

**St. Francis Episcopal Church
December 16, 2025 Vestry Meeting**

The Vestry convened on-line on Tuesday, December 16, 2025, at 7:30 p.m., Fr. Mark presiding. Members attending: Mr. Ruf, Senior Warden, Mr. Feagles, Junior Warden, Ms. Byam, Ms. Davis, Mr. Hunter, Ms. Hurdle, Ms. Oleson, Dr. Schneider, Mr. Tester, and Ms. Warren. Also attending: Mr. Smith.

Invocation

Fr. Mark offered an invocation.

Bible Study

Mr. Feagles led the Bible Study on Psalm 118: 28-29 and John 1:14. These scriptures concern how we praise God and thank him for his love for us; and how Jesus came into the world as God's Son to share our life. Mr. Feagles said Christmas is a grand reminder of God's great love for us and the all the services and gatherings are an opportunity to express God's love to one another.

Mr. Feagles closed with a prayer thanking God for the miracle of Christmas and the incredible gift of our Savior Jesus Christ.

Consent Agenda

Fr. Mark presented the minutes of the November Vestry Meeting - no edits were proposed.

Rector's Report

Fr. Mark said the 2026 Pledge Campaign has been quite successful, and a few more pledges are expected in December.

Parsonage Housing Allowance

IRD rules allow Fr Mark to designate a certain amount of his cash salary as a "parsonage allowance," an amount limited by the difference between the furnished and unfurnished fair market rental value of the rectory. Ms. Sue Tendall, who is a real estate agent, updated the valuations last summer.

Fr Mark is requesting a change in the amount set aside for parsonage allowance for 2026 to \$9,600 per annum. This change does not impact the bottom line of the budget, but it does adjust funds between categories.

Fr. Kirby's Honorarium

St. Francis will pay Fr. Kirby the standard honoraria when he preaches, teaches adult forum, and covers services when the other clergy are away. Father Mark's estimated total for these honoraria for 2026 is \$7250.

Capital Reserves

The 2025 operating budget added \$75,000 to the capital reserve funds, as the Finance Committee recommended. For 2026, we project that \$150,000 can be allocated from operating budget to the

capital reserve. Mr. Feagles said this was appropriate and necessary to ensure the church has sufficient money in the capital reserve fund for planned, future expenses like replacement of the air handler in the church, as well as any unplanned needs.

Zion Church Lease

Zion has decided to extend its annual lease on the terms discussed at recent vestry meetings. Ms. Hurdle continues to work with Zion Church on their current use of church facilities, and to handle any requests they make.

Zion Church has requested that the vestry consider moving up the start of their rental time on Sundays, extending the summer worship schedule on Sundays, and installing a second TV monitor on the south wall of the church.

The rector and wardens do not recommend these changes, and no vestry member spoke out in support of them. The vestry noted that the current TV monitor needs to be remounted in a way that allows it to be more flush to the wall.

Vestry Retreat

Fr. Mark will poll the Vestry on-line for their preferences in scheduling the annual Vestry Retreat.

Stewardship Campaign

Mr. Hunter said this year's Stewardship Campaign has been a success, with several unexpected gifts being submitted. The 2026 operating budget is based on the pledges received as of this meeting.

Staff Transitions

Mr. Preston Cherouny, the new church administrator, who begins in January, has suggested church offices be opened on Mondays and closed on Fridays. This is in part because many Federal holidays fall on Mondays when church offices are usually closed.

Church Organ

Fr. Mark said that a trumpet stop in the organ's swell division is in need of replacement, and John Widmann has asked Whitesel Organ Company for an estimate for the work. This will require vestry approval, but will be funded from the balance of the funds designated for the organ replacement (\$10,493).

He reminded the vestry that other organ stops and components will gradually wear out. Our decision to replace our 1978 organ with a hybrid instrument in 2025 involved an ongoing commitment to repair and replace these components over time, so that as much of the original instrument as possible can remain functional. The total costs for these upgrades and replacement components have yet to be determined.

Motion to Approve Items on the Consent Agenda

Ms. Warren made a motion, seconded by Dr. Schneider, to approve the items on the consent agenda. The motion carried unanimously.

Glenolden House Updates

Fr. Mark said various updates, improvements, and renovations have been made to the Glenolden House, including weatherizing the porch and updates to the bathrooms, stairs, and basement for the Tester family to move in.

Motion to Approve the Renovations to Glenolden House

Ms. Warren made a motion, seconded by Dr. Schneider, to approve the Vestry's vote on-line on December 9, 2026 for the church to make various renovations to Glenolden House. The motion carried unanimously.

Articles of Incorporation and By-Laws Revision

Mr. Feagles explained that St. Francis needs to approve Articles of Incorporation and to amend the Parish Bylaws to conform with the provisions of the Maryland Corporations Act to comply with the Maryland General Assembly's recent decision to abolish portions of the Maryland Vestry Act that had previously governed Episcopal churches. Once the Articles of Incorporation have been filed, we will register with the state as a non-profit religious corporation. The action will be taken by the congregation at the Annual Meeting in January. The Vestry is asked to review and approve these changes in advance.

Under the changes, the official name of the congregation will be "the Vestry of St. Francis Church, Potomac Parish" (the name in which most of our property is deeded), while the parish will continue to be known as "St. Francis Episcopal Church, Potomac Parish." The vestry will also need to designate a trustee each year (either the rector or one of the wardens).

The changes also define who may vote for members of the vestry and the vestry's terms of service. The Maryland Corporation By-laws requirements change the voting age for parish elections from 16 to 18.

The bylaws changes also specify that a vestry member not present is presumed to have voted in the affirmative on resolutions unless he or she gave specific direction to the contrary. The bylaws specify that the vestry alone may disburse parish funds, which will likely require an approval vote for expenditures requested by parish committees (like the outreach committee). The changes also give the vestry immunity from liability.

The church will publish information about the Articles of Incorporation and Bylaws changes prior to the Annual Parish Meeting.

Another change in the Maryland Corporation Law requires St. Francis to have its own Federal Tax identification number for tax filings and any lawsuits. Previously, St. Francis had used the Diocesan Tax ID, but this had created problems with the church's account at PNC Bank.

Motion to Approve the Recommendations for the Draft By-laws of Incorporation.

Mr. Feagles made a motion, seconded by Mr. Ruf, to present these changes at the annual parish meeting on January 22, 2026. The motion carried unanimously.

Rector's Health Insurance Policy

The vestry went into Executive Session to discuss a request from the Rector that the amount allocated to his Health Savings Account be increased, owing to changes in the policy coverages that have significantly increased out-of-pocket costs for copays and deductibles for his family.

The vestry voted in Executive Session to amend the operating budget by increasing the amount allocated to the Rector's Health Savings Account to \$5000.

Motion to Amend the 2026 Budget to Transfer Money \$170,000 to the Capital Reserve

Mr. Feagles made a motion, seconded by Mr. Tester, to amend the 2026 budget draft to transfer \$170,000 of the expected balance to the Capital Reserve. The motion carried unanimously.

Motion to Approve the 2026 Budget.

Mr. Feagles made a motion, seconded by Mr. Tester to approve the 2026 Budget, as amended. The motion carried unanimously.

Financial Report

Mr. Tester, treasurer, said the church currently has a \$100,000 budget surplus that includes money from pledged and non-pledged gifts. This includes \$17,000 taken this year from the Legacy Fund. Mr. Tester said the finance committee will decide on the investment allocation mix for 2026 in the Schwab account.

Motion to Approve the December Financial Report.

Mr. Ruf made a motion, seconded by Mr. Hunter, to approve the financial report. The motion carried unanimously.

Motion to Adjourn

Ms. Hurdle made a motion, seconded by Mr. Ruf, to adjourn. The motion carried unanimously.

Adjournment

Fr. Mark led the Vestry in the closing prayer:

Keep watch, dear Lord, with those who work, or watch, or weep this night, and give thine angels charge over those who sleep. Tend the sick, Lord Christ; give rest to the weary, bless the dying, soothe the suffering, pity the afflicted, shield the joyous; and all for thy love's sake. Amen.

Respectfully submitted,

Les Smith
Clerk