
METROPOLITAN COUNCIL of the ORTHODOX CHURCH IN AMERICA

MINUTES
2023 Spring Session

Tuesday, March 14, 2023
Thursday, March 16, 2023
Conducted by video conference



These draft minutes are subject to approval at a subsequent meeting of the Metropolitan Council

PARTICIPANTS

CHAIRMAN

His Beatitude, Metropolitan Tikhon

CHURCH OFFICERS (*EX OFFICIO*)

Archpriest Alexander Rentel, *Chancellor*
Andrew Smith, *Treasurer*

Priest Alessandro Margheritino, *Secretary*

MEMBERS ELECTED BY THE ALL-AMERICAN COUNCIL

Archpriest Justin Patterson
Archpriest Lawrence Margitich
Archpriest Christopher Foley

Elizabeth Mikhalevsky
Lynnell McFarland
Alexis Liberovsky

DIOCESAN REPRESENTATIVES

Diocese of Alaska

Archpriest Maxim Isaac

Anthony Lekanof (*only 3/16*)

Albanian Archdiocese

Archpriest Dennis Rhodes

Donna Dimitri

Bulgarian Diocese

Deacon Bogdan Popescu

Daniel Ralich

Diocese of Eastern Pennsylvania

Archpriest Nicholas Solak

Danalisa Radu

Diocese of the Midwest

Archpriest John Baker

Robert Graban

Diocese of New England

Priest Patrick Burns

Evelyn Kreta

Diocese of New York/New Jersey

Archpriest David Garretson

Mitchell VanDuyn (*only 3/16*)

Diocese of the South

Archpriest Joseph Ciarciaglino

Joshua Godbold

Archdiocese of Washington

Deacon Matthew Prentice

Gregory Honshul

Diocese of the West

Archpriest Matthew Tate

David Lane, Esq.

Diocese of Western Pennsylvania

Priest John Parker

Ray Steeb

ABSENT (for all meetings unless otherwise indicated)

Anthony Lekanof (*Diocese of Alaska*) – Tuesday

Protodeacon Jesse Isaac (*Archdiocese of Canada*)

Mark Petasky (*Archdiocese of Canada*)

Mitchell VanDuyn (*Diocese of NY/NJ*) – Tuesday

GUESTS (for all meetings unless otherwise indicated)

His Eminence, Archbishop Daniel (*Chairperson – Synodal Pension Plan Committee*) – Thursday

Archpriest John Dresko (*OCA Pension Board Trustee*) – Thursday

Michael Crofton (*Philadelphia Trust Company*) - Tuesday

Diane Dorogy (*Auditing Committee*) – Tuesday

Sharon Hubiak (*Chairperson - Auditing Committee*) – Tuesday

Judge E.R. Lanier (*OCA General Counsel*)

Melanie Ringa (*OCA Pension Board Trustee*) – Thursday

Michael Stieglitz (*Administrator, OCA Pension Plan*) – Thursday

TUESDAY, MARCH 14, 2023

A. Opening Prayer

His Beatitude Metropolitan Tikhon led the meeting participants in prayer at 1:04 PM to open the 2023 Spring Session of the Metropolitan Council, conducted by video conference.

B. Call to Order

With His Beatitude's blessing, Fr. Alexander Rentel called the meeting to order.

C. Agenda (attached) Introduction & Roll Call

Fr. Rentel reviewed the attached agenda for the Spring Session with minor adjustments and conducted the roll call, indicating several guests who would be present at various points during the Spring Session.

D. Approval of Minutes of Previous Meetings

Father Rentel presented for approval the attached draft minutes of the regular 2022 Fall Session of the Metropolitan Council convened in Springfield, Virginia on October 19-20, 2022 as well as the attached draft minutes of the Special Session of the Metropolitan Council convened by video conference on Friday, February 3, 2023. After a revision in the minutes of the 2022 Fall Session to include mention of the monthly reimbursement in the amount of \$9000 from the OCA to the Pension Office for certain administrative costs, which is included in the OCA budget for 2023, the draft minutes of both sessions were approved by consensus as presented.

E. Metropolitan's Report (attached)

Metropolitan Tikhon presented his attached report. He welcomed new members to participation in their first Metropolitan Council meeting He detailed his pastoral visits within his own Archdiocese of Washington along with other activities and travel over the past month. He expressed profound thanks to the Church officers and Chancery staff for their tireless work. He noted the conveniences of residing in Virginia, being within the Archdiocese of Washington and, for the most part, in close proximity to the parishes. He shared some perspective on agenda items for this meeting. He announced the membership of the Synodal Pension Committee appointed by the Holy Synod, chaired by Archbishop Daniel, and including two other hierarchs, along with three Pension Board members and three members of the Metropolitan Council Pension Committee. His Beatitude highlighted events occurring in the Orthodox world and various meetings that have taken place at the new and temporary chancery. He concluded the report by reiterating his own position opposing the civil and ecclesiastical conflicts taking place in Ukraine. Questions from Council members ensued.

Fr. Rentel indicated that the Chancellor's report would be presented at the following meeting.

G. Property Committee (attached)

Gregory Honshul and Ray Steeb presented the attached report and additional comments from the Property Committee particularly regarding collaboration with Mark Kaplan and RIPCO Real Estate, as well as appraisal of the Westwood property and the associated tax grievance process. Extensive questions and discussion took place.

H. Legal matters

G.1. MOTION RENTEL/GODBOLD - To move into executive session. CARRIED.

In executive session, David Lane, Legal Committee Chairman, and Judge E.R. Lanier, OCA General Counsel, presented their Joint Report regarding current and pending legal matters affecting the Church. Questions and discussion ensued.

G.2. MOTION RENTEL/LIBEROVSKY – To move out of executive session. CARRIED.

I. Report of the Secretary (attached)

Priest Alessandro Margheritino, OCA Secretary, summarized his attached report, highlighting the areas of his oversight or activity including physical office management, information technology, SMPAC, communication, operations, human resources and Archives.

He also presented a written report from Deacon Peter Ilchuk, All-American Council Manager, that included proposal of initial members of the Preconciliar Commission for the 21st All-American Council (AAC), scheduled for 2025.

I.1. MOTION MARGHERITINO/RHODES - To approve the proposed members of the Preconciliar Commission as presented (Fr. Alexander Rentel, OCA Chancellor and Moderator; Fr. Alessandro Margheritino, OCA Secretary; Andrew Smith, OCA Treasurer; Fr. Andrew Jarmus, 20th AAC Clergy Chair; Hollie Benton, 20th AAC Lay Chair; Lynnell McFarland, MC Member and 16th AAC Local Committee Lay Chair; Dn. Peter Ilchuk, AAC Manager) and to submit these names for appointment to the Holy Synod. CARRIED UNANIMOUSLY.

Metropolitan Tikhon indicated that he accepts the vote. Fr. Margheritino initiated a discussion of possible sites for the 21st AAC proposed in the Council Manager's report, highlighting the two only feasible sites from which we received bids: the Hyatt Regency at Chicago O'Hare and the Arizona Grand Resort in Phoenix, AZ. Deliberations seemed to indicate a consensus that Chicago (Rosemont), IL should likely not be considered. While some concerns were expressed in regard to the weather in Phoenix in the month of July, the discussion was overall supportive of investigating this option further.

J. Internal Audit (attached)

Andrew Smith, Treasurer, introduced Matushka Sharon Hubiak and Diane Dorogy of the Auditing Committee (appointed by the Metropolitan Council at the 2022 Fall Session), who presented the Committee's attached 2022 audit report. Fr. Rentel expressed the Metropolitan Council's appreciation for the work of the Auditing Committee.

K. Treasurer’s Report (attached)

Andrew Smith began an overview of OCA finances by introducing Michael Crofton of the Philadelphia Trust Company, who presented the attached report on the current standing of the OCA investment portfolio and responded to questions from the Council.

Mr. Smith then highlighted the attached Treasurer’s report. He provided clarification on a number of issues in response to questions from the Council. A number of matters requiring the Council’s decision were presented but then tabled for further elaboration and consideration at the second meeting of the Spring Session to be held on March 16.

Mr. Smith then offered the attached final report detailing income and expenses in conjunction with the convocation of the 20th All-American Council in Baltimore.

He then presented the attached proposed amendments to the previously adopted 2023 budget from the Finance and Investment Committee.

K.1. MOTION FINANCE & INVESTMENT COMMITTEE - To adopt proposed amendments to the 2023 budget as presented. CARRIED UNANIMOUSLY.

L. Closing

Fr. Rentel reminded the Council that as the Spring Session has not concluded, the meeting is being closed but the Session is not adjourned. Metropolitan Tikhon thanked the Council for its deliberations and closed the meeting with prayer at 4:38 PM.

THURSDAY, MARCH 16, 2023

2-A. Opening Prayer

His Beatitude, Metropolitan Tikhon led the meeting participants in prayer at 1:06 PM to open the second meeting of the 2023 Spring Session of the Metropolitan Council, conducted by video conference.

2-B. Call to Order

With His Beatitude’s blessing, Fr. Alexander Rentel called the meeting to order.

2-C. Agenda Introduction & Roll Call

Fr. Rentel reviewed the day's agenda, noting adjustments due to the postponement of some items from the previous meeting earlier in the week. He conducted the roll call, indicating several guests who would be present for discussion of Pension matters.

F. Chancellor's Report

Fr. Rentel highlighted his attached report, particularly regarding chancery relocation, the search for a new OCA General Counsel and personnel evaluations. He thanked everyone for condolences received in conjunction with the repose of his father, Archpriest Daniel Rentel. Questions and discussion took place.

2-K. Treasurer's Report (continued)

Andrew Smith presented three resolutions resulting pertaining to matters discussed during the presentation of the Treasurer's report at the previous meeting of the Spring Session.

2-K.1. MOTION SMITH/GARRETSON – To adopt the following resolution for designating the Al Foundos unrestricted bequest.

WHEREAS, Al Foundos, a longtime communicant in the Orthodox Church in America, being a parishioner at St. Nicholas Church, Jamaica Estates, NY, in the Albanian Archdiocese, named the Orthodox Church in America beneficiary of the Albert and Joan Foundos Charitable Remainder Trust; and

WHEREAS, upon his repose in 2021 and settlement of his estate in 2022, the OCA received \$50,000; and

WHEREAS, Mr. Foundos' bequest had no written designation of any restricted use; and

WHEREAS, the Metropolitan Council understands through email communication to the OCA Treasurer from Mr. Phillip Foundos, Mr. Foundos' son and trustee, that Mr. Al Foundos and his late wife Joan had a particular interest in programs for youth and that Mr. Phillip Foundos has requested that we consider using the funds for church youth activities; and

WHEREAS, the Chancellor of the Orthodox Church in America attests that there are many worthy proposals for youth activity and development in need of funding; and

WHEREAS, the Finance and Investment committee of the Metropolitan Council has reviewed and endorsed making this internal designation; and

WHEREAS, the Metropolitan Council desires to honor the wishes of the Foundos family as communicated by Mr. Foundos' son despite not being bound to do so.

BE IT THEREFORE RESOLVED that:

- 1. The Metropolitan Council agrees to designate the Albert and Joan Foundos Charitable Remainder Trust bequest for youth activities, broadly defined; and**

2. The Metropolitan Council explicitly disclaims being bound by this precedent in future similar cases; and
3. While not planning or intending to do so, the Metropolitan Council has the right to reverse this decision in the future, reverting any money remaining from the bequest to unrestricted use.
4. This action is taken with gratitude to God for Albert and Joan Foundos and their many years of service and stewardship to Christ's holy Church. CARRIED UNANIMOUSLY.

2-K.2. MOTION SMITH/LANE – To adopt the following resolution to pursue the Employee Retention Tax Credit.

WHEREAS, based on preliminary analysis, the Orthodox Church in America is eligible to pursue the Employee Retention Tax Credit associated with the 2020 CARES Act; and

WHEREAS, the OCA has received a proposal from Rogers & Company and Mr. Eric Rogers, a CPA, to confirm this eligibility, calculate the potential credit amount, and file the necessary paperwork on our behalf; and

WHEREAS, the fee associated with this proposal favorably compares to other reputable vendors providing this service;

BE IT THEREFORE RESOLVED that:

The Metropolitan Council authorizes the OCA Chancellor to formally engage Rogers & Company as outlined in their proposed agreement dated February 1, 2023. CARRIED UNANIMOUSLY.

2-K.3. MOTION SMITH/LANE – To adopt the following resolution to return a restricted grant.

WHEREAS, in 2021 the Chenega Corporation provided a \$120,000 grant to St. Catherine's Representation Church in Moscow for an iconostasis project; and

WHEREAS, the Orthodox Church in America received those funds on behalf of St Catherine's and has maintained the grant funds as restricted funds since receipt; and

WHEREAS, the geopolitical situation has changed significantly since receipt of the grant and the United States has placed sanctions on financial institutions operating in Russia; and

WHEREAS, upon St. Catherine's recent request to begin drawing funds for the project, the OCA administration and legal counsel determined that there is currently no viable way to send funds to Russia in light of these sanctions; and

WHEREAS, the dean of St. Catherine's has requested that we return the funds to the original grantor;

BE IT THEREFORE RESOLVED that:

The Metropolitan Council approves the return of this restricted grant to the original grantor, upon written request by the grantor, and directs the OCA finance staff to follow recently

received guidance from external auditors on how to reflect this return of funds in the general ledger and financial statements. **CARRIED UNANIMOUSLY.**

Metropolitan Tikhon indicated that he accepts all three resolutions adopted by the Council.

M. OCA Pension Plan (attached)

Metropolitan Tikhon delivered the attached introductory remarks to begin the discussion on Pension matters. Archpriest John Dresko and Melanie Ringa, Pension Board trustees, presented the attached report providing responses to questions submitted by the Pension Committee in writing on February 27, 2023 regarding the earlier Pension Board report dated February 13, 2023. This presentation and additional attached documents from the Pension Board, the Pension Office and the Metropolitan Council Pension Committee were extensively considered and deliberated. Additionally, His Eminence Archbishop Daniel offered the attached report on the initial activities and meetings of the Synodal Pension Committee, which he chairs.

O. Other Business

Evelyn Kreta initiated deliberation concerning the value of the Westwood property and past appraisals. She suggested the need for a current market appraisal, and after extensive discussion by the Council, she proposed the following motion.

O.1. MOTION KRETA/RALICH - That a licensed appraiser be engaged to provide a current market value appraisal of the Westwood property, possibly hiring Leo & Scoblete, the firm that had conducted a previous appraisal in 2019, to update their \$5.7 million appraisal of Westwood as vacant land to include the mansion/buildings at a cost of approximately \$1500 before the Metropolitan Council considers any offer.

It was indicated that a motion to table must have a two-thirds majority in favor to be carried.

O.2. MOTION GODBOLD/DIMITRI – To table the previous motion to the next regular session of the Metropolitan Council and to refer it to the Property Committee for further consideration. CARRIED with four (4) opposed (Burns, Kreta, Ralich, VanDuyn).

P. Adjournment

Fr. Rentel reminded the Council that the Fall Session would be in a hybrid format with a virtual meeting on September 28 to be followed by an in-person gathering on October 11-12 that will include a full day with a joint meeting/retreat together with the Pension Board. Metropolitan Tikhon thanked the Council for productive work and fruitful discussion, especially concerning the Pension Plan. He wished everyone a fruitful completion of Great Lent and a joyous Pascha. His Beatitude then declared the Spring Session of the Metropolitan Council closed and adjourned the meeting with prayer at 4:10 PM.

Respectfully submitted,

Alexis Liberovsky,
Recording Secretary