

**THE PRESBYTERY OF LONG ISLAND OF
THE PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA**

CERTIFICATE OF THE STATED CLERK

I, Rev. Kate Jones Calone, am the Executive Presbyter & Stated Clerk of The Presbytery of Long Island of the Presbyterian Church in the United States of America, also known as The Presbytery of Long Island of the Presbyterian Church (U.S.A.) (the "Presbytery") and have reviewed the relevant minutes and records of meetings of the members of the Presbytery.

I hereby certify that the attached resolutions entitled "*Conveyance of Real Property of Extinct Glenwood Presbyterian Church and Congregation*" was duly adopted at a meeting of the members of the Presbytery on September 21, 2024, at which a quorum was present and acting throughout, was adopted by the affirmative vote of a majority of the members present, has not been modified or amended, and remains in full force and effect.

The undersigned further certifies the details of the vote as follows:

Total Number of Members: _____
Number of Members Attending Meeting: _____
Number of Votes in Favor of the Resolutions: _____
Number of Votes Against the Resolutions: _____
Number of Members Abstaining from the Vote: _____

Date of this certification: _____

Rev. Kate Jones Calone
Executive Presbyter & Stated Clerk

**THE PRESBYTERY OF LONG ISLAND OF
THE PRESBYTERIAN CHURCH IN THE UNITED STATES OF AMERICA**

RESOLUTIONS BY THE MEMBERS

**CONVEYANCE OF REAL PROPERTY OF
EXTINCT GLENWOOD PRESBYTERIAN CHURCH AND CONGREGATION**

WHEREAS, on June 23, 2015, The Presbytery of Long Island of the Presbyterian Church in the United States of America (the "Presbytery"), at its Stated Meeting, appointed an administrative commission for the closing of Glenwood Presbyterian Church and Congregation ("Glenwood"), and to work with the remaining members to celebrate its ministry and close out the ministry, including transferring remaining members and considering the future use of its real property.

WHEREAS, on or about October 10, 2015, Glenwood held a closing service.

WHEREAS, on October 24, 2015, the Presbytery, at its Stated Meeting, formally recognized that all members of Glenwood had dispersed and found new congregations in which to join, and as such, in accordance with section G-4.0205 of the Book of Order 2023-2025, Part II of the Constitution of the Presbyterian Church (U.S.A.) (the "Book of Order"), Glenwood had become an extinct congregation and all its property, including certain real property located at 71 Grove Street, Glenwood Landing, New York 11547, and identified on the Town of Glenwood Landing, Nassau County tax map records, Section: 20, Block: P, Lots: 735A-B and 154A-B (the "Property"), was deemed to be held in the Presbytery.

WHEREAS, since October 2015, the Presbytery has managed and operated the Property, and expending resources to maintain and protect the Property.

WHEREAS, the board of trustees of the Presbytery (the "Board of Trustees") has determined that the Presbytery should explore selling the Property because (i) the Property is not needed to conduct or fulfill the Presbytery's purpose and (ii) the cost and expense of maintaining and protecting the Property, and in furtherance thereof, ordered and obtained an appraisal of the Property (the "Appraisal") that concluded the "as is" value of the Property, as of June 10, 2024, to be One Million Three Hundred Fifty Thousand and 00/100 Dollars (\$1,350,000.00) (the "Appraised Value").

WHEREAS, prior to engaging a broker and marketing the Property, Saint Andrew Malankara Orthodox Church, a New York religious corporation ("Purchaser"), made an offer to purchase the Property, in "as is" condition, for the price of One Million One Hundred Ninety Thousand and 00/100 Dollars (\$1,190,000.00) (the "Purchase Price"), in cash at closing.

WHEREAS, the Board of Trustees having reviewed the consideration and terms of the transaction set forth by the Purchaser, and other information determined that: (i) the terms and conditions of the contemplated transaction offered by the Purchaser are fair and reasonable and (ii) the purpose of the Presbytery and the interest of its members will be promoted by a sale and conveyance of the Property.

WHEREAS, in furtherance of the foregoing, the Board of Trustees has recommended that the members of the Presbytery adopt resolutions to: (i) accept, approve, and authorize the sale and conveyance of the Property to the Purchaser for no less than the Purchase Price and such other commercially reasonable terms and conditions, as determined by the Board of Trustee with the advice of legal counsel and (ii) in the event the transaction described above with the Purchaser does not occur within a reasonable period of time, empower and authorize the Board of Trustees to engage a real estate broker to market the Property, and accept, approve, and authorize the sale and conveyance of the Property to another bona fide third party purchaser for commercially reasonable terms and conditions, upon advice of legal counsel, provided the purchase price no less than the Appraised Value.

NOW, THEREFORE, it is:

RESOLVED, that Glenwood is hereby deemed extinct, as of October 10, 2015, the date of the closing service, by reason of the dispersal of its members, the abandonment of its work, and other similar causes, and formally declared dissolved; and it is further

RESOLVED, that the recommendations of the Board of Trustees related to the conveyance of the Property to the Purchaser is accepted, and that the consideration and terms offered by Purchaser are fair and reasonable and that the purpose of the Presbytery and the interest of its members will be promoted by said transfer; and it is further

RESOLVED, that the offer by Purchaser to purchase the Property, in "as is" condition, for no less than the Purchase Price, in cash at closing, is accepted, approved, and authorized; and it is further

RESOLVED, in the event the transaction with the Purchaser does not occur as set forth above, that the recommendations of the Board of Trustees related to the marketing and conveyance of the Property to another bona fide third-party purchaser is accepted, and that the Board of Trustees is empowered and authorized to take any and all reasonable and necessary actions, upon advice of legal counsel, to sell and convey the Property for commercially reasonable terms and conditions and a purchase price of no

less than the Appraised Value, without the need for additional approval from the members of the Presbytery; and it is further

RESOLVED, that the net proceeds of said transfer be applied to the payment or satisfaction of general expenses or obligations of the Presbytery, and to the conduct and further its religious activities and corporate purposes in accordance with the Book of Order, and the dissolution of the Presbytery is not contemplated following the abovementioned transaction; and it is further

RESOLVED, that any officer of the Presbytery (including but not limited to its Executive Presbyter) be, and each hereby is, authorized, empowered and directed to act on behalf of the Presbytery, to make, execute, and deliver all written instruments and documents necessary to cause the sale and conveyance of the Property, in accordance with the terms and conditions set forth herein, the Religious Corporations Law and the Book of Order (including but not limited to a purchase and sale agreement for the conveyance of the Property, a petition to the New York State Supreme Court for approval of the sale and conveyance of the Property and a good and sufficient deed to convey title to the Property); and take such other and further action necessary, upon advice of legal counsel, to carry into effect such resolutions and effectuate the transactions contemplated herein (including but not limited to the payment of all such customary or required closing costs); and it is further

RESOLVED, that any actions taken by any trustee or officer of the Presbytery, or their designees, prior to the date of these resolutions adopted by the Presbytery are within the authority conferred thereby are hereby ratified, confirmed, and approved as the acts and deeds of the Presbytery.

Date of the meeting of the members of the Presbytery: September 21, 2024