

St. Alban's Episcopal Church
Minutes of Vestry Meeting (Zoom)
Wednesday, April 19, 2023
6:30PM

Officers Present: Officers Present: Trevor (Ted) Swett (Senior Warden), Ted Cage (Junior Warden), Hollis McLoughlin (Treasurer), and Rachel Colson (Secretary)

Members Present: Matt Cunningham, Michele Armitage, Erin Bowers, Brian Glosh, Tom Gustafson, Suzy Mink, Anton Vanterpool, Melanie Williams, Katie Wilson, and Amie Vandersluis.

Members Absent: Gloria Manzo

Staff Members Present: Senior Associate Rector Emily Griffin

Staff Members Absent: Associate Rector Yoimel Gonzalez Hernandez and Director of Finance Doug Dykstra

Others Present: Tom Roth (Chancellor), Robin Rudd (WSA), Candice Brown (Diocesan Delegate)

Call to Order: Senior Warden Ted Swett called the meeting to order at 6:34PM.

Opening Prayer: Senior Associate Rector Emily Griffin offered an opening prayer.

Approval of Minutes. The minutes of the Vestry meeting on March 15, 2023, were approved without objection upon the circulation of a corrected draft following the meeting.

[Vestry Action 2023-5.1]

Treasurer's Report: Treasurer Hollis McLoughlin presented the financial report through March 31st as compiled by Finance Director Doug Dykstra. Income and expenses are as expected for this time of year. With respect to income, the modest negative amount is typical of this time of year. Income does not yet reflect the \$302,000 2022 endowment draw or the designated funds we'll eventually take. Expenses track appropriately against budget. St. Alban's is in a good position with respect to cash held total \$732,000 due to inflows from pledge income and the Op Shop.

Hollis provided an update on the capital campaign, which is nearing conclusion. Actual expenses total about \$2.422M, after accounting for two outstanding expenses—\$55,000 for Project

Manager Gary Baker and \$20-30K for security. Contributions received total \$1,695,095 against pledges of \$2,012,934.

After receiving the Treasurer's Report, the Vestry turned to the 2021 audit update and the two resolutions.

2021 Audit Update: Treasurer Hollis McLoughlin reported that the final 2021 audit has been received. It is substantially the same as the draft 2021 audit presented to Vestry members at the meeting of March 15, 2023. The final audit will be distributed to Vestry members for review, with its formal presentation and acceptance now planned for the May meeting.

Resolution to Open Account at United Bank. Treasurer Hollis McLoughlin presented a resolution to establish a new bank account at United Bank. The account would be in addition to the existing account at PNC. Hollis noted that the account would help diversify the parish's banking facilities and increase the extent of applicable federal deposit insurance, which is limited to \$250,000 per account. The Finance Committee recommends and the Executive Committee supports the resolution, which reads as follows:

1. The Treasurer is hereby authorized to open a checking account at United Bank, (the "United Account"), and all other officers and employees are authorized and directed to execute any documents necessary to establish the United Account.
2. The following persons shall be authorized signatories ("Authorized Signatories") with respect to the United Account, subject to the limitation set forth in paragraph 3 of this Resolution:
 - i. Emily Griffin, Senior Associate Rector
 - ii. Yoimel González Hernández, Associate Rector
 - iii. Trevor W. Swett III, Senior Warden
 - iv. Theodore A. Cage, Junior Warden
 - v. Charles Porter, Director of Operations
3. Any check or other instrument or instruction that would result in a debit or charge to the United Account of \$5,000 or more shall require the signatures of two Authorized Signatories.
4. The following persons shall be listed on the United Account as non-signatories to whom United Bank should send account statements and with whom United Bank may communicate about the United Account, but these persons shall not have power to sign checks or otherwise authorize any debit or charge to the United Account or any payment out of such account:
 - a. Hollis McLoughlin, Treasurer
 - b. Dudley Winthrop, Finance Committee Member
 - c. Douglas Dykstra, Director of Finance
 - d. Chazin & Company, an independent accounting firm

Upon motion by the Finance Committee, the Vestry unanimously approved the resolution.

[Vestry Action 2023-5.2]

Resolution to Engage Chazin & Co. for Interim Accounting Services. Treasurer Hollis McLoughlin presented a resolution (EXHIBIT 1) to engage Chazin & Co. for interim accounting and financial administration services beginning May 1, 2023. In preparation for the retirement of Director of Finance Doug Dykstra on June 30th and in anticipation of the start of a new Rector in May, Treasurer Hollis McLoughlin, Director of Operations Charles Porter, and Senior Associate Rector Emily Griffin determined that engaging a trusted third party to provide interim accounting and financial administration services is necessary to ensure continuity of operations and afford time for the incoming Rector to assess the organization of the church office and make a plan for its future organization.

This resolution estimates that the engagement will continue until December 31, 2023, with estimated costs of \$57,500. The estimated costs include “onboarding” for four to six weeks at a cost of \$8,000; full accounting services through August at a monthly cost of \$8500; and reduced services through December a monthly cost of \$6000. Chazin’s fees will come out of the \$93,791 in the current approved operating budget for expenses related to the transition in the parish finance office (Attachment to EXHIBIT 1).

Upon motion by the Finance Committee, the Vestry unanimously approved the resolution.

[Vestry Action 2023-5.3]

Resolution to Approve Certain Rectory Rehabilitation Expenses. Junior Warden Ted Cage presented a resolution (EXHIBIT 2) for expenditure of \$238,635 for the second phase of time-sensitive work related to the Rectory renovation project. The resolution provides funding for two categories of work: (1) \$236,348 for interior work to be performed by the General Contractor including kitchen and bath renovations, plumbing work, drywall repairs, wood floor finishing, carpentry, and painting; and (2) \$2,277 for tree and shrub pruning necessary to safeguard the masonry and roof of the building.

In presenting the resolution, it was necessary for Ted to update members on the recent Rectory-related developments, which were detailed in his Junior Warden report and submitted to Vestry members in advance of the meeting. These recent Rectory-related developments include (1) the shift in approach following the March 22 call of a new Rector, (2) the updated budget estimate for the Rectory renovation project, and (3) the selection of a General Contractor.

- (1) Shift in Approach. Following the March 22 call of our new Rector, the approach to renovating the rectory changed radically and accelerated due to the new Rector’s strong desire to live in the rectory with his family; the new Rector’s view that living in the

rectory is vital and fundamental to his ministry; and the Vestry's agreement with the new Rector's approach as important to preserving a valuable property of the parish and for the long-term health of our church. As a result, efforts that began last fall and that reached the start of conceptual planning in February suddenly shifted into high gear, due to the need to quickly develop a concrete plan, including a firm scope and budget, to make the Rectory truly livable before the end of September, when the new Rector's temporary housing lease ends.

- (2) Updated scope and estimated budget. On April 12, the Vestry approved initial funding of \$117,585 for time-sensitive and critical-path work that needed to begin immediately to maintain the schedule and complete the work before the Rector's temporary housing lease ends on September 30, 2023. The work included remediation of hazardous materials, mechanical work, and electrical work. The \$117,585 was based on an initial scope of work and estimated total construction budget of \$387,000. Since that time, Junior Warden Ted Cage, Project Manager Gary Baker, and Director of Operations Charles Porter have further refined the scope and estimated total construction budget, which is now \$478,000.

- (3) Selection of General Contractor. Project Manager Gary Baker invited 15 contractors to evaluate the project for bidding. Of the 15, three indicated interest and immediate availability, which was a baseline prerequisite for qualification given our need to complete the project by the end of September. Two submitted bids after meeting with the team onsite to review the scope and existing conditions. The winning bid was submitted by Takoma Construction, Inc., a local minority-owned firm. Project Manager Gary Baker and Junior Warden Ted Cage thoroughly evaluated Takoma's qualifications, including calls to multiple references and review of completed projects. All references were extremely positive, and the work quality appears sound. The team strongly believes Takoma is well qualified, capable of meeting the schedule, and a good fit for the project. Ted is drafting a contract which the team will review and present to the Executive Committee in the next week or so for final review and approval, to get Takoma formally engaged. The fact that the Contractor was willing to do preliminary demolition work at the kitchen and bathrooms in preparation for abatement work on a handshake reflects a level of collaboration, trust, and respect that the team feels will contribute to the ultimate success of the project. It is worth noting that having received two bids from general contractors, the process for hiring the General Contractor met the requirements of the resolution passed by the Vestry on November 15, 2017, which generally requires St. Alban's to obtain at least two competing bids for projects costing more than \$10,000 (VESTRY ACTION 2017-11.03).

Ted responded to various questions, including the timeline for formalizing the contract with the General Contractor, the warranty period for work performed by contractors, the process for dispensing with excess equipment, whether appliances are included in estimate, and whether the renovation will get all three fireplaces back online.

Several Vestry members and attendees expressed gratitude for the remarkable amount of detailed, thoughtful work that Junior Warden Ted Cage and Project Manager Gary Baker have done on the Rectory renovation project under extreme time pressure.

Upon motion of the Executive Committee, the Vestry unanimously approved the resolution.

[Vestry Action 2023-5.4]

Nominating Committee Update. On behalf of the Nominations and Elections Committee, Senior Warden Ted Swett reported that parishioners Brian Burson and Francoise LeGall have agreed to join Vestry members Matt Cunningham and Susy Mink on the committee. Rachel Colson (former co-chair of the Nominations Committee) will consult as helpful, as will Senior Warden Ted Swett.

Other upcoming issues to be addressed by the Nominations Committee include (1) the appointment of a Vestry candidate to replace Megan King, who recently resigned; and (2) the appointment of one Diocesan Delegate and three Alternate Diocesan Delegates. The Nominating Committee hopes to present those at the May Vestry meeting.

Appointment of Youth Representative. Jay Chadwick, a ninth grader who regularly attends the 9am service, has agreed to serve as Youth Representative.

Upon motion seconded, the Vestry approved the appointment of Jay Chadwick to serve as Youth Representative.

[Vestry Action 2023-5.5]

Pastoral Care Report. Vestry Member Erin Bowers referred Vestry members to her written report submitted to Vestry members in advance of the meeting, which highlighted the two main groups through which our parishioners offer service to fellow members of the parish: (1) We Care and (2) Stephen Ministry. A brief discussion that followed highlighted the biggest need of the We Care group: additional drivers and people to visit homebound parishioners.

Senior Associate Rector Report. Senior Associate Rector Emily Griffin highlighted the upcoming Memorial Lecture Committee event, “Faith and Food: A Christian Ethical Response to Food Injustice.” She reviewed the formats of upcoming Vestry meetings—May is virtual to enable the new Rector to attend, and June is in-person with a hybrid option. Additionally, Emily responded to a few comments and questions, including about attendance at Holy Week and Easter services.

Senior Warden Report. Senior Warden Ted Swett referred Vestry members to his written report submitted in advance of the meeting. He noted that he looks forward to welcoming the new Rector and his family into our parish.

Junior Warden Report. Junior Warden Ted Cage provided updates related to ongoing matters that are not part of the Rectory renovation project, including the abatement of mold in the ceiling of the choir room, increased frequency of trash pickups (now twice a week), upgraded church lighting, replacement of broken windows, quote to fix the storage shed on the playground. He also noted a new item of business: improving circulation and movement around altar following the fall of a Eucharistic minister during communion on Easter Sunday.

Meditation. Vestry member Erin Bowers shared the example of her husband’s ruptured Achilles tendon (and his helplessness following the injury) as a poignant reminder of the importance of community. How could her husband get through his injury without Erin bringing ice and medicine, taking on the cooking and cleaning, etc. How can any of us get through life without help sometimes? We can’t. We are created to live in community, to bear one another’s burdens, and to grow together into an organism greater than each of its parts. She noted that we are, after all, created by one God who is a trinity of person—a God who is, intrinsically, a community. Our lives—and our beloved St. Alban’s parish—are richer and greater when we live them with and for each other.

Upon motion seconded, the Vestry entered into executive session following closing prayers at 8:05PM.

The meeting was formally adjourned at close of business on Friday, April 28, 2023, to permit the review of the corrected draft of the minutes of the March 15, 2023, meeting.

Respectfully submitted,
Rachel Colson, Secretary