



3 Chevy Chase Circle
Chevy Chase, MD 20815

**Vestry Meeting Minutes
June 18, 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	✠	John Balance <i>IT/AV & Marketing Manager</i>

EXECUTIVE SUMMARY / ACTIONS AT A GLANCE

<ul style="list-style-type: none"> ✍ A quorum was present ✍ Welcoming and oath of new Vestry members (Phoebe Miles) ✍ Nomination of Vice Chancellor of Parish ✍ Discussion re Nomination/Voting Process ✍ Review and approval of minutes ✍ Treasurer's report ✍ Kingdom Campaign update ✍ Presentation of New Vestry Handbook 	<ul style="list-style-type: none"> ✍ Request to Finalize Phone Replacements ✍ Update re Youth Minister Hiring Process ✍ Church Management Committee Report ✍ Discussion Regarding Vestry Resolutions Concerning the Thrift Shop ✍ Wardens' Report ✍ Rector's report ✍ Reports of Clergy in Attendance ✍ Old and new business ✍ Closing and Adjournment
---	---

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 led the Vestry in an opening prayer.

Welcoming and Oath of New Vestry Members **Rev. Ed Kelaher and Cindy Wade**

Father Ed welcomed the new Vestry member: Phoebe Miles.

Vestry Assistant Clerk, Cindy Wade, administered the Oath (Article III, Section 7, Page 6 of the Parish Bylaws) to the new Vestry member: Phoebe Miles.

Nomination of Edward Neufville as Vice Chancellor **Rev. Ed Kelaher**

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

Vice Chancellor: Edward Neufville was duly nominated as Vice Chancellor of the Parish. He was unanimously approved.

Discussion re Nomination/Voting Process **Catherine Dunlop**

Catherine Dunlop presented a recommendation to the Vestry regarding the nomination process for Vestry members. Based on research from other churches, members of the church are also allowed to nominate Vestry candidates via a petition. In addition, those Parishes also have a nomination's committee. Some Parishes establish a super committee of people across the parish to select the candidates. Additionally, as a Parish we need to consider avenues to keep those not elected engaged in Parish efforts.

Father Ed agreed with Catherine's concerns. He also raised awareness to administrative changes that would be required. Currently, because ASC has early voting, the process does not allow ample time for nominations via petition. Additionally, the by-laws do not reflect the option to have early voting. This is something as a Vestry and Parish we need to address.

Rip Wilson agreed that we need to find ways to ensure those not elected are still involved. He suggested inviting them to join various committees.

Cary Buckingham was concerned that if one option is for the Vestry to select the candidates, the process will become more about who you know on the Vestry and less about allowing God to identify the right slate of candidates.

Phoebe Miles recommended that during the next Vestry election, Father Ed should highlight to the Parish and nominees that it is an honor to be nominated.

Presentation of Minutes of May Meeting

Rip Wilson

Former Vestry Clerk, Rip Wilson, reviewed the minutes of the Vestry meeting held on May 21, 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 May 21, 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

Stefan Awad

Stefan Awad led the Vestry through the Treasurer's report.

As the first item of business, Stefan presented a snapshot of the church finances developed by Smythe Kannapell. He reiterated that the church is in a healthy financial state. The Finance and Audit committee have suggested ratios to better understand the unrestricted assets and liabilities. There are also some concerns raised by the committee about burn rates and the need to review bills and request additional competitive bids before moving forward on contracts. Bill Garner is assisting Stefan and Smythe with obtaining additional competitive bids.

The Finance committee is also researching another approach to allocate resources across Gather, Grow, and Go. Smythe asked that the Vestry determine what data they require to make informed decisions. Once that information is identified, Smythe will create financial views to support the Vestry's decision making. Smythe also stated that the snapshots are used for the ministers to run their programs. During Smythe's briefing, she stated the critical budget areas to monitor are the annual depiction. Throughout the year, certain administrative budgets may be over or under, but the total administrative costs is on par. With the recent updates to the church's accounting processes, 2019 will serve as the baseline year for building the budget going forward.

Charles Fiegl thanked Smythe for her efforts. B&G and Smythe will meet to determine how the B&G budget is depicted in the ASC budget.

Kingdom Campaign

Thomas Espy

On July 14th after the 10am service, ASC will have a celebration event in honor of the Kingdom Campaign solicitation phase. Glenn will serve as the chef for the event. Additional annual reports will be available the day of the event. This event will serve as a general "Thank You". Father Ed will make a few remarks. The communication going out to parishioners will specify that this marks the end of the solicitation phase of the Kingdom Campaign and that giving towards the Campaign continues. Catherine Dunlop noted that this is a "Thank You" event. Also that Catherine Eshelman did an excellent job at the annual meeting. Thomas Espy asked who on the ASC staff do we coordinate with? Lois McDonald stated that we can let Liz McReady know what type of communication and that we should announce the "Thank You" event at least two weeks before the event. Terri can also help with the communication.

Presentation of New Vestry Handbook

Lois McDonald

Lois McDonald briefed that there is a new Vestry handbook. She anticipates that additional things will need to be added. The new Vestry website will be updated throughout the year and the new Vestry Handbook will be provided to the Vestry each year. Additionally, Vestry members will not need to bring their handbook to each meeting. Copies of the handbook will be available at each meeting. Father Ed shared that he has a file of ASC deeds/real estate transactions from 1897 to present. He is also working with Bill Garner to record all the efforts regarding the mechanics of the church. The church is also reviewing the Archivist policy and plans to mature it over time. Lois completed the attendance analysis. Easter, Christmas, and Sunday service are up. It was mentioned that our finance office is staffed with Ellen C who does the accounting, Smythe who serves as the comptroller, and Val and Matilda who serve as the customer service POCs for finance questions from parishioners. Thomas asked if Smythe's processes are being documented. Smythe replied that she is currently working on an internal control manual.

Request to Finalize the Phone Replacement

John Balance

The current phone system has nine incoming phone lines (24 internal lines). Based on the analysis, ASC needs between 28-30 phone lines. John Balance the ASC IT POC presented a report that compared several phone options for the Vestry to consider. Currently the church as the prioritize who has a phone and where it goes. Of the four comparisons, VoIP will not allow calls in or out if the internet is down. VoIP will also require upgrades to the church's infrastructure. Thomas noted that we should consider larger IT/infrastructure needs and the integration with the security systems. John recommended option 1 because it allows you to go into unlimited lines. Cindy asked about the maintenance costs. John stated the maintenance costs with Mid Atlantic is not under contract. \$150+ whenever they come out. Rip asked if VoIP goes towards wireless. Charles stated that John's recommendations is to go with option 1 due to the technology moving forward. Stefan asked if we could reap the benefits of the hybrid option due to the latency impacts. He also stated that we save over the long term, but was concerned about what VoIP affords SC over the long term? What are the opportunity costs? Have we considered payment versus lease options and potentially borrowing against our Line of credit to lower our rate? Thomas stated that we should go with option 3 and ensure our efforts align with the Strategic Plan. Cary asked has anyone asked the staff if they would use the features of VoIP? John stated that he had not asked the staff. The Vestry voted to move forward with option 3. John agreed to go back to the staff and obtain feedback.

Youth Minister

Rev. Ed Kelaher

Father Ed updated the Vestry on the three possible youth ministry candidates.

All Saints Preschool Liaisons

Rev. Ed Kelaher

Stefan Awad was nominated and approved by the Vestry to serve as the Preschool Liaison. Susan Awad was nominated and approved by the Vestry to serve as the assistant Liaison.

Church Management Committee Report

Cindy Wade and Elizabeth Wrege

Cindy Wade gave an update on the Vestry liaison meeting that occurred on 6/18/19 at 6pm. Lois McDonald, Elizabeth Wrege, and Cindy Wade met with the three Vestry Liaisons Robbie Boone, Mark Pape, and Richard

Holland. We discussed the role of the Vestry Liaisons, reporting process, meeting frequencies, development of committee charters, and involvement in the ASC Strategic Plan efforts.

Elizabeth Wrege gave an update on the Strategic Planning efforts. She shared with the Vestry that Tony led the Strategic Planning committee through a mission statement process and that the SWOT analysis was being developed. The committee has already identified parishioners to interview. Additionally, the interviewees have already been identified and paired up with the parishioners. Once the SWOT analysis is complete, the committee will communicate the results to the parish.

Cary, Elizabeth and Cindy have already identified a location for the 2019 Vestry Retreat. Cary confirmed that the retreat will be at Congressional from 9am-4pm. The Vestry discussed possible people that should attend the retreat. The Parish Administrator, Comptroller, Todd Miller, Stewart MacFarland, Richard Miles, Richard Ranger, and prior Senior Wardens. The agenda for the retreat and final list of attendees will be finalized in August.

Discussion Regarding Vestry Resolutions Concerning the Thrift Shop

Rev. Ed Kelaher

Father Ed has a meeting scheduled with the Senior Ward, Lois, Smythe and the Women of All Saints to discuss what type of information the Vestry needs to make informed decisions. After the meeting there will be more actions.

Warden's Reports

Cary Buckingham and Charles Fiegl

Cary reported that she was able to spend time with the Bishop when he was here a few weeks ago. Cary also talked to Shireen David about helping at the women's shelter. There are two dates open, Friday (6/28) and Saturday (6/29). Cary will send an email to the Vestry and request volunteers.

Charles Fiegl stated that the B&G meeting was held on Tuesday. The new cross in the columbarium is moving forward. A date is being identified for the installation of windows in the Oliver Street rectory. One or two contractors have bid on the work on the west wall. All the above items are Kingdom Campaign expenses. An architect will provide some concepts on the Great Hall renovations. The Great Hall renovation will not move forward in 2019. The B&G committee will receive the report from the architect in July.

Thomas asked if we are requesting more competitive bids.

Charles stated that the oil tank project received three bids. The lowest was \$14.5K. The contractor will fill the tank with concrete versus removing it. The Organ project is still in the competitive bidding process as more information was required on the design specifications, etc. Peter wanted to establish alternative specifications from the bidder. The plan is to complete the project in the summer of 2020. The organ committee needs to meet to outline the plan and define the specifications. Father Ed will be part of this meeting. Catherine stated we need to communicate the status and plans to the parish as we received specific donation toward this project. Father Ed stated we should provide Liz M with the communication.

Rector's Report

Rev. Ed Kelaher

Due to the Vestry offsite, we will skip the September meeting. Father Ed will not be at the August meeting. He stated we can meet in August or cancel the meeting. Every Tuesday morning there is a staff meeting at 9:30am. If you are able to attend, he encourages it. The ASC staff will have a retreat after the Vestry retreat. The Vestry should consider a Vestry/Staff retreat. Family Table service will occur in the Nave on June 30 and August.

Reports from Clergy in Attendance

No Clergy in attendance.

Old Business/New Business

Rip Wilson/Cindy Wade

Rip will resend the Finance Committee Charter for the Vestry members to review and vote on electronically. The Vestry will also vote on the slate of candidates for the committee.

Cindy updated the Vestry on the last Safety and Security meeting. The committee is working on identify and updating the charter, ASC and ASP security plans and outlining activities that are currently occurring in collaboration with the B&G committee.

Action Items

All

Following is the current list of action items.

No.	Action Item	Lead	Date assigned	Target Date
New items				
1	Communicate to the Parish the status of the Organ Project	C. Wade C. Fiegl S. Awad	6/18/2019	July/August
Carry-over items				
2	Update, digitize, and circulate the new Vestry briefing book	L. McDonald	5/21/2019	Completed
3	Search for candidates to serve as Chancellor	T. Espy	5/21/2019	July Vestry meeting
4	Search for candidates to serve as All Saints Preschool Liaison	S. Awad	5/21/2019	Completed
5	Sign housing resolution request for Brit Frazier	T. D'Emidio, S. Kannapell	5/21/2019	Completed
6	Develop options for Vestry retreat date	C. Wade, E. Wrege	5/21/2019	Completed
7	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	Completed
8	Update on the integration of the Thrift Shop within the Parish	E Kelaher	4/23/2019	July Vestry meeting
9	Update on hiring of youth minister(s)	E. Kelaher	4/23/2019	July Vestry meeting
10	Lead process for updating Parish strategic plan	E. Wrege, C. Wade	3/19/2019	Complete
11	Document B&G information from Bill Garner	E. Kelaher	1/15/2019	Mid-2019
12	Provide bids to refurbish organ for consideration and approval by Vestry	S. Awad, C. Wade	2/19/2019	Organ renovation postponed to 2020
13	Review implications of indemnification provisions under ASP and Parish bylaws	R. Wilson	3/19/2019	As soon as practicable

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