

**Toronto Southeast Presbytery
Finance and Property Team Minutes
Tuesday, September 28, 2017 – 9:30 am
by Conference Call**

Present: Nick Walker (Chair), Fred Angus (Secretary), Joan Chinnery, Johmann Kwong, , Aubrey Peterson, David Phillips.

Guests: Alan Bone, member of the sales team of Jubilee United Church, Bill Watson, Chair of Board of Trustees, Jubilee United Church.

Regrets: Clyde Harris, Alan Morson, Randy Stroud, Wayne White.

Call to Order and Devotion: This meeting was called at the request from Jubilee United Church to Toronto Southeast Presbytery to approve the sale of 2 Nobert Road, Scarborough, the site of the former St. John's United Church. Quorum being achieved, the Chair, Nick Walker, called the meeting to order and provided an opening prayer.

1. **Agenda:** The Chair asked if there was additional business to be added to the agenda as circulated and hearing none, requested a motion to approve.

MOTION: Joan Chinnery / David Phillips to approve the agenda as circulated.

CARRIED.

2. **Approval of Minutes:** The Chair recommended that the approval of the team minutes from our September 11, 2017 meeting be deferred to our regularly scheduled meeting of October 16, 2017. Team members concurred.
3. **Jubilee United Church - Request from Jubilee United Church (JUC) to approve the sale of its property at 2 Nobert Road, Scarborough, the site of the former St. John's United Church:** Documentation of the current sales agreement for the above-noted property and other background information has been distributed with the agenda. The Chair welcomed the two guests from Jubilee UC and invited them to provide information about the termination of the earlier Agreement of Purchase and Sale and an update about this new Agreement of Purchase and Sale.

Alan Bone indicated that the previous purchaser, Solex Corporation, a real estate developer, desired a higher density than appears feasible and estimated the length of time to obtain City approvals would be greater than anticipated. Consequently, Solex exercised its right to withdraw its offer within the conditional period.

The new agreement presented herewith is from an investor, (name to be held confidential for purposes of these minutes), to purchase the property in trust until such a time that redevelopment or some other use is feasible. This offer is unconditional with a short closing date. The sales price is lower than the previous two revoked offers.

The Chair asked if there were any questions and hearing none, and noting that all participants had received a copy of said motion in advance, spoke to the motion. The Chair advised that a correction was required – the date "September 21, 2017" referenced in paragraph five, (Trustees), should be corrected to read "September 20, 2017". The Chair called the motion, as amended.

MOTION RE REQUEST FROM JUBILEE UNITED CHURCH TRUSTEES TO APPROVE THE SALE OF 2 NOBERT ROAD, SCARBOROUGH TO A NEW BUYER

WHEREAS Toronto Southeast Presbytery at the June 12, 2017 meeting of the Finance and Property Team approved the listing for sale of the St. John's United Church (SJUC) lands at 2 Nobert Road, Scarborough, ON, AND

WHEREAS the congregations of SJUC and Jubilee United Church merged on July 1, 2017 to form Jubilee United Church (JUC), AND

WHEREAS the Finance & Property Team of Toronto Southeast Presbytery on September 11, 2017 approved an Agreement of Purchase and Sale dated August 31, 2017, which has been terminated by that Buyer within the Conditional Period, due to zoning difficulties, AND

WHEREAS the sale of the property of SJUC at 2 Nobert Road, Scarborough was approved by the governing body of SJUC on March 28, 2017, and the sales committee of JUC has determined a suitable new Buyer and negotiated an Agreement of Purchase and Sale dated September 21, 2017, AND

WHEREAS the Trustees of Jubilee United Church (THE TRUSTEES) meeting on September 20, 2017, having been directed by the Governing Body to do so, have requested the consent of Toronto Southeast Presbytery to the sale of the church lands at 2 Nobert Road, Scarborough (APPENDIX A) to a new Buyer, AND

WHEREAS, the Finance and Property Team has received and reviewed the Agreement of Purchase of Sale dated September 21, 2017 and supporting documentation, AND

WHEREAS SJUC and JUC prepared a preliminary plan for the disposition of the proceeds of sale as contained in the Covenant Agreement between SJUC and JUC, approved at congregational meetings held on April 30, 2017, AND

WHEREAS the Finance and Property Team is mandated to act for Toronto Southeast Presbytery in matters of congregational property requiring Presbytery approval,

IT IS MOVED by Aubrey Peterson and **SECONDED** by Johmann Kwong that Toronto Southeast Presbytery:

1. Approves and consents to the sale of 2 Nobert Road, Scarborough, the legal property description being Lots 193, 194, 195 and 196 RP 5042, City of Toronto, pursuant to the Agreement of Purchase and Sale (APS) dated September 21, 2017 and appended as APPENDIX B, the terms of which include, but are not limited to:
 - a. The sale price of \$2,700,000,
 - b. Presbytery approval no later than October 6th, 2017, 15 days after the acceptance date of September 21, 2017, and
 - c. A closing/completion date of December 1, 2017.
2. Directs THE TRUSTEES and/or Governing Body of JUC that a copy of the statements on closing setting out the proceeds of sale, commissions, legal fees, disbursement and settlement of obligations on closing, including reimbursement to Congregational and Trustees funds, specifically the Manse Fund, of all costs

accrued from operating the property at 2 Nobert Road prior to the closing, be provided to the Finance and Property Team of Toronto Southeast Presbytery.

- 3. Directs THE TRUSTEES to hold the balance of the net proceeds of sales after settlement of the reimbursements and/or loans set out in Clause 2. above as follows:**
 - a. Hold the net proceeds of sales in secure accounts and investment instruments that are short term (not longer than 6 months or cashable on short notice) and that are not subject to capital loss until such time as a final plan of disposition is developed by JUC and approved by Toronto Southeast Presbytery, and**
 - b. Income earned to be paid out to THE TRUSTEES of JUC and utilized as the JUC Governing Body may direct, subject to the condition that investment statements, as they become available, be shared in a timely manner with the Finance and Property Team of Toronto Southeast Presbytery for the period ending December 31, 2017 and quarterly thereafter, until the final plan of disposition of assets is approved by Presbytery.**

- 4. Confirms the Finance & Property Team motion of June 12, 2017:**
 - a. Approving the listing of the SJUC property for sale, and**
 - b. To defer receiving and considering a JUC final plan of disposition for the funds as required by the policy of The United Church of Canada (Manual 2016 G 2.3.2), recognizing that there will have to be a further time of congregational discernment at JUC and consultation with the Finance & Property Team of Toronto Southeast Presbytery, before the JUC plan can be finalized and submitted to Presbytery for approval.**

CARRIED.

Alan Bone then asked about any next steps required of the Jubilee Trustees. The Chair advised that a signed copy of the Agreement of Purchase and Sale be submitted to Presbytery for archival purposes and that this copy will be treated as a confidential document. He further directed the attention of the Trustees to Items 2, 3, and 4 of the motion:

- Item 2 - Provide TSP Finance and Property with an accounting (Statements on Closing),
- Item 3 – Provide TSP Finance and Property with an accounting of the net proceeds of sale and the income earned thereon,
- Item 4 – Consider a final plan of disposition to be submitted to Presbytery for approval.

The Chair also reminded the Jubilee representatives about the requirement to reimburse the capital of the manse fund for any borrowings and that 20% of the net proceeds of the sale are to be deposited into the TSP Major Capital Fund, (TSP Policy Number 2017-001 approved September 19, 2017).

Nick Walker thanked Alan Bone and Bill Watson for their attendance and advised them that since they were present for the discussion, and having heard the motion passed, they are aware of the decision and consequently there is no need for a formal notification. This decision, and the notes of the minutes pertaining thereto, will be posted to the Toronto Southeast Presbytery website later

4. There being no further business, Nick Walker declared the meeting adjourned at 9:50 am and closed with a benediction.

Nick Walker
Chair

Fred Angus
Secretary

Next Meetings:

Monday, October 16, 2017

4:00 pm to 6:30 pm

Devotion: David Philips

Monday, November 13, 2017

4:00 pm to 6:30 pm

Devotion: Volunteer required

Monday, December 11, 2017

4:00 pm to 6:30 pm

Devotion: Volunteer required

Appendix A – Motion by the Trustees of Jubilee United Church to request the consent of Toronto Southeast Presbytery to the sale of church lands at 2 Nobert Road, Scarborough

Motion by the Trustees of Jubilee United Church for Sale of 2 Nobert Road

WHEREAS the congregation of St. John's United Church, Scarborough has determined to sell its church building.

AND WHEREAS St. John's United Church and Jubilee United Church merged on July 1, 2017 to form Jubilee United Church.

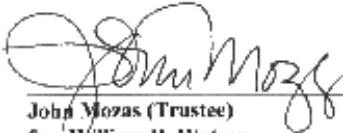
AND WHEREAS the governing body of Jubilee United Church has directed the Trustees to sell the property.

AND WHEREAS the property has been offered for sale with the consent of Toronto Southeast Presbytery and a suitable offer of purchase and sale has been received.

NOW THEREFORE, We, the Trustees of the congregation of Jubilee United Church, hereby request the consent of Toronto Southeast Presbytery:

- (1) To the sale of the church building, the legal description of which is Lots 193, 194, 195 and 196, Plan 5042, City of Toronto and the municipal address of which is 2 Nobert Road, Scarborough pursuant to the Agreement of Purchase and Sale (APS) dated **September 20, 2017**, attached, and subject to Presbytery approval, the terms of which are as follows:
 - a. A sale price of **\$2,700,000**,
 - b. No conditional period for the buyer,
 - c. Presbytery approval no later than **September 28, 2017**, and
 - d. A closing/completion date **December 1, 2017**.
- (2) To the preliminary plan of disposition of the proceeds arising from the sale of 2 Nobert Road, as outlined in the Covenant Agreement between St. John's United Church and Jubilee United Church - "Planned Intention and Use of Capital Funds", recognizing that the plan may change due to further congregational discernment and consultation with the Finance & Property Team of Toronto Southeast Presbytery, before a final plan can be submitted to Presbytery for approval.

Certified to be a true copy of a resolution passed by the Trustees of the congregation of Jubilee United Church the **20th day of September, 2017**.


 John Mozas (Trustee)
 for: William R. Watson
 Chair
 Board of Trustees
 Jubilee United Church

**Appendix B – Jubilee United Church Agreement of Purchase and Sale of 2 Nobert Road,
Scarborough, ON**

This page intentionally left blank as a marker for a 19-page confidential Sales Agreement including attachments to be appended to the formal minutes retained on file with Toronto Southeast Presbytery.

