

Recommendation 2

Recommendation of Revised State Board of Missions Bylaws Governing State Board of Missions Committee Structure and Functions

The State Board of Missions recommends that the Florida Baptist State Convention adopt the following:

Revise Bylaw 3, section A and Bylaw 7 (in its entirety) of the State Board of Missions Bylaws, which are related to the committee structure and responsibilities of the State Board of Missions; and

That the Florida Baptist State Convention authorize and direct the executive director-treasurer of the Florida Baptist Convention to make any necessary editorial and/or grammatical corrections to any Bylaw of the Florida Baptist State Convention that may be affected by the proposed revisions to the proposed and existing Bylaws of the Florida Baptist State Convention to ensure clarity, continuity and parity of these Bylaws.

Bylaw 3: Provisions as Established by the State Convention

A. Organization

The State Board of Missions shall organize itself to carry out the work of the State Convention as committed to it.

- (1) The State Board of Missions shall elect annually an Administrative Committee, which shall act as an executive committee of the Board, to be composed of:
 - (a) The President and Vice-President of the Board.
 - (b) The President of the Florida Baptist State Convention to be a voting member.
 - (c) The Recording Secretary of the Board to be an ex officio non-voting member.
 - (d) The chairpersons of the standing committees.
 - (e) Nineteen (19) other persons on the Board, to be elected by the Board.
- (2) The other standing committees shall be:
 - (a) Finance
 - (b) Denominational
 - (c) Loans
 - (e) Nomination of Board Committees
- (3) The president of the Board shall serve as chairman of the Administrative Committee.

Bylaw 7: Committees

A. General Provisions

- (1) There shall be the following standing committees namely: Administrative, Finance, Loans, Denominational, and Nomination of Board Committees.

- (2) The members of the standing committees, with the exception of the Nomination of Board Committees, shall be elected by the State Board of Missions during the first regular meeting after the meeting of the Florida Baptist State Convention.
- (3) The Nomination of Board Committees Committee shall be appointed by the President of the State Board of Missions.
- (4) The standing committees shall be entitled to have and elect subcommittees from their own members. Such subcommittees shall be responsible and report to the standing committee which elects them.
- (5) Members of the Nomination of Board Committees Committee may serve on one additional committee, since their main function is at the beginning of the Convention year.
- (6) The standing committees of the State Board of Missions, once named by the Nomination of Board Committees Committee, shall be permitted to begin functioning as a working committee of the Board prior to election by the State Board of Missions during its first regular meeting after the meeting of the Florida Baptist State Convention. Such pre-election work shall be subject to the oversight of the State Board through ratification or rescission at the time of the election.

B. Administrative Committee

1. To function between meetings of the State Board of Missions acting as an executive committee of the Board having full authority to act on behalf of the Board, with the understanding that such actions shall be subsequently reported to the Board. If requested to do so by the Administrative Committee, and/or as a result of bylaw or other legal requirements, the full Board shall vote whether or not to ratify such actions.
2. To give general direction to the operations of the State Board of Missions.
3. To serve as the Personnel Committee.
 - (a) To review the position descriptions and specification sheets, and make recommendations to the State Board of Missions for the employment of professional (Board-elected) staff.
 - (b) To determine and recommend to the Finance Committee the annual salary adjustments (merit and cost-of-living) if any, for inclusion in the annual budget.
 - (c) To annually review and approve all personnel policies for the staff of the Florida Baptist Convention.
4. To assure that all recommendations to the State Board of Missions and to the State Convention are in keeping with the Constitution, Bylaws and Business and Financial Plan, and to make recommendations regarding changes in the official documents of both the Florida Baptist State Convention and the State Board of Missions.
5. To serve as the liaison between the Florida Baptist Convention and other Baptist groups in denominational relationships.
6. To establish guidelines and policies related to the program of stewardship and the promotion of the Cooperative Program.
7. To evaluate and recommend to the State Board of Missions all proposals related to program expansion and to the establishment of new programs of the Florida Baptist Convention.

8. To relate to GuideStone Financial Resources of the Southern Baptist Convention in providing retirement and annuity benefits for the staff, pastors and other church workers related to the Florida Baptist Convention.
9. To review legal matters related to the Florida Baptist Convention as needed.
10. To give general direction to the program of public relations to the Florida Baptist Convention.
11. To recommend all changes to the policies of existing financial assistance programs for approval by the State Board of Missions.
12. To annually nominate persons to serve on the Board of Directors of the Florida Baptist Historical Society for approval by the State Board of Missions. The committee shall have the option to receive recommendations on nominees from the then current Society's board of directors.
13. To carry out any special works as defined by Bylaw 3,B, of the Florida Baptist State Convention Bylaws.
14. To accept the responsibility of other matters not assigned to other committees of the State Board of Missions.

C. Finance Committee

1. To serve as the budget planning and budget control committee of the State Board of Missions, and to recommend the annual budget of the Florida Baptist Convention to the State Board of Missions.
2. To examine all audits of the cooperating ministries of the Florida Baptist State Convention, including the Florida Baptist Convention, Inc., and to report on each to the State Board of Missions.

To facilitate the fulfillment of this requirement, the Committee shall follow two procedures, one for the Convention Corporation, and a separate parallel procedure for the other cooperating ministries of the State Convention.

- a. Each cooperating ministry shall select and employ a certified public accountant to conduct an annual audit of their financial records and accounts in keeping with standards defined by the Financial Accounting Standards Board (FASB). Copies of these annual audits shall be secured and distributed according to the procedures defined by the "Business and Financial Plan" [Bylaw 16(M), Bylaws, Florida Baptist State Convention].
- b. The Finance Committee shall meet with the Convention Corporation's certified public accountant of record no later than August of each year to hear the auditor's presentation and review the audit and management letter.
- c. Each year the chairman of the Finance Committee shall appoint a four member Audit Subcommittee selected from the membership of the Finance Committee.
- d. The Audit Subcommittee shall annually meet with the certified public accountant(s) of record for each State Convention cooperating ministry to hear the respective

auditor's presentation and review each cooperating ministry's audit and management letter. The Subcommittee shall report its findings to the full Finance Committee.

- e. The Finance Committee shall receive the report on the audit of the Convention Corporation and the Audit Subcommittee's report on the audits of the State Convention cooperating ministries and make a determination for a final report to the State Board of Missions.
 - f. In the event that issues identified in a cooperating ministry's audit management letter need further consideration (including the Convention Corporation), the Audit Subcommittee shall follow these procedures:
 - (1) Letters will be sent from the Audit Subcommittee to the chief executive officers and board chairmen of each cooperating ministry requiring written responses to comments and recommendations in audit management letters.
 - (2) The Audit Subcommittee will meet each year before the summer meeting of the Finance Committee to review the written responses from cooperating ministries. Chief executive officers of the cooperating ministries will be present for the meeting if requested by the Audit Subcommittee.
 - (3) Copies of all audit reports and written responses to audit management letters are to be kept in an ongoing confidential file in the Support Services Office.
 - (4) Each year, prior to the meeting with the auditors, the director of Support Services will advise the Audit Subcommittee chairman of the file and any ongoing concerns from prior years.
 - (5) Ongoing, unresolved concerns will be referred to the Finance Committee if additional action is deemed necessary.
3. To coordinate and oversee all planned giving activity of the Florida Baptist State Convention, Inc. These tasks shall include, but not be limited to, the following:
- a. To review the development, implementation of and compliance with the Board's policies on planned giving;
 - b. To establish and monitor guidelines for the evaluation and acceptance of non-cash gifts;
 - c. In consultation with the Executive Director-Treasurer of the Florida Baptist Convention, to recommend to the Board for its review and final determination on the acceptance by the Corporation any contribution, including any designated gift, planned gift, bequest or devise that may or may not conform to existing policies on planned giving;
 - d. To establish guidelines and review any proposal that involves the naming of a Convention owned real property, facility or building in the honor and/or memory of any person(s) living or deceased, and to make such appropriate recommendations

to the Board for its review and final determination;

- e. To receive status reports from the Executive Director-Treasurer on the filing of appropriate notification and registration forms with the appropriate state government regulators related to charitable solicitation, charitable gift annuities and charitable remainder trusts;
 - f. To review staff administration goals and benchmarks for implementing planned giving policies and obtaining planned gifts;
 - g. To ensure that the intent and spirit of the State Convention's "Business and Financial Plan" dealing with "Designated Gifts" is followed.
4. To monitor all Endowment Fund(s), Special Fund(s) and undesignated investment fund(s) established by and for the benefit of the Florida Baptist State Convention, the State Board of Missions, the Florida Baptist Convention, Inc., the Florida Baptist Historical Society, and/or any financial assistance program operated by the State Board of Missions. Such monitoring tasks may include, but not be limited to the following:
- a. To serve as the Board's Investment Committee for any Endowment, Special Fund(s) or undesignated investment fund(s) which were not previously assigned to any other entity and which tasks shall include: recommending to the Board all investment objectives and policies of the respective funds; determining the overall asset allocation of investments; appointing and evaluating investment managers; monitoring the implementation and performance of the fund(s); and ensuring that procedures are consistent with the State Convention's Business and Financial Plan, and/or the Internal Revenue Code, and/or the Florida Uniform Management of Institutional Funds Act, to the extent applicable.
 - b. To receive and review the annual investment performance reports of any and all funds as required by Board policy;
 - c. To review and recommend to the Board any disbursements as required by Board policy or the respective fund's operating guidelines;
 - d. To review and recommend to the Board any donor requests for special provisions, memorials or other special recognitions associated with their financial contribution to any existing or newly established Endowment Fund or Special Fund; and
 - e. To review and recommend to the Board any revisions, additions, and deletions to Board policies which govern any one and/or all Endowment Fund(s), Special Fund(s), or undesignated investment fund(s).
 - f. Each year the chairman of the Finance Committee shall appoint a five member Investment Subcommittee selected from the membership of the Finance Committee. The chairman shall designate the subcommittee's chairman and vice-chairman. The subcommittee shall meet at least three times a year, generally prior to the scheduled meetings of the Board. And if necessary the subcommittee may meet at other times and, if feasible, by electronic video and/or other audio means. The subcommittee shall be responsible to generally perform the fiduciary responsibilities assigned to the Finance Committee related to endowment funds, special funds and undesignated investment funds as herein defined in

Bylaw 7C(4),(a)(b)(c)(d)(e). The subcommittee shall advise the Finance Committee of any germane investment and related issues that require the attention and/or action of the Committee and/or the State Board of Missions. The specific responsibilities of the subcommittee shall be to provide counsel to the Convention staff (i.e. Executive Director-Treasurer, Support Services Director, and Accounting Director, among others) regarding: investment objectives and policies; allocation of assets that comprise the Convention's endowment funds, special funds and undesignated investment funds; the selection and retention of any third-party investment managers and/or advisors; and any related tasks. The subcommittee shall receive reports from Convention staff at each meeting regarding: the several endowment funds, special funds and undesignated investment funds; the respective funds' year-to-date balances; the respective funds' earnings and/or loss performances; and any other germane matters to inform the subcommittee on the overall performance of the Convention's invested funds. The subcommittee shall report to the Finance Committee, during its regularly scheduled meetings, on the status of the Convention's several endowment funds, special funds and undesignated investment funds.

5. To study the needs for properties of the programs of the Florida Baptist Convention and make recommendations to the State Board of Missions regarding the acquisition of new property, the sale of Florida Baptist Convention-owned property, the construction of new buildings and the major remodeling or repairing of existing buildings and equipment, including major improvements on Convention property.
6. To receive, evaluate and recommend to the State Board of Missions all requests to mortgage or sell real property proposed by Florida Baptist State Convention controlled cooperating ministries, and corporate and non-corporate entities. The Board shall recommend to the Florida Baptist State Convention for approval the mortgage or sale of real property proposed by a State Convention controlled entity.
7. To assure that all legal requirements are met regarding Florida Baptist Convention properties.
8. To assure proper maintenance of all properties and equipment of the Florida Baptist Convention
9. To consider extraordinary requests for expenditures not included in the budget, funds defined by designation and/or funds previously approved by the State Board of Missions.
10. To consider requests of the Florida Baptist State Convention cooperating ministries for loans whether or not repayment of the loan requires funds from the Florida Baptist Convention.
11. To review the budget reports of the Florida Baptist Convention, Inc., and other Florida Baptist cooperating ministries and non-corporate entities related to the State Board of Missions. The Executive Director-Treasurer will review Cooperative Program income and expense at each meeting of the State Board of Missions.
12. To assure that the Business and Financial Plan of the Florida Baptist State Convention is followed by all cooperating ministries of the Florida Baptist State Convention.
13. To receive and evaluate all budget requests for funds required by Florida Baptist Convention

ministries, programs and non-corporate entities, which are the responsibility of the State Board of Missions. The Committee shall receive and evaluate all requests to conduct any special campaigns and offerings proposed by Florida Baptist State Convention cooperating ministries and non-corporate entities, including Florida Baptist Convention programs.

14. To accept other responsibilities as assigned by the State Board of Missions.

D. Loans

1. To administer the program of Financial Assistance to Churches and Missions, being responsible for action on applications for loans, in accordance with the policies of the State Board of Missions. In the case of an exception to the policy, a recommendation will be made to the Administrative/Personnel Committee for action by the State Board of Missions.

2. To facilitate the duties of the Loans Committee, a Loans Subcommittee shall be appointed annually from the membership of the Loans Committee. The following procedures shall be followed:

(a) The Loans Subcommittee shall consist of seven members. The Loans Subcommittee shall consist of seven members, comprised of three members of the Loans Committee (appointed by the Chairman of the Loans Committee), two members from the Administrative Committee (appointed by the Chairman of the Administrative Committee), the State Board of Missions president, and the Executive Director-Treasurer of the Florida Baptist Convention. When possible, the members should represent all regions of the state. The vice-chair of the Loans Committee shall serve as chairman of the Subcommittee.

(b) The Loans Subcommittee is authorized to approve loan applications between regular meetings of the State Board of Missions including those that require an exception to the policy.

3. To recommend necessary changes in the policies of the State Board of Missions related to financial assistance to churches and missions to the Administrative Committee of the State Board of Missions.

4. To accept other responsibilities as assigned by the State Board of Missions.

E. Denominational

1. To review, develop and recommend action by the Board on all pertinent matters pertaining to the theology, faith, practice, polity and programs of Florida Southern Baptists, including the Florida Baptist State Convention, the State Board of Missions, cooperating local churches and cooperating associations.

2. To review, develop and recommend any changes, revisions and additions to the Constitution and Bylaws of the Florida Baptist State Convention.

3. To review, develop and recommend any changes, revisions and additions to the Bylaws of the State Board of Missions.

4. To review, develop and recommend any changes, revisions and additions to the Policies of the State Board of Missions, which are not assigned to any other committee of the Board.
 - a. To serve as the credentials committee of the Board in reviewing and recommending action by the Board regarding any church which seeks status as a Church-at-Large. To then serve as the theological guardian for churches affiliated with the Florida Baptist State Convention as church-at-large.
5. To serve as the credentials committee of the Board in reviewing and recommending action by the Board regarding any new or reorganized Baptist association applying for unconditional status as a cooperating Baptist association as defined by the Bylaws of the Florida Baptist State Convention.
6. To review and recommend appropriate action(s) to be taken as a result of any cooperating local church which, during the prior year, fails to fulfill the criteria of a cooperating church as defined by the Bylaws of the Florida Baptist State Convention.
7. To develop procedures, which this committee shall follow, when requested to review, assess and make a recommendation to the Board, concerning the theology, faith, practice and polity of a cooperating Florida Baptist church or cooperating Baptist association. Such a review shall occur only upon the specific written request from duly authorized leadership of a cooperating Florida Baptist church or a cooperating Florida Baptist association.
8. To work in cooperation with and receive regular reports from the appropriate cooperating ministry representatives in order to view the total work of the Florida Baptist State Convention.
9. To assist Florida Baptist State Convention cooperating ministries in preparing program changes to be recommended to the Administrative Committee of the State Board of Missions.
10. To consider programs not assigned to the programs of work under the direction of the State Board of Missions or any cooperating ministry of the Florida Baptist State Convention, to be recommended to the Administrative Committee for action by the State Board of Missions.
11. To review with the Executive Director-Treasurer, the programs of work under the direction of the State Board of Missions and to bring to the attention of the Administrative Committee needs not being met by existing programs.
12. To hear requests, set goals and recommend allocations and methods of promotion of the Maguire State Mission Offering to be recommended to the Finance Committee for action by the State Board of Missions.
13. To receive annually a report from the Florida Baptist Historical Society on its assignment to promote the preservation of history of Southern Baptists in Florida.

14. To receive at each meeting, a report on the Ministers Emergency Assistance Program.

15. To accept other responsibilities as assigned by the State Board of Missions.

F. Nomination of Board Committees

1. To recommend the nomination of committee personnel for election by the State Board of Missions. The election shall be conducted during the first regular meeting of the State Board of Missions after the meeting of the Florida Baptist State Convention. Committee chairmen and vice-chairmen shall be designated by the Nomination of Board Committees Committee.

2. To assure a proper balance of personnel on each committee.

3. To fill necessary committee vacancies during the year.

4. To fill a vacancy on the State Board of Missions (if the vacancy occurs before the Spring meeting of the Board) the committee shall make a temporary appointment, as soon as practicable, of a person from the association where the vacancy has occurred.

(a) The executive board of the affected association may submit from two (2) to five (5) nominees for consideration by the Nomination of Board Committees Committee.