

**Haiti Partnership Committee
Minutes
June 15-16, 2017
Port au Prince, Haiti**

Committee Members Present: The Rev. Pierre Gasner Damus(co-chair), The Rev. Canon Rosemari G. Sullivan(co-chair), Dr. Marise Bayard-McNeeley, The Rt. Rev. Mark Bourlakas, Mr. William G. Robison, The Rev. Yvan Francois, The Rev. Rolando Auguste(June 16)

Excused: The Rev. Jean MacDonald

Staff Present: Mr. Kurt Barnes, Treasurer of DFMS, Ms. Margareth Crossnier de Bellaistre, Assistant Treasurer of DFMS, Ms. Tara Holley, Director of Development, DFMS, Mr. Paul Nix, Legal Officer, DFMS, Mr. Sikhumbuzo Vundla, COO Diocese of Haiti.

The Meeting of the Haiti Partnership Committee was convened with prayer led by The Rev. Gasner Damus at 9am. The sessions were held at the Diocesan Offices in Port au Prince, Haiti on June 15th and 16th, 2017.

The first item on the agenda was a presentation and review of the content of the meeting held in Atlanta, May 1st, 2017 between the legal counsel on the Holy Trinity Cathedral project, Al Philips, attorney, and his associate Laura Burroughs, para-legal and representatives of the Haiti Partnership Committee, Bishop Mark Bourlakas and Mr. Paul Nix.

This in-depth report discussed the legal work on the Holy Trinity Cathedral project. This included work related to: Design; Cost; Project Development and Funding. There was a thorough discussion of risk management issues related to this project in view of the change of status of the Cathedral by agreement between The Episcopal Church and The Diocese of Haiti, transferring full ownership of the Cathedral to the Diocese of Haiti. Issues under review include relationships and responsibilities in the project execution with Architects, Contractors, Suppliers, Engineers, Laborers and the project owners, i.e., the Diocese of Haiti and the principle funding and denominational connection with The Episcopal Church.

Matters that need clarification and review include the work of the Project Committee to be appointed in fulfillment of the Memorandum of Understanding between the Diocese of Haiti and The Episcopal Church executed in September 2016. The mechanisms for the oversight of contracts, approval of work and administration the HPC considered part of the ongoing work of this group.

The HPC was also advised that a revised agreement with the Kerns Architectural Group had been submitted. This was made necessary by the change of ownership to the Diocese of Haiti. The Kerns Group responded to this draft agreement with 50 questions for clarification, some but not all related to risk management. Atty's.

Phillips and Nix are working on a response to these questions. It was agreed during discussions that Canon Sullivan and Mr. Robison would meet with the Kerns Group to learn more about their work to date.

The Haiti Partnership Committee also learned more about the role of the Haitian Architectural firm MSAADA. This company has been contracted to oversee the work of the General Contractor as a local representative of the Kerns Group. A General Contractor for the project remains to be identified once construction drawings are completed.

In addition to these matters, the review of the cost estimates for the Holy Trinity Cathedral project was discussed. The current status is that the costs have been revised considerably but need further reduction. It is the position of the Haiti Partnership Committee that this project must be \$7 million dollars or less.

The Haiti Partnership Committee at the conclusion of this presentation unanimously adopted the following resolution:

The Haiti Partnership Committee recommends that the DFMS retain as a consultant for the Holy Trinity Cathedral, Laura Burroughs, of the _____ law firm at a rate of \$6300 a month for one year. Ms. Burroughs would report to the Chief Operating Officer of DFMS, The Rev. Deacon Geoffrey Smith and liaison with the Haiti Partnership Committee.

The Rt. Rev. Zache Duracin greeted the Committee and thanked us for our work.

Ms. Tara Holley Director of Development for The Episcopal Church made a presentation to the HPC and led us in a discussion of the way forward in the fund raising effort for HTC. Ms. Holley advised the Committee that in light of work already done, a feasibility study would not be needed for this project. In addition, Ms. Holley advised that a reasonable goal for the balance of the fund raising would be \$5 million, with a view to a total project cost not to exceed \$7.5 million, with \$2.5 million already raised and approximately \$1 million already spent from these funds. The Haiti Partnership Committee voted to accept both recommendations.

The first item of the afternoon was a site visit to the Holy Trinity Cathedral Complex by the Haiti Partnership Committee. While at the site the Committee was introduced to the representative of MSAADA, and of the construction firm working on St. Vincent's School, Mr. Andy Ripp.

After our return to the Diocesan Office meeting room, HPC discussed next steps for our work related to The Holy Trinity Cathedral. Part of our discussion focused on the design concept and the history of the Kerns Group with the project. The HPC expressed some concern about the design. It was agreed that a copy of the presentation made by the Kerns Group to the Diocese of Haiti would be made available to the HPC. The question was raised about the approval process for this

design and subsequent to the meeting this information was sought from the Diocese. The response to our inquiry is attached to these minutes, as attachment A.

The HPC deliberated on the kind of skills needed for the Project Team to be appointed for this project. The skills identified included financial, legal, construction engineering and architectural. In addition the HPC considers it essential that the Dean of the Cathedral, The Very Rev. Kerwin Delicat be on this group. Vundla will work with the Diocese to identify member of the community in Haiti who may be willing to participate in this work. Members of the HPC will also make recommendations for participants in the Project Committee.

Mr. Kurt Barnes and Ms. Margareth Crosnier de Bellaistre reviewed the financial statements documenting the income and expenditures on the Cathedral project to date.

The HPC adjourned until the morning.

June 16, 2017

The Haiti Partnership Committee reconvened at 9 am in the Diocesan Center.

The Committee received an update on the work of St. Vincent's from Bishop Bourlakas in preparation for our conversation with Mr. Bill Craddock, the Chairman of the Board of St. Vincent's. We also heard from Ms. Tara Holley regarding the challenges of fund raising and the role of the Development Office of The Episcopal Church as St. Vincent's becomes a legally organized nonprofit institution, with a 501c 3 status. This step facilitates the ongoing funding efforts by St. Vincent's for the completion of the Santo 17 property.

At 10am the Haiti Partnership Committee was joined by phone with Bill Craddock. We heard of the excellent progress being made on the new St. Vincent's facilities and the work of the Board to develop fundraising for the project.

After our call with Bill Craddock the Haiti Partnership Committee adopted the following resolutions:

Be it resolved, that the Board of Directors of St. Vincent's School will also serve as the Project Committee for St. Vincent's in accordance with the Memorandum of Understanding adopted by the Diocese of Haiti and The Executive Council of The Episcopal Church dated September 2016, with the understanding that the MOU governs both the work of the Haiti Partnership Committee and the work of the Project Committees as they are established.

The Motion was adopted unanimously.

Be it resolved, that The Rt. Rev. Mark Bourlakas, as a full member of the St. Vincent's Board, will act as the liaison with The Haiti Partnership Committee.

The Motion was adopted unanimously.

The next item on our agenda was the St. Barnabas Agricultural College (CASB) in Terre Rouge.

We received an update on the search process for a new Director of the school from Tara Holley of the Development Office. Dan Tootle of the Development Office could not be with us. Mr. Tootle has served as an appointed missionary of The Episcopal Church working at CASB prior to his becoming part of the Development Office Staff.

The HPC acknowledged that our learning curve on CASB is the steepest. We look forward to learning more about this project in order to help establish a project committee to work on the various issues, assist with fund raising and support the ongoing work at CASB.

The HPC adjourned for lunch.

During the afternoon session we received an update on general matters in the Diocese of Haiti from Vundla Sikumbuzo, COO of the Diocese of Haiti. We received a copy of the document titled: Election of the Coadjutor Bishop.

HPC had an extensive and helpful discussion with Kurt Barnes and Margareth Crosnier de Bellaistre on our budget for the next triennium and set a tentative meeting schedule. The schedule is:

Conference Call – August 30 at 10:30am

Meeting in US - between January 29 and February 2nd.

The Haiti Partnership Committee adjourned and Pere Gasner Damus offered prayers of thanksgiving for our work and asked God's continuing blessing.