

**Episcopal Church of the Incarnation  
February 26, 2022 – Vestry Retreat Meeting**

**Location: Short Hall**

**Minutes**

**Attendees:** Allan Bolchazy, Bo Simons, Connie Sinclair, Kathleen Baumgardner, Linelle Lane, Lois Phillips, Mark Sawdon, Michael Del Vecchio, Patrick Lancaster, Sara Joslyn, Stephen Little, Steven Layton; Stephen Shaver, Rector; David Jasper, Treasurer; Kathleen Kane, Clerk.

**Absent:** None.

**Guests:** None.

**RETREAT**

1. Stephen S. opened the retreat with Morning Prayer.
2. Stephen S. led the group through “getting to know each other” exercises.
3. Stephen S. presented “Vestry 101” information
  - Rector’s responsibilities
    - Worship life
    - Christian formation
    - Selection and supervision of staff (including associate clergy)
    - Use of buildings and grounds
  - Vestry / officer responsibilities
    - Set budget and manage finances
    - Care of buildings and grounds
    - Selection of rector
    - Nominate people for holy orders and other offices
  - Overlapping areas of responsibilities
    - Discernment of mission, vision, and strategy
    - Visible leaders of the parish
    - Culture and climate
    - Rector is a member of the vestry

- Incarnation Vestry Norms

- Norms for Vestry Members as Individuals

As a vestry member, you're visible as a leader in the parish. That means you have the ability to help shape the culture and climate of the parish by your actions. Some of the most fruitful things you can do are:

- Regularity of worship
- Willingness to show up at parish events
- Pledging
- Maintain a supportive, connected stance toward vestry, clergy, and staff

- Norms for Us as a Vestry Community

- In our decisions, we seek the highest possible degree of consensus
- One way to work toward consensus is that for decisions other than the very simple ones, we often seek to practice a one-month DDDD ("Discuss, Discern, and Don't Decide!")
- Any vestry member can add an item to the agenda
- Our meetings use a flexible form of Robert's Rules of Order
- We commit to the Discernment Pledge

#### **4. Where we've been, where we are, where we're going:**

- The vestry members discussed their impressions of our parish culture.
  - Current culture: liberal, accepting, traditional, beautiful, intelligent, shared values, musical, family-inclusive, outreach, older congregation, sense of humor, social justice, resilient, hospitality-focused, active, caring.
  - Wish was different: more diversity (racial, cultural), difficult history with conflict.
- Stephen S. presented an overview of highlights of Incarnation's history.
- David gave a detailed orientation on Incarnation's property and finances.

#### **5. Leadership discernment:**

- Stephen S. appointed Steven Layton as Senior Warden.
- Following a thoughtful discernment process, the vestry took the following actions. (*Approved by majority vote.*):
  - Patrick was elected as Junior Warden.
  - Allan was appointed to continue as chair of Buildings & Grounds Committee.
  - Kathleen R. was appointed as chair of the Outreach Grants Committee.

- Mark was appointed as chair of the Development Committee.
  - Lois and Stephen Little were appointed as co-chaplains.
  - David was elected as Treasurer.
  - Kathleen K. was elected as Clerk.
6. **Mask Policy:** Considering the revised masking guidelines issued by the Centers for Disease Control, the vestry discussed options for revisions to the masking policy for church services and events. No strong consensus for any one option emerged among the vestry. Stephen and wardens will meet Wednesday and make a decision on next steps.
7. **Walking tour of Incarnation's campus:** David led the vestry members on an informative tour of the church buildings.

### **BUSINESS MEETING**

8. **Approval of January Minutes:** Minutes of the January 25, 2022 vestry meeting were approved as written. *(Approved by majority vote.)*
9. **Approval of 2021 parochial report:** The vestry approved the 2021 Parochial Report as written. *(Approved by majority vote.)*
10. **Approval of new signers' resolution:** The vestry approved a new corporate resolution for signers on bank accounts. The newly elected officers were added. *(Moved: Stephen Little. Seconded: Connie. Approved unanimously.)*
11. **Finance Committee Appointment:** The vestry voted to approve Karen Schneider as a new Finance Committee member. *(Moved: Steven Layton. Seconded: Connie. Approved unanimously.)*
12. **Cash Reserve Policy:** David presented, and the vestry approved, the Finance Committee's recommendation of a policy for holding of cash reserves:
- Hold up to \$100,000 in Exchange Bank checking account
  - Hold the next \$100,000, in Schwab's SCHO (Short Term Treasury ETF)
  - Hold amounts above that in Schwab's SCHP (Schwab's TIPS ETF)
- (Approved by majority vote.)*
13. **Fiduciary Responsibility, Conflict of Interest, Gifts/Donations, Whistleblower, and Confidentiality Policies:** David presented draft Fiduciary Responsibility, Conflict of Interest, Gifts/Donations, Whistleblower, and Confidentiality policies. These five policies were adapted from templates provided by the Diocese and were previously presented to the vestry for a first review at their January 25, 2022 meeting. After discussion, the vestry voted to

approve all five policies as written. (*Moved: Sara. Second: Linelle. Approved unanimously.*)

14. **Property Development Task Force:** Stephen S. presented a request for funding for the PDTF to hire a “process” facilitator to help conduct planned congregational conversations regarding potential future uses of the church properties. The process is envisioned to run for approximately 3 months and would include in-person congregational meetings, survey participation, and possibly additional elements like individual interviews, small group conversations, and other formats. The vestry authorized the PDTF to use up to \$50,000 from the Estate Funds to select and engage a consultant for this conversation process. (*Moved: Stephen Little. Second: Bo. Approved unanimously.*)
  
15. **Discussion of St. Andrew’s Mission:** Allan reported on the recent building inspection that documented significant repair needs. Stephen S. explained that the number of worshippers has decreased over the past few years and there is not an active, viable congregation at this point. The building is still being used for non-worship programs, including the food program and 12-step groups. These programs have other potential venues in the local area. There are several alternatives for the mission’s worship activity, including making the needed repairs to the current building, relocating the mission to another location, seeking to transition responsibility for the mission to the Diocese, or dissolving the mission entirely through a conscientious closure process. There will be a multi-month DDDD process for considering these issues.

**Closing:** Stephen Little led the group through Noon Prayer.

**Meeting adjourned at 3:07 pm.**

**Next Monthly meeting of the Vestry: March 22, 2022 @ 6:30 pm.**

Respectfully submitted by:

Kathleen Kane, Clerk