

InterAct Ministries, Inc., Board Meeting

Menucha Retreat & Conference Center, Corbett, Oregon
March 1, 2024

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

*via Zoom

Absent: Bill Twichell.

Call to Order and Welcome

Chairman Kroeker called the meeting to order at 3:23 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 minutes from September 16, 2023, be approved as circulated, and Chuck Schaap **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 commented on it and answered questions during the JMAC meeting earlier in the day.

Ray Prigodich **moved** that that we accept Dale's report, and Dave Ley **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; Daryl Kroeker [*ex officio*]; and Dale Smith [*ex-officio*]). Also present at yesterday's committee meeting as guests were Peter Rogers and George Schultz.

Chairman Perry presented the Committee's **report** (see attached minutes), and Mike Matthews **moved** that it be accepted. The motion was **approved** without any objection. By accepting this report, the board accepted the recommendation that the following people be approved for presentation at the annual membership meeting for additional three-year terms:

- Huron Claus
- Ray Prigodich
- Chuck Schaap
- Sheldon Penner

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

- Mark Mowery, who is very interested in being a board member
- Cal Dunham – Alaska (Huron will inquire)
- Dan Teeter – Everett, Washington
- John Leo – North Spokane
- Derrick Zuk – Missions Pastor, Anchorage Grace Church (Dale will inquire)
- Randy Karlberg – Alaska
- Steven R. Tracy – Arizona/Oregon: Professor of Theology and Ethics at Phoenix Seminary in Phoenix, Arizona. He graduated from Western Conservative Baptist Seminary (M.Div., Th.M.) and received a Ph.D. in New Testament from the University of Sheffield, England. He was a pastor for fifteen years and has extensive pastoral counseling experience. He and his wife, Celestia, who is a family therapist, are the founders of Mending the Soul Ministries, a non-profit Christian organization that provides training, curriculum, and education on abuse prevention and healing. Dr. Tracy is the author of various articles on abuse and sexuality, serves on the Governor's Commission to Prevent Violence against Women for the State of Arizona, and serves on the Fatality Review Team for the city of Phoenix. (Huron will inquire)

Finance and Audit Committee (Chuck Schaap, Chair; Randy Jackson; Dave Ley; 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 Ley **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 2024-2025 (attached) be approved as presented.
- That Jim Darnall be added as a check signer for InterAct Ministries' Clackamas County Bank checking account #3726072.

A question was asked regarding the recent difficulty in recruiting a development director. Dale explained that of the three applicants who were qualified professionally, one was rejected because of a moral issue, one withdrew, and one was willing only to work remotely from Alabama, and at a salary of \$125,000, which is significantly more than InterAct is prepared to offer. In response to another question, Dale said that InterAct is open to the idea of sharing a development director with another organization.

NEW BUSINESS

2024-2025 Budget

As noted above, by approving the report of the Finance and Audit Committee, the board **approved** the proposed **budget** for 2024-2025, as recommended in that report.

Affirmation of Executive Committee Meeting Decision of November 10/11, 2023

Huron Claus **moved** that that we affirm the Executive Committee meeting decision of November 10/11, 2023, and Ray Prigodich **seconded** his motion. The motion was **approved** without any objection. (This was to authorize the reroofing of the headquarters building at a cost of \$20,000 and the purchase of a new printer at a cost of approximately \$11,000. A copy of the relevant email chain is attached to these minutes.)

Affirmation of Changes to InterAct Ministries, Inc., Member Handbook

Dave Ley **moved** that that we affirm the proposed changes to the InterAct Ministries, Inc., Member Handbook, and Peter Rogers **seconded** his motion. The motion was **approved** without any objection. (A revision summary chart is attached to these minutes.)

Date, Place, and Chair for Inc. Annual Meeting

Huron Claus **moved** that the annual meeting of InterAct Ministries, Inc., be held in cyber form on Tuesday, September 17, 2024, at 2:00 PM (Pacific Daylight Time) at the U.S. office, to be chaired by Jerry Crosby, or by Jim Darnall if Jerry is unavailable. Ray Prigodich **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

Peter Rogers asked if there are metrics other than of a financial nature that the board considers when evaluating the effectiveness of staff members and/or missionaries. In response, it was pointed out that the board has only one employee, the executive director. And, at present, particularly because of the high level of trust we have in Dale, we do not evaluate his effectiveness on the basis of any numerical metrics. Furthermore, a good deal of what we're concerned with in an executive director is more qualitative than quantitative. But Dale himself does use some metrics in his evaluation of the missionaries.

Future Meetings

The board will meet on:

- Saturday, September 14, 2024, in Portland, with committee meetings on the 13th and the meeting of the full board on the 14th.

- Friday-Saturday, February 28-March 1, 2025, at the Menucha Retreat & Conference Center, Corbett, Oregon, with committee meetings taking place on Thursday, February 27.
- Saturday, September 13, 2025, in Portland, with committee meetings on the 12th and the meeting of the full board on the 13th.

Adjournment

Daryl Kroeker adjourned the meeting at 4:20 PM on March 1, and Randy Jackson led in a closing prayer.

The JMAC meeting reconvened at 11:00 AM on March 2, and during that meeting Dave Perry, 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 Dave Perry reported on the conversation he and Bonnie, Jack and Carolyn Teeter, and Daryl and Tamara Kroeker had with Dale and Carol the previous evening. Dave reported that:

Dale and Carol are still in love. They still work together well and like it. They are both generally healthy but are starting to feel the normal effects of aging. Dale is bothered by some foot and shoulder pain and Carol is bothered by her knee. They are still able to walk together most mornings.

Due to coordination issues between US Social Security and Canadian CPP and OAS, there has been a delay in receiving these funds, and it's unclear exactly how much they'll be receiving. But they stated that they no longer need Dale's salary supplement. They were advised, however, that although they may not need it now, it would be prudent to save it for retirement expenses.

The committee also talked about transitioning Dale's leadership role to his successor and how that would likely involve a grieving process. But they are both looking forward to continuing with InterAct in a more relational role. Overall, it was a very positive discussion and there are no concerns about Dale's work or their relationship.

It was noted that some tears were shed at the meeting over the reality that Dale and Carol's time in their present roles will soon come to an end.

We agreed that once Dale retires, we should consider giving him the title of Director Emeritus, in honor of the value he has brought to InterAct. We also agreed that we should plan some sort of party in Dale's honor when he retires from his present position.

After Dale and Carol rejoined the group, Dave summarized our discussion, after which there was a time of prayer for them.

Respectfully submitted,

Ray Prigodich, Secretary

2024 U.S. Employee Handbook Revision Summary Chart

Page	Policy Title	Change
Title	Title Page	Update date
All	All pages	Updated pronouns use to be less cumbersome Changed mission to Mission in references to InterAct
1-2	Welcome!	Add “, Inc. (InterAct)” to pp 1 Updated Handbook intention statement
1-3	Definitions	“part-time” to “half-time” in item E Change “no more than 34” to “less than 35” in item E
1-4	Definitions	Replaced “anti-discrimination laws in hiring employees” with “all federal and state employment statutes” in the definition of ministerial exception.
1-7	Historical Sketch	Change to “five western provinces” in pp 6 Add sentence about NBC
1-9	Organization and Structure	Add “(Siberia and Alaska)” to 2 nd pp
2-2	Salary Administration	Change to “the law requires certain payroll deductions, such as:” and “tax-, etc.” in pp 6 and pp 10
2-3	Maximum Salary Allowable	Add “one-time” to pp 4
2-4	Special Needs Addition to Base Salary	New Policy
2-5	Voluntary Reduction to Base Salary	New Policy
2-7	Overtime and Time Reporting	Add “—including any off-site work—” to last pp
2-11	Outgoing Expenses	New Policy
2-12	Fundraising for Special Projects	New Policy
3-3	Retirement Funding Options	Updated entire Retirement Income section

3-4	Holidays	<p>Change pp 3 to read “each year” and “regular full-time” and “and regular part-time employees seven paid holidays (six prescribed plus one discretionary floater)”</p> <p>The six prescribed holidays were noted with asterisks</p> <p>Change pp II. to read “regular full-time and regular part-time employees”</p> <p>Deleted section I.B.</p> <p>Clarified holiday eligibility in the new section I.B.</p> <p>Added “and regular part-time” to section II.A.</p> <p>Changed how we calculate the holiday pay</p>
3-5	Vacation Benefits	<p>Deleted references to regular part-time employees</p> <p>II(B)2 – Updated rehire policy</p>
3-7	Personal Days	<p>Renamed from “Other Time Off/Personal Days” and updated; Revised policy to ensure compliance with protected sick leave regs</p>
3-8	Additional Personal Days	<p>Renamed from “Extended Sick Leave Policy”; Revised policy to ensure compliance with protected sick leave regs</p>
3-9	Rest Periods, Meal Periods, Prayer Times and other “Breaks”	<p>Revised policy to ensure compliance with protected rest break regs</p>
4-2	Expense Reimbursement (MER)	<p>Clarified mileage policy</p>
4-4	Reference Requests	<p>Clarified that policy relates to employment references only, not personal reference requests</p>
4-8	Jury Duty	<p>Revised policy to ensure compliance with protected jury duty regs</p>
4-9	Special Assignment	<p>Revised final approval process, expectations</p>
4-10	Employee Separation	<p>Updated Dismissal terminology; refined the process for how we handle involuntary separations</p>
5-13	Sexual Harassment	<p>Updated definition; clarified anonymity policy</p>
5-15	Cell Phone Use	<p>Removed #6; added “or others” to #7</p>
5-16	Travel Policy	<p>Deleted entire policy as unnecessary</p>
6-2	Oregon: Paid Leave Oregon (PLO)	<p>Added Paid Leave Oregon (PLO) policy</p>
6-4	Oregon: Oregon Sick Time	<p>Added Oregon Sick Time policy</p>
6-5	Alaska: Ownership and Operation of Aircraft for Ministry Use	<p>Standardized title</p> <p>Policy is currently under revision; refer to existing policy on Member’s website.</p>

6-7	Alaska: Child Protection Policy	Policy is currently under revision; refer to existing policy on Member's website.
7-2	Appendix A: Employment Poster Links	Updated to reflect all the states where we have employees
7-4	Appendix B: Current Support Schedule	Updated description of base salary calculation
7-14	Appendix D: Clergy Housing Allowance Guidelines	New
7-16	Appendix E: The Self-Employed Minister and Social Security Taxes	New