

**Diocese of Milwaukee
Executive Council Minutes
February 1, 2022 6:30 p.m. via ZOOM**

Roll Call was taken.

Present: Bishop Jeffrey Lee; the Rev. Joel Prather, Vice-President of the Executive Council; the Rev. Jana Troutman-Miller, President of the Standing Committee; Ms. D'Arcy Becker; the Rev. Steve Capitelli; the Rev. Don Fleischman; Dr. John Johnson; the Rev. Pedro Lara; the Rev. Pippa Lindwright, President of Commission on Ministry; Ms. Judith Miller; Mr. Roger Mukasa; Ms. Janice Pauc; the Rev. Debra Trakel and Mr. John Vogel

Others present: Ms. Caroline Senn, Financial Controller; Ms. Jill Heller, Executive Director of Trustees of Funds & Endowments and Mr. Mark Ehrmann, Esq., Chancellor

Absent: Mr. Mike Weber, Diocesan Treasurer and the Rev. Scott Leannah, Canon for Ministries

Guests: The Rev. Geoffrey Ward, President of the Board of Directors, DeKoven and Ms. Lynn Biese-Carroll, Executive Director, DeKoven

At 6:35 p.m. Rev. Joel Prather called the meeting to order.
Since it was the initial meeting of the EC in the new term, he asked those present to introduce themselves – parish and family and previous/current involvement in the diocese.

**November 2, 2021 EC Minutes and Minutes from the Special Executive Council Meeting
December 21, 2021**

The Rev. Joel Prather asked if there were any additions, deletions or changes to the Executive Council minutes of the November 2, 2021 EC meeting and the December 21, 2021 Special Executive Council Meeting.

***Mr. John Vogel moved and Dr. John Johnson seconded that the Executive Council minutes of the November 2, 2021 EC meeting and the December 21, 2021 Special Executive Council Meeting be approved as presented. The motion carried.

Update from Bishop Jeffrey Lee

Bishop Lee updated the EC on the Trialogue (potential reuniting of Eau Claire Diocese, Fond du Lac Diocese and Milwaukee Diocese into one diocese).

--It is a time of exploring and flushing out practical details.

--Our diocesan members on the Steering Committee are: Mr. John Vogel, the Rev. Jana Troutman-Miller, Bishop Jeffrey Lee and the Rev. Scott Leannah.

--7 (seven) Task Forces were formed with members from each diocese and are ready to gather data about/on:

Prayer; Parish and Regional Engagement; Culture; Location, Place, and Staffing; Finances; Constitution and Canons; and Communication.

--Having approved the diocese's participation in the venture, the role of the EC, for now, is staying informed and tracking what is being done.

Bishop Lee also noted that:

--He is Co-chair of the House of Bishop's legislative committee for Prayer Book (BCP) revision.

--He is teaching a class on liturgy at Union Theological Seminary in New York.

--He is involved in the evolving staffing at Nicholson House. Though large farewell parties are still not possible, he is hoping to collect, from parishes, photos and cards for a book of memories for the retiring Ms. Barbara Klauber and Ms. Patty Jaffke.

Constitution and Canons

Mr. Mark Ehrmann, Esq., diocesan chancellor and corporate attorney, briefly walked through the Constitution and Canons focusing on the sections pertinent to the Executive Council.

He noted that:

--The Constitution acts like the articles of a corporation.

--The Canons act like the bylaws of a corporation.

--Article XIV of the Constitution notes that the Convention is the body creating and defining the powers and duties of the Executive Council.

--Canon 7, in its seven sections, covers the character, duties and membership of the EC along with its meetings and the terms of its membership.

Update on Haiti Project

The Rev. Jana Troutman-Miller, President of the Standing Committee, summarized the history of the Haiti Project transfer to the Standing Committee and the management decisions made by the SC.

She noted the current plan in process – meeting with the Lombard Mennonite Peace Center for guidance in Intentional Decision Making.

She invited any interested EC members to contact her regarding attending the meeting (Thurs, Feb. 24th via Zoom), as well as indicating if he/she would consider taking on the mantle of liaison to the Haiti Project.

Financial Reports

Ms. Caroline Senn, the Financial Controller, noted that, though the business model of the Episcopal Diocese of Milwaukee (EDOM) is not huge, it is complex. She presented the Budget vs. Actual: 2021 Budget; the Balance Sheet Comparison (2020/2021) and the Profit and Loss Comparison.

There were no questions.

***Mr. John Vogel moved that the Executive Council accept the December financial report. The Rev. Don Fleishman seconded it. The motion carried.

Parochial Reports and PPP Forgiveness

Ms. Caroline Senn, the Financial Controller, also brought to the Executive Council a concern, expressed by the Finance Committee, regarding the placement of the “forgiveness of the loan” from the PPP in the Parochial Report and its future impact on the parish assessment. She suggested an advisory letter.

***Ms. D’Arcy Becker moved that the Executive Council follow Ms. Senn’s suggestion that the Bishop’s office send a letter regarding the proper recording of the PPP loan and its

forgiveness.

Without a second, a discussion, including clarification of terms (instruction vs. advisory) and the exact process and recording of the PPP loan and its forgiveness, ensued.

***Finally, Ms. D'Arcy Becker reframed the motion that a letter of instruction be sent from the Office of the Bishop (Finance Controller/Bishop) to the parishes of the Diocese, regarding the placement of the PPP and its forgiveness, that it is not included in the operating account, therefore not part of the assessment calculation, now and in perpetuity. Dr. John Johnson seconded it. The motion carried.

Severance Packages

Ms. Caroline Senn brought to the EC the severance packages for Ms. Barbara Klauber and Ms. Patty Jaffke. She noted:

--For the majority of their employment, EDOM did not contribute to pensions for them; recently the contribution by EDOM was at half the rate applicable to clergy.

--Both retirees were consulted regarding the severance package. Ms. Klauber opted for the continuing of her salary and health premiums until December 31, 2022; Ms. Jaffke opted for the continuing of her salary through 10 months of 2022 and the residual paid in January, 2023.

--Retirement agreements, drafted by the Chancellor, will include all the usual releases and indemnities in exchange for the severance amounts.

A brief discussion noted that:

--The packages are generous, well-reasoned and appropriate.

--The use of the word "severance" seems pejorative; retirement package seems more appropriate.

--This situation, regarding the lack of appropriate pension plans for staff, should not be repeated.

***Ms. D'Arcy Becker moved that the retirement packages, as presented by Ms. Caroline Senn, be approved. The Rev. Debra Trakel seconded the motion. The motion carried.

EDOM Compensation Review

Ms. Caroline Senn, on behalf of the Finance Committee, submitted an EDOM Compensation Review document and was requesting the support of the Executive Council to proceed with the analysis.

**Ms. D'Arcy Becker and Dr. John Johnson recommended that the EC approve and give its overall support of the Finance Committee embarking on the analysis. It is noted in the minutes that the Executive Council gave this approval.

Update from Canon for Ministries – written report in drop box

The report covered:

--transition ministry (new clergy placements and parishes in the search process)

--ministry to clergy (mentors, "New Beginnings," individual and group meetings)

--diocesan life (Diocesan Resource Team, Parish Support Team, Sunday visitations)

Update – DeKoven Center

The Rev. Geoffrey Ward presented a power point on the DeKoven Center noting:

--the scale of the property, 110,000 square feet

--the high functioning committee members

--the professional event planning staff for both retreats and weddings

--the first audit in 180 years

--the varying sources of income

He feels it can become the “Smithsonian of the Episcopal Church.”

He explained that the relationship with the Racine community was positive financially and a number of grants were in the offing.

However, he is requesting a Bridge Capital Unrestricted Investment of \$200,000.00 from the Diocese of Milwaukee, the only member of the 5013C, to cover, among other things, the operating costs until monies from the grants materialize. He feels it would demonstrate responsibility and care on the part of the diocese.

An extensive discussion followed addressing:

--the purpose of the monies

--the exact nature (Loan? Grant?) of acquiring the funds

--the need of an analysis of the request following currently set procedures

--that the EC commends the work done at DeKoven and supports assisting DeKoven

******However, Ms. D’Arcy Becker delineated possible steps that should be taken in order for the Executive Council to make a decision regarding the requested funds:

--A formal request for the funds would be submitted.

--The purpose for the funds would be included in the request.

--How the amount of \$200,000.00 was reached would be spelled out.

--It would be noted if the request was for a grant or a loan.

--The request would also indicate if the money was needed all at once or could be distributed over a period of time?

--This request would be reviewed by the Bishop’s Office (Finance Committee, Financial Controller and Bishop Jeffrey Lee).

*****A procedure, of this nature, regarding the DeKoven request for funds, was recommended to and affirmed by the Executive Council.

Final Thoughts:

The Rev. Joel Prather asked the EC to consider possible ways to express appreciation to Ms. Barbara Klauber and Ms. Patti Jaffke who are both retiring after 36 years and 24 years of service respectively.

Bishop Lee called the EC to quiet, offered a prayer and gave a blessing; Deacon Marge said the dismissal.

The meeting was adjourned at 9:03 p.m.

Respectfully submitted,

Rev. Margaret (Marge) M. Kiss

Executive Secretary & Recorder of the Minutes

Appendix I

2022 Executive Council Meeting Dates -- First Tuesday at 6:30p.m. via ZOOM

March 1st

April 5th

May 3rd

June 7th

July 5th

August 2nd

September 6th

November 1st

Appendix II

2021 Norms for Executive Council Meetings

Begin with prayer

Start and end on time

Receive and Review material one week ahead of time of meeting

Respectful communication

- Assume good/best intentions

- Seek to model reconciliation

- Look for the best in others

- Give the best we have

- Gentleness first

Recuse oneself, leave the room and abstain from matters in which one has a conflict of interest

Respect the “confidential nature” of the discussion (Identify if confidential)

All responsible for the process at the table; Pay attention/Be actively engaged

All members of Executive Council are authorized to raise their hand, to call for a pause in the process, and to ask for a moment of prayer from the Bishop

We are always The Church.