

Minutes of the Parish Assembly

St. Mary's Armenian Apostolic Church

February 23, 1997

The Parish Assembly was called to order at 1:10 PM on February 23, 1997. Der Hayr opened the meeting with a prayer and memorial for the parish members who had passed away during the year. 68 dues paying members were in attendance which constituted a quorum. The Agenda was adopted by the Assembly with a minor change. The Nominating Committee presented the nominees for the Tivan.

By a secret ballot Brig. Gen. Albert Kaehn Jr. And Mr. Saro Kalayjian were elected Chairman and Secretary of the Assembly respectively. Der Hayr invited Ms. Andrea Murad to serve as the Second Secretary.

1. Minutes of the 1996 Assembly.

It was approved. However, the report on the November 26, 1996 Special Assembly, was for information only since the meeting did not have a quorum and therefore nothing was "decided". The phrase "It was agreed upon" should read "It was the sense of the group". The motion carried.

2. Nominating Committee Report.

On behalf of the Nominating Committee Mrs. Grace Shahinian expressed her pleasure for having been able to complete the Ballot. Mr. Vartkes Keshishian was added to the previously mailed ballot as a Parish Council nominee. Miss Andrea Murad was nominated from the floor as a candidate for Parish Council. The Nominations were duly completed and the Committee withdrew to print the Ballots.

3. Pastor's Report

Der Hayr urged the members to read the report carefully if they had not done so already. In the interest of time he highlighted a few points;

- a) Despite financial difficulties in 1997, the Parish extended itself to a number of charitable projects, including new families from Armenia, who have settled in the Baltimore-Washington area.
- b) Our help to Armenia and the Armenian Embassy continues
- c) Prayer luncheons have been initiated by Der Hayr and are being held on the Second Thursdays of every month.
- d) Bible Study - Prayer Group continues regularly and acknowledged Mr. Vartan Vartanian's role in the effort.
- e) The ACYOA Senior group has been established with 20-25 showing a constant and active interest. Der Hayr commended Mr. Saro Kalayjian for his leadership in this vital endeavor.
- f) Der Hayr commended the Choir and Mr. Arto Hovannessian for their enthusiasm and activism in inviting the 1997 Choir Assembly to be held in October in Washington with our Choir as the host.
- g) Expressed his pleasure concerning the 60th Anniversary celebration. Congratulated those who were ordained Acolytes and received Stoles (Oorar). Thanked again Dr. Charles

Kumkumian, the 1996 recipient of the Shnorhali Medal from His Holiness. Expressed thanks on Yerezgin's and his behalf for the crosses gifted on this occasion.

- h) Made reference to item 27 in the Pastor's report and asked that it be considered as a New Business item on the Agenda. A motion was made, seconded and carried to move #27 of the Pastor's Report to New Business.
4. The Nominating Committee distributed the printed ballots and those present voted. The Committee withdrew to count the ballots.

5. **Parish Council Report**

The Chairman of the P.C. highlighted the Council's report

- The assignment of liaison officers.
- The presence and assistance of Deacon Hamlet Mehrabian who served as the pastoral intern.
- The picnic was a success with soccer game with the team from Soorp Khatch.
- The Special Assembly which was to consider the report presented by An Ad Hoc Committee to study several options in connection with the renovation project.
- The William Docter will is in probate and later a fuller report is to be given by Brig. Gen. Albert Kaehn, Jr.
- Thanksgiving and New Year's Eve functions were lots of fun and financially successful
- So was the 60th Anniversary celebration.
- Was happy to report that the P.C. was willing and did help a few families who were in financial need.
- The Bazaar was very successful. Many thanks to the Women's Guild.
- The maintenance of the church-all the various needs to be fixed or repaired are being done.
- The new steps/entrance, the elevator for the handicapped, the new location for the Balian Library, new shelves here and there, pantry etc. are completed.
- Thanked Der Hayr and all the Chairmen of various organizations and Committees for their help.

Col. George Juskalian offered thanks to Der Hayr and the P.C. Chairman for their excellent report. The reports were accepted.

The Assembly also received the report for the Annual Bazaar with special thanks to Brig. Gen. Albert Kaehn as the chairman.

A few items considered in the P.C. Report were:

- \$3500 donation was from the ACYOA Jr's. not from the SR's.
- Questions were asked concerning the large amount being paid as The Diocesan Dues.
- Questions were asked also about the ways the Diocese is raising funds soliciting from the parishioners implying double taxation.
- The Diocesan Dues formula was explained
 - 60% for the membership
 - 25% for the overall pledges, dues, plate collections
 - 5% for having a pastor
 - 5% for having Delegates

It was the sense of the Assembly that the system ought to be revised.

6. **Diocesan Delegates Report**

Dean Shahinian highlighted the report. An attempt to repeal the 1% surcharge for the Dept. of Youth Ministry was defeated. The Diocesan Budget was \$3.6 million annually. The

combined membership of both the Diocese and the Prelacy is less than 3% of the total U. S. Armenian population.

- Existing members are leaving and new members aren't joining.
 - The Diocesan Auditing Committee is looking at the restricted funds and records.
 - Good part of money for remodeling of the Diocesan Complex was borrowed from these funds.
 - Next Diocesan Assembly is at St. Gregory of Narek, Cleveland, Ohio.
 - Dean expressed his thanks to the ACYOA and it's Chairman Saro Kalayjian.
- The Diocesan Delegates Report was accepted.

7. Finance Committee Report

The Committee's report was presented on pages 34, 34A, 35 and 36 which included the Endowment Fund yearly report. The corrected total assets in the fund should be \$97,023.49. Dr. E. Onanian highlighted the printed report. A major contribution (income) came in from the late Hermine O'Reilly's bequest, (\$93,600).

A major part of it was used for the renovation of the front steps and for the elevator for the handicapped (\$80,258). Other expenses included improvements and repairs at the Parish House and the Church and the purchase of a computer system. The Finance Committee has \$72,672.00 in a long term investment account. The proceeds from the Endowment Fund (\$97,023.49) goes directly to the Parish Council operating budget. Lastly, the cash assets under Finance Committee control are nearly \$150,000.00, earmarked for specific purposes and contingencies. A discussion followed concerning the existing mechanism which slows and sometimes hinders the process of purchasing real estate for expansion, or for investment for the future. A motion was made to create an Ad Hoc mechanism to pursue aggressively acquisitions of properties and for making investment. A motion called for The Parish Council and The Finance Committee to investigate this matter. The motion carried.

8. Auditing Committee Report

On behalf of the Auditing Committee, Mr. Raffi Karahisar presented the following report. "This year, the Auditing Committee consisted of Dr. Ed Onanian, Harry Derderian, and myself. The committee audited the books and financial reports of the following organizations: The Choir, ACYOA Juniors, 3M, Sunday School, Armenian School, Bookstore, Bazaar Committee, Finance Committee, Ladies Guild, Armenian School PTA and, last but not least, the Parish Council. The newly revitalized ACYOA Senior did not have any significant activities in 96 for auditing.

As usual the Auditing Committee found the state of the financial records for the various organizations spanning the whole gamut, from the very exemplary (e.g., Bazaar Committee, Finance Committee) to the not so exemplary.....In one case (i.e., the Bookstore), the Auditing Committee ended up preparing the annual financial report on behalf of the organization, a practice we would like to discourage in the future. In the vast majority of the cases, however, the books and reports appeared to be in order, although this is not saying there is no room for improvement. There were still cases where cash payments were made directly out of cash proceeds, with no receipts. We still found out cases where bank statements were not reconciled with the checkbooks appropriately; where separate ledger book entries would have been helpful in tracking the expenses and revenues for significant activities. More specifically, the Parish Council financial records, which are by far the most complicated of all our church organizations, at least by an order of magnitude, had a number of shortcomings, despite the

valiant efforts and dedicated work put in by the treasurer, Mr. Steve Evereklian, to whom we owe a lot of gratitude and a lot more help. We are hopeful that the recent computerization of the financial records will help alleviate some of these problems in the future.

The Auditing Committee helped the treasurer in reorganizing some of the expenses and income categories for the annual report, in separating the one-time expenses / incomes from the regular operating expense / incomes, for purposes of estimating the annual budget. Dr. Onanian spent considerable amount of time and effort reviewing the status of the restricted funds prior to 1996, going all the way back to the annual reports of 1988-1995. And the last several years worth of worksheets / checkbooks etc., including the status of the Charitable Fund, Cultural Fund, the Altar Flowers and the Youth Programs. The results of his findings were reported to the Parish Council treasurer. The Havad Fund was reviewed separately and was found to have no available funds entering the calendar year 1996. Also reviewed were the Pastor's Stipend Payments, which indicated that the compensations for 1994 through 1996 did not match the amounts set forth by the Memorandum of Understanding (MOU), and the IRA payments were not necessarily made in the year of service, and directed the treasurer to make up in 1997 the amount still owed to Der Hayr. Despite our good intentions and best efforts, we did not have a final closing balance for 1996 in time for the Parish Assembly meeting. The Auditing Committee will still have to review, in the next four weeks, the status of the restricted funds for 96. The results of this audit and the final report will be mailed separately to the parishioners".

Additional comments and observations were presented by Dr. E. Onanian.

9. Parish Council Financial Report

Since there were unfinished items in the presentation of the financial report the following motion was made:

"The Parish Council be authorized to operate at the rate of 1996 outlays until the financial report and the Auditing Committee's report are approved; expected within a few weeks.

The motion was carried.

A motion was made to change the word "pledge" to "Tithe," and create two line items for "Dues" and "Tithing". The motion was tabled for the Parish Council to consider.

10. Reports from the Church Organizations

(a) Women's Guild: There were no additional comments.

(b) The Church Choir: It was announced that in October The Choir Assoc. will meet in D.C. Choir Chairman Arto Hovanessian and the Executive Committee were commended for their activism.

The Reports from the Women's Guild and The Choir were accepted with great appreciation.

(c) On behalf of the Shnorhali School, The ACYOA Jr's and The Three M, Yeretzgin presented the reports and was commended for her work.

The following corrections were made:

- The ACYOA Jr's contributed \$3,500.00 to the Parish Council.
- The Three M disbursements were misprinted.
- Deacon Hamlet was a "pastoral intern" not a "Youth Director".

(d) The ACYOA SR's report was given by Mr. Saro Kalayjian. He made the plea for all ages 18-35 to participate in the Sports Weekend on Memorial Weekend.

(e) For the Ararat Avak Society Ms. Ann Kavookian made the plea for more people to attend.

Unlike the previous years The Avak Society will prepare a financial report for the year 1997.

(f) **No Library or Bookstore Report**

It was announced however that a beautiful new location has been renovated in the old hall. The books will be transferred to the new location soon.

The new St. Mary's Balian library will have it's own phone and computer outlets; two glass enclosed display cases on the wall will exhibit the ancient coins and other historic/cultural items..

The Bookstore has contributed \$2000.00 to the Parish Council.

(g) Shnorhali Newsletter editor thanked all who helped writing articles, assist in mailing and making donations. Thanked Der Hayr for his help and made a plea for more financial assistance. The Chairman Al Kaehn underscored the plea.

All the reports were accepted with due appreciation.

11. **Old Business.** There was none.

12. **New Business.**

(a) **The William Docter will.** In reference to paragraph 27 of the Pastor's Report, Brig. Gen. Albert Kaehn provided a chronology of events regarding the processing of the Will for understanding by the congregation. His remarks are summarized here.

Mr. Docter died in Arlington County, Virginia on 6 October 1994; he was a resident of Virginia. His will called out the following (paraphrased):

1. That just debts and funeral expenses be paid as soon as convenient.
2. That his personal household and living property and automobile be given outright to " the Armenian Apostolic Church of St. Mary's...."
3. That an educational loan / grant fund be established to help, aid and assist American men and women of Armenian ancestry to acquire a good education, trade, or special training..... students to attend and pursue studies or training in the U.S.A. or Canada.
4. That he devised and bequeathed unto the administrative authority of said Armenian Apostolic Church of St. Mary's, as Trustee, and their lawful successor, the rest and residue of his estate to be known as the W.E.D. Educational Fund. Each grant shall be paid by the Trustee from the accrued income of his estate, to be selected by the Trustee in its' discretion. The principal of the Fund shall always be kept intact and undiminished.
5. That he appoints the Trustee as Executor of his will, who shall not be required to file any bond for the faithful discharge of it's duties.....
6. That executor's and trustees fees and expenses shall be allowed out of his estate and trust fund to said Administrative Authority of the Armenian Apostolic Church of St. Mary's..... including those fees for his internment in Arlington National Cemetery.

Father Kalayjian held a Power of Attorney from Mr. Docter. He had made some contacts to begin processing of the will. Copies of the will were first brought to the Parish Council in March 1995; the first order of business was to find the original copy of the will. Second, a decision needed to be made regarding the processing of the will in the Court since Mr. Docter had written a "flawed" will.....that is in the Commonwealth of Virginia, the Parish Council is not "clothed with Trust Powers" and thus could not be the Executor or Trustee. In Virginia the Court recognizes approved Trust Institutions, e.g. (Riggs Bank Trust Dept.; Merrill Lynch Trust

Dept.; etc.) or an individual(s) who will accept the responsibility as Administrator(s), and who agree to be bonded while handling the estate through the Probate process.

Al Kaehn had just left as Parish Council Chairman in early April 1995; Paul Murad was the new Parish Council Chairman. These two people agreed to work the problem:

1. Find the Will
2. Verify the status of the Parish Council in all this, in Virginia.
3. Engage a lawyer.
4. Set the course for the probate process.

The Will was located in a safe deposit box in a District of Columbia bank in July 95 (not a trivial task----- we ran the risk of the entire estate going to the State of Virginia if no valid original Will could be found). On the recommendation of a St. Mary's member (a lawyer), Barbara V. Evans was retained officially in July 95 as the attorney of record (she had been helping us before that). The Parish Council as a body could not be the Executor or Trustee; in a memo signed by Paul Murad, Chairman of the Parish Council, he and Al Kaehn were nominated to the Court to act as Administrators, CTA for handling the estate through the Probate process. These gentlemen agreed to accept the responsibility of being appointed by the Court, being bonded, and being responsive in every way to the Court for all matters relating to the Docter estate through the Probate process, ultimately placing the assets of the estate in a Trust as called for in the Will. Mr. Murad and Mr. Kaehn were appointed Administrators CTA by the Court on 29 September 1995.

We have seen to it that estate and income taxes have been filed; that the estate assets have been managed with "prudence" as called for in Virginia law; that all Docter assets (bank accounts, stock portfolio, unused retirement funds, etc.) have been located and accounted for. We have just completed a First Accounting of the estate to the Court covering the period September 95 through September 96; the Court has directed that we do a similar detailed financial accounting for the period 6 October 94 (date of death) through the date of our appointment as Administrators, 29 September 95 (even though we had no control of the estate during this period). Both these activities have demanded absolute accuracy, and have required many hours of tedious accounting.

In the future, when probate is completed, the opportunity will present itself for the nomination and approval / appointment by the Court of Trustees who will have a two-fold responsibility:

1. The placement of the estate assets into a W.E.D. Educational Fund, where proceeds can be earned, and;
2. The establishment of a methodology / mechanism for the award of loans / grants as prescribed in the Will.
- 3.

Key points to focus on are as follows:

1. Mr. Docter did not bequeath any funds directly to St. Mary's Armenian Apostolic Church.
2. The Parish Council, as a body, cannot function as the Executor or Trustee.
3. Administrators CTA and Trustees have one legal responsibility --- to the Court.

4. Administrators CTA and (later) Trustees will have to give an annual detailed accounting to the Court of both the condition of the W.E.D/ Fund, and the activity of awarding loans / grants (scholarships).

Discussion ensued; questions were answered.

A motion was made for the Parish Council to appoint a 5 member Committee to explore the extent that it wishes St. Mary's to be involved in assuming legal or moral obligations which the late benefactor speaks about in his Will.

The motion passed.

(b) Proposal I - 1997

1. Be it resolved that The Parish Council be authorized to continue the renovation project with the Sanctuary/altar renovation as the next (Phase II) project (estimated cost \$ 153,000).
2. Be it resolved, that the Parish Council be authorized to appoint a "Land Acquisition Committee" for investment and long range, future oriented purposes.
3. Be it resolved, that the Parish Council working together with the Finance Committee, be authorized to conduct fund raising program for future oriented, land acquisition purposes.

Proposed by the Parish Council.

After a brief discussion a motion was made to table the Proposal. A substitute motion was made to charge the Parish Council to take the lead and invite representatives from parish organizations to form a Planning Committee and report it's findings and recommendations within three months.

The motion carried.

(c) Proposal II -1997

Resolved that the Pastor and The Parish Council in close cooperation with the Church auxiliary organization;

- a. Appoint a committee to formulate objectives, develop and execute plans for the spiritual revitalization of the faithful within the jurisdiction of St. Mary's Parish.
- b. Create and maintain a separate restricted fund administered by the Parish Council for the Parish Spiritual Revitalization Project.

Proposed by the Parish Council

It was moved to refer the objective of this Proposal to the " Board of Stewards".

- (d) A Proposal was made for the establishment of a "Board of Stewards". A Charter was distributed. It was amended. Item 37 will read "Parish Council approval is required to amend the (Board of Stewards) charter." The proposal for establishment of a Board of Stewards was approved by the Assembly.

A motion was made to mail these minutes to the members as soon as they are made available.

13. The Election Results

Parish Council Members

✓ * Dr. Ara Avedisian 47
- * Mr. Stephen Evereklian 60
✓ * Mr. Arto Hovannessian 46
(1) Mr. Vartkes Keshishian 30
 Mr. Paul Murad 22
 Miss Andrea Murad 25
✓ * Mrs. Evelyn Vartabedian 38
✓ * Mr. Vartan Vartanian 48

Nominating Committee

*Mrs. Siran Levonian
*Mrs. Sylvia Kodjanian
*Mrs. Hripsime Zenopian

Auditing Committee

*Mr. Stepan Ohanian
Dr. Edward Onanian

Diocesan Delegates

* Yeretzgin Anahid Kalayjian 31
 Mrs. Lucy Murad 15
 Mr. Paul Murad 6
(1) Dr. Edward Onanian 17
 Dr. Hratch Semerjian 5
* Dean Shahinian, Esq. 52

Finance Committee


* Dr. Ara Avedisian
(1) Mr. Vaughn Sayian

NOTE

* Elected
(1) Elected Alternates


14. Closing of the Meeting

The Chairman thanked all for their cooperation in the course of the deliberations. Der Hayr expressed appreciation to the Tivan (Chairman and Secretary), to the outgoing Executive members and welcomed and congratulated those elected and wished them well. The meeting was adjourned after Der Hayr's prayer at 5:45 PM.


Rev. Fr. Vartanes Kalayjian
Pastor-President

Respectfully submitted;


Saro Kalayjian
Secretary


Brig. Gen. Albert Kaehn, Jr.
Chairman