

Full Gospel Business Men's Fellowship in America

Minutes of the National Council of Delegates April 12, 2008

On the 12th day of April, 2008 the **Chapter Delegates of Full Gospel Business Men's Fellowship in America**. (hereinafter "FG/America") met at approximately 3:00pm 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, Lee County FL, Collier County FL, Beaverton OR, Portland Metro OR, Salem OR, Corvallis OR , Vancouver USA WA, Federal Way WA, Fife-Tacoma WA, Puyallup WA, Seattle WA, Seattle Eastside WA, Yakima WA, Everett Chapter WA, and Longview-Kelso WA.

The National Secretary, acting under the authority granted in the Bylaws, 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 3, 2008. 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 Massachusetts, New Hampshire, Oregon, Tennessee, Texas, Vermont, and Washington.

After an opening Prayer by a Delegate-Member, Robert W. Bignold, National President acting as Chair, made a brief statement as to the purposes of the meeting. Stewart A. Kent served as Secretary of National Council of Delegates.

Welcome Chapter Delegates. The National President then stated that it was appropriate to welcome all of the Chapter Delegates to the National Council of Delegates at which time each Delegate introduced himself. After completion of the introductions all of the Delegates were warmly received and welcomed to the Council.

Previous Minutes. The Chair then requested the National Secretary to present the Minutes of the National Council of Chapter Delegates, which was held on April 12, 2007. Explanation and brief discussion followed. Minutes were ratified by unanimous consent.

Financial Matters. The Chair then presented Financial Statements for the year ended December 31, 2007, copies of which are attached to these Minutes as Exhibit 2. Financial Statements for the period from January 1 through March 31, 2008 were also available. Explanation and discussion followed.

The National Treasurer stated that the Exempt Organization Tax Return (IRS form 990EZ) for Year 2006 was filed on May 12, 2007. The Tax Return for Year 2007 will be timely filed.

The National Treasurer then reported that FG/America had been approved for Credit/Debit Cards issued by Amex, MasterCard, and VISA. Further, that all of the Credit/Debit Cards may be processed on the website for applications and renewals of Membership, for one-time and monthly donations, and for registering for various events with the assurance that it is a secured site.

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 received Group Exemption for all of the Chapters under the provisions of the Internal Revenue Code. Explanation and discussion followed. The Chair stated that the Annual Group Exemption Report, as required by the Internal Revenue Service, was submitted October 1, 2007. The report lists Chapters added and Chapters closed during the preceding year.

The National Treasurer stated that the annual Exempt Organization Tax Return (IRS form 990EZ) for Year 2006 was filed on May 12, 2007 and that the Annual Tax Return for Year 2007 will be timely filed.

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. When FG/America expands to other states, additional registrations will be required and duly filed. Brief explanation followed with the caveat that renewals and filing fees are required annually.

Membership Matters. The National Treasurer reported that the Membership of FG/America as of this date was approximately 150 of which three were Dollar-a-Day Members, approximately half were Honored Citizens and the remaining were Regular Members.

The National President emphasized the importance of reaching the ‘Joshua’ Generation’ – to bring them into the fold and for the Honored Members to be mentors to all of them.

Matters affecting the Bylaws. 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 also 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.

The Everett Chapter submitted a proposed amendment to the Bylaws as follows:

Section 4.5. Women in the Fellowship. Women, who desire to intensify their personal relationship with Jesus Christ through our Fellowship, are welcome to become regular members. Because this Fellowship is an organization of **laymen**, women members are not eligible to hold **elected** office at the local, regional or national level in this Fellowship (that is, as a National Director, as a National Director-at-Large, as a President, as a Vice President, as a Secretary, or as a Treasurer).

The Chair opened the meeting to discussion. Mr. Eylander, President and a Voting Delegate from the Everett Chapter explained

“that Members of the Everett Chapter believe that women should be admitted to membership. While many Members believe that when the husband joins the Fellowship, it spiritually includes the wife in accordance with Scripture: . . . *and the two of them become one body*” (*Gen 2:24; Matt 19:5, Mark 10:7*). However, the Members of the Everett Chapter feel especially touched by those women who are widowed, divorced, never married, those women who are inspired by our ministry, and those women who have a strong desire to have a spiritual ‘home’ in which they can comfortably fellowship and be financially and spiritually supportive. The Members of the Everett Chapter sincerely believe these women should be granted an opportunity to join our Fellowship as regular members, however, without the right to hold elective office.”

After a lengthy discussion and upon motion duly made and seconded the following resolution was adopted by majority vote (for the amendment, 5; opposed to the amendment, 15).

RESOLVED, that the proposed amendment be indefinitely postponed.

No other amendments were proposed by the Chapter Delegates. Therefore, the Bylaws, as amended on April 12, 2007, remain 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 re-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. After a brief discussion and upon motion duly made and seconded, Peter M. Reding was unanimously re-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 re-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 re-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. Mr. Spott declined the position due to his fragile health. The National President then named Charles W. Spott to be a National Director-at-Large to serve as he is able and to pray for the mission of the Fellowship.

Thereupon, Gerald J. DeFlorio, having met the qualifications recited in the Bylaws, was nominated to fill the office of National Vice President. 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, Gerald J. DeFlorio was elected to be National Vice President until the next National Council of Delegates.

Actions and Transactions since last Council. 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 last National Council of Chapter Delegates held on April 12, 2007. Copies of the Minutes and Consent Actions of the National Council of Directors were previously distributed to the Delegates. There followed a brief summary and discussion of the actions taken and transactions made by the National Directors and National Office. 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 by the National Office and actions and transactions authorized by the National Directors since the last National Council of Chapter Delegates held on April 12, 2007 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.

National Secretary

APPROVED:

National President

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