

**GRAIL COUNCIL MEETING**  
**Minutes**  
**January 23, 2023**

**Present:** Cynthia Bernardez, Judith Brown-Leigh, Sonia Jacquez, Tina Kalala, Laura Kaplan, Thanh Xuan Nguyen, Sharon Wood.

Ex-officio: Terrie Puckett, Executive Director

**Observers:** Ieva Zadina, Trina Paulus, Nancy Richardson, Carol Siemering, Simonetta Romano, Viana Muller, Megan Monteleone-Morrison, Magda Durante, Cynthia, Elizabeth Murphy, Terri Carter, Cynthia Cheyne

**Notetaker:** Sonia Jacquez

**Time keeper:** Cynthia Bernardez

**I. Meeting** started with a meditation led by Laura Kaplan, a minute of silence to honor the passing of Mary-Kay Louchart's niece, and followed by the reading of the Grail Mission and Vision statement.

**II: Minutes and Agenda approval:**

December minutes: Laura requested some changes to the minutes. Cynthia motioned to approve with the changes. Judith seconded. All in favor.

Sharon motioned to approve meeting agenda, with the additions of a note taker (Sonia) and Time Keeper (Cynthia), and Share Screen placed under "Other Business." Judith seconded. All in favor.

**III. Guests presentation:** Magda Durante and Viana Muller with the Sustainable Communities Affinity Group (SCAG) presented their proposed resolution. (see attached presentation).

Q&A Session:

a. A second forum will take place on January 28 at 4 pm ET to discuss the group's proposed project for Cornwall.

b. The presenters would like a decision from the Council regarding their proposed resolution, as April 1st is the deadline to renegotiate the lease with RMM.

Tina motions to approve the Resolution as presented, Laura seconds.

Vote: Yes 2, No 1, and Abstentions 4

Next step: This proposed resolution will be discussed at the February Council meeting (date for meeting is not yet confirmed).

**IV. Mini Council Orientation/NLT Process:** Terrie

The Grail is registered as a non-profit under the Federal law as a 501(c)(3) & we have rules to follow. The State of OH also imposes additional rules. Terrie reviewed the roles and duties of Council members as per By-Laws. The By-Laws are the foundation of the Grail as a legal entity.

Council members are legally & financially responsible for the Grail: Duty of Care, Loyalty, Manage Accounts.

National Leadership Team (NLT) : 2-3 members: 1 Sec, 1 President. Council nominates the 2-3 NLT members & they can decide who will fill what role.

Laura reminded that at GA, the Re-Visioning Structure group recommended having the whole Council serves as NLT with rotated roles. She would like to see the younger members be the leadership as they are filled with the Holy Spirit and good leadership.

Terrie explained that the NLT roles are part of the By-laws. Any structure changes would have to be changed in the By-laws. Council can change the By-laws, but until then, there is still a need of a President who has legal responsibility as a signing person on all accounts.

Nominations: There were 4 nominations: Judith, Cynthia, Sharon and Thanh Xuan. Council members will need to select 3 names and send in their vote by mail to the National Office.

#### **V. President's Report:** Thanh Xuan

In January 2023, Thanh Xuan authorized the transfer of funds to the Grail in Mexico, South Africa, Philippines, Tanzania and Uganda as per donations received (see President's report attached).

#### **VI. Executive Director Report:** Terrie

**December Financial statement:** As the Accountant had COVID and then bronchitis, the December Financial statement is not ready. The good news is that the actual deficit is \$50,000 under the budgeted deficit of \$247,000. The expenses were \$60K under budget.

**Member giving** was budgeted at \$65,000 for 2022, and we only brought in about half of that. The Finance committee sent out hard copy surveys in November with the same survey sent out digitally in January to gather information about member contributions, asking the reasons why or why not members contribute.

The Finance Committee is looking at ways to respond to that shortfall and possibly presenting to Council this Spring.

**The lawsuit** against the Grail was dismissed in the case of a dog knocking down a walker on Grail property. We are waiting to get legal documentation releasing us from liabilities.

**New lawyer:** Sonya Jindal-Tork is recommended as the new lawyer for the Grail after our former lawyer retired in December. The link to her resume was attached in the Council package. She is with the law firm Taft Stettenius Hollister which had worked

with the Grail before. She will be a contractor, no retainer, and will bill only when we call on her. No other lawyer was recommended by Grail members. Sharon motioned for the Council to approve for Terrie to continue talking with Sonya as the Grail's prospective lawyer. Laura seconded. All in favor.

**Approved International Grant list for 2023:** This is the list of international projects that we include in our fundraising letter. These projects are administered by other Grail entities. The two Stand-Alone Initiatives listed are known projects and known by members. This list conforms with IRS regulations. Thanh Xuan motioned to approve this list. Judith seconded. All in favor.

**Conflict of Interest Form:** Terrie reminded Council members to sign and return the conflict of interest form included in the Council packet. This form has to be signed annually by all Council members.

### **VII. Major Maintenance (MM) Budget 2023:**

Terrie presented a MM budget with the following four categories:

1. Maintenance expenditures need to happen in 2023 as further delay will cause greater harm: \$45,000 (the big one was the Phoenix fire suppression hood in the kitchen required by the new inspector)
2. Maintenance expenditures are not dire yet but should be considered as part of greater conversations: \$43,750 (rough estimates) (Cornwall deck, Grey House roof, Chimney)
3. Maintenance expenditures that could help generate rental incomes or fulfill our mission
4. A list of expenditures for mechanical, structural repairs/replacements by 2026 based on useful life recommended by the industry

Reminder: The Major Maintenance budget is separate from the operating budget which was approved earlier. In 2022, \$137,000 was budgeted for Major Maintenance.

Sharon motioned to approve the first proposed section for \$45,850. Cynthia seconded. All in favor.

Sharon motioned to approve the second proposed section for \$43,750. Judith seconded. All in favor.

### **VIII. New GVIC-GVSST Job Description:**

The job description was finalized and submitted for Council approval. Laura motioned to approve. Sharon seconded. All in favor.

### **IX. Grailville SouthSide Fencing and Clean Up Recommendations:**

The Council had requested input from the membership on this issue. The recommendations that came in are diverse.

Sharon motioned to approve the recommendation made by the Finance Committee to erect fencing around the 4 buildings that have been vandalized the most. This expense is for \$7,000 for a three-month period and the fencing will be erected during Spring Break. Judith seconded. Yes: 6, No: 1.

Council agreed that we will revisit this situation later as the fencing is only for 3 months.

## **X. By-laws Change Recommendation**

Following members' recommendations and Council members' discussion, the proposed changes are modified as follows:

ARTICLE II COUNCIL,  
C. RESPONSIBILITIES,

5. Arrange for a review of the By-laws in their totality for correctness and completeness annually. Twenty (20) voting members may submit additions or revisions to the By-laws. Any proposed amendments to the By-laws will be voted upon by Council after consultation with members including an Open Forum(s) to discuss the changes. A 2/3 majority of Council members voting will be needed to approve any changes.

ARTICLE XI AMENDMENT PROCEDURES

The Articles of Incorporation and By-laws may be amended, restated or repealed by two-thirds (2/3) of Council after consultation—including an Open Forum with members.

Laura motioned to call for feedback from members on these modifications in the NGN, hold an Open Forum. (Tina volunteered to organize the Forum), and have Council vote at the February meeting. Sharon seconded. All in favor.

## **XI. Committees Reports:**

**Finance:** Reiterated the recommendation to erect the fencing (not the deconstruction) of the South Side. Item was voted today.

**Membership:** The committee is working on a list of inactive members and is reaching out to them. The next Open Forum will be on February 18.

**Communication:** The committee has one volunteer. Laura suggested that phone calls be made to members to invite them to join the committee.

**Ad-hoc Education/Scholarship Committee:** Following members' recommendations to the proposal, Thanh Xuan suggested we form another committee to rewrite the policies of the Education Loan/Scholarship fund. Old and new members of this committee are welcome. Laura suggested we offer an Open Forum with members. (Thanh Xuan volunteered to call this committee.)

## **XII. IC Representative report: Tina**

The International Training for Transformation (TFT) course will be held on-line from Feb 24 to 28, 2023. The U.S. Grail has one member who submitted an application. Thanh

Xuan reminded Tina that the U.S. Grail has a scholarship fund and could assist with the training costs for this member. Tina will contact the member and let her know.

### **XIII. Other Business:**

- A. Judith appreciated that documents are shared on the screen during meetings and suggests we continue this practice.
- B. Judith suggested the Council to hire a notetaker for these meetings. Cynthia moved that Council approve the hiring of a notetaker and let the office manage this personnel issue. Laura seconded. All in favor.
- C. Laura did not receive the link to the Grail Myth presentation and would like to have access to the recording. This presentation was organized by the Grail International and presented by U.S. Grail member, Sharon Thomson. Tina will forward the link to Council members.
- D. Laura moved to write Judith DFH a letter thanking her for her Council service. She will write the first draft and send to Council members for edits. Suggested the letter be sent directly to JDH and published in the February NGN. Sharon seconded. All in favor.
- E. Dates for 2023 Council meetings:  
Terrie reported that we have confirmed dates for March 20 and May 15. Laura and Judi need to discuss their schedules to finalize the dates for February and April as they are the only two members with conflicting times.
- F. Face to Face meeting dates:  
Terrie reported that the potential dates that Council members can meet Face to Face are March 17, 18, 19. She needs all Council members to reply to confirm these dates and times.

### **XIV. Grailville Southside Updates**

The Council thanked the observers for coming to the meeting; after they signed off, the Council went into Executive session to discuss GV Southside updates.

### **XV. Evaluation of Executive Director**

The Council thanked the Executive Director, and after she signed off, the Council discussed her evaluation.

### **XVI. Reading/Prayer**

**Next Council Meeting: February 2023 – To Be Determined**