

All Saints' Beverly Hills

Minutes of Special Meeting of Vestry

On September 24, 2017

Attendees:

Clergy: Steve Huber

Vestry: Theresa Amy, Joe Becci, Bob Craft, Chris Cook, Susan Humphreville, Ruth Loomis, Jean-Marc Madelon, Dennis McGuckian, Sydney Nichols and David Van Iderstine.

Staff: None

Excused/Absent: Ken Sulzer, Maggie Reid

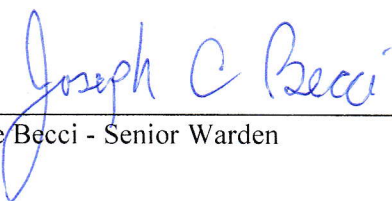
Joe Becci called the meeting to order at 12:43 pm.

Steve Huber led the group in an opening prayer.

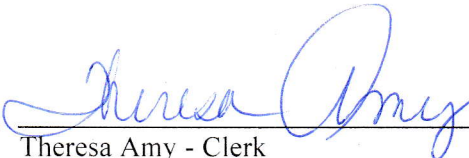
Joe Becci announced that a quorum was present and turned the podium over to Steve Huber.

Steve Huber proposed that the group meet in Executive Session, which was unanimously approved. The remainder of the meeting was held in Executive Session. The attached resolution was approved with one abstention (Madelon) and one opposed (Van Iderstine).

Steve Huber led the group in a closing prayer. The meeting was adjourned at 1:55 p.m.



Joe Becci - Senior Warden



Theresa Amy - Clerk

RESOLUTION OF THE VESTRY OF ALL SAINTS' PARISH (the "Church")

September 24, 2017

BACKGROUND

The senior warden and rector, with the consent of the officers, brought an issue concerning vestry e-mail communications to Canon David Tumilty, chief of staff and executive officer for operations of the Episcopal Diocese of Los Angeles ("EDLA"). Canon Tumilty recommended we contact one of the vice chancellors of the EDLA for further advice. The chancellors oversee the legal affairs of the diocese.

The senior warden contacted Vice Chancellor Julie Dean Larsen to describe the situation.

The response from the vice chancellor was swift and conclusive. She stated in an e-mail reply: "I recommend shutting down all e-mail communications about vestry work. You can hand out official packets to prep for the meetings, and e-mail about meeting times; BUT NOTHING of substance should be allowed by any member to any other person. The minutes of the meetings are the official records [along with] the packets prepared for the meeting." She added, "[e-mails about Vestry business] could create liability issues for the Vestry. Calling one e-mail attorney-client privileged doesn't make it so and it certainly doesn't insulate them all. As a practical matter, no EDLA committee or corp does business via e-mail unless there is an emergency between meetings and the President allows and the rest of the group agrees."

Further, the vice chancellor wrote: In "The Episcopal Church" ("TEC") meetings are governed by Rules particular to the Parish, Diocese and by Robert's Rules where not modified. Under all of these, the agenda for a meeting of a body of the church is controlled by the Chair/Presiding officer of the meeting. If you allow anyone to contact the body and raise an issue, they are usurping the power of the Chair to set the agenda for the next meeting, they are inviting a "private" discussion amongst members which undermines transparency, and they are undermining the collegiality of the group. The only way for an individual to raise an item for discussion is to ask the chair to place it on the agenda or make a motion at the meeting to add it to the agenda. Materials to support the issue also must go through the Chair and all materials should be distributed to the group prior to the meeting and reviewed prior so no one wastes time asking questions that are in the materials. Minutes of the meeting should only reflect votes, actions, and the fact there was a discussion, not the actual discussion because it can never be fairly characterized. Debate at the meeting is controlled by the Chair and once a member has spoken, he or she should not speak again on an issue unless asked a question. The Chair should try and achieve balance in the discussions."

RESOLUTION

WHEREAS, following counsel from the vice chancellor of the EDLA, the senior warden drafted a new e-mail communications policy, which was reviewed by the vice chancellor, at which time several small changes were recommended and incorporated;

And WHEREAS on August 31st, a conference call between the Rector and Officers was held to discuss the proposed new e-mail communications policy, and during that call it was unanimously agreed that the policy should be implemented immediately, with the policy being distributed via e-mail on September 4th, which is attached;

NOW THEREFORE, IT IS RESOLVED:

The Vestry formally affirms the new **Vestry e-mail Communication Policy** (attached) distributed on September 4th as the official policy of the All Saints' Vestry.

Vestry e-mail Communications Policy

September 4, 2017

After receiving counsel from The LA Episcopal Diocese Vice Chancellor, we will immediately implement the following policy changes regarding e-mail communications.

No e-mails regarding on-going or proposed Vestry business or other Vestry matters shall be sent. Documents regarding Vestry matters shall be presented at Vestry meetings only. The only exceptions are listed below. Also, any documents NOT intended for attachment to the Vestry meeting minutes shall be marked "ASBH CONFIDENTIAL" and presented at the Vestry meeting in paper form. The intent of this policy is to restrict important Vestry business discussion to the Vestry meetings where all appropriate rules of order and procedures will be observed.

The only exceptions to this policy are e-mails intended to prepare Vestry members for upcoming meetings (otherwise known as the "board packet"):

- Meeting agendas for Vestry, officer meetings or sub-committee meetings - (only e-mail replies to discuss scheduling matters permitted). If you wish to request the addition of an agenda item, please contact the Rector or a Warden via verbal communications.
- Draft Vestry minutes from the previous meeting (replies and discussion via e-mail permitted).
- Financial statements - (discussion or replies via e-mail not permitted)
- Proposed motions - (discussion or replies via e-mail not permitted)
- Committee reports - (discussion or replies via e-mail not permitted)

If you have questions about the materials submitted in preparation for a vestry meeting, please contact the author of the material by verbal communication.

This policy is not intended to halt incidental, non-Vestry related discussion. Examples include:

- Occasional updates or requests regarding general parish life (e.g., suggestion that the Vestry signs a thank you card to a parishioner, success of a new social justice ministry) - (replies permitted as long as they do not include Vestry business items)
- Parish life updates from the Rector (e.g., personnel changes, program updates) - (again, no replies regarding Vestry business items)

The Presiding Officer (Rector Steve Huber) may grant exceptions to this policy.