

SYNOD COUNCIL MEMBERS

The Rev. Albert Ahlstrom	2012
<i>Mr. William Anderson</i>	2012
*The Rev. William Baum	2012
The Rev. Rosalind Brathwaite	2012
<i>Ms. Kesley Brown</i>	2012
*Mr. Robert Buescher, Treas.	2012
Ms. Christine Connell, DM	2014
*Ms. Maria Del Toro, Vice President	2014
Dcn Charles Germain	2014
Ms. Barbara Hansen	2014
Mr. Gene Hügel	2014
<i>Ms. Barbara Holm</i>	2012
The Rev. Brenda Jack	2012
*Ms. Barbara Johnson	2012
<i>The Rev. Perry Kirschbaum</i>	2014
Mr. Carlos Lopez	2014
Mr. John Malone	2014
*Ms. Minerva Melendez	2014
The Rev. Craig Miller	2014
*The Rev. Paul Milholland	2014
Dcn Robert Rainis	2012
Mr. Brian Reardon	2012
*The Rev. Robert A. Rimbo, Bishop	2014
The Rev. Kit Robison	2014
*The Rev. Robert Schoepflin, Sect.	2014
Ms. Janet Siry	2014
Dr. Grace Yukich	2012

27 Voting Members at start of meeting
26 Voting Members after resignation received

AUXILIARY MEMBERS

STAFF

The Rev. Percy Butiku
Ms. Sarah Gioe
The Rev. Dr. Jack Horner
The Rev. Kathleen Koran
The Rev. Jonathan Linman
Mr. John Litke
The Rev. Dr. Gary Mills
Dcn. Gayle Ruege
Ms. Kathleen Schmidt

GUESTS

**The Rev. Leo E. ("Jay") Longan, Dean NW
Queens**

Bold = present
Italics = excused absence
*Member of Executive Committee

Call to Order at 1:10pm by VP Del Toro

1. Adoption of Agenda:

Item 5.E. to follow adoption of minutes.
Items 5.G. and 5.H. deferred to December Council meeting. To be placed first on agenda of that meeting.
Amended agenda adopted.

2. Adoption of Minutes: 19 October 2010: adopted without amendment.

VP Del Toro granted floor to Dcn Robert Rainis, who announced his resignation from Synod Council. VP Del Toro thanked him for his work on council.

Item 5E. Procedural Policy for Use of Property from Closed Congregations.

Presented by Pr. Bill Baum under recommendation of Executive Committee. Pr Jay Longan, Chair of the Redundant Instrument Committee was invited to speak, specifically on the section in the policy dealing with musical instruments. Period of discussion ensued.

ACTION SC10:11/01 ADOPTED
Procedural Policy for Use of Property from Closed Congregations

3. Bishop's Report

A. Congregations and Ministries

- **Epiphany, Hempstead** Bp Rimbo gave report.
- **Christ-Cristo, Freeport** Bp Rimbo gave report.
- **Partnership Grants** Pr. Horner gave report. If approved by Council, mission projects will be aligned with partnership grants.

Motion to approve the aligning of mission projects with partnership grants. Seconded.

ACTION SC10:11/02 ADOPTED
Alignment of mission projects with partnership grants.

B. Conference Visits Bp Rimbo reported that Western Suffolk and Hudson conference visits went well and were informative.

C. Appointments and Elections

- **Dr.. Jocelyn D'Antonio:** appointed Co- Chair, MNYS Hunger Committee
- **Rev. Percy Butiku:** appointed to MNYS Domestic Violence Task Force
- **Ms. Barbara Holm:** elected to MNYS Audit Committee
- **Rev. Kit Robison:** elected to MNYS Audit Committee

ACTION SC10:11/03 ADOPTED en bloc.

D. Calls

- **Rev. Ben Stallings:** Metro New York Jewish Hospice, Chaplain

ACTION SC10:11/04 ADOPTED

- **Rev. John Backe:** Intentional Interim: Fordham, Bronx

ACTION SC10:11/05 ADOPTED

- **Rev. Annemarie Noto:** On Leave from Call Status effective 1 January 2011

ACTION SC10:11/06 ADOPTED

4. Treasurer's Report

A. October financials Robert Buescher presented report and charts illustrating financial position of Synod as of October 31, 2010.

B. Audit Committee bylaw proposal: Moved by Robert Buescher.

RESOLVED, those elected to the Metropolitan New York Synod Audit Committee from the Synod Council serve their three year term beginning on the first day of the month following election, or less if their council membership is terminated.

RESOLVED, successors to the original 3 member's terms begin on February 1 of any year, and responsibility begins with the review of the Independent Auditor's Report and Management Letter published for the year just completed.

ACTION SC10:11/07 ADOPTED

Audit Committee bylaw proposal to be brought to Synod Assembly in May 2011.

5. Old Business

A. St. John's, Bronx: Resolution moved by Robert Buescher.

WHEREAS, The Synod has title to the property formerly occupied by St. John's Lutheran Church located at 1343 & 1351 Fulton Avenue, Bronx, NY 10456, and

WHEREAS, continuing to hold the property is not in the best interest of the Synod,

BE IT RESOLVED that the Synod openly list such property and seek a contract for its sale.

ACTION SC10:11/08 ADOPTED

To list property for sale. Bp Rimbo noted that this begins 2 month period for disposal of organ and other instruments pursuant to policy adopted earlier in meeting.

B. Sion, Manhattan Kathy Schmidt reported.

C. St. Peter's, 140 Street, Bronx Pr. Horner reported.

D. First, Jeffersonville: trustees

Amendment of resolution SC 10:10/12

Al Alstrom to replace Mary Heller as Trustee. Rev. Ernest Moss (Dean of conference) to replace Rev. Peter Rustico as Trustee.

ACTION SC10:11/09 ADOPTED

E. Procedural Policy for Use of Property from Closed Congregations (handled earlier in meeting)

F. Salem Danish, Brooklyn: resolution for sale

WHEREAS, the Synod Council of the Synod at its meeting held on September 11, 2010 duly adopted resolutions with regard to Salems Danish Evangelical Lutheran Church also known as Salems Danske Evangelisk Menighed (Salems) located at 345 Ovington Avenue, Brooklyn, New York whereby, the Synod imposed synodical administration to take charge and control over the assets of Salems to hold, manage and convey on behalf of the Synod pursuant to Synod Constitution, Section 13.24, and.

WHEREAS, title to the property of Salems remains in the name of Salems, having never been transferred to said Synod, and

WHEREAS, the property is surplus property and is not needed by the Synod in conducting the mission and ministry services it provides to the member congregations of the EVANGELICAL LUTHERAN CHURCH IN AMERICA in the New York Metropolitan area; and

WHEREAS, the Synod having determined to sell the property, an appraisal of the Property was performed reflecting a fair market value for the Property of One Million Five Hundred Thousand (\$1,500,000.00) Dollars in its present "as is" condition; and

WHEREAS, having listed the Property for sale, and having received a number of offers, and the best and most compelling offer having been received from **XI HUI WU AND XIAO RONG YANG** in the amount of One Million Five Hundred Thousand (\$1,500,000.00) Dollars, all cash, "as is", with no contingencies, based on the terms and conditions contained in the Agreement of Purchase and Sale annexed hereto; and

WHEREAS, the Council having undertaken to consider whether the sale of the Property to **XI HUI WU AND XIAO RONG YANG** based on the terms and conditions as above recited, and

WHEREAS, upon due consideration, the Council having determined that it is in the best interests of the Synod to sell the Property to **XI HUI WU AND XIAO RONG YANG** based on the terms and conditions as above recited, and to pay to REMAX TEAM a brokerage commission of 2% of the sales price and FILLMORE REAL ESTATE a brokerage commission of 2% of the sales price, payable if, as, and when title closes and out of the proceeds of sale;

NOW, THEREFORE, it is:

RESOLVED, that the Synod in furtherance of the imposition of synodical administration pursuant to Section 13.24 of the Synod Constitution take all steps and actions necessary or desirable to transfer and convey all of the property of Salems to the Synod; and it is further

RESOLVED, that any one of the Officers of the **METROPOLITAN NEW YORK SYNOD OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA** (Synod), acting solely and on behalf of the Synod, be and hereby is authorized, empowered and directed to sign, verify and cause to be filed such Petition as may be required by law to obtain the approval of the transfer of the premises 345 Ovington Avenue, Brooklyn, New York (Premises) from Salems to the Synod by the Courts of the State of New York and the Attorney General of the State of New York; and, in the event that such approvals, shall be obtained, to thereafter execute, acknowledge and deliver a Deed of Conveyance and all such other documents as may be required to convey title to the Premises, and to pay all customary and/or required closing costs, transfer taxes, attorney and other professional fees incurred in connection with the transfer of the Premises from Salems to the Synod; and otherwise do all such things as may, upon advice of Capell Barnett Matalon & Schoenfeld LLP, counsel to the Synod, be reasonable, necessary, proper or convenient in order that the implementation of synodical administration be fulfilled and that title to the Premises be transferred from Salems to the Synod; and it is further;

RESOLVED, that the certain written Agreement of Purchase and Sale between **METROPOLITAN NEW YORK SYNOD OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA**, as Seller, and **XI HUI WU AND XIAO RONG YANG**, as Purchaser, for the sale of premises 345 Ovington Avenue, Brooklyn, New York (Property) in consideration of the sales price of One Million Five Hundred Thousand (\$1,500,000.00) Dollars to be paid by the Purchaser be and the same is hereby authorized, approved, ratified and adopted by the Synod Council as the binding act and deed of the **METROPOLITAN NEW YORK SYNOD OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA** and upon the closing of title to such sale the **METROPOLITAN NEW YORK SYNOD OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA** pay to the

APPROVED (12/14/2010)

MINUTES

REMAX TEAM a sum equal to 2% of the sales price and to FILLMORE REAL ESTATE a sum equal to 2% of the sales price, payable if, as, and when title closes and out of the proceeds of sale; and it is further

RESOLVED, that any one of the Officers of the **METROPOLITAN NEW YORK SYNOD OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA** (Synod) acting solely and on behalf of the Synod, be and hereby is authorized, empowered and directed to sign, verify and cause to be filed such Petition as may be required by law to obtain the approval of such sale to **XI HUI WU** and **XIAO RONG YANG** for the sum of One Million Five Hundred Thousand (\$1,500,000.00) Dollars, by the Courts of the State of New York and the Attorney General of the State of New York; and, in the event that such approvals, shall be obtained, to thereafter execute, acknowledge and deliver a Deed of Conveyance and all such other documents as may be required to convey title to the Premises, and to pay all customary and/or required closing costs, transfer taxes, brokerage, attorney and other professional fees incurred in connection with the sale of the Premises; and otherwise do all such things as may, upon advice of Capell Barnett Matalon & Schoenfeld LLP, counsel to the Synod, be reasonable, necessary, proper or convenient in order that the terms, provisions and agreements of such Agreement of Purchase and Sale be fulfilled and the transactions contemplated therein be effectuated; and it is further

RESOLVED, that net proceeds from the sale of the Property, after payment of the customary and/or required closing costs, transfer taxes, attorney and other professional fees relating to the sale, be utilized in furtherance of the purposes for which the Synod was formed, in accordance with its Certificate of Incorporation and Constitution and By-Laws; and if is further

RESOLVED, that the dissolution of the Synod is not contemplated following the transfer of the Property.

ACTION

SC10:11/10

ADOPTED

(21 yes. 0 no 0 abstentions)

G. Christ Chinese, Brooklyn: deferred to December meeting

H. Congregations that have voted to leave ELCA: deferred to December meeting

6. New Business

A. Commission to review our election process for Bishop

Secretary Schoepflin advised the Council of its charge to establish a commission to examine and review the use of the ecclesiastical ballot for the election of the bishop and invited suggestions for nominees to this commission.

7. Other Reports

Pr. Linman reported on multi-cultural sensitivity training for the Council. He will contact Virginia Tong (LMC) regarding her availability for a future Council meeting.

Charles Germain reported on work of youth commission.

Grace Yukich reported on work of environmental committee, and requested that all pastors respond to survey that will be emailed to congregations.

Pr. Milholland reminded Council that background information on congregations that voted to leave ELCA is to be provided to members of Council. Bp Rimbo will ask Pr. Gary Mills to gather this information.

8. Announcements/Events

A. Synod Council meeting 14 December 2010, 5pm.

Adjourned at 2:15pm

John Malone led prayers and devotions.