

# **Full Gospel Business Men's Fellowship in America**

## **Minutes of the National Council of Delegates**

**April 12, 2007**

On the 12th day of April, 2007 the **Chapter Delegates of Full Gospel Business Men's Fellowship in America**. (hereinafter "FG/America") met at approximately 3:15pm at the Holiday Inn, 1441 NE Second Avenue, Portland, Oregon 97232 for the purpose of [1] evaluating the mission, ministry and administration of the Fellowship, [2] electing National Officers for the ensuing year, [3] setting forth plans and outreach opportunities for the upcoming year, and [4] adopting resolutions for the conduct of business of this nonprofit, religious corporation. Present in person or by proxy at the meeting were Chapter Delegates from the following Chapters: All-America, Beaverton, Collier County, Corvallis, Federal Way, Fife-Tacoma, Lee County, Portland, Puyallup, Salem, Seattle, and Vancouver USA.

The National Treasurer, acting under the authority granted at the Organizational Meeting, certified that a copy of the notice of the time and place of holding the National Council of Delegates was timely mailed to the Chapters on March 1, 2007. A copy of the notice is attached to these minutes as Exhibit 1. Observers at the National Council of Delegates included the non-delegate National Directors as well as other Members and Guests from Alberta, Idaho, Massachusetts, New Hampshire, Oregon, Vermont, and Washington.

After an opening Prayer by a Delegate-Member and a brief statement by Peter M. Reding as to the purposes of the meeting, it was unanimously agreed that he should act as Chair and Stewart A. Kent should act as Secretary of this National Council of Delegates.

**Welcome Chapter Delegates.** The Chair then stated that it would be appropriate to welcome all of the Chapter Delegates to the National Council of Delegates at which time each Delegate introduced himself after which all of the Delegates were warmly received and welcomed to the Council.

**Financial Statements.** The Chair then presented Financial Statements for the short year ended December 31, 2006 and for the period from January 1 through April 11, 2007, copies of which are attached to these Minutes as Exhibit 2. Explanation and discussion followed. The National Treasurer stated that the annual Tax Return (IRS form 990EZ) would be filed on or before May 15, 2007.

**Tax and Registration Matters.** The Chair reported that FG/America had filed for and was granted exemption from taxation under the provisions of Section 503(c)(3) of the Internal Revenue Code. Further, he reported that FG/America had filed for Group Exemption for all of the Chapters under the provisions of the Internal Revenue Code. Explanation and discussion followed. The Chair stated that annual reports must be submitted October 1 of each year listing Chapters added and Chapters closed.

The Chair then reported that FG/America, an Oregon nonprofit, religious corporation, had filed and

registered to do business as a ‘foreign corporation’ (that is, as an out-of-state corporation) in the States of Florida and Washington. Brief explanation followed with the caveat that renewals with filing fees are required annually.

**Discussion of Bylaws.** The Chair then presented the Bylaws adopted at the Organizational Meeting held on September 7, 2006. The Chair stated the purpose of Bylaws was to state the guidelines for the government of this nonprofit, religious Fellowship, the conduct of its affairs, and the management of its property and ministry.

The Chair reminded the Delegates that the National Council of Delegates as duly convened from time to time is empowered to revise the Bylaws in accordance with the provisions recited in the Bylaws. A Question-and-Answer period followed.

One amendment was proposed by the Salem Chapter, namely, to amend Section 7.3 dealing with Delegate Votes. The Chapter Delegates from Salem proposed that the following sentence be added to the second paragraph: “Said voting instructions as delivered by the Chapter to its Chapter Delegates or to the National Secretary shall be followed for two successive votes or until the position of the Chapter has been overruled by majority of the Delegates. Thereafter, the proxyholder may exercise his good judgment and cast his proxy-vote as he deems appropriate for the benefit of the ministry of FG/America.” Upon motion duly made and seconded the following resolution was unanimously adopted.

RESOLVED, that the proposed amendment be and hereby is adopted; said amendment to be added to the second paragraph of Section 7.3 Delegate Votes:  
“Whether said voting instructions of the Chapter are delivered to its Chapter Delegates or to the National Secretary, said instructions shall be followed for two successive votes or until the position of the Chapter has been overruled by majority of the Delegates. Thereafter, the proxyholder may exercise his good judgment and cast his proxy-vote as he deems appropriate and beneficial for the well-being of the ministry of FG/America.”

No other amendments were proposed. The present Bylaws, as hereby amended, remain as the official Bylaws of FG/America.

**Election of National Officers.** The Chair then announced that the next order of business would be the election of the National President of FG/America. Pursuant to Article VI of the Bylaws, the following Director, having met the qualifications recited in the Bylaws, was nominated for the office of National President: Robert W. Bignold. There were no other nominations for this office. The Nominee was requested to leave the meeting. After a brief discussion and upon motion duly made and seconded, Robert W. Bignold was unanimously elected to be National President until the next National Council of Delegates. The new National President received an exuberant round of applause upon returning to the meeting.

The Chair then announced that the next order of business would be the election of the National Treasurer of FG/America. Pursuant to Article VI of the Bylaws, the following National Director, having met the qualifications recited in the Bylaws, was nominated for the office of National Treasurer: Peter M. Reding. There were no other nominations for this office. The Nominee was requested to leave the meeting and the National President served as Chair pro-tem for this action. After a brief discussion and upon motion duly made and seconded, Peter M. Reding was unanimously elected to be National Treasurer until the next National Council of Delegates.

The Chair then announced that the next order of business would be the election of the National Secretary of FG/America. Pursuant to Article VI of the Bylaws, the following National Director, having met the qualifications recited in the Bylaws, was nominated for the office of National Secretary: Stewart A. Kent. There were no other nominations for this office. The Nominee was requested to leave the meeting. After a brief discussion and upon motion duly made and seconded, Stewart A. Kent was unanimously elected to be National Secretary until the next National Council of Delegates.

The Chair then announced that the next order of business would be the election of the Assistant National Treasurer of FG/America. Pursuant to Article VI of the Bylaws, the following National Director, having met the qualifications recited in the Bylaws, was nominated for the office of Assistant National Treasurer: Stephen K. Rogers. There were no other nominations for this office. The Nominee was requested to leave the meeting. After a brief discussion and upon motion duly made and seconded, Stephen K. Rogers was unanimously elected to be Assistant National Treasurer until the next National Council of Delegates.

The Chair then announced that the next order of business would be the election of one or more Vice Presidents of FG/America. Pursuant to Article VI of the Bylaws, the following Director, having met the qualifications recited in the Bylaws, was nominated for the office of National Vice President: Charles W. Spott. There were no other nominations for this office. The Nominee was requested to leave the meeting. After a brief discussion and upon motion duly made and seconded, Charles W. Spott was elected to be National Vice President until the next National Council of Delegates.

**Adoption of logo.** The Chair then stated that it would be appropriate to consider and adopt a new logo for FG/America. He recounted the process in which several logo designs were submitted and in turn were submitted to the Directors and other commentators for evaluation. The overwhelming response favored the design submitted by John Cochran of the Salem Chapter, including the heraldic tradition that the logo represented.

The Chair then stated that the National Council of Directors had unanimously recommended that the Chapter Delegates adopt the design as the official logo for FG/America. After further comments and discussion and upon motion duly made and seconded the following resolutions were unanimously adopted by the Chapter Delegates.

WHEREAS, several Members of the Fellowship tendered designs for the official logo of the **Full Gospel Business Men's Fellowship in America** (hereinafter

‘FG/America’); and

WHEREAS, John Cochran, a Member of the Salem Chapter in the State of Oregon, created and submitted the design that was selected by polling the National Directors and other commentators as the preferred design for use as the official logo of Full Gospel Business Men’s Fellowship in America; and

WHEREAS, the National Council of Directors has recommended that the National Council of Delegates recognize all of the Members who submitted creative designs; and the National Council of Delegates deem it appropriate and desirable to recognize all of the Members who submitted creative designs, and, in particular, John Cochran for his creative effort; and

WHEREAS, the National Council of Delegates deem it appropriate and desirable to preserve the original manuscript and design as part of the archives of the Fellowship;

THEREFORE, BE IT RESOLVED, that the Chapter Delegates duly assembled at this National Council express their heartfelt appreciation to all of the Members who submitted designs for the official logo of FG/America; and do hereby express their sincere gratitude to John Cochran for his creative design,

FURTHER RESOLVED, that the Chapter Delegates duly assembled at this National Council adopt and do hereby adopt the design created by John Cochran (as tailored by Nancy Phillips, a professional graphics designer) as the official logo of FG/America; and

FURTHER RESOLVED, that the original design and accompanying manuscript be preserved as part of the archives of the Fellowship; and

FURTHER RESOLVED, that the National Officers be and hereby are directed to prepare a Certificate of Appreciation and to order an appropriate plaque, and furthermore, to present said Certificate of Appreciation and said plaque to John Cochran at an appropriate time and place; and

FURTHER RESOLVED that the National Officers of FG/America be and hereby are authorized to prepare, deliver or ratify any instruments, documents, certificates, and instructions and to take any and all action deemed necessary or desirable to carry out the purposes of the preceding resolutions.

**Actions and Transactions on and after July 28, 2006.** The chair then announced that before closing the meeting that it would be appropriate to consider the actions and transactions of the National Directors since the formation of FG/America on July 28, 2006. There followed a brief summary and discussion of the actions taken and transactions made by the National Directors. Upon

motion duly made and seconded the following resolution was unanimously adopted.

RESOLVED that the Chapter Delegates ratify and do hereby ratify all actions taken and transactions authorized by the National Directors since the formation of the Fellowship on July 28, 2006 as actions and transactions for and on behalf of FG/America.

There being no further business to come before the meeting, the meeting was duly adjourned.

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National Secretary

APPROVED:

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National President