**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 | x |  |
| R. Sylvester Owens | Stewardship Chair | x |  |
| Lani Shaw | Gov. & Legal Vice Chair (VC) | x |  |
| Dr. Howard-John Wesley | Council Chair | x |  |
| Lisa Wilson (excused) | At Large | x |  |
| **Church Officers** |  |  |  |
| Jeffrey Owens | Treasurer | x |  |
| **Committee Members** |  |  |  |
| Sallie Birmingham | Finance & Budget Committee | x |  |
| Dexter Bordes | Affordable Housing Sub-Committee | x |  |
| Ed Charity | Finance & Budget Committee | x |  |
| Andrew Cheng | Building Committee | x |  |
| Karen Croom | Property & Facilities | x |  |
| Gene Edgecombe | Building Committee | x |  |
| Dallas Evans | Affordable Housing Sub-Committee | x |  |
| Sidney Evans | Affordable Housing Sub-Committee Chair | x |  |
| Jim Garrett | Building Committee Chair | x |  |
| Mary Catherine Gill | Building Committee Chair | x |  |
| Bud Hart | Building Committee Chair | x |  |
| Charisse Hines | Gov. & Legal Committee | x |  |
| Shiree Monterio | Affordable Housing Sub-Committee | x |  |
| Mark Montgomery | Affordable Housing Sub-Committee | x |  |
| Grant Njoku | Finance & Budget Committee | x |  |
| Steve Washington | Affordable Housing Sub-Committee | x |  |
| **Church Staff** |  |  |  |
| Anthony Brownlow | Budget Analyst | x |  |
| Lawrence Clark | Interim Church Administrator | x |  |
| Nancy Doswell | Assistant to the Pastor | x |  |
| Meloney Driver | Facilities Manager | x |  |
| Rev. Judy Fentress-Williams | Assistant to the Pastor | x |  |
| Rev. Barbara Florvil | Assistant to the Pastor | x |  |
| Joyce Garrett | Music & Worship Arts | x |  |
| Rev. Marla Hawkins | Assistant Minister | x |  |
| April Hicks | Ministry Program Director | x |  |
| Shelena Hollinger | Human Resource Director | x |  |
| Jeff Jackson | Audio Visual Manager | x |  |
| Delharty Manson | Finance | x |  |
| Milton Miller | IT Manager | x |  |
| Verna Payne | Culinary | x |  |
| Dr. Sedric Roberts | Dir. Finance | x |  |
| Carla Welbourne | Communications Director | x |  |
| Lolita Youmans | Assistant Church Administrator | x |  |
| **Guests** |  |  |  |
| Lisa Bell Dial | Member | x |  |
| Earnestine Easter | Deacon | x |  |
| June Monterio | Deacon | x |  |
| Margaret Savage | Nominating Committee | x |  |
| Larry Sherrod | Deacon | 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, and asked all to sign in and a verbal record was taken for Council Directors. Corrections/Additions to the agenda: Affordable Housing (AH) Committee Chair Sidney Evans will present in place of Vice Chair Charisse Hines under item 6A and the Church Administrator will provide a brief report. Agenda accepted with changes via unanimous consent.

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

Ecclesiastes 3:1-2, To everything there is a season and a time for every purpose under heaven. As we attend to the work of the church, be mindful that it may be our calling to simply do one thing for our entire time of service and it’s not our job to see it through. Ultimately its God’s job to hold all seasons, all our time, and all our work together.

1. Reading of Minutes Secretary Osborne

**Action:** Chair Wesley asked the Council to provide comments and a motion to accept the Feb 13, 2019 minutes. Dir. Monterio, Jr. moved, and Dir. Jordan seconded to accept the minutes as presented, approved.

1. Pastor Reports……………………………. Chair Wesley

Housekeeping Items: Chair Wesley wished the Council Happy 1st Year Anniversary.

1. Easter 2019- Chair Wesley thanked Mission Programming, Deacons, AV, and all ministry teams for their support. Dir of Finance Roberts stated the cost is under $150k and April Hicks stated the seat count is around 3500. Saturday night is the kids’ program and 6:00am Sunrise Service will both be held at ASBC.

**Questions:** Dir. Easter asked about overflow, Chair Wesley responded doors open at 9:00am, no overflow available, a list of other church’s services for 11:00 will be provided and a parting gift bag will be distributed as an apology.

1. HBCU Festival Operations – April Hicks stated registrations totaled 19,000 (10,000 actually attended), 2020 possible dates (Jan 18th and a March date), and Feb 2020 dates are not available due to lack of needed hotel room nights (unable to compete with other events). The Jan date allows schools to continue to award scholarships.

**Questions/Reflections**: CC Hawkins stated the HBCU Festival was outstanding, recommended uploading student info (transcripts, etc.) to allow schools to preview information because of a backlog of students waiting to interview. Ms. Hicks indicated the pre-view capability exists and will be used next year and 1700 students were interviewed. CC Berry observed some students were not signed in early enough for the opening ceremony at 8:00am. Ms. Hicks stated out of 11,000 attendees, 2,500 were seniors and many lessons learned will be considered for next year. Dir. Easter asked has consideration been given to select an inclement weather date? Ms. Hicks stated there is event insurance in the event of inclement weather. Chair Wesley stated a March date impacts the school’s ability to award scholarships. CC Owens asked if we plan to use the same event management team next year? Ms. Hicks stated it is under review. Dir. Jordan asked what was the total amount of scholarships awarded? Ms. Hicks stated $11.6 million was awarded.

1. Council Evaluation – Dir. Monterio Jr. reminded the Council that Dr. Stacia helped stand up the Council and will assist with the Council Evaluation. The Evaluation Tool is under development, and electronic survey will be distributed, four groups of participants to respond to core questions, then each group will have unique questions based on their interaction with the Council.

1. Group 1- Directors (Past and Current)

2. Group 2 - Standing Committees

3. Group 3 - External leadership (church managers and staff, etc.)

4. Group 4 – Members (10 – 15)

A unique identifier will be assigned to each participant, Ms. Stacia’s assistant will know who the identifier represents to ensure we receive feedback (follow-up purposes), raw results will be provided to the church. Questions to include meeting management, flow of meeting, relevance, good use of time, and 3 achievements. The goal is to distribute the survey by April 1st, survey responses due by April 15 (2 weeks), May - detailed analysis of findings, followed by recommendations and a report.

**Questions:** Dir. Shaw asked who selected the people for group 4? Dir. Monterio Jr. replied they have not been selected yet, he will speak to Chair Wesley and may seek input from the Council. Dir. Osborne asked will there be space to write-in an observation or a concern that is not listed amongst the survey questions? Dir. Monterio Jr. stated some replies are ratings, some questions are essay format and there is an extra question for anything else. Chair Wesley asked to have additional comments forwarded to Dir. Monterio Jr. and we will review survey feedback during the Council Retreat in June/July and make the necessary adjustments. Chair Wesley asked Council members to be honest because our core principles include transparency. CC Johnson suggested one way to validate the survey instrument is with Council input. Will the process and instrument (questionnaire) be circulated for feedback from Council Directors? Chair Wesley replied it will be distributed in advance with a quick turnaround.

1. Mid-Year Retreat – Dir. Shaw asked if Chair Wesley could provide possible retreat dates for June & July? Chair Wesley replied if the summer does not work then it could be more appropriate in the fall.
2. Strategic Planning Ad Hoc Committee – Dir. Monterio Jr. stated a detailed proposal/plan/goals will be presented at the April meeting with a draft plan due in October-November. Chair Wesley asked Committee Chairs to identify committee representatives to participate on the Strategic Planning Ad Hoc Committee. Chair Wesley also stated we are looking for process people as well to run the process. Dir. Lloyd asked what is the timeframe for the plan, 3yrs, 5yrs? Chair Wesley replied 5 yr. plan (2020-2025).
3. Mid-Year Meeting Agenda – Chair Wesley stated the Mid-Year church meeting (Affordable Housing & Building) will include pressing issues and the Annual Meeting will include full reporting.

**Action:** Chair Wesley asked Directors to be prepared to discuss the Mid-Year agenda at the April meeting.

1. Documents - Conflict of Interest (COI), Non- Disclosure Agreement (NDA), Ethical Conduct (EC) documents are available to be signed tonight
2. Assistant Church Administrator Hiring – Chair Wesley welcomed our new Assistant Church Administrator (Deacon Lolita Youmans) aboard.
3. Church Administrator (CA) Initiatives

1. Documented copyright compliance based on the exposure over the internet, public venues,

etc.

2. Text-to-Give – Quick way to give/make contributions to the church via an iPhone app. This would assist with collecting the offering at the off-campus venue for Easter.

3. Migrating from ACS to Blackbaud- Provides more functionality.

4. Security & Safety Sub-committee

5. Retreat Policy – Standardize retreat policy, make cost uniform and predictable for the

budget.

1. Committee Briefings

a. Finance and Budget (F & B) **…………………………………………….…….** CC Hawkins

Task Completed:

1. Financial Advisor Study Recommendation (sent out 9 proposals, 4 responses received)
2. 1st $200k Debt Reduction payment made

Task in Progress:

1. Policies – Strategic, Investment, and Financial Operating Procedures
2. 2020 Budget
3. Security Guard Contract - $300k a year for past 10 years, currently operating month-to-month,
4. Sub-committee support – Affordable Housing, Building 312, Church Security Policy

Challenges:

Potential Funding for Building Committee, Affordable Housing

Recommendation: Award Feasibility contract to Deloitte to be discussed further in closed session.

**Action:** CC Johnson moved, and Dir. Jordan seconded to accept the B & F Report, approved

b. Treasurers Report as of Jan 31, 2019 - Jeff Owens (Treasurer)

1. Balance Sheet – comparing ‘19 to ‘18, decrease in liabilities $1,036,997 & increase in net assets of $3.1 million for a net increase in net assets of $3.08 million.

Total Liabilities $ 13,214,032

Unrestricted Net Assets $ 26,630,407

Temp Restricted Net Assets $ 1,003,971

Total Liabilities & Net Assets $ 40,848,363

1. Income Statement –

Total Revenue $ 991,904

Total Expenses (including capital expenditures) $ 971,447

January net loss - $12,067, due to church closed for snow weekend

1. Pastor Weekly Snapshot as of Mar 10, 2019

Tithes & Offerings $ 390,174

Actual vs Budget $ 306,747 vs $ 319,711 YTD

Attendance- On-line and physical attendance reviewed

**Questions:** CC Berry asked about Poor Saints deficit for January? Treasurer Owens responded we supported those impacted by the government shutdown via Poor Saints. CC Hawkins observed the children attendance was missing from the count. Chair Wesley would follow-up. Dir. Shaw asked what was the total amount donated for Seek 2019? Treasurer Owens responded $156,000.

**Action:** Chair Wesley asked for general consensus to accept the Treasurer’s report,

approved

c. Human Resources – no update for the open positions…………………………CC McWilliams

d. Governance & Legal CC Johnson

Task Completed: CC Johnson stated three documents were distributed three weeks ago with no

feedback received. CC Johnson asked the Council to accept the Conflict of Interest (COI) Policy by unanimous consent, approved. CC Johnson asked the Council to accept the Non-Disclosure Agreement (NDA) Policy by unanimous consent, approved. CC Johnson asked the Council to accept the Ethics Conduct Policy by unanimous consent, approved. Next steps include CC Johnson and Chair Wesley signing the policy and all members signing the three forms at the end of the meeting and provide them to Council Secretary Osborne.

**Discussion:** Chair Wesley wanted to ensure Council Directors had an opportunity to reflect on the COI for disclosures because it is a binding document. Dir. Shaw will witness signatures and then her signature must be witnessed. Chair Wesley asked that we receive all signatures by Friday. Chair McWilliams asked that the NDA is signed tonight which does not require a witness. CC Berry asked Governance to witness the signatures. Agreed

**Action:** Chair Wesley asked that the COI, NDA, and Ethical Conduct documents are signed during the break between open and closed session. Dir. Osborne asked if the committee members are also required to sign? Chair Wesley replied he would ask Committee Chairs to handle follow-up to obtain signatures from their committee members.

e. Stewardship Committee……………………………………………………………...CC Owens

CC Owens stated the consultant agreement and deliverable announcement was sent by Generis, no comments received. After a brief discussion, CC Owens moved and Dir. Monterio Jr. seconded to accept the Generis contract not to exceed $10,000 and to approve the CA to execute the contract. Approved

1. Property & Facilities (P & F).………………………………………………………... CC Berry

Tasks in Progress: CC Berry stated P & F committee is working with F & B committee on the capability to purchase Building 315, potential sale of Lot 509 Henry, Safety & Security Policy initiated by CA, and working with April Hicks regarding Easter off campus location.

**Questions:** CC Hawkins asked about the status of the open position for Dir. of Security? CA Clark stated once the draft Safety & Security Policy assessment (needs - critical and uncritical) is provided, a job description will be written, and the position advertised.

**Action:** Chair Wesley stated when we envisioned what God was calling to create, it was the idea that the Council would be the final governing body of the church which means that we are held responsible for just about all the operational matters within the Church, as any Board of Directors would be. The Council as Directors should be informed and aware of the operations of the church and therefore, in line with our core principles of transparency, and Council Directors can be present at any committee meeting of the Council. The Directors have the authority and the responsibility as the ones elected by the church to attend all meetings.

1. Ad Hoc Committee for Affordable Housing (AH) **………………………………...** ChairSidney Evans

CC Evans thanked the Council for the opportunity to serve and thanked Nancy Doswell for the admin support provided.

Task Completed: Weekly meetings have been held since Jan 23rd (over 200 hours) and meeting with City of Alexandria (Helen McIlvaine and Eric Keeler) to fully understand their position.

Tasks in Progress: Working on Olde Town West Housing Assistance Payment (HAP) contract with CA Clark. The city AH project has been slated for 2020 to obtain Tax Credits. That’s where you leverage equity, borrowing power to make the project financially attractive. Committee priorities include hiring an AH Attorney and creating a Request for Qualifications (RFQ) to answer questions regarding budget, pre-development costs, timing, schedule and financial feasibility for a developer.

Discussion & Next Steps: Recommendation is to hire Klein Hornig Law Firm (Erik Hoffman) and obtain approval for RFQ. Chair Wesley thanked Chair Evans and the committee for their efforts to date. CC Johnson stated G & L received the RFQ and will forward it to the F & B committee which is the process. F & B and Governance have agreed to complete the review with comments within 3 days. Chair Evans stated the urgency is based on the city timetable of pre-development application needed by May 15th which allows the church to keep the project going without using church money. Dir. Jordan stated to meet the tax credit deadline of March 2020, the application needs to be submitted by Nov 2019. The City of Alexandria suggest the developer would help the committee complete the application. Chair Wesley asked when is the pre-development loan due acknowledging the church has not approved the project?

**Action:** Chair Wesley asked the Procurement and Gov & Legal committees to look at the RFQ developer request in parallel to make final changes. CC McWilliams requested, going forward, that the presentation include a full schedule from the city, so we can better understand the urgency. Chair Wesley asked that the schedule be made available via Nancy Doswell to be posted on SharePoint drive. CC Johnson asked for a copy of the checklist that was mentioned in the presentation. Chair Wesley stated all items will be posted on SharePoint. Dir. Shaw stated most of us still do not have access on SharePoint. Chair Wesley asked Ms. Doswell to take the action with Milton Miller to resolve the SharePoint access issues.

1. Building Committee (BC) Sub-Committee…………………………………………. Deacon Garrett

Deacon Garrett stated most of the presentation will be made by Andrew Cheng (Architect) and Mary Catherine Gill, Bud Hart, and Gene Edgecombe are here to provide support. This follow-up presentation is because the Council asked the team to study the possibility of two levels of parking due to the water volume. The team consulted representatives from the areas most impacted (children and youth, Sunday School, music and scheduling) by the proposed changes. The current design calls for 1800 seats, 208 parking spaces (two levels of parking) at a cost of $88 million (out to 2021) versus the previous amount of $98 million. The storage area would remain six parking spaces, and the existing sanctuary floor would be leveled and used as multipurpose and lounge space. An upstairs floor would be added to the existing sanctuary to create a much larger multipurpose room. Lecture auditorium space (currently the balcony) would remain. Due to the increased parking, the chapel use restrictions could be lifted. Option D provides more parking but no major design changes.

**Questions:** Chair Wesley asked about the time-frame where the church needs to give authorization to move forward? We can’t go to the city before we have approval from the church. Mr. Cheng responded it would take two months to get to the level of detail needed. Over the summer, meet with the community, meet with staff to review changes so we can eventually have hearings with the Alexandria City Council by the end of the year. If the project continues without pause, 2020-2021 would be a period of design and documentation including construction and permit drawings. Late 2021, 2022, 2023 and sometime in 2024 is when construction would occur.

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

**Action:** Chair Wesley requested a motion to go into Executive Session to discuss HR and contracting matters only. Only Directors, CA Clark and Assistant CA Youmans will remain. Dir. Wilson moved, and CC Hawkins seconded to enter Executive Session to discuss HR matters only, approved.

**Note:** Chair Wesley exited the meeting due to his recusal from the remainder of the Executive Session agenda items.

**Action:** Dir. Easter moved, and Dir. Lloyd seconded to exit Executive Session, approved.

CC Johnson affirmed that only HR matters, and contract issues were discussed in Executive Session.

1. **Action Items from the Executive Session:**

CC Hawkins moved, and Dir. Shaw seconded to award the contract for Financial Feasibility Study to Deloitte, approved.

CC McWilliams moved, and CC Johnson seconded to set the 2018 performance bonus at 9%, approved.

B & F and Gov & Legal to review engagement letter for the Affordable Housing Attorney.

1. 10:50 Meeting adjourned …… Chair Wesley

Attachments:

Agenda, Council Meeting Minutes – Feb 13, 2019, Treasurer & Committee Reports, Technical Eval &

Review and Recommendation Award, Building Committee, Ad Hoc Committee for Affordable

Housing, RFQ,

Respectfully Submitted,

Shelvee H. Osborne

Shelvee Osborne, Secretary