

**St. Barnabas Episcopal Church • Bainbridge Island, WA  
February 23, 2020 Minutes of the Vestry Regular Meeting**

**Vestry Members Present**

Will Nickum, *Sr. Warden*; Rosalys Peel, *Jr. Warden for the People*; Randy Krause, *Jr. Warden for Buildings & Grounds*; Angie Bickerton; Carolyn Myers.

**Vestry Members Absent**

Kirk Eichenberger, Linda Maxson, David Teves, Paul Castanon

**Others Present**

The Rev. Karen Haig, *Rector*; Michael Killion, *Treasurer*; Katherine Bolles, *Chancellor*; Rebecca Ditmore, *Clerk*

**Call to Order: 11: 45 a.m.**

<i>Item</i>	<i>Topic</i>	<i>Speaker</i>
<b>1. Opening Prayer</b>		<i>Carolyn Myers</i>
<b>2. Approval of Agenda</b>		<i>Will Nickum</i>
➤ Motion: Approve the meeting agenda. <b>MSP</b>		
<b>3. Approval of Minutes from 1/19/20 Meeting</b>		<i>Will</i>
➤ Motion: Approve the minutes. <b>MSP</b>		
<b>4. Administrative Items</b>		
<b>4.1 Introduce and Elect New Vestry Clerk</b>	—Rebecca Ditmore	<i>Will</i>
Thanks to Barbara Bolles for how well she did the job.		
➤ Vestry clerk unanimously elected by the vestry.		
<b>4.2 Elect New Treasurer</b>	—Mike Killion	<i>Will</i>
➤ Treasurer unanimously elected by the vestry		
<b>4.3 Current Meeting Minutes in the Parlor</b>		<i>Will</i>
The vestry unanimously agreed that the most recently approved vestry meeting minutes will be available in the parlor as well as the library. Clerk will send a copy of the minutes to the parish administrator to put on the coffee table in the parlor.		
➤ Motion: Approve the minutes from the 1/26/19 parlor meeting as amended. <b>MSP</b>		
<b>4.4 Liaison Status</b>		<i>Will</i>
Committee Suggestions: Kirk Eichenberger is recommended to be on the Finance Committee; Rosalys Peel, Community Life; Angie Bickerton, Worship Commission; Randy Krause, Buildings and Grounds; Dave Teves, Stewardship; Linda Maxson, Caring Community Network; and Carolyn Myers, Outreach. Paul Castanon is leaving the Worship Commission so there is an opening there; and a Congregational Development liaison is a spot that may be filled by the new vestry member to be appointed.		
<b>4.5 Current Vestry Member Status</b>		<i>Will</i>

We are losing Paul Castanon as a vestry member, he is wished well and thanked for his contribution. The new vestryperson will be appointed, not elected. There was a discussion about which members might be a good fit for this position. Rev. Karen will speak with the slate of proposed members and report back at the next meeting. The vestry suggests transparency about how the process of selection is done. Rev. Karen reminded everyone to review Bishop's Rules for Respect to clarify how and who speaks to whom, and to keep vestry communicating with the congregation.

## **5. Old Business**

There was no old business.

## **6. New Business**

### **6.1 Bishop's Rules for Respect**

*Rev. Karen Haig*

All staff and vestry agree to abide by these rules. This is a way to communicate clearly, respectfully, and kindly. New and old vestry members, treasurer, chancellor, and clerk agree.

### **6.2 Vestry Materials & Binders**

*Rev. Karen*

Karen sent out information to all vestry members. *Vestry Resource Guides* have been ordered and will be passed out to newest members.

### **6.3 Bishop's Leadership Conference Participation**

*Rev. Karen*

Conference meets April 29–30, 2020. (Wednesday and Thursday). The previous program was reviewed to explain what happens at conference, and what it means to be a faithful and healthy congregation. Attendees will include Mike Killion, Julie Houck, Cera Rodriguez, Karen Haig; vestry members to attend will be decided.

### **6.4 Legacy Society Reception with Bishop Rickel**

*Rev. Karen*

As the chief stewardship officer for the diocese the bishop is happy to come speak to congregations about stewardship and legacy giving. Rev. Karen is looking forward to helping the church continue to be healthy into the future, and wants to keep this in the forefront of everyone's minds. The estate planning workshop has been postponed due to the leader's illness. Bishop's Society membership is determined by whether someone gives a bequest to the Episcopal Church in any form. The vestry would host the reception. The importance of charging the vestry with setting the priorities for legacy giving was mentioned and that this should happen sooner than later. This should be addressed in the strategic plan.

### **6.5 Turn Around Time for Pre-meeting Materials**

*Will*

Items will still be due in by the Wednesday before the schedule meeting, with information going out by Thursday at the latest. If a report doesn't get submitted on time, that vestry member is responsible to send it out to everyone.

### **6.6 Amendment Policy Discussion**

*Rev. Karen*

Policy for how amendments are presented will be developed. Process to echo what happens at the diocesan convention. The chancellor spoke to the need for policy to

be developed for how to offer an amendment at a parish meeting. The chancellor will work with the rector to develop the proposed policy.

### **6.7 Gift Acceptance Policy**

*Mike & Rev. Karen*

The Finance Committee unanimously recommends the adoption of the updated Gift Acceptance Policy (attached, page 6). The five year limit on a gift being used is not retroactive to previously donated funds.

It was decided to table the vote for one month so that the chancellor can review the policy and confirm that all things included are correct and that the language is clear for gift and estate planning purposes.

### **6.8 Mutual Ministry Agreement**

*Rev. Karen & Will*

Work that has been done includes gift policy, and the creation of a warming station at St. Barnabas.

Mutual Ministry Goals determined by the Rector and Vestry for 2020:

- Passage and implementation of a Gift Acceptance Policy.
- Completion of full building inspection including ADA assessment.
- Completion of five-year strategic plan to be presented at the 2021 annual meeting.

Other suggestions for work in the coming year were:

- Understanding the music program budget: Mike Killion will make a report on the program budget and costs by email. The vestry will invite Director of Music Paul Roy to make a presentation. The vestry is delighted in the work that Paul does and greatly values his contribution to the community.
- Worship Commission will also be invited to make a presentation to the vestry.
- It was noted that the Strategic Plan will assist in forming future goals.

Conversation about the Strategic Plan Committee ensued. Names were offered and vestry members will look at the list and pick their top ten, ranking members from the existing list, as well as committee chair potentials, then submit those names to Will Nickum who will process the data. A committee chair and vestry member will be appointed. Rev. Karen will send out the amended list to vote on to all vestry members with directions on ranking. Will wants information returned to him by 3/8.

### **6.9 Vestry Retreat Prep**

*Rev. Karen*

Date: Saturday, March 21, 8 a.m. for vestry meeting; 9 a.m. retreat start. Angie Bickerton will take care of food and refreshments.

## **7. Reports**

### **7.1 Treasurer's Report**

*Mike (Attachment)*

Mike reports that the database has been updated, adding classifications for financial information, which simplifies and clarifies our accounting. Balance sheet looks very

good in terms of current assets vs. December 2019. Income was higher than expected due to the Hodge dividend, but should be close to budget as the year passes. Income is good and planned and actual expenses are spot on. The day school budget performance is on plan. P&L by classification includes general operating, day school, restricted funds which include various outreach activities, as well as other restricted accounts including the Rector's Discretionary Fund. All restricted funds are noted on the attached Treasurer's Report. Words stay in \$ stay out because they are in the report.

- Motion: Accept and approve the treasurer's report. **MSP**

## **7.2 Annual Parochial Report**

*Rev. Karen (Attachment)*

Rev. Karen presented the report for approval. All items were reviewed and discussed. Outreach numbers were amended.

- Motion: Approve the Annual Parochial Report, to be submitted once the outreach numbers are corrected. **MSP**

## **7.3 Sr. & Jr. Warden Reports**

*Attachments*

No report submitted by Sr. Warden Will Nickum.

Jr. Warden Randy Krouse notes there are five people who have volunteered to help with monitoring the warming center.

## **8. Parish Chancellor Update**

*Katherine Bolles*

### **8.1 Bylaws Revision**

*Kathy*

The chancellor suggests focusing the bylaws on what St. Barnabas is allowed to manage, and not including the diocesan and national church canons so that our bylaws don't have to be amended every time the larger church makes changes. She will review current bylaw revisions and report any recommendations to the vestry at our next meeting. There is a desire to keep the language updated and easily understandable by non-lawyers.

### **8.2 Contract Authority Policy (Attached)**

*Kathy*

The current articles of incorporation and canons indicate that the vestry has to approve every contract. Vestry member Paul Castanon recommended, and the chancellor agreed that a portion of contractual authority be delegated to the rector. Rectors will be named in the policies, which will be valid for four years.

- Motion: Vestry delegates to the rector, all authority to approve routine, ordinary course of business contracts as follows:
  - Financial commitments of less than \$5k.
  - Contract terms of less than one year (or terminable at will).
  - Contract terms that do not involve borrowings, corporate guaranties, and/or indemnities of third parties.
  - Contract does not entail professional/consulting services.
  - Contracts pertaining to lease of any church space.

**MSP**

## **9. Other (including requests for an executive session)**

None

**10. Closing Prayer**

*Carolynne*

**11. Adjournment**

*Will*

- Motion: to Adjourn MSP 2.50 p.m. **MSP**

Next vestry meeting is at the beginning of the vestry retreat, Saturday, March 21, 8 a.m.

Faithfully submitted,  
Rebecca Ditmore  
St. Barnabas Vestry Clerk

Attachment: Gift Acceptance Policy (page 6)

**Saint Barnabas Episcopal Church**  
**GIFT ACCEPTANCE POLICY**  
(Adopted by the Vestry x/xx/xxxx)

**General Policy:**

Unrestricted gifts to the church of money and/or negotiable securities are preferred and encouraged, as are gifts in response to solicitations for either capital or operational purposes. All gifts are subject to the authority of the Vestry, which has the responsibility

for decision-making regarding the use and expenditure of church funds. If in the judgment of the Vestry it is appropriate, any proffered gift may be refused.

**Restricted Use or Conditional Gifts:**

Except for gifts in response to specific fund-raising activities, proffered restricted use gifts, or gifts with conditions attached, will be discouraged, and will be accepted only with Vestry approval.

Any portion of restricted-use gifts which are accepted by the Vestry, but unused after five (5) years from the date of such gift, shall then be deemed unrestricted funds and available for use at the discretion of the Vestry.

Any portion of gifts with conditions attached, which are accepted by the Vestry, but remain unused after (5) years from the date of such gift, shall then be deemed free of such conditions and available for use at the discretion of the Vestry.

**Pass-Through Gifts:**

Unless specifically solicited by the church, gifts that involve a direct pass-through to other organizations will not be accepted.

**Gifts of Personal Property or Other Things of Value:**

Gifts of personal property or other things of value, including interests in real property, life insurance policies, and planned gifts, shall be accepted only with the prior approval of the Vestry.

**Bequests:**

Unless the Vestry declines and disclaims them, bequests to the church shall be accepted on the terms offered, but only with the consent of the next-of-kin or Personal Representative of the estate of the deceased that if any restricted funds remain unused after five (5) years from the date the bequest is received, any attached restrictions or conditions shall lapse, and the remaining funds shall be deemed unrestricted and available for use at the discretion of the Vestry.

**Endowment Gifts:**

Gifts directed to endowment funds of the church will be accepted with prior approval of the Vestry. Endowment gifts may be permanently restricted gifts benefiting the church in perpetuity.

**Acknowledgement of Policy:**

Gift grantors, or the Personal Representative of the estate of grantors, shall be provided a copy of this policy and provide written acknowledgement of their consent to its terms.

*DRAFT*