

**Minutes of the Vestry Meeting
St. Timothy's Episcopal Church
February 13, 2006**

Present: David Foster, Darlene Frick, Nan Fuller, John Harrison, Annett Inacker-Trail, Ross Johnson, Stephanie Phillips, Bill Shreve, Susan Slakey – *Senior Warden*, Tom Six – *Treasurer*, Lavonne Bieber – *Clerk* and Maly Adams – *Priest-In-Charge*.

Guests: Rita Ching, John Ezell, The Rev. Robert Seifert – *Deacon* and David Wilde

Absent: Gil Brady and Tom Stolarik

There, being a quorum, the meeting was called to order at 7:17 p.m. after Evening Prayer.

Item of Business #1: Acceptance of January 2006 Minutes

Motion: To accept the January 2006 Minutes.
Moved: Stephanie Phillips
Seconded: Bill Shreve
Passed unanimously.

Item of Business #2: Treasurer's Report

Tom reported revenues for January were \$13,200 (15.8%) under budget. This was due to pledge income for January being \$15,953 (30%) under budget. Plate and Holidays income was \$975 (26%) under budget. On a positive note, Nursery School was \$1,955 (10.6%) over budget and we received \$2,270 from the Jean McLaughlin Memorial donation. Expenses for January were \$2,202 (2.7%) under budget. This was due to benefits being \$3,896 (27.6%) under budget and we didn't pay a couple lay pensions until February. Office/Services and Evangelism were also under budget. These were offset by the Rectory Mortgage payments, which was \$3,123 over budget, due to a timing issue since this was budgeted to start in February instead of January and Nursery School expenses were over budget due to substitute time for an injured Nursery School Director. We ran a \$10,998 deficit versus budget for the month and an actual deficit of \$9,895 for the month. We now have a cumulative overall surplus of \$14,530 in the general fund. Restricted fund balances were decreased by \$9,798.

Motion: To accept the Treasurer's report
Moved: Bill Shreve
Seconded: Darlene Frick
Passed unanimously.

Item of Business #3: Additional Clergy Plan Update

Maly reported that she is speaking with a couple, husband and wife from Berkeley. The wife is very interested. She is also speaking with a Lutheran Pastor, who will be preaching at St. Timothy's on Sunday, February 26.

Item of Business #4: Rectory

Maly reported that Nan, who lives across the street from the Rectory, has graciously been taking time to meet people at the house. She also suggested that a sub-committee be formed to assist Nan in determining what improvements are needed and to oversee the process before the new Rector arrives.

Motion: To form a Rectory Management sub-committee headed by Nan Fuller to assess what improvements are needed and to oversee the process.
Moved: David Foster
Seconded: Ross Johnson
Passed unanimously.

Bill Shreve volunteered to assist Nan. Nan may find one additional person to serve on the committee.

Item of Business #5: Bishop's Visit

Maly reported that the Bishop is scheduled to be here on Sunday, March 5, however, this date may change. The Bishop's Mother is very ill. She noted that the Bishop had asked that all but one service be cancelled. We will cancel the 5:00 p.m. service, however, we will have the three morning services with confirmations being at the 10:30 a.m. service. Maly asked the Vestry members to attend the 10:30 service, which will follow with lunch with the Bishop at 12:00.

Item of Business #6: Godly Play Fund

Maly reported that the Godly Play fund has no money left and we are in need of additional stories.

Motion: To transfer \$1,000 from the Tom Parks Memorial Fund to the Godly Play Fund.
Moved: Bill Shreve
Seconded: John Harrison
Passed unanimously.

Item of Business #7: Becky Blessing Internship

Maly suggested hiring Becky Blessing for a period of 2 months during the Summer to assist with Vacation Bible Camp, Wednesday Family Outings and Summer workshops. She will report to Maly, but can also assist Jonathan. She suggested paying a \$2,000 stipend.

Motion: To hire Becky Blessing as an Intern for the Summer at a \$2,000 stipend, plus applicable mandatory payroll taxes, to be funded from the Evangelism Fund.
Moved: John Harrison
Seconded: Darlene Frick
Passed unanimously.

Item of Business #8: Rectory Financing

Bill Shreve reported that Wells Fargo Bank has approved our loan for \$485,000. He is currently waiting on the language that needs to be in the documentation authorizing Susan Slakey to sign all loan documents on behalf of St. Timothy's. Once he has received this from the bank, we will request Vestry approval.

Item of Business #9: Search Committee Update

David Wilde reported that the Search Committee has met twice and will be meeting regularly on Thursday evenings. He noted the top five characteristics from the survey, which was completed by 139 parishioners. The feedback was excellent from the Town Hall Meetings held on Sunday, February 12. David noted that the next step is to complete the three-page application form, which will then be posted on the National database. Their goal is to have it posted by early March. They also hope to submit the Best Candidate to the Vestry by June to be able to make a formal offer by July.

Item of Business #10: Ordination Approval

Motion: To endorse Laurel Johnston and Kate Wilson for Ordination to the Transitional Diaconate.
Moved: Stephanie Phillips
Seconded: Bill Shreve
Passed unanimously.

Item of Business #11 – Annual Meeting Update

Susan asked for feedback from the Annual Meeting. It was noted that attendance was very low. It was suggested that we look at changing the day of the meeting. Feedback from the 9:00 a.m. parishioners was

that Saturday or Sunday would work better. The Vestry was asked to let members of the Strategic Planning Committee know if they have any additional suggestions or receive additional feedback from Parishioners.

Item of Business #12: Deanery Dinner

Rita Ching noted that the West Valley Deanery meeting will be held on Friday, March 10 and that St. Timothy's will be the Host.

Item of Business #13: Vestry Retreat Evaluation

Susan asked for feedback on the Vestry Retreat.

- Great 10+
- Very helpful
- Very effective
- Cohesive group – very strong and dynamic
- Worked well, good communication
- Felt uplifted and empowered
- Needed more time
- Suggest a mid-year retreat

Item of Business #14: Gourmet Dinner

Susan reported that the Gourmet Dinner date has changed to October 28th due to conflicts with Diocesan Convention.

Item of Business #15: Election of Junior Warden

Annett nominated Gil Brady. Gil was absent, however, he had informed Susan he was willing to serve if nominated. There were no other nominations.

Motion: To elect Gil Brady as Junior Warden by acclamation.

Moved: Bill Shreve

Seconded: Nan Fuller

Passed unanimously.

Item of Business #16: Bank Signature Authorization

Motion: To approve the following individuals as authorized signatures to sign checks on the Heritage Bank of Commerce account for St. Timothy's.

- Susan Slakey – Senior Warden of the Vestry
- Gil Brady – Junior Warden of the Vestry
- Lavonne Bieber – Clerk of the Vestry
- Sara Achenbach – Parish Administrator
- Jonathan Stube – Youth Minister
- Joanna Shreve – Finance Administrator

Moved: Bill Shreve

Seconded: Darlene Frick

Passed unanimously.

Item of Business #17: 10+ Plan

John Ezell reported on the status of the 10+ Plan. After much discussion the Vestry decided to make a resolution to submit to the Diocese.

Motion: St. Timothy's Episcopal Church endorses the 10 Plus mission and funding model as recommended by the Diocesan Funding Review Committee for implementation as of the January 2007 Diocesan Budget. In addition, St. Timothy's will adopt the 10 Plus for its fair share for Diocesan support beginning January 1, 2007.

Moved: Annett Inacker-Trail

Seconded: Stephanie Phillips
Passed unanimously.

Item of Business #18: Projector for Edwards Hall

John reported he tried to build a projector, however, he was not able to obtain the power that is needed. He has checked and we can purchase one for approximately \$2,500, which originally we had anticipated \$5,000. It was decided that the Clerk would check previous communications on this subject and would put it on the March agenda for further review and approval.

There, being no further business, and following Words in Passing, the meeting adjourned at 9:52 p.m.

Motion: To adjourn
Moved: Stephanie Phillips
Seconded: Annett Inacker-Trail
Passed unanimously.

Respectfully submitted,
Lavonne Bieber, Clerk

See attached addendums:

Motion: To approve the following resolution for Wells Fargo Bank.
Moved: Bill Shreve
Seconded: Annett Trail-Inacker
Motion was passed unanimously via e-mail on February 28, 2006.

CORPORATE RESOLUTION: BORROWING

TO: Wells Fargo Bank, National Association:

RESOLVED: That this corporation, Rector, Wardens and Vestrymen of Saint Timothy's Parish, in Mountain View,, proposes to obtain credit from time to time, or has obtained credit, from Wells Fargo Bank, National Association ("Bank").

BE IT FURTHER RESOLVED, that only one of the following officers:

<u>Name</u>	<u>Title</u>
Susan Walton Slakey	Senior Warden

of this corporation be and they are hereby authorized and empowered for and on behalf of and in the name of this corporation and as its corporate act and deed:

(a) To borrow money from Bank and to assume any liabilities of any other person or entity to Bank, in such form and on such terms and conditions as shall be agreed upon by those authorized above and Bank, and to sign and deliver to Bank such promissory notes and other evidences of indebtedness for money borrowed or advanced and/or for indebtedness assumed as Bank shall require; such promissory notes or other evidences of indebtedness may provide that advances be requested by telephone communication and by any officer, employee or agent of this corporation so long as the advances are deposited into any deposit account of this corporation with Bank; this corporation shall be bound to Bank by, and Bank may rely upon, any communication or act, including telephone communications, purporting to be done by any officer, employee or agent of this corporation provided that Bank believes, in good faith, that the same is done by such person.

(b) To contract for the issuance by Bank of letters of credit, to discount with Bank notes, acceptances and evidences of indebtedness payable to or due this corporation, to endorse the same and execute such contracts and instruments for repayment thereof to Bank as Bank shall require, to enter into foreign exchange transactions with or through Bank, and to enter into interest rate hedging transactions with Bank in connection with any indebtedness authorized hereby.

(c) To mortgage, encumber, pledge, convey, grant, assign or otherwise transfer all or any part of this corporation's real or personal property for the purpose of securing the payment of any of the promissory notes, contracts, instruments and other evidences of indebtedness authorized hereby, and to execute and deliver to Bank such deeds of trust, mortgages, pledge agreements, security agreements and/or other related documents as Bank shall require.



(d) To perform all acts and to execute and deliver all documents described above and all other contracts and instruments which Bank deems necessary or convenient to accomplish the purposes of this resolution and/or to perfect or continue the rights, remedies and security interests to be given to Bank pursuant hereto, including without limitation, any modifications, renewals and/or extensions of any of this corporation's obligations to Bank, however evidenced; provided that the aggregate principal amount of all sums borrowed and credits established pursuant to this resolution shall not at any time exceed the sum of \$485,000.00 outstanding and unpaid.

Loans made pursuant to a special resolution and loans made by offices of Bank other than the office to which this resolution is delivered shall be in addition to the foregoing limitation.

BE IT FURTHER RESOLVED, that the authority hereby conferred is in addition to that conferred by any other resolution heretofore or hereafter delivered by this corporation to Bank and shall continue in full force and effect until Bank shall have received notice in writing, certified by the Secretary of this corporation, of the revocation hereof by a resolution duly adopted by the Board of Directors of this corporation. Any such revocation shall be effective only as to credit, which is extended or committed by Bank, or actions, which are taken by this corporation pursuant to the resolutions contained herein, subsequent to Bank's receipt of such notice. The authority hereby conferred shall be deemed retroactive, and any and all acts authorized herein, which were performed prior to the passage of this resolution are hereby approved and ratified.

CERTIFICATION

I, Lavonne L. Bieber, Secretary of Rector, Wardens and Vestrymen of Saint Timothy's Parish, in Mountain View, a corporation created and existing under the laws of the state of CALIFORNIA, do hereby certify and declare that the foregoing is a full, true and correct copy of the resolutions duly passed and adopted by the Board of Directors of said corporation, by written consent of all Directors of said corporation or at a meeting of said Board duly and regularly called, noticed and held on February 28, 2006, at which meeting a quorum of the Board of Directors was present and voted in favor of said resolutions; that said resolutions are now in full force and effect; that there is no provision in the Articles of Incorporation or Bylaws of said corporation, or any shareholder agreement, limiting the power of the Board of Directors of said corporation to pass the foregoing resolutions and that such resolutions are in conformity with the provisions of such Articles of Incorporation and Bylaws; and that no approval by the shareholders of, or any of the outstanding shares of, said corporation is required with respect to the matters which are the subject of the foregoing resolutions.

IN WITNESS WHEREOF, I have hereunto set my hand and, if required by Bank affixed the corporate seal of said corporation, as of _____.

Lavonne L. Bieber, Secretary
Rector, Wardens and Vestrymen of Saint Timothy's
Parish, in Mountain View

Motion: To approve the following letter to be sent to the Diocese regarding the resolution on the Ten Plus Plan.

Moved: Stephanie Phillips

Seconded: David Foster

Motion was passed unanimously via e-mail on March 1, 2006.

Ash Wednesday

March 1, 2006

To: Diane Lovelace, Chair of Diocesan Council
Members of Council
Members of the Diocesan Budget Committee

At its regular meeting on February 12, 2006, the Vestry of Saint Timothy's Episcopal Church, after much discussion and prayerful discernment, passed the following resolution:

St. Timothy's Episcopal Church endorses the Ten Plus mission and funding model as recommended by the Diocesan Funding Review Committee for implementation as of the January 2007 Diocesan Budget. In addition, St. Timothy's will adopt and implement Ten Plus as its fair share for Diocesan support beginning January 1, 2007.

We took this action knowing that Ten Plus is only a start and much serious, prayerful work remains to be done, but we support the principles in Ten Plus. We endorse the tithe as the biblical foundation of stewardship. We also believe that creating a closer tie between the parishes and our corporate mission strategy will improve both the parishes and the missionary work within the Diocese. It is our intent to give generously to the "Plus." We pledge to support well-performing and accountable diocesan missions as well as local missions.

We are encouraged by the DESC process and with the planned discussions with deaneries in April, June and August. We believe this bi-directional dialogue is critical to our coming together as a diocese to surmount the current crisis facing us. Our resolution is intended to emphasize the urgency of changing to a healthy financial model for parishes in our Diocese.

If an alternate structure and financial model are approved at convention in October, we will welcome the opportunity to review and consider that model. We look forward to a busy year working with you on these plans.

Yours in Christ,

The Vestry of St. Timothy's Episcopal Church
Mountain View, California

Cc:
The Assisting Bishop of El Camino Real
The Clergy of the Diocese
The Standing Committee
The Diocesan Corporation
The Diocesan Administrator

The Diocesan Chancellor