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DIOCESAN COUNCIL AGENDA

June 10, 2021 at 2PM

via Zoom

Gathering time (Wende)

Consent agenda: (on portal)

- May Council Minutes
- May EMWM Minutes

Bishop's time

Update from Rich Simpson on transitions

Affirm move of Phillip Shearin from Lay Alternate Deputy to Clerical Alternate

EMWM

No actions needed.

Update: The Old Stone Church in Lanesboro closed on May 11 for \$159,000. Net proceeds of \$117,352 have been deposited into a newly created real estate fund for the benefit of St. Luke's, which will be held by the Trustees. This does not require a vote.

COUNCIL MEMBERSHIP

Officers and Appointed Members:

The Rt. Rev. Douglas Fisher, President

The Rev. Nancy Webb Stroud, Vice President

Ms. Wende Wheeler, Secretary

The Rev. Dr. Richard Simpson, Assistant Secretary

Mr. Mark Rogers, Treasurer

Mr. Frank Minasian, Trustee Representative

Term of Office Expires:

Convention of 2021 - José Reyes Pérez, Eliot Moss, Rick Gore, vacancy

Convention of 2022 - Janet Zimmerman, Janet Young, Beth Washburn

Convention of 2023 - Richard Delorme, Charlotte LaForest, Reynolds Whalen

Minutes of the Meeting of Diocesan Council

May 13, 2021

2:00 p.m. via Zoom

Present

The Rt. Rev. Doug Fisher, President
Richard Delorme
Richard Gore
The Rev. Charlotte LaForest
Frank Minasian
The Rev. Eliot Moss
The Rev. José Reyes
Mark Rogers
The Rev. Nancy Webb Stroud, Vice-President
The Rev. Dcn. Beth Washburn
Reynolds Whalen
Wende Wheeler, Secretary
Janet Young
The Rev. Janet Zimmerman

Absent

The Rev. Rich Simpson

2:02 p.m. Called to order with prayer led by Beth Washburn

Consent Agenda

The Consent Agenda was moved, seconded and passed unanimously.

Bishop's Time

The Bishop:

- Discussed the return to church buildings, making clear that the “church” never left, and our mission continued throughout the pandemic. However, now, parishes are venturing back to their buildings in various different ways.
- Noted that the clergy are exhausted after the last 15 months, and are, at the same time, ministering to people who are exhausted.
- Noted here are many clergy transitions in parishes going on; Zoom meetings of clericus groups have made it easier for clergy new to the Diocese to meet their counterparts in other parishes.
- Reported that the Massachusetts bishops would be shortly taking a stand on the bill currently in the state legislature which would ban the manufacture of assault-style weapons in this state, where the possession of such weapons has long been banned.
- Reported that he is involved in a bill being presented in the Massachusetts legislature addressing farmworker rights.
- Asked Mark Rogers to update Council on the work of the group addressing common mission with the Diocese of Massachusetts. Mark indicated that the group is meeting regularly, and would be issuing an interim report in the next couple of weeks. The report will be focussing on the collaboration that already is happening, and on the relationships that already exists between the dioceses.

Discussion regarding pension benefits for deacons

A follow-up to the conversation at the March meeting regarding enrolling deacons in the Church Pension Fund. The current minimum rate to enroll people in the CPF is \$30/month. The bishop sought feedback from the rectors of parishes with deacons at this time, and while he didn't get broad response, he did get affirmative reactions from those rectors.

Moved: that non-stipendary deacons assigned to a parish will be enrolled in the Church Pension Fund at the minimum rate per year, to allow deacons to take advantage of the benefits offered by the CPG.

The motion was seconded and passed unanimously.

The Bishop will work with Susan Olbon to put this into effect.

Vote on use of Insurance Fund Balance

(for context, see attached document *Motions Carried by B&FP for 5.13.21 Council Meeting*).

Before the vote on the Motion, there was conversation around the most efficient means of updating parish information with the Massachusetts Secretary of State's office, as is required when parish leadership changes. There was general recognition that parishes may not be carrying out this requirement. Chancellor Don Allison, who had joined the meeting, suggested that if parishes provide the information to Diocesan staff, it may be most efficient for him to do it on behalf of each parish.

At this time, the motion was put forward:

Moved: That the Council accept the recommendation approved by the Budget and Financial Planning Committee to allocate the insurance reserve fund balance of \$90,000 for the purpose of completing, within three years, the legal work *fbo* the parishes in connection with corporate establishment with the Secretary of the Commonwealth. [L] [SEP]

The motion was seconded and passed unanimously.

Vote on use of Insurance Fund Balance

(for context, see attached document *Motions Carried by B&FP for 5.13.21 Council Meeting*).

Moved: That the Council accept the recommendation approved by the Budget and Financial Planning Committee to establish a new Creation Care Fund with the Trustees in the amount of \$90,000, coming from 1/3 General Endowment; 1/3 Rainy Day Fund; 1/3 Mission Vitality Fund.

[L] [SEP]

The motion was seconded and passed unanimously.

The meeting was adjourned at 2:50 p.m.

EMWM

The following vote authorizes the deposit of the proceeds from the final lot associated with The Church of the Epiphany into the fund that is for the benefit of the succeeding entity (Christ the King/Epiphany).

Motion: To deposit \$141,733.60, the net proceeds from the April 8, 2021 sale of the property owned by EMWM located at 20 Highland Avenue, Wilbraham, Massachusetts, to the fund known as the Church of the Epiphany Building Sale Fund held and administered by the Trustees for the Diocese of Western Massachusetts.

To authorize the President, the Treasurer or the Assistant Treasurers, or any one of them acting alone, to execute such documents which, in their sole judgment, are necessary or appropriate to carry out these votes.

The motion was moved, seconded and passed unanimously.

Don Allison also reported that, after many years, the sale of the property in Blackinton has gone through. Since the congregation has ceased to exist, the proceeds remain with EMWM, so no similar transfer is necessary.

We have closed in escrow on the Old Stone Chapel in Lanesboro which has also been a long process. We are currently waiting on insurance documents. The expectation is that the proceeds will follow St. Luke's in Lanesboro.

The Bishop closed us in prayer.

The meeting was adjourned at 3 p.m.

Respectfully submitted

Wende T. Wheeler, Secretary

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Excerpts from the Thursday, March 25th, 2021 Budget & Financial Planning Meeting

Motions Made and Carried by B&FPC:

- **#1.** The B&FP Committee unanimously agreed to make a recommendation to Council to allocate the insurance reserve fund balance of \$90,000 for the purpose of completing, within three years, the legal work *fbo* the parishes in connection with corporate establishment with the Secretary of the Commonwealth.
- **#2.** The B&FP Committee unanimously agreed to recommend to Council to establish a new Creation Care Fund with the Trustees in the amount of \$90,000, coming from **1/3 General Endowment; 1/3 Rainy Day Fund; 1/3 Mission Vitality Fund.**

Special Legal Project for the Benefit of Congregations:

Kim F. reported that Don Allison has outlined an important project requiring significant funding for legal work to be performed on behalf of thirty-two of our parishes, all not yet recognized by the Secretary of the Commonwealth of MA. Each parish has been acting as an independent entity for years, although, not on record with the State. Currently, Don is working on creating existence for two of the thirty-two parishes: Trinity Ware and Grace Church, Oxford. To date, Don has been doing this work on a crisis basis. He would like to pro-actively engage in completing this work for all thirty-two of our parishes.

It's important to create a legal existence with the State to upgrade to modern, non-profit, religious standards for corporations. In current times, it's problematic when we go to sell or merge a property, or to obtain title insurance. Even when opening or changing bank account info, or obtaining a loan, most financial institutions require a current Certificate of Legal Existence from the Secretary of the Commonwealth.

To complete the work, this requires each parish to pull documentation from the past to prove the parish has been acting as an individual legal entity. Documentation includes: meeting minutes; votes; annual budgets, etc. The oldest documentation provided determines when (the date) the parish goes on record as recognized by the State. All documents are accompanied by an Affidavit (prepared by Don A.) and signed by the Senior Warden (as President) of the parish. Articles of Amendment also need to be submitted listing all officers and signed by the Clerk and Senior Warden. Basically, the Vestry is requesting to be recognized.

Project Timeline: Don A. suggested the project could be completed within 3 years. He estimates being able to work on and complete up to 3 parishes per quarter.

Project Cost: Don is willing to cap his fee at \$2,750 per parish. He estimates his time to be a minimum of nine (9) hours @ \$300 per hour. He may very well need to spend more time to complete certain parishes, depending on the level of clerical support available, although, as stated, Don will cap at \$2,750. Based on this, the total project would cost not less than \$88,000, or approximately \$30,000 per year for three years (2021; 2022; 2023).

Proposed Funding Sources:

An appropriate source to fund this work is the Insurance Reserve Fund with a balance of approximately \$90,000. This reserve fund has been recognized for years on EDWMA's audited balance sheet and is categorized as an: **Agency Obligation**.

History:

The source of these funds came as a result of our participation in the Province I Insurance Program that began in 2002. All the Diocese in Province I came together as a group to purchase property/liability insurance and worker's comp through an insurance broker to reduce the cost of premiums. Premium was collected and reserved to help parishes with extraordinary insurance related expenses given the program deductibles were high. The funds accumulated over time and shortly after Steve A. was hired, he made the decision to leave the Province I program and signed on with Church Insurance.

In April of 2018, the B&FP committee authorized the use of this reserve fund in support of Creation Care and specifically for a part-time Creation Care Consultant. In 2019, we entered into a Letter of Agreement with Mitch Anthony dba Clarity to conduct a strategic alignment program for the Creation Care Ministry. The cost was \$18,718 and was funded from the reserves. In 2020 we allocated \$1,100 to Creation Care for speaker/facilitator fees. Currently, in 2021 we're planning to allocate \$5,200 in support of Good News Gardens, a new program sponsored by the Creation Care team in partnership with the Diocese of MA.

Kim F. shared she spoke with our auditor, Dawn Bryant about the possibility of allocating some (or all) of the reserve fund to pay for this special legal project. Dawn believes it would be an entirely appropriate use of this reserve given it's an 'Agency Obligation' and we would be directing the funds for the benefit of the parishes. She was encouraged to learn we are exploring options to reduce the reserve fund balance.

Kim F. requested to allocate approximately \$30,000 from this reserve account in 2021 to begin the legal project. She explained this would be simply a *book transfer* from the liability account to an income transfer / activity account for the purpose of offsetting these additional legal costs not planned for in the 2021 operating budget. This would serve to maintain a balanced budget without an additional draw and would not impact our fee calculation on the apportionment paid to TEC.

The Committee discussed the proposal at length, and asked several questions. After a process of discernment, it was decided unanimously that to allocate the insurance reserve fund to pay for this legal work for the benefit of the parishes was an entirely appropriate use of the funds (**see #1: Motion Made and Carried**).

The Committee then unanimously agreed to create a new Creation Care fund with the Trustees for the purpose of upholding a prior commitment made to fund Creation Care from insurance reserve (**see #2: Motion Made and Carried**).

Marty Green Properties
34 Wards Lane
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508-320-7786 Fax 508-266-0649

EMPLOYMENT AGREEMENT

EXCLUSIVE RIGHT TO SELL AGREEMENT

DATE: MAY 20, 2021

**To: EPISCOPAL DIOCESE OF WESTERN
MASSACHUSETTS**

1. In consideration of your listing property described below, and of your efforts to procure a buyer for the same, you are hereby appointed exclusive agent with the sole right to sell said property for a period of three months from the date of the listing:
53 NORTH MAIN STREET NORTH GRAFTON, MA
2. Description of the property: CHURCH AND FELLOWSHIP HALL
3. Selling Price: \$525,000
4. It is also agreed that if you lease or rent the property to any company to whom the property has been shown prior to the expiration of the listing, for a price and terms which may be acceptable to me, owner will pay a fee for the professional services for the lease time.
5. Lease Fee Schedule: NOT APPLICABLE
6. In the event of a sale you agree to deliver to the purchaser a good and sufficient quitclaim deed, free and clear of all liens and encumbrances.
7. Sale Fee: For sale you agree to pay Marty Green Properties LLC, the brokerage fee of ____5____ % of the total sales price in full on the closing date.

HOLD HARMLESS CLAUSE

Marty Green Properties LLC agrees to hold the sellers harmless from the claims of all other agents and brokers, while under exclusive contractual agreement with Marty Green Properties.

ESCAPE CLAUSE

It is mutually agreed by the parties to this contract that should either party desire to be relived of any obligations or responsibilities herein, then that party may at its sole discretion deliver notice in writing that thirty (30) days from the date of said notice shall constitute termination. If this agreement is terminated by the owner prior to the expiration of the initial listing period, owner agrees to compensate Marty Green Properties for actual marketing and advertising expenses incurred.

You are hereby authorized to photograph this property and to use photographs in your marketing efforts.

The owner will allow our sign to be placed on the property: YES

The owners agrees that the care and custody of said property shall not be the responsibility of the broker, and the broker shall not be liable for any damages which occur to said property except through brokers negligence or willful acts. The owner understands that all advertising and related costs of same for said property will be handled and paid for by Marty Green Properties LLC.

____MARTY GREEN_____
Marty Green Properties LLC

OWNER

OWNER

DATE
