

Christ Unity Church of Panama City, Inc.
dba Unity Spiritual Center of Panama City
2018 Special Membership Meeting Minutes, December 16, 2018

- I. The meeting was called to order at 12:15 by Bob Flora, Board President
- II. Rosa Peralta, LUT, opened the meeting with prayer.
- III. Meeting Intention - Bob Flora, Board President
 - a. This is Special Membership Meeting called in accordance with Article V- Meetings, Section 2, to determine the direction Unity Spiritual Center will take in light of the resignation of our minister, Rev Jo Burns, insufficient funds and giving to sustain the ministry, maintenance of the building, both ongoing and resulting damage from Hurricane Michael.
 - b. Mission Of Unity Spiritual Center - Rosa Peralta
 - c. Survival & Sustainability of this Ministry - Rosa Peralta

IV. Introductions of Board of Trustees, employee, and guest - Bob Flora

Bob Flora, President; Michael Grant, Treasurer; Chris Durm, Secretary; Brian Skosie, Jean Kenerson, Claudia Gamin, Bill Warner, Board Members; Rosa Peralta and Ron Holdaway, LUTs; Kim Martin, Bookkeeper; Charles Atkins, Owner of PuroClean Damage and Restoration Company from Tennessee.

V. Agenda Review – Bob Flora

According to the Bylaws regarding Special Membership Meetings, only the topics listed in the meeting notice letter sent to you on November 28, 2018 will be discussed at this meeting. Agenda items are and will be limited to:

- a. Why are we here? Mission of Unity Spiritual Center
- b. Survival and Sustainability
- c. Finance Report
- d. Facilities Report & Repair Quotes
- e. Discussion and vote regarding incurring additional debt
- f. Discussion and vote regarding sale of property and facility
- g. Discussion and vote regarding dissolution of Ministry/affiliation with Unity Worldwide

VI. Meeting Participation Agreement from Bylaws Approved 2018

Bob Flora read the following regarding Special Membership Meetings according to our Bylaws:

Any time the affairs of this ministry warrant, a special membership meeting may be requested by the senior minister or co-ministers; a majority vote of the entire number of trustees currently serving on the Board of Trustees. Upon receiving proper request for a special membership meeting, the President of the Board of Trustees shall call the meeting on behalf of the requesting party within thirty (30) days of the receipt of the request. The location, notice,

quorum, presiding officer, participation, voting, and prayer provisions for special membership meetings shall be the same as those for annual meetings. Business conducted at a special meeting shall be limited to the pre-stated purpose(s) given in the meeting notice.

Participation of other persons in discussion of business must be approved by a two-thirds (2/3) majority vote of the active members in attendance. 29 out of 35 active members present voted in favor of allowing non-active members to speak.

VII. Financial Report - Michael Grant

- a. Current assets
 - i. Operating \$37,332. This includes \$25,708.49 hurricane donations
 - ii. Capital Improvement \$1,328
 - iii. Total Reserves \$10,194
- b. Current debt
 - i. Mortgage balance \$353,000.
- c. Michael estimates the building to be worth between \$750,000 and one million, based on a 2015 appraisal.
- d. Estimated monthly operating expenses are \$6,500, income \$6,500

VIII. Facilities Report - Bob Flora

- a. Hurricane expenses paid to date are \$7,000 for tree removal and \$1,500 for tarps.
- b. Construction quotes and estimates
 - i. Roof- \$38,000 - \$48,000
 - ii. Remediation - \$65,000
 - iii. Chapel - \$20,000 - \$25,000
 - iv. Interior restoration - \$65,000
 - v. Exterior repairs (if we don't repair the exterior envelope there is no need to remediation and restore the interior) - \$50,000
 - vi. Trees and parking lot lighting - \$10,000
 - vii. Total estimate - +/- \$260,000
- c. Charles Atkins, owner of Puroclean Property Damage Company from Tennessee, gave his condition assessment of the building. He pointed out areas where water had entered the building, resulting in mold issues. The \$65,000 remediation quote would include pulling out damaged areas, wiping down everything in the building, and cleaning duct work. He stressed that since mold spores are airborne, the entire building would need to be treated. He stated that being in the building for an hour or so weekly would probably do no harm unless one was highly sensitive, but the people to consider are the ones who are working in the building daily.
- d. Hurricane Michael exacerbated all the long-term problems with the building envelope.

IX. Discussion and Vote to Incurring New Debt - Michael Grant

- a. Two options for refinancing (both would require a guarantor) are
 - i. Second mortgage of \$100,000 for 20 years @ 6.25% = \$731
 - ii. Refinance \$452,681 for 20 years @ 6.25% = \$3,309

- b. Existing monthly mortgage payment increases to \$2,650 in February and increases again in 2020.
- c. Application has been filed for a SBA loan for up to \$50,000 repayable in 7 years @ 2.5%
- d. We are not eligible for FEMA grants
- e. Loans through UWM (matching funds up to \$50,000) and HUG (\$5,000) have been addressed. Both require USC to present plan for payback within 5 years.
- f. Application has been filed for a St. Joe Grant.

Following discussion, Rosa Peralta made a motion to vote on Item #1 "I am in favor of incurring additional debt to repair the building." Motion seconded by Ron Holdaway. Arlene Cook made a motion to table the vote until January 27, 2019. Motion seconded by Nancy Hopes. Motion to table vote did not pass. 8 in favor, 19 opposed. Vote was then taken by ballot on original motion by Rosa Peralta, "I am in favor of incurring additional debt to repair the building." Ballots were collected and counted.

X. Discussion and vote on sale of property - Bob Flora

Following discussion on the sale of the property and facility, Susan Zecchini made a motion to vote on Item #2 "I am in favor of selling the property and facility." Motion was seconded by Ron Holdaway. Motion was amended by Michael Grant to state "I am in favor of selling the property and facility for an amount no less than sufficient to pay off existing mortgage." Amended motion was seconded by Ron Holdaway. Susan Hettick made a motion to table the vote on selling the property until January 27, 2019. Motion seconded by Arlene Cook. 8 in favor, 16 opposed. Motion to table vote did not pass. *At this point, Ron Holdaway led the group in prayer.* Vote was then taken by ballot on motion amended by Michael Grant, "I am in favor of selling property and facility for an amount no less than sufficient to pay off existing mortgage." Ballots were collected and counted.

XI. Discussion of UWM policies for Special Dispensation - Ron Holdaway

UWM requires member ministries to hire Unity ministers to serve as Spiritual Leaders. This ensures well trained and qualified individuals who deeply understand Unity teachings are leading our ministries. UWM allows an individual who is not a Unity minister to serve as Ministry Coordinator or Spiritual Leader on a temporary basis while they obtain Unity credentials. This is a 3-way agreement between the leader, the ministry and UWM that commits the leader and the ministry on a Unity ordination path. After a period of questions and answers clarifying this information, Ron Holdaway made the motion to resolve the issue of remaining with UWM. The motion states "I am in favor of dissolving the affiliation with UWM," Arlene Cook seconded. Arlene Cook made a motion to table the vote on the motion to dissolve affiliation with UWM, seconded by Kathy Hoffmaster. Motion to postpone failed to pass. 9 in favor, 17 against. Vote was then taken on original motion, "I am in favor of dissolving the affiliation with UWM." Ballots were collected and counted.

XII. Results of vote: (Ballots were collected by Paula Merck and Becky Fuller and counted by Jean Kenerson, Board Member, Linda LaRoux and Becky Fuller, active members)

Item #1: I am in favor of incurring additional debt to repair the building

Yes: 7 No: 24 Abstain: 1

Item #2: I am in favor of selling the property and facility for enough money to pay off mortgage

Yes: 20 No: 9 Abstain: 2

Item #3: I am in favor of dissolving the affiliation with Unity Worldwide

Yes: 3 No: 29 Abstain: 1

XIII. Bob thanked all who were here today for helping the Board make decisions that will guide us into the New Year.

XIV. Motion to adjourn was made by Ron Holdaway and seconded by Rosa Peralta. Motion passed. Meeting was adjourned at 2:40 and closed with the Prayer of Protection.