



3 Chevy Chase Circle
Chevy Chase, MD 20815

Vestry Meeting Minutes April 19, 2022

ATTENDANCE					
✝	Tony D'Emidio – '22 <i>Senior Warden</i>	✝	Susan Awad – '24 <i>Clerk</i>	✝	Rev. BJ Buracker <i>Associate Rector</i>
✝	Eric Fedowitz – '23 <i>Junior Warden</i>	✝	Edward Neufville III – '22 <i>Chancellor</i>	✝	Rev. Matthew Kozlowski <i>Associate Rector</i>
✝	Michael Petrucelli – '24 <i>Treasurer</i>	✝	Phoebe Miles – '22	✝	Lois McDonald <i>Parish Administrator</i>
✝	Mark Pelesh – '24 <i>Co- Assistant Treasurer</i>		Cynthia Bryant – '23		Teri Ballou <i>Communications Manager</i>
	David Stanley <i>Co - Assistant Treasurer</i>	✝	Robert Roop – '22 <i>Assistant Clerk</i>		Todd Miller <i>Business Manager</i>
✝	Chris Robinson – '23		Rev. Mac Stewart <i>Priest Associate</i>		Tina Zemba-Marie <i>ASP Liaison</i>
✝	Lori Shore – '23 <i>Assistant Junior Warden</i>	✝	Matt Frank <i>Office Managing Partner, Prager Metis</i>		

A CROSS indicates that the individual was present, while an empty box indicates absence.

EXECUTIVE SUMMARY / ACTIONS AT A GLANCE	
<ul style="list-style-type: none"> <input checked="" type="checkbox"/> A quorum was present <input checked="" type="checkbox"/> Review and approval of minutes <input checked="" type="checkbox"/> Treasurer's report <input checked="" type="checkbox"/> Wardens' reports 	<ul style="list-style-type: none"> <input checked="" type="checkbox"/> Rector's report <input checked="" type="checkbox"/> Reports from Clergy in attendance <input checked="" type="checkbox"/> Old and new business <input checked="" type="checkbox"/> Closing prayer and adjournment

DETAILS OF THE MEETING

Prayer for Wisdom, Guidance and Grace**Tony D'Emidio**

A quorum being present, Tony called the meeting to order at 7:03 PM. Lori led the Vestry in an opening prayer.

All Saints Mission in Action**Fr. BJ Buracker**

After all that has transpired in the past two years, this past week felt like a real Holy Week and real Easter. More than 600 people were in attendance on Sunday, and there was good attendance at the Holy Week services leading up to Easter.

Presentation of Minutes**Susan Awad**

The minutes from the March 15, 2022 regular meeting and the April 7, 2022 emergency meeting were presented for approval. Drafts of the minutes had been circulated in advance of this meeting. After a motion duly made by Lori and seconded by Edward, the members of the Vestry voted unanimously:

RESOLVED: That the minutes of the Vestry meetings held on March 15, 2022 and April 7, 2022 are hereby approved 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. The minutes from the April 7, 2022 will not be made publicly available.

Treasurer's Report**Michael Petrucelli**

1. **Treasurer's Report** – We received approval for the signatory change for the line of credit during the April 7 meeting. A special request for funds from the Columbarium Committee will be covered during the Junior Warden's report.
2. **Update from Matt Frank, Office Managing Partner, Prager Metis CPAs** – Matt shared and reviewed a draft of our financial statements through December 2021. He should have a final report by the May meeting.

Vestry Nominations Update**Tony D'Emidio**

Tony thanked Phoebe and Edward for serving on the nominating committee alongside him, Cary Buckingham, and Mark Pape. Lois shared 70-80 names with the committee, of which 15-20 were not eligible (based on criteria including being an active member of the parish and maintaining regular giving). The committee met last night and prioritized eight people, two of whom have already accepted. The committee's goal is present 7 names to the parish for a vote. The slate needs to be finalized in the next few weeks, as it needs to be circulated 30 days ahead of the June 12 Annual Meeting.

Preschool Report

Fr. Matthew Kozlowski, Edward Neufville

Tony thanked Fr. Matthew, Lois, Fr. BJ, Edward and Bob for their service in resolving the situation with the Preschool.

Fr. Matthew shared an update about why we got our license back:

1. We fixed all/almost all the violations as quickly as possible.
2. We had two excellent lawyers: Edward and Laura Clearly.
3. We had expert advice and aid along the way through various parishioners and consultants who stepped in to help with different issues.
4. We played our cards correctly with the State OCC and came in with the right approach.
5. The OCC worked with us; they were not unreasonable even though they were firm. They don't want good schools to be closed. At the end of the process, there was good morale built up between ASP and OCC.
6. Staff, vestry, clergy and volunteers put in hundreds of hours to resolve everything.

Thanks be to God the Preschool is back open! We still need to evaluate how we got into the situation in the first place. We now have a signed compliance agreement with the State, and see OCC as an ally going forward.

Questions from the Vestry:

1. How involved was the Director in the work to get our license back?
 - a. A: Clergy and staff leadership intentionally excluded her from many of the discussions, per advice we received. She did still help with a lot of the minutiae over the course of spring break. However, it was made clear through the process that she does not have a good understanding or appreciation for the compliance requirements. Thankfully, we have hired a part-time compliance officer who can assist the Director in the short-term. However, it is critical for the long-term health of the school that the Director understand that maintaining a good relationship with the regulators is an important and ongoing part of the job.
 - b. There is a review ongoing now led by Fr. BJ, Fr. Matthew, and Lois, and they will come back to the Vestry with a recommendation for the Preschool leadership/management structure.
 - c. The compliance officer is also going to provide a set of recommendations for systemic improvements.
2. How much are we paying the new compliance officer and do we have a "not to exceed" amount?
 - a. She will bill an hourly rate (\$38/hour) for the number of hours needed, which will be agreed to by Fr. BJ. She will need to work more hours initially as she goes through paperwork and trains the Assistant Director on the system she has for maintaining records.
3. How is our relationship with parents now that the school is back open?
 - a. From the parents' perspective, this was a nuisance that was handled well. The school reopened today as expected. This inspection report is public record, and can be accessed online through the OCC website.

Rector Search

Tony D'Emidio

We have 11 formal applicants, six of whom we have interviewed (five were screened out for insufficient experience). Two of the six are moving to a second round of interviews, having passed the Diocesan "red flag" check.

Tony will also reach out to two other candidates who did not apply but who were recommended by a number of friends of the parish.

APPROVED VESTRY MINUTES APRIL 19, 2022

Tony will ask Bishop Little and Fr. Ed about consulting Fr. BJ and Fr. Matthew before making an offer to a candidate.

At the next meeting, we will vote on a continuation plan for Tony, Phoebe, and Edward to continue to be involved in the search process.

Senior Warden's Report

Tony D'Emidio

Tony yielded his time.

Junior Warden's Report

Eric Fedowitz

On March 23, the Columbarium Committee approved our request for \$126k. They clarified that there were previously approved, unused funds of \$88k. We can take the \$75k that we needed to finish the organ renovation out of that. The net new request that the Committee approved was \$38k. (The exterior signage is being funded by the Endowment.)

1. **Organ Renovation Update:** We have completed final drafts of the console design and layout. Starting on the 25th, the organ removal will begin. The pipes will be removed and shipped to Beltsville, MD where they will be cleaned and restored.
2. **The Great Hall Renovation Update:** Progress has been made on identifying the new flooring and lighting. We will be covering the cinder block walls with sheet rock so they will not reverberate as much sound.
3. **Rectory Maintenance Update:** The interior painting is due to be completed on or about May 6. All of the exterior maintenance and deferred work will be completed in the second half of May. It will be ready for a new Rector by June.

Interim Rector's Report

Fr. BJ Buracker

Fr. BJ shared how awesome the staff has been through Holy Week and Easter. In particular, Shireen has been offering Alpha at Knollwood retirement home, and we've had several visitors from Knollwood on Sundays. They are already talking about running the Alpha course again.

Reports of Clergy in Attendance

Fr. Matthew

Fr. Matthew shared two invitations:

1. Join us for brunch at 9:30am on Sunday between services.
2. Mark calendars for Wednesday, May 25 for the all-parish steak out. Our speaker will be Brant Hansen.

Adjournment

There being no further regular business to discuss, Susan moved to adjourn the meeting at 9:07 PM. Fr. Matthew offered a closing prayer.

Action Items

All

There are no action items at this time.

APPROVED VESTRY MINUTES APRIL 19, 2022

No.	Action Items	Lead	Date Assigned	Target Date
1				