

## Minutes of the Special Vestry Meeting Sunday, May 26, 2024

At 1 PM, The Venerable Steven Mackison, Incumbent, invited Daniel Norman to gather the community in song. Mr. Norman led the singing of *Jubilate Deo* (rejoicing in God).

### 1. Opening Business

- a. **Greeting:** Archdeacon Mackison welcomed everyone, both in the church and on Zoom, and called the meeting to order at 1:01 PM. He advised that the meeting was being recorded. Participants on Zoom were noted, and signature sheets for those in the church were being circulated. Attendance sheets are attached to these minutes. Archdeacon Mackison then led the community in prayer.
- b. **Adoption of the Agenda:** It was moved by Chris Ambidge, seconded by Paul Pynkoski that the agenda as outlined on slides 2 and 3 of the presentation (attached) be adopted. Carried.
- c. **Appointment of a Vestry Clerk:** It was moved by Marg Creal, seconded by Pamela Thomson that Marjorie Wrightson be appointed Vestry Clerk. Carried.
- d. **Appointment of a Parliamentarian:** Archdeacon Mackison explained that we have appointed a Parliamentarian at recent Vestry meetings. This role helps to adjudicate on process, advising the Chair and then a decision is made. This keeps our meetings running smoothly, based on a condensed version of Robert's Rules of Order. It was moved by Andrew Drummond, seconded by Anne Evers that Jonathan Batty be appointed Parliamentarian. Carried.
- e. **Eligibility to Vote/Courtesies of the House:** Archdeacon Mackison welcomed all to the meeting but clarified the eligibility to vote. To do so, one must be a member of the Anglican Church of Canada and of this congregation for at least three (3) months; have attended regularly scheduled services of worship with this congregation at least three (3) times in the past year; be of the full age of sixteen (16) years; have not voted as a member of another vestry during the previous three (3) months; and do not intend to vote in any other vestry during the coming year. Archdeacon Mackison invited all others to ask questions and participate in discussions. It was moved by Tony Crosbie, seconded by Anne Christy that courtesies of the house be extended to those in attendance who are not eligible to vote. Carried.

2. **Statement of Purpose:** Richard Van Delft, Co-Chair of the Getting Our House in Order Campaign, advised the community how overjoyed he and his co-chair, Joan Robinson, were with the generous response during the past year of fundraising. Mr. Van Delft then read for the record the Statement of Purpose for this Special Vestry:

At our Annual Vestry in 2023 we passed a motion to raise funds for Getting Our House in Order projects and to restore funds to the Capital Investment Fund used for the Air Handler project.

Now that the formal fundraising campaign has ended, we need to decide on a plan going forward to continue getting our house in order.

3. **Report: "With Gratitude":** Joan Robinson, Co-Chair of the Getting Our House in Order Campaign, referenced slides 10 and 11 in the Vestry presentation (attached) in thanking those who had donated and

pledged. The timeline for final pledges to be received is 2026. After reiterating her gratitude for the generosity of the community, she indicated additional gifts would be welcome, even though the formal campaign is over.

4. **Approved Projects and Restoration of Funds:** Ms. Robinson drew the community's attention to the list of approved projects and restoration of funds from the 2023 Vestry on slides 6-8 of the Vestry presentation (attached), noting that the stained-glass windows and outside westside lighting were virtually complete, but that the other projects and restoration of funds remained to be addressed.
5. **Treasurer's Report:** Archdeacon Mackison explained that John Selles, Treasurer, was in England and not able to attend the meeting. He did, however, provide a financial update that Archdeacon Mackison presented as displayed on slide 13 of the Vestry presentation (attached). He noted that an anonymous donor had given us \$50,000 in seed money in 2021, before the Getting Our House in Order campaign was launched. With funds received to date plus outstanding pledges, we have total donations of \$813,252. So far, we have spent \$488,575.07 - \$226,762.44 for the air handling system and \$261,812.63 for the stained-glass windows and portions of the sound and lighting projects. That means that currently we have \$324,777 available.
6. **Property Report:** Archdeacon Mackison explained that John Sutton, who would normally present this report, was in Australia on a family matter. He walked the community through Mr. Sutton's update on slides 15-17 of the Vestry presentation (attached). Archdeacon Mackison explained that \$34,008 had already been spent on the sound system because the system had failed, and work needed to be done. He also drew attention to the inadvertent initial misreading of a quote for lighting that has now been adjusted. The current total of all items is \$1,360,207.

Since chairlifts and elevators are expensive, a member asked for background and how many quotes the \$30,000 budget for the chairlift to the third floor was based on. Susan Graham Walker replied that John Sutton had approached one company for an estimate. Archdeacon Mackison confirmed this is a rough budget number.

In response to a question about whether we would apply for a grant for a chairlift, Susan Graham Walker replied that the Trillium Fund, that had been a source for such funding, is no longer giving grants to Anglican, Roman Catholic or Lutheran churches. Archdeacon Mackison added that, contingent on today's motion being passed, we would pursue funding for any projects if available (such as the organ project), and if received, the budget would be adjusted accordingly.

7. **The Motion:** Prior to reading the motion, Archdeacon Mackison provided some context. Over the last couple of years, we have already accomplished a lot. Despite uncertainty in the economy, we decided at Vestry 2023 to undertake a Getting Our House in Order fundraising campaign. It is a testament to the generosity of the community and our commitment to this place that we achieved 80% of our goal. The Getting Our House in Order (GOHIO) Committee considers all projects on the original capital list plus the restoration of investment monies to be important. We want to complete everything, with all undesignated bequests being directed to finishing projects. Archdeacon Mackison then advised that we have recently been made aware of a bequest of approximately \$300K that will be coming to Redeemer.

Archdeacon Mackison then read the motion:

Moved by Joan Robinson, seconded by Richard Van Delft, that this Special Vestry honours the commitment made during the 2023 Vestry to fulfil all Getting Our House in Order projects and capital fund restoration (for the air handling repairs) with proceeds from current funds raised and pledged, and current and future undesignated bequests.

#### Discussion:

- In response to a question, Archdeacon Mackison confirmed that this new bequest means we are just approximately \$246K short of the total required funds, rather than \$546K.
- A member expressed concern that administration of GOHIO funds should not be left with a committee. Instead, the whole parish, with their various viewpoints, should be consulted. The concern is that we will be short of money, and specifying the use of undesignated bequests to cover any shortfall seems to preclude any future campaigns. One item cited as not on the list is the outdoor sign. This parishioner thanked Joan Robinson, Richard Van Delft and John Sutton for the amazing work they have done.

#### Archdeacon Mackison responded:

- When the Executive and the joint boards approved the motion, it was the intention, rather than to have the whole community prioritize the list, to honour everyone who had given to the campaign and to honour all commitments.
- There will be other capital needs not on this list. The Board of Management has passed a motion to work with the Property Committee this year on a list of ongoing capital needs and a plan to be presented at the next annual Vestry.
- Another reason not to prioritize projects at this Special Vestry is that many of them are moving targets.
- The committee membership includes titles only and should not be part of the motion because the people in those roles may change over time.
- There was confusion about whether the committee composition had been circulated with eNews prior to the meeting. It appears to have been, but may have been overlooked. It is on the meeting handout (attached) as well as on slide 21 of the Vestry Presentation (attached).
- **Proposed Amendment:** Prior to reading her proposed amendment, Anne Evers thanked Joan Robinson and Richard Van Delft for all the work they had done. She also apologized for not raising this sooner. It became clearer for her after the recent board meeting. Her amendment would prioritize finishing projects with current funds raised and pledged, and current capital investment funds. Future undesignated bequests would be used to restore the investment fund. This way we would not need to wait to undertake projects until the funds arrived. At the time Ms. Evers originally drafted the motion, there was the potential of having to use \$500K of investment funds. With the news today about a \$300K bequest, only \$200K would be required. She then read her proposed amendment:

Moved by Anne Evers that this Special Vestry honours the commitment made during the 2023 Vestry to fulfil all Getting Our House in Order projects with proceeds from current funds raised and pledged, and current capital investment funds. Future undesignated bequests would be used to restore the investment fund.

Archdeacon Mackison asked for a seconder for this amendment. Pamela Thomson will second it.

#### Discussion:

- A member asked that the schedule of projects (attached to these minutes as Schedule 1) be appended to the motion so that we are clear what projects are involved. Archdeacon Mackison confirmed that the schedule would be appended for the corporate record to whatever motion is eventually passed.
- Another member first spoke in support of the previous request to append the list of projects to the motion. They then spoke in favour of the proposed amendment. We have taken money from the

investment fund in the past for capital projects, and the list before us are capital items. We have been wary of taking funds from the investments to fund shortfalls in our operating budget for fear of depleting the account. Since we have money in the bank and we have capital needs that will position us to be more welcoming, we should proceed with those now rather than waiting for donations to come in during future years. As for the prioritization of items, we should do projects in a logical, practical manner.

With regard to how we approach projects, Archdeacon Mackison referenced the Principles for Discernment and Principles for Remaining Projects on slides 22 and 23 of the Vestry Presentation (attached).

- A member clarified that the intention of the proposed amendment would be to remove restoring the capital investment fund from the list of physical building projects. These would be two separate entities. When all building projects are completed, we would then have to restore to the capital investment fund money previously taken out for the air handling project plus any additional funds taken out to complete projects. The member cited capital funds taken out over the years for worthwhile projects. Although we said we would repay that money to the capital investment fund, we have put it off for a long time. In this case, we said from the outset of the Getting Our House in Order project that restoring funds to the capital investment fund would be a priority. For many parishioners, this may have factored into their decision to support the campaign. For this reason, this member will not support the amendment.
- A member who is also a former Board of Management chair was not unsympathetic to the amendment as a proposed option. They pointed out that it is important to consider the process leading up to the original motion, which was discussed by the boards and approved at a joint boards meeting. They did not think this amendment should go forward without parish leadership being involved in agreeing to any changes.
- A member spoke against the amendment. Our normal process would have been to fundraise for the air handler project and then undertake it when the money was on hand. In this case, that was not possible. They did not agree with going against the wishes of Vestry 2023 to restore funds to the capital investment fund. This change of direction would have long term consequences. They had contributed to the campaign on the understanding restoration of funds was part of the project, not “skippable”.

Archdeacon Mackison added that these concerns were discussed when crafting the original motion.

- Anne Evers clarified that her amendment did not say the capital investment fund would not be repaid. In response to a question from Archdeacon Mackison. Ms. Evers confirmed the intent of her amendment would be to take further funds from the capital investment fund to complete physical projects as needed. With the new \$300K bequest, however, she thought this withdrawal amount would be limited. As well, these projects would be done over time. Money would not all be taken out now. If we first repay the capital investment fund, her concern is that costs for building projects will rise and some items that are more invisible might not be done because we would have run out of money.
- Another member spoke in favour of the amendment. We are still committed to restoring the capital investment fund, but this approach would help us mitigate cost increases over time. Although this member heard what was said about parish leadership being involved in discussions and the

wording of the original motion, they pointed out this meeting had been called to discern the way forward, and if the assembled participants felt we should proceed along the lines of the proposed amendment, we should do so.

- Archdeacon Mackison clarified that we currently have \$324,777 available for projects, including pledges still to come in. Although we anticipate receiving the new bequest in the next year, it isn't money in the bank at this point. Given these considerations, he has concerns about what that would mean for withdrawals from investments if we approve the amendment. As well, he wondered what leadership on the boards would think given what they had voted on.

Kasey Visser, who was at the joint board meeting, spoke only for herself. Things are clearer now than at the meeting. Her preference is to spend money as we have it.

Another member who was on the Board of Management when funds were withdrawn from the capital investment fund for air handler repairs provided some context. John Selles, who has served as Treasurer multiple times, has explained that the capital fund earns money each year. It is acceptable to take out annually what has been earned for the operating fund if needed, but money should be withdrawn from the core capital only for emergencies. Other recollections were noted, but without the Treasurer being in attendance, we hesitate to make any conclusions.

A third member who had been at the joint board meeting wished they had spoken up then. They question the wisdom of restoring the capital investment fund before completing building projects. The physical projects will attract more people, who in turn will become contributors.

- In response to a question about whether our investments were making money for us, Archdeacon Mackison showed slide 27 in the Vestry presentation that the Treasurer, John Selles, had prepared to show the status of the Investment Fund. Its value at March 31, 2024 was \$1,126,480. The parishioner who had raised the question noted two bullet points on the slide showing that dividends purchased additional fund units and that the value per unit has increased. The value of our investments has grown at the same time as costs for projects are increasing.
- A member who didn't realize Redeemer had a capital investment fund was surprised to learn it only has \$1 million in it. They would be nervous about tapping into it for Getting Our House in Order projects in case a really serious emergency came along.
- Paige Souter, who has a 20-year background in fundraising, cautioned that it was important to maintain the integrity of the intention of a campaign. The implication of the proposed amendment, by lowering the priority of restoring the capital investment fund, is in effect removing it. This could put at risk future donations. There could be short-term wins by completing physical projects, but long-term implications of not honouring some donations.
- A chat comment from a member on Zoom was read into the record:

I have a concern that this amendment would permit all approved projects to move forward even if there are negative variances in the project implementations that exceed our original estimates. There should be a "not to exceed the original estimated value of the projects" to constrain unfettered spending down of the capital fund in the context of the framing of this amendment.

- In response to a question about whether donors had specified restoring the capital investment fund on their donations, Louise Fast, a member of the GOHIO Committee, explained of 178 donations, only three specified intentions. These were the narthex kitchen, the windows and not using their donation for the organ. Paige Souter clarified that since restoring money to the capital investment fund was part of the original campaign and we asked people to donate, not designate, anyone who donated may have done so on the understanding restoring the capital investment fund was included. This expectation is as legitimate as those who donated by specifying a facet of the campaign.
- Another member pointed out we were raising money to spend on projects, and one of them was paying back the capital investment fund. They didn't feel we had done a very good job of looking after that money over the years. We have taken out more than we should have and not paid it back. This member was pleased we were going to pay the air handler money back, and they were influenced by this in donating to the campaign. They believe it is a basic principle of fundraising in the church that if we say we are going to do something, we do it. We should honour the original Vestry motion and the original motion before this meeting. The amendment goes too far in changing the intention of the original motion.
- Another member agreed with the comments made by the previous speaker and also believed Paige Souter's comments about the integrity of campaigns are important for future fundraising.

Archdeacon Mackison acknowledged this was very difficult. The original motion was carefully worded to respect the original intention of the community that all projects would be completed. The judgment was made that this Special Vestry would not prioritize items, trusting the smaller committee with those decisions. For these reasons, Archdeacon Mackison cannot support the proposed amendment.

The proposed amendment was read again prior to a vote being taken.

Moved by Anne Evers, seconded by Pamela Thomson, that this Special Vestry honours the commitment made during the 2023 Vestry to fulfil all Getting Our House in Order projects with proceeds from current funds raised and pledged, and current capital investment funds. Future undesignated bequests would be used to restore the investment fund.

The vote was taken: 9 in favour, 14 against and 1 abstention. The amendment was defeated.

Archdeacon Mackison thanked everyone for the passion and care that had gone into this honest discussion, with disagreements being voiced in a healthy way.

- **Vote on the Original Motion:** Archdeacon Mackison read the original motion again:

Moved by Joan Robinson, seconded by Richard Van Delft, that this Special Vestry honours the commitment made during the 2023 Vestry to fulfil all Getting Our House in Order projects and capital fund restoration (for the air handling repairs) with proceeds from current funds raised and pledged, and current and future undesignated bequests.

Discussion:

- In response to a question, Archdeacon Mackison confirmed that Schedule 1 of projects would be attached to the motion.

- In response to a question, Archdeacon Mackison confirmed that there was no timeline attached to restoration of the capital investment fund.
- One member commented that by defeating the amendment, the attendees were implying that the restoration of the capital investment fund should be prioritized and that should go into the original motion. That was not the universal understanding of the defeat of the amendment.

There being no further discussion, the vote was taken. Carried.

Archdeacon Mackison noted for the record that Schedule 1 would be attached to the motion.

**8. Committee Composition:** A motion was crafted with input from several members starting from the content of slide 21 in the Vestry presentation (attached).

Moved by Chris Ambidge, seconded by Joan Robinson that that a committee be formed to oversee allocations of the GOHIO projects (as stated in schedule 1) until all projects are completed and funds for the HVAC air handlers are restored to the capital investment fund (referred to as Fiera Fund in Schedule 1). The committee will be composed of:

- GOHIO Co-Chairs,
- Property Committee member,
- Board of Management member,
- Advisory Board Member,
- Executive Committee Member,
- Treasurer,
- Facilities Manager, and
- Project Manager(s) for GOHIO projects

There being no further discussion, the vote was taken. Carried.

**9. Closing Remarks:** Archdeacon Mackison thanked all members of the GOHIO Team: Louise Fast, John Sutton and co-chairs Joan Robinson and Richard Van Delft. He also thanked Susan Graham Walker for arranging lunch and for running around with the microphone during the meeting; Ann Cope for preparing the exceptional slide presentation; Lyn Sibley for moderating the Zoom session; Morgan Yew as A/V maestro extraordinaire; Jonathan Batty as Parliamentarian with gusto; and Marjorie Wrightson as minute taker. Finally, he thanked all for their generous support of GOHIO.

**10. Adjournment and Doxology:** There being no further business it was moved by Andrew Drummond, seconded by Richard Van Delft that the meeting be adjourned at 3 PM. The meeting closed with the Doxology.

/mlw

**Attachments:**

- Attendance Sheets
- Vestry Presentation
- Vestry Handout
- List of Projects (Schedule 1)
- Zoom Chat