

BOARD MINUTES  
SATURDAY, FEBRUARY 28, 2009  
Lifeway Ridgecrest Conference Center  
Dogwood Area  
Ridgecrest, NC

Board of Director Members attending were: Matt Brown, Kenny Byrd, Matt Fowler, Mike Giusti, Jackson Norton, Ernie Roberts, Alan Sanders, Hewlett Sullivan, Doug Trotter, and Miriam Zimmerman. Proxy voting rights were received by Matt Brown for Phil Brown and Hewlett Sullivan for Dr. Dick Burts.

Committee Members attending were: Chris Maslin (finance), Frank Johnson (communications) and Scott Suggs (Communications)

Special Guests attending were: Phil Berry, Hal Hill, Ben Talbert and Jimmie Holland.

Vice Chairman Kenny Byrd called the meeting to order in absence of Adam Underwood. Hewlett Sullivan led in prayer, and Ernie Roberts summarized minutes from the two Board of Directors meetings held on July 26, 2008, making a motion to accept and seconded by Jackson Norton. Both passed. The members of the Board introduced themselves and found we had traveled from as close as Black Mountain all the way to Glorietta, New Mexico.

**Reports from officers were next on the agenda.** Kenny Byrd then read a letter from **Chairperson** Adam Underwood giving thanks and praise to Jackson Norton for his hard work in the past. There was no **Vice Chair** report. Jackson Norton gave the **Treasurer's report** since Jacob Driggers was not present. In the year 2008, income had totaled \$44,379 while the expenses of the organization totaled \$57,045. Some extra money will be needed to finish items this year. This will include a plaque with names of those who gave to the chapel project, landscaping, front gate, etc. The association gave approximately \$42,000 to camp this year with \$35,000 going to the chapel.

The **amount of scholarships** is up this year from last year. 2009 summer scholarships will total \$6783 from alumni giving. The 80<sup>th</sup> anniversary celebration cost more than received. We still have \$15,280 in cash on hand in our accounts, but that includes the before mentioned scholarship money and cabin repair restricted fund. Money is tight, and we need contributions for our general fund also to run the organization. 2009 has seen approximately \$3000 given. Highly recommended for each board member to give \$250 to help in operating expenses. Jackson Norton will still be the only one who can write the checks.

**Matt Fowler is the current Interim President of the organization and stated that the special called meeting of the Board scheduled for October 2008 meeting failed to reach quorum with only three members in attendance. The "new" structure utilizing that Communications and Finance committees that was established effective January first, has merely been a temporary organization tool until the full Board could hear and discuss the recommendations of the Search and Leadership Structure Committee later on today. Matt Fowler expressed his sincere thanks to those individuals who contributed their time and**

talents and we worked through the “growing pains” of establishing this committee structure. He recognized those committee members in attendance: Chris Maslin and Jackson Norton (Finance) and Ernie Roberts, Frank Johnson and Scott Suggs (Communications). Matt also took the opportunity to discuss the new “commitment statements” that he hoped would be embraced by the Board in the upcoming year. Matt encouraged everyone to: Pray for Camp and the Alumni Association daily, Give time and talents selflessly and to give generously of financial resources so that we may continue to support Camp and its mission. Matt passed “commitment statement” cards so that everyone could have a reminder of our commitment to this Board, the Association and to Camp. Ernie Roberts then gave the **Secretary/Communication report** saying all members had been contacted by email and hard copy letters sent in the US Mail and was in charge of RSVP and follow up contacts. **The creation and distribution of the Echo will become of function of the Communications Committee and Adam Underwood has agreed to continue to spearhead this project.**

Matt Fowler gave his **Interim President report**. He stated that the Search and Leadership Committee recommends that the Board adopt a revised governance structure to incorporate a Finance committee and Communication committee to reduce the workload of the President position and to encourage the participation of other Board members and members of the general membership in the governance of the Association. Ernie Roberts passed out hard copies of the written report and recommendation of the Search and Leadership Committee as originally presented at the October 2008 Board of Directors meeting. Per the committee’s recommendation, the **Finance committee** would consist of three people. Those are the treasurer chairperson and one for accounts receivable (Chris Maslin) and one for accounts payable (Jackson Norton)

The **Communications committee** would consist of the current Secretary being chairperson (Ernie Roberts) along with Email correspondence (Frank Johnson) the Echo Editor (Adam Underwood) and hopefully a web master in the future. Scott Suggs was recently added to this committee. The main duty will be to notify members of summer events including celebrations, committee meetings, work weekends, and other pertinent activities regarding the association and camps. The website has been stagnant since the summer reunion and needs a person to work in that position.

Under the new structure, **the President** will not be a “Board Member” but instead be a liaison between the board and camp administration. He is the face of the alumni organization and works for the Board to promote and facilitate the activities of the Board and the general membership. This position will require that the individual daily pray for the camp organization, give time and talent unselfishly, find ways to tap into our base, and find ways to help financially support the organization. He is paid a stipend while the Chairperson is not.

Further discussion regarding the revised structure will take place later in this meeting.

Hal Hill give the **Life Way report** with greetings and thanks from his Life Way superiors Tom Rainer and Byron Hill. Our camps are unique in the way they involve hundreds impacting at one time while there is that one on one impact to honor God and walk through growth in Jesus

Christ. At camp discipleship is high priority through Jesus Christ in day to day living. The future is bright with more space + more money + more campers = more opportunities. Five new cabin structures are planned to be added to better serve our needs. A new Apache cabin (former Indian Lore/Egypt) The old Apache Egypt will be new staff cabin. New Shawnee cabin for staff. Old infirmary will be Central Staff cabin and a brand new infirmary will be in the old Arapaho chapel. With opening up old and new facilities, this will enable us to add 40 potential new campers. Also the add-ons to Spilman Lodge are almost complete. Crestridge will also receive two new cabins and expansion to the Bear Trap. God is good and indeed blessing both summer camp programs. Camp Glorietta for Boys is off to a good start with 48 total this past year. The hope is for 100 this summer and PK and Robert send their greetings.

Phillip Berry gave a **report from Camp Ridgecrest** stating that Ron was recruiting in Florida. Thanks again to association for help and support. Already camp is filled at 106% of previous record year. We keep bucking the trend which tells us that God is working and blessing through our camp programs. There will be some new skills programs this summer. Check the camp website blog for updates, Friday videos and devotional each Monday. Parent resource is also available to help them as parents to grow in Jesus. We need to pray for the best to work at camp. Pray for Ron, Phil, and Stuart as they work Also thanks to the Alumni for the heat and AC for the chapel:) Phil also gave a wish list from camp needing money to refinish all cabins. It will take approximately \$15000 to rebuild and \$10,000 to renovate a single cabin. It was said that "large" donations can give naming rights to a cabin and \$100 will merit a plaque of thanks.

Doug Trotter asked, "What is the obligation of Life Way towards the camps?" Hal Hill relied that Life Way has the mindset to make sure that the campus is safe and facilities are the best that can be afforded at this time. Camp rates are now at the highest point ever. \$1415 for a two week period. Camp is used ten weeks out of the year basically. Life Way has currently a healthy desire to improve camp facilities and the association can help this go faster.

**Time out for a ten minute break.** It was time for **issues and questions** facing the board members. Alan Sanders felt that the president should not be member of the board and serve as ex-officio non-voting member. The roles of President and Chairman should be very distinct. Remember the president works for the Board. Hal Hill wondered if we should evaluate the president periodically. Kenny Byrd asked how should we replace or select board members. Jackson said the by-laws say Chairman of the Board or a board meeting can establish and develop committees. We need to conform to the association by-laws in our new committee structure. What about Special Events as a separate committee? The current structure puts it under the duties of Communications committee.

Other thoughts in this session were the work weekends to be announced through the president via the communications committee. **Term limits and number of members** serving on committees was brought to attention. Finance should have maximum of three members and Communications would have at least four and hopefully more members for the work there. Terms would be two years with the possibility of being selected for consecutive terms.

The **structure of the new committees**, as presented in the Search and Leadership committee's report was discussed and tweaked. In the report, there was a change made on page two Finance committee to remove two from consecutive terms and add the word committee to chair. In the report on page three communications will read no less than four and add committee to the word chair. Kenny Byrd motioned and Matt Fowler seconded. Doug Trotter pointed out the distinguishing between President and Chairman is not addressed here. We recommended to add that the President is ex-officio. The motion was unanimously approved.

Time at this point for new business to be brought to the table. From the By-Laws, Phil Brown is sick, but has asked them to be reviewed by Attorney Cannon. Phil is facilitating this review, to ensure by Bylaws are accurate and up to date. Board decided to return to Phil Brown with new leadership structure incorporate in necessary amendments to reflect our new structure. It was suggested to also contact Steve Little discuss D&O insurance matters.

**Some random tidbits of upcoming events.** Time for spring work weekend is April 3-5 (Friday-Saturday) Free lodging if you let us know you are coming over with cold breakfast and lunch provided for Saturday. Thanks to Frank, Jackson and Matt for their service in the past. Jackson made a presentation to Frank Johnson as the first recipient of the "Frank Johnson Alumni Service Award" plaque. In the future, this award will be voted by board on email after time of nominations. This upcoming slate of nominations includes Scott Luna, Jackson Norton, and Alan Sanders. Once final slate reminder for nominations is sent out by email, there will be two weeks to add names of additional nominees. After this, there will be a vote.

Short break before the Board convened in Board only session to discuss matters related to the office of President. The annual stipend to the President has been suggested to be reduced from \$2000 to \$1500 per year to reflect the reallocation of some of the President's duties and to allocate \$500 per year for the accounts receivable position since this is a very time consuming and critical service to the Board. **A motion was made and seconded that \$1500 be the new annual stipend for the President and that an annual stipend of \$500 be allocated to the position of accounts receivable under the Finance Committee. The motion passed unanimously.**

Matt Fowler reminded the Board that in July 2008, the Board authorized Chairman Adam Underwood to create an ad hoc committee to develop a new leadership structure for the Association and to identify a qualified candidate to fill the position of President as Jackson Norton planned to step away from his role as President effective December 31, 2008. The ad hoc committee (called the Search and Leadership Structure Committee) members included: Jackson Norton, Adam Underwood, Matthew Brown, Jacob Driggers and Matt Fowler. Following several meetings, the ad hoc committee presented its recommendation for the new "committee structure" to the Board at a special called meeting in October 2008. Due to quorum not being met, the ad hoc committee's recommendations were approved earlier in this meeting. The next task is to identify a qualified and willing candidate to serve as the next President. Ad hoc committee members spoke with several alumni members in an effort to identify a candidate. Unfortunately, a candidate was

not quickly identified. Matt Fowler agreed to serve as interim president, effective January 1, 2009, until today's Board meeting to carry on the duties of President until a candidate could be identified. During the past few weeks two candidates have emerged and have shown interest in serving the Association in some capacity: Scott Suggs and Jimmie Holland. Both are in attendance today are excellent candidates. Following brief discussion, it was the consensus of the Board to place Scott in nomination for Board membership and move forward with vetting Jimmie as a potential candidate for the role of President.

**Following lengthy discussion, a motion was made and seconded that Matt Fowler continue to serve as interim president of the Association for approximately sixty (60) more days (or until such time as Jimmie Holland returns from his Army duties and can be brought up to speed on the activities of the Association). Following this sixty (60) period Jimmie Holland will transition into the role of interim president, relieving Matt Fowler of those duties. Jimmie Holland will serve as interim president until the date of the July 2009 Board of Directors meeting. During the next several weeks, the communications committee will meet and finalize efforts to get an issue of the *Echo* out to the general membership. A section of the *Echo* will be dedicated to updating the general membership of the progress in identifying and selecting a new President and will ask that if any member would like to have their name considered, or would like to nominate someone else, to please contact Matt Fowler (by a date to be specified in the *Echo* article) so that the Search and Leadership committee can talk with any candidates presented prior to the July Board meeting. The Search and Leadership Structure committee will continue to work with Jimmie, during the next months, to bring him up to speed with the activities of the Association and the responsibilities of the role of President. At this time Jimmie's name will be placed in consideration for the role of President to be effective following a vote during the July 2009 Board meeting. The motion passed unanimously.**

After I left the meeting, Miriam Zimmerman has recorded minutes and conversed with me to share what happened in the remaining time. Thanks to Miriam for helping me out there. **Scholarship money and money for rebuilding cabins is needed.** Kenny Byrd stated that he does not want the alumni to take care of things that Life Way should be doing. Finance committee should begin campaign to concentrate on a joint push for scholarship money and cabin contributions. **A motion was made by Alan Sanders and seconded by Jackson Norton that the Board focus its fundraising efforts in the next year on raising funds for scholarships and the cabin construction/refurbishment project. The motion passed unanimously.** The finance and communications committees will work together to communicate with the general membership about these fundraising efforts in the coming months.

**Nominations for new board members** were as follows. Billy Gregory, Steve LaSota, Scott Suggs, Ben Talbert, Holly Harris Colson, David Budd, Scott Counce, Martha Jo and Jim Berry, Dan Pierce, Steve Little, Rick Johnson, Scott Luna. As is customary, the Board member

nominating a potential candidate is responsible for talking with the candidate to gauge interest and to give a general overview of the responsibilities of a Board member. All are encouraged to think on a good treasurer for the next year as Jacob Driggers will be rotating off the Board in July 2009.

After returning the general session, Jimmie Holland was asked to accept the Interim President position (effective on or around May 1, 2009) with the assistance of Jackson Norton and Matt Fowler. He accepted the position. The final vote will occur in July for the next president. Alan Sanders wanted a letter to be written by Chairman Adam Underwood reminding Board members of the custom of donating \$250 as unrestricted funds each year. Meeting was adjourned at 5pm.

Respectfully submitted,

Ernie Roberts, Secretary