

**General Synod Council
Reformed Church in America
Minutes of August 25, 2023 Meeting
Zoom Video Meeting**

Welcome and Opening Business

Kimberly Van Es, moderator of the General Synod Council (GSC), called the GSC's meeting to order on August 25, 2023, at 11:00 a.m. (eastern), following the presence of a quorum.

The following members of the GSC were present for all or part of the meeting:

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| Eddy Alemán, <i>ex-officio</i> | Sheila Moses |
| Calvin Brouwer | Judith Nelson |
| Michelle Chahine | Jonathan Opgenorth |
| Linda Cline | Neale Roller |
| Devonna Cousins | Joshua Scheid |
| Susan Davis | Jidong Shan |
| Brian Engel | Kjersten Sullivan (ELCA) |
| Fredy Gutierrez | Kimberly Van Es |
| Clair Hoeksema | Harris Van Oort |
| Dwayne Jackson | Patricia Varga |
| Yong Bok Kim | Hank Vrielink |
| Michael Meyer-Veen | Maudelin Willock |

The following members of the GSC were unable to attend the meeting:

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| Carole Barber | Bradley Kautz |
| Randy Karcher | Eric Nichols |

The following staff members were present for all or part of the meeting:

Elizabeth Brand, *Director of General Synod Operations*
Christina Tazelaar, *Chief Communications Officer and Interim Chief
Operating Officer*
Angela Worthley, *Recorder*

The moderator expressed a desire that the GSC's purpose be stated clearly and read part of the preamble of its current bylaws (2008, p.1), as follows.

This corporation - the General Synod Council of the Reformed Church in America (GSC) – is established by and responsible to the General Synod. It acts as the executive committee of the General Synod (which is the highest assembly and judicatory in the Reformed Church in America), and it administers the affairs of the Reformed

Church in America between the sessions of the General Synod. It implements decisions, policies, and programs of the General Synod through proper channels and agencies, and it supports, strengthens, and coordinates the work of the several commissions, boards, institutions, and agencies of the Reformed Church in America, thus seeking to increase the effectiveness of the mission and witness of the church.

Dwayne Jackson offered prayer, upon the request of the moderator.

The moderator reported that rather than appointing governance monitors for the current meeting as had been done in the past, she wanted to pilot a new approach in that anyone present, including staff, would be free to speak up at any time to ask that the current business be redirected in light of policy governance. The GSC agreed.

New members were asked to introduce themselves.

Ad Interim Appointments

The GSC is empowered to appoint persons *ad interim* to fill vacancies that occur between sessions of the General Synod. All such appointments are then subject to the approval of the General Synod at its next stated session (*BCO*, Chapter 3, Part I, Article 4, Section 3 [2022 ed., p. 112]).

The moderator explained that current vacancies exist for a Native American and Indigenous Ministries (NAIM) representative to the Commission on Nominations and an African American Black Council (AABC) representative to GSC. The GSC has received *ad interim* appointment requests from NAIM and AABC.

GSC 23-52

A motion was made, supported, and adopted:

To appoint *ad interim* Nancy Gillis (representing Native American and Indigenous Ministries) to the Commission on Nominations; and further,

To appoint *ad interim* Vivian Campbell (representing the African American Black Council) to the General Synod Council.

General Synod Treasurer and Amended Corporate Resolution

Jillisa Teitsma, who currently serves as the GSC's chief financial officer (CFO) and the General Synod's treasurer, will step down effective September 1, 2023 to accept other employment. Lisa Stover, who currently serves as the GSC's Director of Finance and Facilities, has also agreed to serve as the GSC's interim CFO from September 1, 2023 until another qualified individual is identified and hired.

The GSC's CFO is also typically the same person who is appointed to serve as the General Synod treasurer. The General Synod appoints its treasurer annually at its stated session in June. The GSC, who acts as the executive committee of the General Synod and administers its business between stated sessions, was asked at today's meeting to appoint Ms. Stover as the interim General Synod treasurer from September 1, 2023 until the General Synod or GSC appoints another qualified individual.

GSC 23-53 A motion was made, supported, and adopted:

To appoint Lisa Stover as interim treasurer of the General Synod of the Reformed Church in America.

The GSC, at its June 13, 2023 meeting, adopted a corporate resolution captioned, "GENERAL SYNOD COUNCIL CORPORATE RESOLUTION, July 1, 2023 – June 30, 2024" (GSC 23-49) that authorized Eddy Alemán and Jillisa Teitsma to sign documents, enter into agreements, and otherwise conduct business on behalf of the GSC. The GSC was asked at today's meeting to adopt an amended corporate resolution that would give Ms. Stover, in lieu of Ms. Teitsma, the same authority to carry out these functions.

GSC 23-54 Motion made, supported, and adopted:

To adopt the amended corporate resolution captioned "GENERAL SYNOD COUNCIL CORPORATE RESOLUTION, September 1, 2023 – June 30, 2024" found in Schedule GSC 23-54.

Executive Limitation (EL 9 Communication and Support to the Board) and Executive Session

The GSC briefly discussed several recent executive level staff changes as communicated to the GSC by the general secretary on August 11, 2023, and thereafter met in executive session.

GSC 23-55 Motion made, supported, and adopted to adjourn the August 25, 2023, meeting of the GSC at 1:08 p.m. (eastern) following prayer by Judith Nelson.

Angela Worthley, Recorder

Schedule GSC 23-54

GENERAL SYNOD COUNCIL CORPORATE RESOLUTION
September 1, 2023 – June 30, 2024

RESOLVED, that any of the following officers of this corporation (General Synod Council of the Reformed Church in America, a New York not-for-profit corporation), to wit:

Eddy Alemán, General Secretary

Lisa Stover, Interim Chief Financial Officer and Interim Treasurer

acting alone or together, or any individual expressly authorized in writing by both of the foregoing officers of this corporation to act as a “designated representative” of this corporation for purposes of executing contracts or other agreements or reports to which this corporation is a party, be and they are hereby authorized and empowered to execute and deliver any contract or other agreement or report for or on behalf of the General Synod Council of the Reformed Church in America, including but not limited to contracts for goods and services, agreements to accept gifts in any amount of money, stocks, bonds, or other marketable securities from individuals, entities, estates, and trusts, informational and other reports and forms for submission to federal and state departments, agencies, authorities, bureaus, and similar administrative or regulatory bodies or operations, and contracts or other agreements for the sale, assignment, transfer or disposition of any stocks, bonds, or other securities or real estate now or hereafter owned or held by the General Synod Council of the Reformed Church In America.

FURTHER RESOLVED, that the authority of any “designated representative” to execute and deliver contracts or other agreements for goods or services is limited to contracts or other agreements that provide for payments by this corporation in an aggregate amount not greater than \$25,000.00.

FURTHER RESOLVED, that any individual to whom a copy of these resolutions shall be delivered may rely upon these resolutions until such time as written notice of any change, amendment or cancellation thereof shall have been received by such individual