

**EASTERN DISTRICT BOARD OF DIRECTORS SPECIAL MEETING
MINUTES**

Via Zoom: Friday November 13, 2020

Attending: Chris Wicher, Mark Erbelding, Carl Prostka, Susan Bell, Dan Hahn, Garrett Nash, Jim Carr, Jon Allen, Brian Smith, Carl Fretthold, John Pingel (Excused: Fred Hoover, Melissa Fultz, Cyndi Alviani,, Terry Miller)
Pioneer Board of Directors: Dee Grzyb, Kathy Pavelock, Nick Gatto.

Meeting called to order by Mark Erbelding at 4:02pm with opening prayer by President Wicher.

Roll call was conducted by Secretary Brian Smith with attendance noted above.

Report on Proceedings on the sale of Pioneer Camp and Retreat Center

Nick Gatto reported that the Attorney General has approved our loan, which will allow us to have the working capitol to see us through this process.

The Canadian investor has backed out of the deal to support the Friends of Pioneer. They also realized they needed more legal representation for the purchase of property from a religious organization in New York State. The Friends submitted a purchase contract last week. The committee felt the contract does not at this time contain the substance necessary to move forward as we had hoped. The committee has returned this contract with instructions for further assurances in the next contract: 1. The purchase price is \$1.8 million - a stated requirement. 2. An earnest money deposit (nominal) along with a non-refundable payment of \$3,000/month (applied to ongoing operating expenses, but not applicable to the purchase) through February 2021. 3. The conclusion of the process would be by February 28, 2021-a feasible contract to be signed, with all contingencies finished for closing. The committee is now pushing the Friends to pursue all due diligence with the above-stated date as the goal. (The committee's request: 1. Do their due diligence 2. Complete a site assessment, 3. Secure a mortgage commitment, 4. Ramp up general fundraising, and 5. Present a future operational plan) Friends are working with LCEF Agency Vice President, Tim Kurth to organize & establish financing. His advice is navigating them through this process and Friends will conduct a "major" fundraising campaign. It is projected that those funds raised, along with a loan from LCEF, will cover the purchase of Camp and start-up costs. To reiterate, the committee is concerned about the time frame and stated that a new and final purchase contract from Friends is due at the end of February, pending the approval for the extension by the Pioneer Members/Owners.

Dan Hahn expressed appreciation for the committee's ongoing diligence in working with Friends on this process. Jon suggested monthly meetings to keep the Board apprised of the process, with Mark affirming the value of these checkpoints to ensure progress. Chris suggested that benchmarks could be considered for each meeting. A new document was received on Wednesday of this week, which has yet to be reviewed; Nick will reach out to Chris with any concerns. A concern was shared about the necessity of the earnest money payment since Friends is making a bona fide effort in the process.

Susan Bell asked what percentage of the purchase price would be funded by LCEF; Nick noted that we do not know. The potential buyers, named "Friends of Pioneer", are incorporated in the state of Ohio and have applied to Synod for Recognized Service Organization (RSO) status in order to borrow funds from LCEF. President Wicher met with Laura Hartke last week in order to submit his endorsement of the organization to Synod, as is required in the application process. That endorsement has been received by Secretary of Synod, John Sias.

Motion to schedule a Benchmark Meeting on Zoom, Friday, December 11 at 4pm, by Carl Prostka, second by Jim Carr. Motion carried.

Affirm February 19/20, 2021 Board Meeting at First Trinity, Tonawanda. [Erbelding]

Motion to adjourn by Brian Smith, second by Susan Bell.

Meeting Adjourned at 5:15pm

Closing Prayer by Dan Hahn.