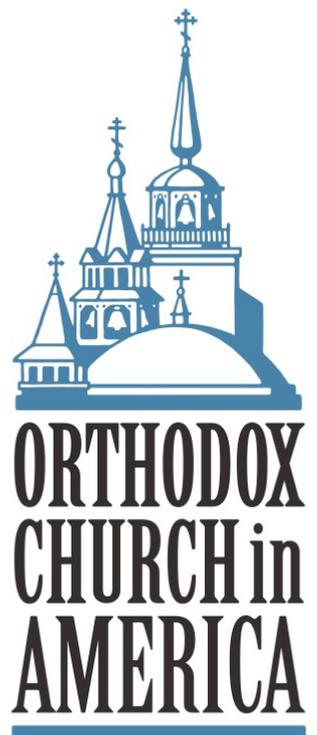

METROPOLITAN COUNCIL of the ORTHODOX CHURCH IN AMERICA

MINUTES
2022 Fall Session

Wednesday, October 19 – Thursday, October 20, 2022
Temporary Chancery of the Orthodox Church in America
Springfield, Virginia



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 Brunswig
Alexis Liberovsky

DIOCESAN REPRESENTATIVES

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

Evelyn Kreta

Diocese of New York/New Jersey

James P. Kornafel

Diocese of the South

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

Archimandrite Joseph (Hoffman) (*Diocese of NY/NJ*)

Archpriest David Askoak (*Diocese of Alaska*)

Archpriest Joseph Ciarciaglino (*Diocese of the South*)

Priest Theophan Whitfield (*Diocese of New England*)

Protodeacon Jesse Isaac (*Archdiocese of Canada*)

Dorothy Chaney (*Diocese of Alaska*)

Mark Petasky (*Archdiocese of Canada*)

GUESTS (*for all meetings unless otherwise indicated*)

Archpriest Thomas Soroka (*Project Manager for the Departments*) - Thursday

Deacon Peter Ilchuk (*All-American Council Manager*) – Thursday

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

Stephanie Crocenzi, CPA (*external auditor from Satty, Levine & Ciacco, CPAs, P.C.*)

– Thursday morning (*via Zoom*)

Frank Lou, CPA (*external auditor from Satty, Levine & Ciacco, CPAs, P.C.*)

– Thursday morning (*via Zoom*)

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

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

WEDNESDAY, OCTOBER 19, 2022

A. Opening Prayer

His Beatitude Metropolitan Tikhon celebrated a prayer service at 9:00 AM to open the meeting, convened at the new and temporary offices of the Chancery of the Orthodox Church in America in Springfield, Virginia.

B. Call to Order

After an opportunity for Council members to tour the new Chancery facility, Fr. Alexander Rentel, with His Beatitude's blessing, called the meeting to order at 9:45 AM.

C. Agenda (attached) Introduction & Roll Call

Fr. Rentel reviewed the attached agenda for the Fall Session and conducted the roll call, which indicated that 27 of 34 Council members were present for this session. Priest Alessandro Margheritino, OCA Secretary, provided information on logistics for this meeting and announced that the Divine Liturgy would be celebrated at All Saints of America Mission in Alexandria, VA at 8:00 AM on Thursday.

D. Approval of Minutes of Previous Meetings

Father Rentel presented for approval the attached draft minutes of the regular 2022 Spring Session of the Metropolitan Council conducted by videoconference on Wednesday, February 9 and Thursday, February 10, 2022 as well as the attached draft minutes of three Special Sessions of the Metropolitan Council in 2022 convened by videoconference on Monday, April 11, 2022, Monday, June 27/Wednesday, July 13, 2022 and Thursday, August 25, 2022. After a minor revision of wording in the minutes of the Special Session conducted on Monday, June 27/Wednesday, July 13, 2022, the draft minutes of all sessions were approved by consensus as presented.

E. Metropolitan's Report (attached)

Metropolitan Tikhon presented his attached report. He offered a welcome to everyone attending this first meeting at the new and temporary OCA Chancery offices in Springfield, Virginia, within the Primate's Archdiocese of Washington. He noted that this is the first post-pandemic meeting. He welcomed new members of the Council and asked all members to introduce themselves to the gathering. He mentioned the recent repose of prominent clergy and laity including Metropolitan Herman, Archpriest John Reeves and Matushka Anne Hopko. He paid special tribute to the ministry of his predecessor, Metropolitan Herman. He reported his archpastoral activities in his own Archdiocese of Washington, as well as the Albanian Archdiocese and the Diocese of New England, where he serves as Locum-Tenens. He indicated that Igumen Nikodhim (Preston) has been nominated to the episcopacy at the Albanian Archdiocese Assembly. His Beatitude shared some insights on the work to be accomplished at this meeting, particularly regarding the Pension Plan and the outcomes of the 20th All-American Council. He expressed profound thanks to the Church officers and Chancery staff for their tireless work.

Following a break at 11:20 AM, the meeting resumed at 11:42 AM.

Brief discussion of the Metropolitan's report took place. In response to a question, His Beatitude stated that the issue of diocesan boundaries is being studied by the Holy Synod on an ongoing basis.

F. Chancellor's Report (attached)

Fr. Rentel presented his attached report. He highlighted recent major events in the life of the Church as well as occasions for external witness, particularly at the World Council of Churches (WCC)

Assembly in Germany and services in May for the repose of the ROCOR First Hierarch and the enthronement of his successor in September. He reported on the relocation of the OCA Chancery to Springfield, Virginia, his own work as Chancellor, the labors of the staff and transitions of personnel. Questions and discussion took place.

G. Legal matters

G.1. MOTION MIKHALEVSKY/GRABAN - 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 MIKHALEVSKY/POPESCU – To move out of executive session. CARRIED.

Following a break for lunch at 1:00 PM, the meeting resumed at 2:00 PM.

H. Property Committee

H.1. MOTION STEEB/RHODES - To move into executive session. CARRIED.

In executive session, Gregory Honshul and Ray Steeb delivered the Property Committee's confidential report with a PowerPoint presentation outlining various considerations and strategies towards the possible sale of the Westwood property in Oyster Bay Cove, NY. A motion (H.2.) was adopted defining specifics.

H.3. MOTION RHODES/HONSHUL - To move out of executive session. CARRIED.

After the executive session, the following statement was issued:

The Property Committee Report was heard in executive session to discuss ongoing negotiations. A motion was adopted authorizing the Property Committee members to negotiate terms for the sale of the Westwood chancery property under certain parameters.

I. Report of the Secretary (attached)

Priest Alessandro Margheritino, OCA Secretary, delivered his attached report, providing updates on property management of both Westwood and the new and temporary chancery facility in Springfield, VA, information technology, SMPAC, communications, operations, feedback from a survey of 20th All-American Council participants and the preparations underway for the relocation of the OCA Archives to St. Vladimir's Seminary Library in the coming months. Discussion ensued.

Following a break at 4:13 PM, the meeting resumed at 4:45 PM.

J. Office of Pastoral Life (attached)

Archpriest Nicholas Solak highlighted the attached report from the Office of Pastoral Life that included updates on the ongoing Thriving in Ministry, Clergy Synaxis and Clergy Wives Advisory Group programs as well as plans for a National Clergy In-Person Synaxis to be held next year. He responded to questions from Council members.

K. Review of Metropolitan Council Committees

Fr. Rentel led a discussion of the committees of the Metropolitan Council and their role in the work of the Council. He encouraged new members to participate in this work. Extensive discussion took place.

Fr. Rentel then proposed dates for Metropolitan Council Sessions in 2023, which were approved. The Spring Session will take place remotely on March 14 and 16. The Fall Session will begin with a Zoom meeting on September 28 and will be followed by an in-person meeting, likely in Springfield, Virginia, on October 11-12 that will include a joint meeting/retreat with the Pension Board.

L. Concluding Remarks

Metropolitan Tikhon thanked the members of the Council for their work during the first day of the Fall Session. The meeting was concluded with prayer at 5:39 PM.

After dinner, orientation for new Council members focused on fiduciary responsibility was conducted by David Lane and Judge E.R. Lanier.

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THURSDAY, OCTOBER 20, 2022

Following the celebration of a Divine Liturgy at All Saints of America Mission in Alexandria, Virginia at 8:00 AM, Metropolitan Tikhon opened the meeting at the Temporary Chancery of the Orthodox Church in America in Springfield, Virginia with prayer at 10:41 AM. Fr. Rentel called the meeting to order and reviewed the agenda and schedule for the day.

M. 20th All-American Council (attached)

Deacon Peter Ilchuk, All-American Council Manager, presented his attached report, which included an overview on the events and operations of the 20th All-American Council and initial plans to determine a location for the 21st All-American Council that is projected to be convened in 2025.

N. Treasurer's Report (attached)

Andrew Smith began his attached comprehensive Treasurer's report by introducing representatives from Satty, Levine & Ciacco, CPAs, P.C., the present external auditing firm for the Orthodox Church in America, who offered the attached PowerPoint presentation to review the external audit of the attached 2021 financial statements and responded to questions from Council members.

- N.1. MOTION DIMITRI/HONSHUL – To accept as presented the external audit report for 2021 from Satty, Levine & Ciacco, CPAs, P.C. CARRIED UNANIMOUSLY.**

Andrew Smith continued the attached Treasurer's report by presenting highlights of financials and investments for the current year, as well as an overview of revenue and expenses for the recent 20th All-American Council. Discussion and questions from Council members ensued.

He then reviewed the attached resumes of candidates for the three positions on the internal Auditing Committee. After discussion, the following motion was adopted.

- N.2. MOTION DIMITRI/PATTERSON - In accordance with Article V, Section 9 of the OCA Statute, to appoint Maha Adranly, Diane Dorogy and Sharon Hubiak as the members of the internal Auditing Committee until the 21st All-American Council. CARRIED with two (2) abstentions (RALICH, SMITH).**

O. Pension Report (attached)

Michael Stieglitz, Administrator of the OCA Pension Plan, and Melanie Ringa, Pension Board Trustee, presented the attached report on the Pension Plan. In extensive discussion that ensued, they provided detailed clarifications of the financial position of the Plan, its investments as well as statistics on Plan participation throughout the Church.

Following a break for lunch at 1:00 PM, the meeting resumed at 1:21 PM.

David Lane reported on his attendance at the recent Pension Board meeting to represent the Metropolitan Council as mandated by the resolution adopted at the 20th All-American Council. He conveyed a positive impression from the meeting and referred to his extensive attached written report. Comments and questions ensued. A long discussion took place on mandated participation compliance took place. A 4% increase of employer contributions for participants in the Plan as proposed by the Pension Board was extensively deliberated. A straw poll indicated 13 votes in favor of a 4% increase, 11 votes in favor of a 2% increase and 1 vote favoring no increase.

Following a break at 2:47 PM, the meeting resumed at 3:05 PM.

After further detailed discussion and consideration, the following motion was proposed and adopted.

- O.1. MOTION POPESCU/DIMITRI - To approve a 2% increase of employer contributions for participants in the OCA Pension Plan effective January 1, 2023 and an additional 2% increase effective January 1, 2024, subject to review of parish compliance of participation in the OCA Pension Plan at the regular Fall 2023 Session of the Metropolitan Council. CARRIED with one (1) opposed (GODBOLD).

David Lane then proposed the following motion.

- O.2. MOTION LANE/GRABAN - The Statute of the Orthodox Church in America provisions regarding the OCA Pension Plan and the mandates of the AACs require that all clergy, other employees, and parishes of the Church participate in the Plan.

There are issues with some required participants not participating.

The non-participation of required participants must be corrected but the Metropolitan Council does not have the ability to do so as this is within the province of the Holy Synod.

THEREFORE, IT IS RESOLVED AS FOLLOWS:

1. The Holy Synod is requested to designate a joint committee with the Metropolitan Council to address the problems caused by the failure to comply with the mandate;
2. If the Holy Synod will establish such a joint committee, the Metropolitan Council shall appoint members to work with the Holy Synod to address the issue of the non-compliance with the mandate to participate in the Pension Plan;
3. That the Holy Synod take action to enforce the mandate to participate in the Pension Plan by all eligible participants and parishes. CARRIED UNANIMOUSLY.

Fr. Rentel introduced the following motion on the formation of a Pension Committee.

- O.3. MOTION TATE/GODBOLD - Whereas there is a continuing need for communication and collaboration between the Metropolitan Council and the OCA Pension Board, it is hereby resolved that the Pension Subcommittee be continued and renamed the Pension Committee.

The function of the Pension Committee is to review the recommendations of the Pension Board, analyze the recommendations, and make a report to the Metropolitan Council. The Pension Board shall make a report with recommendations to the Pension Committee no later than 30 days prior to the regular session of the Metropolitan Council where the recommendations will be considered.

Furthermore, David Lane will continue to be the Metropolitan Council's representative to the Pension Board meetings, with Bob Graban as the alternate. CARRIED UNANIMOUSLY.

Fr. Rentel reviewed the attached memorandum with a proposal and draft letter of engagement for the review of the roles, responsibilities, and liabilities that the Orthodox Church in America has for its different governing bodies, the Chancery, the Pension Board, the Metropolitan Council, the Holy Synod, and the All-American Council as they relate to the Pension Plan. The following motion was proposed.

- O.4. MOTION KRETA/RHODES - The Metropolitan Council of the Orthodox Church in America authorizes Archpriest Alexander Rentel, Chancellor of the Orthodox Church in America, to sign a letter of engagement not to exceed \$20,000 (twenty thousand) with Nixon Peabody LLP for the purposes outlined in the memorandum presented to the Council and detailed in said letter of engagement. CARRIED UNANIMOUSLY.

2-N. Treasurer's Report (continued)

To conclude the Treasurer's Report, Andrew Smith presented the attached budget for 2023 and highlighted key issues and items. He noted that this is a preliminary budget that may require amendment at the Spring Session, as has occurred in past years. In discussion by the Council, he provided numerous clarifications in response to questions from Council members.

In discussion by the Council, he provided numerous clarifications in response to questions from Council members. There was extensive discussion about a request from the Pension Board that the OCA reimburse the Plan \$9,000 per month for certain administrative expenses, as presented during the Pension Plan report to the Metropolitan Council. Mr. Smith confirmed that the proposed budget includes a specific line item to cover these expense reimbursements.

- 2-N.3. MOTION DIMITRI/BRUNSWIG - To approve the proposed 2023 budget as presented. CARRIED UNANIMOUSLY.

After a brief break at 4:13 PM, the meeting resumed.

P. Church Planting Grants (attached)

Archpriest Thomas Soroka, Project Manager for the OCA Departments, presented the attached proposal from the Department of Evangelization for increased Church Planting Grant funding for 2023. It was noted that there has not been an increase in the amounts of such grants in a number of years. The following motion was presented, discussed and approved.

P.1. MOTION LANE/KRETA - To approve the proposal for increased Church Planting Grant funding for 2023 at the following levels:

<u>Program Year</u>	<u>Current Grant</u>	<u>2023 Proposed Grant</u>
Year 1	\$24,000	\$40,000
Year 2	\$20,000	\$32,000
Year 3	\$16,000	\$24,000

CARRIED UNANIMOUSLY.

In response to a question, Fr. Soroka indicated that a previous suggestion for possible funding towards a program to revitalize older parishes has not yet been discussed.

Q. OCA Departments update (attached)

Fr. Soroka presented his attached report on the various completed, ongoing, or pending projects or tasks of the Departments of the Church, as well as ideas for departmental efforts submitted by 20th All-American Council participants. He particularly highlighted the Inter-Departmental Catechism, which is projected to be released by the end of the year. Wide-ranging discussion took place.

R. Adjournment

In concluding remarks, Metropolitan Tikhon thanked the Council for its important productive work, particularly pertaining to the Pension Plan. He noted the uniqueness of the Metropolitan Council as a governing body within the structure of the Orthodox Church in America. His Beatitude declared the Fall Session of the Metropolitan Council closed and adjourned the meeting with prayer at 5:25 PM.

Respectfully submitted,

Alexis Liberovsky,
Recording Secretary