

**Executive Council Minutes**  
 Tuesday, February 20, 2024  
 4:30 PM – 7:00 PM  
 via ZOOM

Attendance: Present Absent Excused

Officers:

The Rt. Rev. Dr. Marc Handley Andrus, Bishop and President P  
 The Rev. Kirsten Spalding, Chair of 2024, Class of 2025 (Convention) P  
 Leigh Flesher, Vice Chair, Class of 2026 (Peninsula) P  
 Peter Fairfield, Secretary, Class of 2024 (Convention) P

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| Class of 2024                             | Class of 2025                           |
| Bruce Morrow (Alameda) E                  | Vance Frost (Marin) P                   |
| The Rev. David Erickson (Convention) P    | Carolyn George (Convention) P           |
| Bill Burrell (Marin) P                    | The Rev. John Kirkley (San Francisco) P |
| Michael Diamond (Peninsula) P             | The Rev. Will Scott (Alameda) P         |
| Mary Frances Leopold (Southern Alameda) P | Jim Wiant (Contra Costa) P              |
| Class of 2026                             | Bishop's Appointees                     |
| George Strait (Convention) P              | Tish Busselle (2026) P                  |
| AnnaMarie Hoos (Convention) P             | Bruno Peguese (2024) P                  |
| Christine Benson (San Francisco) P        |   |
| Justin Cannon (Southern Alameda) P        |   |
| Todd Bryant (Contra Costa Deanery) P      |   |

Ex-officio members:

The Rev. Brother Richard Edward Helmer, Secretary of the Convention P  
 Lane Ringlee, Treasurer of the Diocese P

Diocesan Staff:

The Rev. Canon Debbie Low-Skinner, Canon to the Ordinary P  
 The Rev. Michele Racusin, CFO P  
 Canon Amy Cook, Canon for Faith Formation E  
 Canon Stephanie Martin Taylor, Canon for Communications P  
 Canon James Forsyth E

Other attendees:

Canon Christopher Hayes, Esq. Chancellor of the Diocese P  
 The Ven. Carolyn Bolton, Standing Committee P

4:33 PM Chair Spalding opened the meeting and asked that the group be divided into small groups for prayer.

4:43 Chair Spalding asked if there were any requests to remove items from the consent calendar. Bill Burrell requested that the December minutes be removed and Secretary Fairfield requested

that the January minutes be removed. After changes were suggested, Bill Burrell moved that the revised minutes and the remainder of the consent items be accepted. The motion was seconded and carried with abstentions as to the December minutes from people who became members as of January 1, 2024.

4:47 Bishop Marc remarked that all was well with the communications between himself and the new bishop elect. The Rev. Eric Metoyer has been selected for the position of Canon for Racial, Social, and Environmental Justice. He will start full time in that position in September. Bishop Marc reminded the group that attendance at the consecration of the new bishop was limited and that registration as soon as possible was recommended.

4:56 A discussion of the RFP for Holy Innocents, Corte Madera, began with Canon Debbie Low-Skinner announcing that, with only nine days left before the deadline, the only proposal that has been presented was one from Swain and Carrs for the removal of the organ.

The EC considered Rev. Kirsten's memo to the Council (2.16.24 Proposed Process for Evaluation of Responses to the Holy Innocents Corte Madera RFP.)

1. Expand the current Committee for Property Disposition and Use of Proceeds to include The Rev. Canon Debbie Low Skinner and at least one representative of the Standing Committee.
2. This new committee will review proposals received based on written criteria (established by the committee and consistent with the RFP) to include:
  1. Is the project viable for supporting the property and the proposed project?
  2. Is the project missional?
3. The committee will make recommendations on proposals to the EC and Standing Committee at their next regularly scheduled meetings.
4. Final decision on disposition of the property must be made by both the Standing Committee and the EC with the approval of the bishop.
5. Final decision on the use of the proceeds (if the property is to be sold) must be made by the EC with the approval of the bishop.

Bishop Marc reminded the group that the deadline is not hard and fast, and that it was intended to elicit ideas and not complete proposals. He also reminded the group that, while the default position on use of proceeds is that they go into the fund functioning as an endowment, the EC may want to entertain new ideas or proposals. Concern was expressed that other parishes may be heading down the road taken by Holy Innocents, and that steps need to be taken soon to prevent such an occurrence. It was mentioned that a book, "Gone for Good," by Mark Elsdon, has been published, on the issue of closing a parish. Vance Frost asked what liability we might have for lack of upkeep on the Holy Innocents property and it was decided that some study would be necessary to answer that question completely.

Decision: Tish Busselle moved that Rev. Kirsten's proposed process of requesting and reviewing responses to the RFP be adopted. The motion was seconded and passed unanimously.

5:24 A short discussion of the parsonage allowance to be paid to the bishop-elect led to a

Decision: Richard Helmer moved the following:

Whereas the Rev. Austin Keith Rios is employed as a minister of the Gospel of the Diocese of California, which although providing a residence for him does not provide the full cost of maintaining and furnishing such a residence, the Executive Council resolves that of the total compensation of \$233,863 to be paid to the Rev. Austin Keith Rios during 2024, that \$90,000 be designated as parsonage allowance within the meaning of that term as used in Section 107 of the IRS Code of 1986.

The motion was seconded and passed unanimously.

After a brief discussion, the EC acknowledged the appointment of the 2024 Program and Budget Committee as follows: Bill Burrell, Bruce Morrow, Michael Diamond, Jim Wiant, Christine Bensen, and Justin Cannon.

It was remarked that no bids had yet been presented for the work to be done on the bishop's residence, but that such would be submitted for approval by the council as they become available.

5:35 Brother Richard Helmer moved that the meeting go into executive session with the bishop and staff present to discuss litigation and real estate transactions. The motion was seconded and passed unanimously. The executive session ended by mutual consent and the chair called for a break.

5:53 Break

6:03 Chair Spalding called the meeting back from break and moved that it go into executive session without bishop and staff present to discuss executive compensation. The motion was seconded and passed unanimously.

6:32 The chair moved that the meeting leave executive session. The motion was seconded and passed unanimously.

Decision: Carolyn George moved that the draft Letter of Agreement between The Episcopal Church in the Diocese of California and the Reverend Austin Keith Rios, Bishop-Elect be approved. The motion was seconded and passed unanimously.

6:35 The chair moved that the meeting again go into executive session without bishop and staff present to discuss executive compensation. The motion was seconded and passed unanimously. The chair moved that the meeting leave executive session. The motion was seconded and passed unanimously.

Decision: The chair moved that the council approve a moving expense to the retiring bishop of \$15,000. The motion was seconded and passed unanimously.

6:54 The chair moved that the meeting again go into executive session to discuss the Bishop Search and Transition Committee Budget with the Rev. Michelle Racusin present.

7:33 The meeting left executive session by mutual consent. Chair Spalding scheduled a meeting for the following week at the same time to continue the discussion. AnnaMarie Hoos offered closing prayers.

### **Action Items:**

The Committee for Property Disposition and Use of Proceeds will follow the decided process to commence its work and consider proposals submitted in response to the RFP for Holy Innocents.

The Chair and CFO will work with the Bishop Search and Transition Committee to prepare for a Special meeting on February 27th to discuss the BST budget.

### **Talking Points**

- The Very Rev. Eric Metoyer has been selected for the position of Canon for Racial, Social, and Environmental Justice. He will begin full time work for the Diocese in September.
- The Council adopted a process to review proposals and make recommendations to Council in response to the RFP at Holy Innocents.
- The following EC members have been appointed to the Program and Budget Committee for 2024: Bill Burrell, Bruce Morrow, Michael Diamond, Jim Wiant, Christine Bensen, and Justin Cannon.
- Council approved a Letter of Agreement between the Diocese and Bishop-elect Austin.