

Draft
Our Savior Lutheran Ministries
Semi-Annual Voter's Meeting
Minutes for January 19, 2020

INTRODUCTION:

- A Semi-Annual Voter's Meeting of Our Savior Lutheran Ministries (OSLM) was held on Sunday, January 19, 2020, in the OSLM Sanctuary.
- A quorum was present, as confirmed by attendance sheets that were signed by the members as they entered the meeting. According to the sheets, the total attendance was 68 (see Attachment #1 to the original minutes).
- The meeting was called to order at 10:41 am. Board of Director (BOD) Chair Angela Westphal first reviewed the proposed agenda for this meeting and then Pastor Kevin Austin opened the meeting with a prayer.

GENERAL BUSINESS:

- Approval of the June 9, 2019 and November 3, 2019 Meeting Minutes
- A **motion** was made to approve the June 9 and November 3, 2019 meeting minutes as previously distributed via email by Jesse Yow. The **motion** was seconded by Joe Ryno. The vote was unanimously approved by voice vote.

SECOND VOTE TO AMEND THE CONSTITUTION AND BYLAWS:

Angela Westphal summarized the results of the Special Voter's Meeting held in November and indicated that the congregation voted to change the language in the Constitution and By-laws from, *"The Senior Pastor shall make every attempt to attend all regularly scheduled meetings of the Lay Governing Board."* to: *"The Senior Pastor shall be an ex-officio member of the Board of Directors"*.

Angela requested that a motion be made to approve the change to the Constitution and By-laws as stated above. Christa Even called for a **motion** to approve of the language and seconded by Kim Korsak. The **motion** was passed by a show of hands vote.

LOAN RESTRUCTURING

Don Young presented a status of OSLMs loan and the proposed restructuring. Don presented the information as shown on the pages 9-12 of the presentation (Attachment #2 to the original minutes). Don addressed questions from the voters. Don asked that a resolution be made to the restructuring of the loans as follows:

- That the Borrower borrow the sum of up to \$13,251,888.98 from LCEF, which loan is to be evidenced by one or more Note(s) and Modification Agreement, providing for interest rates and terms as determined by the loan approval letter.
- That said loans be secured by the first Deed of Trust executed by the Borrower dated as of March 30, 2007, and recorded March 30, 2007 in Official Records of Alameda County, CA in as Document No. 2007126349 with respect to all of the real property owned by the Borrower described as follows (See Exhibit A [*not attached to the minutes*]).

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- That the legal signers as specified in the Articles of Incorporation and/or the Constitution and Bylaws of the Borrower or, if not specified, the President and Secretary or, in the absences of the Secretary, another Officer, of the Borrower are hereby authorized, empowered and directed to execute, acknowledge and deliver on behalf of the Borrower one or more Note(s) and Modification Agreement as above provided, and said Officers are further authorized, empowered and directed to do all such acts and things to execute and deliver all such documents as may, in the discretion of said Officers, be deemed necessary, proper or convenient to carry out and comply with the provisions and terms upon which said loan is being made to the Borrower and the same are hereby approved in all respects.

Following this discussion, Don Young called for a **motion** to approve the resolution as stated in the three bullets above. The **motion** was made by Michael Marchini and seconded by Susan Contreras. The **motion** was passed by a voice vote.

BOARD OF DIRECTORS NOMINATING COMMITTEE

Angela Westphal reviewed the By-laws regarding the election of at-large members to serve on the nominating committee. Following the presentation, Angela requested nominations from the floor.

- Jesse Yow nominated Glenna Sanlis
- Bill Even nominated Kayla Marchini

Angela requested a **motion** to elect Glenna Sanlis and Kayla Marchini serve on the nominating committee. A **motion** was made by Marcos Contreras and seconded by Jesse Yow. The **motion** passed unanimously by voice vote.

2019 YEAR IN REVIEW

Pastor Kevin presented the 2019 Year in Review and briefly went through the 2019 Year in Review (Attachment #3 to the original minutes). He encouraged all members to review the handout.

Pastor Kevin also announced that OSLM will be hosting the CNH Missions Conference on Saturday, March 21, 2020 and encouraged everyone to attend. More information will be coming soon.

ADJOURNMENT:

- Closing prayer was offered by Pastor Kevin.
- A **motion** by Beth Young to adjourn the meeting was **passed** by unanimous voice vote, ending the meeting at 11:34 am.

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ATTACHMENTS:

- #1 - OSLM Attendance Sheets (2 pages)
- #2 – Semi-Annual Voters Meeting Presentation
- #3 – 2019 Year in Review

Submitted by: Kimberly Brandt, Secretary, January 23, 2019

Approved by Voters: