



## **Appointment as Non-Executive Director – Board Apprentice Member**

I am pleased to confirm that the board of IOM America, on the recommendation of the Chairman, or one of its members, has appointed you as a non-executive director - Member Apprentice. I am writing to set out the terms of the appointment. Please note that this is a contract for volunteer services and is not a contract of employment.

### **Duration of appointment**

The appointment is from the date the Executive Board approves you until one year from that date. You will be eligible for election at the one-year review meeting and, if elected at that time, will be subject to the standard retirement by rotation in accordance with the IOM America's articles & bylaws – unless reelected.

Non-executive directors may be invited to serve a second one-year term. Any term beyond two years would be subject to a more rigorous review of both independence and performance and the needs and skillsets of the board at that time. Continuation of your apprentice of appointment is contingent on ongoing satisfactory engagement in the ministry, and if IOM America's voting members do not elect you as a voting director in accordance with the By-Laws, your appointment shall terminate with immediate effect.

### **Role of the IOM Board**

The board's role is to represent effectively and promote the interests of the ministry of IOM America and, thereby, all directors. Having regard to its role, the board directs and supervises the management of the ministry & ministry affairs of IOM America, including:

- Ensuring that IOM America's goals are clearly established and strategies are in place for achieving them.
- Establishing policies for strengthening the performance of IOM America, including ensuring management proactively seeks to build the ministry through innovation, initiative, technology, new products, and the development of its ministry donations.
- Monitoring management performance, appointing the CEO, setting the terms of their volunteer employment agreement, regularly reviewing their performance, and, where necessary, terminating their employment.
- Deciding on whatever steps are necessary to protect IOM America's financial position and the ability to meet its debts and other obligations when they fall due, and ensuring that such steps are taken.

- Ensuring that IOM America's financial statements are true and fair and conform with the law.
- Ensuring that IOM America adheres to high standards of ethics, Biblical principles, and corporate behavior.
- Ensuring IOM America has appropriate risk management/regulatory compliance policies in place, such as ministry [Articles and ByLaws](#).

In the normal course of events, the day-to-day management of IOM America is left to management. All directors are expected to take decisions objectively in the ministry's interests. The board as a whole is collectively responsible for the success of IOM's nonprofit. All directors, non-executive or executive, have the same general ethical responsibilities.

### **Timing and location of board meetings and time commitment.**

The board normally meets twice a year via Zoom meetings. The duration of these meetings is 2-3 hours in length. Occasionally the annual meeting will be a live event hosted in Sterling, Kansas. Site visits are encouraged throughout the year by interested members. Schedule the visit through the home office of IOM America. All other update communications are through text messaging and/or emails. All members, executive or apprentice, must reply to all official communications within 48 hours when possible. All members will receive the board papers for official meetings two days before each meeting.

Apprentice members typically lead and manage assigned committee meetings. It will include online Zoom preparatory work to ensure proper management of the committee's developments. Each AMP will note and provide the Chairman of the Board with reports and recommendations made by committee members.

### **ACCEPTANCE**

By accepting this appointment, you confirm you can allocate sufficient time to meet these expectations, that you are aware of your responsibilities as an Apprentice Director of IOM America and that you will be able to discharge them to the expected level of responsibility & excellence of Jesus Christ. It is to be further noted that passivity and non-replies will be grounds for terminating this agreement. It is also understood that all refusal to share different beliefs and doctrines that affect the mission venue and advancement of IOM's foundational statements of belief need to be disclosed as discussions or assignments are given. It is not proper or beneficial for APMs to withhold conflicting beliefs in a mode of silence. Finally, meeting absences must be approved by the chair.

### **APM Financial Support**

As with all Board Members, occasional or monthly donations are encouraged. Our logic is that people tend to invest in what they believe. This is critical when advancing ministries in Christ that members lead. We honor your giving.

### **Confidentiality**

All information acquired during your appointment is confidential with IOM America and should not be disclosed either during your appointment or following

termination (by whatever means) to third parties except as permitted by law and with prior clearance from the Chairman of the Board. All subject matter discussed in meetings, on and offline, is to be held within the integrity of IOM Board communications privacy standards by law.

We look forward to your association with us. Since you have been sent this document, it means the Board of IOM America finds you a potential honorable candidate for our team.

In Christ Jesus,

**Dr. Stephen Phinney**

Board Chair | In Agreement with the Board of IOM America

Your signature is required through digital means. Send an email of reply to the Chairman if you agree to this document.

[drphinney@iomamerica.org](mailto:drphinney@iomamerica.org)