

Annual Congregational Meeting Minutes January 4, 2025

Zion United Church of Christ

OPENING STATEMENT – Dave Dombrowski, Consistory President

REVIEW OF MODIFIED ROBERTS RULES OF ORDER – Dave had people refer to page 5 of the Zion UCC 2025 Annual Reports

Dave Dombrowski introduced Ken Voght, who was asked to be the facilitator for the meeting. Ken discussed the audit he volunteered for, explained about what he had done for a living until he retired and how he ended up as facilitator at today's meeting. Mentioned the 3 Ds- Discuss, Debate and Disrupt and said we are here to find ways to do the Lord's work.

MEETING CALLED TO ORDER – 11:15 A.M.

Quorum Present – 85 members were in attendance, so a quorum was covered.

OPENING PRAYER – Pastor Elizabeth Duffy

BUSINESS

1. Approval of prior year congregational meeting minutes (pages 6-7)

- a. Tim Schlegel made a motion to be able to discuss last year's annual meeting notes and John Pauling seconded. All attending members approved.
- b. James Cousins made a motion to close the debate, and George Darrell seconded it. All attending approved of last year's meeting minutes.

2. Approval of Committee Reports (pages 9-14)

- a. Laurie Dombrowski made a motion to open the floor for discussion on the reports and seconded by Barb Miller. No discussion occurred so Cheryl Lindstrom made a motion to close the discussion and Bob Sedota seconded it. All attending members approved the motion.
- b. A motion was made to accept the committee reports by Marcel Ross and seconded by Roy Decibus. All attending members approved the motion.

3. Approval of Revised By-Laws (separate document)

- a. Ken Voght explained that our By-Laws and Constitution were out of sync as one had been amended while the other had not changed so they did not agree with each other. He suggested to update the By-Laws. Ken Voght was put in charge of this with a task force consisting of James Cousins, Kelly Deschamps, George

Darrell, Ted Camp, Elena Clamp, Pastor Duffy and himself. They began to meet in April.

- b. Ken stated that there is no state law that requires the church to have By-Laws and a Constitution, so the committee decided to extinguish the church's Constitution and recommended one document: the By-Laws.
- c. Ken Voght stated Consistory will be chartering the committees and starting from scratch so they will be able to scratch, retain, remove or consolidate committees. Consistory can then decide which committees will continue to exist and how they will report back to the Consistory. He also said they will self-organize so every year, the Consistory will decide who is President, Vice-President and Secretary at their first meeting.
- d. He also mentioned that a Consistory Manual is now being written to explain the Consistory roles and responsibilities.
- e. Additional By-Law Edits (based on Congregational input prior to the meeting):
 - Under **Article IX - The Ministry** (Pg 8, last paragraph) Ken Voght said it will be changed to say, "*Any reasonable and proper moving expenses associated with the acceptance of the pastoral call shall be borne by Zion UCC, with the congregation determining the source of those funds.*"
 - Under **Article XI - Membership** (pg. 10, section B, Rights of Members), the verbiage, "*All members ~~as defined by the Constitution~~ are entitled ...*" was removed.
- f. Motion to open discussion about by-laws was made by Tim Schlegel and seconded by John Pauling.
- g. Debbie Grine asked if the reports and Consistory minutes are approved prior to going online.
 - Ken Voght said that Pg 4, section K (Consistory) and Pg 6, section E (Trustees) should be changed to say, "*...amended minutes*".
- h. James Cousins asked a question whether the rental agreement belongs with the Trustees or the Consistory.
 - Ken Voght said that it's a combination of both. The role of the Trustees is to be responsible for making sure we have enough insurance and determining who may rent from the church so that the church is protected.
- i. James Cousins asked about finances from committees. Some committees have separate financial accounts not under the church's EIN. Note: we need an EIN number to pay employees and to file tax returns, if necessary, as well as to open corporate accounts with financial institutions such as banks, credit unions, and brokerage houses. James asked how these committee's financials are regulated?

- Ken Voght said the Consistory will need to discuss this further in a future meeting.
- j. Brianna Grine asked a question about use of facilities by members as referenced in **Article XI - Membership** (pg. 10, section B, Rights of Members).
- Ken Voght said that some churches have building managers who coordinate who and why a person/group is here.
 - Ken Voght also recommended that Consistory consider a Building Committee to focus on repairs.
- k. Tim Schlegel asked about **Article VII – The Consistory** (pgs 3-4, Consistory terms). He used an example, if a member of Consistory resigns, does the person replacing them start a new term or fill the term of the original person.
- Ken Voght suggested that if a person replaces a person, they fill that term (class) and not start a new term. Consistory needs to look at this. Ken said his recommendation was to leave it as is and if needed the Consistory can amend the By-Laws if a different decision is made in the future. Ken said that Trustees should also do that as well.
- l. Tim Schlegel then asked about **Article VIII – Board of Trustees** (pgs 6-7, section E, Meetings and Operations). If Trustee Meetings were in executive session, how can members of the church see what is happening at their meetings, so their minute notes are available.
- James Cousins said they do have minutes but are excised minutes due to privacy issues. There is no functional change. They do need to go into Executive sessions sometimes though as they discuss sensitive financial topics and items so members of the Trustees can express themselves freely.
 - Ken Voght said any meeting is open to our members, but you are excused when they go into executive session. All non-members are asked to leave at that point, and you cannot participate in an open meeting unless the chair invites you to participate.
 - Dave Dombrowski said that goes for both Consistory and Trustees. There are no secrets.
- m. Tim Schegel asked about **Article XI – Membership** (pg 10, section D, Discipline). It states that inactivity is defined as “... *being continually absent from worship.*” Many people now watch online so he felt that needed to be changed.
- Ken Voght said if you are watching it online, you are participating so you are not absent or inactive.
 - James Cousins said we only have removed people if they pass away.

- Debbie Grine stated that the PPR (Pastoral Parish Relations) committee, which she chairs, used to check the membership rolls annually by looking at Communion cards and envelopes but in the last ten years or so, have not focused on membership rolls but she sees by the new By-Laws, that we need to start doing this again annually.
- n. James Cousins made a motion to close the debate on the By-Laws and Melissa Korte seconded it. All attending members approved.
- o. Motion to approve the new By-Laws with the amendments listed previously in the notes was made by James Cousins and seconded by Sue House. All attending members approved.
- p. John Pauling stated that he will make the updates and put them on-line for everyone.

4. Nomination of new church leadership (page 15 and 16)

- a. Ken Voght stated that the new people nominated are in red and Consistory will self-vote all leadership positions (President, Vice President and Secretary) at their first meeting. He said that Bob Sedota is moving to Trustees from Consistory to replace a vacant position.
- b. Angie Staniszewski made a Point of Order and asked if that meant that Dave Dombrowski who is currently President would also need to be voted back in as President for his second term and Ken Voght said yes.
- c. James Cousins spoke about Bob Sedota moving to trustees as Ed Miller was stepping down. James thanked Ed for all his hard work and dedication to keeping the church running.
- d. Motion to approve new nominations to Consistory and moving Bob Sedota over to Trustees was made by Tim Schlegel and seconded by Sue House and all attending members approved.
- e. John Pauling said he wanted to thank Pierre Albrecht-Carrie (left for personal reasons) and Debby Williams (her second term was up) for their work on Consistory.

5. Approval of 2026 FY Budget (pages 17-20)

- a. Ken Voght stated that things have shifted from Trustees and the investment account to be placed in the current expense account. New things to budget include the complete year funding for John Pauling's job as Church Administrator and the health insurance of the Pastor. He said the good news is that even though there is a \$7,000 projected deficit, we are still strong with money in the reserve account. He said from the year-end report, the church has roughly an \$18,000 surplus from 2025 which is carried over to this year. He said we need to stay on this course to remain healthy but need to be cautious and not

become complacent. Several members stepped up and made separate contributions to help with the transitions for all these added expenses.

- b. Motion to open budget discussion was made by Angie Staniszewski and seconded by Joh Pauling.
- c. Marty Staniszewski asked why we had no salary under custodian, and should there be a line item for this salary in case we need to pay one in the future since right now our custodian is a volunteer.
 - Ken Voght said that we are fortunate as many people volunteer and help around the church to keep it running and are not paid. He said he was impressed by that when he came to our church 7 years ago. If something changes in the future, however, as it is hard to project what may happen, it can be added in and discussed at that time.
 - James Cousins, that the point made was excellent, but volunteering is an element to our church culture, and we have a good robust culture of volunteering right now.
 - Ken Voght said Marty Staniszewski's point is well taken and thanked Dave Dubbert for volunteering as the custodian at this time. Attending members applauded Dave for this.
- d. Dave Dombrowski spoke about John Pauling stepping up to becoming Church Administrator and how much assistance he has been to the Pastor so she can do pastoral needs. It did not affect us greatly, adding his salary to the payroll.
- e. Ted Zientek asked up Miscellaneous Revenue-Other (page 17 Line 4600). He questioned amounts of \$300.00 and \$20,000.00.
 - Ken Voght told him those amounts were from people who stepped up and paid for things, so it was a paid one-time transition.
- f. James Cousins made a motion to close the budget discussion which was seconded by Tim Schlegel and approved of by all attending members.
- g. Motion to accept the budget was made by Ted Zientek and seconded by Tim Schlegel. All attending members approved. Budget passed.

6. Trustee's Updates – Endowment Fund Financial Report (pages 21)

- a. James Cousins, shared that the investment account increased in value by \$380,000. Approximately \$44,000 was spent on items this past year with no major projects
- b. John Pauling clarified that at the bottom of the Endowment Fund Financial Report (pg. 21), under cash account, it should read "as of 11/30/2025" vs 2024. James confirmed that yes, this was a typo.
- c. Angie Staniszewski asked why we have a cash account and an investment account.

- James said Trustees use an investment account so there will be money for the church indefinitely and Trustees generate cash for projects from the second account which is tagged with the endowment fund. This way they can pay the contractors or whoever for their work directly out of the cash account. James said there is not usually a lot of cash in the account unless it is needed for projects going on.
 - d. Angie Staniszewski spoke about her confusion in finances and the Trustees Report. She asked James to clarify a truer financial picture. She feels a lot of people do not understand the church finances and would like both Trustees and Consistory to work on clarifying this for 2026, so the congregation has a truer financial picture.
 - e. Motion to approve the Trustee's Report with the amended corrected year was made by John Pauling and seconded by Dave Dubbert. All attending members approved.
 - f. James Cousins mentioned that the ADA project (ensuring equal access and usability for individuals with disabilities) is a large-scale project costing about a quarter of a million dollars to make the church ADA compliant. This project will involve replacing the concrete sidewalks and changing the entrance of the church. He said the Church Safety Committee asked Trustees to work in their hall revitalization, putting on one-sided window tint coverings for safety and sun protection which they did. It also covers the school room windows as well.
7. **Trustee's Updates – Approval of Kuck Hall Phase 1 Revitalization Project** (page 22)
- a. Marcel Ross presented the components of this phase 1 project which includes:
 - **Window Tints**
 - **Drop ceiling** - for easier installation of additional appliances and fixtures as well as hiding wiring and improving acoustics
 - **Ceiling fans and Lighting**
 - Add more ceiling fans, commercial grade to increase the air flow in the room
 - New modern efficient lighting
 - b. 3 bids were received. Five Star came in with a bid of \$52,500, Residential Construction came with a bid of \$99,241 and Ivy Lea Construction proposed a bid of \$89,650.
 - Trustees are recommending Five Star as they can start earlier than planned and be finished in three weeks.
 - c. A motion to open discussion regarding Phase 1 of the Hall renovation project was made by George Darrell, seconded by Ted Zientek, and approved by the congregational members in attendance.

- d. George Darrell inquired whether any work was planned for the stage area.
 - James Cousins explained that the Trustees had scaled back the original project due to overall cost estimates, and there were no plans to remove the stage.
- e. Ed Miller reported that after reviewing previous Trustees' Meeting Reports, he found no references to a proposed renovation of Kuck hall. He questioned the origin of the renovation plans, noting that earlier reports had focused on replacing the exterior concrete sidewalks and improving ADA accessibility. He expressed concern that these safety-related items should have taken precedence, particularly given the risks posed to elderly members during outdoor summer services on uneven sidewalks. It could open the church to lawsuits if something happens.
 - James Cousins clarified that planning for the concrete sidewalk project had not progressed far enough to be presented at this meeting, as the Trustees were not yet prepared to solicit bids. He added that he was unsure when initial discussions about renovating Kuck Hall began, but because it is the most frequently used space in the building, the Trustees began exploring potential improvements. The Trustees assess every year and sometimes every meeting on what projects need to be done. They have been more forward looking the last few years.
- f. Debbie Grine noted that, in accordance with the Safety Committee's recommendations, the Sunday School class previously located in the stage area had been relocated to another room. She also stated that the stage is used during Summer Vacation Bible School and that the hall becomes very warm during that week when all the children are present. She also supports the new fan system due to number of little children running around the hall during Vacation Bible School.
- g. Dave Dombrowski asked whether the fire alarm would be lowered in conjunction with the ceiling adjustment.
 - James Cousins confirmed that the fire alarm sensors will be relocated accordingly.
- h. Barb Miller raised concerns about the hazardous condition of the sidewalks and asked whether the concrete repairs could be completed in phases rather than waiting for a full project.
 - James Cousins stated that phased repairs would be possible and that they would revisit concrete repair.
- i. John Pauling expressed appreciation to Marcel Ross for developing the project, noting the significant time required for planning and securing contractor bids.

- j. John Pauling also voiced concern that lowering the ceiling might increase heat retention in the hall, though he supported the addition of more ceiling fans.
 - Marcel Ross clarified that the ceiling would only be lowered by a few inches, not significantly.
- k. John Pauling asked whether the congregation could vote on individual components of the project vs. the full project.
 - James Cousins confirmed that this would be permissible and not say that this is an all or nothing proposition.
- l. Edie Bauer inquired about the overall project cost and how to justify the differences between contractor bids.
 - James Cousins explained that the cost differences were due to some companies needing to subcontract specialized work rather than using their own employees.
- m. Pastor Duffy requested that an explanation be included in the Zionite so members can better understand what is meant by “lowering the ceiling.”
 - James Cousins agreed and stated that the ceiling in the front office provides an example of what the hall ceiling will look like after renovation, but the ceiling will not be dropped below theⁱ beams in the ceiling.
- n. Tim Schlegel asked whether the renovations would affect the church’s insurance costs.
 - James Cousins responded that no changes to insurance rates were expected.
 - Mr. Schlegel then asked about required permits from the Town of Tonawanda, and James Cousins confirmed that the contractor is responsible for obtaining all necessary construction permits, which is part of the bidding process.
- o. Laurie Dombrowski thanked James Cousins for clarifying the meaning of the proposed dropped ceiling.
- p. Ed Miller asked Marcel Ross to make sure the electrician is commercially licensed, and Mr. Ross said noted.
- q. Angie Staniszewski asked whether the lowered ceiling would allow flexibility for installing a second sound system to the hall.
 - James Cousins confirmed that it would. He said one of their plans was to have the projector built into the ceiling.
- r. Jeff Quinton inquired whether the coat-rack bars located near the windows in the hall would be removed.
 - James Cousins stated that it would be removed.

- s. A motion to close debate on the church hall renovation was made by Kurt Mittlefehldt, seconded by Ted Zientek, and approved by the congregational members in attendance.
- t. A motion to approve the church hall renovation by Five Star was made by Ted Zientek and seconded by Barb Miller and approved by the attending congregational members, with two opposing votes and two abstentions.

8. Closing

- a. Pastor Duffy thanked Rick for preparing lunch for after the meeting, and a blessing was offered.
- b. A motion to adjourn the meeting was made by Debby Williams, seconded by Dawn Mack, and approved by the congregational members.

Adjourned: 12:46 p.m.

Respectfully Submitted,

Deborah Williams
Consistory Secretary
