

**SYNOD COUNCIL MEMBERS**

**\*The Rev. William Baum** 2016  
**The Rev. Rosalind Brathwaite** 2016  
**Ms. Christine Connell, DM** 2014  
*\*Ms. Maria del Toro, Vice President* 2014  
**The Rev. Khader El-Yateem** 2016  
**Dcn Charles Germain** 2014  
*Ms. Hazel Goldstein* 2016  
*Ms. Barbara Hansen* 2014  
**The Rev. Marc Herbst** 2014  
**Mr. Eugene Hiigel** 2014  
**The Rev. Brenda Irving** 2016  
**\*Ms. Barbara Johnson** 2016  
**Ms. Savannah Lochansingh, Youth** 2014  
**Dr. Carlos Lopez** 2014  
**Dcn. John Malone** 2014  
**\*Ms. Minerva Melendez** 2014  
**\*The Rev. Paul Milholland** 2014  
**The Rev. Craig Miller** 2014  
**Dcn. John Prosen** 2016  
**Mr. Brian Reardon** 2016  
**\*The Rev. Robert A. Rimbo, Bishop** 2014  
**The Rev. Kit Robison** 2014  
**Ms. Terra Rowe** 2016  
**\*The Rev. Robert Schoepflin, Sect.** 2014  
**Ms. Abby Triebel, Young Adult** 2016  
**\*Mr. Frank Suttell, Treas** 2016  
**Mr. Christopher Vergara** 2016  
**Ms. Karen Woolley** 2016

**AUXILLIARY MEMBERS**

**STAFF**

**The Rev. Perucy Butiku**  
*Ms. Sarah Gioe*  
*The Rev. Jack Horner*  
**The Rev. Kathleen Koran**  
**The Rev. Jonathan Linman**  
**Dcn. Gayle Ruege**  
*Ms. Kathleen Schmidt*  
**Ms. Rebekah Wedge**

**GUESTS**

**The Rev. Leo ("Jay") Longan, Conf. of Deans**  
**Mr. Ed Wagner, FMC**

**Bold = present**

*Italics = excused absence*

**\*Member of Executive Committee**

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**Devotions:** *Dcn. John Malone*

**Observer:** *Dcn. John Prosen*

**Call to Order:** Bp. Rimbo at 5:21pm.

- 1. Adoption of the Agenda:** adopted as presented.
- 2. Adoption of the Minutes:** 12 February 2013: adopted as corrected.

### 3. Strategic Plan

- A. Progress Report: Bp. Rimbo, Pr. W. Baum, and Ms. B. Johnson gave brief verbal reports of the committee work thus far.
- B. Leaders Retreat, Graymoor Spiritual Life Center, Garrison, NY (March 8, 2013): Bp. Rimbo reported on retreat, noting that in spite of the storm attendance at the retreat was very good.
- C. FMC draft proposed resolution: Mr. F. Suttell introduced Mr. E. Wagner, chair of FMC, to present resolution regarding financial management and budgeting to implement the strategic plan.  
Mr. Wagner noted that the resolution below is grounded in the strategic plan but takes a realistic approach to balancing income and expenditures.  
Bp. Rimbo noted that this resolution comes to the council from the executive committee.

WHEREAS, the strategic plan directs the Financial Management Committee to manage assets from all sources and develop a budget with a priority on enabling key strategies; and

WHEREAS, the strategic plan further requires the Financial Management Committee to allocate 100% of the net proceeds from the sales of synod owned property to the Synod Restricted Funds to support the key strategies as directed by the Synod Council; and

WHEREAS, based on reasonable projections for revenues, the current level of expenditures, if continued, will require a significant drawdown of funds intended to support the synod's mission; and

WHEREAS, the strategic plan charges the Executive Committee to direct and coordinate the key strategies by working with the Claimed Strategy, Gathered Strategy, Sent Strategy and Financial Management committees; therefore,

BE IT RESOLVED, a goal of the synod is to attain a sustainable balance between income and expenditures by 2023; and

BE IT RESOLVED, current and future funds of the synod that are intended to support mission, including the net proceeds from the sales of synod owned property subsequent to May 2012, shall be invested and used solely to support the key strategies of the synod; and

BE IT RESOLVED, the distribution of these funds shall be managed to conserve the value of the investments, provide predictable support, afford flexibility in budget decision-making, and to achieve the goal stated above; and

BE IT RESOLVED, the Executive Committee shall direct and coordinate a process during 2013 involving the other committees named above so that, together with input from the Conferences and Deans, the key strategies are identified and given priority in the proposed revised 2014 budget and proposed 2015 budget that are presented for action at the 2014 synod assembly; and

BE IT RESOLVED, the Executive Committee shall direct and coordinate a process during 2013 involving the other committees named above so that a five-year budget plan is prepared that will accommodate experimental, start-up and multiple year commitments and is consistent with achieving the goal stated above.

**ACTION SC13:03/01**

**BE IT RESOLVED, a goal of the synod is to attain a sustainable balance between income and expenditures by 2023; and**

**BE IT RESOLVED, current and future funds of the synod that are intended to support mission, including the net proceeds from the sales of synod owned property subsequent to May 2012, shall be invested and used solely to support the key strategies of the synod; and**

**BE IT RESOLVED, the distribution of these funds shall be managed to conserve the value of the investments, provide predictable support, afford flexibility in budget decision-making, and to achieve the goal stated above; and**

**BE IT RESOLVED, the Executive Committee shall direct and coordinate a process during 2013 involving the other committees named above so that, together with input from the Conferences and Deans, the key strategies are identified and given priority in the proposed revised 2014 budget and proposed 2015 budget that are presented for action at the 2014 synod assembly; and**

**BE IT RESOLVED, the Executive Committee shall direct and coordinate a process during 2013 involving the other committees named above so that a five-year budget plan is prepared that will accommodate experimental, start-up and multiple year commitments and is consistent with achieving the goal stated above.**

**ADOPTED**

**4. Treasurer's Report**

A. 2013 proposed amended budget: **EXHIBIT A**

Mr. F. Suttell noted that the amended budget allocates expenses among the three key strategies, as well as Synod Governance and Finance and Administration.

Bp. Rimbo noted that council will vote on the 2013 amended budget and 2014 proposed budget at the April meeting.

Bp. Rimbo led discussion on the amended budget.

It was recommended that FMC move the ELCA mission support from the Gathered Strategy to the Sent Strategy.

Mr. Suttell encouraged all council members to spend time familiarizing themselves with the new structure of the budget.

B. 2014 proposed budget **EXHIBIT A**

**5. Bishop's Report**

A. Calls:

a. Rev. Richard Mueller: On Leave from Call status effective: 31 January 2013

**ACTION SC13:03/02**

**RESOLVED, that Rev. Richard Mueller be granted On Leave from Call status, effective January 31, 2013.**

**ADOPTED**

b. Rev. Linda Bell: On leave from Call status effective: 28 February 2013

**ACTION SC13:03/03**

**RESOLVED, that Rev. Linda Bell be granted On Leave from Call status, effective February 28, 2013.**

**ADOPTED**

c. Rev. William Clark, Jr: On Leave from Call status effective: 31 October 2012

**ACTION SC13:03/04**

**RESOLVED, that Rev. William Clark be granted On Leave from Call status, effective October 31, 2012.**

**ADOPTED**

d. Rev. Richard Jeske: One year extension On Leave from Call status thru February 2014

**ACTION SC13:03/05**

**RESOLVED, that Rev. Richard Jeske be granted a one year extension of his On Leave from Call status through February 2014.**

**ADOPTED**

e. Rev. Clement Lee: resignation from the ELCA roster effective April 22, 2010  
Bp. Rimbo noted that no action needed to be taken on this resignation.

**B. Diaconal Calls to the Synod Diaconate**

- + Coreen Blake: Prince of Peace, Cambria Heights
- + Eric Faret: Ascension, Deer Park
- + John McDonnell: St. John's, Lindenhurst
- + Patricia McDonnell: St. John's, Lindenhurst
- + George Rossetti: Faith, Syosset
- + Gavin Schwen: Abiding Presence, Fort Salonga
- + Angela Rios: St. Peter's, Baldwin (received from Atlantic District, LCMS)

Bp. Rimbo noted that the council did not need to take action on these calls since the individual congregations issued calls to the deacons.

**C. Appointments**

- a. Ms. Blessing Tawengwa: MNYS Candidacy Committee
- b. Ms. Shamika Goddard: St. Luke's, Brooklyn Mission Planning Team
- c. Rev. David Parsons: Trustee, St. Luke's Brooklyn and St. Luke's Mission Planning Team
- d. Rev. John Backe: Bishop's Benevolence Task Force
- e. Rev. Marsh Drege: SENT Strategy Committee

f. Reference & Counsel Committee

- Mr. Corey Sabourin: MNYS Reference & Counsel Committee
- Mr. Eric Meyer: MNYS Reference & Counsel Committee
- Rev. Jeanne Warfield: MNYS Reference & Counsel Committee
- Ms. Leila Johnson: MNYS Reference & Counsel Committee
- Dcn. John Prosen: MNYS Reference & Counsel Committee
- Manuel Melendez: MNYS Reference & Counsel Committee
- Judge Daniel Joy: MNYS Reference & Counsel Committee
- Vernon Chu: MNYS Reference & Counsel Committee

Bp. Rimbo noted that the council needed to take action only on the appointment of Rev. David Parsons as a Trustee of St. Luke's since trustees of congregations under synod administration are appointed by the synod council.

**ACTION SC13:03/06**

**RESOLVED, that Rev. David Parsons be appointed as a Trustee of St. Luke's, Brooklyn.**

**ADOPTED**

**6. Constitutions**

- A. Christ, Ozone Park: Reviewed
- B. Ascension, Deer Park: Reviewed and approved
- C. St. Paul's, Liberty: Reviewed
- D. Christ, Floral Park: Received.

**7. New Business**

- A. Epiphany, Bronx: resolution

Bp. Rimbo spoke about potential partnership between Epiphany and Holy Nativity Episcopal Church. He noted that executive committee recommends making a \$25,000 loan, subject to Epiphany entering into a contract for the sale of its church building. Bp. Rimbo noted that there is a potential buyer for the property.

**ACTION SC13:03/07**

**RESOLVED, that the Metropolitan New York Synod Council authorize a \$25,000 bridge loan to Epiphany, Bronx subject to a signed contract for the sale of the church and a letter assigning the first \$25,000 of the proceeds from the closing of the sale to the Metropolitan New York Synod to satisfy the loan.**

**ADOPTED**

**8. Old Business**

- A. Leif Ericson Day School **REPORT AT EXHIBIT B**

Pr. J. Linman reported on meeting with school to discuss the proceeds of the sale of Bethany's parsonage in 2009. He noted that a proposal should be presented to council in April.

B. Bethlehem, Bronx: resolution

Bp. Rimbo noted that we need to rescind January resolution (SC13:1/06) pertaining to this matter, and adopt new resolution, presented below, prepared by our attorney.

**ACTION SC13:3/08**

**RESOLVED, that SC13:1/06 be rescinded in its entirety.**

**ADOPTED**

Next, the following new resolution was presented and seconded:

**WHEREAS**, BETHLEHEM LUTHERAN CHURCH (**BETHLEHEM**) located at 347 Bolton Ave., Bronx, New York is a member congregation of the Evangelical Lutheran Church In America (ELCA) rostered with the **Synod**, and

**WHEREAS**, the membership of **BETHLEHEM** has declined and dwindled to so few, and become so scattered and diminished in numbers as to make it impractical for **BETHLEHEM** to fulfill the purposes for which it was organized, and

**WHEREAS**, **BETHLEHEM** has been suffering financially, operating in deficit, has and continues to suffer economic distress and as a result of which the Congregation is unable to maintain its properties in title and in proper repair and condition requiring the **Synod** to protect the property of **BETHLEHEM** from waste and deterioration, and

**WHEREAS**, at a joint meeting of the Members and the Executive Committee of **BETHLEHEM** duly called, held on January 18, 2013 at which quorums of both the Executive Committee and the membership of **BETHLEHEM** were present, a resolution was duly adopted for **BETHLEHEM** to disband and pursuant to its Constitution turn over its assets to the **Synod**, and

**WHEREAS**, the Constitution of the **Synod**, Section 13.24 provides in instances where a congregation's membership has diminished such that it is unable to fulfill its mission and ministry for which it is organized and where economically it is unable to protect its property from waste and deterioration, the **Synod** may take charge and control of the property of such a congregation to hold, manage and convey the same on behalf of this **Synod**, and

**WHEREAS**, such charge and control of the property by the **Synod**, as provided in Section 13.24, may be through the appointment by Synod Council of trustees, and

**WHEREAS**, for good cause having been demonstrated the **Synod** has elected to apply synodical administration upon **BETHLEHEM** and to take charge and control of **BETHLEHEM'S** property to hold, manage, and convey the same on behalf of the **Synod**, and

**WHEREAS**, by virtue of the authority granted it by Section 13.24 of its Constitution, the **Synod** has requested Synod Council to consider applying synodical administration upon **BETHLEHEM** pursuant to the terms and provisions of Section 13.24 and to take charge and control of the property of **BETHLEHEM**, through the appointment of three trustees, and to hold, manage and convey such property on behalf of the **Synod**.

**NOW THEREFORE**, it is:

**RESOLVED**, that for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth, the **Synod** pursuant to Section 13.24 of its constitution does hereby impose synodical administration over the property of **BETHLEHEM** to take

charge and control of the property of **BETHLEHEM** and to hold, manage, and convey on behalf of the **Synod**, and it is further,

**RESOLVED**, that the following are hereby appointed as trustees, with the with full power to hold and manage the property of **BETHLEHEM** on behalf of the **Synod** in all regards relating directly or indirectly to the taking charge and control of the property of **BETHLEHEM** and in holding, managing and conveying such property of **BETHLEHEM** on behalf of the **Synod**, to wit: Ms. Kathy Schmidt, Pastor Paul Block (Dean), and Dr. Carlos Lopez (Synod Council) and it is further,

**RESOLVED**, that the signature of any two of the Trustees acting to take charge and control of the property of **BETHLEHEM** and to hold, manage, and convey the property of **BETHLEHEM** on behalf of the Synod shall be binding upon and considered as the act of all of the Trustees. No person or party acting in reliance of the signature of such Trustees as binding upon all Trustees shall be charged with notice of any revocation or change of such authority unless he, she or it shall have received actual written notice thereof. No person or party shall be required to look behind the signature of such Trustees.

**ACTION SC13:03/09**

**RESOLVED**, that for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth, the Synod pursuant to Section 13.24 of its constitution does hereby impose synodical administration over the property of **BETHLEHEM** to take charge and control of the property of **BETHLEHEM** and to hold, manage, and convey on behalf of the Synod, and it is further,

**RESOLVED**, that the following are hereby appointed as trustees, with the with full power to hold and manage the property of **BETHLEHEM** on behalf of the Synod in all regards relating directly or indirectly to the taking charge and control of the property of **BETHLEHEM** and in holding, managing and conveying such property of **BETHLEHEM** on behalf of the Synod, to wit: Ms. Kathy Schmidt, Pastor Paul Block (Dean), and Dr. Carlos Lopez (Synod Council) and it is further,

**RESOLVED**, that the signature of any two of the Trustees acting to take charge and control of the property of **BETHLEHEM** and to hold, manage, and convey the property of **BETHLEHEM** on behalf of the Synod shall be binding upon and considered as the act of all of the Trustees. No person or party acting in reliance of the signature of such Trustees as binding upon all Trustees shall be charged with notice of any revocation or change of such authority unless he, she or it shall have received actual written notice thereof. No person or party shall be required to look behind the signature of such Trustees.

**ADOPTED (23 for, 0 against, 0 abstentions)**

C. St. Thomas, Bronx: resolution

Bp. Rimbo noted that executive committee recommends the expenditure of up to \$200,000 to repair and renovate the rectory of St. Thomas, and that this sum will be reimbursed to the synod from the proceeds of the sale of the church building.

**ACTION SC13:03/10**

**RESOLVED, that the Metropolitan New York Synod Council authorize the expenditure of up to \$200,000 for the repair and renovation of the St. Thomas rectory (1942 Grand Concourse, Bronx), the amount to be reimbursed from the sale of the St. Thomas church building.**

**ADOPTED**

D. St. Luke's, Bronx: sale

The following resolution regarding the sale of the property formerly of St. Luke's, Bronx was moved and seconded.

**WHEREAS**, the Synod Council by resolution dated January 11, 2011, adopted a resolution pursuant to Section 13.24 of the Synod Constitution to impose synodical administration upon St. Luke's Evangelical Lutheran Church of the City of New York, County of New York and State of New York, also known as St. Luke's German Lutheran Church ("St. Luke's"), located at 1722-1728 Adams Street, Bronx, New York (the "property"), and in furtherance of that synodical administration, by resolution of that same date, appointed Pastor Paul Block, Ms. Minerva Melendez and Pastor Jack Horner as Trustees of St. Luke's with full power to hold, manage and convey the property of St. Luke's Lutheran Church on behalf of the Synod (collectively the "Resolution for synodical administration"); and

**WHEREAS**, after the Synod Council adopted the Resolution for synodical administration, it learned of a lawsuit commenced in 2007 in the Supreme Court of the State of New York, Bronx County (*Biaggio Buccieri v. St. Luke's German Lutheran Church*, Index Number 303605/07) (the "lawsuit"), resulting from a contract to sell St. Luke's property, which contract the President of the St. Luke's Congregation entered into in 2002. The basic facts of that lawsuit are as follows:

a) In July 2002, the President of the St. Luke's Congregation entered into a written agreement with plaintiff in the lawsuit, Mr. Biaggio Buccieri, for St. Luke's to sell and Mr. Buccieri to buy St. Luke's real property for \$200,000.00. Upon signing the contract, Mr. Buccieri made an initial down payment of \$15,000.00 and subsequent "negotiations" between the parties resulted in Mr. Buccieri making an additional down payment of \$5000.00, for a total down payment of \$20,000.00.

b) There is no indication that this sale was ever approved by or even considered by the Congregation or Congregation Council of St. Luke's.

c) St. Luke's never sought the approval of the New York State Attorney General or the New York State Supreme Court, each required by the New York Religious Corporations Law and the Not-For-Profit Corporation Law.

d) Despite the repeated requests of the purchaser, Mr. Buccieri and his lawyer, the sale never occurred.

e) St. Luke's refused to return the \$20,000.00 down payment which they used to pay their attorney and for "improvements" to the building and other alleged expenses of St. Luke's.

f) Mr. Buccieri commenced the lawsuit against St. Luke's seeking specific performance (that is, sale of the property in compliance with the contract of sale),



return of its “down payment under the contract” and damages in the amount of \$150,000.00 with interest from July 30, 2002.

g) St. Luke’s retained a lawyer, interposed an answer to the complaint and the case was proceeding to trial. There is no indication that the Congregation or Congregation Council of St. Luke’s was aware of this lawsuit or that they ever approved of or even considered retaining a lawyer.

h) Information revealed during the course of the litigation indicated that the President of St. Luke’s never intended to sell the property to Mr. Buccieri but that she just wanted to use his money to make repairs at St. Luke’s and to pay some of its expenses; and

**WHEREAS**, because title to the property vested in the Synod upon synodical administration, the Synod Council authorized its legal counsel, Capell Barnett Matalon & Schoenfeld, LLP, to move on behalf of the Synod to intervene in the lawsuit, and by order dated March 25, 2011, Hon. Barry Salman, Justice of the New York State Supreme Court granted the Synod’s motion to intervene in the lawsuit; and

**WHEREAS**, by letter dated January 18, 2011, the Synod Council, through its Vice President, notified the President and Congregation of St. Luke’s of the Resolution for synodical administration, provided them with copies of that Resolution and requested that they provide the Synod with all possible aid and assistance to convey the records of the Congregation and access to the property to the Synod Council through the Trustees, including delivering to the Trustees all Congregational books, records, financial information, access codes and keys to the Trustees; and

**WHEREAS**, by letter dated February 15, 2011, the President of the Congregation of St. Luke’s notified the Synod of the Congregation’s intention, pursuant to the Constitutions of the Synod and St. Luke’s, to appeal to the Synod Assembly of the Synod (the “Synod Assembly”) the Resolution for synodical administration; and

**WHEREAS**, at the annual meeting of the Synod Assembly, duly held in Melville, County of Nassau, State of New York on May 13 and 14, 2011, the Synod Assembly heard the appeal presented by the President of the Congregation of St. Luke’s and after due deliberation voted, in her presence, to deny that appeal, which determination of the Synod Assembly to deny the appeal is final and determinative, and the property of St. Luke’s, both real and personal, passed by operation of ecclesiastic and New York State laws to the Synod upon commencement of synodical administration at St. Luke’s; and

**WHEREAS**, by letter dated June 14, 2011, formal notice of the decision of the Synod Assembly was given to the President and Congregation St. Luke’s, but they persisted in their refusal to comply with the Synod’s repeated requests that they grant the Synod access to the property and that they deliver the records of St. Luke’s to the Synod as required; and

**WHEREAS**, in furtherance of its ecclesial mission as synodical administrator of St. Luke’s and its responsibilities to its interdependent partners, the Evangelical Lutheran Church in America (the “Church”) and the other congregations within the Synod, and to protect the property from further waste and deterioration, the Synod Council authorized its legal counsel, Capell Barnett Matalon & Schoenfeld, LLP, to commence a proceeding (the “proceeding to enforce synodical administration”) in the Supreme Court of the State of New York, New York County, seeking, among other things, an order to enforce synodical administration and to decree that title to the property (known as and by street

address 1722-1728 Adams Street, County of the Bronx, City and State of New York, and designated on the Tax Map of Bronx County as Block 4016, Lots 44 and 45) be confirmed to have passed to the Synod, subject to the rights, if any, of Mr. Buccieri; and

**WHEREAS**, by petition dated June 28, 2011, Capell Barnett Matalon & Schoenfeld, LLP commenced that proceeding to enforce synodical administration and by judgment dated October 31, 2011, Hon. Manuel J. Mendez, J.S.C., ordered, adjudged and declared, among other things, that title to all the property of St. Luke's, real and personal, was confirmed to have passed to the Synod and that everyone other than the three Trustees were permanently prohibited from representing or holding themselves out as officers, agents or clergy of St. Luke's (the "judgment"); and

**WHEREAS**, the former President of the former Congregation of St. Luke's attempted to appeal that judgment, which attempt was rejected in December 2011; and

**WHEREAS**, by deed dated December 20, 2011, signed by the Rev. Jack Horner and the Rev. Paul Block, as Trustees, and recorded with the New York City Department of Finance, Office of the City Register, title to the property was formally transferred from St. Luke's to the Synod; and

**WHEREAS**, even after the judgment, the Synod was still unable to take legal possession to the property because the former President of the former Congregation of St. Luke's had allowed "squatters" to enter upon and live in the property, requiring the Synod, through its legal counsel, to commence another proceeding (the "landlord-tenant proceeding") in the Landlord-Tenant Part of the Civil Court of the City of New York, Bronx County, seeking to evict the squatters and obtain legal possession of the property; and

**WHEREAS**, by stipulation and final order of Hon. Jose A. Padilla, Jr., Judge of the Civil Court, the Synod obtained final possession of the property on June 30, 2012 (the "final order of the Landlord-Tenant Court") ; and

**WHEREAS**, the property is known as and by street address 1722-1728 Adams Street, County of the Bronx, City and State of New York (and designated on the Tax Map of Bronx County as Block 4016, Lots 44 and 45), is located on a residential block in the "Morris Park" section of the Bronx and consists of two lots improved by a two-story "church" building, completed in or around 1900; a two-story, one-family "parsonage", completed in or around 1958 and two smaller one-story frame structures completed in the 1920's, which property, even before January 2011, was in great disrepair and wasting, requiring the Synod to protect it from further waste and deterioration, resulting in the Resolution for synodical administration; and

**WHEREAS**, during the 18 months from the January 2011, the time of the Resolution for synodical administration, to June 30, 2012, the date of the final order of the Landlord-Tenant Court, the Synod did not have access to the property, there was no active congregation at the property and the property suffered severe and accelerated waste and deterioration, including but not limited to as a result of Hurricane Irene in August 2011; and

**WHEREAS**, an appraisal of the property, based upon limited access to the inside of the buildings, was performed by Fieldston Properties, an experienced Bronx real estate broker with no interest in the property, reflecting a fair market value for the property, in its condition as of March 31, 2012, as between \$450,000.00 and \$475,000.00, which condition continued to deteriorate between March 31, 2012 and June 30, 2012; and

**WHEREAS**, the lawsuit with Mr. Buccieri was continuing, with all of the uncertainties and costs related to litigation; and the expenses of maintaining the property, including insurance, real estate

taxes, security, heating, etc.; 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 and missions of the Church and Synod in the New York Metropolitan area; Mr. Buccieri was still willing to purchase the property and resolve the lawsuit and all other actions, causes of action, suits or claims with or against the Synod or the former St. Luke's; and no other potential buyers had expressed any interest in buying the property at any price; and

**WHEREAS**, upon due consideration, the Synod Council determined that it is in the best interests of the Synod to settle the lawsuit with Mr. Buccieri, which includes selling the property to him for an additional \$337,500.00, that is, in addition to the \$20,000.00 down payments he previously paid to St. Luke's, in "as is" condition, with no financing contingencies, which settlement was approved by Justice Salzman, subject to certain inspections of the property by Mr. Buccieri, a formal written contract of sale and approval of the sale by the New York State Attorney General; and

**WHEREAS**, the Synod Council having undertaken to consider whether or not to accept settlement of the lawsuit and the sale of the property to Biagio Buccieri based on the terms and conditions as recited in the Agreement of Purchase and Sale, a copy of which is attached; and

**WHEREAS**, upon due consideration, the Synod Council having determined that it is in the best interests of the Synod to settle the lawsuit and to sell the property to Biagio Buccieri based on the terms and conditions as recited in the said Agreement of Purchase and Sale;

**NOW, THEREFORE**, it is:

**RESOLVED**, that the certain written Agreement of Purchase and Sale between the Metropolitan New York Synod of the Evangelical Lutheran Church in America, as Seller, and Biagio Buccieri, as Purchaser, for the sale of premises known as and by street address 1722-1728 Adams Street, County of the Bronx, City and State of New York (and designated on the Tax Map of Bronx County as Block 4016, Lots 44 and 45) (the "property") in consideration of the sales price of \$337,500.00 to be paid by the Purchaser **and** settlement of the lawsuit *Biagio Buccieri v. St. Luke's German Lutheran Church*, Index Number 303605/07, in the Supreme Court of the State of New York, Bronx County (the "lawsuit") be and the same is hereby authorized, approved, ratified and adopted by the Synod Council as the binding act and deed of the Synod; and it is further

**RESOLVED**, that any one of the Officers of the 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 or other paper or papers as may be required to obtain the approval of such sale to Biagio Buccieri, for the sum of Three Hundred Thirty-Seven Thousand Five Hundred (\$337,500.00) Dollars, which sum is in addition to the \$20,000.00 down payment he previously paid to St. Luke's **and** settlement of the lawsuit, 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 sale of the property; 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** the lawsuit settled and general releases executed and exchanged; 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 SC13:03/11**

**RESOLVED**, that the certain written Agreement of Purchase and Sale between the Metropolitan New York Synod of the Evangelical Lutheran Church in America, as Seller, and Biagio Buccieri, as Purchaser, for the sale of premises known as and by street address 1722-1728 Adams Street, County of the Bronx, City and State of New York (and designated on the Tax Map of Bronx County as Block 4016, Lots 44 and 45) (the "property") in consideration of the sales price of \$337,500.00 to be paid by the Purchaser and settlement of the lawsuit *Biagio Buccieri v. St. Luke's German Lutheran Church*, Index Number 303605/07, in the Supreme Court of the State of New York, Bronx County (the "lawsuit") be and the same is hereby authorized, approved, ratified and adopted by the Synod Council as the binding act and deed of the Synod; and it is further

**RESOLVED**, that any one of the Officers of the 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 or other paper or papers as may be required to obtain the approval of such sale to Biagio Buccieri, for the sum of Three Hundred Thirty-Seven Thousand Five Hundred (\$337,500.00) Dollars, which sum is in addition to the \$20,000.00 down payment he previously paid to St. Luke's and settlement of the lawsuit, 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 sale of the property; 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 the lawsuit settled and general releases executed and exchanged; 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.

**ADOPTED (24 for, 0 against, 0 abstentions)**

- E. Congregations under synod administration **EXHIBIT C**
- F. Congregational Loan Status / Synod Properties **EXHIBIT D**

G. Pending:

- a. MNYS Committee structure analysis
- b. Process for the Election of the synodical bishop
- c. 2013 Churchwide Assembly
  - Bp. Rimbo noted that there is some anxiety about the fact that both the Presiding Bishop and the Secretary are up for election at this assembly. Secretary Swartling has indicated that he will not seek reelection.

**9. Other Reports**

- Bp. Rimbo reported that a letter of gratitude was received from the Lutheran Music Program for the gift from our synod. **EXHIBIT E**

**10. Announcements/Events**

- A. Chrim Mass: 26 March 2013, Holy Trinity Central Park West, 1:30 pm (lunch @ noon)
- B. Annual Great Gathering of Women: 13 April 2013, Prince of Peace, Cambria Heights
  - Pr. B. Irving reported that focus this year is on healthy living and eating. Each congregation is encouraged to bring two teenage girls.
- C. LIFE Masters Invitational: 18 April 2013, sponsored by LSS.
- D. Boundary Workshop: 18 May 2013 at New Hope, Valley Stream.
- E. Spanish Language and Hispanic Ministry Intensive: 12 -16 June 2013, Koinonia
- F. Mayo Clinic Health Assessment (ELCA primary health coverage). Bp. Rimbo reminded all participants in the Portico health benefits plan to take the survey. If 60% of rostered leaders take the survey, the synod will receive a significant check from Portico.
- G. Pr. C. Miller announced that May 4 will be a synod-wide service day at Oceanside Lutheran.

**11. Meeting Evaluation**

**12. Observer's Evaluation**

Bp. Rimbo closed the meeting with prayer at 7:12 pm.