



December 3, 2016 St. Paul's Episcopal Church, Brighton, MI
Organization and Full Business Meeting – APPROVED Minutes

Council Members Present: Bishop Wendell N. Gibbs, Andy Anyanonu, Bruce Cann, Lynda Carter, Paul Castelli, Steve Chisholm, Steven Domienik, Claudia Hamlin, Martha Hanoian, Traci Johnson, Rob Matras, Christopher Moran, Joyce Munro, Imogen Rhodenhiser, Jenny Ritter, Linda Shafer, Geoffrey Smereck, Bill Stech, Felicity Thompson, Mark Miliotto (Treasurer)

Council Members Absent: Victoria Behnke (unexcused), Clare Hickman (excused), Brian Johnson (excused), Karen Lewis (excused), Edie Wakevainen (excused), Roger Weekes (excused)

Diocesan Staff: Rick Schulte (Director of Diocesan Communications), Jo Ann Hardy (Canon Administrator)

9:00 – Morning Worship led by Bishop Gibbs
Roll Call

Organization/Orientation

Introductions

Binders

Bishop Gibbs reminded everyone of the difference between the Canons and the Constitution: “The Canons are more of a living document while the Constitution is more of an historical document.”

Sexual Misconduct Policy

Absentees must sign at the next meeting.

Meeting Schedule

Council meetings are held by conference call in the case of weather emergencies. Please update contact information, especially cell phone numbers. The weather emergency/phone in information will be distributed by email. The attendance policy was read aloud. Being absent three times in a row (unexcused) is grounds for being removed and replaced. If you have to be absent, contact Bishop Gibbs in advance. He is the only one who can grant an excused absence.

Role of Diocesan Council Members:

Definition of Fiduciary (Bishop Gibbs passed this out to all of us)

What is a “Fiduciary”?

Essentially, a fiduciary is a person or organization that owes to another the duties of good faith and trust. The highest legal duty of one party to another, it also involves being bound ethically to act in the other’s best interests. A fiduciary might be responsible for general well-being but it often involves finances. – managing the assets of another person, or of a group of people, for example. Money managers, bankers, accountants, executors, board members, and corporate officers can all be considered fiduciaries.

Responsibilities of a “Fiduciary”

A fiduciary’s responsibilities or duties are both ethical and legal. When a party knowingly accepts a fiduciary duty on behalf of another party, he or she is required to act in the best interest of the principal, the party whose assets they are managing. The fiduciary is expected to manage the assets for the benefit of the other person rather than for his or her own profit, and cannot benefit personally from their management of assets. This is what is known as a prudent person standard of care, a standard that

originally stems from an 1830 court ruling. This formulation of the prudent-person rule required that a person acting as fiduciary was required to act first and foremost with the needs of beneficiaries in mind.

Term Limits – Two successive three-year terms; those who replace another member finish that term and are entitled to two full terms of their own; must take a year off after two three-year terms. As a result, one third of Council members are new each year. Some members are elected and some are appointed.

Canonical Appointments to Council: *Council voted to confirm all of the bishop's appointments to Council.*

Appointees: *Bishop Gibbs put forth the following appointees and Council voted to confirm:*

Registrar, Canon Jo Ann Hardy, Diocesan Administrator

Dean, Jenny Ritter

Warden, Steven Chisholm

Secretary, Edie Wakevainen

Treasurer, Mark Miliotto

Diocesan Chancellor, Steven Ott

Vice Chancellor, Megan Norris

Diocesan Signatories: *The following were put forth as 2016-2017 signatories and approved.* Bishop Gibbs, Mark Miliotto, Jo Ann Hardy, Jenny Ritter, Steven Chisholm

Property Orientation

Canon Hardy explained the importance of the documents in the binder behind tab 9. She discussed the importance of communicating and question of property purchase or sale with the bishop and the Standing Committee.

Break: 10:27 – 10:42

Budget/Finance Information and Overview

Mark Miliotto reviewed a handout describing the corporation, the entities that process diocesan finances, monthly reports provided to Diocesan Council (narrative description of year-to-date activity and projections, Balance Sheet, Statement of Revenues and Expenditures, and Statement of Cash Flows), and designations of Executive Council funds. He also reviewed a handout that describes the Diocesan Council funds.

2016-2017 Diocesan Council Committee Overview & Appointments/Sign-Ups (*primary committee)

Executive Committee

President/Chair: Bishop Gibbs

Diocesan Administrator: Canon Jo Ann Hardy

Secretary (non-voting): Edie Wakevainen

Treasurer (non-voting): Mark Miliotto

Dean: Jenny Ritter

Warden: Steven Chisholm (YAYA)

2017: Lynda Carter

2018: Felicity Thompson

2019: Steven Domienik

***Mission Budget**

Staff support: Mark Miliotto, Jo Ann Hardy

Chair: **Claudia Hamlin**

Lynda Carter, Steven Chisholm, Bruce Cann, Karen Lewis, Imogen Rhodenhiser

***Tithes & Offerings**

Staff support: Mark Miliotto
 Andy Anyanonu, Linda Shafer, Roger Weekes

Chair: **Rob Matras**

***Vital Congregations**

Staff support: Jim Gettel
 Jenny Ritter, Bruce Cann, Steven Domienik, Chris Moran

Chair: **Clare Hickman**

***Loans & Grants**

Staff support: Jo Ann Hardy
 Roy Waters (non-council), Geoffrey Smereck, Traci Johnson, Martha Hanoian, Brian Johnson

Chair: **Bill Stech**

***Resolution Review**

Staff support: Rick Schulte
 Joyce Munro, Felicity Thompson, Linda Shafer, Paul Castelli

Chair: **Judith Schellhammer**

HR Policy Review

Staff support: Jo Ann Hardy
 Don Dersnah, Rob Sherry, Bill Stech, Victoria Behnke

Chair: **Traci Johnson**

Audit Committee

Staff support: Mark Miliotto
 Rob Matras (2017), Clare Hickman (2018), Bill Stech (2019)

Chair: **Mark Miliotto**

By-law/Constitution & Canons Committee

Staff support: Steven Ott, Chancellor
 Paul Castelli, Chris Moran, Karen Lewis

Chair: **Geoffrey Smereck**

Property Advisory

Staff support: Jo Ann Hardy
 Lynda Carter, Felicity Thompson, Jenny Ritter, Andy Anyanonu, Bill Stech

Chair: **Jo Ann Hardy**

Emrich Advisory Council

Staff liaison: Jo Ann Hardy
 Two Council representatives: Joyce Munro, Jenny Ritter, Traci Johnson

Chair: **Deon Johnson**

Diocesan Council Liaison to College Chaplaincies

One Community (MSU): Claudia Hamlin
 Canterbury U of M: Steven Domienik

Diocesan Council Liaison to Covenant V

Paul Castelli

Lunch

Members were asked to sit by primary committee membership to discuss the work of the upcoming year.

Business Meeting**Approval of Minutes from September 10, 2016**

Motion was made and properly seconded to accept the minutes as amended. Motion passed.

Communications to Council -- none

Bishop's Update

- Visits to St. Andrew's, Livonia; Trinity, Monroe; St. Stephen's, Hamburg; St. John's, Clinton; St. Katherine's, Williamston; Church of the Messiah, Detroit
- Held a day with the Deacons of the Diocese
- Service and lunch with the retired community
- Dominican Development Group meeting in Tampa
- Presentation by Stephanie Spellers (Epiphanies)
- Opportunity Resource Fund Gala and St. Anne's Mead Gala
- Diocesan Convention
- 10th Anniversary Celebration for Deon Johnson, St. Paul's, Brighton
- Family Systems Group (continuing education)
- UBE Luncheon
- Holy Land Pilgrimage (11/12 – 11/23)
- Deaths: Eleanor M. Morrison (mother of The Rev'd Deacon Glenn Morrison), The Rev'd Bob Bickley, The Rev'd Gary Goldacker, Doris Guthrie (wife of The Rev'd Harvey H. Guthrie)

Executive Committee Action

The Executive Committee approved the following recommendation; That a grant of \$4726.00 be awarded to St. Peter's, Detroit, for assistance with the cost of a roof repair. *A motion was made and properly seconded to affirm this Executive Committee action. Motion passed.*

Finance Report

Mark Miliotto presented current financial reports for review and acceptance.

A motion was made and properly seconded to receive the Treasurer's report and file for audit. Motion passed.

Updates/Committee Reports

Primary Committees

Mission Budget – no report

Tithes & Offerings

Rob Matras presented an oral report.

Loans and Grants

Bill Stech presented a written report.

1. Request to reduce the loan amount outstanding for St. Matthew and St. Joseph's, Detroit: The Loans and Grants Committee has reviewed the history of the 1999 diocesan council loan in the amount of \$150,000 to St. Matthew/St. Joseph's, Detroit. Given the circumstances outlined in the history and the current realities of the congregation, the Loans and Grants Committee moves the following: That the outstanding loan balance for St. Matthew & St. Joseph's, Detroit be reduced from \$82,037.67 to \$24,612 (as of July 2016). The amount of the loan forgiveness requested is 57,425.67. (Note: Payments of 1,200 have been made since July 2016.)

Additionally: The leadership will be advised that monthly payments of at least \$300 are to continue, and that there will be no further reduction of the loan amount. The congregation will also be commended to the Vital Congregations Committee and Canon Jim Gettel for follow up regarding direction and redevelopment. *Motion passed, with one abstention.*

2. Request to Approve Covenant 5 Grants: The Covenant 5 group met and has made recommendations for disbursement of the 19,000 of grant monies allocated in the diocesan council operating budget. Additionally, they have allocated 1,000 of unused grant money from last year, making the total for

disbursement \$20,000. The Loans and Grants Committee has reviewed the information provided by Covenant 5, and moves the allocations listed below. *Motion passed.*

4500 Action of Greater Lansing
 1000 Crossroads of Michigan
 2375 Disability Awareness
 1200 Economic Justice
 2375 Criminal Justice Advocacy - Incarnation
 1800 St. Peter's Water Advocacy
 2000 St. Stephen's Grace in Action 2
 1500 TBLG Concerns
 1500 Word & World of St. Peter's, Detroit
 750 Covenant 5 Admin *
 1000 Covenant 5 Contingency**
 \$20000 TOTAL

Vital Congregations

Clare Hickman's written report was read.

Resolution Review

Judith Schellhammer presented a written report and reminded all to read the Nuts and Bolts Blog and "like" the Blog's Facebook page. We can also increase readership if everyone shares the Blog's posts on their own news feeds.

HR Policy – no report

Audit – no report

By-laws/Constitution & Canons

Will rewrite section 1.4.1 of By-laws to include an assisting secretary to present at the next meeting.

Advisory:

Property Advisory

Canon Hardy presented a written property report. St. Alfred's, Lake Orion, will not be removed from the report in 2017.

Emrich Advisory Council

A written report was presented.

Other:

Campus Ministry Liaisons: One Community

Claudia Hamlin presented a written report.

Other Business

Housing Allowance Resolutions for Clergy Staff

Whereas the Right Reverend Wendell N. Gibbs is employed as a minister of the Gospel of the Episcopal Diocese of Michigan, which does not provide a residence for him, the Diocesan Council resolves that, of the total salary of \$171,703 to be paid to Bishop Gibbs during 2017, \$70,000 be designated as parsonage allowance within the meaning of that term as used in Section 107 of the IRS Code of 1986. *A motion was made and properly seconded to approve this resolution. Motion passed.*

Whereas the Reverend Juan Perez is employed as a minister of the Gospel of the Episcopal of the Episcopal Diocese of Michigan, which does not provide a residence for him, the Diocesan Council resolves that, of the total salary of \$54,661 to be paid to Rev. Perez during 2017, \$15,000 be designated as parsonage allowance within the meaning of that term as used in Section 107 of the IRS Code of 1986. *A motion was made and properly seconded to approve this resolution. Motion passed.*

Nominating Committee for Diocesan Convention

Clergy: Karen Lewis, Clare Hickman, Linda Shafer, Steve Domienik

Lay: Geoffrey Smereck, Rob Matras, Martha Hanoian, Christopher Moran

Opportunity Resource Fund Renewal

Regarding Opportunity Resource Fund, a motion was made and properly seconded to renew investment 96-1-45-R16, with a balance of \$184,753, at 3.00% for 1.5 years. *Motion passed.*

Adjournment

Next Meeting:

Meeting Date & Time	Agenda/Focus	Location
Saturday, January 21, 2017 10:00am – 2:00pm (9:30 am Breakfast)	Full Business Meeting	St. Paul's Episcopal Church, Brighton, MI