**Attendance**

|  |  |  |  |
| --- | --- | --- | --- |
| **Name - Council Directors** | **Position** | **Present** | **Absent** |
| James Berry | Property & Facilities Chair |  |  x |
| Russell Easter | At Large | x |   |
| Charles Hawkins | Finance & Budget Chair | x |   |
| Ronald Johnson | Governance & Legal Chair | x |   |
| Sherri Jordan | At Large | x |   |
| Tammi Lloyd | At Large | x |  |
| April McWilliams | Human Resources Chair | x |   |
| Charles Monterio, Jr | Council Vice Chair | x  |   |
| Shelvee Osborne | Council Secretary | cc  |  |
| R. Sylvester Owens | Stewardship Chair | x |   |
| Lani Shaw | Gov. & Legal Vice Chair (VC) | x |   |
| Dr. Howard-John Wesley | Council Chair  | x |   |
| Lisa Wilson  | At Large | x |   |
| **Church Officers** |  |  |  |
| Jeffrey Owens | Treasurer | x |  |
| **Committee Members** |  |  |  |
| Ed Charity | Finance & Budget Committee | x |  |
| Karen Croom | Property & Facilities | x |  |
| Dallas Evans | Affordable Housing Sub-Committee | x |  |
| Sidney Evans | Affordable Housing Sub-Committee | x |  |
| Jim Garrett | Building Committee Chair | x |  |
| Charisse Hines | Gov. & Legal Committee | x |  |
| Carol Holland | Property & Facilities | x |  |
| Steve Washington | Affordable Housing Sub-Committee | x |  |
| **Church Staff** |  |  |  |
| Anthony Brownlow | Budget Analyst | x |  |
| Meloney Driver | Facilities Dir. | x |  |
| Dr. Judy Fentress-Williams | Assistant to the Pastor | x |  |
| Rosette Graham | Executive Assistant to the Pastor | x |  |
| Shelena Hollinger | HR | x |  |
| Jeffrey Jackson | AV | x |  |
| Del Harty Manson | Finance Staff | x |  |
| Mia Manson | Senior Assistant CA | x |  |
| Milton Miller  | IT Manager | x |  |
| Dr. Sedric Roberts | Dir. Finance | x |  |
| Lolita Youmans | CA | x |  |
| **Guests** |  |  |  |
| Lisa Bell-Dial | Member | x |  |
| Margaret Savage | Nominating Committee | x |  |
| Wanda Smith | Aux Oversight | x |  |

CC: Participated via Conference Call (none)

1. Call to Order and Approval of Agenda Chair Howard-John Wesley

Chair Wesley welcomed the Council, staff and guests, took attendance and adjusted the agenda.

1. Devotions/Prayer…………………………………………Dr. Judy Fentress-Williams/Chair Wesley

Deuteronomy 26 is instructions for worship which includes offering of first fruits. God has brought us a mighty long way and if we keep that memory, we will always serve with gratitude and humility.

1. Reading of Minutes Secretary Osborne

**Action:** Chair Wesley asked the Council to review the minutes, provide comments, and a motion to accept the May 8th, 2019 regular Council meeting and June 3rd, 2019 Call meeting minutes. Secretary Osborne reminded Chair Wesley that no additional comments were received for the April 17th minutes and she asked for approval with the correction noted at the May 8th meeting. CC Johnson moved, and Dir. Monterio, Jr. seconded to approve the April 17th, 2019 minutes with the noted correction. Approved

**Action:** Chair Wesley asked the Council for a motion to approve the May 8th minutes. Dir. Monterio, Jr. moved, and Dir. Jordan seconded to approve the May 8th, 2019 minutes. Approved

Chair Wesley asked the Council for a motion to approve the June 3rd minutes. Dir. Wilson moved, and Dir. Shaw seconded to approve the June 3rd, 2019 minutes. Approved

1. Pastor’s Report……………………………. Chair Wesley

a. Council Retreat Date - August 9th & 10th

 **Action:** Chair Wesley asked the Directors to submit agenda items for the August Retreat to Executive Assistant Graham within a week.

b. Mid-Year Reflections – Chair Wesley thanked Council members for their attendance and presentations.

c. Governance & Legal Report (G & L), see report for details CC Johnson

1. NDA, COI, & Ethics - CC Johnson stated all Conflict of interest and non-disclosure agreements have been signed by all Directors and members of the Affordable Housing Committee. CC Johnson thanked everyone for their efforts to complete this task.

**Questions:** Chair Wesley asked whether the sub-committees of Standing Committees need to sign NDA, COI, Ethics, etc.? CC Johnson stated yes. CCs agreed to have the NDA, COI, and Ethics for all sub-committees signed prior to the next meeting.

2. Policies - CC Johnson stated seven policies are being stood up, some are awaiting comments, and some are being reviewed by outside Counsel.

3. Legal Expenditures – G & L Vice-chair Shaw will be working with the Church Administrator for copies of invoices for review. Chair Wesley asked for a report of each expenditure per law firm in terms of commitment and dollars spent. CC Johnson also stated the engagement letters will be reviewed. Dir. Shaw stated Loeb & Loeb is our primary Counsel and they have been limited in some areas and assisted the Council in finding other counsel when needed.

4. Council Retreat – Reviewing suggestions

5. Reviewing internal alignment of work processes (policies to stand up/policies in place)

**Questions:** Chair Wesley wants to discuss recommendations in July whether the committees are staffed and structured correctly. CC Johnson stated his committee is looking at workload and the Procedures Handbook.

**Action**: Chair Wesley asked for questions or consensus to accept the report. CC Hawkins stated the retreat date should be Aug instead of July. Correction noted, and report accepted.

1. Church Administrator (CA) Report – Chair Wesley thanked Interim Church Administrator

Deacon Clark for his service and welcomed Deacon Lolita Youmans, new Church Administrator, to her first official Council meeting. CA Youmans’ reported 4 positions were filled and recognized senior administrative assistant Mia Manson who will be coordinating meetings and schedules for the CA. CA Youmans reminded everyone to please start to plan to not have activities on the campus in the month of Aug which is the month of rest.

1. Committee Briefings

a. Finance and Budget (F & B), see report for details **…………………….…….** CC Hawkins

1. Post Award meeting with Deloitte - CC Hawkins stated the meeting was conducted on June 6th and the developer is scheduled to be selected in July.

2. Audit briefing to the Council - Scheduled for July

1. HBCU Festival – Team has requested a new contract for the event planner.
2. Campus Expansion - CC Hawkins stated the request for $110k additional funding needs a detailed spend plan and the funds could come from the Olde Town West (OTW) surplus. In addition, no additional expenses are expected for OTW this year.

**Discussion:** Fin. Dir. Roberts reversed his opposition to using surplus OTW funds for Campus Expansion due to additional information provided. Chair Wesley asked, whether sub-committees need Council approval to stand up in their capacity as advisory committees, etc. The current process is the Advisory recommends to the Standing committee and the recommendation comes to Council for approval. Chair Wesley stated the committee issues will be tabled till the retreat. Dir. Shaw stated the Campus Expansion and Affordable Housing are ad hoc committees stood up by Council.

**Action:** Chair Wesley stated Campus Expansion funding and approval ceases at Board of Architectural Review (BAR) until more details are provided. Using the funding from OTW was tabled until the spend plan is received and Chair Wesley assigned F & B to work with Campus Expansion to obtain the final numbers. CC Johnson asked if there might be outstanding Campus Expansion invoices that cannot wait till our next meeting and also requested copies of the draft contracts from CC Hawkins? CC Hawkins stated to his knowledge, all invoices have been paid and the draft contracts will be provided to G & L.

b. Treasurers Report as of April 30, 2019 ……………………………. Treasurer Jeff Owens

1. Balance Sheet – comparing ‘19 to ‘18, increase in total net assets of $1.2 million for a net increase in net assets of $3.08 million.

 Total Liabilities $ 13,070175

 Unrestricted Net Assets $ 25,083,464

 Temp Restricted Net Assets $ 987,578

 Total Liabilities & Net Assets $ 40,341,217

1. Income Statement

 Total Revenue $ 6,198,423

 Total Expenses (including capital expenditures) $ 4,923,531

1. Pastor Weekly Snapshot as of May 5, 2019

 Tithes & Offerings $ 425,946, Budget vs Actual $ 319,711 vs $ 326,831YTD

 Attendance - On-line and physical attendance reviewed

 Poor Saints – ($1,228) Due to the government furlough

**Questions:** Reduction of liabilities represents decrease in mortgages on several properties. Chair Wesley asked to table the review until an improved format can be provided. CC McWilliams reminded the Treasurer to include the attendance counts for youth. Chair Wesley stated the children’s activities are shut down for the summer. CC Johnson asked about the Campus Expansion ($99k) at PNC Bank on the pie chart and whether that was restricted? Fin. Dir. Roberts stated yes. CC Johnson suggested using these funds for BAR. CC Hawkins will review.

 **Action:** Chair Wesley asked for general consensus to accept the F & B and Treasurer’s

report, accepted.

 c. Stewardship …………………………………………………………………...CC Owens

CC Owens stated no meeting has occurred since the last meeting, Strategy Day is August 7th, data prep is underway and on schedule.

 **Action:** Chair Wesley asked for general consensus to accept the Stewardship report, accepted.

 d. Property & Facilities (P & F), see report for details……………………………Karen Croom

The sale of 509 N. Henry is still pending due to the Board of Zoning Appeals meeting being canceled. The buyer submitted an addendum on May 17th requesting an extension of the original contract from 135 days to 190 days to allow the potential buyer to make changes that the city would approve.

**Action:** Chair Wesley asked for general consensus to accept the P & F report, accepted.

 e. Human Resources …………………………………………………….CC McWilliams

 CC McWilliams officially welcomed our new CA Youmans and asked about posting the Asst.

 CA position. CA Youmans stated it was posted on our website, Idealist, Indeed, etc.

f. Affordable Housing (AH) Ad Hoc Committee……………………. Chair Sidney Evans

Chair Evans stated no formal report for tonight. Looking forward to the selection of the Developer and the committee will have several recommendations how to move forward.

**Questions:** Chair Wesley asked that the Council will be briefed in greater detail on the role of the Committee after a Developer is selected? Chair Evans agreed and asked the Council to consider an extension of the engagement letter for the affordable housing attorney. It’s an extension of money only (not scope) because of the $10k cap (balance of about $2500 remaining). Chair Evans stated they will have the exact amount needed after their meeting on June 20th. CC Johnson asked Chair Evans to coordinate with Vice-chair of G & L Shaw to discuss the changes and the re-set of the document.

**Action:** Chair Wesley asked for general consensus to accept the Affordable Housing report, accepted.

1. Building/Expansion……………………………………………………………Deacon Garrett

Deacon Garrett stated they met today with Architects, Civil & Traffic Engineers, Attorneys and reviewed the schedule to finish up the BAR in December. Planning for detail drawings and cash flow plan for B & F is underway. Deacon Garrett desires to coordinate with the Stewardship Committee to share the amount of money needed and when.

**Discussion:** Considerable discussion included the MOU, Developer, etc. to be discussed in detail at the Council retreat.

**Action:** Chair Wesley asked for general consensus to accept the Building/Expansion report, accepted.

1. Nominating Committee (no report) ………………………………………………..Chair Savage

CC Hawkins asked about promos being developed for available Council positions. Dir. Wilson

 stated there will be promos and a script would be provided. Dir. Wilson asked for an idea of

 time commitment from the Committee Chairs so potential candidates could have a realistic idea

 of the commitment.

1. Executive Session………………………………………………………………………… Chair Wesley

**Action:** Chair Wesley requested a motion to go into Executive Session to discuss a personal matter. CC Johnson moved, and Dir. Monterio, Jr. seconded to enter Executive Session to discuss a personnel matter, approved. Chair Wesley recused himself from the Executive Session and Vice-Chair Monterio, Jr. will preside. **Action:** CC Jonson moved, and Dir. Wilson seconded to exit Executive Session, approved.

CC Johnson affirmed that only a personnel matter was discussed in Executive Session.

1. Action Item from the Executive Session……………………………………….Vice-chair Monterio, Jr.

CC Johnson moved, and Dir. Jordan seconded that Council is giving the Pastor's Evaluation and Compensation Subcommittee the authority to enter into negotiations with Pastor Wesley. Approved

1. Meeting adjourned ……………………………………………………………Vice-chair Monterio, Jr.

 Attachments: Agenda, Treasurer & Committee Reports

 Respectfully Submitted,

 Shelvee H. Osborne

 Shelvee Osborne, Secretary