

InterAct Ministries, Inc., Board Meeting

Menucha Retreat & Conference Center, Corbett, Oregon
March 3, 2023

Members Present: Daryl Kroeker (Chairman), Dave Perry (Vice Chairman), Ray Prigodich (Secretary), Chuck Schaap (Treasurer), Huron Claus, Randy Jackson, Mike Matthews, Jack Teeter, and Dale Smith (*ex officio* as Executive Director).

Absent: David Ley.

Call to Order and Welcome

Chairman Kroeker called the meeting to order at 1:10 PM and opened in prayer.

Annual Signing of Doctrinal Statement and Conflict of Interest Disclosure

These documents were distributed for signature. Notice was made of a potential conflict of interest for Mike Matthews.

Prayer Time

There was a brief time of corporate prayer.

Reading and Approval of Previous Minutes

Huron Claus **moved** that the Board minutes from August 6, 2022, be approved as circulated, and Dave Perry **seconded** his motion. The minutes were **approved** without any objection.

REPORTS

Executive Director

Dale Smith's written report was included in the board packet. He will comment on it and answer questions during the JMAC meeting later today.

Ray Prigodich **moved** that that we accept Dale's report, and Chuck Schaap **seconded** his motion. The motion was **approved** without any objection.

Treasurer's Report

This report is included in the report of the Finance and Audit Committee below.

Nominating and Review Committee (Dave Perry, Chair; Huron Claus; Mike Matthews; Jack Teeter; Daryl Kroeker [ex officio]; and Dale Smith [ex-officio]).

Chairman Perry presented the Committee's **report** (see attached minutes), and Huron Claus **moved** that it be accepted. The motion was **approved** without any objection. By accepting this report, the Board accepted the recommendation that the following potential Board members be approved for presentation at the annual membership meeting:

- Randy Jackson (for an additional three-year term)
- Dave Perry (for an additional three-year term)
- Peter Rogers

- Bill Twitchell

We also took note of the committee's list of potential future Board members:

- Vern Charette – possibly in 2 or 3 years.
- Roy Thiessen – possibly in the future, but not at this time.
- Mark Mowery – to be invited to begin the process by completing an application form, which will lead to an interview.

Finance and Audit Committee (Chuck Schaap, Chair; Randy Jackson; David Ley [absent]; Ray Prigodich; Mike Hubbard [ex-officio]; Daryl Kroeker [ex-officio]; and Dale Smith [ex-officio]).

Chairman Schaap presented the Committee's **report** (see attached minutes), and Dave Perry **moved** that it be accepted. The motion was **approved** without any objection. By accepting this report, the Board accepted the following recommendations:

- That the proposed budget for 2023-2024 (attached) be approved as presented.
- That Diane Page be removed and Twila Pearson be added as a check signer for InterAct Ministries Clackamas County Bank checking account #3726072.
- That Gary Brumbelow, who retired from InterAct in December 2022, be honored for his many years of faithful service with a gift of \$3000, to be used toward the cost of some special event or activity that he and Valerie would enjoy.
 - This is in addition to the \$2000 the Brumbelows were given by staff when he stepped down as executive director in 2010.
 - Dale will touch base with Gary and Valerie's children to get their input on how this money might most appropriately be used.
- That Gale Van Diest be posthumously honored for his invaluable service to InterAct over the years by means of a gift of \$5000, to be used by his widow, Jeannie, toward the cost of some special event—perhaps a family gathering.
 - Dale will contact the Van Diests' oldest son, Marty, to discuss how the gift might most appropriately be used.
 - Dale anticipates that various individuals will likely contribute funds sufficient to cover the cost of both gifts.

There was also some discussion about whether it might make sense:

- to move the home office to some other location—to Alaska, for example; or
- to sell the current property and rent space elsewhere in the Portland area and perhaps outsource IT and possibly other functions.

In addition, there was some discussion concerning the current balance between equities and fixed-income investments. Allen Trust has not fully acted on our request that our holdings in equities be reduced and our holdings in fixed-income investments be increased. However, given the current volatility of the investment market, we decided not to pursue this matter at this time, but to leave things as they are for the time being.

NEW BUSINESS

2023-2024 Budget

As noted above, by approving the report of the Finance and Audit Committee, the Board **approved** the proposed **budget** for 2023-2024, as recommended in that report.

Date, Place, and Chair for Inc. Annual Meeting

Dave Perry **moved** that the annual meeting of InterAct Ministries, Inc., be held in cyber form on Tuesday, September 26, 2023, at 2:00 PM (Pacific Daylight Time) at the U.S. office, to be chaired by Jerry Crosby. Huron Claus **seconded** his motion. The motion was **approved** without any objection.

Succession Planning

We agreed that it's time to return to this matter.

- Dale gave the names of three members of InterAct Ministries whom he believes would be suitable candidates to replace him as executive director.
- Daryl said that Dale really needs to tell us when he would like to step down. In his report, he indicates that he's thinking that it will be in two or three years, but he doesn't give a hard date.
- Chuck said that he doesn't believe it would be wise to tell every potential candidate that he is under consideration, lest, when a final choice is made, the others feel slighted. Perhaps, Chuck said, potential candidates should simply be watched carefully, without informing them that they're under consideration. On the other hand, Randy suggested that if those not ultimately chosen ended up feeling offended, that might be a good indication that they would not have been the right person for the job.
- Dale suggested that we put some money in the budget to help cover the expenses related to pursuing this transition and that we inform JMAC that we recommend the formation of a JMAC committee, consisting of three members, and that we're willing to commit up to a certain amount to cover expenses.

Dave Perry **moved** that the Inc. organization make up to \$18,000 available for Transition Leadership Committee (TLC) operations, and Huron Claus **seconded** his motion. The motion was **approved** without any objection.

Executive Session

It was decided that this would take place when the JMAC reconvenes tomorrow, rather than at this time, since the Executive Director Relations Committee has not yet met with Dale and Carol.

Other Items from the Floor

Huron Claus said that CHIEF has a podcast and that CHIEF would be willing to promote on that podcast InterAct's need for a development director and for qualified people to serve with InterAct in Alaska and Canada. This could be done by means of an interview with either Dale or some other staff member.

Future Meetings

The Board will meet on:

- Saturday, September 16, at the Lazy Mountain Campus, with committee meetings on the afternoon and evening of the 15th and the meeting of the full Board on the 16th.

- Friday-Saturday, March 1-2, 2024, at the Menucha Retreat & Conference Center, Corbett, Oregon, with committee meetings taking place on Thursday, February 29.

Adjournment

Daryl Kroeker adjourned the meeting at 2:40 PM on March 3, and Dave Perry offered a closing prayer.

The JMAC meeting reconvened at 10:50 AM on March 4, and during that meeting Daryl Kroeker, on behalf of the Executive Director Relations Committee, gave a report on the committee's meeting with Dale and Carol Smith. The following is copied from the JMAC minutes:

JMAC Executive Session: Executive Director Relations Committee Report

Dale Smith stepped out of the meeting while Daryl Kroeker reported on the conversation he, Jack Teeter, and Dave Perry had with Dale and Carol the previous evening. Among the things Daryl mentioned were the following:

- Dale and Carol are doing very well and are happy in their work. They are very aware, however, that the time of their retirement is drawing near.
- The Canada Board has increased both Dale's and Carol's salaries this year by 20%. Dale and Carol actually plan to return the money to InterAct, but earning a higher amount will make them eligible for greater Social Security benefits.
- The meeting with Dale and Carol was exceptionally positive.
- The Smiths are still grieving to some extent over their departure from Canada, but they're not at all complaining about it.
- Both Jack and Daryl have a close relationship with Dale and Carol, so in these meetings, they relate to them not only as board members, but as friends.

After Dale and Carol rejoined the group, there was a time of prayer for them.

Respectfully submitted,

Ray Prigodich, Secretary
Crossville, Tennessee
March 10, 2023