



**MINUTES
of the Extraordinary Meeting of
the Metropolitan Council
of the Orthodox Church in America**

**Tuesday, March 31, 2020
Conducted by Teleconference**

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

MEMBERS ELECTED BY THE ALL-AMERICAN COUNCIL

Archpriest Antonio Perdomo

Katherine Vitko

Archpriest Thomas Moore

Lynnell Brunswig

Archpriest Kirill Sokolov

Mark Linnehan

DIOCESAN REPRESENTATIVES

Diocese of Alaska

Archpriest David Askoak

Dorothy Chaney

Albanian Archdiocese

Archpriest Dennis Rhodes

Donna Dimitri

Bulgarian Diocese

Priest Gabriel Bilas

Bogdan Popescu

Diocese of Eastern Pennsylvania

Archpriest Timothy Hojnicky

Sharon Shingara

Diocese of the Midwest

Archpriest Elijah Mueller

Robert Graban

Diocese of New England

Priest Theophan Whitfield

Michael Danchak

Diocese of New York/New Jersey

Archimandrite Joseph (Hoffman)

James P. Kornafel

Diocese of the South

Archpriest Joseph Ciarciaglino

Christopher Lewis

Archdiocese of Washington

Archpriest Valery Shemchuk

Gregory Honshul

Diocese of the West

Archpriest Michael Anderson

David Lane, Esq.

Diocese of Western Pennsylvania

Priest Nikolai Breckenridge

Ray Steeb

ABSENT

Protodeacon Jesse Isaac (*Archdiocese of Canada*)

Mark Petasky (*Archdiocese of Canada*)

GUESTS

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

A. Call to Order

His Beatitude Metropolitan Tikhon opened the meeting with a prayer, and then called the Special Meeting of the Metropolitan Council to order.

B. Agenda: Introduction / Roll Call

Archpriest Alexander Rentel, Chancellor of the Orthodox Church in America, reviewed the agenda and took roll call. From the roll call, it was determined that the number of members of the Metropolitan Council present, thirty-two, constituted the necessary quorum. His Beatitude noted further that he had asked the General Counsel of the Orthodox Church in America, Judge Ray Lanier, to participate on the call.

C. Metropolitan's Report

His Beatitude thanked the members of the Metropolitan Council for participating in this special meeting, which had as its sole topic the consideration of the response of the Orthodox Church in America to the current COVID-19 crisis. His Beatitude announced that in the midst of the meeting, the Metropolitan Council would consider the adoption of a resolution that has been crafted by the Finance and Investment Committee of the Metropolitan Council, and a joint Communiqué of the Holy Synod of Bishops and the Metropolitan Council. His Beatitude informed the Metropolitan Council that Holy Synod had adopted the communiqué at a Special Session of the Holy Synod, which was held on Monday, March 30, 2020.

D. General Discussion

Prior to considering the resolutions, the members of the Metropolitan Council took turns reflecting on their situation and health, as well as their local communities, in the midst of the COVID-19 crisis.

E. Financial Resolution Presentation and Adoption

His Beatitude called upon Andrew Smith to present two proposed resolutions, which had been prepared by the Finance and Investment Committee of the Metropolitan Council with the participation of Judge Lanier and David Lane. Both resolutions were intended to address any financial shortfalls that might arise due to the present crisis. The Finance and Investment Committee recommended the second resolution, entitled "Option Two." Fr. Alexander Rentel called upon each member of the Metropolitan Council to see if any member had

questions or comments about the resolution. After discussion, a motion to adopt the resolution, “Option Two,” was made.

E.1. MOTION STEEB/DANCHAK - To adopt the following resolution, “Option Two” as presented by the Finance and Investment Committee:

WHEREAS, the global COVID-19 pandemic has had a significant impact on the operations of the parishes, dioceses, and central administration of the Orthodox Church in America (OCA);

WHEREAS, the Metropolitan Council of the OCA anticipates significant financial difficulty for parishioners as they experience such hardships as layoffs, reduced hours, and medical bills and for parishes as they are forced to curtail regular liturgical activities and other functions;

WHEREAS, the Metropolitan Council further anticipates financial difficulty for dioceses as they assist parishes in managing their cash flow needs; and

WHEREAS, the Metropolitan Council wishes to mitigate the impact of these anticipated financial burdens and cash shortages for dioceses and, in turn, for parishes,

THEREFORE, BE IT RESOLVED, that the Metropolitan Council of the OCA directs the Chancery Administration to implement a program allowing each diocese to make an application to reduce monthly contributions (as determined by applying the diocese’s contribution percentage to previously calculated 2020 net operating budgets) to the central administration, with reductions payable to the central administration by June 30, 2021, as follows:

*** Up to 50% reduction for April, May, and June 2020**

*** Up to 25% reduction for July, August, and September 2020**

*** No reduction for October, November, and December 2020.**

The Finance and Investments Committee shall have the discretion to authorize diocesan proposals upon good cause shown.

BE IT FURTHER RESOLVED, that the Metropolitan Council of the OCA directs the Chancery Administration to explore the possibility of obtaining a loan through the Small Business Administration in accordance with provisions of the recently passed Federal Coronavirus Aid, Relief, and Economic Security (CARES) Act to help meet cash flow needs for such operating expenses as payroll and utilities that will arise as a result of anticipated loss of revenue in the near term, and grants the Finance and Investments Committee authority to give final approval for such a loan. CARRIED with none opposed and two (2) abstentions.

F. Adoption of Communiqué

After discussion, a motion was made to adopt the Communiqué, which had been adopted by the Holy Synod on March 30, 2020.

F.1. MOTION MOORE/VITKO - To adopt the following Communiqué, which had been adopted by the Holy Synod on March 30, 2020. CARRIED unanimously.

**JOINT COMMUNIQUÉ
OF THE HOLY SYNOD BISHOPS AND THE METROPOLITAN COUNCIL OF THE ORTHODOX
CHURCH IN AMERICA**

To the Clergy, Monastics, and the Faithful of the Orthodox Church in America:

Over the past several weeks His Beatitude Metropolitan Tikhon and members of the Holy Synod of the Orthodox Church in America, as well as individual members of the Holy Synod of the Church, have been in almost constant communication with each other regarding a myriad of critical and pressing issues presented to our Church and stemming from the current pandemic unleashed on our society by the presence among us of the Novel SARS-CoV-2. While many of these issues present novel and unprecedented theological and liturgical challenges, many of these issues have also implicated constitutional, legal, administrative and financial questions which are virtually unprecedented in the history of the Orthodox Church in America.

Throughout this process your Bishops have unceasingly sought the advice and counsel of professional experts, especially those in the fields of theological and liturgical matters as well as public health administrators and legal advisors regarding questions within the parameters of their particular expertise. This process is, of course, of a continuing nature, with new issues and challenges arising on a daily – even hourly – basis.

To consider these matters even further, there was a special session of the Holy Synod of Bishops on Monday, March 30, 2020 to provide further and more defined guidance, particularly with respect to instructions regarding the liturgical commemoration of Holy Week and the celebration of the Pascha of our Lord on April 19, 2020. Likewise, the Metropolitan Council met on Tuesday, March 31, 2020 in order to discuss and coordinate further the response of the Church to this difficult crisis. Certain aspects of the current crisis are, however, woefully apparent even at this point in time.

We are informed that litigation – none of which currently involves the Orthodox Church in America – has already erupted in a variety of civil jurisdictions which have at their core issues of compliance with those governmental directives which have already been issued by civil authorities at the national, state, and local levels. We can certainly anticipate that legal proceedings of this nature will only multiply in the coming weeks and months. Preliminary indications are that civil claims of this nature will not be covered by existing insurance contracts to which our Church and its affiliated entities are parties.

For many, many decades now, the insurance industry in the United States has been, and remains to this day, a stalwart friend and supporter of American churches, particularly with respect to both private and public assertions of church liability in a variety of contexts, including liability for statutory and common law claims, worker's compensation claims, unemployment compensation issues and many others. However, claims relating to liability arising from COVID-19 related events are new, unexpected, unanticipated and unanticipated within the insurance industry, and we can anticipate with some certainty that insurance carriers may contest insurance coverage for such claims in future Coronavirus-connected litigation. At this point in time we can only speculate as to the judicial resolution of such coverage issues in the future. All of this suggests that coverage is, at best, uncertain, and that it is in the best interest of the Church to proceed on the basis that there is no coverage in place under any of these circumstances. To further confuse and aggravate the situation we should take into account that insurance is not a single commodity, that carriers have different coverages, forms and endorsements and that individual parishes, with their insurance professional, may tailor coverage to their particular risk and desires. There is at the present time no way of knowing with any legal certainty the existence and extent how each individual parish is protected under their existing insurance policies.

Therefore, given these critical issues, ambiguities and uncertainties regarding the potential of insurance coverage, we all need to be thoroughly compliant with all civil authority directives by adopting practices that go above and beyond the norm in hygiene and the cleaning of our Churches, and doing what is reasonable and prudent to protect our Churches in the current circumstances.

In this respect the Holy Synod of Bishops and the Metropolitan Council can only reiterate and forcefully emphasize the absolute necessity that each and every one of our parishes, monasteries, seminaries, and

all other ecclesiastical entities affiliated with the Orthodox Church in America comply with excruciating and painstaking detail all governmental requirements and directives, whether promulgated by the national, state, or local civil authorities, relating to measures issued in connection with the current pandemic. There can be no exceptions to this mandate.

It is with a heavy heart that your Bishops and the members of the Metropolitan Council issue this communique, knowing full well the heavy burden which it may impose on the Clergy, Monastics, and the Faithful of our Orthodox Church in America.

T. Adjournment

His Beatitude closed the meeting by reading the Prayer in the Time of the Coronavirus that had been offered by the Holy Synod on March 13, 2020.

Respectfully Submitted,

Alexis Liberovsky
(based on notes from Fr. Alexander Rentel)

AGENDA ITEMS
SPECIAL MEETING OF THE METROPOLITAN COUNCIL
March 31, 2020

The Metropolitan Council of the Orthodox Church in America will meet via teleconference in a Special Session, presided by His Beatitude Metropolitan Tikhon, on Tuesday, March 31, 2020. The sole topic of this meeting will be to consider the response of the Orthodox Church in America to the current COVID-19 crisis. At the outset, all members of the Metropolitan Council should review the Coronavirus Resource page on our website that details extensively the response of the Church up to this point [<https://www.oca.org/resources-coronavirus>].

In the midst of our discussions, we will consider the adoption of a resolution that has been crafted by the Finance and Investment Committee of the Metropolitan Council, and a joint Communique of the Holy Synod of Bishops and the Metropolitan Council. There will also be time in the agenda for an open discussion on the response of the Church to COVID-19, and for members to bring forward new business related to the Church and COVID-19.

Agenda

1. Opening Prayer
2. Call to Order
3. Review of Agenda
4. Roll Call
5. Metropolitan's Report
6. Chancellor's Report
7. Treasurer's Report
8. Consideration of Finance Committee Resolution
9. Consideration of Joint Holy Synod-Metropolitan Council Communique
10. Open discussion on response of Church to COVID-19
11. New Business related to COVID-19
12. Closing Prayer

Resolution – COVID-19 Financial Impact

Option 1

Whereas, the global COVID-19 pandemic has had a significant impact on the operations of the parishes, dioceses, and central administration of the Orthodox Church in America (OCA);

Whereas, the Metropolitan Council of the OCA anticipates significant financial difficulty for parishioners as they experience such hardships as layoffs, reduced hours, and medical bills and for parishes as they are forced to curtail regular liturgical activities and other functions;

Whereas, the Metropolitan Council further anticipates financial difficulty for dioceses as they assist parishes in managing their cash flow needs; and

Whereas, the Metropolitan Council wishes to mitigate the impact of these anticipated financial burdens and cash shortages for dioceses and, in turn, for parishes,

Therefore, be it Resolved, that the Metropolitan Council of the OCA directs the Chancery Administration to implement a program allowing each diocese to make an application to delay their payment to the OCA of up to two months of its regularly scheduled contributions (as determined by applying the diocese's contribution percentage to previously calculated 2020 net operating budgets) within the OCA's current fiscal year (ending December 31, 2020). The Finance and Investments Committee shall have the discretion to authorize the delay upon good cause shown.

Be it Further Resolved, that the Metropolitan Council of the OCA directs the Chancery Administration to explore the possibility of obtaining a loan through the Small Business Administration in accordance with provisions of the recently passed Federal Coronavirus Aid, Relief, and Economic Security (CARES) Act to help meet cash flow needs for such operating expenses as payroll and utilities that will arise as a result of anticipated loss of revenue in the near term, and grants the Finance and Investments Committee authority to give final approval for such a loan.

Resolution – COVID-19 Financial Impact

Option Two

Whereas, the global COVID-19 pandemic has had a significant impact on the operations of the parishes, dioceses, and central administration of the Orthodox Church in America (OCA);

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JOINT COMMUNIQUE
OF THE HOLY SYNOD BISHOPS AND THE METROPOLITAN COUNCIL OF THE ORTHODOX
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Over the past several weeks His Beatitude Metropolitan Tikhon and members of the Holy Synod of the Orthodox Church in America, as well as individual members of the Holy Synod of our Church, have been in almost constant communication with each other regarding a myriad of critical and pressing issues presented to our Church and stemming from the current pandemic unleashed on our society by the presence among us of the Novel SARS-CoV-2. While many of these issues present novel and unprecedented theological and liturgical challenges, many of these issues have also implicated constitutional, legal, administrative and financial questions which are virtually unprecedented in the history of the Orthodox Church in America.

Throughout this process your Bishops have unceasingly sought the advice and counsel of professional experts, especially those in the fields of theological and liturgical matters as well as public health administrators and legal advisors regarding questions within the parameters of their particular expertise. This process is, of course, of a continuing nature, with new issues and challenges arising on a daily – even hourly – basis.

To consider these matters even further, there was a special session of the Holy Synod of Bishops on Monday, March 30, 2020 to provide further and more defined guidance, particularly with respect to instructions regarding the liturgical commemoration of Holy Week and the celebration of the Pascha of our Lord on April 19, 2020. Likewise, the Metropolitan Council met on Tuesday, March 31, 2020 in order to discuss and coordinate further the response of the Church to this difficult crisis.

Certain aspects of the current crisis are, however, woefully apparent even at this point in time.

We are informed that litigation – none of which currently involves the Orthodox Church in America – has already erupted in a variety of civil jurisdictions which have at their core issues of compliance with those governmental directives which have already been issued by civil authorities at the national, state, and local levels. We can certainly anticipate that legal proceedings of this nature will only multiply in the coming weeks and months. Preliminary indications are that civil claims of this nature will not be covered by existing insurance contracts to which our Church and its affiliated entities are parties.

We are advised by our insurance carriers that a claim for liability caused by COVID-19 is a new unexpected, un contemplated and unanticipated territory for the industry. We are told that the insurance industry by policy language never intended to cover pandemic viruses under any coverage, and that this particular Coronavirus has the potential to bankrupt many carriers if the courts find that it is covered. As is known, under business interruption coverage within any commercial, let alone Church, policy disease is excluded. A few states have new legislation presented that attempts to

mandate such coverage under business interruption. We can expect to see the industry fight that in the courts if necessary. Under general liability coverage, which would protect our Churches if they were sued, “disease” is covered, *if* it can be determined that (1) it is an “occurrence” under the policy language, (2) that it is an “accident” as defined in policies, and (3) that the infected person can prove that the disease was contracted through negligence within the Church environment. All of these would likely be challenged in court by the industry, which will cause the expenditure of funds to defend the coverage claim, which would be in addition to any deductible which would apply if there was insurance coverage. Under workers compensation coverage disease is covered, *if* it was contracted in the workplace environment. Again, this would be difficult to prove in the case of the COVID-19. All of this suggests that coverage is, at best, uncertain and that it is in the best interest of the Church to treat it as though there is no coverage in place under any of these circumstances. To further confuse and aggravate the situation we should understand that insurance is not a single commodity, that carriers have different coverages, forms and endorsements and that individual parishes, with their insurance professional, tailor coverage to their particular risk and desires. Many of our parishes are covered by carriers that are not highly specialized in coverage for Churches. Therefore, there is no way of knowing how each individual parish is covered.

Therefore, given these issues and the litigious nature in the United States, in order to avoid liability, and consequently lawsuits, we all need to be compliant with all civil authority directives, adopt practices that go above and beyond the norm in hygiene and power cleaning of the Churches, and doing what is reasonable and prudent to protect our Churches.

In this respect the Holy Synod of Bishops and the Metropolitan Council can only reiterate and forcefully emphasize the absolute necessity that each and every one of our parishes, monasteries, seminaries, and all other ecclesiastical entities affiliated with the Orthodox Church in America comply with excruciating and painstaking detail all governmental requirements and directives, whether promulgated by the national, state, or local civil authorities, relating to measures issued in connection with the current pandemic. There can be no exceptions to this mandate.

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