

Grace Memorial Episcopal Church

Vestry Meeting Minutes

January 15, 2019

Members of the Vestry

Elyssa de la Cruz
Cameron Denney
Andrew Eshleman
Robin Gault
Curt Germundsen, Treasurer
Phillip Koop
Steve Lovett, Sr. Warden
Nora McLaughlin
Peyton Snead
Louise Tippens

Clergy

The Rev. Martin Elfert

Others

Nancy Entrikin
Ross Cornelius
Alicia Perkins Lehrle, Clerk

Members of the Vestry Absent

David Goodrich

Prior to January 15, 2019 Vestry Meeting

Approval of the Minutes

- The minutes from the December 18, 2018 Vestry meeting were distributed and discussed via e-mail prior to the current meeting. Louise moved to accept the minutes as amended, and Andrew seconded the motion. The motion passed with an e-mail vote on January 7, 2019.

1. Formation

1.1 Opening Prayers

- (The customary lectio divina reading was not done this evening due to a very full agenda.)

2. Items

2.1 Discussion re Angeline Berry and Hale McMahon Awards

- Nominee suggestions for both awards had been previously distributed via e-mail, and there was further discussion of the proposed candidates and criteria for each award. Both awards will be presented at the Parish Annual Meeting on Sunday, January 27th, and it was decided not to include the names of the recipients in the minutes. Nora moved to accept the nominee for the Angeline Berry Award and Curt seconded the motion. There was no further discussion and the motion passed unanimously. Steve moved to accept the nominee for the Hale McMahon Award, and Phillip seconded the motion. There was no further discussion, and the motion passed unanimously.

2.2 Consider Slate Proposed by Nominating Committee

- Louise presented the slate of new Vestry members as proposed by the nominating committee. The confirmed slate consists of Charles McGee, David Waldow, and Curt Germundsen, with Ben Snead as the Youth Representative. After some discussion, Louise moved the slate be accepted, and Nora seconded the motion. The motion passed with 2 abstentions noted.

2.3 Consider 2019 GI Contract

- Martin noted the new contract with GI is the same as the prior one with the exception of a fee increase of 1.5%. There was no discussion, and Curt moved to accept the contract. Robin seconded the motion; there was no discussion, and the motion passed unanimously.

2.4 Consider Foundation Board Candidate

- Martin said Warren Burkeholder has been asked to serve as a Foundation Board member, which he is willing to do. After a brief discussion, Phillip moved to accept Warren's appointment to the Foundation Board, and Nora seconded the motion. There was no further discussion, and the motion passed unanimously.

2.5 Halsey House Monetization

- The Halsey House is now vacant most of the year and is only being used by Grace Art Camp in the summer. Martin noted the house is not suitable as an Air BnB for a number of reasons, and suggested the house be rented at a sub-market rate to someone, most likely a parishioner, who is experiencing housing challenges. The rental contract would need to stipulate portions of the house will be used by Grace Art Camp in the summer.
- During the ensuing discussion, the need for both background and credit checks was raised as well as the possibility future legislation may create a risk for renting the house. Robin will investigate the legislation issue. The rent would be month-to-month with the rector having the final approval for renters. Utilities would not be included in the rent.
- Andrew made a motion to move forward with developing a lease for the Halsey House and support the intent to rent the house to a parish member at the rector's recommendation. Nora seconded the motion. There was no further discussion, and the motion passed unanimously.

2.6 Review and Discuss Conflict of Interest Policy

- The Conflict of Interest Policy document was distributed and discussed. There was a question as to whether or not the document was clear regarding all Vestry members being informed of potential conflicts. After further discussion, it was decided the document contains all the necessary language.
- Curt moved to accept the Conflict of Interest Policy as presented, and Nora seconded the motion. After the meeting and on a yearly basis going forward, each Vestry member will sign a form acknowledging the policy and their agreement to adhere to it. There was no further discussion, and the motion passed unanimously. Jackie will be asked to keep the signed documents on file.

2.7 Meet with GDCD re Process for Selecting Development Partner

- Ross and Nancy met with the Vestry to review the process and explain what has happened so far in the Development Project. Ross is with Walsh Construction, which is a developer of mixed-use properties, and he has been instrumental in providing guidance for the project so far. Ross explained the 3 types of developers: public entity: not interested in the Grace Development Project; for profit: profit is the motivation, which is not a good fit for Grace; and non-profit: provide affordable housing but with no cash flow (the money is in the developer's fee).
- Ross reviewed the possible development partners with whom the GDCD has discussed the Grace project. For various reasons, such as values of the potential partner not in line with the values at Grace, lack of funding or lack of interest in the type of mixed use development proposed by the GDCD, the following potential partners are no longer being considered: Pacific Retirement (Holladay Park Plaza), Home Forward, Portland Housing Bureau, Hugh Development, Community Development Partners, and Reach Community Development.
- Quad, Inc., which is a non-profit organization specializing in affordable and accessible housing, has emerged as a potential partner due to the alignment with Grace's values and Quad, Inc.'s depth of experience. Curt, who is the CEO of Quad, Inc., has already been involved in discussions of potential campus development and so is familiar with the complexity of the proposed project, which has been a stumbling block for other potential developers. Additionally, Quad, Inc. has rental assistance available (vouchers), which it appears other potential partners do not have at this time. The vouchers provide a strategic advantage and are important to the success of the project as they will allow the project to qualify for more funding. LIHTC (Low-Income Housing Tax Credit) was briefly discussed and explained. Also, Quad, Inc. provides services to its residents and ongoing management of their properties once the project is completed.
- It's possible some Metro money will come available as a result of the November election, possibly in the first quarter of 2020, according to Ross, but it's impossible to predict with any certainty. He also noted Metro money cannot be mixed with Portland bond money.
- Ross was asked the criteria for soliciting RFPs for a project such as Grace's. He briefly explained the complexities of an RFP and the uncertainty as to whether or not there would be positive responses. It's also a very time-consuming process.

- After additional discussion, the Vestry came to the conclusion a trial engagement with Quad, Inc. for 6 months would be helpful. An MOU will need to be drafted to note Grace and Quad, Inc. will work together exclusively during that time to see if the project is mutually agreeable and beneficial. PHAME and GI will be included in the trial engagement period. Curt has previously disclosed he is the CEO of Quad, Inc. in compliance with the Conflict Of Interest policy, and he recused himself from the voting. The Vestry sent a request to GCDC to recommend a 6 month trial engagement with Quad, Inc., and the Vestry will vote, via e-mail, on the recommendation received from GCDC.

2.8 Reports

- Rector
 - No report.
- Jr. Warden
 - No report.
- Treasurer
 - Curt said pledge revenue is up and expenses are in line with the budget. He will be meeting with Jackie next week to work on pledge revenue. He noted the market is going up a bit.
 - He will be working on the new budget and would like to include a retirement plan for Jackie in the budget. Curt noted the Diocese offers a favorable retirement plan. After a brief discussion, Peyton made a motion to have a retirement plan for Jackie included in the new budget. Louise seconded the motion. There was no further discussion, and the motion passed unanimously. (It was noted the Parish receives, not approves, the budget at the Annual Meeting.)

2.9 Other Business

- None.

3.9 Closing Prayer

- Martin offered a closing prayer, and the meeting was adjourned at 8:17 pm.

Respectfully submitted,

Alicia Perkins Lehrle, Clerk