

Vestry Meeting Minutes **Thursday, 25 October 2018**

Present: Denise Paternostro, Warren Blessing, Ray Colburn, Rob Heath, Carol Jones, Judy Shaw and Jerry Stavola.

Absent: Donna Brown, Garth Myers, Rose Riley

Meeting was called to order at 7:05 pm.

I. Opening Worship was led by Denise.

II. Minutes for September 27, 2018 vestry meeting were accepted as presented.

III. Treasurer's report for September 2018 was accepted as presented.

Notes: The YTD income is \$6,100 over but expenses are under by \$2,600. It is important to remember that the original budget included a \$25,000 deficit. The actual YTD operating expenses are \$9,813 more than income but are covered by the money in checking which was high at the start of the year. Our endowment (Merrill Lynch Fund) currently stands at \$507,000. From the restricted accounts, \$2,150 was sent to the scholarship fund in Nigeria.

- Presentation of the draft 2019 budget

Income and expenses are expected to be close to this year's totals and include expected income from the ESL school, the Sugar Plum Fair and Sal's concerts. Expense estimates include funding for a missional priest and supply clergy, the recommended 2.4% increases for the administrative assistant and sexton. The budget for utilities has been increased by 5%. The diocesan pledge will be reduced to from \$18,845 in 2018 to \$13,338 for 2019. The finalized budget will be presented to the vestry for approval at the November meeting.

IV. Upcoming Event

The date for Ingathering Sunday has been changed to November 18th. Other events were recorded in the September minutes.

V. Old Business

i. Bylaws Revisions

The revision includes integration of earlier amendments and changes as well as additional changes. New text is shown in italics; removed text is shown with strikeout lines.

The existing version of the bylaws (with amendments) and the new, revised version are contained in Appendix 1. Vestry members are asked to review that changes and vote on acceptance of the revisions.

ii. Property Projects Update

- The estimate for the ceiling replacement in the parish hall is \$32,800 which includes town permits, removal of old materials, new insulation, electrical work and painting. It is hoped that a grant from the diocese might be secured to offset some of these expenses. The work will start in January 2019 and take several weeks.

Motion: To approve up to \$35,000 for the parish hall renovation including ceiling replacement, lighting upgrades and insulation. (Carol/Jerry)
Motion was carried.

- Gutter Cleaning

Motion: To approve up to \$250 for cleaning the gutters (Denise/Jerry)
Motion was carried.

- Proposed Property Projects Review

Warren gave an update on the list of property projects presented at the April vestry meeting. The list includes potential capital projects and ones that are not eligible to be classified as capital projects. This list should be useful to Vestry if parish members ask questions about property projects or propose new ones and to help us prioritize the projects. Outstanding projects include: renovation or replacement of floor in the parish hall, A/C for the parish hall, supplemental heating in the sanctuary, restoration of the outer doors into the church, and repairs to the stained-glass windows and their frames, and ADA access requirements.

VI. New Business

- i. Replacement of Nativity Figures

Several of the figurines are worn or broken so replacements are required.

Motion: To approve \$521.36 from the Memorial Gift account for the purchase of four new figurines for the Nativity set. These are the three Kings and the Gabriel Shepherd made by Fontanini, Italy. The figurines are made of a durable polymer resin and stand 12 inches tall. (Carol/Judy)
Motion was carried.

- ii. Financial Controls Policy (Appendix 2)

The Financial Controls policy has been updated by the Finance Committee with the following changes:

- Consolidation and clarification of previous items,
- The threshold for approval, bids, and two signatures was increased
- Provision for e-mail approvals was added
- A request to submit completed forms was added.

Motion: To approve the changes made to the Financial Controls Policy by the Finance Committee. Rob/Carol
Motion was carried.

VII. Closing

The meeting was closed in prayer at 9:10 pm
Next meeting: Thursday November 15, 7 pm

Respectfully submitted,
Carol A. Jones
Parish Clerk

Appendix 1: Trinity By-Laws (for ratification at 2019 Annual Meeting)

TRINITY PARISH Wethersfield, Connecticut BYLAWS

PREAMBLE

Trinity Parish, Wethersfield, Connecticut, has been duly constituted as such by the Bishop of the Protestant Episcopal Church in the Diocese of Connecticut. It is organized and exists as a non-profit religious corporation under an act of the Connecticut State Legislature passed on March 23, 1877, as appears in the Connecticut General Statutes Section 33-265. The Parish promulgates the following as its Bylaws and hereby rescinds all Bylaws hitherto in effect.

ARTICLE I

As a parish of the Protestant Episcopal Church in the Diocese of Connecticut and of the Protestant Episcopal Church in the United States of America, Trinity Parish is subject to the constitutions and canons of both ecclesiastical governing bodies insofar as these affect parishes generally and Trinity Parish specifically.

ARTICLE II – MEMBERSHIP

Section 1. In accordance with Canon I of the Diocese of Connecticut, any person who has received the Sacrament of Holy Baptism with water in the Name of the Father, and of the Son, and of the Holy Spirit, whether in Trinity Parish or in another Christian church, and whose Baptism has been duly recorded by Trinity Parish is a member thereof. Such members sixteen years of age and over are considered adult members. All members of this Church who have received Holy Communion in this Church at least three times during the preceding year are to be considered communicants of the Church and all communicants sixteen years of age and over are adult communicants. An adult member shall meet the registration requirements by having been registered in the Parish register of Trinity Parish, or by having been confirmed or received by a Bishop in communion with this church in the parish, or by presentation of a letter of transfer in due form signed by the appropriate authority of another parish in the Anglican Communion. Should such a letter be unobtainable for valid reason beyond the person's control, this requirement may be waived in the judgment of the Minister or Warden.

Any member of Trinity Parish shall remain as such until the relationship is terminated by death or written notice of withdrawal or by vote of the Parish at the annual Parish meeting. The reason for termination of such relationship in the last mentioned case shall be done in accordance with the canons of the Episcopal Diocese of Connecticut.

ARTICLE III – OFFICERS

Section 1. The officers of this parish shall be a Rector, two Wardens, a Clerk, two (2) Co-Treasurers and nine (9) other communicants of the Parish. The foregoing shall constitute the Vestry of the church; the Rector shall be chairman ex-officio.

Section 2. The Wardens, the Clerk shall be elected by ballot at the annual Parish Meeting for terms of one (1) year, by the members who are eligible to vote. The Vestry, at its subsequent meeting, shall designate a Senior and a Junior Warden. No Warden or Clerk may be re-elected after serving three complete terms until the Annual Meeting following the meeting at which such Warden's or Clerk's term expired.

One Co-Treasurer shall be elected by ballot at every Annual Parish Meeting for a term of two (2) years, by the members who are eligible to vote. Each Co-treasurer may be re-elected for two successive terms, with a six (6) year term limit.

At each Annual Meeting of the Parish, three (3) other communicants shall be elected to the Vestry for three (3) year terms; however, no Vestry person shall be re-elected at the end of a full term, but may serve again after an interval of one (1) year.

Any vacancy occurring by death or otherwise in the office of Warden during the course of the year may be filled for the unexpired balance of the term at a special Parish meeting duly called for that purpose, and may be filled until the next Annual Meeting by the Vestry, as the Vestry in its discretion may determine.

Section 3. The term of any Parish Officer, except the Rector, may be terminated at any time, by vote of the Annual Parish Meeting or of any special Parish Meeting called for that purpose, provided that notice of such proposed action is included in the call of such meeting and written notice is given simultaneously to the person affected thereby, and that such person be given due opportunity to be heard at such meeting. A vacancy occurring as a result of such action shall be filled by election at a subsequent meeting.

Section 4. The Parish Clerk shall be Clerk of the Vestry ex-officio.

Section 5. Except as provided by the law of the State or of the Diocese, the Vestry shall be agents and legal representatives of the Parish in all matters concerning its corporate property and the relations of the Parish to its clergy.

Section 6. The regular meetings of the Vestry shall be held monthly except when there is no church business to be conducted, i.e. July/August, to be determined by the Rector in consultation with the Wardens. Special meetings of the Vestry may be called by the Rector or by three (3) members of the Vestry upon one (1) week's written or electronic notice to all members. At all Vestry meetings, seven (7) members shall constitute a quorum. All matters at such meetings shall be decided by a majority of those present. Emergency church business, as determined by the Wardens or Rector, may also be conducted via telephone or other electronic medium, i.e. email.

Vestry meetings shall be open to all members of the congregation except when the Vestry adjourns to executive session.

ARTICLE IV – PARISH MEETINGS

Section 1. There shall be an Annual Meeting of this Parish on the third (3rd) Sunday in January, or on such other date as designated by the Vestry, but no later than the end of February, for the purpose of electing Parish officers other than the Rector, and for transacting such other business

as may legally come before the meeting.

Special parish meetings shall be called by vote of the Vestry or upon written request of ten percent (10%) of the voting members of the parish.

Notice of any parish meeting shall be signed by the Clerk, or if absent, by one of the Wardens; and shall be posted at the door of the Parish Church, and sent by the Clerk to every parish household at least one week before the time of the meeting.

Notice of any parish meeting, except the Annual Meeting, shall contain a statement of purpose for which the meeting is called; and at all meetings the Rector of the Parish, if present, shall preside. In the absence of the Rector of the Parish, the person designated as Senior Warden shall preside.

The Vestry of each Parish shall from time to time, and always within one month preceding the annual parish meeting, revise the roll of members of the Parish and of those entitled to vote at Parish meetings, in accordance with the provisions of these Canons, and such roll shall be presented by the Vestry to the annual Parish meeting, and when adopted by said meeting shall be the roll of that meeting.

Section 2. At the Annual Parish Meeting, the Nominating Committee shall present the following slate of nominations:

- Two (2) Wardens
- Clerk
- Treasurer
- Three (3) Vestry persons
- Four (4) Delegates: Two (2) of who become delegates to the Diocesan Convention and two (2) become alternates; and all four (4) are delegates to the Deanery. (Note Paragraph below)
- A Nominating Committee of four (4)

Each February, the Vestry shall appoint one (1) of the members who is serving the last year of *a* term to be the fifth (5th) member of the Nominating Committee. This person shall convene the Committee prior to the Vestry meeting of the following October. In the event the person cannot serve at that time, the Vestry will appoint another such member. The Nominating Committee shall elect its own chairperson.

If a duly elected member of the Nominating Committee is not able to serve when the committee is convened, the Vestry shall appoint a replacement at the next Vestry meeting.

The delegates shall be elected at the Annual Meeting to serve until the third Annual Meeting following their election, and until their successors be chosen and qualified. No person may be re-elected after serving for two (2) complete terms until the Annual Meeting following the meeting at which such term expired.

Section 3. One-third of all voting members shall constitute a quorum at any parish meeting.

Section 4. Except as may be otherwise provided herein, or by Canon, all questions shall be decided by a majority vote of those voting members present.

Section 5. Any questions of Parliamentary procedure not herein covered shall be governed by Robert's Rules of Order.

ARTICLE V – COMMITTEES

Section 1. The Rector and/or Vestry shall appoint members of the congregation to the following standing committees:

Christian Education
Finance
Outreach
Stewardship
Fellowship and Parish Life
Property and Rental
Nominating

The Rector/and or Vestry shall designate the chair of each, and require such reports as will assist the Vestry with its work. The Rector may authorize other standing and special committees with the approval of the Vestry and will be an ex-officio member of each

All standing committees shall be responsible to the Rector. Each organization shall present at the Annual Meeting of the Parish a report containing a summary of its activities and finances and a list of its officers.

The Vestry may from time to time create and charge Ad Hoc Committees to undertake specific tasks in the governance of the parish. Committee members shall be appointed by the Rector and/or Vestry. Each such committee shall be dissolved upon the completion of its work.

Section 1a. The Finance Committee shall meet regularly to review parish finances and budgets and prepare an annual budget for presentation to and approval of the Vestry.

ARTICLE VI – AMENDMENTS

Section 1. Any bylaw may be adopted or amended by two-thirds (2/3) vote of the voting members present at an Annual or special meeting, provided that the full text of such proposed amendment is in accordance with Canon Law and is available in the Parish Office and at Sunday worship services prior to the Annual Meeting. Unless specified otherwise, such adoption or amendment of any bylaw shall become effective upon passage.

Section 2. These bylaws shall be reviewed by a committee of five (5) members appointed by the Rector at least every ten (10) years. This committee shall report to the next Annual Parish Meeting following their appointment.

LAST REVIEW:

September 19, 2006	Recommended by the Bylaws Committee
October 17, 2006	Adopted by the Vestry
February	Adopted at Parish Annual Meeting

APPENDIX

Exhibit 1: Amendment to Article III of Trinity bylaws passed at the February 7, 2015 Annual Meeting

ARTICLE III - OFFICERS

Section 1 The officers of this parish shall be Communicants in Good Standing and shall be; a Rector, Senior Warden, Junior Warden, a Clerk and two (2) Co-Treasurers and six (6) other communicants of the Parish. These eleven (11) shall constitute the Vestry of the church: the Rector shall be chairman ex- officio.

Section 2 Each member of the Vestry shall have one vote, totaling eleven (11) voting members.

Section 3 Two thirds of all voting members (7) shall constitute a quorum. Section 4 Term of office is as follows;

Senior and Junior Wardens; for terms of one (1) year with a three (3) year term limit.

Two Co-Treasurers; for a term of two years with a six (6) year term limit.

Clerk; for term of one year with a three (3) year term limit.

Six other communicants; for two-year terms with three (3) members elected each annual meeting in a rotating manner.

Section 5 No Vestry person shall be re-elected at the end of a full term, but may serve again after an interval of one (1) year.

Exhibit 2: Bylaws amendment passed at the February 7, 2015 Annual Meeting

Due to the limited availability of parishioners with specialized skills, it is necessary to amend our bylaws to extend the terms of two positions.

MOTION: The Vestry moves the following amendment to Trinity's bylaws: Positions on the Vestry that require specialized skills (treasurer and clerk) can exceed the specified term limits for each, by a majority vote of the Vestry upon request from the Nominating Committee prior to the annual meeting, on a year to year basis. This provision is not applicable to wardens or general members.

Appendix 2: Trinity Parish – Financial Controls Document for Expenditures

1. Any unbudgeted expenditure, regardless of amount, requires Vestry approval in advance of the expenditures.
2. Any expenditure that would result in a budget overrun for that budget item requires Vestry approval in advance of the expenditures.
3. The Financial Approval Team (FAT) will consist of the rector or priest-in-charge, both Wardens or their designees, the chair of the Finance Committee and the Treasurer. Any two members of this team will have authority to approve expenditures in excess of \$500.
4. Any approved budget item in excess of \$500 (except recurring operating expenses such as utilities, payroll, insurance payments, diocesan pledge, etc.) requires FAT approval in advance of the expenditures. Not required with prior vestry approval.
5. Any item exceeding \$1000 (except recurring operating expenses such as utilities, payroll, insurance payments, diocesan pledge, etc.) must have multiple bids or alternatives not taken must be presented or sole source provider status must be documented (e.g., only one bid can be obtained, specialized services, etc.). If the requirement for multiple bids does not apply, then the person seeking authorization will document that it does not apply. These bids or other supporting documentation are to be submitted to the Vestry for approval.
6. Checks in excess of \$1000 require two authorized signatures – except recurring operating expenses.
7. Committee heads must approve any Accounts Payable vouchers charged to their committee's budget - except recurring operating expenses.
8. Committee heads will receive a monthly accounting of the expenses charged to their committee's budget, if requested.
9. No individual can sign a check made out to herself/himself.
10. No individual can approve (on the treasurer's approval line) an Accounts Payable voucher for herself/himself.
11. Any expenditure deemed an emergency must be approved by a Warden. The expenditure then needs to be reported to/approved by Vestry as appropriate.

ACCOUNTS PAYABLE CHECK REQUEST VOUCHER

Approval Policy:

The Committee Chair must approve any spending under the approved budget **prior** to purchase. If anything requires a purchase costing \$500 or greater, whether approved as part of the budget or not, it must be approved by the Vestry (or its designee) **prior** to purchase. Excluded from this policy are normally recurring expenses such as salaries, insurance payments and utility bills. If a purchase is not included in the approved budget or would cause the budget to exceed the approved amount, a request must go to the Vestry for approval prior to the purchase. E-mail approvals are accepted.

Reimbursement:

A fully completed "Accounts Payable Check Request Voucher" along with bills or receipts needs to be submitted to the Office for payment. **Please complete all items on the form prior to submission.** The Committee Chair needs to authorize the purchase before it is submitted to the office for payment. No individual can approve an Accounts Payable voucher for himself/herself. Please allow 10 days for processing the reimbursement request.