



**ORTHODOX
CHURCH in
AMERICA**

Metropolitan Council Meeting

Special Meeting 11.19.2020

Reports



Meeting of the Metropolitan Council of the Orthodox Church in America

Thursday, November 19, 2020

conducted by video conference

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AGENDA ITEMS
SPECIAL SESSION OF THE METROPOLITAN COUNCIL
November 19, 2020

The Metropolitan Council of the Orthodox Church in America will meet in a Special Session, with His Beatitude Metropolitan Tikhon presiding, on **Thursday, November 19, 2020**, via teleconference. His Beatitude called this Special Session so that the Metropolitan Council can consider two issues that have arisen and require its attention. The Metropolitan Council will consider the possible postponement of the 20th All-American Council, and the possible sale of the Westwood property,

At our meeting this **Thursday**, which will take place from **1:00-3:30 pm, EST**, after our normal housekeeping matters (1-4), we will hear 5. A brief report from His Beatitude.

All-American Council. After this, we will turn to 6. A report from the Reverend Deacon Peter Ilchuk, Council Manager, on the status of the hotel arrangements with the Baltimore Hilton, with whom we have signed a contract to hold the 20th All-American Council in July 2021. After Dn. Peter's report, we will consider a motion to postpone the 20th All-American Council until July 2022 remaining either at the Baltimore Hilton, or changing to a new location.

Property Matters. After this important matter, we will turn our attention to matters related to the sale of the Westwood property. In this matter, we will first 7. Consider a resolution to engage a New York attorney who can advise on the sale of the property. Then we will 8. Hear a report from the Property Committee on an offer we have received for the property, and 9. Consider a resolution that authorizes the Property Committee to negotiate with potential buyers within certain parameters while reserving final judgement to the Metropolitan Council and confirmation by the Holy Synod.

Agenda – Thursday, November 19, 2020, 1:00-3:30 pm EST

1. Opening Prayer
2. Call to Order – Archpriest Alexander Rentel
3. Review of Agenda – Archpriest Alexander Rentel
4. Roll Call – Archpriest Alexander Rentel
5. Report of the Metropolitan – His Beatitude Metropolitan Tikhon
6. All-American Council – Dn. Peter Ilchuk

7. Resolution to engage a New York Attorney – Archpriest Alexander Rentel
8. Property Committee Report (Offer) – Ray Steeb and Gregory Honshul
9. Property Committee (Authorization Resolution) – Ray Steeb and Gregory Honshul
10. Concluding Remarks – His Beatitude
11. Prayer – His Beatitude

20th All American Council Update
Metropolitan Council November 2020
Deacon Peter Ilchuk

Introduction

Over the past few months we have been monitoring the situation in the City of Baltimore and the status of the Hilton Inner Harbor Hotel as it relates to the pandemic. As many of you know, the hotel has been unwilling to review our request to postpone the 20th All American Council and to consider any dates in 2022. Upon initial review of our situation, the hotel was unable to offer any new dates for us to consider in 2022. However, with the pandemic response and resolution being very slow-moving, the hotel is now willing to discuss different options with us.

As was previously announced, the 20th All American Council program was slated to take place from Friday, July 23rd to Friday July 30th 2021. Based on the latest discussions with the hotel, they are offering to move our overall program to Friday, July 8th 2022 – Friday July, 15th 2022. Details of this new agreement still have to be negotiated. While these dates are not our preferred ones, it is some progress with the hotel as our preferred dates are booked by a city-wide event.

The OCA is also in negotiations with 2 backup sites for the 20th All American Council to be held over our preferred dates of 2022, which is the Hyatt Regency Dallas and the Hilton Anatole in Dallas, TX. Both sites are currently within our price point range and concessions needed to work for the program. Site visits to these locations are being planned for some time in early December to review the property space and the impending offers. I hope to be able to report the results of these visits before the end the year.

Conclusion and Recommendation

So to summarize, the following options are to be considered.

1. Postpone the 20th All American Council and consider the dates of July 11th to July 15th 2022 to be hosted in Baltimore.
2. Postpone the 20th All American Council and to consider the dates of July 25th to July 29th 2022 to be hosted in Dallas.

It is my recommendation, if the hotel can match our program in Baltimore in terms of our current contract, then we should move forward to plan to have the Council in Baltimore. However, if they cannot meet our terms of the contract, then officially notify the Hilton in Baltimore of our intent to cancel our contract via force majeure and then move to confirm our backup site to be held in Dallas, TX over our preferred dates in 2022.

Respectfully Submitted,

Dn. Peter Ilchuk

New York Legal Counsel Resolution

WHEREAS, General Counsel of the Orthodox Church in America has recommended that the Church retain New York admitted legal counsel to assist with legal matters relative to a potential sale of the Chancery property in Oyster Bay Cove, Nassau County, New York; and

WHEREAS, Seth Levine, Esquire, of the Nassau County law firm of Richman & Levine has been recommended to the Church by Frances Mazer, the licensed realtor presently assisting the Church in this regard; and

WHEREAS, General Counsel of the Orthodox Church in America concurs in the recommendation of Ms Mazer

BE IT NOW RESOLVED by the Metropolitan Council of the Orthodox Church in America that the Chancellor of the Orthodox Church in America be authorized to retain the professional services of Seth Levine, Esquire, on a written retainer agreement at a fee rate not to exceed \$450 per hour and that the Chancellor be further authorized to advance an initial financial retainer to Seth Levine, Esquire, not to exceed the amount of Three Thousand Dollars(\$3000).



Potential Next Steps

In consideration of the present offer for the Westwood Property

OCA Property Committee

Option 1

Accept

Offer of \$5.5mm, but counter with contingency requests, including good faith deposit

Option 2

Counter-offer

Between \$5.9mm to \$6.250m, with contingency requests, including good faith deposit

Option 3

Decline

\$5.5mm offer and hold firm at \$6.5mm

Contingencies

- Deposit \$65,000
- Closing – 12 mos
- 90-day extensions at \$TBD additional & non-refund deposit
- Sold AS-IS
- Cash / No Financing
- Due Diligence at closing limited to receipt of zoning approvals

Considerations

- Developer versus Investor offer
- Closure timing, 1 year up to 3+ years
- Zoning limited to 6 lots maximum
- Data points: \$5.0mm, \$5.5mm, \$5.7mm & \$6.1mm

Questions

- Plans - when do we need the \$?
- Budget for forthcoming plans?
- Archive
- Chancery - rent, buy, build options?
- Relocate His Beatitude