

**St. John's Cathedral
Vestry Meeting Minutes
October 19, 2017**

6:00 p.m. – Vestry Meeting begins

Members Present

John Sefton, Claude Moulton, Joe O'Shields, Martha Cox, Faye Wisner, Patricia Young-Jones, Lindsey Riggs, Bill Fouraker, Robert Hyde, Chris Steilberg

Members Absent

Debbie Baker

Quorum

Yes

Treasurer

Charles Winney

Chancellor

Steve Busey

Clergy/Staff Present

Kate Moorehead, Meredith Cataland, Tina Hutcheson

Clerk

Tina Hutcheson

Devotion

Led by Claude Moulton

Moment of Gratitude

Chris Steilberg thanked Fouad and Karim Zabaneh for doing pledge videos and Meredith Cataland for all of her assistance. Tommy Donahoo thanked Barbara Swindell and Carrie Atkins for coming to the last Vestry meeting and for all of their work as realtors with the Brown House.

Approval of Last Meeting Minutes

Kirk Altman made a motion to approve September's meeting minutes. Faye Wisner seconded the motion. With no further discussion, the minutes were approved.

Bill Fouraker made a motion to approve October's special meeting minutes. Claude Moulton seconded the motion. With no further discussion, the minutes were approved.

Cathedral District-Jax Resolution

Tommy Donahoo introduced the resolution and read portions aloud. He invited any questions or concerns that have not been addressed. Robert Hyde asked about the determination of the loan amount, to which John Sefton explained that it is negotiable. Robert also expressed concern and short-term issues, specifically the chance of losing the prospective buyer and from where the borrower would get closing expenses. John responded that it would be either the developer or as part of the loan proceeds. Robert proposed asking for the maximum available under the loan, and escrow a portion in favor of the borrower against any future cost for the property. Claude Moulton voiced similar concern. There was follow-up discussion during which John explained there was much left to learn and do. Steve Busey agreed and summarized that after all is said and done, if the result is not acceptable, the Vestry can say no.

Kirk Altman made a motion to adopt the resolution from the Finance Committee. Joe O'Sheilds seconded the motion. Claude proposed an amendment to the resolution. There was follow-up discussion during which Tommy called for a second on the amendment, which Bill Fouraker provided. Upon vote of 4 in favor and 7 against, the amendment failed. Tommy called for a vote on the resolution. The resolution passed unanimously.

Nominating Committee

Bill Fouraker explained that the nominating committee would consist of those Vestry members whose terms are coming to completion at the end of this year. Those members are Martha Cox, Robert Hyde, Joe O'Shields and Faye Wisner. One member from each of the other two classes also sits on the nominating committee. Kirk Altman and Claude Moulton volunteered. The chair would be selected by the committee. Bill offered to attend the first meeting for assistance.

Approval of Board Appointments for CAP

Dean Kate introduced two board members submitted by the Cathedral Arts Project for Vestry approval. (See attachment) John Sefton made a motion to approve the nominees. Patricia Young-Jones seconded the motion. With no further discussion, the nominees were approved.

Finance Report

- Pledge Drive – Chris Steilberg reported that there is good energy behind the pledge drive. Meredith Cataland provided update on the financial details of the

drive. There was also brief discussion during which it was reported that there will be a visual in November.

- Budgeting Process - Meredith walked through handouts and gave a brief explanation of the budgeting process so the Vestry members would be prepared if ever asked. Vestry members were invited to the Finance Committee meeting.
- Meredith also provided a brief report on the pledge status.

Reports from Leadership Councils (< 5 mns)

- Outreach – Claude reported on the food packing event. He stated that it was a lot of fun and very successful, having bagged 13,000 bags of food. The PB&J gathering was okay, but not as successful as the packing event. He also stated that they are proceeding with adopting Hendricks Avenue school to provide after-school food. There was brief discussion on school selection.
- Properties – Martha reported that the Rotchford House is not suitable for residential use and she is looking into the commercial leasing options. She also reported on repairs to the roof of The Cathedral School. They are looking at alternatives, but the recommendation is to replace it.
- Parish Life – Patricia reported that they have a meeting coming up on Sunday.
- Development – Dean Kate reported that the Cathedral has a Development Office continuing to function with Meredith, Gloria Miller and herself. She stated that endowment work has been ongoing and contributions are also coming in for the Preserve & Proclaim Fund. She also reported that relatives of those buried in the Bishop's Garden are being invited to come to church on All Saints Sunday and attend a memorial in the garden. Attendees will be invited to donate to the Preservation Fund. Major donor meetings are ongoing as well.
- Christian Formation – Joe O'Shields directed the Vestry to the handout related to goals and the work being done. He reported that adult classes are moving along well. He also mentioned the Philip Jenkins event and upcoming speakers.
- Worship, Music & Art – Faye Wisner expressed the need for a volunteer at the school. There is also a need for a coordinator for receptions and food, etc. She also reported that they are working on streamlining art exhibits and events and receptions.

Dean's Report

Dean Kate reported that things seem healthy overall. She mentioned the success of the hurricane service online streaming which caused discussion with the Bishop of how to handle digital attendance. She also gave update on the numerous

funerals at the Cathedral. She reminded that Christmas Eve is a Sunday this year. She also invited the Vestry to be present on the last Sunday of October for the launch of the Frank Cerveny speaker series featuring Rev. Billy Cerveny. She also reported that in March, Jan Karon, author of The Miford series, will join us.

Other

Tommy Donahoo gave update on the Brown House. He discussed offers received and work done on the property. He also explained that the realtors have asked the Vestry to consider dropping the price. There was discussion after which Tommy made a motion to lower the listing price to \$699,000 as of November 1, giving the negotiating committee authority to negotiate a good faith offer down to \$670,000. Robert Hyde seconded the motion. With no further discussion, the motion passed.

With nothing further, the meeting was closed in prayer.

Minutes submitted by Tina Hutcheson

KRISTINE S. CHEREK
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EDUCATION

University of Wisconsin School of Law

Madison, WI

Juris Doctor, cum laude, 1997

- Inducted to the Order of the Coif (*National Law School Honorary Scholastic Society*)
- Class Standing: Top 10%
- Member and Articles Editor of the Wisconsin Law Review (*Academic Journal*)

Marquette University

Milwaukee, WI

B.A. in International Affairs and Political Science, cum laude, 1994

- Cumulative GPA: 3.69/4.0
- Inducted to Phi Beta Kappa
- Inducted to Alpha Sigma Nu (*National Jesuit Honor Society*)

PROFESSIONAL EXPERIENCE

Florida Coastal School of Law, 2011 to Present

Jacksonville, FL

Adjunct Professor (August 2015 to Present); Assistant Professor (August 2011 to August 2015)

- Responsible for all aspects of course creation, planning, and instruction of law school courses in Property Law, Real Estate Transactions, and Trusts & Estates Law. Other significant responsibilities include advising law students in academic matters, career planning, professional development, and bar exam preparation.

Godfrey & Kahn, S.C., 2008 to 2011

Milwaukee, WI

Partner, Real Estate and Health Care Practice Groups

- Represented real estate developers, financial institutions, and corporate clients in commercial real estate and corporate matters including acquisitions, development, joint venture formation, financing transactions, sales of distressed assets, loan workouts, and leasing. Significant achievements included:
 - Serving as lead counsel for a NYSE listed real estate investment trust in the acquisition, development, and leasing of health care facilities nationwide.
 - Leading a team of eight attorneys and serving as lead counsel for a regional bank in the sale of distressed commercial real estate assets valued at over \$150 million.
 - Serving as lead counsel for a NYSE listed manufacturing company in its domestic real estate matters.

Hammes Company, 2005 to 2008

Brookfield, WI

Vice President and General Counsel

- Maintained overall responsibility for the legal affairs of Hammes Company, the nation's largest developer of health care facilities.

- Significant achievements included:
 - Advising Company executives regarding general corporate matters, real estate transactions, mergers and acquisitions, risk management strategies, employment disputes, compliance matters, and general litigation matters.
 - Representing the Company in the acquisition, development, and financing of medical office buildings valued at over \$200 million.
 - Recruiting, hiring, training, and managing legal staff; preparing and managing expense budgets; and the overall management of the Company's legal department.

Foley & Lardner, LLP, 1997 to 2005

Milwaukee, WI

Senior Counsel (2004 to 2005); Associate (1997 to 2004)

- Member of the Real Estate Practice Group. Represented real estate developers, health care systems, and corporate clients in the acquisition, sale, development, and financing of commercial real estate and corporate matters. Significant achievements included:
 - Leading a team of nine attorneys and paralegals and serving as lead real estate counsel representing a NYSE listed hospitality company in the sale of its hotel division consisting of ninety-seven hotels at an acquisition price of over \$400 million.
 - Representing (together with a team of attorneys) a client in the sale and leaseback of fourteen health care facilities at an acquisition price of over \$120 million.
 - Representing (together with a team of attorneys) a health care system in tax exemption proceedings, construction projects, leasing matters, senior housing licensing and regulation, and asset acquisitions and sales.

SELECTED COMMUNITY ACTIVITIES

Jacksonville Humane Society, Inc.

Jacksonville, FL

Board Member (2015 to Present); Vice President of the Board (2017 to Present)

- Responsible for advising and assisting the Executive Director and Staff in all aspects of the organization including strategic planning, review of budgets and material business decisions, oversight of the construction and financing of a new \$15 million shelter facility, fundraising and capital campaign activities, serving on board committees, identifying and recruiting new Board Members, and providing legal advice on various matters including the financing and construction of the new shelter facility.

Katz 4 Keeps, Inc.

Ponte Vedra Beach, FL

Board Member (2012 to Present)

- Responsible for advising the Founder/President of an all-volunteer, non-profit feline rescue including the review of budgets and material business decisions, succession planning, legal and insurance matters, and fundraising activities.

ADMISSIONS

State Bar of Florida – Admitted in 2010

State Bar of Wisconsin – Admitted in 1997

PROFESSIONAL HONORS AND AWARDS

Chambers & Partners – 2012 Women in Law Awards

- One of six national finalists named by Chambers & Partners for the 2012 “Up and Coming Real Estate Lawyer of the Year” award

Chambers & Partners – America’s Leading Lawyers for Business

- One of twenty-five attorneys in Wisconsin named by Chambers & Partners as the State’s leading real estate attorneys - recognized in the “Best Up and Coming Lawyers” category
- Recognized in 2009, 2010, and 2011

Best Lawyers in America®

- Selected by peers for inclusion in The Best Lawyers in America®
- Recognized in 2013 and 2014

Super Lawyers®

- Named a Wisconsin Super Lawyer® - recognized in the “Rising Star” category (less than 5% of attorneys in each state are recognized as Super Lawyers®)
- Recognized in 2010 and 2012

Leading Lawyers in Milwaukee – M Magazine

- One of fourteen attorneys named as a Leading Lawyer in Health Law and one of twenty-four attorneys named as a Leading Lawyer in Real Estate Law in the Milwaukee metropolitan area
- Recognized in 2012

Biography

Roger S. Williams

Roger was born in Evansville, Indiana. He graduated from University of Evansville in 1964 and joined the National Guard. After the army Roger went to work for Oscar Mayer and Bristol Myers and then moved to Jacksonville Florida in 1973 to run the family sign business. At that time the company had six employees and was known as Quality Sign Company.

In 2010 the name of the company was changed to Harbinger Signs to make it less confusing since there are many Quality Sign Companies across the country. The company has grown into a national sign provider and the name change worked well in marketing the rapidly growing company. Harbinger is now one of the premier sign companies in the country.

In 1986 he was appointed to the Mayor's Blue Ribbon Committee to write new sign laws for the city of Jacksonville. Since that time has supported many civic organizations in the city. He served as President of the Florida Sign Association in 1976; the International Sign Association in 1981 and President of the World Sign Association in 1996. Roger is a member of the Masons, Scottish Rite, York Rite and the Shrine of North America. He served on the Board of Directors at the Morocco Temple in Jacksonville from 1993 until 2000. In 2001 he became the Chairman of the Board (Potentate) for the North Florida jurisdiction which at that time had a membership of nearly 6000 members. He served on the Board of the First Coast Manufacturers Association and became one of the Tri-Chairman in 2003.

Roger is still active in organizational work and enjoys golf, boating and spending time with his wife Sheila, son and grandchildren.