

Summary of Minutes of Vestry Meeting May 19, 2020

Members Present

Dean Robert Price
Janis Adams
Janet Page Elsea
Chrys Meador
Ryan Morris
David Pinson, Senior Warden
Kenny Rogers, Junior Warden
Nancy Sanford
Randy Staff
Ashton Tassin
Diane Wiles

Also Attending

Eileen Smith, Clerk
Bob Jones, Treasurer

Absent

Phil Dunnet

The vestry minutes contain the following actions:

1. Approved the minutes of the March 24, 2020 vestry meeting.
2. Authorized the Cathedral to apply for a loan of approximately \$79,400 under the Payroll Protection Program (PPP) of the Coronavirus Aid, Relief and Economic Security (CARES) Act and further authorized the Cathedral to submit an application for forgiveness of the maximum amount of the loan that may be forgiven under the PPP.

**Minutes of Vestry Meeting
Via Zoom
May 19, 2020**

Fr. Rob Price, Dean, opened the meeting with Evening Prayer.

Approval of Minutes

Janis Adams moved that the minutes of the April 21, 2020 vestry meeting be approved. Diane Wiles seconded. The motion carried.

Upcoming Attractions

Fr. Rob discussed the following upcoming events:

- a. May 21: Feast of the Ascension: Fr. Rob noted that Fr. Victor Austin will be the guest preacher at this service.
- b. May 22: Ordination of Trent Pettit to the Sacred Order of Deacons. Because this is a Diocesan event, Fr. Rob said that the service will be livestreamed on the Diocesan Facebook page.
- c. June 1: The Visitation: Fr. Rob reported that they are ending the daily noon Eucharists, except for Wednesdays, and are beginning Eucharist services at 5:30 p.m. on Red Letter Feast Days such as The Visitation of the Blessed Virgin Mary. Fr. Rob said that Fr. Victor Austin has volunteered to be the celebrant and preacher at these Eucharist services. He said these services will be held in the nave of the Cathedral and that a total of ten people, including the celebrant, deacon, and lay reader, can attend these services in person and there will be a sign-up so that no one will need to be turned away. Fr. Rob said the services will be livestreamed on the Cathedral's Facebook page.
- d. June 11: Saint Barnabas
- e. June 16: Vestry meeting
- f. June 24: The Nativity of St. John the Baptist
- g. June 29: The Apostles Saint Peter and Saint Paul

Wardens' Reports

- a. Campus maintenance
Junior Warden Kenny Rogers reported that they are continuing to have problems with false alarms from the fire/smoke alarm systems and are getting ready to spend about \$1,000.00 to replace some monitors and make some repairs that need to be done in order to short circuit these false alarms. He said that cost will be paid for out of the designated account.

Kenny said that because we are now starting to have services in the nave of the Cathedral they have decided to bring in Moses Mechanical to do the annual spring maintenance work that they typically do. Kenny said the cost of that service is approximately \$1,500.00 and will be paid for out of the operating funds account.

Kenny reported that the compressor on the HVAC unit serving both sacristies and the Oratory has gone caput. He said they have a bid of approximately \$7,000.00 from Moses Mechanical to replace the unit. Kenny said when the decision is made to replace that unit the cost will come from the designated funds account.

Kenny noted that they will see later when the financials are reviewed that we are now realizing the savings on the cutback in landscaping, utility and cleaning services. He said he thinks it is time to resume the pest control services on a monthly basis because of recent problems they've been having with fleas and the animals causing them. Kenny then responded to questions from the vestry.

b. Vestry vacancy

Fr. Rob reported that Michael Bradley told him he has resigned from the Vestry for personal reasons. Fr. Rob noted that Michael had six months remaining on his term and that the person who replaces him will be eligible to run for a full term afterwards.

Finance Committee

Treasurer Bob Jones discussed the financials and designated funds in detail and responded to questions from the vestry.

Memo to the Vestry and Trustees

Bob Jones referred the vestry to the previously distributed "Memo to the Vestry and Trustees" regarding the proposed Endowment Fund loan of \$60,000 considered for 2020 operations. Bob discussed the proposed loan, explaining that it is being made available to us if we need it. During vestry discussion, it was noted the proposed loan actually functions more like a line of credit that we can draw on if needed as we get toward the end of the year.

PPP loan authorization

Bob Jones referred the vestry to the previously distributed "St. Matthew's PPP Loan under the CARES Act". Bob reported that St. Matthew's applied for and received a Payroll Protection Program loan from the government in the amount of \$79,400 that has already been deposited into the Cathedral's bank account at Frost Bank. He said the proceeds can be used for payroll and utilities. Bob said the purpose of applying for the loan was so that we can continue to pay our employees for an eight-week period (May and June) because of the COVID-19 crisis. Bob reported they are now looking at the Forgiveness Application. Bob discussed further details of the Forgiveness Application and responded to questions from the vestry.

Resolution regarding loan from the Endowment

Fr. Rob referred the vestry to the previously distributed “Resolutions of the Vestry of St. Matthew’s Episcopal Cathedral” regarding the PPP that he said Kenny Rogers prepared. Fr. Rob said that because things were moving so quickly and before there was time to gather the full vestry to vote on the PPP that they went ahead and applied for the loan. Fr. Rob said that he signed the loan application and that this was sufficient for Frost Bank. To be sure that the Cathedral is covered with a vestry resolution to empower them to apply for the loan and then to be signatories to the Forgiveness Application that they will be working on in the middle of June, Fr. Rob asked if they could have a motion to approve the resolutions on the PPP loan and the Forgiveness Application.

Ryan Morris moved that the vestry approve the following resolutions authorizing the Cathedral to apply for a loan of approximately \$79,400 under the Payroll Protection Program (PPP) of the Coronavirus Aid, Relief and Economic Security (CARES) Act and further authorize the Cathedral to submit an application for forgiveness of the maximum amount of the loan that may be forgiven under the PPP:

“WHEREAS, the economic uncertainty caused by the COVID-19 disaster, including its impact on the community, has created significant economic uncertainty for St. Matthew’s Episcopal Cathedral (Cathedral);

WHEREAS, the Cathedral is continuing to operate and desires to retain its staff and must maintain payroll in order to do so and also maintain the utilities to protect its physical location; and

WHEREAS, the Cathedral is eligible to borrow under the Payroll Protection Program (PPP) of the Coronavirus Aid, Relief and Economic Security (CARES) Act and desires to do so in order to mitigate the economic hardship;

NOW, THEREFORE, BE IT RESOLVED that the Cathedral apply for a loan (Loan) in the amount of approximately \$79,400 under the PPP of the CARES Act, such amount being approximately 2-1/2 times the average monthly payroll expenses of the Cathedral, subject to the limitations under the PPP:

FURTHER RESOLVED, that the proceeds of the Loan be used and expended by the Cathedral for the maximum purposes and within the maximum timeframe permitted by the PPP, including, without limitation, for payroll expenses and utility expenses;

FURTHER RESOLVED, that the Cathedral submit an application for forgiveness of the maximum amount of the Loan that may be forgiven under the PPP;

FURTHER RESOLVED, that the Cathedral repay the amount of the Loan that cannot be forgiven under the PPP, in accordance with the requirements of the PPP, such payments to be made at such times and with such interest as may be required by the PPP;

FURTHER RESOLVED, that the Dean and Rector of the Cathedral, the Senior Warden of the Cathedral, the Junior Warden of the Cathedral and the Treasurer of the Cathedral are hereby severally authorized and directed to make such applications, provide such information and documents, execute and deliver such documents and instruments and take such other actions as area deemed to be necessary or appropriate, in the opinion of any such person or officer, to give effect to these resolutions, such making, provision, execution, and delivery and taking to be conclusive evidence that any such person or officer did so deem them to be necessary or appropriate; and

FURTHER RESOLVED, that any act or omission of any of the aforementioned persons or officers heretofore taken in implementation or furtherance of these resolutions is hereby ratified and confirmed.”

Diane Wiles seconded. The motion carried with one abstention from Janet Page Elsea.

Discussion Items:

- a. How did the calls go?
Fr. Rob asked the vestry how the calls went when they called the parishioners on their list. Each vestry member present discussed the calls they made. The feedback overall was positive and the parishioners seemed to appreciate the calls.

- b. New worship service!
Fr. Rob reported that the Bishop has granted permission for parishes to hold worship services outdoors in person with proper social distancing. Fr. Rob said the Cathedral has begun plans to have a Sunday morning “Mass on the Grass” on the front lawn of the Cathedral. He said that beginning on Pentecost Sunday there will be an 8:00 a.m. “Mass on the Grass” to which folks will be asked to bring a chair and wear a mask. At 10:30 a.m. there will be a Eucharist service in the nave of the Cathedral, with limited in-person attendance on a sign-up basis. The service will be livestreamed on the Cathedral’s Facebook page. Fr. Rob then responded to questions from the vestry regarding logistics and how communion will be distributed.

Motion to Adjourn

There being no further business, David Pinson moved to adjourn the meeting. Ashton Tassin seconded.

Fr. Rob led the Vestry in closing the meeting with the Lord’s Prayer.

Respectfully submitted,

Eileen Smith
Clerk