
METROPOLITAN COUNCIL of the ORTHODOX CHURCH IN AMERICA

MINUTES
2024 Spring Session

Tuesday, March 5, 2024
Thursday, March 7, 2024
Thursday, March 28, 2024
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*

Archpriest 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

Anthony Lekanof (*except March 7*)

Albanian Archdiocese

Archpriest Dennis Rhodes

Donna Dimitri

Bulgarian Diocese

Deacon Bogdan Popescu

Daniel Ralich

Archdiocese of Canada

Archpriest Gregory Scratch (*except March 5*)

Diocese of Eastern Pennsylvania

Archpriest Nicholas Solak

Danalisa Radu

Diocese of the Midwest

Archpriest John Baker

Basil Kochan

Diocese of New England

Archpriest Patrick Burns

David Zavednak

Diocese of New York/New Jersey

Archpriest David Garretson

Mitchell VanDuyn

Diocese of the South

Archpriest Joseph Ciarciaglino

Joshua Godbold (*except March 28*)

Archdiocese of Washington

Deacon Matthew Prentice

Gregory Honshul

Diocese of the West

Archpriest Matthew Tate (*only March 7*)

David Lane, Esq.

Diocese of Western Pennsylvania

Priest John Parker

Ray Steeb

ABSENT (*for all meetings unless otherwise indicated*)

Archpriest Gregory Scratch (*Archdiocese of Canada*) – March 5

Archpriest Maxim Isaac (*Diocese of Alaska*)

Archpriest Matthew Tate (*Diocese of the West*) – March 5 & 28

Joshua Godbold (*Diocese of the South*) – March 28

Anthony Lekanof (*Diocese of Alaska*) – March 7

GUESTS (*for all meetings unless otherwise indicated*)

Bishop Gerasim (*Episcopal Moderator – OCA Pension Board*) – March 28

Archpriest John Dresko (*OCA Pension Board Trustee*) – March 7

Archpriest Chad Hatfield (*OCA Pension Board Trustee*) – March 28

Matushka Mary Buletza-Breton (*OCA Pension Board Chairperson*) – March 7 & 28

Sheryl Christensen (*Pension Plan actuary - Gabriel, Roeder, Smith & Company*) – March 7

Diane Dorogy (*Auditing Committee*) – March 7

Matushka Sharon Hubiak (*Chairperson - Auditing Committee*) – March 7

Teresa Pofok (*attorney at Tucker Arensberg*) – March 7 & 28

Melanie Ringa (*OCA Pension Board Trustee*) – March 7 & 28

Michael Stieglitz (*Administrator, OCA Pension Plan*) – March 7 & 28

Mark Hamilton (*OCA General Counsel*)

Bonita Wurst (*Pension Plan actuary - Gabriel, Roeder, Smith & Company*) - March 7

Michael Wroblewski (*Pension Plan actuary - Gabriel, Roeder, Smith & Company*) – March 7

TUESDAY, MARCH 5, 2024

A. Opening Prayer

His Beatitude, Metropolitan Tikhon led the meeting participants in prayer at 1:06 PM to open the initial meeting of the 2024 Spring Session of the Metropolitan Council, conducted by video conference.

B. Call to Order

With His Beatitude’s blessing, Archpriest Alexander Rentel called the meeting to order, noting that the Spring Session will consist of three video conference meetings on March 5, 7, and 28.

C. Agenda (attached) Introduction & Roll Call

Fr. Rentel reviewed the attached agenda for the meeting and conducted the roll call, indicating guests who would be in attendance at today’s meeting. He underscored the full agenda of the Spring Session and stressed that all reports should be read.

D. Approval of Minutes of Previous Meetings

Fr. Rentel presented for approval the attached updated draft minutes of the regular 2023 Fall Session of the Metropolitan Council conducted by video conference on September 28, 2023 and convened in person on October 11-12, 2023, which were approved by consensus as presented.

E. Metropolitan’s Report (attached)

Metropolitan Tikhon presented oral remarks along with the attached written log of his activities as Primate since the Fall Session. He highlighted his work in his own Archdiocese of Washington where he has now been residing for almost two years. He also noted the recent episcopal ordination and enthronement of His Grace Benedict as the new Bishop of Hartford and the Diocese of New England, which was under His Beatitude’s locum tenency until early December 2023. His Beatitude responded to several questions from Council members.

F. Chancellor’s Report (attached)

Fr. Rentel highlighted his attached report, noting his activities, travel, and the Chancery’s overall work, including personnel matters. Fr. Alexander also spoke on Inter-Orthodox and Inter-Religious activities in which the Orthodox Church in America is engaged.

G. Property Committee

Gregory Honshul provided an update from the Property Committee on the sale of Westwood, detailing the steps that are following the recent signing of the purchase agreement. The anticipated timeline for closing is estimated to be within 24-36 months.

H. Legal matters

H.1. MOTION RENTEL/LEKANOF – To move into executive session. CARRIED.

In executive session, Mark Hamilton, the new OCA General Counsel, presented his first report to the Metropolitan Council regarding current and pending legal matters affecting the Church. Questions and discussion ensued.

**H.2. MOTION RENTEL/GARRETSON - To move out of executive session.
CARRIED.**

Following up on discussion in executive session, a motion regarding trademark registration of the name and logo of the Orthodox Church in America was proposed.

H.3. MOTION LEKANOF/MCFARLAND –

WHEREAS, the name “*Orthodox Church in America*” and its logo are not currently registered with the United States Patent and Trademark Office; and

WHEREAS, registration with the USPTO would offer protection for the intellectual property of the Orthodox Church in America; and

WHEREAS, we have received legal counsel in support of this registration to protect the interest of the Church against misappropriation by third parties of our name and logo;

WHEREAS, the registration is a complex process often guided by legal counsel;

WHEREAS, the anticipated total cost, between registration and legal fees, should not exceed \$5,000;

BE IT THEREFORE RESOLVED:

- 1. The Metropolitan Council authorizes Archpriest Alexander Rentel, Chancellor, to sign a Client Engagement letter with Gammon & Grange, P.C. for the filing of the trademark registration of the name “*Orthodox Church in America*” and its logo with the U.S. Patent & Trademark Office;**
 - 2. The registration will be processed in at least three trademark classes: Class 9 (electronic goods) which includes downloadable publications; Class 41 (educational services), which includes retreats, streaming videos, and podcasts; Class 45 (personal and social services) which includes ministerial services.**
- CARRIED UNANIMOUSLY.**

Metropolitan Tikhon indicated that he confirms the vote.

I. Report of the Secretary (attached)

Archpriest Alessandro Margheritino, OCA Secretary, summarized his attached report his report, offering updates on various aspects of operations at the Chancery, the work of the Preconciliar Commission, and property management. Fr. Alessandro also noted the recent progress with the relocation of the OCA Archives to the Florovsky Library at Saint Vladimir’s Orthodox Theological Seminary. Discussion ensued.

- I.1 MOTION MARGHERITINO/DIMITRI – To submit to the Holy Synod the names of Archpriest Kirill Sokolov and Priest Kyle Parrott to be added to the roster of the Preconciliar Commission of the 21st All-American Council.
CARRIED with 1 (one) abstention (Godbold).**

Metropolitan Tikhon indicated that he confirms the vote, pending confirmation by the Holy Synod.

J. Office of Pastoral Life (attached)

Archpriest Nicholas Solak presented the attached report from the Office of Pastoral Life highlighting several programs provided by the Office and grant funding obtained to finance some of them. Extensive discussion ensued.

K. Treasurer’s Report (attached)

Andrew Smith highlighted the attached Treasurer’s report and appendices in which he reviewed current financials, preliminary final statements for 2023, proposed amendments to the 2024 budget, and the transition from in-house day-to-day accounting to an outsourced accounting solution with Chazin & Company.

K.1. MOTION DIMITRI/KOCHAN – To accept the amended 2024 budget as presented. CARRIED UNANIMOUSLY.

Metropolitan Tikhon indicated that he confirms the vote.

L. Closing

Fr. Rentel reminded participants that the Spring Session would continue with meetings on March 7 and March 28 at 1 PM. Metropolitan Tikhon thanked the Council for its deliberations and closed the meeting with prayer at 4:14 PM.

THURSDAY, MARCH 7, 2024

2-A. Opening Prayer

Metropolitan Tikhon led the meeting participants in prayer at 1:05 PM to open the second meeting of the 2024 Spring Session of the Metropolitan Council, conducted by video conference.

2-B. Call to Order

With His Beatitude’s blessing, Archpriest Alexander Rentel called the second meeting of the Spring Session to order.

2-C. Agenda (attached) Introduction & Roll Call

Fr. Rentel noted changes in the attached agenda, conducted the roll call, and indicated guests who would be present during the meeting.

M. Internal Audit (attached)

Matushka Sharon Hubiak and Diane Dorogy of the internal Auditing Committee presented highlights of the Committee’s attached 2023 audit report. They remarked that, in all areas

examined, everything was in good order. Most of the Committee's recommendations for improved financial management have already been implemented. The report was followed by discussion and questions from the Council. Andrew Smith stated that the Committee's input is most appreciated and that it is a cooperative process of joint work. His Beatitude thanked the internal auditors and Andrew Smith for their diligent efforts.

N. Pension Board (attached)

Metropolitan Tikhon delivered introductory remarks to the deliberation of the Pension Plan, stressing the importance of thorough discussion. He expressed gratitude for the diligent work accomplished on these complex matters. He noted that the determinative factor of compliance would be discussed by the Holy Synod at its upcoming meeting.

Matushka Mary Buletza-Breton (Pension Board Chairperson), Fr. John Dresko and Melanie Ringa (Pension Board members) were in attendance for presentation of the Board's report and deliberation of related matters. Melanie Ringa highlighted the Board's report on the Pension Plan, including detailed financial statements, along with statistics and considerations to enhance the health of the Plan through greater participation.

During the discussion, the question regarding the confidentiality of the reports from the Pension Board arose. The Pension Board clarified that, once submitted, the reports belong to the Metropolitan Council, whose competence is to distribute them to the larger Church at its discretion.

O. Pension Plan Actuary Presentation (attached)

Bonita Wurst, Sheryl Christensen and Michael Wroblewski from the new Pension actuarial firm, Gabriel, Roeder, Smith & Company (GRS) joined the meeting to present their written reports that included actuarial valuation of the Plan and also showed a modeling tool for projecting the effects of various changes upon the funded status of the plan. Extensive discussion took place.

P. Pension Legal

During the Actuary Presentation, Teresa Pofok, an attorney specialized in pension matters who works with OCA General Counsel Mark Hamilton at Tucker Arensberg, provided valuable clarifications concerning legal aspects of plan compliance and participation. After the Actuary Presentation, a specific legal matter pertaining to the Pension Plan was discussed.

2-L. Closing

Fr. Rentel reminded the Council that the next meeting of the Spring Session would be convened by video conference on Thursday, March 28 at 1 PM. Metropolitan Tikhon thanked the Council for its work and proposed the creation of a focus group to facilitate ongoing dialogue on the Plan amendments that will be considered at the next Council meeting on March 28. His Beatitude suggested that the focus group consist of three members of the Pension Board and three Metropolitan Council members. He asked Joshua Godbold, Donna Dimitri and David Lane along with Fr. Alessandro Margheritino, as coordinator, to serve as Council representatives in the focus

group. All agreed with the Metropolitan’s suggestion. After a reminder concerning scheduling of subsequent meetings from Fr. Rentel, His Beatitude closed the meeting with prayer at 4:42 PM.

THURSDAY, MARCH 28, 2024

3-A. Opening Prayer

Metropolitan Tikhon led the meeting participants in prayer at 1:05 PM to open the third meeting of the 2024 Spring Session of the Metropolitan Council, conducted by video conference.

3-B. Call to Order

With His Beatitude’s blessing, Archpriest Alexander Rentel called the third meeting of the Spring Session to order.

3-C. Agenda (attached) Introduction & Roll Call

Fr. Rentel reviewed the agenda for the meeting, conducted the roll call and indicated guests who would be participating.

Q. Metropolitan’s Introductory Remarks

His Beatitude provided a number of updates on the life of the OCA and his own archpastoral activities. He expressed gratitude to the focus group that has worked since the last meeting to refine the language of the Pension Plan amendments being presented for consideration at this meeting.

R. Consideration of Pension Plan Amendments

Fr. Alessandro Margheritino reported on the diligent work of the working group that has resulted in the revised Plan amendments being presented for adoption today.

Matushka Mary Buletza-Breton introduced each amendment. After extensive deliberation and some further revisions to the texts, the amendments were individually proposed for adoption.

R.1. MOTION LANE/MARGITICH - To approve the following amendment to the OCA Pension Plan to restate definition of employee and compensation:

Section 1.16

Employee means:

(a) Any bishop or priest of the Church except as follows:

(i) Bishops and priests in the Diocese of Sitka and Alaska

(A) This exception does not include those who were already Members in the Plan as of April 2, 2024.

- (B) This exception does not include those who, along with the related parish, have executed an agreement of participation.**
- (ii) any person working at a mission or mission station who does not receive Compensation.**

(b) Any full-time lay person who performs services for the Church and receives compensation. A full-time employee is an Employee who customarily performs service for at least twenty (20) hours a week.

(c) On or after January 1, 1987, the term “Employee” shall include any persons, defined in (a) and (b) above, employed by the Church’s Seminaries in a capacity other than solely as director.

(d) Leased Employees and persons working for the Church shall be included as Employees unless (a) such individual is covered by a money purchase pension plan providing (i) a nonintegrated employer contribution rate of at least 10 percent of compensation, as defined in Section 415(c)(3) of the Code, but including amounts contributed by the Employer pursuant to a salary reduction agreement which are excludable from the Leased Employee's gross income under Section 125, 402(e)(3), 403(h)(1)(B) or 403(b) of the Code; (ii) immediate Membership; and (iii) full and immediate vesting; and (b) Leased Employees do not constitute more than 20% of the Employer's Non-Highly Compensated Employee workforce.

Restate section 1.12(a) as:

1.12 “Compensation”

(a) For purposes of determining Average Compensation and for determining the amount of Employer and Member contributions in accordance with Sections 3.1(a) and 3.2, Compensation shall include the following:

(i) Base Compensation

The cash salary or other form of monetary payment paid to an Employee for services rendered to the Employer.

(ii) Housing Allowance Compensation

The cash salary or other form of monetary payment paid to a Member for housing or amount recognized as Housing Allowance under Code Section 107 and regulations thereunder.

Effective July 1, 2011, for Members (other than Clergy) who are required to accept housing provided by their Employer for its convenience, a Member's Housing Allowance Compensation is that amount excluded from their taxable income pursuant to Section 119(a)(2) of the Code.

Add as section 1.12(e) and (f):

(e) The determination of Compensation is made without regard to whether the employee is issued a Federal Form W-2, Federal Form 1099, or any other form of reporting or without reporting.

(f) Compensation includes any amount of a stipend that is not restricted, or used, to reimburse an Employee for expenses relating to services for the Church and no part of which may be used for other purposes by the Employee. CARRIED UNANIMOUSLY.

Metropolitan Tikhon indicated that he confirms the vote.

R.2. MOTION GARRETSON/LEKANOF - To approve the following amendment to the OCA Pension Plan to address failure to participate in the Plan:

1.21 is amended in (b) and also includes (e) and (f):

(b) “Inactive Member” - A person, other than a person described in subsection (e), below, who is no longer an Active Member of the Plan because his basis of employment no longer meets the requirements set forth in Section 1.16 while he continues in the employ of the Employer.

(e) “Ineligible Member” - a person who is described in Plan Section 2.1 (d)

(f) “Non-Compliant Eligible Member” Any employee who is eligible to become a Member of the Plan who receives Compensation for services to the Church who fails to participate in the Plan as an Active Member as required by Plan Section 2.1(b).

Amend section 2.1(b) to expressly execute required enrollment documents. As amended, section 2.1(b) will state the following:

(b) Each other Employee of the Church and each person becoming an Employee of the Church after the Supplemental Effective Date shall become a Member as of the first day of the month coincident with or next following the date he begins his service for the Church and make the contributions required by and in accordance with Section 3.2 commencing on such date. Effective January 1, 2025, each employee of the Church who meets the definition of eligible Employee but is not otherwise a Member in the Pension Plan shall become a Member. Thereafter, all employees of the Church who meet the definition of eligible Employee shall become a Member on the first day of the month coincident or next following the date (s)he begins service for the Church. All mandated Members shall execute all required enrollment documents and authorization and make contributions required in accordance with Section 3.2 commencing on such date.

Renumber (old) section 2.1(f) as 2.1(g)(1) and add as section 2.1(g)(2)

2.1(g)(2) A Member who while on an approved leave of absence terminates employment or is deemed to terminate employment shall only be entitled to a benefit upon retirement pursuant to Plan Section 5.1 if the Member had reached his normal Retirement Date before his leave of absence began, otherwise the Member shall only be eligible for a benefit under Plan Section 5.2 or 5.3

Add as section 2.1(h)(1) and 2.1(h)(2):

2.1(h)

- (1) A Member who fails to continue as an Active Member by not contributing Required Member Contribution when required to do so in accordance with Plan Articles 2 and 3, for a period of 120 days or more (i.e., a Non-Compliant Eligible Member) following three written separate notices provided to the member, the rector or other person responsible if it is not the rector, and the treasurer or person responsible for making the payment, and diocesan administration, that the payment(s) have not been received, shall forfeit any benefit derived from Employer and Member Contributions and shall only be entitled to the return of his/her Member Voluntary Contributions with interest only for the period from the Voluntary Member Contribution through the date he/she ceased making contributions when otherwise required to do so. The Non-Compliant Eligible Member's Voluntary Contributions shall be paid to him/her as soon as administratively practicable following the close of the 120-days period.**
- (2) A Non-Compliant Eligible Member who has been terminated as a Member Provided in subsection 2.1(h)(1), elects to become and becomes an Active Member of the Plan by authorizing Member Contributions, his/her pre-participation service (i.e., his/her participation before the forfeiture of any right to a benefit derived from Employer and Member Contributions) and Compensation shall be disregarded for the purpose of determining his benefit from the Plan and for determining his years of vesting service pursuant to Article 5 with respect to his/her resumption of participation.**

Revise 5.3 (a) as follows:

- (a) A Member shall have a 100% vested interest in his Accumulated Voluntary Contribution Account at all times. CARRIED with one (1) opposed (Ciarciaglino).**

Metropolitan Tikhon indicated that he confirms the vote.

R.3. MOTION LANE/MIKHALEVSKY - To approve the following amendment to the OCA Pension Plan to increase employer contribution level:

Amend Section 3.1(a) as follows:

3.1(a) It is the intention of the Church to continue the Plan and have regular contributions Made to the Trustees each year by each Employer in such amounts as are necessary in addition to the contributions of Members to maintain the Plan on a sound actuarial basis.

- (i) Prior to January 1, 2014, every month the Employer shall contribute to the Plan six percent (6%) of the Member's Compensation**
- (ii) On or after January 1, 2014 through December 31, 2020, with respect to contributions for work performed between these dates, each Employer shall make an Employer Contribution to the Plan for each Active Member equal to eight percent (8%) of the Member's Compensation**
- (iii) On or after January 1, 2021 through December 31, 2022, with respect to contributions for work performed between these dates, each Employer shall make an Employer Contribution to the Plan for each Active Member equal to ten percent (10%) of the Member's Compensation.**
- (iv) On or after January 1, 2023 through December 31, 2023, with respect to contributions for work performed between these dates, each Employer shall make an Employer Contribution to the Plan for each Active Member equal to twelve percent (12%) of the Member's Compensation.**
- (v) On or after January 1, 2024 with respect to contributions for work performed on or after this date, each Employer shall make an Employer Contribution to the Plan for each Active Member equal to fourteen percent (14%) of the Member's Compensation on a monthly basis.**
- (vi) On or after January 1, 2025, with respect to contributions for work performed on or after this date, each Employer shall make an Employer Contribution to the Plan additionally for each Inactive Member, Ineligible Member, and Non-Compliant Eligible Member equal to fourteen percent (14%) of the Member's Compensation on a monthly basis. CARRIED with one (1) abstention (Ciarciaglino).**

His Beatitude declared that, although he approves of the amendment, he defers final approval of this amendment to a decision by the Holy Synod.

Discussion took place concerning another amendment that would avoid jeopardizing pension benefits for retired clergy actively serving in special situations. It was agreed that there is no particular rush to adopt this amendment and that it should be further refined and be considered again at the Fall Session of the Metropolitan Council.

S. Adjournment

Fr. Rentel reminded meeting participants concerning the schedule for the Fall Session of the Metropolitan Council. Metropolitan Tikhon thanked the Council and the Pension Board for their work. He then closed the meeting and adjourned the Spring Session with prayer at 4:16 PM.

Respectfully submitted,

Alexis Liberovsky,
Recording Secretary