MINUTES OF THE INTRODUCTORY MEETING OF THE INITIAL DIRECTORS

Mercy Works Outreach, a Minnesota nonprofit corporation

Date	Thursday, November 19, 2026
Time	11:30 a.m. to approximately 12:00 p.m. Central Time
Location	Video conference
Present	John Mark Reimann, Amara Miller, Dylan Brown
Recorded by	Dylan Brown

This meeting was an introduction between the organization's founders and a prospective director. No motions were made and no votes were taken. The initial board of directors was constituted by the Written Action of the Sole Incorporator, which was presented at the meeting and executed electronically afterward (Item 5).

1. Welcome and Introductions

John Mark Reimann ("JM") welcomed Amara Miller and thanked her for her willingness to serve. Ms. Miller shared her background, including growing up in the north Twin Cities metro and serving as president of her college's Catholic student organization during her senior year.

2. History of the Ministry

JM described how the work began:

- In August 2025, a friend invited JM to help the Missionaries of Charity, who go out every Monday morning to serve people living on the streets of Minneapolis.
- Because JM could not attend on Mondays, he asked the sisters whether he could use their space on Saturday mornings, and began bringing friends.
- Through Mike Walker and the People of Praise young adult community at St. Peter's, the group grew to about 8 to 10 volunteers each week. Mr. Brown joined later and helped organize the effort.

JM stated that the ministry does not seek to solve homelessness; it offers people a temporary break from cold, thirst, hunger and the lack of hope.

3. Format of an Outreach Morning

- Volunteers attend Mass at 7:00 a.m. with the sisters at their convent (approximately 35 minutes).
- The group prepares sandwiches in the convent basement, then drives out to distribute food and supplies.

- Volunteers are generally finished by 10:00 a.m.

Mr. Brown stated that Mass before service is one of the core elements of the ministry, sharing a friend's image of taking what is received at the altar out to the world. He noted that afternoon sessions may be considered if that better suits volunteers.

4. Reasons for Formalizing the Organization

JM explained that as the group has grown, volunteers often ask the night before to bring a guest, which makes it harder to assess risk for participants he does not know. The group's growth led JM and Mr. Brown to pursue a formal structure capable of managing risk and carrying insurance.

5. Election of the Initial Board of Directors

JM described the director role as a light commitment and asked Ms. Miller to contribute independent judgment and common sense and to challenge the founders. Mr. Brown added that the board should not function as a rubber stamp, which is why an independent director is needed.

Mr. Brown, on behalf of Dylan Brown CPA LLC as sole incorporator, presented the Written Action of the Sole Incorporator, which elects John Mark Reimann, Dylan Brown and Amara Miller as the initial directors and concludes the incorporator's role. He explained that the action does not adopt bylaws but vests the board with authority to do so. In response to JM's question whether the action should wait, Mr. Brown explained that it must come first, because no board exists until it is executed and the board must be listed on the IRS application for tax exemption.

JM and Ms. Miller each agreed to serve. Following the meeting, the Written Action was circulated for electronic signature through Adobe Acrobat and executed by the incorporator and all three directors.

6. Bylaws (Deferred)

Mr. Brown noted that the draft bylaws were previously circulated by email and are intentionally broad, so that operational matters can be addressed through board policies. He asked the directors to identify anything they consider missing or incorrect. Adoption of the bylaws was deferred to a future meeting and is not required before the application for tax exemption is filed.

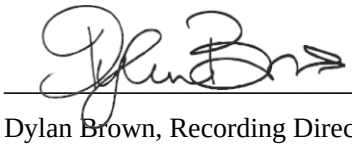
7. Adjournment

There being no further business, the meeting ended at approximately 12:00 p.m.

Action Items

Responsible	Item
Dylan Brown	Circulate the Written Action for electronic signature (completed)
JM and Amara Miller	Review the draft bylaws and send any corrections to Mr. Brown
Dylan Brown	Prepare the IRS application for tax exemption listing the board of directors
All directors	Next meeting (date to be set): adopt bylaws and a conflict of interest policy, elect officers, and authorize a bank account

Respectfully submitted,



Date: 11/19/2026

Dylan Brown, Recording Director