

**[Approved] Minutes of the Regular Vestry Meeting  
Tuesday February 18, 2020  
Trinity Episcopal Church – Mobile, AL**

The Regular Meeting of the Vestry was held at Trinity Episcopal Church on February 18, 2020. Voting Members present were Anna Lisa Tessier, Jameson White, Marie Lacy, Mike Cadden, Bob Howard, Daphne Marcum, Allison Castle, Jill Creel, Chris Gill, and Kate Flukinger; also in attendance were the Very Rev. Johnny Cook and Deacon Terry Goff. Mary Stewart Stephens and Carolyn Watts-Smith were excused.

After a brief introduction from members, Fr. Johnny opened the meeting with prayer. After a short discussion and review of the Minutes of the Regular Meeting held on January 28, 2020, Chris Gill moved to approve the Minutes of the Regular Meeting as submitted, the motion was seconded by Mike Cadden, and the Minutes of the Regular Meeting were approved by unanimous vote.

Deacon's Report<sup>1</sup>: Terry Goff

- Project Homeless Connect was a success, serving 743 individuals. It was suggested that pictures from the event be shared on one of the parish bulletin boards.
- Deacon Terry will be working with the bishop to further the Resolution on Disability Advocacy and Inclusion in the diocese and information regarding the formation of a committee is forthcoming.
- Trinity will be hosting an informational talk regarding court appointed advocates sponsored by the Council on Aging. The date of this talk has not yet been set.
- Deacon Terry will be participating in Kairos Outside in March and has asked to be excused from service on the affected Sunday.
- Volunteers of America will be hosting a lunch seminar concerning suicide prevention. Interested parishioners are invited to attend and a flyer has been sent to the church office for publication.
- Not included in the written report:
  - o Royal Closet has asked to borrow our clothing racks for their prom event at the Pillars. They have also called for volunteers to help with the event from 03/14 - 03/18 and for seamstresses to assist with alterations.

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<sup>1</sup> Attachment 1

- Terry will be assisting with services for the late Rev. Deacon Mary Geisler, which will take place on March 7 at 11am at St. John's Mobile.

#### Finance Report:

- Tabled due to incomplete report. Full report will be emailed to members.

#### Stewardship Report: Mary Stewart Stephens via Bob Howard

- Stewardship total - \$309,428.20 – which is the strongest we've had in number of years.
- At this time, not all members of the vestry are known to the treasurer. This is a requirement to sit on the vestry and should be addressed by those who have not yet pledged.

#### Property Report: Mike Cadden

- Property committee met earlier in month and have identified the following as priority projects:
  - Wheelchair access to sanctuary. Committee is working on proposals and once options have been narrowed will pursue funding.
  - Building is not covered by termite bond because of existing property damage. Back building needs to be addressed before coverage can be obtained.
- Installation of new lights - purchased to replace rental lights - was not done correctly. There is some confusion regarding communication with electrical contractor, which will be addressed and remedied. Once this situation is resolved, we can call Alabama Power to remove the poles and rental lights. There is an additional bill for the completion of the HVAC work, which is believed to have been set aside in the budget.

#### Christian Education: no report received

- Programs will continue as adult formation leaders are identified to take over for Fr. Bailey.

#### Sr. Warden's Report: Bob Howard

- Letter of Agreement between Trinity and the Very Reverend Johnny Cook<sup>2</sup> was reviewed and a discussion regarding compensation and use of discretionary fund ensued.

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<sup>2</sup> Attachment 2

- Bob Howard moved to approve the letter, Marie Lacy seconded the motion, and with no objections, the letter was approved by unanimous vote.
- Resolution of the Vestry for the Interim Period between Rectors<sup>3</sup> was reviewed. A discussion regarding the lease agreement with Christ Redeemer and the role of vestry and Fr. Johnny in preparing for finding and installing a new rector ensued.
  - Bob Howard moved to accept the resolution, Mike Cadden seconded the motion, and with no objections, the resolution was accepted by unanimous vote.
- Resolution proposing a Policy of the Vestry of Trinity Episcopal Church Regarding Vestry Meetings<sup>4</sup> was introduced and discussed.
  - Chris Gill asked that the policy be amended as follows:

The regular meetings of the Vestry of the Church are open to all parishioners; however, the following guidelines will be observed by all visitors to the meeting:

1. Visitors will have the privilege of seat for regular sessions of the Vestry meeting, but when in Executive Session, only such persons who are invited by the Wardens may attend to address specific issues under discussion.
  2. Visitors may listen to the vestry sessions, but they do not have the privilege of voice with regard to the proceedings. Any violation of this restriction will result in the loss of seat for that visitor at that session.
  3. Under no circumstance does a visitor have any privilege to vote on matters before the Vestry.
  4. Visitors with concerns or requests ~~may petition the Vestry in writing at least two weeks~~ **[should submit those concerns or requests in writing to the Sr. Warden]** prior to the next regularly scheduled meeting of the Vestry. ~~Such petition must contain a concise statement of the issue, a proposed resolution, a cost estimate if appropriate, and a source for meeting said cost.~~
  5. The Vestry may amend or revise this Resolution by a simple majority vote during any future Vestry meeting.
    - Motion to adopt the resolution as amend<sup>4</sup> was seconded by Jill Creel, and without objection, the resolution was adopted by unanimous vote.
- Upcoming Lenten Program begins March 4<sup>th</sup>. This year will include evening prayer, dinner, and a program that will focus on the four gospels and the call to follow Jesus. Ash Wednesday, Palm Sunday, and Holy Week services were discussed. Schedule for Stations of the Cross were discussed and Deacon Terry introduced the topic of Stations for Children.
  - The topic of upkeep, location, and future of the library was discussed and led to a wider discussion of the use of the property as a whole – including use of the children’s chapel.
  - Update on search for rector was provided. Committee is well on its way to being formed, at which point the parish profile will be updated and the process will begin in full. A discussion ensued.

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<sup>3</sup> Attachment 3

<sup>4</sup> Attachment 4

With no further business, the meeting was adjourned in prayer. Our next meeting will be announced in March.

Respectfully submitted,

Kate Flukinger, Clerk

Deacon Terry L. Goff  
February Vestry Report, 2020

**PROJECT HOMELESS CONNECT:** There were 743 people served at this year's event. We had about 10 adult volunteers and two youth's ages 8 and 12. There were 30 very full racks of clothing, 2000 pairs of new socks, two baskets full of scarves, one basket of toboggan hats, two totes of blankets, a small basket of gloves, two miscellaneous baskets, approximately 10 belts, shoes for children and adults, a large tote of t-shirts and one of shorts for men, plus a small box of shorts for women and one for children's shorts plus three boxes of gently used socks taken to the event. It took two trips in the 24 foot Penske truck to move us to the fairgrounds. We returned with 9 racks—not heavy with clothes. We also had some generous donations of large bags this year and for the first year we did not run out of bags for our guests! A big thank you to the congregations of Trinity and Redeemer and their friends for all the contributions!

**RESOLUTION ON DISABILITY ADVOCACY AND INCLUSION:** The Bishop appointed me to push forward the work on this Resolution of the 49<sup>th</sup> Annual Diocesan Convention. I met with the Bishop briefly on Thursday, February 13, 2020 to discuss the vision for this Resolution in our Diocese. Soon there will be a letter sent to all clergy to enlist names for committee members. This committee will meet and review best how to meet ministry needs and building needs of our community with any type of disability.

**COURT APPOINTED ADVOCATES:** Our congregation will host a talk for Convocation 1, clergy and parishioners, given by Jude Forsythe from the Council on Aging. This talk is to inform all who are interested on a program for seniors or any person living in a nursing home, assisted living facility or in a home who no longer has a family member to assist them in advocating for healthcare or to make sure they are not mistreated by staff or other persons.

The Diocesan office is sending me addresses at this time. When all information is in hand I will ask for a date to be placed on Trinity's calendar.

**KAIROS OUTSIDE:** Sunday, March 29, 2020, I ask to be excused from serving at Trinity as I will assist with the Kairos Outside Weekend. This is a cursillo type weekend for people who have family members in prison or who were previously incarcerated. I will assist Deacon Susan Key.

**GATEKEEPER TRAINING:** Volunteers of America will host a lunch seminar on March 11, 2020 at 12 noon in their Ministry Meeting at 1204 Hillcrest Road. This seminar concerns suicide Prevention; understanding and teaching how to question, persuade and refer a person who may be considering suicide. I sent the flyer into the office for publication and to invite people to attend. It is a bring your own lunch—beverages and light snacks will be provided.

## LETTER OF AGREEMENT

This Letter of Agreement is between the Wardens and Vestry of Trinity Episcopal Church in the Diocese of the Central Gulf Coast, located in the State of Alabama and the Very Reverend Johnny W. Cook who has been appointed \*Interim Rector.

### PREAMBLE

The interim period, a time between clergy leadership, is a prime time for renewal of parish life and mission. During the interim period, there is a need for leadership, maintenance of a healthy congregational life, and the development of short-range goals. In addition, a congregation must take the time to prepare itself for calling and working with a new Rector. To this end, an Interim Rector will help the congregation deal with specific tasks that may need to be addressed in order for the congregation to be in a position to call a new Rector. These tasks include but are not limited to:

- Coming to terms with the congregation's history and its relationship with previous clergy.
- Discovering the congregation's special identity, what it dreams of being and doing apart from the personality and priorities of previous clergy leadership.
- Dealing with shifts in leadership that naturally evolve in times of transition.
- Renewing and reworking relationships with the diocese, so that each may be a more effective resource and support to one another.
- Building a commitment to the future and a relationship with the new Rector that will lead the congregation and the Rector to a genuine sense of call to mission and to cooperative work to fulfill that mission.

### ROLE AND RESPONSIBILITIES OF INTERIM RECTOR

The Interim Rector shall lead Trinity Episcopal Church as pastor, priest and teacher, sharing in the councils of this congregation and of the whole church, in communion with our Bishop. The Interim Rector represents and extends the ministry which is the Bishop's pastoral and canonical responsibility for congregations in leadership transition. The Interim Rector shall:

- Work with the Vestry and other lay leaders to maintain the regular schedule of worship services and preaching, pastoral calling on the sick and shut-ins, pastoral offices (weddings, funerals, baptisms) and visiting newcomers.
- Assist with the ongoing administration duties, including the supervision of all parish staff.
- Support the Vestry in its role and responsibilities.
- Work not only in this congregation, but also on behalf of the Diocese, the Church at large, and the community.

Working closely with the Wardens, Vestry and other parish leaders, with the Bishop and his staff, the major goal of the Interim Rector's ministry is to prepare the congregation for the coming of the new Rector. To this end, the Interim Rector shall:

- Help the congregation deal with its grief and any other unresolved issues arising from the vacancy.
- Deal with internal conflicts and help heal any divisions within the congregation, working with a Diocesan consultant as appropriate.
- Help Vestry and lay leaders bring about such change as may be needed to align parish life and administration with generally accepted standards in the diocese.

The Interim Rector shall communicate regularly with the Bishop's designee for Transition Ministry and may assist the Search Committee as they develop the parish profile and position description. The Interim Rector should not solicit and screen candidates for Rector and is not and will not be a candidate for Rector.

#### ROLE AND RESPONSIBILITIES OF VESTRY

The Vestry has the responsibility for the church in the absence of a Rector during the interim period. Specific responsibilities include the following:

- Encourage the laity to support and cooperate with the Vestry and the Interim Rector in pursuit of the tasks and goals of the interim period.
- Responsible for recommendations regarding retention and employment of parish staff during the interim period. While the Vestry should be in consultation with the Interim Rector regarding any and all personnel matters, the Vestry is ultimately responsible for all staff decisions.

The Vestry is the legal agent for the congregation in all matters concerning its corporate property and in its relationship with the Interim Rector. The Interim Rector shall have the normal authority over use of parish facilities, worship, and programs bestowed upon a vested Rector but it is understood that the final canonical authority, including conduct of Vestry meetings and the Annual Parish Meeting, remains with the Vestry through the office of the Sr. Warden.

#### INTERIM RECTOR TERM, TIMES OF WORK AND LEAVE

This Agreement shall begin February 14, 2020 and continue until such time as the Vestry calls a new Rector and that person begins working for Trinity Episcopal Church unless the Agreement ends earlier by mutual agreement or a unanimous Vestry vote.

The Vestry will keep the Very Reverend Johnny Cook apprised of the search process and status and will provide at least thirty (30) days' notice to same before the end of this Agreement.

The Interim Rector's scheduled workweek is Sunday thru Thursday.

The Interim Rector will have at least the following periods of leave at full compensation:

- a. All days when the church is normally closed, including those holidays, as per current employee policy of the parish.
- b. Sick Leave/Personal Time – one half day per bi-weekly pay period.
- c. Vacation – 1 day per bi-weekly pay period, with unused days accruing throughout the year with a maximum that may be carried forward of 25 days.

Unless specifically agreed to and attached to this LOA by a separate codicil bearing the requisite signatures as this original, there shall be no provision for compensation in "lieu of" unexpended leave. Neither does this LOA allow leave of any sort to be accumulated beyond the agreed upon annual limits.

#### \*\*INTERIM RECTOR COMPENSATION

For the entire term of this Agreement, the Interim Rector's gross salary will be **\$3,650.00** payable in installments consistent with the Church's payroll cycle (currently, every two weeks).

Upon the Interim Rector's request and with proper documentation, the Vestry will designate a portion of the total salary as "Housing Allowance" under the Federal Internal Revenue Code.

The Vestry shall also pay the following:

**RETIRED CLERGY ARE NOT SUBJECT TO PENSION ASSESSMENTS**

- Church Pension Fund Assessment on the Interim Rector's total annual salary (including the value of the church provided housing). (Note: The Interim Rector must present proof to the vestry that he/she is enrolled in The Church Pension Fund.)
- Such comprehensive health coverage and term life insurance as determined by the Diocese and in accordance with the normal and customary requirements of TEC. Note: If the Interim Rector is "retired" as per the Church Pension Fund" and/or receiving Medicare or similar government insurance, the Interim Rector should take care and personally consult both a personal accountant and a CPF representative to determine requirements and eligibility. Clarity and compliance in this and all such matters remains the ultimate responsibility of the Interim Rector. All parties understand that the final responsibility for accurate compliance with the Church Pension Fund rules rests with the individual priest. Neither the Diocese or the congregation will be liable for the results of the priest's failure to verify and/ or report pensionable service/ compensation.

INTERIM RECTOR EXPENSES AND DISCRETIONARY FUND

The Vestry shall pay the following expenses incurred by the Interim Rector in fulfilling the duties of the office:

- Travel expenses, at the prevailing IRS rate.
- Expenses incurred in the course of professional activities on behalf of the Church shall be reimbursed upon receipt of a detailed expense report (subject to guidelines set by the vestry). Note: If the Interim Rector is a clergy member of the Diocese of the Central Gulf Coast, such expenses shall include those incurred while representing the parish at Annual Diocesan Convention as noted by canon. If the Interim Rector is not a member of the Diocese, this matter shall be left to the discretion of the Vestry.
- The parish will provide at least **\$150.00 monthly**, from the operating budget for a Discretionary Fund to be dispersed by the Interim Rector. The Discretionary Fund is an account of the parish. It shall be kept in a separate account in the name of the church. To preserve confidentiality, the priest can be the only signer. NOTE: If the parish has an existing Discretionary Fund policy other than the above, that is acceptable AS LONG AS said policy is in accordance with best business practices as stipulated by the Diocese. While other funds other than those provided directly by the parish may be contributed to the Discretionary Fund, it is understood that the Fund belongs to the parish, not the priest (by whatever title or position), that the Fund must be audited, and that all activities of the Fund must conform to IRS requirements.

SUPPLEMENTARY COMPENSATION

The Interim Rector shall not charge personal or "stole" fees for performing any rites of the Church (for example, baptisms, marriages, and funerals). Such offerings, if proffered, may be accepted as personal gifts but shall not be represented by the priest as charitable deductions for tax purposes. The Interim Rector may, however, receive income from other sources, such as services performed on personal time for groups unrelated to this parish, or for sermons, books or articles published

outside the parish. In all such situations, the norms of professional conduct as stipulated by TEC/CPG guidelines shall be scrupulously followed.

#### USE OF BUILDING

It is understood that the general pattern of building use followed during the last Rectorship shall be maintained, unless there is specific action of the Vestry to the contrary. The Interim Rector shall have the right to grant use of the buildings to individuals or groups from outside the parish, only under guidelines approved by the Vestry.

#### MUTUAL STUDY OF MINISTRY

The Bishop encourages a periodic discussion and mutual study of the total ministry of the parish in order to:

- Provide the Interim Rector, Wardens and Vestry opportunity to assess how well they are fulfilling their responsibilities to each other and to the ministry they share.
- Establish and adjust goals for the work of the parish during the interim.
- Plan healthy closure for the interim ministry and prepare for the coming of the next Rector.
- Isolate areas of conflict or disappointment which have not received adequate attention and may be adversely affecting mutual ministry.
- Clarify expectations of all parties to help put any future conflicts in manageable form.

The Bishop's designee for Transition Ministry will recommend a consultant to facilitate the Mutual Study of Ministry if requested.

This Letter of Agreement shall be made part of the minutes of the next Vestry meeting following signing by all parties as per below and copies shall be given to each new Vestry member thereafter until a new Rector is called.

If the Interim Rector and Vestry are in disagreement concerning interpretation of this Letter of Agreement, either party may appeal for mediation to a mutually agreed upon third party, the Bishop remaining the final arbiter.

It is finally understood and affirmed by their signatures hereto affixed, that this document is a covenant defining a mutual relationship exclusively within The Episcopal Church. It is not a contract for employment. There is no expectation for legal remedy by any of the signatories, and it is explicitly agreed that this instrument is not enforceable at civil law in the State of Florida, the State of Alabama, or any jurisdiction of the United States of America. If any portion of this Agreement should be found in violation of any law within the above named jurisdictions, said portion shall be considered null and void without mitigating the remainder of the Letter.

\_\_\_\_\_  
Interim Rector

\_\_\_\_\_  
Date

\_\_\_\_\_  
Senior Warden

\_\_\_\_\_  
Date

\_\_\_\_\_  
Bishop

\_\_\_\_\_  
Date

\*The term "Interim Rector" as used in this Letter is understood to be a term of art and in no way represents the canonical status of the specific clergy member as defined by the Constitution and Canons of TEC or the Episcopal Diocese of the Central Gulf Coast. There are no vested privileges attached to this position not otherwise outlined in this Letter.

\*\*All compensatory or other negotiated items specific to this call may be listed in a separate codicil and attached to this Letter. At the discretion of the Wardens and at the request of the Interim, the details of such may be kept confidential as long as the totals are fully known to the Vestry members in accordance with the normal and customary financial reporting practices of the parish.

## **A Resolution of the Vestry for the Interim Period between Rectors**

The interim period, a time between clergy leadership, is a prime time for renewal of parish life and mission. During the interim period, there is a need for leadership, maintenance of a healthy congregational life, and the development of short-range goals. In addition, a congregation must take the time to prepare itself for calling and working with a new Rector.

### **Be it RESOLVED therefore that:**

The Vestry has the responsibility for the church in the absence of a Rector during the interim period. Specific responsibilities include the following:

- Encourage the laity to support and cooperate with the Vestry and the Interim Rector in pursuit of the tasks and goals of the interim period.
- Responsible for recommendations regarding retention and employment of parish staff during the interim period. While the Vestry should be in consultation with the Interim Rector regarding any and all personnel matters, the Vestry is ultimately responsible for all staff decisions.

The Vestry is the legal agent for the congregation in all matters concerning its corporate property and in its relationship with the Interim Rector. The Interim Rector shall have the normal authority over use of parish facilities, worship, and programs bestowed upon a vested Rector but it is understood that the final canonical authority, including conduct of Vestry meetings and the Annual Parish Meeting, remains with the Vestry through the office of the Sr. Warden.

### **USE OF BUILDING**

It is understood that the general pattern of building use followed during the last Rectorship shall be maintained, unless there is specific action of the Vestry to the contrary. The Interim Rector shall have the right to grant use of the buildings to individuals or groups from outside the parish, only under guidelines approved by the Vestry.

### **MUTUAL STUDY OF MINISTRY**

The Bishop encourages a periodic discussion and mutual study of the total ministry of the parish in order to:

- Provide the Interim Rector, Wardens and Vestry opportunity to assess how well they are fulfilling their responsibilities to each other and to the ministry they share.
- Establish and adjust goals for the work of the parish during the interim.
- Plan healthy closure for the interim ministry and prepare for the coming of the next Rector.
- Isolate areas of conflict or disappointment which have not received adequate attention and may be adversely affecting mutual ministry.
- Clarify expectations of all parties to help put any future conflicts in manageable form.

This Resolution is to be made part of the Minutes of the Vestry upon acceptance and approval by that body.

## Original Draft

### The Policy of the Vestry of Trinity Episcopal Church Regarding Vestry Meetings

Resolution of the Vestry of Trinity Episcopal Church – Be it RESOLVED that

The regular meetings of the Vestry of the Church are open to all parishioners; however, the following guidelines will be observed by all visitors to the meeting:

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3. Under no circumstance does a visitor have any privilege to vote on matters before the Vestry.
4. Visitors with concerns or requests may petition the Vestry in writing at least two weeks prior to the next regularly scheduled meeting of the Vestry. Such petition must contain a concise statement of the issue, a proposed resolution, a cost estimate if appropriate, and a source for meeting said cost.
5. The Vestry may amend or revise this Resolution by a simple majority vote during any future Vestry meeting.

## As Amended/Adopted

### The Policy of the Vestry of Trinity Episcopal Church Regarding Vestry Meetings

Resolution of the Vestry of Trinity Episcopal Church – Be it RESOLVED that

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