



Sharing Christ's Love

3 Chevy Chase Circle
Chevy Chase, MD 20815

Vestry Meeting Minutes May 21, 2019

ATTENDANCE

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

✝	Cary Buckingham – '20 <i>Senior Warden</i>	✝	Cindy Wade – '21 <i>Assistant Clerk</i>	✝	Rev. Ed Kelaher <i>Rector</i>
✝	Charles Fiegl – '21 <i>Junior Warden</i>	✝	Catherine Dunlop – '21 <i>2nd Assistant Clerk</i>	✝	Rev. BJ Buracker <i>Associate Rector</i>
✝	Julie Goodall Dever – '22 <i>Assistant Junior Warden</i>	✝	Thomas Espy – '20	✝	Rev. Matthew Kozlowski <i>Priest Associate</i>
✝	Stefan Awad – '20 <i>Treasurer</i>	✝	Elizabeth Wrege – '20	✝	Lois McDonald <i>Parish Administrator</i>
✝	Rip Wilson – '21 <i>Assistant Treasurer</i>		Phoebe Miles – '22	✝	Smythe Kannapell <i>Comptroller</i>
✝	Tony D'Emidio – '22 <i>Clerk</i>	✝	Edward Neufville III – '22		

EXECUTIVE SUMMARY / ACTIONS AT A GLANCE

<ul style="list-style-type: none"> <input checked="" type="checkbox"/> A quorum was present <input checked="" type="checkbox"/> Welcoming and oath of new Vestry members <input checked="" type="checkbox"/> Nomination and election of 2018-19 Vestry officers <input checked="" type="checkbox"/> Review and approval of minutes <input checked="" type="checkbox"/> Treasurer's report <input checked="" type="checkbox"/> Appointment of new annual giving/stewardship chair <input checked="" type="checkbox"/> Church management committee report <input checked="" type="checkbox"/> Kingdom Campaign update 	<ul style="list-style-type: none"> <input checked="" type="checkbox"/> Request for Vestry endorsement of Rangers' Ugandan mission <input checked="" type="checkbox"/> Discussion concerning Vestry retreat <input checked="" type="checkbox"/> Rector's report <input checked="" type="checkbox"/> Senior Warden's report <input checked="" type="checkbox"/> Junior Warden's report <input checked="" type="checkbox"/> Old and new business <input checked="" type="checkbox"/> Action Items <input checked="" type="checkbox"/> 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 BJ led the Vestry in an opening prayer.

Welcoming and Oath of New Vestry Members

Rip Wilson

Father Ed welcomed the four new Vestry members: Julie Goodall Dever, Tony D’Emidio, Phoebe Miles, and Edward Neufville, III. These members succeeded Dan Battle, Susan Billington, Dr. Bill Gray, and Jonathan Stroebel.

Vestry Clerk, Rip Wilson, administered the Oath (Article III, Section 7, Page 6 of the Parish Bylaws) to the three new Vestry members in attendance: Julie Goodall Dever, Tony D’Emidio, and Edward Neufville, III.

Father Ed provided a brief orientation to the new members, as well as an overview of the Vestry’s role and duties in the life of the Parish. Father Ed reminded the group that the Vestry is charged with overseeing the business and affairs of the Parish, including the other ministries and bodies associated with the Parish (e.g., pre-school). As part of the orientation, Father Ed made available to the new members a briefing book for their review. Lois McDonald, Parish Administrator, noted that several chapters of the briefing book are still to be updated, and the entire book will be digitized.

Nomination and Election of 2019-20 Vestry Officers

Rev. Ed Kelaher

Senior Warden: Cary Buckingham (2018-19 Treasurer) was duly nominated for Senior Warden. Father Ed explained that the senior warden is the lay leader of the Parish and in the absence of the Rector, she is in charge. Unanimous approval was received for Cary’s placement as Senior Warden.

Jr. Warden: Charles Fiegl (2018-19 Junior Warden) was duly re-nominated for Junior Warden. He was unanimously approved.

Assistant Jr. Warden: Julie Goodall Dever was duly nominated for Assistant Junior Warden. She was unanimously approved.

Treasurer: Stefan Awad (2018-19 Assistant Treasurer) was duly nominated as Treasurer. He was unanimously approved.

Assistant Treasurer: Rip Wilson (2018-19 Clerk) and David Stanley (2018-19 Assistant Treasurer) were each duly nominated for the position of Assistant Treasurer, a position that can be filled by a non-Vestry member. They were both unanimously approved.

Vestry Clerk: Tony D’Emidio was duly nominated Vestry Clerk. He was unanimously approved.

Assistant Clerk: Cindy Wade and Catherine Dunlop were each duly nominated for the position of Assistant Clerk. They were both unanimously approved.

Chancellor: There were no nominations put forth. Thomas Espy agreed to lead outreach/recruiting for the position.

In addition to the Vestry Officer positions, Stefan Awad agreed to lead the search for All Saints Preschool Liaison, a role previously filled by Susan Billington.

Review and Approval of Minutes**Rip Wilson**

Vestry Clerk, Rip Wilson, reviewed the minutes of the Vestry meeting held on April 23, 2019, a draft of which had been circulated in advance of this meeting. 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 April 23, 2019 are hereby approved, with such changes and modifications as were discussed at this meeting, and the Vestry directed that such minutes be placed on file with the Parish records of the other meetings of the Vestry.

Treasurer's Report**Cary Buckingham**

Cary Buckingham then led the Vestry through the Treasurer's report.

As the first item of business, Cary invited Smythe Kannapell to distribute a copy of the April Financial Report. Smythe reported that giving for first quarter and April 2019 are up not only from 2018, but giving through April is 7% higher than budgeted estimates. Expenses for first quarter and April 2019 are down in comparison to 2018; almost all areas of expenses are lower than what was budgeted to be spent through this time period.

Smythe also offered new Vestry members an orientation on the church's financial statements.

Lois McDonald offered to organize a staff workshop for the Vestry, if helpful.

Cary, Smythe, and Father Ed then introduced a clergy housing income request from Brit Frazier, incoming Deacon. Smythe explained the arrangement, whereby Brit would be able to designate a portion of her compensation as a tax-deductible housing allowance. Father Ed clarified that this would have no bearing on the church's financials; Brit would still earn the same amount of money as had been negotiated with her; this was simply a way to account for the portion of her income that she would spend on housing. After further discussion and upon motion duly made and seconded, the members of the Vestry unanimously adopted the following resolution:

Whereas, Section 107 of the Internal Revenue Code permits a minister of the gospel to exclude from gross income a church-designated allowance paid to him/her as part of his/her compensation to the extent used by him/her for actual expenses in owning or renting a home; and

Whereas, Brit Frazier is compensated by All Saint's Parish exclusively for services as a minister of the gospel; and

Whereas, All Saint's Parish does not provide Brit Frazier with a rectory, therefore, it is hereby:

RESOLVED, that \$47,000 of the priest's annual compensation for year 2019 is hereby designated to be a housing allowance pursuant to Section 107 of the Internal Revenue Code, and it is further

RESOLVED , that the designation of \$47,000 as a housing allowance shall apply to calendar year 2019 and all future years unless otherwise provided by the vestry.

Tony D'Emidio agreed to work with Smythe to formally approve and sign the housing resolution.

Appointment of New Annual Giving/Stewardship Chair**Rev. Ed Kelaher**

Father Ed noted what a tremendous service had been performed by Jonathan Stroebel, outgoing Senior Warden and Annual Giving/Stewardship Chair. Under Jonathan's leadership, Father Ed reported that annual giving had expanded dramatically, from approximately \$1 million to over \$1.8 million annually. While the needs of the church are still greater (over \$2 million per year), Father Ed celebrated Jonathan's leadership.

As Jonathan's successor, Catherine Dunlop was duly nominated for Annual Giving/Stewardship Chair. She was unanimously approved.

Church Management Committee Report**Elizabeth Wrege & Cindy Wade**

Following up on their presentation at the April 23 Vestry meeting, Elizabeth Wrege and Cindy Wade presented the new governance and committee structure for the Vestry and Parish. Elizabeth distributed updated copies of the new structure.

Elizabeth and Cindy noted that they will be working with the various committee leads to establish charters for each committee. They also named Vestry Liaisons for Gather (Robbie Boone), Grow (Rich Holland), and Go (Mark Pape). Elizabeth reminded the Vestry that under the proposed amendment to the Parish Bylaws presented for approval at the upcoming Parish annual meeting, the Vestry will be empowered to designate regular and special committees going forward. After discussion, Father Ed and the Vestry thanked Elizabeth and Cindy for this important work.

Elizabeth and Cindy then described the parish's strategic planning effort that is about to commence. Cindy noted that the last strategic plan was established in 2013, and in need of an update. The effort will be led by All Saints staff (Liz McCready, Lois, Smythe) and lay parishioners (including Elizabeth, Cindy, and Stuart McFarland). The team will begin by creating a SWOT analysis in June/July, for presentation to the Vestry in the summer or early fall.

Kingdom Campaign Update**Thomas Espy**

Thomas Espy, co-chair of the KC committee, provided an update on the KC celebration, which will be held July 14 on the lawn. This celebration will serve to 'tie a bow' on the successful campaign.

Request for Vestry Endorsement of Rangers' Ugandan Mission**Rev. Ed Kelaher**

Father Ed described a request from Richard and Catherine Ranger, who are embarking on a mission trip to Uganda, in partnership with the Society of Anglican Missionaries and Senders (SAMS). The Rangers have accepted a call to join Ugandan Christian University (UCU) as faculty.

Father Ed said the Rangers are in the process of securing financial support from family and friends. They are not asking for the church's financial support; however, they do feel that a Vestry endorsement would be

helpful in their fundraising efforts. After further discussion and upon motion duly made and seconded, the members of the Vestry unanimously:

RESOLVED: That the Vestry hereby endorses Richard and Catherine Ranger's upcoming mission trip to Uganda.

Discussion Concerning Possible Vestry Retreat**Rev. Ed Kelaher**

Father Ed noted that the Vestry held a half day retreat last year. He invited the Vestry to comment on whether such a retreat might be helpful again this year, and if so, what format would be preferable (e.g., half day, two half days, one full day). After some discussion, the Vestry unanimously agreed to a full day retreat.

Cindy Wade agreed to circulate scheduling options for the retreat (likely to be held in August or September). She and Elizabeth Wrege agreed to think through the agenda and how best to integrate the strategic planning effort they are leading. Father Ed noted that Todd Miller and several other former Vestry members (Stuart McFarland, Jonathan Stroebel) have expressed a desire to help.

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

Father Ed shared an offer for guests (e.g., staff) to join Vestry meetings periodically (as Lois and Smythe did in this meeting).

Father Ed passed on the remainder of his report, since the substance thereof was included in earlier discussions during this meeting.

Senior Warden's Report**Cary Buckingham**

Cary issued an abridged report, given her election earlier in the Vestry meeting. She echoed Father Ed's welcome to the new Vestry members. She also noted that as Senior Warden, she would like to see the parish fulfill several commitments she had made as Treasurer, including:

- Performing a financial audit in 2020 (of the church's 2019 financial results). Cary noted we have not completed an audit since 2015
- Communicating what we do as Gather, Grow, and Go

Junior Warden's Report**Charles Fiegl**

Charles Fiegl offered a brief report focused on the Building & Grounds (B&G) Committee. He welcomed Cindy Wade to the committee, as chair of the security committee.

Charles noted that the church's security plan is underway, with designated rally points around the building. The committee is debating the need for a new intercom.

Using funds from the Kingdom Campaign, the B&G Committee has obligated a number of contracts identified as priorities, including the rectory, new exit doors on Grafton Street, removing the oil storage tank, and installing a cross in the Columbarium.

Charles reported that following discussions with Peter Crisafulli, the organ renovations have been pushed to 2020. Several Vestry members raised the sensitivity about this postponement, and the need to prepare communications to the congregation. Charles committed to work with Elizabeth Wrege on communications.

In lieu of the organ renovations, the B&G Committee is discussing 2019 renovations to the Great Hall. Bill Garner, the Parish facilities manager, is reaching out to an architect, and the B&G Committee is leading the review. The Vestry will need to review the new plan once approved by the B&G Committee.

Old Business / New Business

Rip Wilson

The Vestry then reviewed the list of open action items listed in the April minutes.

Father Ed noted that the clergy team is nearly complete. He and BJ are in place as full-time Rector and Associate Rector. Brit Frazier will be full-time Deacon when she joins in the summer. Father Ed also announced and gave thanks for Father Matthew’s decision to join as a full-time priest in January 2018. Father Jonathan will remain a Priest Associate.

Father Ed provided a brief update on the Thrift Shop, noting a recent change in leadership. Further updates on the integration of the Thrift Shop will follow in June.

Father Ed reported that he is still talking to candidates for Youth Minister. He questioned whether sufficient funding exists to go through with the hire, and agreed to follow up with a further update in June.

Father Ed noted that it is up for the Vestry to decide whether to continue meeting monthly over the summer, or whether to skip one meeting (for example, in the month when the Vestry retreat occurs).

Father Ed also initiated a resolution recognizing the four departing Vestry members (Jon Stroebel, Bill Gray, Susan Billington and Dan Battle) and noted how each of them has blessed the Parish with important and meaningful contributions. After further discussion and upon motion duly made and seconded, the members of the Vestry unanimously:

RESOLVED: That the Vestry hereby honors outgoing Vestry members Jonathan Stroebel, Dr. Bill Gray, Susan Billington and Dan Battle, for their unwavering service to the Parish.

Action Items

All

Following is the current list of action items.

No.	Action Item	Lead	Date assigned	Target Date
New items				
1	Update, digitize, and circulate the new Vestry briefing book	L. McDonald	5/21/2019	June Vestry meeting
2	Search for candidates to serve as Chancellor	T. Espy	5/21/19	June Vestry meeting
3	Search for candidates to serve as All Saints Preschool Liaison	S. Awad	5/21/19	June Vestry meeting
4	Sign housing resolution request for Brit Frazier	T. D’Emidio, S. Kannapell	5/21/2019	5/22/19
5	Develop options for Vestry retreat date	C. Wade, E. Wrege	5/21/2019	June Vestry meeting
Carry-over items				

No.	Action Item	Lead	Date assigned	Target Date
6	Agree on theme for the 2019-2020 Vestry year; Father Ed has proposed "Nurture" to consolidate the gains from the past few years	E. Kelaher, C. Buckingham	4/23/2019	May Vestry meeting
7	Update on the integration of the Thrift Shop within the Parish	E Kelaher	4/23/2019	May Vestry meeting
8	Update on hiring of youth minister(s)	E. Kelaher	4/23/2019	May Vestry meeting
9	Lead process for updating Parish strategic plan	E. Wrege, C. Wade	3/19/2019	2H2019
10	Document B&G information from Bill Garner	E. Kelaher	1/15/2019	Mid-2019
11	Provide bids to refurbish organ for consideration and approval by Vestry	S. Awad, C. Wade	2/19/2019	Organ renovation postponed to 2020
12	Review implications of indemnification provisions under ASP and Parish bylaws	R. Wilson	3/19/2019	As soon as practicable

Adjournment and Prayer

Rev. Ed Kelaher

There being no further business to discuss, Father Matthew led the Vestry in a closing prayer. The meeting adjourned at approximately 9:15 PM.