



Moving Forward /Spirit Lead

Messiah Lutheran Church Council Meeting Minutes

Special Meeting of the Council on April 3, 2022

Topic: Mortgage Refinance

DATE

Sunday, April 3, 2022

CALL TO ORDER

The April 3rd Special Meeting of the Messiah Lutheran Church Council was called to order at 8:07pm. The Messiah Lutheran Church Council met via Zoom.

ATTENDANCE

Council Members Present

Barry Pohlemus, Marcia McWilliams, Roger Kroes, Jenny Berchtold, Candy Leonard Liz Sellers, Dan Nellessen, Curt DeCaro, Dawn Haley, Ashley Rabe,

Non-Voting Members

Sally Lubeno (Treasurer, non-voting)

Council Members Absent

Curt DeCaro, Charlene Salte

Guests Present

Steve Snow

NEW BUSINESS

MORTGAGE REFINANCE OVERVIEW

Steve Snow and Barry Polhemus, representing Messiah's Property Team, presented an overview of documents from the ELCA Mission Investment Fund (MIF) for a potential offer to refinance Messiah Lutheran Church's current mortgage.

CAPITAL INVESTMENT BOARD

Messiah Lutheran Church is required to appoint a Capital Investment Board, as outlined in its Constitution.

Resolution 1 – Capital Investment Board

A resolution was introduced to appoint the following members to Messiah's Capital Investment Board: Steve Snow, Barry Polhemus, John Wozny and Sally Lubeno. A motion was made to approve this resolution. The motion was seconded. The motion carried unanimously by members present.

BANKING SIGNATURE AUTHORITY

Messiah Lutheran Church's Council had previously approved banking signature authority, which allows approved individuals to sign checks from Messiah's banking accounts to the following individuals: Steve Snow (Property Team head), Barry Polhemus, Sally Lubeno (Treasurer), and Elsa Brinkman (former Office Administrator who no longer works for Messiah Lutheran Church).

Resolution 2 – Banking Signature Authority

A resolution was introduced to update members responsible for Messiah Lutheran Church's banking signature authority; including: the revocation of signature authority from Elsa Brinkman (Messiah's former office administrator); and the addition of signature authority by Candy Leonard. A motion was made to approve this resolution. The motion was seconded. The motion carried unanimously by members present.

MORTGAGE SIGNATURE AUTHORITY

Messiah's Church Council Secretary, Elizabeth Sellers, is currently authorized to sign documents related to Messiah Lutheran Church's mortgage loan application and related documents.

Resolution 3 – Mortgage Signature Authority

A resolution was introduced to extend mortgage signature authority to include Candy Leonard and Steve Snow for all documents related to the execution of Messiah's ELCA Mission Investment Loan Agreement. A motion was made to approve this resolution. The motion was seconded. The motion carried unanimously by members present.

DEMAND DEPOSIT ACCOUNT

As part of the Mortgage Agreement with the ELCA Mission Investment Fund, Messiah Lutheran Church is required to open a Demand Deposit Account with the Mission Investment Fund and transfer funding amounts as outlined by the ELCA Mission Investment Fund from Messiah's current investment accounts. The equivalent of 3 months of mortgage payment are required. Messiah Lutheran Church must also maintain a minimum balance in the Demand Deposit Account thereafter for the duration of the mortgage.

Resolution 4 – Demand Deposit Account

A resolution was introduced for Messiah Lutheran Church to open a Demand Deposit Account with the ELCA MIF and transfer the appropriate amount for the application fee and required deposits. A motion was made to approve this resolution. The motion was seconded. The motion carried unanimously by members present.

ASSESSMENT AND VALUATION OF MESSIAH'S PARSONAGE PROPERTY

The Messiah Lutheran Church Council discussed the merits of having the Parsonage Property assessed and replotted to determine its value for possible future sale. The Council discussed the desire for the replot of the land parcel in order for the church to retain areas of the Parsonage Property that contain the Community Caring Garden and orchard. Any decision related to the actual sale of the Parsonage Property will be presented at a future Congregational Meeting for a Congregational Vote.

Resolution 5 – Assessment and Valuation of Messiah's Parsonage Property

A resolution was introduced to initiate the process to assess the parsonage for possible future sale – to include, but not limited to a replot of the land parcel and an assessment of the property value. A motion was made to approve this resolution. The motion was seconded. The motion carried unanimously by members present.

AUTHORIZATION OF CAPITAL INVESTMENT BOARD

In order for Messiah's Capital Investment Board to proceed with initiating a mortgage loan on behalf of Messiah Lutheran Church, the Church Council must give authorization for the Board to borrow mortgage funds from the ELCA Mission Investment Fund.

Resolution 6 – Authorization of Capital Investment Board

A resolution was introduced to authorize the ministry (Messiah's Capital Investment Board) to borrow the sum of 2.3 million from the mission investment fund. A motion was made to approve this resolution. The motion was seconded. The motion carried unanimously by members present.

AFFIDAVIT TO AUTHORIZE MORTGAGE

The ELCA Mission Investment Fund requires formal approval of an affidavit to authorize a mortgage agreement.

Resolution 7 - Resolution/Affidavit to Authorize Mortgage

A resolution was introduced for the Messiah Lutheran Church Council to approve the affidavit outlined by the Mission Investment Fund of the Evangelical Lutheran Church in America as it is written:

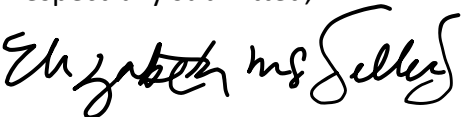
"WHEREAS the Messiah Lutheran Church ("Ministry") proposes to borrow the sum of \$2,320,000.00 from the Mission Investment Fund of the Evangelical Lutheran Church in America under the following conditions:
(a) the loan proceeds are to be used for the purpose of refinancing an existing loan
(b) the loan is to be secured by a first mortgage, or first lien deed of trust or other security instrument, on the real property of the Ministry, specifically the church buildings and grounds,
(c) the loan will be for a term of 20 years at an interest rate to be adjusted every 5 years, and it is
RESOLVED that (a) the Ministry is authorized to borrow the sum of \$2,320,000.00 from the Mission Investment Fund of the Evangelical Lutheran Church in America, to be used for the foregoing purpose and to be secured by real property of the Ministry as set forth above;
(b) the President and/or any Vice President of the Ministry are authorized to execute the promissory note and mortgage, or deed of trust or other security instrument, to evidence said borrowing, with such changes in those documents as such officers of the Ministry may approve,
(c) those officers are also authorized to take all further actions and execute all such further documents as may be necessary to carry out the foregoing borrowing; and
(d) those officers are also authorized to agree to any extensions in the payment dates or due dates under that promissory note as are acceptable to the Fund."

A motion was made to approve this resolution. The motion was seconded. The motion carried unanimously by members present.

AJOURNMENT

The special meeting of the Council was adjourned at 8:46 PM.

Respectfully submitted,



Elizabeth MS Sellers
Messiah Lutheran Church Council Secretary