

InterAct Ministries, Inc., Board Meeting

InterAct, Inc., Headquarters, Boring, Oregon
August 1, 2015

Members Present: Bill Twichell (Chairman), Mike Matthews (Vice chairman), Ray Prigodich (Secretary), Gale Van Diest (Treasurer), Hugh Grant, Randy Jackson, Dave Perry, Chuck Schaap, Dale Smith, and Al Strawn.

Members Absent: Huron Claus.

Others Present: Roy Martin (staff), Darris Arnold, and Lucas Orner were also present for part of the meeting.

Announcements and Housekeeping Matters

Call to Order and Welcome

Chairman Twichell called the meeting to order at 8:50 AM.

Devotional Time

Dave Perry presented some thoughts on the topic of fellowship. He began by noting that although he has preached on occasion, this is the first time he's ever given a devotional presentation! Dave said that he loves to fellowship with both missionaries and Native American believers, and that he feels closer to us, his fellow board members, than to just about any other group, including the small group he's part of at his local church.

Koinonia, he said, is a kind of fellowship that can be experienced only with fellow believers. In the New Testament, this word first appears in Acts 2, where we read that the early believers in Jerusalem communed with one another to the extent even of holding all things in common, experiencing a level of community that is somewhat counter-cultural for Americans.

In John 17, Dave noted, Jesus prayed for *us*, since we are among those who have believed in him through the message of the Apostles (cf. v. 20). In v. 23, Jesus prayed that all of his future followers would experience complete unity. God uses our fellowship/unity as an example to illustrate to those who are not yet believers that he loves the world.

Dave told us that, on average, he and his wife have had overnight guests once a month during the three years since they moved to Spokane—and that these guests have been a real blessing to them.

He concluded by sharing a number of scripture passages with us:

- Romans 12:10 calls on us to be committed to one another and to put others ahead of ourselves.

- Romans 14:13 and 19 exhort us to stop tearing one another down and, instead, pursue those things that will build up one another. In connection with this, he asked for prayer that he himself won't tear others down.
- In Romans 15:7, God compels us to accept one another, just as Christ has accepted us.
- In Galatians 6:2, we're exhorted to bear one another's burdens.
- And in Job 42:10 we read that it was after Job prayed for his friends that the Lord blessed him by restoring his fortunes.

Prayer Time

There was a time of corporate prayer, which was brought to a conclusion by Gale Van Diest.

Potential Conflict of Interest

A potential conflict of interest for InterAct staff member Gale Van Diest was noted.

Approval of Previous Minutes

Al Strawn read the [minutes](#) from February 7. One mistake was noted for correction: it was Huron Claus, rather than Dale Smith, who had recommended that Tom Steffen be cultivated for possible future board service. Dave Perry moved that the minutes be approved as corrected, and Chuck Schaap seconded his motion. The motion was [approved](#) without any objection.

REPORTS

Interim Alaska Field Director's Report (Darris Arnold)

Darris noted that this was his first day as a full-time employee of InterAct Ministries. He reported that his grandson, Henry (age 7), who has cystic fibrosis, is doing relatively well. He receives three hours of therapy each day. Darris said that his wife makes purses to sell, the profits from which are put into a fund to cover some expenses related to Henry's care that aren't covered by insurance.

Darris currently represents InterAct on the governance council of the LEaD consortium, but he wonders if there's a conflict of interest in his doing so. He also asked if the board should formally appoint him—or perhaps someone else—to this position, so that whatever actions are taken by InterAct's representative on the council will be more official in nature.

At present, funding for LEaD is very uncertain. Until now, InterAct has been covering any shortages. Darris reported that he has managed to persuade the other participating organizations to promise to engage in some fund raising, if needed, to help cover future deficits. Darris emphasized that InterAct shouldn't be the "cash cow" for the whole program. He reported that, as of now, no new prospective students have formally committed themselves to participate in the

LEaD program this fall. He also noted that some basic life skills have been added to the LEaD curriculum—teaching students how to prepare their own breakfast, for example.

Darris reported that Harry Hafford recently suggested that, rather than expecting to receive support from others, the pattern he himself is currently following of being largely self-supporting is what most native leaders will probably need to do in the future.

Darris raised the question of how much impact on the entire state of Alaska can be made by training as few as four people at a time. He's wondering if it might be possible to extend the LEaD program to larger communities, such as Anchorage, so that lay people might have the opportunity to receive some formal training, possibly through evening classes. He recognizes, however, that, at this time, there are probably insufficient personnel resources to be able to do this.

At this point, Dale noted that the sorts of issues Darris was highlighting are really issues that management, rather than the board, needs to address. It's OK, he said, for the board to be aware of such issues, but the board is not the appropriate entity to make decisions concerning such matters. Bill Twichell concurred with what Dale said.

Darris said that he's still trying to figure out his exact role. He believes that two distinct teams need to be created: one focusing on discipleship training, the other on village ministry. He's asked the Horsmans to spearhead the former and George Richardson the latter. Darris noted that one advantage to his being based in the "Lower 48" is that this places him in a position to be able to focus more on the recruitment of much-needed new personnel for Alaska.

In response to a question, Darris explained that he and his wife need to be based in Portland, rather than in Alaska, in order to assist their son and his wife in caring for Henry, who eventually will likely need to be hospitalized several times a year. Someone will need to be with Henry during those times, and the responsibility of addressing all of Henry's various needs is greater than his parents are able to handle alone.

Dave Perry recommended to Dale that he not hesitate to allocate whatever InterAct funds may be needed to facilitate the carrying out of Darris' responsibilities.

Canada Field Director's Report (Dan Mayerle)

Because Dan was not present, there was no discussion of his report.

Russia Field Director's Report (Lucas Orner)

Lucas noted that, for the first time, a more focused vision for the work in Russia has been developed. This sharpened focus will make possible a greater degree of

specificity for the recruitment of new team members, so that potential recruits won't simply be told, "We'll find a place for you."

Lucas answered a number of questions regarding the attitude of Russian believers toward President Putin, the view tribal peoples have of the Russian-dominated government, and the current economic situation in Russia.

Executive Director's Report (Dale Smith)

Dale began by noting that Dan Mayerle is currently dealing with a number of missionaries who are struggling with burnout. He also reminded us that Dan was excused some time back from participating in the summer meetings of the "Inc." board.

Dale reported that he hopes to recruit someone to work in the area of mobilization. Mobilization, he said, isn't really Jerry Crosby's forte, and given Roy Martin's departure, there are plenty of other things for Jerry to do in his new role of Director of Operations.

Dale elaborated at some length on the eight points of the section of his written report entitled "Where We Are Going." He also told us that he really enjoys what he does as Executive Director.

Dale responded to a number of questions from various board members. Topics touched upon included how to accelerate the recruitment of new missionaries and how to measure the effectiveness of what InterAct is doing. There was extended discussion regarding the board's role versus that of the staff in assessing effectiveness. Questions explored included: What *can* be measured? And *should* we be measuring things according to some numerical scale, or should we rather be looking in a more general way at whether or not people appear to be faithfully carrying out the work of the Lord? We also talked about the need for representatives of InterAct to show excitement when presenting the work of the mission to the public.

(Note: Just before the meeting adjourned, Mike Matthews initiated some additional discussion regarding the best way to assess ministry effectiveness. He wondered if some specific, measurable goals should be created? Dale noted that this is more a management issue than a board issue and that he doesn't currently sense a need for board input in this area. Nevertheless, he indicated that he'd be happy to pursue this issue with any board members who may sense a need for further clarification, in order to insure that he and the board are on the same page regarding this issue.)

Prayer for the Fields

There was a time of corporate prayer, which was brought to a conclusion by Mike Matthews.

NEW BUSINESS

Finance and Audit Committee Report (Gale Van Diest, Chair; Ray Prigodich, Chuck Schaap; Roy Martin [*ex officio* as CFO]; Dale Smith [*ex officio* as CEO]; and Bill Twichell [*ex officio* as Board Chair]).

Chairman Van Diest presented the committee's **report** (see attached minutes), which was **approved** without any objection. By approving this report, the board accepted the following recommendations:

- That Kern & Thompson be appointed as auditors for the 2015-16 fiscal year.
- That from the anticipated gift from the recently-disbanded Hueytown Church in Birmingham, Alabama, \$80,000 be retained by InterAct, Inc., to cover the cost of a new manufactured home and related landscaping costs at the U.S. Office, with the balance to be split equally between InterAct Canada and the Gillaspies.
- That the 2015 budget be modified to reflect the anticipated revenue from the Hueytown Church (\$80,000) and the projected cost of the manufactured home and related landscaping needs for the U.S. office (\$7,700 to remove the 1964 mobile home and clean the site; \$50,000 to purchase and set up a new manufactured home; and \$22,300 to repair the hardscape, driveways, and landscaping).
- That the clergy housing allowance for 2016 be set at a maximum of \$24,000.
- That:
 - Diane Page replace Roy Martin as a signatory for checks, drafts, and wire transfers at the Clackamas County Bank;
 - Roy Martin be removed as a signatory for payroll, tax, and foreign wire transfers, and other foreign exchange transactions at the Clackamas County Bank;
 - Karen Schweitz replace Roy Martin as a signatory for federal, state, and local tax and payroll reports;
 - Steve Horsman replace Kathy Voran and Darris Arnold replace Freda Arnold as signatories for checks and drafts at Wells Fargo Bank in Palmer; and that
 - Jerry Crosby replace Roy Martin as the Oregon Registered Agent of InterAct Ministries, Inc.
- That the balance in the Fire Insurance Fund for Alaska properties outside of Anchorage be increased from \$125,000 to \$250,000, by transferring money from the Endowment Fund. (This will raise the Fire Insurance Fund to a level that more nearly reflects the replacement cost for one of our buildings in Alaska.)

Nominating and Review Committee Report (Hugh Grant, Chair; Randy Jackson; Dave Perry; Dale Smith [*ex officio* as CEO]; and Bill Twichell [*ex officio* as Board Chair]).

Chairman Grant presented this **report** (see attached minutes), which was **approved** without any objection. By approving this report, the board accepted the following recommendations:

- That the following slate of officers be approved for 2016:
 - Chairman: Bill Twichell
 - Vice Chairman: Randy Jackson (new)
 - Secretary: Ray Prigodich
 - Treasurer: Gale Van Diest
- That the board committees be constituted as follows in 2016:
 - **Nominating and Review:** Hugh Grant, Chair; Huron Claus; Randy Jackson; Mike Matthews, Dave Perry, Dale Smith (*ex officio*); and Bill Twichell (*ex officio*).
 - **Finance and Audit:** Gale Van Diest, Chair; Ray Prigodich; Chuck Schaap; Al Strawn (new); Karen Schweitz (*ex officio*, as CFO); Dale Smith (*ex officio*); and Bill Twichell (*ex officio*).
 - **Executive Director Relations:** Dave Perry, as the “at large” member from the Inc. board. (This committee meets annually only during the joint board meetings in February. It is comprised of the Inc. and Canada chairs, one “at-large” member selected from one of the boards, and the Smiths.)

Roy Martin’s Retirement

In light of Roy’s close relationship with the Finance & Audit Committee, the announcement of the retirement of Roy and Phyllis Martin was noted with great appreciation for his service. His retirement will be effective as of September 1, 2015. Several board members expressed their thanks for Roy’s invaluable contribution to the work of InterAct Ministries, and there was a time of corporate prayer for him, which was brought to a conclusion by Randy Jackson.

Audit

Ray Prigodich moved and Chuck Schaap seconded his **motion** that the 2014-15 audit be approved. The motion was **approved** without any objection.

Darris Arnold to Continue as Interim Alaska Field Director

Al Strawn moved and Hugh Grant seconded his **motion** that Darris Arnold’s appointment as Interim Alaska Field Director be extended for up to one year, pending the ratification vote at the Alaska staff conference in 2016. The motion was **approved** without any objection.

Acceptance of New Members Approved by InterAct Ministries of Canada

Chuck Schaap moved and Al Strawn seconded his **motion** that the following resolution be approved with regard to the acceptance into InterAct Ministries, Inc., of missionaries who have been accepted through InterAct Ministries of Canada:

WHEREAS InterAct Ministries, Incorporated, and InterAct Ministries of Canada share the same mission statement and core values;

WHEREAS the membership qualifications of InterAct Ministries, Incorporated, and InterAct Ministries of Canada are virtually the same;

WHEREAS InterAct Ministries, Incorporated, recognizes that it would enhance its operation to integrate some of its operational, human, and technical resources with InterAct Ministries of Canada;

THEREFORE it is resolved that in regards to the acceptance of new members, InterAct Ministries, Incorporated, agrees to accept as its own the new member assessment and acceptance procedures of InterAct Ministries of Canada for applicants whose homeland is Canada, but who, by virtue of their field assignment, would otherwise qualify as members of InterAct Ministries, Incorporated.

The motion was **approved** without any objection.

By-law Changes

Dave Perry moved and Al Strawn seconded his **motion** that changes to the by-laws relating to the definition of membership in the organization and that InterAct's Statement of Faith be included as an appendix at the end of the official by-laws be approved (see attached document). The motion was **approved** without any objection.

(Note: Also on the agenda for possible changes in the by-laws was reconsideration of the requirement that Roberts' Rules of Order be the only model for conducting all InterAct business meetings. Discussion of this issue was tabled, however, until a future meeting.)

Issues Related to Homosexuality

We discussed at some length the need to address certain issues related to homosexuality:

- Is it sufficiently clear in our official documents that practicing homosexuals are ineligible for appointment/membership?
- Do we need to increase the amount of liability insurance coverage, in case we should ever be sued over this issue?
- What about use of the conference room and other InterAct facilities by outside groups or individuals?

Use of InterAct's Facilities

Randy Jackson moved and Gale Van Diest seconded his **motion** that a statement be added to the Board Policy Manual that all employees and all individuals and groups that utilize any InterAct facilities adhere to InterAct's Standards of Christian Life and Ministry, as stated in the Member Handbook. The motion was **approved** without any objection.

(Note: It was agreed that this statement should probably be added to the by-laws at some point.)

Compliance with Requirements Authorizing InterAct Ministries to Solicit Funds in Each State

Al Strawn moved and Hugh Grant seconded his **motion** that the executive director and the officers of the board be directed to comply with state requirements authorizing InterAct Ministries to solicit funds in each state. The motion was **approved** without any objection.

(Note: Most states require organizations that raise funds in that state to seek formal approval to do so. InterAct Ministries is now in the process of applying for such approval, state by state.)

Approval of the Contents of the *Minnesota Initial & Annual Reporting Renewal Filing Instructions*

Dave Perry moved and Gale Van Diest seconded his **motion** that the contents of the *Minnesota Initial & Annual Reporting Renewal Filing Instructions*, signed on August 1, 2015, be approved. The motion was **approved** without any objection.

(Note: The state of Minnesota requires a board resolution in connection with this process.)

Approval of the Contents of the Registration Statement for the State of North Dakota

Mike Matthews moved and Ray Prigodich seconded his **motion** that the following wording on InterAct's Registration Statement for the state of North Dakota be approved: "I, the undersigned, state and certify that I am a duly constituted officer of this organization, being the Executive Director and that this Registration Statement is executed on behalf of the organization by me pursuant to resolutions of the Board of Directors adopted on the 1st day of August, 2015, approving the contents of the Registration Statement, and do hereby certify that the Board of Directors has assumed, and will continue to assume responsibility for determining matters of policy, and have supervised, and will continue to supervise the finances of the organization. I, the undersigned, state that the information supplied is true, correct and complete to the best of my knowledge and I understand that if I make a false statement in this registration, I may be subject to criminal penalties." The motion was **approved** without any objection.

Review, Approve, and Sign IRS Form 990

Gale Van Diest moved and Mike Matthews seconded his **motion** that the completed IRS Form 990, as presented to the board, be approved and that the executive director and the appropriate members be directed to sign this form. The motion was **approved** without any objection.

Additional Changes to the Board Policy Manual

Ray Prigodich moved and Randy Jackson seconded his **motion** that the following changes to the Board Policy Manual be approved:

- Change “two elected officials” (page 4-3, third paragraph) to “board chair and board treasurer.”
- Change “maximum loss payable is set at \$125,000” (page 4-12, second paragraph, 1st bullet) to “maximum loss payable is set at \$250,000.”
- Add a new page in the appropriate place in the Board Policy Manual delineating the policy approved above regarding acceptance of missionaries by InterAct Ministries of Canada.
- Strike “Healthcare Flexible Spending Account Policy,” 6-1 and 6-4. (Due to changes in regulations, InterAct no longer has an FSA, and we are therefore removing the policy.)

~~*HEALTHCARE FLEXIBLE SPENDING ACCOUNT AGREEMENT POLICY (Policy Manual 6-1, 6-4)*~~

~~As provided by Internal Revenue Code Section 105(b)(e), InterAct provides a Healthcare Flexible Spending Account (FSA) to enable employees to pay for personal and dependent medical and dental expenses with pre-tax dollars.~~

~~All employees of InterAct Ministries who complete a FSA Salary Reduction Agreement prior to the start of the plan year are eligible to participate.~~

~~Each employee may select an annual amount (up to 100% of their salary) up to the maximum allowed by law to be deducted from their salary in monthly installments for transfer to their FSA. This annual amount is available any time throughout the plan year subject to prior reimbursements. Any amount remaining in the account at the end of the plan year will be forfeited.~~

~~Funds from the FSA are available to reimburse the employee for any medical or dental expense (other than health insurance premiums) as defined in Section 213 of the Internal Revenue Code.~~

~~**Approved:** February 4, 2012, August 2, 2014~~

The motion was **approved** without any objection.

Date, Place, and Chair for Inc. Annual Meeting

Dave Perry moved and Hugh Grant seconded his **motion** that the annual meeting of InterAct Ministries, Inc., be held in cyber form on September 15, 2015, from 2:00 to 3:00 PM, Pacific Daylight Time, at the Boring office, to be chaired by Jerry Crosby. The motion was **approved** without any objection.

New InterAct Ministries, Inc., Member Handbook

Copies of the new handbook were presented to the members of the board for their information.

Future Meetings

The board will meet on:

- Thursday through Saturday, February 4-6, 2016, at Camp Berachah in Auburn, Washington, or somewhere else in the Pacific Northwest, with committee meetings on the (afternoon and evening of the 4th, the Joint Board Dialogue on the 5th, and board meetings on the 6th).
- Friday and Saturday, July 29-30, 2016, at a place yet to be determined (probably somewhere in Oregon or Washington), with committee meetings on the 29th and board meeting on the 30th.
- Thursday through Saturday, February 2-4, 2017, at a place yet to be determined (possibly Camp Berachah).
- Friday and Saturday, July 28-29, 2017—if in Alaska. However, if in the Northwest, the meetings will likely take place on August 12-13 (rather than on August 5-6, so as not to conflict with the dates of the Canada conference and board meeting).

Closing Prayer and Adjournment

Chairman Twichell adjourned the meeting at 3:25 PM.

Respectfully submitted,

Ray Prigodich, Secretary
Crossville, Tennessee
August 3, 2015