

## Vestry Minutes

Holy Trinity Episcopal Church, Oxford, Ohio

Feb. 9, 2021



**Present:** Terri Thornton, Interim Rector; Dave Guilfoyle, Deacon; Pete Lindsay, Sr. Warden; John Harper, Jr. Warden; Jim Michael, Treasurer; Stacey Peterson, Clerk; Vestry members: Rosalyn Benson, Martin Ganev, Ken Grabach, Lisa Hermann, Glenn Julian, Bonnie Mason, and Margaret Smith; Guest: Sarah Michael, chair of Arts Committee

**Absence:** Ellen Reister (resigned)

**Spiritual reflections** led by Pete

**Agenda for 2-9-2021 meeting:** Unanimously approved with the addition of consideration of a Vestry resolution of thanks to Ellen Reister for her service under New Business. Margaret moved and Lisa seconded.

**Approval of minutes for 1-12-2021 meeting:** Unanimously approved with the addition of two corrections to the Financial Report section from Jim. Rosalyn moved and John seconded.

### Upcoming activities:

Wednesday, February 17 – Ash Wednesday

Tuesday, February 23 – Vestry Workshop Budget/Financing

Tuesday, March 9 – Vestry Meeting

Sunday, March 21 – Annual Parish Meeting (Zoom)

Sunday, March 28 – Palm Sunday

Thursday, April 1 – Maundy Thursday

Friday, April 2 – Good Friday

Sunday, April 4 – Easter Day

Sunday, May 30 – Trinity Sunday

### January Financial Report – Jim

Jim noted the following:

**Page 1, line 4110.** Pledge income is the total amount of pledges paid to date; this amount of pledge income is low compared with past years.

**Page 1, line 4720.** Holy Trinity received a second Paycheck Protection Program (PPP) loan. The federal government is expected to forgive both loans at which point they will become income.

**Page 6, line 4220.** The church has received \$12,646 from people who paid their Capital Campaign pledges, which will be used to pay down the mortgage loan balance.

**Page 6, unrestricted fund balance.** Church has \$87,440 in the bank.

A motion to accept the January Financial Report was unanimously passed – Rosalyn moved and John seconded.

## **2021 Budget – Jim**

Jim provided two versions: One is the 2021 budget and the other is a hypothetical budget without the PPP payments and with a full-time rector.

### *Version 1: The real budget*

**Highlighted lines.** These lines show what was added back to the earlier version of the budget after the second PPP payment was received.

**Page 4, Net.** Shows a nearly \$15,000 surplus for 2021 now that we have the PPP loan.

**Page 3, line 5280.** This is a new line, reflecting the possible need to pay for an outside audit as part of the transition.

**Page 3, line 5317.** Includes compensation for Choral Scholars through the end of the 2020-2021 school year; nothing is included for the 2021-2022 school year.

**Page 4, line 5770.** The Food Ministry line was increased to \$600 from \$300 because recent experience shows Holy Trinity is spending more on this ministry.

**Page 4, line 5777.** Pastoral Care funds were increased to \$300 from \$100 for the same reason.

A motion to approve the 2021 Budget was unanimous – Rosalyn moved and Ken seconded.

### *Version 2: Hypothetical budget*

This is the same document as version 1, with a few changes:

**Page 2, line 4720.** The PPP payments are zeroed out so we can see what the budget would look like without those dollars.

**Page 3, lines 5305, 5320, 5330 and 5460.** These lines are adjusted to reflect larger amounts Holy Trinity will pay once a full-time rector is hired.

**Page 3, line 5430.** Jim noted health insurance is zeroed out for 2021 by mistake; adding it back would be an additional \$20,000 in expenses.

**Page 4, Net.** This budget is just over \$68,500 in the red. This will be what we face next year and provides an alarming perspective on Holy Trinity's finances. Terri noted that this issue has implications for the church's ability to call a rector.

No action was required on this hypothetical budget.

## **Vestry Resolution authorizing senior warden to apply for PPP loan –Jim**

Vestry unanimously approved the resolution (see full language at end of these minutes) – Bonnie moved and Margaret seconded.

## **Stewardship Report -- Pete**

- Pete explained that the goal going forward is to encourage year-round stewardship and generosity that's facilitated by multiple payment options and methods such as e-giving. This will be the subject of the next Vestry workshop.
- Terri added that rather than presenting stewardship as a way to fund the budget, church leaders will need to explain the budget and what's in it in a way that gives people more opportunities to be generous.

### **Outreach Report – Bonnie**

- Margaret and Bonnie are co-chairing the Outreach Committee.
- The group's recent work includes the December and January Community Dinners, the new Prayer Shawl Ministry and the Christmas Mitten Tree.
- Volunteers involved in the recent Community Dinners included Bob Benson, Rosalyn Benson, Elaine Brandner, Jacob Bryant, Leland Coxe, Judith de Luce, Johanna Francis, Karen Ander Francis, Martin Ganev, Mila Ganeva, Dave Guilfoyle, Lisa Herrmann, Kathie Lennertz, Pete Lindsay, Bonnie Mason, Stacey Peterson, Margaret Smith, Sally Southard, Stephanie Southard, Rev. Terri Thornton.
- Judith and Bonnie worked on the mitten tree in December.
- Stephanie Southard is leading the Prayer Shawl Ministry.
- The Talawanda Oxford Pantry and Social Services (TOPSS) is looking for volunteers to help at the food pantry.

### **Nominating and Leadership and Development Committee – John**

- Martin, Ken, John, Lisa Toni Saldivar and Terri are on the on 2021 Nominating Committee.
- The nomination form was sent out; parishioners can nominate up to four people for Vestry plus nominations are needed for wardens and the Diocese Convention delegates.
- Going forward, leadership development will be part of the Vestry experience. The Vestry was asked to consider what training and information they wish they'd had when starting off on Vestry. Work will be done in this area in 2021.
- Terri added that the Diocese has created a website that includes Vestry training, focusing on leadership skills and challenges.
- Vestry can fill the Ellen Reister and Karen Ander Frances vacancies itself, without going to the Annual Parish Meeting; Lisa is eligible for second term.

### **Rector's Report – Terri**

- **New worship team; rota and ordo.** The rota shows the rotation of the people involved in the liturgical ministries. The ordo shows the order of worship. Both are filled in by season. The rota will be available on the website. Kim and Terri will retain the ordo and send copies to participants. Rosalyn will send the next six months of lectors to be included in the rota once it's decided whether to hold in-person services.
- **Testing in-person worship and reservations.** The Diocese has asked parishes to slowly move into in-person worship. Holy Trinity will do tests to assess how to do this. For Ash Wednesday, a small number of people will be able to attend the service in person. During Lent, Holy Trinity will alternate between recorded services and hybrid ones. Constant Contact will be used for registration.
- **Ash Wednesday.** Dave and Terri will run the Ashes to Go program outside from noon to 2 p.m. It is open to anyone. The Ash Wednesday service will be live on Zoom at 7 p.m., with some in-person attendees. The service will include music and will be recorded. Rosalyn, Elaine and Kathy Mohylsky are helping with publicity, registration and set up for Ashes to Go.

- **Lent, Holy Week and Easter planning.** The Palm Sunday service will be outside with a prerecorded service also available. The Maundy Thursday service will be in-person and online. The Good Friday service will be recorded. A decision on Easter hasn't been made yet.
- **Annual Leadership Report due April 1.** This year's report will include questions about service times, leadership positions, ministries, elected delegates to conventions and the church's mission and outreach objectives. It's not available yet; there will be a webinar February 19 to learn how to fill it out.
- **Rebranding bulletin announcements and a weekly Triad.** The bulletin will include an announcements page that can be posted separately on the website and on Holy Trinity's Facebook page. A new weekly Triad newsletter is in the works. Holy Trinity's email open rate using Constant Contact is 60%-70%, much higher than the average open rate of 30%
- **New Parochial Report.** This report is due March 1. Narrative questions have been added this year covering the following three areas:
  - What Holy Trinity learned from conducting worship during the pandemic?
  - What primary opportunities and challenges does the church face as it plans the future?
  - What three things have changed the most in how the church conducts its ministry?
 Vestry members were asked to email thoughts to Terri before February 23 work session. Other new areas covered in the report include whether the church has certain ministries, how many volunteers participate in those ministries and how many people has the church served in them. It will be important to start tracking these numbers in 2021.

## **Prior Business**

### **Annual meeting – Pete**

- The plan is to livestream the meeting and start at 11 a.m., integrating it into the worship service. The meeting must include the state of the parish report, the financial report, the Vestry and warden elections. Some of the service will be prerecorded.
- Terri noted the reason for integrating the meeting with the service is to ensure there's a quorum of 25. It also puts the meeting in a liturgical context. Terri will put together a sample timeline of what the service and the meeting will look like.
- Jim said if any election is not contested, the slate of nominees can be elected by a single voice vote, show of hands or by acclamation. Jim also noted that the date and time of the Annual Parish Meeting must be sent out 20 days in advance.
- The materials for the Annual Parish Meeting – including the minutes of the 2020 annual meeting, financial report, elector slate and committee reports – will be sent out in advance and posted online. The report will be mailed to people who have asked for hard copies.
- No objections were raised to holding the meeting March 21 at 11 a.m.

### **IT Upgrade – Terri**

There is no problem at the moment with Wi-Fi access, so Holy Trinity will put off any work on the network until later in the spring.

## **New Business**

### **Community concert series – Sarah**

- The Arts Committee report (copy attached) was presented and discussed.
- Sarah, Bob Benson, Rex Man and Phillip Roberts are proposing a noon-time community concert series in March, June and September called Red Door Concerts.
- The first concert will be virtual; later ones may be in person. Artists will include Phil, Rex, the Choral Scholars and Miami music professors Tammy Kernodle and Tom Garcia.
- The Arts Committee is applying for grant funding and will solicit donations.

The Vestry unanimously approved this project – Terri moved and Margaret seconded.

### **Pastoral Care Committee report – Sarah**

The Pastoral Care Committee report (copy attached) was presented and discussed.

Pastoral Care Committee members have done socially distanced visits with parishioners who are alone, called many parishioners, taken people to doctors, provided meals, made calls, provided Lessons and Carols cookies and poinsettias at Christmas, sent out 100 valentines with assistance from parish children who made cards. The pastoral care budget has increased to cover the added expenses of all this work.

Several questions were raised, including the following:

- Is the rector receiving email messages?
- Is information the rector hears about people in need getting passed to the Committee?
- Can people get hard copies of bulletins and other communication mailed to them?
- Are Vestry members calling parishioners?

Terri and Dave provided advice on how to handle specific requests, including letting Terri know when a family or individual needs her to contact them or when something needs to be in the bulletin, and letting Dave know when to add someone to the Prayers for the People.

### **Stephen Ministries – Dave**

The Stephen Ministries is a model where parishioners are trained in pastoral care. Forty to 50 hours of coursework are required to become a Stephen Minister. These ministers are assigned to work one-on-one with parishioners who have pastoral care needs. Dave will get more information and bring it to the Pastoral Care Committee.

### **Transition Questions -- Rosalyn**

Rosalyn asked Vestry to plan a future discussion on communication with the parish about the rector search process. Terri noted that this is a long-term discussion on how we communicate what's going on in the parish. Some specific steps being taken include the following:

- Terri is planning to include information on the rector search in the annual meeting.
- There will be another special Vestry meeting where time can be allocated for this discussion.
- Communication to the parish must go out under Terri or Pete's names, and they must approve messages.
- Terri should answer all questions about the transition.

- Terri will try to answer all emails she receives within 24 hours.

### **Ellen Reister Resolution**

The Vestry unanimously approved the following resolution:

*Holy Trinity extends profound thanks to Ellen Reister for her work as chair of Altar Guild, her devotion as she read Evening Prayer live on Facebook for the last 12 months and her service on Vestry. We will miss her presence at Holy Trinity, however, her friendship with us is forever.*

Glenn moved and Rosalyn seconded.

Closing prayer was led by Pete.

### **Addendum: Vestry meeting Feb. 23, 2021**

A draft of the Parochial Report was discussed. Changes were suggested to some of the numbers and to the wording of the essays.

Vestry unanimously accepted the Parochial Report with the suggested changes – Bonnie moved and Rosalyn seconded.

An April work session will be scheduled at the March 9 Vestry meeting. The topic will be How to best use a narrative budget.

Respectfully submitted,

*Stacey Peterson*

Stacey Peterson, Clerk

Attachments:

2020 Parochial Report

Arts Committee Report

Pastoral Care Committee Report

PPP Resolution (see next page)

RESOLUTION OF THE VESTRY OF HOLY TRINITY EPISCOPAL CHURCH, OXFORD, OHIO

WHEREAS, the Vestry wishes to facilitate the borrowing by this Church of funds available under the Paycheck Protection Program administered by the Small Business Administration; and

WHEREAS, First Financial Bank ("Lender") has offered to make such a loan in the amount of \$32,400 to Holy Trinity ("Borrower"),

NOW THEREFORE, the Vestry resolves as follows:

OFFICER. Peter Lindsay, the signer of the Agreement with Lender is an officer of Borrower ("Authorized Person").

ACTIONS AUTHORIZED. The Authorized Person may enter into any agreements of any nature with Lender, and those agreements will bind the Borrower. Specifically, but without limitation, the authorized person is authorized, empowered, and directed to do the following for and on behalf of the Borrower:

Borrow Money. To borrow, as a cosigner or otherwise, from time to time from Lender, on such terms as may be agreed upon between the Borrower and Lender, such sum or sums of money as in his or her judgment should be borrowed, without limitation.

Execute Notes. To execute and deliver to Lender the promissory note or notes, or other evidence of the Borrower's credit accommodations, on Lender's forms, at such rates of interest and on such terms as may be agreed upon, evidencing the sums of money so borrowed or any of the Borrower's indebtedness to Lender, and also to execute and deliver to Lender one or more renewals, extensions, modifications, refinancings, consolidations, or substitutions for one or more of the notes, any portion of the notes, or any other evidence of credit accommodations.

Subordination. To subordinate, in all respects, any and all present and future indebtedness, obligations, liabilities, claims, rights, and demands of any kind which may be owed, now or hereafter, from any person or entity to the Borrower to all present and future indebtedness, obligations, liabilities, claims, rights, and demands of any kind which may be owed, now or hereafter, from such person or entity to Lender ("Subordinated Indebtedness"), together with subordination by the Borrower of any and all security interests of any kind, whether now existing or hereafter acquired, securing payment or performance of the Subordinated Indebtedness; all on such subordination terms as may be agreed upon between the Borrower's Officers and Lender and in such amounts as in his or her judgment should be subordinated.

Negotiate Items. To draw, endorse, and discount with Lender all drafts, trade acceptances, promissory notes, or other evidences of indebtedness payable to or belonging to the Borrower or in which the Borrower may have an interest, and either to receive cash for the same or to cause such proceeds to be credited to the Borrower's account with Lender, or to cause such other disposition of the proceeds derived therefrom as he or she may deem advisable.

Further Acts. In the case of lines of credit, to designate additional or alternate individuals as being authorized to request advances under such lines, and in all cases, to do and perform such other acts and things, to pay any and all fees and costs, and to execute and deliver such other documents and agreements, including agreements waiving the right to a trial by jury and confessing judgment against the Borrower, as the officer may in his or her discretion deem reasonably necessary or proper in order to carry into effect the provisions of this Resolution.

CERTIFICATION CONCERNING OFFICERS AND RESOLUTIONS. The Authorized Person is duly elected, appointed, or employed by or for the Borrower, as the case may be, and occupies the position set opposite his or her respective name. This Resolution now stands of record on the books of the Borrower, is in full force and effect, and has not been modified or revoked in any manner whatsoever.

NO CORPORATE SEAL. The Borrower has no corporate seal, and therefore, no seal is affixed to this Resolution.

CONTINUING VALIDITY. Any and all acts authorized pursuant to this Resolution and performed prior to the passage of this Resolution are hereby ratified and approved. This Resolution shall be continuing, shall remain in full force and effect and Lender may rely on it until written notice of its revocation shall have been delivered to and received by Lender at Lender's address shown above (or such addresses as Lender may designate from time to time). Any such notice shall not affect any of the Borrower's agreements or commitments in effect at the time notice is given.

RESOLUTIONS ADOPTED. At a meeting of the Vestry of Holy Trinity Episcopal Church held on February 9, 2021, at which a quorum was present and voting, or by other duly authorized action in lieu of a meeting, the resolutions set forth in this Resolution were adopted.

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Stacey Peterson, Parish Clerk