

Special General Assembly – Meeting Minutes
Assumption Greek Orthodox Church of Scottsdale

Date: December 6, 2015

Minutes:

1. **Opening Prayer** - Father Andrew led the assembly in prayer to open the session.
2. **Call to Order** - Christina Pullos called the assembly to order at 12:11 and verified the presence of a quorum of 88 stewards. Christina appointed Phil Noplos as temporary secretary for the assembly.
3. **Election of a Chairperson** - Nominee: Rocky Sisson, (nomination by Chris Evangelides and 2nd by Helen Noplos). Unanimously elected.
4. **Building Design Presentation** - Rocky offered some opening remarks about the importance of the proceedings and rules of order. He offered an explanation of the 2 motions, explained discussion rules, voting, etc. He offered an explanation of the requirement for good standing to be recognized to speaker or to vote. Finally, Rocky explained the rule requiring 2/3 majority of votes cast in order to pass motions according to the UPR.

Rocky introduced Irene Clary of the Building Committee and Erik Peterson, Principal and Architect from the PHXARCH architectural firm. Irene spoke about the 3 year process that has led us to this point. Irene introduced Erik Peterson and Ron Skoog, Senior Project Architect.

Erik Peterson reviewed the building plans to date:

- (slide show) Slide 1 – rendering of the “plaka” area from the north to the south past the baptistery. The community center was described as an ancillary facility, not to detract from the Church.
- Slide 2 – in the courtyard approaching the East entry to the new building via the courtyard.
- Noted canvas shades to be open/closed, optionally.
- Slide 3 – the amphitheater in the wash.
- Slide 4 – site plan (rendering with landscape, from above)
- Slide 5 – Floor Plan – main floor, most rooms are designed for multiple uses. Erik explained each of the colored areas on the slide.
- Erik explained the elevator and staircases – outside to not have to heat and cool.
- Slide 6 – 2nd floor plan. Erik explained the layout.

Q&A:

- Ed McNamara – On the left side of the amphitheater will it be closed off to the public? (liability), ANSWER: Not now – we should think about it
- Helen Yannakopoulos – How many fit in the hall? ANSWER: With 10 tops – about 400 people not counting the patio and the pre-event area.
- Helen Yannakopoulos – Where will we have coffee after church if the space is rented out? Rocky: No plans to rent facility to the exclusion of our own uses. But we have many options, including indoor and outdoor spaces indicated.
- Juliet Shewmaker – Several utilization questions. ANSWER: Rocky: All are elements for consideration and decisions to be made later.

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- Nick Eliades – What about environmental flooding issues in the wash? ANSWER: Erik: All structures concrete with deep footing to be meant to be underwater. Follow-up: Rocky: This proposal today is the “base” building – not the amphitheater.
- Eleni Tucker - Entry to subdivided Hall – are there alternate entries? ANSWER: Erik: Yes – pointed out
- Joanne Lewandowski - On 2nd floor crawl space – can it be divided or is it open space. Yes – and it is about 6 foot high
- Joanne Lewandowski Q2 - We are not going to charge in the café for Sunday coffee, right? ANSWER: Rocky: Yes but in the \$3.5 million the fixtures are included but not the coffee machines, etc.
- Joann Lewandowski - Amphitheatre will be concrete? ANSWER: Erik: Yes
- Kirk Aleck - Does this building eliminate the need for the 3rd building? A; Erik: No – but it is a later phase – not this phase. ANSWER: Rocky: Building 3 – later.
- Frieda Speropoulos - Looking at the landscape diagram – the building goes to the sidewalk is the church off center? ANSWER: Erik: No – the building is wider than the church – so it sticks out and it will be right up to the sidewalk. ANSWER: Rocky: Also not final
- Karla Floor - Includes kitchen equipment? ANSWER: Rocky: No, will be utility connections but not the equipment on a mortgage.
- Nick Mellas - How many feet will the new building be from the church. ANSWER: Erik: Symmetric to baptismal.
- Nick Mellas Q2 - What if future generations want to expand the church – where will they go? ANSWER: Rocky: The hall is the max utilization and the property is maximized.
- Nick Neckopulos – Re: storage access at the top and storage on the first floor. ANSWER: Erik: Misunderstanding, as Nick was looking at the restrooms not the storage areas.
- Ann Argyropoulos - How many stalls in the women’s restroom. ANSWER: 6
- Ann Argyropoulos Q2 - I heard you were going to take the equipment from the old kitchen into the new kitchen – true? ANSWER: Rocky: - Not our goal, although existing is usable, would prefer to look at other options, for example, lightly used resale equipment.
- Ann Argyropoulos Q3 - What are you going to do with the house building and the trailers? ANSWER: Rocky: Some buildings would be redeployed or decommissioned – perhaps used as storage. Discussion continued – if you rent it you can make money from it. ANSWER: Rocky: We will look at opportunities to use it wisely.
- Nick Eliades - Don’t we need more parking space? ANSWER: Rocky: There is no official parking being taken by this building. ANSWER: Rocky: Mentioned shared use parking
- Ann Argyropoulos - Since the house is part of HOA – are we limited? ANSWER: Irene: Yes we changed from 2 story to one story just for that reason. We will consider those options regarding the third building at an appropriate time.
- Kirk Aleck - Any plans for solar? ANSWER: Irene: Yes – proposal to cover ½ of the parking spaces for \$239K.
- Athena Anastos - Thanked the committee for careful thought and work. Where are the storage areas for stuff? What about downstairs (in the classrooms) Built in later or

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what? ANSWER: Irene: All interviewed churches lacked storage. There are storage areas in each of the rooms.

- Eleni Tucker - Why is the storage area a crawl space and what's the southern space. ANSWER: Erik: Height restrictions from the city and on the south lots of equipment.
- Phil Noplos - Where is physical plant and computers room? ANSWER: Erik: Not on this level of detail – pointed out planned areas. Irene: Added comment on the planning to control A/C costs
- Joanne Lewandowski - Is storage area air conditioned? ANSWER: Erik: Yes

5. Building Committee Report

Irene told the assembly that additional comments, after today's meeting, are welcome on this schematic design phase. They still want more input as we move into design development with thought of applying to development review board. Documents for construction would begin simultaneously to allow an earliest construction start date of August 2016. Retained a construction company with details to get the \$3.5 million bid.

6. Capital Campaign Report

Rocky reported amounts pledged and actual from 174 families pledged. The \$3.5 million includes all soft costs. Rocky reviewed the intent to raise all money and not incur debt. But, the bank has confidence in us and is in support of a potentially financed project. Rocky invited the Parish Council Treasurer, Connie Sisson to review the finances. Connie reviewed the current Building Fund status. BMO (the bank) will allow 65% of construction costs as a construction loan with daily interest at 3.5% plus LIBOR. Example offered: \$200K in one month would accrue interest on day one. Then it would turn into a loan following construction. Rocky – explained how having more donated money allows us to borrow less money. Some momentum is increased by starting the actual building. Reviewed 5 year term with 15 or 30 year amortization (balloon).

So, with \$1.2 million cash, we can execute an agreement with the bank.

- Juliet Shewmaker - Don't we have equity in the church that we can use? ANSWER: Rocky: Yes – we do use it; and the priest's stability. Each factor influences the bank's favorability. Re-clarified that the equity is the reason for the bank's position.
- Nick Eliades - Re: the 174 pledged where are the remainder of the 303 stewards? Is there a plan to "go after" some of these people? ANSWER: Rocky: Yes we hope to have additional meetings
- Joanne Lewandowski - Looking at this list there are many new names. Encouraging. Those people will come forward but many are new – excitement is there.
- John Kostaras - We need to ask ourselves how we will be among the successful churches from our learnings and experiences. What are we doing to mitigate the risk of falling into the traps that the others fell into? ANSWER: Rocky: The bank thinks we could take on \$2.75 million. This amount of debt is not our goal. We do have a leap of faith. Rocky then explained how successes of the former mortgage provide a good track record and a good model.
- Juliet Shewmaker - If it is 33%, we don't need \$1.5 million, right? ANSWER: Rocky: Yes it is \$1.2 million.

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- Helen Noplos - We have an opportunity with year end coming up for people to help us get in front of the expense track. ANSWER: Rocky: Yes, 3 major donors are planning to advance their payments
- Eleni Tucker - Can we use tax credits? ANSWER: Rocky: Not eligible.

Rocky invited Fr. Andrew to speak.

7. Father Andrew Remarks

Father Andrew: Our goal of not having debt is a good goal. Just because the bank has an opinion does not make it true. With our former debt, we had a plan. Debt ties up the church from doing other stuff.. Example offered: Wonderful Life film story – inscription on the wall of the Savings and Loan – “All you can take with you is that which you have given away” (Kevin Jones provided the actual quote Fr. Andrew was looking for). As a personal decision, I would not take on a loan that I could not pay.

Even if we are able to get the loan down to \$500K - it is still closer to our goal. Why do it if we don't have to. You people here now are the church – it is your decision. Let's not leave with a million dollar loan let's move forward without a million dollar loan. George Kossaras was quoted from a previous campaign as having said –“You have to do this” about the church.

If we can do or give more we have to do or give more. Each one of us needs to find an answer. Collective ask. If we have a loan we WILL have a plan to pay it off.

Rocky resumed the position at the podium.

8. Presentation of the Parish Council Motions

Motion 1: (at conclusion of the Design review section)

Approve the design of the project as presented by PHXARCH.

Motion made by Ed McNamara and seconded by Nick Kotsovos.

Discussion:

- Kirk Aleck – Does delay imply an increase in the cost? ANSWER: Rocky: Hard to say. We do have some contingencies. The issue is the life of the permits and possible zoning condition changes.
- Nick Kotsovos - Requested amendment to \$1.2 million. ANSWER: Rocky: It is a requirement of the bank. Nick followed up - not good to wait. ANSWER: Rocky: We are not waiting – we must have the money in the bank.
- Juliet Shewmaker – If people pay, we can get \$1.67 million as payments come in. ANSWER: Rocky: Yes –agree.
- Helen Noplos - To get the project going prior to shovels in the ground – we don't need major payments. The \$1.2 million won't be needed till that work is done and we need a construction loan, right? ANSWER: Rocky: Yes.
- Ed McNamara – Not a \$2.5 million loan but a line of credit? ANSWER: Rocky: Yes

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- John Dimtsios- Follow-up on clarification of the motion (not an amendment)

Vote: By count of white cards, 75 in favor, no opposition - motion passed.

Motion 2:

Approve the financing of the project up to \$3.5 million and commence construction based on the following conditions:

- A. Metropolis approval
- B. Securing \$1.2 million in cash in the Building Fund Account

Motion made by: John Dimtsios and seconded by Michael Craig.

Discussion: No discussion

Vote: By count of white cards, 79 in favor, no opposition - motion passed.

9. **Adjournment** – Multiple motions to adjourn were offered, exuberantly.
10. **Closing Prayer** – Father Andrew led the assembly in the singing of the Church Hymn (Troparion of the Feast of the Dormition of Theotokos – Tone 1).

Rocky Sisson, Assembly Chairman

Phil Noplos, Assembly Secretary

Fr. Andrew Barakos, Parish Priest