

**MINUTES OF MEETING OF THE BOARD OF TRUSTEES
ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE**
of North America

Held at the Clinton Inn Hotel, in Tenafly, New Jersey
May 30, - 31, 2003

PRESENT were: Metropolitan PHILIP, Bishop Antoun, Bishop Basil, V. Rev. Elias S. Bitar, V. Rev. Paul W. S. Schneirla, Dr. George J. Farha, Mr. Alan G. Abraham, Mr. Daniel J. Abraham, Mr. Charles R. Ajalat, Mr. Nicola M. Antakli, Mr. Edward F. Assile, Dr. Anthony S. Bashir, Dr. David G. Bojrab, Dr. John D. Dalack, Mr. George G. Darany, Mr. Fawaz R. El Khoury, Mr. Philip A. Haddad, Dr. Elias Hebe-ka, Mrs. Elaine Heider, Mrs. Corinne A. Joseph, Mr. Robert A. Koory, Dr. Raymond J. Kyriakos, Mr. Kenneth M. Laham, Mr. Robert H. Laham, Mrs. Anne Glynn Mackoul, Mr. William D. Morrison, Mr. George N. Nassor, Miss Ruth A. Nimee, Mr. Walter Parhamovich, Mr. Mansour Rayan, Dr. Raymond J. Rishwain, Mrs. Marilyn T. Robbat, Miss Jean Sam, Dr. Eugene J. Sayfie, Mrs. Gizelle "Gigi" Shadid, and Mr. Ernest A. Younes; and Honorary Members: Mr. Ralph Abercia and Dr. Alan E. Matook.

Guests: Rev. Fr. George D. Kevorkian, Rev. Fr. Michael Massouh, Rev. Fr. Michael Nasser, Rev. Fr. Thomas Zain, Mrs. Kathy J. Abraham, Mrs. Virginia Antakli, Mrs. Elinor G. Bourjaily, Mr. Peter S. Dacales, Mrs. Shamseh M. Dalack, Mrs. JoEllen El Khoury, Mrs. Barbara Hebeke, Khourieh Maggie Hock, Mr. Christopher G. Joseph, Mrs. Gladys Laham, Mrs. Josie A. Morrison, Mrs. Elsie Nassor, Mrs. Grace Mary Parhamovich, Dr. Joseph J. Samra, III, Mrs. Marlene Samra, Mrs. Suzie Sayfie, Mr. Charles Shaheen, and Mrs. Anne Thomas.

The meeting was called to order at 7:30 p.m., with the chanting of CHRIST IS RISEN, led by Metropolitan PHILIP. In his opening remarks, His Eminence welcomed all the Board members and guests who were present, and he extended the regrets of the following Board members who were unable to attend: Bishop Joseph, Bishop Demetri, Rt. Rev. Paul M. Doyle, Dr. Yousif I. Hamati, Dr. Donald C. Howard, Dr. Sam H. Kouri, Mr. William J. Nassir, and Mrs. Adele N. Soffa.

Before turning to the formal agenda, Metropolitan PHILIP asked for a moment of silent prayer for the repose of the soul of our dear friend, George O. Joseph. He indicated how shocked he and all of us were to hear the sad news of his passing into Eternal Life, and, on behalf of the entire Board, he expressed his deepest sympathy to George's widow, Mrs. Corinne A. Joseph, whom His Eminence has appointed to the Board to complete the remainder of her late husband's appointed term. His Eminence welcomed her to this meeting, and he indicated that the living and the departed members of the Joseph family will always be remembered in our prayers. MEMORY ETERNAL.

Following a motion by Mr. Robert A. Koory, seconded by Dr. George J. Farha, the minutes of the previous meeting of November 8, - 9, 2002, held at the Radisson Mart Plaza Hotel and Convention Center in Miami, Florida, were accepted as printed and previously distributed to all Board members.

METROPOLITAN PHILIP'S REPORT

In the first part of his report, Metropolitan PHILIP informed the Board that Metropolitan SPYRIDON (Khoury), the Archbishop of Zahleh, Baalbeck and dependencies, one of the smallest Sees in the Patriarchate of Antioch, is visiting in our Archdiocese for the purpose of raising funds to rebuild his Archbishopric which was erected in 1845. The total cost of the project is estimated to be in excess of \$860,000, and many of our communities in the United States and Canada will be visited. All of our faithful were en-

couraged by His Eminence to help make this project a reality, by being as generous as possible.

His Eminence reminded the Board that, after the Resolution for Autonomy had been ratified by 97.7% of the delegates at the General Assembly in Los Angeles, he traveled to attend the meeting of the Holy Synod to present our request for Autonomy.

As reflected in the minutes of the fall Board meeting in Miami, a resolution granting our Autonomy was introduced by Metropolitan GEORGE (Khodr) of Mount Lebanon and subsequently ratified by the members of the Holy Synod; and the full text of this resolution was printed in both Arabic and English in the September issue of the WORD Magazine. The minutes also indicated that some details still needed to be worked out, and this task would be accomplished when a Committee representing our Archdiocese, with Bishop Basil as Chairman, and including V. Rev. Joseph Antypas, Dr. George J. Farha, and Mr. Charles R. Ajalat, met with a committee representing the Patriarchate in Geneva this past November.

The remainder of Metropolitan PHILIP's report dealt with the events and outcome of that meeting in Geneva, where Metropolitan ELIAS (Audi) Chaired the Committee representing the Patriarchate, and Metropolitan GEORGE (Khodr) served as Chairman of the Joint-Committee.

Unfortunately, this meeting did not proceed as smoothly as had been anticipated, because the delegation representing the Patriarchate seemed to be operating as if the Resolution which granted Autonomy had not been previously discussed and ratified by the Holy Synod.

After a good deal of effort on the part of our delegation, however, the following document did emerge, and Mr. Charles R. Ajalat presented it to the Board:

AS AMENDED BY THE BOARD OF TRUSTEES
ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE OF NORTH AMERICA

(PROPOSED) RESOLUTION OF THE HOLY SYNOD OF ANTIOCH

1. Autonomy and Jurisdiction. The Antiochian Orthodox Christian Archdiocese of North America (hereinafter referred to as "the Autonomous Archdiocese") is hereby declared, and shall remain, autonomous and, within its present jurisdiction (the United States and Canada), constitutes one unified ecclesiastical body.
2. Governance. The Autonomous Archdiocese is governed by the Holy Scriptures, the Sacred Tradition, the Holy Canons, the Constitution of the Church of Antioch to the extent that said Constitution is not inconsistent with this Resolution, and by its Constitution and By-Laws, as may be amended from time to time, and by its own legislative, executive, and disciplinary organs.
3. Recognition of Diocesan Bishops and Local Synod. The present auxiliary bishops of the Archdiocese, Bishop ANTOUN, Bishop JOSEPH, Bishop BASIL, and Bishop DEMETRI, shall become the first diocesan bishops of four of the existing regions of the Autonomous Archdiocese, upon adoption of this Resolution, and their titles shall be amended accordingly. They will constitute, together with the Metropolitan, the members of the Local Synod of the Autonomous Archdiocese, which will be its governing authority. The Local Synod shall determine the number of dioceses and their boundaries.

4. Procedure for Election of Diocesan Bishops. The autonomy of the Autonomous Archdiocese includes, of course, the ability to nominate, elect, consecrate and enthrone its own diocesan bishops in accordance with this Resolution.
 - a. After having been nominated by the Archdiocese General Assembly, the one, two, or three nominees will travel to Damascus to seek the prayers and blessings of His Beatitude, the Orthodox Patriarch of Antioch and All the East.
 - b. The diocesan bishops shall be elected by the Local Synod of the Autonomous Archdiocese from among up to three candidates nominated by the General Assembly, or if the dioceses later, by an amendment to the Archdiocesan Constitution, have diocesan assemblies, then the nomination of bishops shall be by the then created diocesan assembly.
 - c. The election of the diocesan bishops shall be approved by the Metropolitan Primate. ~~The diocesan bishop shall be blessed by the Patriarch of Antioch on behalf of the Holy Synod of the Church of Antioch.~~

~~(Alternative 1: after his consecration. The praxis of the diocesan bishops shall be issued by the Metropolitan Primate.)~~

~~(Alternative 2: before his consecration. The praxis of the diocesan bishops shall be issued by the Patriarch and co-signed by the Metropolitan.)~~
 - d. The consecration and enthronement shall be accomplished in North America by the Metropolitan Primate and the members of the Local Synod.
5. Procedure for Election of Metropolitan Primate & Synod Memberships. The Metropolitan Primate of the Autonomous Archdiocese shall be nominated by the General Assembly and the Local Synod of the Autonomous Archdiocese pursuant to its Constitution and By-Laws. Three names of nominees for Primate shall be submitted to the Holy Synod of Antioch for election by it of one of the three nominees as Primate, which election shall occur within forty days of submittal. The Metropolitan shall be a member of the Holy Synod of the Patriarchate as well as the Local Synod of the Autonomous Archdiocese.
6. Commemoration, Chrism, Right of Appeal and Synaxis. The Metropolitan shall commemorate the Patriarch of Antioch in the divine services and shall receive the Holy Chrism from the Patriarch. Bishops of the Local Synod of the Autonomous Archdiocese have the right of appeal to the Patriarch of Antioch, who shall be the final judge along with the Holy Synod of Antioch. The Bishops of the Autonomous Archdiocese are also entitled to attend the gatherings or synaxis of Antiochian bishops which may be called by the Patriarch of Antioch.
7. Decisions of the Holy Synod of Antioch. The decisions of the Holy Synod of the Church of Antioch shall be binding on the Autonomous Archdiocese on matters in doctrine, liturgy, sacraments, relations with autocephalous Orthodox Churches outside North America, and ecumenical policy with regard to other Christian and non-Christian bodies.
8. Amendment and Translation. The Autonomous Archdiocese and the Patriarchate of Antioch shall

each amend its Constitution in accordance with the above. Each of the Arabic and English texts of this Resolution shall have equal force and validity.

After he presented this Resolution, Mr. Charles R. Ajalat moved that it be approved by this Board of Trustees and recommended for ratification by the General Assembly this July at the Archdiocese Convention in Miami; and Mr. Alan G. Abraham seconded.

During the lengthy and careful discussion stimulated by the presentation of this resolution, the wording of particular sections was amended slightly to produce the specific wording as presented above; and the issue of whether this resolution should be presented to the Patriarch and the Holy Synod before or after its ratification by the Archdiocese General Assembly in Miami, was resolved in favor of presenting it after ratification by the General Assembly.

At the conclusion of this discussion, the vote was: thirty-two (32) in favor of the Resolution, and four (4) against.

FINANCIAL REPORT FOR THE FISCAL YEAR ENDED JANUARY 31, 2003

Mr. Robert H. Laham, Treasurer and Chairman of the Department of Finance, presented the Annual Financial Report for the Fiscal Year Ended January 31, 2003. A copy of this report was distributed to each Board member; and, in keeping with established practice, two copies will be sent to each Parish and Mission in the Archdiocese, and a summary will be printed in the WORD Magazine.

Total receipts for this year were \$4,164,501, well ahead of both the budgeted estimate of \$3,808,000 and last year's actual receipts of \$4,083,727. Total expenditures were \$4,098,510, also well ahead of both the budgeted estimate of \$3,852,000 and last year's actual expenditures of \$3,999,356. An excess of receipts over expenditures amounting to \$65,991 was reported for the year, and although this excess represents a more favorable outcome than the budgeted deficit of \$(44,000), it is not as large as last year's actual excess of \$84,371.

Also in keeping with established practice, the Board members were asked to study this report over night, and to be prepared to discuss it and vote on it when the meeting reconvened the following morning.

PROPOSED BUDGET FOR THE FISCAL YEAR ENDING JANUARY 31, 2005

Mr. Robert H. Laham, Treasurer and Chairman of the Department of Finance, distributed to each Board member a copy of the proposed budget for the fiscal year ending January 31, 2005, which contained, for purposes of comparison, the corresponding figures from the previous year's budget, along with the actual amount of the difference for the items which had been increased or decreased in the budget being presented; and a copy has been attached to the file copy of these minutes.

As presented, the budget projects total expenditures amounting to \$4,413,000 (\$334,000 more than last year's budgeted expenditures); total receipts amounting to \$4,407,000 (\$407,000 more than last year's budgeted receipts); and an anticipated excess of expenditures over receipts amounting to (\$6,000), as opposed to last year's budgeted deficit of (\$79,000).

During the discussion which followed, it was clarified, first, that the proposed \$235,000 increase in Parish

Assessment receipts is based on an increase of the assessment per Baptized soul from \$25.00 to \$30.00, and, second, that approval of the proposed budget reflects and includes the Board's approval of this \$5.00 increase in the assessment.

It was also pointed out that the \$10,000 increase in budgeted receipts for AOCWNA is based on the fact that our dedicated women have a rather remarkable history of surpassing each previous year's fund raising efforts.

Following a motion by Dr. George J. Farha, seconded by Mr. George G. Darany, the proposed budget for the fiscal year ending January 31, 2005, which included and incorporated the recommended increase in Parish Assesments from \$25.00 to \$30.00 per Baptized soul, was accepted, and it will be submitted to, and recommended for ratification by, the General Assembly this July at the Archdiocese Convention in Miami. On behalf of himself and the entire Archdiocese, Metropolitan PHILIP expressed his profound thanks and appreciation to the Treasurer and all the members of the Department of Finance and the Headquarters Staff who participated in the preparation of this budget.

ANTIOCHIAN VILLAGE COUNCIL

Mr. Robert H. Laham, Chairman of the Antiochian Village Council, reported that the Antiochian Village Council continues to meet several times during the year, monitoring such items as camper occupancy and fees, personnel matters, capital improvements, etc., and the Heritage and Learning Center and the Camp both continue to operate effectively and efficiently.

A new camp cabin was completed last year, and additional cabins will be built over the next year. Work on the new camp office has been completed; the camp swimming pool will be completely renovated and upgraded this year; and work is also planned for the camp kitchen and dining room. The reserve fund set aside to cover the costs of these projects now totals approximately \$425,000.

At the Heritage and Learning Center, the original 50 rooms, built 20 years ago as Phase I, will be completely renovated and re-furnished, and the reserve funds for this and other necessary projects now totals over \$600,000.

Ground-breaking for the proposed museum wing at the Heritage and Learning Center took place on April 12, 2003, and it is expected that the work will be completed by next spring.

Following a motion by Mrs. Elaine Heider, seconded by Mr. Philip A. Haddad, the report of the Antiochian Village Council was accepted, and, speaking on behalf of himself and the entire Archdiocese, His Eminence expressed his profound thanks and appreciation to Mr. Robert H. Laham and all the members of Antiochian Village Council.

ANTIOCHIAN VILLAGE CAMP

Rev. Fr. Michael Nasser, Director of the Antiochian Village Camp, distributed a copy of the Antiochian Village Camp report to each Board member, and a copy has been attached to the file copy of these minutes. Highlights of this report included the following:

The current camping season opened on May 16th with the 3rd Annual Service Weekend. Thirty teens and

adults traveled from near and far to prepare the camp for this summer's camping season, saving thousands of dollars in labor costs.

The first of the two planned Family Camp sessions just ended, and the ten families which participated reported that the experience was quite beneficial.

The number of applicants for staff positions this year is not as high as in previous years, but all staff members are enrolled in an online training course offered through the American Camping Association.

Policy established by the Antiochian Village Council now requires that all payments and medical forms be submitted by the June 1st deadline.

Khalil Samra has been hired on a part-time basis to assist in providing oversight for the many camping programs which will be in operation this summer throughout the Archdiocese. With the addition of Camp Transfiguration in Montreal, we now have seven camping programs serving over 2,500 campers. This represents a doubling of camper capacity over the past two years.

During the discussion which followed, the question was raised about what is being done to make sure that proper standards are maintained in all of the camping programs connected to the Archdiocese. In response, it was pointed out that every camping program has a Policy and Procedures Manual which spells out exactly what needs to be done and how it should be done, and that, as already mentioned, Fr. Michael has someone to assist him with the actual monitoring of each program.

Following a motion by Mrs. Elaine Heider, seconded by Mrs. Gizelle "Gigi" Shadid, the Antiochian Village Camp Report was accepted with an expression of thanks.

DEPARTMENT OF COLLEGE MINISTRY

Before proceeding with the next item on the agenda, Rev. Fr. Michael Nasser distributed to each Board member an ***INTERNSHIP OPPORTUNITY FORM***, which should be filled out and returned. Its purpose is to provide the Department of College Ministry with information about internship positions that our Antiochian college students could apply for, and thereby gain some practical experience that would enhance their resumes when they are ready to seek full time employment.

ANTIOCHIAN VILLAGE HERITAGE AND LEARNING CENTER

Rev. Fr. Michael Massouh, Executive Director of the Antiochian Village Heritage and Learning Center, distributed to each Board member a copy of the Antiochian Village Heritage and Learning Center report, which also included a sketch of the plans for the new museum, auditorium, and additional rooms and offices; a drawing of the auditorium and museum; a summary of new museum exhibits; the copy of an article in *The Ligonier Echo* which covered the groundbreaking; and a copy of three press releases describing various aspects of the new construction; and a copy of each has been attached to the file copy of these minutes.

Highlights of this report included the following:

To enhance what the Center offers, Bishop Demetri dedicated a Meditation Trail, along which are several

benches and icon stands with quotes from Scripture and the Fathers.

Construction is proceeding at both the Camp and the Center. Thanks to the generosity of the Order of St. Ignatius and individual members of the Board of Trustees, the following projects have begun: renovating Phase I, building new cabins, upgrading the camp pool, and constructing the Museum Wing. The ground-breaking for this new wing took place on April 12, 2003, and the expected completion date is February of 2004.

Occupancy rates have increased, with total revenues of \$1,290,309 for the Fiscal Year Ended January 31, 2003, and \$125,000 of the excess of receipts over expenditures was added to the Capital Reserve Fund. This level of activity represents a 24.42% occupancy rate, as 141 groups made use of the Center's facilities, as opposed to the 111 groups which did so two years ago.

Antiochian Orthodox accounted for 27% of the volume, as opposed to 20% for the previous year, and other Orthodox accounted for 6%, with 5.5% for the previous year. Some progress has been made with respect to Center-sponsored programs which accounted for 0.49% of the previous year's volume, and 0.99% of this year's volume.

Amy Stiffler is the new Events Coordinator. Elderhostel groups continue to use the Center for their programs, and cooperative arrangements have been established with such groups as the Laurel Highlands Visitors Bureau, the Loyalhanna Watershed Association, and the consortium for the War for Empire. Among the Center-sponsored programs which have taken place were a Mother-Daughter Weekend, the Byzantine Chanting Institute, and a Marriage Enrichment Workshop; and the Sacred Music Institute, the Antiochian House of Studies, the Missions and Evangelism Conference, the Ss Thekla and Raphael Pilgrimage, and the Orthodox Institute for Church School and Youth Workers are scheduled for this summer and fall.

Even though the Center is quite active, it should be noted that, owing to the down-turn in our economy, there has been a concomitant decrease in both the size of most groups and the number of nights booked. At the same time, since staff size has not increased, each individual has to work harder and put in more hours, and it should not be assumed that such circumstances can go on indefinitely.

Following a motion by Dr. Elias Hebeke, seconded by Mr. Nicola M. Antakli, the Antiochian Village Heritage and Learning Center report was accepted with an expression of thanks.

UP-DATE CONCERNING THE AMITY STREET PROPERTY

As detailed in the minutes of the Board meeting of May 2002, when Miss Katherine Ajar passed away in October of 2001, our Antiochian Archdiocese inherited, according to her wishes, the property located at 124 - Amity Street, Brooklyn, New York 11201. This property has been sold for \$1,200,000, and the Archdiocese was not charged any closing fees. In addition to property, Miss Ajar's estate also included a certain amount of cash, of which, \$200,000 was bequeathed to the General Fund of the Archdiocese.

St. Nicholas Cathedral and the orphanage at the Convent of Saidnaya also inherited funds from her estate.

To acknowledge the generous spirit of Katherine Ajar, something of a more enduring nature will be dedicated to her memory at Museum of the Antiochian Village Heritage and Learning Center.

NAC FELLOWSHIP OF ST. JOHN THE DIVINE

Mrs. Gizelle "Gigi" Shadid, President of the NAC Fellowship of St. John the Divine, distributed to each Board member a copy of the NAC Fellowship report, as well as a copy of the article she wrote about the Fellowship, which article appeared in the April 2003 issue of the WORD Magazine; and a copy of each has been attached to the file copy of these minutes. Highlights of the report included the following:

The "**2004 in 2004**" Library Project seeks to donate a set of 12 books on Orthodoxy to at least 167 local libraries, so that there will be at least 2,004 books on Orthodoxy in North American libraries by 2004. Special arrangements have made it possible to purchase each set of books for the rate of \$145.30, and, to date, 40 sets, almost 25%, have been purchased and distributed. Sara Bitar is coordinating this project, and her e-mail address is: sar1006@aol.com.

In an effort to improve Parish Life Conferences, a Task Force made up of representatives from the Fellowship, from AOCWNA, and from Teen SOYO in each of our seven regions has created a one-page survey which will be handed out to every registrant at each of this year's Regional Parish Life Conferences. A copy was distributed to each Board, and everyone was asked to fill it out and return it to Mrs. Shadid as soon as possible.

The Fellowship has established a database designed to assist Host Parishes with such tasks as scheduling, registration, printing badges, preparing statistical summaries and reports, etc. In addition, a comprehensive Conference Planning Manual has been produced by the Western Region Fellowship, and it will be made available to all our regions.

The schedule for the 2004 Parish Life Conferences is as follows: Can-Am Region, July 1, - 4, in Ottawa; Eastern Region: June 24, - 27, in Wilkes-Barre; Midwest Region: July 7, - 11, in Indianapolis; New England Region: June 24, - 27, in Dedham; Southwest Region: June 10, - 13, in Austin; and Western Region: July 1, - 4, in Garden Grove. The dates and location for the Southeast Region Conference have not been finalized as yet.

The Fellowship of St. John in each region continues to raise funds for missions; at this summer's Archdiocese Convention, Sonia Daly, the Special Projects Coordinator, will present the Fellowship's Resource Book of activities suitable for the different sub-groups within each Parish; and a database has been designed to provide college students and young adults with information about possible internships. Kristen Abraham is coordinating this effort, and her e-mail address is: dubki@aol.com.

The next "Running the Rat Race" retreat for our young adults will take place at the Antiochian Village in the summer of 2004; the Southeast Region Fellowship has received the blessing of His Eminence to establish a camp in that region; and the Southwest Region Fellowship has established a building fund for Camp St. Raphael.

It is anticipated that an article about the Fellowship will appear at least every other month in the WORD Magazine; the Fellowship has purchased ads for all seven of the regional conferences and the Archdiocese Convention; and two NAC Fellowship of St. John banners are being prepared for display in Miami and at future Archdiocese Conventions.

Because of the situation in the Middle East, plans to hold a Patriarchate Youth Conference for Antiochian

youth (18-35) have been postponed until further notice. The NAC Fellowship had allocated \$20,000 to send an eight-person delegation to represent the NAC Fellowship and NAC Teen SOYO.

Following a motion by Mr. Robert H. Laham, seconded by Dr. George J. Farha, the NAC Fellowship Report was accepted with an expression of thanks.

ORDER OF ST. IGNATIUS OF ANTIOCH

Dr. Raymond J. Rishwain, the Chairman of the Order of St. Ignatius, distributed a copy of his report to each Board member, and a copy has been attached to the file copy of these minutes. Highlights of this report included the following:

Membership in the Order now stands at 2,827, and this number includes 205 Life Members. Two members were inducted last weekend at this year's Western Region Parish Life Conference. The Order will be well represented at the six remaining Parish Life Conferences, and every effort is being made to reach the goal of 3,000 members by July.

The Order is currently contributing to 30 projects, and the four newest projects include: \$10,000 to the Theophany School, a Pan-Orthodox school fully licensed by the state of Massachusetts; \$10,000 to an Orthodox Family Ministries project, known as the Treehouse, located in Wichita, Kansas; \$8,780 for the restoration and storage of books and manuscripts at the Bulgarian Patriarchate; and \$5,000 to support the efforts of the St. Romanos Chorale in Houston, Texas, to reveal Orthodoxy through the spirituality of our sacred music.

During the discussion which followed, it was pointed out that, since its inception, the Order of St. Ignatius has contributed more than \$13,000,000 to support many Archdiocesan projects.

Following a motion by Mrs. Anne Glynn Mackoul, seconded by Mr. Edward F. Assile, the report of the Order of St. Ignatius of Antioch was accepted with an expression of thanks to Dr. Rishwain for his tremendous work.

The meeting was recessed at 10:30 p.m.; and it was reconvened at 9:30 a.m., on the following morning of Saturday, May 31, 2003.

Before proceeding with the next item on the agenda, Metropolitan PHILIP reported that, as the meeting was recessed last evening, our Vice Chairman, Dr. George J. Farha, received word that the wife of his brother, Jim, had passed into Eternal Life; and, on behalf of the entire Board, he expressed his deepest sympathy to Dr. Farha, his brother, and all the family and friends of the departed. We will remember her in our prayers. MEMORY ETERNAL.

FINANCIAL REPORT FOR THE FISCAL YEAR ENDED JANUARY 31, 2003, CONTINUATION

After this report was reviewed overnight by the Board members, there was very little in the way of questions or comments; and, following a motion by Mr. Robert A. Koory, seconded by Mr. Philip A. Haddad, the Annual Financial Report for the Fiscal Year Ended January 31, 2003, was approved.

On behalf of himself and the entire Archdiocese, His Eminence expressed his profound thanks and appre-

ciation to Mr. Robert H. Laham and all the members of the Department of Finance for their dedication and outstanding work.

2003 ARCHDIOCESE CONVENTION FINAL PROGRESS REPORT

Mrs. Suzie Sayfie, General Co-Chairman of the Convention Committee for the 46th Archdiocese Convention, scheduled for July 20, - 27, 2003, at the Fontainebleau Hilton in Miami, Florida, distributed to each Board member a copy of her Convention Committee's Final Progress Report, which also included: a list of all the Committee Chairpersons; a convention registration form; a statistical summary of hotel arrival and departure figures from July 18th to August 2nd, a list of Parishes visited; a copy of the Vendor/Bookstroe Sign-up Form; a copy of the Parental Consent Form; copies of correspondence requesting donations and documenting tax-empt status; a price list for selected sights and tours; a listing of the date, starting and ending times, and room assignment for every event and function planned by the Convention Committee; a Commemorative Convention Journal registration form; a Golf Tournament Registration Form; and a listing of the committees, equipment needed, menus, etc., for every event and function; and a copy of each has been attached to the file copy of these minutes. Highlights of this final progress report included the following:

The rate for regular rooms with single, double, triple, or quadruple occupancy is \$119 per night, and 650 rooms have been contracted at this rate. For Concierge Rooms in the Towers, the rates are \$170 with a bay view and \$195 with an ocean view; and the rates for suites are \$450 and up. The rate for Valet Parking is \$14 per night.

Ticket Book prices are: \$189 for an Early Bird Adult Book, \$199 for a Regular Adult Book, \$99 for an Early Bird Youth Book, and \$109 for a Regular Youth Book; and all books include Wednesday through Saturday night events.

The basic rates for the Commemorative Journal are \$100 for an eighth page, \$150 for a quarter page, \$250 for a half page, and \$500 for a full page. With the exception of the rate for the Back Cover which is \$10,000, various special pages are also available at rates ranging from \$750 to \$5,000.

The General Schedule is as follows:

on Monday, July 21: the Governing Council of the Order of St. Ignatius of Antioch will meet; and, after Vespers at the hotel, there will be a visit to, and reception at, St. George Cathedral for Clergy, Board of Trustees, Governing Council of the Order of St. Ignatius of Antioch, and spouses;

on Tuesday, July 22: Bible Study, Divine Liturgy, Clergy Breakfast, and Spiritual Discussions and Educational Assemblies for the Youth will take place in the morning; the General Assemblies of the Clergy, the Clergy Wives Sisterhood, the Order of St. Ignatius of Antioch, the Fellowship of St. John the Divine, and NAC Teen SOYO will take place throughout the day; after Vespers, the Reception and Dinner of the Order of St. Ignatius of Antioch will take place; and bus transportation will be provided to Lincoln Road and Ocean Drive;

on Wednesday, July 23: Bible Study, Divine Liturgy, Clergy Breakfast, and Spiritual Discussions and Educational Assemblies for the Youth will take place in the morning, followed by the AOCWNA 30th Anniversary Luncheon and General Assembly; the Department Meetings will be held throughout the day; and,

following Vespers, the Bible Bowl will take place and be followed by a South Beach Hospitality Night at the Fontainebleau;

on Thursday, July 24: following Bible Study and the Divine Liturgy, the first session of the General Assembly of the Archdiocese will take place; and, after Vespers, the "Floribbean" Extravaganza will take place by the Fontainebleau Pool;

on Friday, July 25: following Bible Study and the Divine Liturgy, the General Assembly of the Archdiocese will continue and conclude; and, after Vespers, the Camp Reunion and Friends Cocktail Party will take place in the Fontainebleau Garden Lobby and be followed by the Arabic Hafli;

on Saturday, July 26: following Bible Study and the Divine Liturgy, the Oratorical Festival, the Board of Trustees Luncheon Meeting, the Jerusalem Task Force Meeting, the IOCC Meeting, and the Enliven to Christ will take place; and, after Vespers, there will be a Reception and Silent Auction, followed by a Dinner Dance, and Youth Dance and Dinner; and

on Sunday, July 27: the convention will conclude with an Hierarchical Divine Liturgy.

During the discussion of this report, the following ideas, clarifications, and recommendations emerged:

the plan to hold a Dinner Dance on Saturday evening, instead of a formal banquet with head table, speakers, etc., is an exception that will be tried out this year, and, in 2005, we will go back to the familiar and more traditional program of a banquet with speakers;

the General Assembly will break for lunch at 1:00 p.m., not at noon; and the Sunday Hierarchical Divine Liturgy will begin at 10:00 a.m., not at 10:30 a.m.;

food services will be available for delegates just outside the ballroom in which the General Assembly is to take place, so that no one will have to go too far or take too long to have lunch;

the Kids Cove is an activities program for children from 7 to 12; the usual charge is \$45 per day, but it will be available to 50 of our children at no charge; and clergy children will be given first preference;

signed parental consent will be required in order for anyone 19 years and younger to be able to participate in any of the special activities which have been planned;

one other group will be with us at the Fontainebleau until Wednesday, after which day, presumably, the hotel will be able to focus all attention on our convention;

with respect to visiting hierarchs, it is possible that Metropolitan DAMASKINOS of Sao Paola and Metropolitan PAUL of Australia might be with us, but it is not known at this time whether or not there will be any other visitors; and

the idea of inviting hierarchs and lay leaders (the counterparts of Dr. George J. Farha, for example) from other jurisdictions will be considered as something which might be done in the future.

Following the motion of Dr. Raymond J. Rishwain, seconded by Mr. Kenneth M. Laham, this Final Prog-

ress Report of the 2003 Archdiocese Convention Committee was accepted with an expression of thanks; and His Eminence urged all who have not already done so, to send in their Souvenir Journal ads, and to make their room reservations, as soon as possible. In fact, Dr. Eugene J. Sayfie and Mrs. Suzie Sayfie are prepared to receive ads and reservations at any time during this meeting.

DEPARTMENT OF MARRIAGE AND PARISH FAMILY MINISTRIES

Khourieh Maggie Hock, the newly appointed and first Chairperson of the newly established Department of Marriage and Parish Family Ministries, distributed a copy of her department's report to each Board member, and a copy has been attached to the file copy of these minutes. Highlights of this report included the following:

The recommendation for this department originated in the report of the *Task Force On The Church In The 21st Century*, which called attention to the many challenges and unprecedented difficulties which Orthodox Christian Marriages and Parish Families have to face in today's world.

The Mission Statement, Vision Statement, and Goals of the department are as follows:

Mission Statement: The Department of Marriage and Parish Family Ministries exists to preserve and enhance the marriages and parish families of this Archdiocese utilizing Orthodox Christian principles and resources.

Vision Statement: The Antiochian Orthodox Department of Marriage and Parish Family Ministries serves to build a comprehensive archdiocesan network of Orthodox materials and resources to assist the healthy development and maintenance of Christ-loving marriages and families.

Goals: 1. To instruct couples and families on Orthodox marital, family life, and parish dynamics. 2. To provide resources for development and maintenance of relationships within an Orthodox Christian context. 3. To provide a network of Orthodox Christian professionals and laity who are available to assist individuals and families facing difficulties and challenges.

The new department will be responsible for providing resources to enhance marriages, parenting skills, and parish dynamics. Plans include the development of a series of seminars on marriage and family life for presentation at Regional Parish Life Conferences and Archdiocese Conventions; and the first two have already been developed and presented as follows: *Building A Dynamic Orthodox Community Life* was presented at St. Ignatius Orthodox Church in Nashville, and a *Marriage Enrichment Weekend* took place at the Antiochian Village Heritage and Learning Center.

In addition, a needs-assessment survey will be conducted with clergy and laity at the Archdiocese Convention in Miami, and a Training Program is in preparation for next year's Clergy Symposium.

Over time, the department will address such issues as: pre-marital counseling, marriage enrichment, establishing an Orthodox Christian home, bereavement, challenged marriages, parenting skills for all ages, and communication and conflict resolution skills.

During the discussion which followed, it was suggested that the following areas/topics might also be addressed in the future, as time, personnel, and resources will allow:

As difficulties come to light, our clergy will need to know where to turn to obtain help for individuals and families among their flock, and to obtain more personal help for themselves and/or their own families. To address this multiplicity of needs, the department will eventually have to develop both a support network that includes a qualified cadre of various professionals who can help, as well as a directory of resources available to the clergy where their parishes are located.

Likewise, the department's training and teaching efforts should be directed toward children as young as 9 to 12 years of age, and not be focused exclusively on adults.

Obviously, the department will not be able to address every possible need at the same time. The survey will help to clarify and establish priorities.

Following a motion by Mr. Robert A. Koory, seconded by Mr. Mansour Rayan, the report of the Department of Marriage and Parish Family Ministries was accepted with an expression of appreciation and encouragement; and it was the overwhelming response of the Board that the establishment of this department represents a most valuable and welcome addition to the services and activities of our Archdiocese.

ANTIOCHIAN ORTHODOX CHRISTIAN WOMEN OF NORTH AMERICA

Mrs. Marilyn T. Robbat, the President of AOCWNA, distributed a copy of the AOCWNA report to each Board member, and a copy has been attached to the file copy of these minutes. Highlights of this report included the following:

Each of our ten married seminarians received a Christmas gift of \$600 from the Antiochian Women's Married Seminarian Fund. Because of decreasing interest rates and an increase in the number of seminarians, it became necessary to expend funds from the principle. Therefore, a direct appeal to replenish the fund has been made to all AOCWNA Chapters, and the results of this effort will be presented to His Eminence at the AOCWNA Luncheon in Miami.

Everyone is invited to help celebrate AOCWNA's 30th Anniversary the Antiochian Women's Luncheon which will take place on Wednesday, July 23, 2003, at the Archdiocese Convention.

Monies are still being received for the 2003 Project: ORPHANAGES AND THE ORPHANAGE ENDOWMENT FUND. The results of this effort will also be presented to His Eminence at the AOCWNA Luncheon in Miami. The Orphanage Endowment Fund now stands at approximately \$320,000.

Mrs. Robbat concluded her report by expressing her appreciation to Metropolitan PHILIP, V. Rev. John P. Abdalah, and all those who have supported the work of AOCWNA during her time in office. In particular, she extended special thanks to all her officers: Laila Ferris, Cindy Nimey, Violet Robbat, and Lucy Hanna, and to all of her coordinators.

During the discussion which followed, Mrs. Robbat indicated that Honorary Board member, Mr. Walid G. Khalife, has donated a special gift which will be raffled at the Luncheon in Miami to raise funds for the Orphanage Endowment Fund.

Following a motion by Mrs. Anne Glynn Mackoul, seconded by Dr. Anthony S. Bashir, the AOCWNA Report was accepted with an expression of special thanks to Mrs. Robbat for her many accomplishments.

NEW BUSINESS

Mr. Charles R. Ajalat presented the Certificate of Amendment of the Certificate of Incorporation of the Antiochian Orthodox Christian Archdiocese of North America, as well as the Resolutions to approve the Certificate of Amendment, and to ratify Prior Actions.

For the sake of clarity and thoroughness, both of these documents are presented below in their entirety.

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF THE
ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE OF NORTH
AMERICA**

Under Section 803 of the Not-For-Profit
Corporation Law

FIRST: The present name of the corporation is "ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE OF NORTH AMERICA." The corporation was formed originally under the name of "SYRIAN ANTIOCHIAN ORTHODOX ARCHDIOCESE OF NEW YORK AND ALL NORTH AMERICA," which name was subsequently amended in August, 1971, to "ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE OF NEW YORK AND ALL NORTH AMERICA," and which name was further amended in November, 1975, to the present name of the corporation.

SECOND: The corporation was formed under Article 2, Section 15 of the Religious Corporations Law of New York, and its Certificate of Incorporation was filed with the Department of State, State of New York, on March 29, 1943. A Certificate of Change of Name was filed with the Department of State, State of New York, on August 23, 1971. The last Certificate of Amendment of the Certificate of Incorporation was filed with the Department of State, State of New York, on December 3, 1975.

THIRD: ANTIOCHIAN ORTHODOX CHRISTIAN ARCHDIOCESE OF NORTH AMERICA is a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law of the State of New York and is a Type B corporation under Section 201 of the Not-For-Profit Corporation Law of the State of New York. The corporate purposes are not being enlarged or limited hereby.

FOURTH: The post office address to which the Secretary of State shall mail a copy of any process against the corporation is 358 Mountain Road, Englewood, New Jersey 07631.

FIFTH: The following new Paragraph 3 is hereby added to the Certificate of Incorporation:

"The property of this corporation is irrevocably dedicated to religious or charitable purposes and no part of the net income or assets of this corporation shall inure to the benefit of any private

persons. Upon the dissolution or winding up of the corporation its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, trust, or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501 (c)(3) of the United States Internal Revenue Code of 1986, as the same may be amended from time to time."

SIXTH: Paragraph 2 (e) of the Certificate of Incorporation. which pertains to the number of Trustees, is hereby amended to read in its entirety as follows:

"The number of trustees of the corporation shall be determined in accordance with The Archdiocesan Constitution, as amended from time to time."

SEVENTH: The foregoing Amendment to the Certificate of Incorporation was authorized by resolution duly moved and adopted at a regularly called meeting of the Board of Trustees of the Antiochian Orthodox Christian Archdiocese of North America on May 31, 2003.

EIGHTH: No approval or consent is required to be endorsed or annexed to the foregoing Amendment to the Certificate of Incorporation.

**RESOLUTIONS TO BE ADOPTED
AT THE**

MAY 31, 2003 MEETING

OF THE BOARD OF TRUSTEES

OF

ANTIOCHIAN ORTHODOX ARCHDIOCESE OF NORTH AMERICA

Approval of the Certificate of Amendment to the Certificate of Incorporation

RESOLVED: That it is in the best interests of the Antiochian Orthodox Archdiocese of North America (the "Corporation") to amend its Certificate of Incorporation as reflected in the form attached hereto as Exhibit A and that such amendment by the Corporation is hereby **AUTHORIZED, APPROVED, CONFIRMED, AND RATIFIED.**

RESOLVED: That the Certificate of Amendment to the Certificate of Incorporation, substantially in the form attached hereto as Exhibit A, is hereby **APPROVED.**

RESOLVED: That Metropolitan Philip Saliba and Charles Ajalat, as Chancellor of the Corporation are,

and each of them singly is, hereby AUTHORIZED, EMPOWERED, and DIRECTED in the name and on behalf of the Corporation to execute and deliver the Certificate of Amendment of the Certificate of Incorporation and all other documents, agreements and instruments as the Metropolitan Archbishop and Chancellor, together or singly, may deem necessary and/or appropriate to effectuate the purpose and intent of these resolutions; such execution and delivery to be exclusive evidence of the authorization, approval, confirmation, and ratification by the Corporation of such document, agreement, or instrument.

Ratification of Prior Actions

RESOLVED: That any and all actions taken by authorized agents of the Corporation prior to the adoption of the foregoing resolutions with respect to the subject matter of such resolutions are hereby AUTHORIZED, APPROVED, CONFIRMED, AND RATIFIED.

After he presented both documents, Mr. Charles R. Ajalat moved that they be adopted and ratified so that they might be submitted to, and recommended for ratification by, the General Assembly this July at the Archdiocese Convention in Miami; and Mr. Walter Parhamovich seconded. During the discussion which followed, the wording as presented above was accepted, and the motion was approved and ratified unanimously.

Prior to adjournment, our Vicar General, V. Rev. Elias S. Bitar, expressed his profound thanks and appreciation for the many calls and cards and letters he received during his illness.

There being no further business to be brought before the Board, the meeting was adjourned at noon.

Respectfully submitted,

John D. Dalack, Ph.D.,
Secretary