take any and all such actions that they or any of them may deem necessary or advisable in order to effect the same and to carry out the purposes of the foregoing resolution.

Senior Warden's Report**Jonathan Stroebel**

Jon Stroebel reported that on the Rector's fireside chats on the Vestry's role during the month of February. There was a discussion around planning for the two remaining topics regarding the work planned by the B&G committee and the review of the Parish finances, including the KC.

Junior Warden's Report**Charles Fiegl**

Charles Fiegl was absent from the meeting; however, Father Ed referred all Vestry members to review Charles' email sent in advance of the meeting outlining the B&G committee's work over the past month.

Rector's Report**Rev. Ed Kelaher**

Father Ed noted that after the Annual Parish Meeting in May, he would like to have the newly elected Vestry members sworn in front of the entire congregation. He also noted that Father Nate's departure to All Angels parish is fast approaching and there will be a reception to honor Nate and his contributions to the Parish in the coming weeks.

Associate Rector's Report**Rev. Nate Lee**

Father Nate reminded the Vestry of Deacon BJ Buracker's ordination on March 9 and expressed his excitement about this special day. Father Nate informed that Vestry that he will officially start at All Angels parish on May 12, so his last service at All Saints will be Palm Sunday.

Deacon Report**B.J. Buracker**

Deacon BJ Buracker updated the Vestry on the prayer ministry, visitation and hospitality teams, and noted the efforts to revitalize these important services to the Parish community.

Priest Assistant Report**Rev. Jonathan Musser**

Father Jonathan Musser added that he has been assisting Deacon Buracker and the visitation team, noting that many parishioners are currently in need of prayer and visits. He also informed the Vestry that the prayer group each Sunday is going well and could be considered the Parish's fourth service offering.

Old Business / New Business**Rev. Ed Kelaher**

Susan Billington inquired about when the church directory would be completed and distributed to the Parish. Father Ed will follow up on this.

Cindy Wade reminded the Vestry that the "Securing Our Worship Space" seminar by Montgomery County will take place on Saturday, March 2nd in the Parish's great hall. Member of neighboring churches will be joining the seminar.

Action Items**All**

The Vestry then reviewed the outstanding action items from the January minutes. Following is the current list of action items.

No.	Action Item	Lead	Date assigned	Target Date
New items				
1	Appointment of Committee of Tellers by Vestry for 2019 Annual Parish Meeting	E. Kelaher	2/19/2019	On or before April Vestry meeting
2	Review and approve amendment to ASP bylaws	S. Billington	2/19/2019	Next Vestry meeting
3	Review and approve 2019 Budget	C. Buckingham	2/19/2019	Next Vestry meeting
4	Provide bids to refurbish organ for consideration and approval by Vestry	S. Awad, C. Wade	2/19/2019	As soon as practicable
5	Completion and publication of Parish director	E. Kelaher	2/19/2019	Next Vestry meeting
Carry-over items				
6	Mailing of written notice of the place, day and hour of 2019 Annual Parish Meeting, and the purposes for which the meeting is called (by no later than April 19, 2019)	E. Kelaher	1/15/2019	4/19/2019
7	Document B&G information from Bill Garner	E. Kelaher	1/15/2019	Mid-2019
8	Develop/implement plan to improve teenager and young adult programs and engagement	Ed Kelaher	1/15/2019	Next Vestry meeting
9	KC executive committee present spending priorities for 2019 for all 3 KC missions (building, missions & ministry, and endowment)	T. Espy	11/13/2018	Next Vestry meeting
10	Finalize prioritized list of B&G projects for 2019 and review 5-year B&G plan to share with KC committee	C. Fiegl	11/13/2018	Next Vestry meeting
11	Write a job description for a new development person	C. Dunlop T. Espy	10/16/2018	Next Vestry meeting
12	Review plans to improve the main playground for Preschool in a more cost-effective manner	S. Billington	10/16/2018	Next Vestry meeting
13	Complete review of "super" committee structure with goal of implementing in early 2019	E. Wrege, C. Wade	10/16/2018	March
14	Begin process for updating Parish strategic plan	T. Espy	9/18/2018	Mid-2019

Adjournment and Prayer**Rev. Nate Lee**

There being no further business to discuss, Father Nate led the Vestry in a closing prayer. The meeting adjourned at approximately 9:10 PM.

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EXHIBIT A

PROPOSED AMENDMENTS TO THE BY-LAWS OF CHEVY CHASE PARISH SUBMITTED BY THE VESTRY PURSUANT TO ARTICLE IX OF THE BY-LAWS

The Vestry has approved the following amendments to Article IV of the Parish By-Laws and submits them to the Parish for approval.

1. Delete Article IV, Section 1 which provides:

Committees Having Authority of the Vestry: A majority of the Members of the Vestry may appoint one or more committees, which, to the extent provided by resolution of the Vestry, shall have and exercise the authority of the Vestry in the management of the Parish, but which shall not relieve the Vestry of any responsibility imposed upon it by civil or canon law. Such committees shall include a minimum of two Vestry persons in their membership. Each such committee shall report to the Vestry as directed by the Vestry.

Replace it with the following:

Regular and Special Committees: The Vestry may designate regular and special committees for such purposes as may be indicated in the resolution or resolutions providing therefor. The Rector shall nominate, and by and with the advice and consent of the Vestry, shall appoint members to each such committee. Each such committee shall report at least once annually to the Vestry (or more times if requested by the Vestry) on its activities, decisions and plans under its charter. Both the charter and the membership of each such committee shall be reviewed by the Vestry every two years.

Reason for Amendment:

The existing By-Laws do not include a general provision for the appointment of committees. Rather, the existing By-Laws include a provision limited to the appointment of committees having the power of the Vestry. The proposed amendment (i) provides a general provision for the appointment of committees and (ii) eliminates the special provision for the appointment of committees with the power of the Vestry, a provision which has never been used.

2. Delete Article IV, Section 2 which provides:

Executive Committee: The Senior Warden, the Junior Warden, the Secretary, the Treasurer, and the Personnel Committee Chairperson, with the Rector, shall comprise the Executive Committee of the Vestry, which shall have such powers as the Vestry may from time to time confer upon it.

Reason for Amendment:

This provision is a relic from when the Vestry had 27 members and an executive committee was needed to manage the operations of the Vestry. With a 12-member Vestry, the executive committee is no longer needed and it has not met in recent years.

EXHIBIT B

Amendment to Tuition Reimbursement Policy for All Saints Preschool

Tuition Remission Policy for Clergy, Church and Preschool Staff

Tuition payments will be due in accordance with your preferred 1, 2 or 8 payment plan. The following reductions will be awarded to the tuition of child(ren) of paid Church Clergy, Staff and Preschool employees:

- Employees of All Saints Church and All Saints Preschool will be awarded a 25% reduction in Annual Tuition, Early Bird, Afternoon Enrichment and Summer Camp.
- Employees of All Saints Church and All Saints Preschool will be awarded a 20% discount for subsequent siblings.
- Scholarships may be granted to those Church and School employees who qualify through the National Association of Independent Schools (School and Student Services).

This policy will go into effect immediately following approval by the All Saints Church Vestry and All Saints Preschool Advisory Board.

*** Please Note: Current child(ren) of Church staff will maintain their benefit for the remainder of their child's term.