**Attendance**

|  |  |  |  |
| --- | --- | --- | --- |
| **Name - Council Directors (Dir.)** | **Position** | **Present** | **Absent** |
| James Berry | Property & Facilities Chair | x |  |
| Sidney Evans, Jr | Director At Large | x |  |
| Charles Hawkins | Finance & Budget Chair | x |  |
| Ronald Johnson | Governance & Legal Chair | x |  |
| Sherri Jordan | Director At Large | x |  |
| April McWilliams | Human Resources Chair | x |  |
| Charles Monterio, Jr | Director At Large | x |  |
| Shelvee Osborne | Council Secretary (Sec) | x |  |
| R. Sylvester Owens | Stewardship Chair | x |  |
| Lani Shaw | Governance & Legal Vice Chair |  | x |
| Pat Wallace | Vice Chair | x |  |
| Dr. Howard-John Wesley | Chair |  | x |
| Lisa Wilson | Director At Large | x |  |
| **Committee Members** |  |  |  |
| Melanie Avery | Historian | x |  |
| Sally Birmingham | Fin & Budget Comm | cc |  |
| Karen Croom | Property & Facilities | x |  |
| Grant Enjoke | Assistant Treasurer | cc |  |
| Charisse Hines | Governance & Legal | x |  |
| Carol Holland | Property & Facilities | x |  |
| LaTasha Kelly | Assistant Financial Secretary | x |  |
| Bryan Liburd | Fin & Budget Comm | cc |  |
| la' Rufus Mitchel | Financial Secretary | x |  |
| Gale Ogden | Assistant Historian | x |  |
| Jeff Owens | Treasurer | x |  |
| Marian Pegram | Property & Facilities | x |  |
| Albert Ross | Assistant Historian | x |  |
| Al Wallace | Assistant Historian | x |  |
| **Church Staff** |  |  |  |
| Anthony Brownlow | Budget Analyst | x |  |
| Venus Coley | Church CPA | x |  |
| Elaine Crider | Church Administrator | x |  |
| Rev. Judy Fentress-Williams | Senior Assistant to Pastor Wesley | x |  |
| Rosette Graham | Executive Assistant to Pastor Wesley | x |  |
| Jeffrey Jackson | IT | x |  |
| Dr. Sedric Roberts | Finance Director | x |  |
| **Guests** |  |  |  |
| Neal Gross | Council Recorder |  | x |

Legend - x = Participated in person, cc = Participated via Conf Call

Dir.= Director, CC=Committee Chair

I. Call to Order 7:06pm/Agenda Approval Vice Chair (VC) Wallace

Vice Chair Wallace called the Council meeting to order, welcomed Council Directors, Committee Members and all in attendance.

**Action:** Vice Chair Wallace asked for a motion to move the Audit Report Briefing to the first item on the agenda, CC Berry so moved and seconded by Dir. Evans, unanimous consent.

II. Devotions/Prayer Rev. Fentress-Williams/VC Wallace

1. Devotions – Exodus 2:11, Do we forget the miracle of our existence, we are surviving and thriving. Never lose site that our existence is a testimony to GOD’s faithfulness and goodness.
2. Prayer

III. Reading of Minutes Secretary Shelvee Osborne

Secretary Osborne reviewed and noted corrections to the July 11, 2018 Minutes

**Action:** VC Wallace asked for a motion to approve July 11, 2018 minutes with corrections, Dir. Monterio Jr. so moved and CC McWilliams seconded, unanimous consent.

IV. Audit Briefing – ARONSON LLC Rob Eby/CC Hawkins

Finance & Budget CC Hawkins introduced Rob Eby of ARONSON LLC who has had a long-standing relationship auditing the church. Rob provided a summary of the audit activities and stated the church received and unqualified opinion which is the highest available.

1. Significant Controls/Transactions (mail, receipt, IT), tested controls to ensure they matched procedures.
2. CC Hawkins stated all references to Trustees should be replaced with ASBC Council.
3. Tax Law Changes - Commuter Benefits will be taxable to individuals or taxable to the non-profit. (i.e. employee free parking may be taxable in the future).
4. Non-Profit Reporting and Accounting Rules
5. Reporting Standards – add a statement of Functional Expenses
6. Revenue Recognition – Churches contribution excluded but Olde Towne West income impacted.

Question – Dir. Evans asked why the audit took eight months to complete? Finance Dir Roberts stated Olde Towne West had to complete its HUD Audit, results received April therefore the church Audit started in April.

Vice Chair Wallace thanked the Finance Team for their efforts and CC Hawkins commended the staff for their Audit efforts. (round of applause)

**Action:** CC Hawkins moved, and Dir. Evans seconded to accept the auditor’s draft report with noted changes, unanimous consent.

V. Committee Reports

1. Property and Facilities Comm (P & F) CC James Berry

CC Berry stated a family contacted the church interested in purchasing Olde Town West and the answer is no thanks.

1. Mold in Olde Towne West – The mold grows based on heavy rains.
2. Management Co requested to conduct a Mold Analysis which was approved.
3. Dehumidifiers have been provided and tenants failed to use them due to electricity costs.

Observations – Dir. Evans concerned because more rains are expected. Vice Chair asked how expenses are paid for the property? CC Berry stated expenses are paid from rents received.

1. Olde Towne West Rent Increase – CC Berry was researching the process, however Dir. Of Finance stated the Power of Attorney gives the Management Co authority to negotiate with HUD on the rate increase. After discussion, it was determined that the documents were signed by Dr. Crider, Church Administrator.

**Action:** Vice Chair asked that Chair Wesley, CC Berry and Dr. Crider work out a process going forward for rent increases.

**Action:** Vice Chair Wallace recommended we flush out how the Council operates with staff (Financial Comm, Property & Facilities Comm) to determine staff functions, etc.

1. Parking Policy – CC Berry stated Marian Pegram headed the subcommittee.

**Action:** Dir. Osborne asked the committee to highlight the changes to the Parking Policy from one version to the next. Dr. Crider stated she thought the Parking Policy should be less specific which would limit the need to change frequently. CC Berry stated a lot of detail is in the Appendix as opposed to the policy.

**Action:** Vice Chair Wallace asked Council to send comments to CC Berry and Dr. Crider.

**Action:** CC Hawkins moved and Dir. Monterio Jr. seconded to accept the P & F Report, unanimous consent.

1. Human Resource Brief – Work in Progress CC April McWilliams

i. Comprehensive Recruitment Strategy, meetings with HR

ii.. Church Compensation Strategy discussed with Pastor Wesley

iii. Staff mental, physical health and moral is of concern due to extended sick leave, etc.

iv. Positions – Communication 3 and Counselor 1, next month better update on New

Hires/Vacancies.

Questions: CC Hawkins asked how many hours staff work? CC McWilliams stated it varies, Dr. Crider stated staff hours are 9-6, majority in by 10:00am and work till 6:30pm, some additional hours are not recorded and there is a written policy around being on call. Dir. Jordan stated we need to look at staffing. CC McWilliams is looking at staff expectations. Dir. Osborne asked about overtime? CC McWilliams stated the managers are not paid overtime or comp time. Fin. Dir. Roberts stated staff doesn’t record all time worked. Dr. Crider stated there is a cultural change that needs to occur as we create a Five Star church.

**Action:** VC Wallace asked HR CC McWilliams to submit a written report to the Council Secretary for this meeting.

1. Pastor’s Evaluation and Compensation Subcommittee CC April McWilliams

CC McWilliams stated Pastor Wesley was provided an updated employment contract. In addition, the committee agreed to cover Pastor Wesley’s legal fees that may be incurred to evaluate the contract and Pastor Wesley asked to extend his response date to Sept 17, 2018. The committee has reached out to two Compensation Consultants for advice. The committee is finalizing Compensation Evaluation process working with Dr. Stacia. CC Johnson reminded the HR CC during the last meeting that the Council agreed to pay a reasonable amount for legal fees incurred by Pastor to evaluate his contract. CC McWilliams stated the committee agreed to pay up to $5,000 for legal fees.

**Action:** CC Johnson moved and Dir. Monterio Jr. seconded to approve up to $5,000 for legal fees incurred to evaluate his contract, unanimous consent.

**Action:** VC Wallace asked for a motion to accept the report, Dir. Evans so moved and Dir. Monterio Jr. seconded to accept the HR Report, unanimous consent.

1. Nominating Committee Dir. Charles Monterio Jr.

During the last Nominating Comm meeting, the focus was on policy, schedule and election procedures. Subsequent meeting is scheduled for next week.

**Action:** VC Wallace asked for a motion to accept the report, CC Owens so moved and Dir. Jordan seconded to accept the HR Report, unanimous consent

1. Finance and Budget (see report) CC Charles Hawkins

i. Completed Actions – Audit, renewal of financing of 325-329

ii. Ongoing Actions - Treasures Report – Treasurer Jeff Owens presented the Pastor’s Snapshot

report, Financial Position (Balance Sheet), Income Statement, Budget vs Actual, Capital Expenditures, and Cash & Investments. Established Procurement Committee, Training

**Action:** Dir. Jordan asked for a slide to show revenue stream vs expenditures or funding source. Dr. Crider will meet with CC Hawkins to discuss how best to display the information.

**Questions:** Dir. Evans asked what is the purpose of Capital Reserve? Emergencies

Dir. Evans asked was the loan listed for 325/329 of $2.7 million the renewed loan? Yes

**Action:** CC Hawkins asked for a copy of the MOU with the city of Alexandria and will set up a review meeting. Concerns include what the church has agreed to for Affordable Housing.

**\*Action:** Dir. Wilson offered a motion and Dir. Jordan seconded to extend the meeting till 9:45, unanimous consent.

**Action:** Vice Chair asked for a motion to accept B & F Report, Dir Evans so moved and CC Johnson seconded, unanimous consent.

1. Stewardship Committee CC R. Sylvester Owens

i. Capital Campaign Key Terms - Quiet Phase, Campaign Feasibility, Identification, Cultivation,

Stewardship

1. Current State

1. Formal Stewardship Plan (Thank-a-Thon)

2. Action Items

3. Next Steps (Working with F & B Comm, Encouraging culture of philanthropy, Acknowledgements, Campaign Consultant

**Questions:**

1. Dir. Evans asked where is the “CASE Statement” which lists the argument for the fundraising activity?
2. Dir. Wilson asked where is Amy Larimore in the process? Dr. Crider stated she could help to build a framework. CC Owens stated he desires to wait till the full committee is on board prior to engaging Amy Larimore to advise.
3. CC Johnson asked how much money is left for the Building Committee? Dr. Crider stated $500,000

**Action:** Vice Chair Wallace asked for a motion to accept the Stewardship Report, Dir. Wilson so moved, and CC Hawkins seconded, unanimous consent.

1. Governance & Legal Committee (Gov & Legal) CC Ronald Johnson
2. Task completed - On-going discussions with Finance and Budget Comm, CEO signed Olde Towne West Owner’s Certificate, Council approved proper name of Council persons from Members to Directors.

Discussion: CC Hawkins expressed concerns about the church’s obligation regarding Affordable Housing, and what the status is. Dir. Osborne stated we are trying to figure out what is going on and we should hear from the Building Committee directly.

**Action:** Vice Chair Wallace asked for a motion to bring in the building Committee. Dir. Osborne moved that the Building Committee be invited to brief the Council monthly, seconded by Dir. Jordan, approved, one opposed.

ii. Tasks in Progress-review church policies as presented

1. Challenges-Waiting for Parking Policy
2. Recommendation- Establishment of shared data site for Council matters

**Action:** Vice Chair Wallace asked for a motion to accept the Governance & Legal Report, Dir. Wilson so moved, and Dir. Jordan seconded, unanimous consent.

VI. Other Council Matters - none

VII. Congregational Questions – none

VIII. Executive Session – n/a

IX. Dismissal 9:40pm/Prayer VC Wallace/Dir. Monterio Jr.

**Action:** VC Wallace asked for a motion to close the meeting, Dir. Monterio so moved and CC McWilliams seconded,unanimous consent.

Attachments:

Agenda

Draft Audit Report & Management Letter

Council Meeting Minutes – July 11, 2018

Council Meeting Attachment Reporting Schedule

Reports – Property & Facilities, Treasurer, F & B, Stewardship, Acknowledgement Letter, Gov & Legal

Respectfully Submitted,

Shelvee H. Osborne

Shelvee H. Osborne, Secretary