

## THE MINUTES OF THE MEETING OF THE VESTRY

The regularly scheduled meeting of the Vestry of Saint Michael and All Angels Episcopal Church was called to order at 4:31 p.m. Wednesday, October 15, 2025, by Senior Warden, Dee Ann Anigian, in Room #203. Before the meeting, the service of Holy Eucharist was held in the Saint Michael Chapel with the Rev. Dr. Andrew Grosso officiating.

Members in attendance were Dee Ann Anigian, Senior Warden; Hudson Weichsel, Junior Warden; Julie Allen, Warden-at-Large; Susan Barnicoat, Allison Bovard, James Carry, Jim Chambers, Squeaky Connolly, Terry Demler, Elizabeth Gambrell, Amanda Harris, Zoé Hart, Jack Marshallsea, and J. Puckett.

Ex-officio members in attendance were the Rev. Dr. Chris Girata, Rector; Ken Brannon, Vice Rector; Becky Odlozil, Treasurer; Dianna Bowen, Chancellor; and Bitsy Hudnall, Clerk. Also in attendance were the Rev. Dr. Andrew Grosso, Rob Baber, Alma Vega-Rouse, Meredith Turner, Colleen O'Hara, Shannon Blake, and Bhavnita Masih.

Terry Demler led the Vestry in prayer.

### **CONSENT AGENDA**

Regarding the Consent Agenda (2025 and 2026 Vestry Calendars, September 17, 2025 minutes, Standing Committee reports including Building and Grounds – Stephen Miller; Stewardship Committee – Alma Vega-Rouse; Mission and Outreach – Rev. Robin Hinkle, Community Partners Report on Amistad – Chris King, and Affiliates and Other Reports from All Angels Foundation – Jazmin Augustine and from SMAA Northeast Title Holding Company – Dee Ann Anigian), Dee Ann inquired if there were any requests to remove items or for further discussion of any items.

Allison asked about the proposal portion of Philanthrocorp for the All Angels Foundation. She is curious about the summary of cost for the partnership and what does that relationship looks like. Chris deferred to Alma and asked if she would gather some information and they could come back to this during the question-and-answer period of the Rector's Report.

Dee Ann continued that while Allison had a question regarding the All Angels Foundation, it was not a request to remove any information, it was just for clarification. As there were no motions for removal and changes in any information, James Carry moved to adopt the Consent Agenda as written. Zoe Hart seconded, and after a vote the motion was adopted.

### **RECTOR'S REPORT – CHRIS GIRATA**

Fall Vestry Retreat (page 30 of Vestry Packet):

Chris stated that Fall Vestry Retreat Agenda is in the packet. The Spring Vestry Retreat is focused primarily on vision planning, guidance, and looking at the VTO. The Fall Vestry Retreat is focused

primarily on business items. Two of the main items on the agenda are a Family Discipleship Plan, with Andrew leading a discussion on its vision, and the Capital Bridge Loan. We are about 9 months ahead of when we anticipate beginning the bridge loan, too far away for us to know what the interest rate will be, so all discussion will be speculative rather than definitive.

We sent a second letter to givers who have not replied about paying their capital pledge early. Now that we have an additional 12 months from when we thought we would need to take a bridge loan, we are asking them if they could pay their full capital pledge by summer of 2026. I have had a good response overall so trying again to reach the nonresponders. Given how much we have been able to reduce the loan with the early payments, we are trying to get the total loan as low as possible.

At the Retreat we will have a complete review of the construction budget. If you have questions in advance – like something you are curious about – please send your questions to Becky so that she may prepare an answer for you.

The Retreat should be completed by noon, including a tour of the building. Everyone has to have the correct PPE to walk the site, so please let Bhav know if you will be going on the tour to make sure that we have everything ready for everyone.

Family Farmers' Market is the same day from 9 am – 1 pm, so please stop by the market after the Retreat.

#### Compass Rose Society:

Chris reminded everyone that he, Dee Ann, Hudson, and Robin will be going to London for the Compass Rose Society meeting. The new Archbishop of Canterbury was announced last week, and they are hoping that they will be able to meet her.

#### Stewardship Update:

Stewardship is going well. Gatherings are taking place where about 80 households have been invited to increase their annual gifts in meaningful amounts. There is vision casting taking place in these meetings. About every 10 years, everyone will be asked for a material increase in their annual gift. They met with many households last fall, along with spring gatherings for those who have not made annual gifts. These small group gatherings are about 25 – 30 people in a home and have all been very energetic.

#### Fall Parish Meeting:

The Annual Fall Parish Meeting is the last Sunday in October at 10:10 am. This meeting will be a semi-annual report to the parish, as well as the election of new Vestry members and Diocesan delegates. The Give and Serve Campaign will also be reported.

### Annual Wardens Gathering:

Every year we have a gathering of all wardens, past and present, which occurred last night. The wardens, as a whole, were very supportive of the Give and Serve Campaign and really felt that serving was at the forefront.

### Construction Reminder / Update:

The stained-glass windows in the new building were tabled because it had been decided that they would be designated as a separate gift or gifts to the church. However, as the construction is coming closer to completion, it has become apparent that it really would be better to have them installed as the building was being constructed. It would be ideal to fabricate all the stained-glass panels at the same time to have the same dye lot of color providing consistency with the windows. The construction team was faced with the idea to sell and order, or order all now, install, and sell as we go. Several parishioners have asked if there is more that they can do for the construction project. The stain-glass panels will take 9 months to fabricate and if we order now, they can all go in in a timely fashion with the construction rather than what would be a temporary glass window which would have to be removed, and the stained glass installed in its place. So basically, it would all be done well and right if we ordered them now and sold them while they are being fabricated. Your packet contains a quote for the stained-glass panels and we're asking the Vestry to approve the amount and allow Dee Ann to execute the contract once the details have been worked out.

Zoe asked if there would be a plaque once a window was sold. Chris replied that there would be a single unified plaque for all the windows rather than a separate one for each campaign. He is thinking that they could be sold in pairs or to just a few families, but by having one plaque, it doesn't busy up the church and allows people to give what they would like to participate in this. It really would be a legacy gift for the church as some families may have grown up here, parents are still here, but kids are not. They would allow children to give a gift to the church in honor of their parents or in their family name. The end result would be unified naming of the windows.

The letter that is being mailed with the third quarter statement is an extra ask for extra giving and support. There is a curated list that they feel would say yes to this.

J. asked what are the plans if they raise more than the cost of the windows. Chris answered that all funds would be placed in the Capital Expense Budget and would stay there until needed for the next project. Chris continued that every capital project begins with pursued money, so extra funds would just seed the next capital project and pay it forward.

### Reception:

Following the Vestry Meeting there is a Vestry Social at 5:30 pm in the Coke Room with Standing Committees of the Vestry Chairs and Staff Directors. He asked that everyone please make an effort to stay and visit with this philanthropic core of our church.

## Philanthrocorp:

In 2018, the church set a vision for a way to grow giving as a larger entity – Annual, Capital, and Planned. Advancement would always be doing two at once. Annual giving is consistent, and the other half either is Capital or Planned. We are at the end of a capital campaign and are now pivoting to planned giving. The work of the Foundation is allowing this pivot and that is where Philanthrocorp comes in. They are a partner in the planned giving effort, and that is why the Foundation bears the expense of the Philanthrocorp contract because they are investing in their own future growth.

Alma then reported that it is a two-year contract with an annual renewal. It begins in December 2025 with monthly fee of \$4,500/month to a total of \$54,000 year paid for by the Foundation.

Chris then relayed that the Foundation should be growing faster than the Horizon Fund. If the Horizon Fund grows about \$15 – 17 million every decade, the Foundation should also be getting \$15 - 17 million a decade. The Foundation has never invested in fundraising and has been passively receiving gifts from members in their estates. This investment, in a sense, is trying to get them onto the track of actual fundraising.

Chris stated that the majority of the gifts for the Capital Campaign came from people in their late 50's to 70's in age. When talking with most members over 70, the conversations centered around those individuals wanting to make a gift, wanting to support the church, but also not wanting to be a burden to their family as they continued to age. Some of those individuals stated that they would like to leave a significant gift to the church but weren't exactly sure what that would look like. Church leaders have been thinking about how they continue this giving and execute on their desire. Philanthrocorp will help give them a way to do this.

Jack Marshallsea shared that he spent 6 months working on the trial with Philanthrocorp as the younger representative of the church with Grady Schleier as the elder representative. They helped facilitate planned giving. Jack's experience was that everything was honorable and above board. They are a quality transparent group.

Chris relayed that Philanthrocorp is not going to do all planned giving conversations. The church is meeting with donors in the top 20% of giving and Philanthrocorp would be meeting with the other 80% doing simpler, smaller estates. Larger estates usually already have this in place, but it would be good for the church to tap into and be considered for planned giving in estate plans for those who are building one or do not have one in place yet and could or should.

## **SENIOR WARDEN'S REPORT – DEE ANN ANIGIAN**

Dee Ann stated that the annual stewardship packet for the parish has been sent. She would like for the Vestry to have 100% participation, so if anyone has not already pledged for next year to please do so.

She also reminded everyone that the church's Annual Meeting would be Sunday, October 26 at 10:10 am where the slate would be presented for a vote. The Vestry would need to gather to ratify the vote and would be in the Power Room after the Annual Meeting.

### Sabbaticals in 2026:

The Vestry is involved in how to structure and what SMAA does regarding sabbaticals. Intent is to offer dedicated time for study and reflection. This time away is a tangible investment to our parish and direct benefit to our clergy. After five years of service, clergy can take an 8-week sabbatical in lieu of vacation time, and after seven years of service, they can take three months. In order to do this, the clergy must provide notice, dates and goals of this time off, as well as a budget for this time away. They also need to be able to outline the benefit for themselves and for the church. There also must be a plan for work coverage to make sure their duties during their time away can be absorbed by the remaining clergy. These sabbaticals are requested a year in advance to allow time for planning all this.

Plans must be submitted to the Rector, Senior Warden, and Treasurer. If it's the Rector's sabbatical, it is submitted to the Senior Warden and Treasurer.

If clergy do choose to take a sabbatical, and it is given, then they must commit at least one year of service to the church when they return. There is a budget process for this, and we accrue money for it. There are only about 15-20 churches that have stated sabbatical policy and most just for the rector. It is rare that this is done for all clergy, but it is something that we at Saint Michael's do. This is one way we serve as an employer.

### JUNIOR WARDEN'S REPORT – HUDSON WEICHSEL

Hudson stated that he is happy that everything is on track, on schedule and on budget. He had no official report.

### TREASURER'S REPORT – BECKY ODLOZIL

#### Financial Overview:

The summary Financial Overview as of September 30, 2025, is on page 31 of the Vestry packet.

#### Statement of Activities:

Becky reported that the total revenue available of \$5.6 million is less than budget by \$46,000, which is attributable to the Pledge category, lower by \$63,000, somewhat offset by Plate and Other Income. It is the time of year when Cash flow is reduced due to our typical seasonality for cash receipts. January and December are our high months for cash in-flows and late summer and fall are typically low.

The year-to-date operating expense is \$5.5 million which is lower than we budgeted by \$250,000. This positive variance should hold through the rest of the year since it is mostly due to hiring staff later than anticipated, Operations having less space, and not using the consultant expense we budgeted for the PushPay conversion.

Becky also stated that ending the 9-month period when looking at Revenue over Expense of \$106,000, we are \$204,000 better than budget. Details of all this are on the following page, page 32 of the Vestry packet.

She asked if there were any questions. There were none.

#### Statements of Financial Position:

Becky reported in the Operating Statement that there are assets of \$109 million, and on the Internal Fund Accounts Statement there are assets of \$6.4 million. These are consistent with last month. Detailed statements of these numbers are on pages 33 through 39 of the Vestry packet.

She asked if there were any questions about the Financial Position. There were none.

#### Construction Project Management:

Becky stated that \$48 million has been spent representing about 66% of the project costs, and with current monthly draw of \$2 million, leaves about \$26 million remaining to be spent. There is a positive cash flow estimated at \$1.1 million, which is the same as last month.

Becky asked if there were any questions. There were none.

### **OLD BUSINESS**

There was none.

### **NEW BUSINESS**

#### Sabbatical Request – Andrew Grosso

Andrew stated that his sabbatical request is two-fold. First is that he would like to plan a new one-week pilgrimage to Oxford for the church. He would like to go there and work out the details, visiting the places in person as a preview for the pilgrimage and researching what would work best for those who would attend and put together how the pilgrimage would go. It is one thing to plan a trip from afar, but to accomplish what he would like to accomplish, he really feels like he needs to go there and see the places.

The second part of his sabbatical would be finishing his writing project. He has been working on this for years and needs dedicated time to do this. He would spend some time researching in Bridwell, the SMU Theological Library, and writing.

Allison asked about his writings and Andrew replied that it would be a theological exposition of 1 Timothy 3: 16. Paul speaks there of the mystery of our religion and Andrew is increasingly convinced that that passage can be used not only as a way of organizing how we read the New Testament and the Old Testament, but also a way of reading the faith and practice of the church and he wants to lift that

verse up and say “what does Christian faith and practice in today’s world look like in light of the mystery of our religion.”

James asked when the pilgrimage to Oxford would take place for the parishioners and Andrew said his goal was sometime in 2027.

Dee Ann asked if he hoped to publish a book with his writings and Andrew replied, yes, that is the goal. He was actually hoping a couple of books would come out of it.

Julie said she hoped he would take a little time for rest and relaxation while away. Andrew stated that if he could finish his book, he would have plenty of time for that.

Jack asked about Bridwell. Andrew replied that as SMU’s Theological Library, it happens to be very extensive in its resources and one of the best theological libraries in the country. He stated that it is very nice that it is right here so he can easily spend time there and go home at the end of the day.

### Stained-Glass Windows – Dee Ann Anigian

Dee Ann reminded everyone that Chris went through a lot of the details regarding the stained-glass windows earlier in his report. On page 44 of the Vestry Packet is the proposed financing for the windows. She stated that Brett Ratliff has all components included. Alma and Chris would sell these over the next 9 months while they were being fabricated. This would be an investment expense into the future that would be backfilled by fundraising.

Chris stated that about two-thirds of the windows in the old church were sponsored for loved ones. Stained-glass is a good gift, it is a legacy gift, and while they are asking for an upfront expense from the Vestry which will allow installation with the construction, it will be made up by fundraising over the next 9-12 months. As for the location of the windows being discussed, these stained-glass windows for the new building would be on either side of the pillars along the outside wall of the new building with the plain glass windows between them.

J. asked if this was approximately \$10,000 per window, could the church sell them for \$25,000 each and save the difference. Offering about \$25,000 each seems to be reasonable. Chris replied that that is actually something they are considering doing to be able to buffer the expense because there always seems to be some overage in construction and they don’t really want to cut any corners with the stained-glass windows or their installation.

Someone suggested one window could be a Parish Party live auction item. Chris liked the idea but needed to have the outlined gift first and would definitely consider it.

Dee Ann reminded everyone that while the letter is not the actual details of the agreement, the dollar value is what is being requested so that the church may work out all the details and move forward with the fabrication of the stained-glass windows. She asked if there was a motion to accept the quote. Susan was the first motion and Allison was the second. All voted in favor.

Amistad Announcement – Terry Demler

Terry stated that she is hosting an Amistad meeting after the parish meeting on Sunday, October 26 at noon in the Coke Room. Everyone is invited to stay for lunch, and if you are unable to stay, please just stop by.

**EXECUTIVE SESSION, ADJOURNMENT**

Dee Ann then adjourned the meeting at 5:27 p.m. and moved the meeting into Executive Session. She invited Chris, Ken, Dianna, Becky, and Bitsy to stay. Dee Ann then moved the meeting out of Executive Session and back into regular session, adjourning the meeting at 5:38 p.m..

Respectfully submitted,

Bitsy Hudnall, Clerk of the Vestry