

Christ Church Cathedral
Minutes of a Specially Called Vestry Meeting
September 5, 2018

Vestry Members Present

Roger Moore (Senior Warden), Caroline Rossini (Junior Warden), Catherine Clark, Charlie Cook III, Tameron Hedge, Becca Ingle, Mary Herbert Kelly, Ken King, Anna Rodriguez Masi, David Morton, Gibson Prichard, Trone Sawyer, Katy Sheesley

Vestry Members Absent

Win Bassett, Wyeth Burgess

Clergy Members Present

The Very Rev. Timothy Kimbrough, Dean & Rector; The Rev. Lissa Smith

Other Members Present

Brooks Smith, Ellen Wright

Opening Prayer

Dean Kimbrough led those assembled in the opening prayer.

Purpose of the Meeting

The sole purpose of this meeting was to review, consider, and discuss three documents (copies of which were distributed to those assembled):

- (1) A Memorandum prepared by Brooks Smith, summarizing the negotiations and documentation to date between the Third Party Partnership Working Group (TPPWG) and HRI;
- (2) A draft of an *Agreement to Enter into a Ground Lease* (AEGL) between the Cathedral and HRI (a copy of which is appended hereto as ***Exhibit 1***);
- (3) A draft of a *Ground Lease Agreement* between the Cathedral and HRI (a copy of which is appended hereto as ***Exhibit 2***);

and to decide whether the Vestry should approve the execution of the AEGL.

Consideration of the AEGL

Brooks Smith guided a discussion of the salient issues, leading the Vestry through his Memorandum, responding to the many questions posed, and providing a summary of the steps to be taken next should the Vestry see fit to approve the AEGL. Dean

Kimbrough explained that any agreement approved by the vestry would also have to be approved by the Property Committee of the Bishop & Council of the Diocese, noting his understanding that they are favorably inclined toward the transaction. At the conclusion of the lengthy discussion, questions, and responses, a motion was made and seconded (Rossini, Hedge), and unanimously approved by the Vestry, to adopt the following resolution:

Resolution

***Resolved*, that the Christ Cathedral Vestry, meeting together at Christ Church on Wednesday, September 5, 5:15 p.m., and following the recommendation of the Third Party Partnership Working Group (TPPWG), approves the *Agreement to Enter into a Ground Lease* with HRI; and be it further**

***Resolved*, that the Christ Church Cathedral Vestry authorizes the Senior Warden and Vestry Officers to sign the AEGL on behalf of the "Vestry and Wardens of Christ Church" [legal name of Christ Church Cathedral]; and be it further**

***Resolved*, that a letter be prepared by the Dean and Wardens for distribution to communicants and friends of the Christ Church community, along with an announcement and presentation at the Dean's Forum on Sunday, September 9th; and be it further**

***Resolved*, that members of the TPPWG be commended for the hours of work and prayer devoted to this good work done for the whole, with a special recognition of the persistent pursuit of resolution in the interest of Christ Church and the Gospel by Brooks Smith; and be it further**

***Resolved*, that copies of the AEGL and the Ground Lease be forwarded immediately to the "Bishop & Council" for immediate review and final approval.**

Adjournment

There being no further business to conduct, the meeting was adjourned, with a closing blessing by Dean Kimbrough.

Respectfully submitted,
Ken King, Clerk