

St. Alban's Episcopal Church
Minutes of Vestry Meeting (As Approved)
Thursday – July 7, 2016 – 6:30 pm
Nourse Hall

Vestry Officers Present: The Rev. Dr. Deborah A. Meister (Rector), Laura Ingersoll (Senior Warden), Rich Turner (Junior Warden). By telephone (for discussion of the Revised 2016 Budget): Hollis McLoughlin (Treasurer).

Vestry Members Present: Adrienne Allison, Julie Clements, Andrea Fraser-Reid, Tom Gustafson, Kristie Hassett, Marcus King, Tomás Montgomery, Ken Patterson, Donna Palmer, Marty Welch.

Others Present: The Rev. Jim Quigley (Associate Rector); Douglas Dykstra (Financial Director); Susan Morris (WSA President); Leo Coco (Diocesan Delegate). Parishioners Ann Bissell, Barbara Manard, Mary Louise Savage.

Call-to-Order: A special meeting of the Vestry was called to order at 6:35 pm by the Rev. Dr. Deborah Meister. A quorum was present. An opening prayer was offered by Laura Ingersoll.

Rev. Meister noted that she had called this Vestry meeting pursuant to Article II, Section 2, of the Bylaws.

Check-in Period: For the benefit of new Vestry members, Rev. Meister explained the origin and purpose of the Vestry meeting check-in period: during her first year at St. Alban's, Rev. Meister had a Transition Committee that listened to the Parish and conveyed to her what they heard; when the Committee disbanded, the Vestry took over that important function.

Adrienne Allison reported that the Rector's July 6 message to the Parish, about adjustments in the coming year's worship schedule (Attachment A), created anxiety in some parishioners, particularly because of its reliance on an assertion that we have added almost 250 new members in the last two years alone. The Rector explained that during 2014-2015, 248 people – some new to St. Alban's and some who had been here for a long time – had their "letters" moved into the Parish, to formally become members. She explained that the Episcopal Church counts as "members" of a congregation only those whose letters have been "duly recorded" in the congregation.¹ Apart from this formal way of designating members there is no reliable way of counting membership, and "members" are not the same as "pledging households". Allison noted that citing 250 new members gives a false impression of financial support, and the Rector added that it was to be hoped new "members" would pledge if they hadn't already. Finance Director

¹ Secretary's note: See Title I, Canon 3, of the Episcopal Church Constitution and Canons (2015), and Article I, Section 4, of the Parish Bylaws (2014). Rector's note: If a person has no "letter" to move (i.e., if not previously a member of a church or cannot identify where had last been a member) St. Alban's will count the provision of baptism information to be sufficient for membership.

Doug Dykstra noted that the number of pledging households, including increases and decreases in amounts pledged, is reported to the Vestry and Parish each month.

Ken Patterson remarked that he had been surprised by the Rector's July 6 message, because while he totally respects the rights of the Rector and Clergy to decide worship programs, as a Vestry member he would like to have known about the changes before they were announced. The Rector noted that her July 6 was forced prematurely. She explained that the plans had been decided upon by the staff but all had agreed to refrain from announcing them until the Rector and Jo Turner had prepared an explanatory message to the Parish. One of the staff members [Laura Weiss] did not honor that agreement and instead communicated out information that was not accurate, necessitating that the July 6 message be issued. Patterson stated his comments were for the future, and he reiterated his support for the Rector and staff.

Both Allison and Julie Clements noted that the July 6 message raised many questions about "What's going on?" and urged that communication needs to be better in the future to avoid this. Allison added that people in the Parish need to think their ideas are being heard. Junior Warden Rich Turner and the Rector noted that the changes were developed in response to the past year's strategic planning process, in which over 200 parishioners participated. The Rector noted the challenge of meeting the strategic goals of diversifying worship and reaching out to people not already involved in St. Alban's, with limited resources of people and money, and this requires channeling resources into areas that are growing.

Allison offered that the 11:15 service attendance had not reduced too much. The Rector took a different view. Senior Warden Laura Ingersoll cited minutes from a 2009 Vestry meeting in which there was discussion about diminishing attendance at the 11:15 service.

Patterson remarked that in our "post-January life" it was the better part of wisdom to enlist the Vestry's support for such changes. The Rector concurred. Ingersoll asked the Rector to seek Vestry feedback before issuing a Parish-wide message about such changes.

Ingersoll commented on the joy she had experienced recently at the ASP trip launch, the St. Alban's Day picnic, Children's Chapel, and last week's Spanish-language service. She also reported that new Vestry members' badges were being ordered. And she informed the Vestry that a pictorial Vestry/Officers roster would be added to the Clergy/Staff bulletin board.

Returning to the topic of change, Allison asked: "How do we get people here?" The Rector again cited to the prior year's strategic planning process. She added that the question is whether to take a risk to try to get people into St. Alban's, based on hard data, or whether to just accept being a community that will continue to reduce. She noted it is a Diocesan initiative to help parishes transition to a new world where it is not enough to open doors and expect people to come in, but instead to find ways to draw people in through active engagement and transformative experiences.

Donna Palmer noted that while she agreed with Patterson that the Vestry should have been given advance notice, she believed that the changes described in the July 6 message were really quite minor. The Rector stressed that the intention of moving the 11:15 service to 11:30, and having a smaller professional choir, is to honor the fact that the service works very well; she added that it will continue to preserve the tradition of high Anglican liturgy with Anglican/Lutheran sacred music, and to support the spiritual needs of its regular attendees. There was some discussion of the importance of maintaining its use of Rite I. The Rector also noted the need to have more time between the 9:15 service and the one following it.

Turner reported that the ASP experience – in which he participated for the first time this year – was phenomenal, and that we should all be proud of the St. Alban’s youth and youth leaders. The Forum featuring the ASP report will be on October 23.

The Rector expressed appreciation for the maturity and integrity of the Vestry members’ engagement in this check-in process. She particularly remarked on the importance of bringing forward critical comments as well as positive ones.

Approval of May 17, 2016, Vestry Meeting Minutes: Approval of the May 17, 2016, Vestry meeting Minutes was moved and seconded. Adrienne Allison [who had not been on the Vestry in May] asked where the Minutes reflected a question she thought [then-Vestry-member] Joan Phalen had asked about the settlement package for Sonya Sutton. Others who had been on the Vestry then did not recall such a question at that meeting. Tomás Montgomery asked about the statement that the Vestry had decided not to go into Executive Session. The Rector noted that she recalled they had gone into Executive Session, but that then-Senior-Warden Deborah Potter and then-Secretary Tom Jansen were certain they had not. It was decided that Jansen would be asked to check his records again and report back on the matter. In light of this, the MOTION was withdrawn and the matter tabled. [VESTRY ACTION 2016-07.01]

Approval of June 6, 2016, Vestry Meeting Minutes: Approval of the June 6, 2016, Vestry special meeting Minutes was moved and seconded; all present voted in favor. [VESTRY ACTION 2016-07.02]

Acceptance of June 17-18, 2016, Vestry Retreat Report: With the exception of the addition of Donna Palmer as among those present, there was no objection to the Report of the June 17-18, 2016, Vestry Retreat, and accordingly without vote it was accepted into the Record. (Attachment B, as corrected.)

Election of Secretary: The Rector explained that, while not required, it had been the usual practice to nominate as Secretary the Vestry candidate who had received the most votes after those elected, but in the 2016 election there was a three-way tie for that position, so there was no single potential nominee. In addition, this was a particularly contentious election in which some candidates were presented on a slate and other put forward by petition. Since the Vestry should represent the diversity of the community, and the current Vestry is under-representative of parents of young children and of new-ish parishioners, the Rector and Senior Warden

nominated Emily DiBari, who has expressed willingness to serve as Secretary. The Rector noted that DiBari and her husband have been at St. Alban's for 3-4 years and have a youngster and a newborn. She is active in Parish life, having co-chaired the Gala twice and served as teacher for youth. She is highly organized and, not incidentally, has beautiful handwriting. And she was grateful to be invited to serve as Secretary.

Allison asked whether others could be nominated. Patterson, as Governance Committee chair, counseled against departing so far from customary practice, and he enthusiastically endorsed DiBari. Andrea Fraser-Reid and Julie Clements, as past Vestry Secretaries, each spoke to DiBari's qualifications. Clements suggested that, in view of past customary practice, the Rector let all the non-elected Vestry candidates know of DiBari's election, before the election is announced. Allison noted it would be a conciliatory gesture. The Rector agreed.

The following statement was moved and seconded:

"While the Vestry greatly respects the Parish tradition of nominating the runner-up to the Vestry election as Secretary, the unique circumstances of this past election made that tradition un-implementable because three people were tied. Accordingly, the Vestry elects someone to serve as Secretary who was not on the Vestry slate, who has been nominated by the Rector and Senior Warden: Emily DiBari."

Without further discussion, all present voted in favor. [VESTRY ACTION 2016-07.03]

Approval of Revised 2016 Budget: Treasurer Hollis McLoughlin joined the Vestry meeting by telephone. The proposed Resolution to Approve a Revised 2016 Budget was moved and seconded, and read aloud. McLoughlin advised the Vestry that the Finance Committee had taken the position that it was very important the supplemental Endowment Fund draw (\$109,051) not be taken, and he noted that this could now be assured because of the hard-cash savings that have now been realized. Ingersoll added that it was important that the Vestry understand, and convey to the Parish, that those savings do not represent "found" money that could be spent, but rather had already been used to avoid the supplemental draw. Montgomery explained to the new Vestry members that nobody on the prior Vestry had been comfortable with the prospect of the supplemental draw, but the Vestry had wanted to achieve a balanced budget, and, to help track the anticipated savings that might allow the draw to be avoided, the Vestry had asked the Treasurer to report back regularly on that issue. The Rector affirmed that it had always been hoped the supplemental draw could be avoided. Patterson moved that the Resolution be amended as follows:

Amend the central clause of "Whereas" item 5 to read: "it is prudent that this supplemental draw not be taken and therefore that it not be reflected as income"

Amend the "Resolved" item 1 to read: "The 2016 supplemental Endowment Fund draw of \$109,015 will not be taken and is therefore removed as income;"

The motion to amend was seconded and all present voted in favor. [VESTRY ACTION 2016-07.04]

The Revised 2016 Budget Resolution, as amended (Attachment C), was put to a vote, and all present voted in favor. [VESTRY ACTION 2016-07.05]

Approval of Vanguard Authorization Resolution: A Resolution to authorize the current Rector, Senior Warden, Junior Warden, and Treasurer to act in connection with the Parish accounts held by the Vanguard Group (Attachment D), was moved and seconded, and all present voted in favor. [VESTRY ACTION 2016-07.06]

Approval of PNC Signatory Identification Resolution: A Resolution to authorize the current Rector, Senior Warden, Junior Warden, Treasurer, Associate Rectors, and Parish Administrator as signatories on the Parish accounts at PNC Bank, with two signatures required for any withdrawal transaction of \$2,500 or more (Attachment E), was moved and seconded, and all present voted in favor. [VESTRY ACTION 2016-07.07]

Update on Search for Interim Director of Music: The Rector reported that five applicants for the position of Interim Director of Music had been spoken to by phone, and three of them interviewed in person. Two of those are clear finalists, but as one had only been interviewed today, the required reference checks had not been completed. The Rector wishes to make an offer by next Tuesday, when she leaves on vacation, in order to have him or her in place by August. She explained that one key consideration is whether to have a full-time Interim or a part-time Interim who would have a part-time assistant. She reminded the Vestry that Sonya Sutton had represented the full-time model, while Norman Scribner had represented the part-time model. The two current finalists want different models – one, full-time, and the other, part-time with an assistant. There was discussion of the relative advantages and disadvantages of each model, and how each would work in practice. The Rector informed the Vestry that parishioner and choir member Amie Vandersluis would be helping with the Children’s music program, as a volunteer. The Rector also noted that Amie had made a donation of drums and hand-chimes for the Children’s Music Program, in the name of her late husband [and fellow choir member] Mark Vandersluis, and the Vestry expressed deep appreciation for this. Kristie Hassett questioned whether using a part-time Interim would amount to tying ourselves to that model, and the Rector replied no. Ken Patterson expressed concern that the part-time model would end up costing more than the full-time model. The Rector noted that even under the full-time model there would be some need to hire musicians for the proposed alternative service, but not until winter, and the funds for that were already in the budget. Patterson asked that the Vestry get advance notice and opportunity to have input to such plans. The Rector agreed.

Ingersoll asked what budget action the new Interim hire would require and, thus, what Vestry action was needed. The Rector replied that the hire would use already-budgeted funds, so what she was seeking from the Vestry was not financial authorization but consultation.

The following proposed sense-of-the-Vestry Resolution was moved, seconded, and discussed:

“It is the sense of the Vestry that the Rector may use funds, already authorized in the 2016 Budget for an Interim Music Director, to hire either a full-time Interim Music Director, or a part-time Interim Music Director with a part-time assistant, to serve until Pentecost 2017.”

Montgomery urged the Rector to ask her proposed hire to not apply for employment elsewhere during the Interim period; when Allison cautioned that such an assurance would probably not be

enforceable, Patterson suggested asking the finalist to affirm that he/she was not being considered for competing employment elsewhere. Discussion continued regarding the part-time/full-time models, and the volunteer role of Amie Vandersluis. Andrea Farr disclosed to the Vestry that her daughter Katie had been recruited by Amie to serve as her assistant.

The Rector clarified that the reference to a “chamber choir” in her July 6 message to the Parish envisions a reduction from the current number of 8 paid singers to 5 paid singers, to keep it in line with the 2016 Budget.²

Donna Palmer asked the Rector to provide the Vestry with the resumé of the finalist, and the Rector agreed. Ingersoll asked that the Rector prepare a communication announcing the new Interim Music Director, and circulate it to the Vestry ahead of time.

The proposed sense-of-the-Vestry Resolution was put to a vote, and all present voted in favor. [VESTRY ACTION 2016-07.08]

At 8:35 pm the Vestry took a break.

Executive Session: At approximately 8:45 pm, the Vestry voted to move into executive session, coming out of executive session at 10:50 pm. [VESTRY ACTION 2016-07.09]

Other Business:

In open session the following proposed statement was moved and seconded:

“The Vestry has been advised of the issues surrounding the compensation of the Director of the Opportunity Shop, and it fully supports whatever decision the WSA Board may make.”

The proposed statement was put to a vote, and all in present voted in favor. [VESTRY ACTION 2016-07.10]

The following proposed statement was moved and seconded:

“The Wardens presented to the Vestry a letter they had received from Laura Weiss on June 6, 2016. The letter was discussed in Executive Session and it was decided that in addition to the exit interview of Laura Weiss to be conducted by the Rector (as required by Parish personnel policies) a second exit interview would be conducted by the Chairs of the Vestry Governance Committee and ad hoc Human Resources Task Force.”

The proposed statement was put to a vote, and all in present voted in favor. [VESTRY ACTION 2016-07.11]

² The Rector noted earlier in the discussion that the paid choristers had been significantly under-budgeted since before her arrival in the Parish. Thus, the issue is not the 2016 budget *per se*, but rather the fact that we either need to significantly increase funding for paid choristers, or else decrease the number of choristers.

The Rector reminded the Vestry that the regular July Vestry meeting would take place on Tuesday, July 26.

There being no further business, the meeting concluded at approximately 11:00 pm with the Lord's Prayer and Doxology led by Rev. Meister.

Respectfully submitted,
Laura Ingersoll, Acting Secretary

ADDENDUM TO THE MINUTES OF THE JULY 7, 2016, VESTRY MEETING

By electronic mail, on July 8, 2016, the Vestry considered the following proposed statement, offered by the Senior Warden and Junior Warden:

“The Vestry is aware of the circumstances that led the Rector to suspend the duties of Laura Weiss effective July 8, 2016, while keeping her on the payroll through July 27 – the date Ms. Weiss had intended to depart – and the Vestry fully supports the Rector in this action.”

With voting conducted by electronic mail, the statement was approved, with one vote in opposition, two Vestry members unavailable to vote, and the rest in favor. [VESTRY ACTION 2016-07.12]