

# Procter Hall Update – May 31, 2023

The Procter Hall Task Force was appointed at a Congregational Meeting to explore a relationship with the Berkshire Waldorf High School (BWHS) regarding the use/disposition of Procter Hall and to bring back recommendations to the Congregation for their consideration. We are excited, after much work and negotiation with BWHS to present two motions to the Congregation. At the heart of our work has been the goal to consider a partnership that brings new life to a building long neglected and that benefits not just the church, town, or school but the larger and broader community. We have benefitted from input along the way including very helpful perspectives shared at the recent Congregational Meeting on May 21. We share this in hopes of gaining more input as we approach a Special Meeting of the Congregation on June 4 to consider our work and our motions.

## Some Recent History:

Since the Town Government moved to the Plain School in 2005, there have been multiple attempts to find a good and sustainable use for Procter Hall. Details regarding those attempts have been compiled by Bronly Boyd and can be found in Exhibit Three. Those attempts have included:

- Three formal efforts by town committees to identify sustainable uses – none were found.
- Efforts by the Church to engage with organizations to develop the building for use, including most recently, the Norman Rockwell Museum – which likewise were unable to be realized.

In each case, a combination of issues including the physical state of the building, parking constraints, zoning regulations, and more have stood in the way. To put it in perspective, the funding required to bring the building to code for use by the BWHS has been estimated by a commercial design and construction firm to be \$6,000,000. The Town has honored the lease and shouldered the responsibility for limited maintenance during this period. We have received indications that the town is supportive of our partnership with BWHS and the processes required to make it happen.

## Our Conversations with The Berkshire Waldorf High School

BWHS approached the Church in hopes of moving their program to Procter Hall. They shared both their vision and reported a healthy start to fundraising. Ensuing conversations revealed the potential for a deep partnership and strong missional alignment. We acknowledged our mutual desire to share facilities for programming purposes when possible and helpful. We see the possibility for synergy in many ways. We also noted that our programming calendars align well regarding strain on parking and other resources. When BWHS is busiest (during the week) the Church and Club are least busy. When the Golf Club is active (the summer), BWHS is on break. A deep and trusting relationship with the leadership of BWHS has emerged and we are grateful.

We began with a “Ground Lease” approach keeping ownership of the land with the church and building responsibilities with BWHS. For a number of reasons, most notably the approximately high renovation costs, BWHS suggested that they could only move forward with a purchase. After many collegial meetings, we arrived at the scope of an agreement that is conditional on a few things:

1. The Town through the Zoning Board and other entities certifies that the lot may be conveyed as we have drawn it and their plans for renovation are approvable.
2. BWHS demonstrates the financial means to follow through on its plans.
3. A contingency fund is established should BWHS be unable to complete the renovation.

# **Motions to be Considered:**

## **Motion #1**

**To authorize the finalization of legal documents effecting the sale of Procter Hall to The Berkshire Waldorf High School with the land configuration identified in Exhibit One and with the conditions outlined in Exhibit Two for a conveyance price of \$250,000 and to authorize the Procter Hall Task Force to make minor alterations to such documents as legally or otherwise required.**

## **Motion #2**

**Upon the completion of a binding legal agreement between The Church and The Berkshire Waldorf High School to convey the property and upon the signing of said agreement, to authorize The Church to notify the Town of Stockbridge of the cancellation of the existing lease related to Procter Hall. The agreements with BWHS are to go into effect simultaneously when the current lease with The Town is legally understood to be cancelled.**

## **Motion #3**

**To instruct the Church Council to design and appoint a Working Group to determine how any proceeds from the Conveyance are to be used. The Group is to be appointed not later than the September meeting of the Council and should be constituted to represent the breadth of the Congregation and key stakeholders (including but not limited to the Board of Trustees and the Justice Task Force). The Working Group is to update the Church Council on its progress and report back to the May 2024 Congregational Meeting with any preliminary or final recommendations. Final recommendations are to be approved by a vote of the Congregation.**

[illegible]

### **Exhibit Two:**

- The Conveyance Price of \$250,000 will be financed by the church (without interest).
- A minimal initial payment will be made at closing while substantive payments will be delayed for two to three years to allow for full attention to be paid to construction.
- The full Conveyance Price is to be paid in full to the Church by BWHS within 15 years.
- A formal parking agreement will be signed that outlines the use of the Church Parking Lot by BWHS and the processes for communication.
- BWHS will participate in a three-way (Church, BWHS, & Golf Club) even proportional support arrangement for the maintenance, care, and safety features of the parking lot as well as for the expansion of the entranceway to the Parking Lot from Main Street.
- BWHS would be restricted in selling Procter Hall to religious, educational, or civic entities. We are also seeking a right of first refusal to repurchase should they leave.
- In recognition of the relationship, we will offer the BWHS the opportunity to continue hosting their annual graduation ceremony in our sanctuary without the need for donation.
- Require BWHS to maintain a contingency fund to cover the costs of remediation of the building (estimated currently at approximately \$500,000) up to and until that process is complete. The fund would be transferred to the Church should BWHS not complete the remediation. Once remediation is finished, to require a fund of \$50,000 to be held once remediation is complete should BWHS be unable to complete the project or pay off the Conveyance Price.
- We encourage BWHS to continue developing a strong relationship with the Stockbridge Munsee Mohican Tribal Leadership regarding both Land Acknowledgment issues as well as any construction or other activities that disturb the land.

### **Exhibit Three:**

- In 2009, the Stockbridge Select Board formed The Old Town Hall Committee to look into re- uses for Procter Hall. The town was expecting a report in early 2010. The reuse options listed by the committee included a movie theater, exhibit space, and retail space but found no one interested in pursuing those options. No other viable options were found for someone to use Procter Hall.
- In 2011, the town of Stockbridge asks The Old Town Hall Committee to reconvene and take another look at options for Procter Hall as a Town Hall that would be run by the town and operated as a Hall for town events. The OTH and The Church did not agree on preliminary verbal parking plans that could work for Procter Hall and The Church since they were rather vague.
- In 2012, OTH approached The Church once again with formal drawings of parking spaces which were summarily dismissed as inappropriate for The Church and for the town. The town shortly thereafter dropped its interest in trying to identify re-use.
- IN 2014, At Annual Town meeting the Selectmen requested funds be made available to MOTH BALL the building.
- In 2017 Laurie Moffatt, Director of the Norman Rockwell Museum approached The Church to investigate using Procter Hall as a Research and Education Center for the Museum.
- A 2-year MOU was signed and renewed again in 2019 for two more years. After the second MOU was acknowledged to have expired by both organizations, no formal efforts were undertaken to either renew the expired MOU or create a new one.
- IN 2021, Steve Sagarin, Executive Director of The Berkshire Waldorf High School approached The Church to investigate using Procter Hall for their high school.
- In response the Congregation voted to explore that possibility and appointed a Task Force to represent the Church in conversations.