

SYNOD COUNCIL MEMBERS

Mr. Leonel E. Avila 2020
***Ms. Cynthia Corley** 2020
***Ms. Maria del Toro, Vice President** 2018
The Rev. Justin Johnson 2018
Ms. Tabitha Johnson (youth) 2018
The Rev. Amy Kienzle 2018
Mr. John Litke 2018
Dr. Carlos Lopez 2018
Synod Dcn. John Malone 2018
Ms. Karen Maulen 2018
The Rev. Christopher Mietlowski 2020
Mr. Walter Nash 2018
***The Rev. Jeanine Owens** 2020
The Rev. Daniel Peter 2018
Synod Dcn. John Prosen 2020
***The Rev. Robert A. Rimbo, Bishop** 2020
Ms. Denise Rutherford-Gill 2020
***The Rev. Harry Schenkel** 2018
***The Rev. Robert Schoepflin, Sect.** 2018
The Rev. Nicole Schwalbe 2020
The Rev. Garry Squire 2020
Ms. Wendy Bean Tannenbaum 2018
Ms. Abby Triebel 2020
Ms. Emma Turner (Young Adult) 2020
**Mr. Christopher Vergara* 2020
Ms. Karen Woolley 2020

AUXILIARY MEMBERS

STAFF

Dcn. Margy Schmitt Ajer
Ms. Susan Brandt
The Rev. Perucy Butiku
Ms. Regina Daniels
Mr. Branden Dupree
Mr. Roberto Lara
The Rev. Jonathan Linman
Ms. Maria Rodas
Synod Deacon Gayle Ruege
The Rev. Lamont Wells

GUESTS

The Rev. Mark Erson
Ms. Barbara Johnson
Ms. Hazel Goldstein
Mr. Tom Massey
Renato Matos, Esq.
Pr. Marcia Parkinson-Harrison

Bold = present

Italics = excused absence

*Member of Executive Committee

Devotions: The Rev. Jeanine Owens

Call to Order: Ms. Maria del Toro: at 5:08pm.

- 1. Adoption of the Agenda:** adopted as presented.
- 2. Adoption of the Minutes**

A. Synod Council: 12 December 2017: adopted as presented.

3. Report of the Strategic Plan Working Group: Mr. Tom Massey, consultant

Mr. Massey introduced the four emphases of the strategic plan.

A. Claimed: Pr. Mark Erson

Pr. Erson identified the Claimed Strategy goal of developing, launching and supporting a network of First Third ministries in the synod.

B. Gathered: Ms. Hazel Goldstein

Ms. Goldstein identified the Gathered Strategy goal of developing and implementing a leadership program for lay and rostered leaders.

C. Sent: Ms. Barbara Johnson

Ms. Johnson identified the Sent Strategy goals of improving immigration ministry in the synod. Pr. Marcia Parkinson-Harrison (co-chair for Anti-Racism) spoke about continued anti-racism efforts and workshops.

D. Communications Metrics Review: Roberto Lara

Mr. Lara presented the goals of the communications strategy for the synod. The council members expressed appreciation for his analysis and work.

4. Mr. Renato Matos, synod attorney

Mr. Matos explained the purpose of the support organization – protection of assets from liability. It is a separate legal entity whose sole purpose is to support the synod, but cannot be controlled by the synod (council).

A. Supporting Organization Documents at Exhibit A

- a. Bylaws
- b. Certificate of Incorporation
- c. Conflict of Interest Policy
- d. Whistleblower Policy
- e. Board of Directors

ACTION SC18:01/01

RESOLVED, that the Metropolitan New York Synod Council adopt the By-Laws; Certificate of Incorporation; Conflict of Interest Policy; Whistleblower Policy for Evangelical Lutheran, Inc. and confirm the election of the following persons as its Board of Directors: Barbara Hansen, the Rev. Marc Herbst, Eugene Hiigel, Kathleen Schmidt, the Rev. Robert Schoepflin, Frank Suttell, Wendy Bean Tannenbaum, Christopher Vergara, and Karen Woolley.

ADOPTED

B. Single Owned LLC's:

- a. Church of the Holy Redeemer

ACTION SC18:01/02

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council hereby approves of the formation by the Synod of MNYS 2424 Linden LLC, a limited liability company organized under the laws of the State of New York, in which the Synod is and shall continue to be the sole member and manager, with the intention of conveying to MNYS 2424 Linden LLC title to the real property formerly of Holy Redeemer known as and by street address 2424 Linden Boulevard, Brooklyn, New York 11205, (Block 4502, Lot 1). To the extent possible, it is the Synod Council's intention that, as a single member limited liability company, with the Synod as the sole member, MNYS 2424 Linden LLC shall be tax exempt and shall not be required to file separate tax returns. No other assets shall be placed in MNYS 2424 Linden LLC and MNYS 2424 Linden LLC shall have no liabilities. The sole purpose of MNYS 2424 Linden LLC is and shall continue to be to hold, manage, and convey title to the real property formerly of Holy Redeemer for, on behalf of, and at the direction and convenience of the Synod; and it is further

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council hereby approves of the transfer of title to the real property formerly of Holy Redeemer, known as and by street address 2424 Linden Boulevard, Brooklyn, New York 11205, (Block 4502 Lot 1) from the Synod to MNYS 2424 Linden LLC, a single member limited liability company organized under the laws of the State of New York, of which the Synod is and shall continue to be the sole member and manager, to hold, manage, and convey that real property on behalf of and at the direction and convenience of the Synod, its sole member and manager; and it is further

RESOLVED, that any two of the Trustees of Holy Redeemer, acting in their capacity as Trustee, be and hereby are authorized, empowered and directed on behalf of the Synod to sign, verify and cause to be filed all documents and papers as may be required in furtherance of and to effectuate that conveyance; and it is further

RESOLVED, that the dissolution of the Synod is not contemplated following the transfer of the Property to MNYS 2424 Linden LLC.

ADOPTED (17 for; 1 against; 1 abstention)

b. Messiah, Brooklyn

ACTION SC18:01/03

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council hereby approves of the formation by the Synod of MNYS 129 Russell LLC, a limited liability company organized under the laws of the State of New York, in which the Synod is and shall continue to be the sole member and manager, with the intention of conveying to MNYS 129 Russell LLC title to the real

property formerly of Messiah Greenpoint known as and by street address 129 Russell Street, Brooklyn, New York 11222, (Block 2686, Lot 16). To the extent possible, it is the Synod Council's intention that, as a single member limited liability company, with the Synod as the sole member, MNYS 129 Russell LLC shall be tax exempt and shall not be required to file separate tax returns. No other assets shall be placed in MNYS 129 Russell LLC and MNYS 129 Russell LLC shall have no liabilities. The sole purpose of MNYS 129 Russell LLC is and shall continue to be to hold, manage, and convey title to the real property formerly of Messiah Greenpoint for, on behalf of, and at the direction and convenience of the Synod; and it is further

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council hereby approves of the transfer of title to the real property formerly of Messiah Greenpoint, known as and by street address 129 Russell Street, Brooklyn, New York 11222, (Block 2686, Lot 16) from the Synod to MNYS 129 Russell LLC, a single member limited liability company organized under the laws of the State of New York, of which the Synod is and shall continue to be the sole member and manager, to hold, manage, and convey that real property on behalf of and at the direction and convenience of the Synod, its sole member and manager; and it is further

RESOLVED, that any two of the Trustees of Messiah Greenpoint, acting in their capacity as Trustee, be and hereby are authorized, empowered and directed on behalf of the Synod to sign, verify and cause to be filed all documents and papers as may be required in furtherance of and to effectuate that conveyance; and it is further

RESOLVED, that the dissolution of the Synod is not contemplated following the transfer of the Property to MNYS 129 Russell LLC.

ADOPTED (18 for; 1 against; 0 abstentions)

7. New Business (this item moved up to this point in agenda)

A. All Saints Lutheran Parish, Bronx: vote to close / mission development

Pr. Wells reported that on Dec 17 2017, the congregation of All Saints voted to officially close in order to engage in a00 radical re-development of Lutheran ministry in partnership with Transfiguration, Bronx and San Juan Baptiste (St. John the Baptist) Episcopal Church, Bronx. He and Bishop Rimbo joined the congregation for worship prior to the meeting.

WHEREAS, ALL SAINTS LUTHERAN PARISH (ALL SAINTS) located at 585 East 163rd Street, Bronx, New York is a member congregation of the Evangelical Lutheran Church In America (ELCA) rostered with the METROPOLITAN NEW YORK SYNOD (SYNOD) and

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

WHEREAS, the Constitution of the SYNOD, Section 13.24 provides that if the members of a congregation agree that it is no longer possible for it to function as such, or if it is the opinion of the Synod Council that the membership of a congregation has become so scattered or so diminished in numbers as to make it impractical for such a congregation to fulfill its mission and ministry for which it is organized, the Synod Council may take charge and control of the property of the 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, the members of the congregation of ALL SAINTS have agreed that it is no longer possible for it to function as a congregation and have voted to conclude its ministry and requested the Synod Council to take charge and control of its property pursuant to Section 13.24 of the Constitution 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 the terms and provisions of Section 13.24 and to take charge and control of the property of ALL SAINTS, through the appointment of three trustees, and to hold, protect, preserve, 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 take charge and control of the property of ALL SAINTS to hold, manage, and convey it 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 ALL SAINTS on behalf of the SYNOD in all regards relating directly or indirectly to the taking charge and control of the property of ALL SAINTS and in holding, managing and conveying such property of ALL SAINTS on behalf of the SYNOD, to wit: The Rev. Dr. Fernando Otero; The Rev. Lamont Anthony Wells; and Ms. Cynthia Corley.

RESOLVED, that the signature of any two of the Trustees acting to take charge and control of the property of ALL SAINTS and to hold, manage, and convey the property of ALL SAINTS 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 one such Trustee 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 Trustee.

ACTION SC18:01/04

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 take charge and control of the property of ALL SAINTS to hold, manage, and convey it 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 ALL SAINTS on behalf of the SYNOD in all regards relating directly or indirectly to the taking charge and control of the property of ALL SAINTS and in holding, managing and conveying such property of ALL SAINTS on behalf of the SYNOD, to wit: The Rev. Dr. Fernando Otero; The Rev. Lamont Anthony Wells; and Ms. Cynthia Corley.

RESOLVED, that the signature of any two of the Trustees acting to take charge and control of the property of ALL SAINTS and to hold, manage, and convey the property of ALL SAINTS 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 one such Trustee 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 Trustee.

ADOPTED (19 for; 0 against; 0 abstentions)

[Return to original agenda \(Single Owned LLC's\)](#)

c. All Saints Lutheran Parish, Bronx

ACTION SC18:01/05

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council hereby approves of the formation by the Synod of MNYS 585 East 163 LLC, a limited liability company organized under the laws of the State of New York, in which the Synod is and shall continue to be the sole member and manager, with the intention of conveying to MNYS 585 East 163 LLC title to the real property formerly of All Saints known as and by street address 585 East 163rd Street, Bronx, New York 10456, (Block 2621, Lot 10). To the extent possible, it is the Synod Council's intention that, as a single member limited liability company, with the Synod as the sole member, MNYS 585 East 163 LLC shall be tax exempt and shall not be required to file separate tax returns. No other assets shall be placed in MNYS 585 East 163 LLC and MNYS 585 East 163 LLC shall have no liabilities. The sole purpose of MNYS 585 East 163 LLC is and shall continue to be to hold, manage,

and convey title to the real property formerly of All Saints for, on behalf of, and at the direction and convenience of the Synod; and it is further

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council hereby approves of the transfer of title to the real property formerly of All Saints, known as and by street address 585 East 163rd Street, Bronx, New York 10456, (Block 2621, Lot 10) from the Synod to MNYS 585 East 163 LLC, a single member limited liability company organized under the laws of the State of New York, of which the Synod is and shall continue to be the sole member and manager, to hold, manage, and convey that real property on behalf of and at the direction and convenience of the Synod, its sole member and manager; and it is further

RESOLVED, that any two of the Trustees of All Saints, acting in their capacity as Trustee, be and hereby are authorized, empowered and directed on behalf of the Synod to sign, verify and cause to be filed all documents and papers as may be required in furtherance of and to effectuate that conveyance; and it is further

RESOLVED, that the dissolution of the Synod is not contemplated following the transfer of the Property to MNYS 585 East 163 LLC.

ADOPTED (18 for; 1 against; 0 abstentions)

d. The Spanish Lutheran Church of the Transfiguration, Bronx

ACTION SC18:01/06

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council hereby approves of the formation by the Synod of MNYS 763 Prospect LLC, a limited liability company organized under the laws of the State of New York, in which the Synod is and shall continue to be the sole member and manager, with the intention of conveying to MNYS 763 Prospect LLC title to the real property formerly of Transfiguration known as and by street address 763-765 Prospect Avenue, Bronx, New York 10455, (Block 2676, Lot 79). To the extent possible, it is the Synod Council's intention that, as a single member limited liability company, with the Synod as the sole member, MNYS 763 Prospect LLC shall be tax exempt and shall not be required to file separate tax returns. No other assets shall be placed in MNYS 763 Prospect LLC and MNYS 763 Prospect LLC shall have no liabilities. The sole purpose of MNYS 763 Prospect LLC is and shall continue to be to hold, manage, and convey title to the real property formerly of Transfiguration for, on behalf of, and at the direction and convenience of the Synod; and it is further

RESOLVED, that based upon the facts recited and for the reasons set forth above, all of which are included and incorporated herein and made a part hereof as if fully set forth here, the Synod Council

hereby approves of the transfer of title to the real property formerly of Transfiguration, known as and by street address 763-765 Prospect Avenue, Bronx, New York 10455, (Block 2676, Lot 79) from the Synod to MNYS 763 Prospect LLC, a single member limited liability company organized under the laws of the State of New York, of which the Synod is and shall continue to be the sole member and manager, to hold, manage, and convey that real property on behalf of and at the direction and convenience of the Synod, its sole member and manager; and it is further

RESOLVED, that any two of the Trustees of Transfiguration, acting in their capacity as Trustee, be and hereby are authorized, empowered and directed on behalf of the Synod to sign, verify and cause to be filed all documents and papers as may be required in furtherance of and to effectuate that conveyance; and it is further

RESOLVED, that the dissolution of the Synod is not contemplated following the transfer of the Property to MNYS 763 Prospect LLC.

ADOPTED (18 for; 1 against; 0 abstentions)

5. Bishop's Report

A. Appointments

a. Assembly Planning Committee

Dcn. Carleen Miller

Ms. Elizabeth Hoffmann

b. Committee on Reference and Counsel

The Rev. Joel Brandt, Chair

The Rev. Chryll Crews

Mr. Eugene Hiigel

The Rev. John Jurik

Mr. Rob Sinanan

Ms. Renee Wicklund

ACTION SC18:01/07

RESOLVED, that the Metropolitan New York Synod Council appoint the Rev. Joel Brandt, the Rev. Chryll Crews, Mr. Eugene Hiigel, the Rev. John Jurik, Mr. Rob Sinanan, and Ms. Renee Wicklund to serve on the 2018 Committee on Reference & Counsel effective 10 February 2018.

ADOPTED

c. Committee on Nominations and Elections

The Rev. Kevin O'Hara, Chair

Ms. Tammy Daniels

S. Dcn. Jasmine Downer

S. Dcn. Downer serves St. Stephen's, Brooklyn

Mr. Zachary Dean
The Rev. Wolfgang Laudert
S. Dcn. Karen Nurmi
S. Dcn. Nurmi serves Emanuel, Pleasantville
The Rev. James Smith

ACTION SC18:01/08

RESOLVED, that the Metropolitan New York Synod Council appoint the Rev. Kevin O'Hara, Ms. Tammy Daniels, S. Dcn. Jasmine Downer, Mr. Zachary Dean, the Rev. Wolfgang Laudert, S. Dcn. Karen Nurmi, and the Rev. James Smith effective 15 February 2018.

ADOPTED

B. Staff Reports

6. Financial Report

Presented by Ms. Susan Brandt

A. Mission Support Report (Dec 31, 2017) EXHIBIT B

Contributions for the month of December totaled \$181,987.85 which is \$23,425.85 higher than what was budgeted for the month. Year-to-date mission support received is \$978,698.83, which is \$72,216.17 lower than the budgeted amount of \$1,050,915.

Seventeen percent (31) of our congregations (31) have given nothing so far this year. Twelve of these had given support as of December 31st last year totaling \$27,924.44. Also, as compared in total with last year at this time, we are \$67,116 lower this year. This is a notable decline.

B. Financials (Nov 30, 2017) EXHIBIT C

7. New Business (continued)

B. Resignation of S. Dcn. John Prosen / SC unexpired term through 2020

Term expires May 2020. A 2-year unexpired term on Synod Council for a lay male will be added to the elections ballot for the 2018 Synod Assembly.

B. Trexler Grants

Presented by Pr. Jonathan Linman

a. The Rev. Joel Brandt

\$1000 to assist with travel for a group study trip to the Holy Land

b. The Rev. Robert Schoepflin

\$1000 to assist with travel for a group study trip to the Holy Land

ACTION SC18:01/09

RESOLVED, that the Metropolitan New York Synod Council approve Trexler Grants be awarded to the Rev. Joel Brandt in the amount of \$1000 and to the Rev. Robert Schoepflin in the amount of \$1000 to assist with travel for a group study trip to the Holy Land.

ADOPTED (1 abstention by Rev. Robert Schoepflin)

8. Old Business

A. Synod Properties / Congregations under synod administration

B. 2018 Synod Assembly update

Syn. Dcn. Gayle Ruege reported that the Assembly Planning Committee has met and will be making a site visit to the Melville Marriott to begin planning logistics with the hotel event staff on Feb 1. The Synod Assembly webpage went live on January 15.

Registration is open – hotel registration is open and the Guidebook App is available to download. An Assembly timeline has been posted that provides important deadlines. Coming off our Reformation 500 Commemorative year, this year's theme is Building Bridges ...Building Bridges between Races / Communities / Christian Communion and more

F. SA Actions (Pending)

- SA2015:05.08 / MNYS Disaster Response Task Force
- 2016 SA Actions
 1. SA2016:05.4 On Mission Partnerships
 2. SA2016:05.11 On Advocacy and Justice for Refugees

9. Observers' Evaluation

Next Executive Committee Meeting: February 6, 2018 *

Next Synod Council Meeting: Tuesday, February 20, 2018 (Meeting room A-B)

***Proposed items for the Synod Council agenda should be submitted to Gayle Ruege (gruege@mnys.org) for consideration by the Executive Committee on or before Jan 31.**

All committees are to provide a digital copy of meeting minutes to Regina Daniels (rdaniels@mnys.org) for the synod files.

Meeting adjourned at 7:14 pm, with prayer by Bishop Rimbo.

Respectfully submitted,
Rev. Robert Schoepflin, Secretary