

Bylaws of the Executive Board of the Missouri Baptist Convention

Article I--Governing Instruments

The Executive Board of the Missouri Baptist Convention does hereby adopt the following Bylaws, which along with the Constitution, Bylaws and Business and Financial Plan of the Missouri Baptist Convention shall govern its business and proceedings. Any Bylaw which is found to be in conflict with the provisions of the Constitution, Bylaws and Business and Financial Plan shall be inoperative and void.

Article II--Executive Board

1. The Executive Board shall consist of members as provided for in Article II, Section 2.
2. The Executive Board shall be composed of the officers of the Missouri Baptist Convention, as at-large members unless they have been duly elected as area members, and three members from each of eight areas of the state as defined in paragraph 4 hereof, which has a resident membership of affiliated churches of at least 16,000. For each additional 10,000 resident members or major fraction thereof above the basic of 16,000, one additional member will be chosen, up to, but not to exceed, a total of nine members from each area. Each church in an area shall be invited to present names of prospective members to the area representatives of the nominating committee of the Missouri Baptist Convention no later than July 10 of each year in the manner specified in the Bylaws of the Missouri Baptist Convention.
3. All members, except the members that are officers of the Missouri Baptist Convention, shall be elected to terms of three years, approximately one-third of the members from each area being elected each year. All terms shall expire as scheduled. An area member may serve two successive three-year terms, but may be eligible for re-election after two years have transpired, provided, however, that one elected to a term expiring within one year may be eligible for two successive three-year terms. An area member who has not served two successive three-year terms may be eligible for re-election after one year has transpired. Only one person from an affiliated church may serve as an area member at a given time on the Board. An area member who moves out of the area, but within the State, may remain on the Board for the remainder of the current Convention year.
4. The areas from which members of the Executive Board are to be elected are shown on the map attached hereto and made a part hereof. (See MBC Bylaws XI)

5. If a vacancy on the Executive Board occurs between annual meetings of the Missouri Baptist Convention, the chairman of the Executive Board shall promptly notify the chairman of the Convention Nominating Committee, and the Nominating Committee shall, within sixty days, from the list for that area offered by the last committee, fill the position until the next annual meeting of the Missouri Baptist Convention, provided, however, that no vacancy shall be filled between annual meetings of the Missouri Baptist Convention if such vacancy occurs by reason of an officer of the Missouri Baptist Convention being an area member of the Board.
6. The Executive Board shall declare vacant any position from which a member has been absent for two consecutive regular meetings of the full Board without an acceptable reason formally submitted to the chairman of the Executive Board.
7. No salaried employee of the Executive Board or of any agency to which the Missouri Baptist Convention makes direct appropriations, and no wife or husband of such employee shall be eligible for membership on the Executive Board during the period of employment.

Article III--Meetings

1. The Executive Board shall meet at least four times each year. Meetings shall be held in Jefferson City, Missouri, on the second Monday and/or Tuesday of December, April, and July, unless otherwise ordered by the Board, and preceding the annual meeting of the Missouri Baptist Convention at the same place as the Convention. The December meeting shall be considered the annual meeting of the Executive Board.
2. Special meetings may be called by the chairman or a majority of the chairmen of the standing committees or by a petition of a majority of the members of the Board.
3. A majority of the membership of the Executive Board shall constitute a quorum for the transaction of business.
4. The Executive Board shall be bound by the latest edition of *Roberts Rules of Order* unless such rules conflict with any provision of its Articles of Incorporation, Bylaws, or the Constitution and Bylaws or Business and Financial Plan of the Missouri Baptist Convention or any resolution adopted by that Convention.
5. Except for executive sessions called by the Chairman to handle sensitive matters, such as but not limited to, purchase or sale of property or personnel matters, all meetings of the Executive Board shall be open to Missouri Baptists. The

editor or a reporter of the official news journal of the Missouri Baptist Convention shall be free to attend all open meetings and to report on the proceedings. The personnel of the official news journal of the Missouri Baptist Convention shall not be prevented from reporting or making editorial comment of all open meetings.

6. The open meeting rules as set forth in paragraph 5 hereof shall also apply to meetings of all committees of the Executive Board.
7. The board president, the secretary and the administrative officers of each agency shall be provided with a copy of Executive Board minutes or minutes of any Board committee that may be informative to that particular agency.

Article IV--Officers

1. The officers of the Missouri Baptist Convention shall serve as the officers of the Executive Board without compensation as follows: The President as Chairman, the First Vice-President as First Vice-Chairman, the Second Vice-President as Second Vice-Chairman, and the Recording Secretary as Secretary. The Executive Director of the Executive Board shall serve as Treasurer. The Executive Board shall provide for the bonding of the Treasurer adequately to protect the interests of the Missouri Baptist Convention and the Executive Board. The accounts of the Treasurer shall be audited by a competent accountant each year at the expense of the Executive Board.
2. The Treasurer shall maintain proper financial records and shall have custody of all the funds that may come into the possession of the Executive Board and shall disburse same only as directed by the Executive Board and for the purposes for which they were contributed.

Article V--Executive Director

1. The Executive Board shall elect and determine the compensation of an executive director who shall be the chief executive officer of the Board and shall have the general oversight of all its staff and business activities. He shall be responsible and accountable at all times for carrying out the policies and the instructions of the Executive Board.
2. The Job Description of the executive director is as follows:
SUPERVISION: He shall be directly responsible to the Executive Board of the Missouri Baptist Convention and shall be regularly evaluated by the Administrative Committee of the Board.
AUTHORITY: He shall function under the general direction of the Executive Board with wide latitude for independent decision within the

framework of the Constitution and Bylaws of the Missouri Baptist Convention, the Business and Financial Plan, and the Bylaws of the Executive Board, and within the limits of such other policies and directives which the Convention or the Board may from time to time adopt. He shall specifically serve the Board as its chief administrative officer and as the general manager of its work and its staff.

GENERAL STAFF DUTIES: The executive director shall have the following general staff duties:

1. Perform within constitutional and policy limits, and in keeping with the Convention approved program statements, the management functions of planning, organizing, staffing and directing the work of the Executive Board.
2. Serve as a member without vote of all standing committees, ad hoc committees, and workgroups of the Executive Board, except when specifically precluded by the Board or the Convention from such responsibility.
3. Serve as chief staff person of all standing committees, ad hoc committees and workgroups of the Executive Board; and he will maintain in his office the official minutes and records of all meetings of these groups. With the chairmen, he shall approve all agendas, and he shall notify the members of the committees and groups on behalf of the chairmen. He may assign certain of his staff to represent him at the meetings either on a continuing or an ad hoc basis.
4. Provide staff support as requested for all Convention committees (except the Convention Nominating Committee) unless otherwise provided.
5. Provide proper assistance to the recording secretary of the Convention for the preparation of the minutes of the annual meeting and he shall be responsible for the publication of the Annual.
6. Maintain the Executive Board's *Organization and Staff Manual* in which will be printed the specific policy statements of the Convention, the Constitution and Bylaws of the Executive Board, and its policies procedures and directives governing the activities of its staff, including job descriptions and salary policies. The *Organization and Staff Manual* will be available to all Board members and all staff members as needed.
7. Serve as the treasurer of the Executive Board of the Missouri Baptist Convention.
8. Serve as staff advisor to the Administrative Committee of the Board as it develops for Executive Board and Convention approval a Cooperative Program Allocation Budget.

9. Work to create a positive fellowship among the agencies and institutions, the churches and associations of the Convention and maintain cordial and communicative relationships with the agencies and the leaders of the Southern Baptist Convention.
10. Maintain on behalf of the Executive Board the confidentiality of the personnel files.
11. Establish his office to serve as the official depository of all official Convention and Executive Board minutes, directives, subcommittee minutes, charters, legal, etc.

SUPERVISORY DUTIES: The Executive Director shall have the following supervisory duties:

1. Set the standards and procedures for planning and administering the programs of the Executive Board.
2. Work with the administrative committee in selecting and recommending executive team members to the Board.
3. Work with the executive team in filling all other staff positions.
4. Lead the executive and program staff in setting and coordinating specific program objectives, goals and action plans in keeping with the purposes and objectives of the Convention and for use in budget planning and program administration.
5. Conduct planned monthly meetings of his executive team and planned and extended quarterly meetings of his executive and program staff. He shall have as many additional staff meetings as shall be required to accomplish the work.
6. Make himself available to his executive team* for consultation and advice in the areas of their work. He will prescribe control procedures, operating policies and reporting formats.
7. Hear such formal appeals from staff members as shall come before him in keeping with procedures approved by the Executive Board and refer unresolved matters to the appropriate committees of the Executive Board.
8. Conduct annual evaluation of his executive team and communicate his evaluation to each member.
9. Require his executive team to evaluate members of their staff in keeping with procedures approved by the Board, and he shall receive copies of these evaluations for the employees confidential personnel files.
10. Certify annually to the Executive Board that the requirements for evaluation have been met and the results filed in the employees confidential files.

11. Report quarterly to the Executive Board and to its Administrative Committee on all financial matters, in keeping with the Boards established reporting requirements.
12. Report to all of the committees of the Board at times and in the manner which the committees shall prescribe.

SPAN OF CONTROL: The executive director determines:

1. The administrative procedures needed to accomplish the work of the Executive Board.
2. The reports needed from the executive and program staffs.
3. The measures of efficiency of the organization and takes appropriate steps to correct it.
4. When an employment is no longer mutually beneficial to the Board and when appropriate recommendation or reports should be made to the Administrative Committee.
5. Program priorities and makes appropriate recommendation to the Executive Board.
6. When it is necessary to communicate with the officers of the Executive Board.
7. The agenda, purpose and time of executive and program staff meetings; also determines the need for other types of staff meetings.

*The Executive Team consists of the Executive Director and the Associate Executive Directors.

EVALUATION CRITERIA: The evaluation of the executive director shall include specific consideration, but not limited to, the following:

1. Number of employee appeals reaching the committees of the Executive Board.
2. Stability and turnover of personnel.
3. Quality of attention to the duties of his office.
4. Completion of tasks assigned in the job description.
5. Planning and implementing of program priorities, objectives, goals and action plans.
6. Follow through on action plans.
7. Opportunities provided for training of the staff personnel employed by the Executive Board.
8. Maintenance of the prescribed organizational structure.
9. Maintenance of the *Organization and Staff Manual* in keeping with requirements prescribed by the Executive Board.
10. Development of proper procedures for the management of the staff.
11. Quality of relationship between the executive director and the agencies, institutions, churches and associations.
12. Personal conduct and decorum.

EVALUATION PROCEDURE: The Executive Director shall be evaluated annually using the following procedure.

1. The Evaluation Subcommittee

Following the annual meeting of the Missouri Baptist Convention, the chairman of the Administrative Committee shall appoint an Executive Director Evaluation Subcommittee:

- a. The Executive Director Evaluation Subcommittee shall be made up of three members with one member named as chairman by the chairman of the Administrative Committee. Should none of the previous committee remain members of the Administrative Committee, the former chairman shall meet with the Executive Director Evaluation Subcommittee at least one time for continuity purposes. This Subcommittee shall serve for the period of the current Missouri Baptist Convention year.
- b. The Executive Director Evaluation Subcommittee shall be responsible for reviewing and recommending to the Administrative Committee each July the salary and benefits for the Executive Director for the forthcoming budget year presentation.
- c. The Executive Director Evaluation Subcommittee shall be responsible for the annual evaluation of the Executive Director using the approved evaluation tools and process and shall report to the Administrative Committee each July.

2. The Evaluation Tools

- a. Specific performance appraisals, with appropriate cover letters, shall be provided each year for:
 - (1) All members of the Executive Board;
 - (2) All members of the Executive Board staff;
 - (3) All associational Directors of Missions; and
 - (4) The Executive Director.
- b. Specific performance appraisals and cover letters adopted July 15, 2008, shall be used.
- c. For sake of continuity, the performance appraisals shall remain the same each year; however, The Executive Director Evaluation Subcommittee shall have the prerogative to add questions to the performance appraisals as they deem necessary in any given year.

3. The Evaluation Process

The following guidelines and procedures shall

be followed each year:

- a. On or about May 15, appropriate performance appraisals and cover letters shall be distributed to all members of the Executive Board, the Executive Board staff, Directors of Missions, and the Executive Director which are to be returned to the Administrative Assistant to the Executive Board at the Baptist Building no later than May 31.
- b. Soon after June 1, the returned performance appraisals shall be delivered to a human resources professional for appropriate analysis. The completed analysis and returned performance appraisals shall be delivered to the Executive Director Evaluation Subcommittee no later than June 30.
- c. During late June or early July, the Executive Director Evaluation Subcommittee shall:
 - (1) Meet to review the evaluation analysis and prepare a written report for the Administrative Committee and to prepare a recommendation regarding the salary and benefits for the Executive Director for the forthcoming budget year; and
 - (2) Meet with the Executive Director to discuss the evaluation and determine steps to be taken toward progress for the following year. A copy of the final professional analysis shall be provided to the Executive Director at least one week prior to this meeting. The Executive Director shall have opportunity to respond to the evaluation and any issues presented by the Evaluation Subcommittee.
- d. All performance appraisals and analysis reports shall be confidential and safely stored in the Baptist Building and available for later use by the Administrative Committee only and shall not be made available to the Executive Director
- e. Performance appraisals and analysis reports shall be archived for three (3) years past the Executive Director's last date of employment.
- f. At the July meeting of the Executive Board, the Executive Director Evaluation Subcommittee shall present to the Administrative Committee and Executive Board:

- (1) Recommendation regarding the Executive Director's salary and benefits for the forthcoming budget year; and
- (2) Written report of the evaluation of the Executive Director. The written report will be included in the Administrative Committee's report to the Executive Board.

g. Following the December and April meetings of the Executive Board and the October pre-convention meeting of the Administrative Committee, the Executive Director Evaluation Subcommittee shall meet with the Executive Director to provide encouragement and assess progress.

4. The Evaluation Appeal

The Executive Director shall have the privilege of challenging the findings of the Executive Director Evaluation Subcommittee as follows:

- a. The first appeal is to the Evaluation Subcommittee itself following the initial evaluation meeting and prior to the meeting of the Administrative Committee in July;
- b. Should satisfactory resolution not be achieved, the Executive Director may appeal to the Administrative Committee at the July meeting;
- c. Should satisfactory resolution not be achieved, the Executive Director may appeal to the Executive Board at the July meeting, therefore a special called meeting of the Executive Board shall be held within 30 days. The decision of the Executive Board shall be final.

3. EMERGENCY LEAVE

If Executive Director is unable to fulfill his responsibilities or it is otherwise in the best interest of the Missouri Baptist Convention and Executive Board, the Executive Director may be placed on emergency leave, with pay, by the Chairman of the Board, with the advice of the chairman of the Administrative Committee and the chairman of the Executive Director Evaluation Subcommittee, in consultation with General Counsel of the Executive Board. No such emergency leave shall be effective unless consented to by the chairman of the Administrative Committee and/or the chairman of the Executive Director Evaluation Subcommittee.

ACTING EMERGENCY EXECUTIVE DIRECTOR

Thereafter, or upon the death of the Executive Director, the Chairman of the Board, with the

advice of the chairman of the Administrative Committee and the chairman of the Executive Director Evaluation Subcommittee, in consultation with General Counsel of the Executive Board, may appoint an Acting Emergency Executive Director and establish reasonable compensation for said temporary appointment. No such emergency appointment shall be effective unless consented to by the chairman of the Administrative Committee and/or the chairman of the Executive Director Evaluation Subcommittee. No emergency leave or appointment of an Acting Emergency Executive Director shall extend past fourteen days, without the approval of a majority of the Administrative Committee.

No Executive Director resignation shall be accepted or effective until accepted by a majority of the Administrative Committee, with the advice of General Counsel of the Executive Board. Within fourteen days of the receipt of a resignation of the Executive Director, the death of the Executive Director or the appointment of an Acting Emergency Executive Director, the Administrative Committee shall meet and, in consultation with General Counsel and the Executive Director Evaluation Subcommittee, shall determine what appropriate further interim actions are necessary and proper.

EXECUTIVE DIRECTOR SEVERANCE

The Executive Board, upon recommendation of the Administrative Committee and in consultation with General Counsel, may negotiate a severance package of up to and including six months' salary and benefits for the Executive Director when it is in the best interest of the Board. If severance is taken, there will be a no-compete clause in the state of Missouri and such other terms the Executive Board deems proper as a part of the severance agreement.

- 4. In the event the office of Executive Director should become vacant for any reason or interim appointments greater than fourteen days are in the best interest of the Missouri Baptist Convention and the Executive Board, the Administrative Committee of the Executive Board shall make recommendation to the Executive Board for filling the vacancy, including the composition of and guidelines for a Search Committee, and for all interim appointments.

Article VI – Official News Journal

1. The Executive Board shall maintain discretionary authority and ultimate control of the official news journal of the Missouri Baptist Convention.
2. The Purpose Statement and Editorial Policy of the news journal shall be determined by the Executive Board in consultation with the editor.
3. The news journal editor shall be placed directly under the executive director within the Executive Board Staff Organizational Structure.
4. The news journal staff shall be under the direct supervision of the editor for the day to day operation of the paper.
5. The news journal editor shall be directly accountable to the executive director.
6. The news journal editor shall be under the direct supervision of the executive director concerning the day to day operation of the newspaper office.
7. The executive director shall not possess editorial privileges concerning the content of the newspaper.
8. The executive director shall not have the power to terminate the news journal editor.
9. The news journal editor may be terminated by the Executive Board upon the recommendation of the executive director and/or news journal work group after review and approval by the Administrative Committee.
10. The Executive Board, upon recommendation of the Administrative Committee, may negotiate a severance package of not to exceed six months salary and benefits for the editor when employment is no longer mutually beneficial to the Board. If severance is taken, there will be a no-compete clause in the state of Missouri as a part of the severance agreement.
11. In the event the office of editor should become vacant for any reason, the Administrative Committee, with the appropriate involvement of the News Journal Work Group, shall make recommendation to the Executive Board for filling the vacancy, including the composition of and guidelines for a Search Committee, and for all interim appointments.

Article VII--Committees

1. There shall be standing committees of the Executive Board as follows: Administrative Committee, Inter-Agency Relations Committee, and other committees determined by the needs of the Board. Each of the standing committees of the Executive Board shall report to the Administrative Committee. There shall be two special committees of the Executive Board, namely: an Audit Committee and a Committee on Executive Board Committees.

2. The officers of the Executive Board shall be assigned to the standing committees by the Chairman of the Executive Board unless the officers are duly elected area members of the Board. No standing committee shall have more than one officer serving as a voting member.
3. No member shall be Chairman of any Executive Board Committee for more than three consecutive years.
4. The standing committees may meet in conjunction with the regular meetings of the Executive Board.
5. The two special committees shall meet as necessary.

Article VIII--Job Descriptions

Job Description – Administrative Committee

Purpose

Performs normal administrative committee responsibilities for the Executive Board of the Missouri Baptist Convention and works with the Executive Director in the implementation of the Board's policies, programs and services assigned to its general care.

Scope

The Administrative Committee shall be concerned with the following areas affecting the life and work of the Convention, but not limited to them: personnel management, general services, public relations, and convention operations. The Chairman of the Administrative Committee shall appoint an Executive Director Evaluation subcommittee and other subcommittees as needed.

Membership

The Administrative Committee of the Executive Board shall consist of approximately twelve percent of the membership of the Board, plus the chairmen of the other standing committees; also the Chairman of the Board and the Executive Director. The Executive Director shall serve as the staff officer of the committee; with the understanding he may call on others to assist him.

Meetings

The Administrative Committee shall meet four times annually at times specified in the Executive Board Bylaws, and at such other times as shall be required for doing its work.

All agendas shall be prepared by the chairman. The Executive Director shall give input to the agenda, and it shall be mailed to the members at least ten days in advance of the meetings.

Responsibilities

The Administrative Committee shall recommend for Executive Board consideration proposals on matters within its assigned scope and on other matters not specifically assigned to other committees, and shall

Administrative

1. Monitor the effectiveness of the services and programs assigned to its general oversight.
2. Study and propose changes in the Convention Constitution and Bylaws as appropriate.
3. Recommend to the Executive Board bylaws to govern the Board's operation.
4. Recommend all administrative policies, such as those pertaining to vacation, retirement, holidays, promotion, separation, etc.
5. Hold general oversight for annual Convention site arrangements and for publication of all official proceedings of the Convention.
6. Oversee the permanent keeping of all Convention minutes and other official papers, for copies of agency and institution charters, constitutions and bylaws, minutes of regular meetings, and for all Executive Board minutes, including minutes of all special or regular committees and from former officers of the Convention. These shall be the general charge of the Executive Director.
7. Provide for the administering of the business and administrative affairs of the Executive Board and for the monitoring of the Business and Financial Plan.
8. Receive for recommendation to the Board the Cooperative Program Allocations Budget and Executive Board Operations Budget.

Personnel

9. Review all Executive Board employee position descriptions for recommendation to the Board.
10. Establish and maintain a salary policy to include a well-defined Grade and Step Plan for adoption by the Board.
11. Determine, on advice of the Executive Director, the need for work reassignments in the programs, services and personnel assigned to it.
12. Establish and maintain, in keeping with the Convention Bylaws, a uniform plan that will enable an individual employee formally to appeal in some cases the decisions of his supervisor to the next person (or committee) in charge.
13. Evaluate, in keeping with the Executive Board's established evaluation criteria, and in keeping with the appropriate position description, the Executive Director's performance in the services and programs assigned to the Administrative Committee.
14. Establish and maintain a plan to evaluate all employees in light of established position descriptions, formal statements of objectives, goals and action plans and by use of procedures to be clearly set forth in the *Organization and Staff Manual*.

15. Provide staff for any Convention committee as needed.

Job Description—Support Services Committee

Purpose

Performs Committee functions for the Executive Board of the Missouri Baptist Convention and assists the Executive Director in accomplishing the purposes of the convention in the areas of support services.

Scope

The Support Services Committee shall be concerned with areas affecting the life and work of the Convention such as: financial services, minister's retirement plan support, building services, technology, and properties management.

Membership

The Support Services Committee shall consist of approximately thirty percent of the Executive Board. The Chairman of the Board and the Executive Director shall also serve as ex officio members. An Associate Executive Director shall serve as staff officer of the Committee.

Meetings

The Support Services Committee will meet at least twice each year in regular meetings at times specified by the Executive Board's Bylaws, and at such other times as shall be required to conduct its work.

All agendas shall be prepared by the chairman. The Executive Director and Associate Executive Director shall give input to the agenda and it shall be mailed to the members at least ten days in advance of the meetings.

Responsibilities

The Support Services Committee shall approve for recommendation to the Executive Board all matters within its assigned scope and programs and on related matters not specifically assigned to other committees of the Board, and shall

1. Monitor the effectiveness of the programs and services under its general oversight.
2. Recommend to the Administrative Committee, in keeping with Executive Board policies and procedures, the position description for personnel within Support Services.
3. Relate to the areas of work that make up Support Services: Business Services, Properties Management, and Technology.
4. Determine, on advice from the Executive Director, any work assignment within Support Services.
5. Review with the Executive Director or Associate Executive Director the budget for Support Services, which shall be submitted to the Administrative Committee in keeping with Executive Board procedures.
6. Report to the Administrative Committee and

- Executive Board in their regular meetings.
7. A Business Services Work Group shall be established as a subcommittee of the Support Services Committee; composed of approximately one third of the committee, the Associate Executive Director and the Executive Director. This work group shall also function as the Audit Committee as described later in this Article.
 - a. The purpose of the Business Services Work Group shall be to apply the Business and Financial Plan to the Missouri Baptist Convention activities, review and maintain the Investment Policy, review and maintain insurance coverage, Human Resource policy and procedures, receipts and disbursement procedures, and reserve balances.
 - b. The Business Services Work Group will hear recommendations from the Executive Board related to spending of reserves and report back to the Board to advise regarding the adequacy of reserve balances.
 8. A Properties Management Work Group shall be established as a subcommittee of the Support Services Committee; composed of approximately one third of the committee, the Associate Executive Director and the Executive Director.
 - a. The purpose of the work group shall be to oversee the physical properties of the Missouri Baptist Convention and to assure the proper funding for maintenance and replacement.
 - b. The work group will receive, analyze and prioritize requests for capital needs/major equipment for all Missouri Baptist Convention properties; and make recommendations to the Support Services Committee and Administrative Committee concerning properties owned by the Convention.
 9. A Technology Work Group shall be established as a Committee: composed of approximately one third of the committee, the Associate Executive Director and the Executive Director.
 - a. The purpose of the Technology Work Group shall be to oversee and review the Information Systems (networks, databases, and computer equipment), computer and technical support systems (cell phones, laptops, copiers, and audio/visual conferencing), and communications support (website, media and print graphics, and audio/visual production equipment).
 - b. The Technology Work Group will also relate to the Historical Commission through support of archived documents and storage of documents.

Job Description--Inter-Agency Relations Committee

Purpose

To function for the Executive Board of the Missouri Baptist Convention in a manner to assist and support all educational and benevolent agencies of the Convention in their efforts to operate effectively, efficiently, and in response to the purposes for which established.

Scope

The Inter-Agency Relations Committee concerns itself with areas pertinent to Executive Board relations with existing educational and benevolent agencies and newly proposed agencies as specifically covered in Article VIII, Section 3.e of the Constitution of the Missouri Baptist Convention. This includes provision for the study of the several agencies and institutions owned, operated or maintained in whole or in part by the Convention in subsequent reporting to the Executive Board.

The Committee will take positive steps to insure the autonomous responsibility of the various institutional and agency boards. The Committee recognizes the basic responsibility of each agency and institutional board to direct, manage and administer its own internal affairs. The Committee will function as the legitimate agent of the Executive Board and the Convention in assuring effective and efficient operation of the institutions.

It is intended that the Committee will function in the dual roles of advocacy and support for the agencies and institutions while insuring that the interests of Missouri Baptists are efficiently served.

Membership

The Inter-Agency Relations Committee shall consist of approximately twelve percent of the total membership of the Executive Board. The Chairman of the Board and the Executive Director shall also serve as ex officio members. The Executive Director shall serve as staff officer of the Committee.

Meetings

The Inter-Agency Relations Committee will meet at least twice each year in regular meetings at times specified by the Executive Boards bylaws, and at such other times as shall be required to conduct its work.

All agendas shall be prepared by the chairman. The Executive Director shall give input to the agenda, and it shall be mailed to the members at least ten days in advance of the meeting.

Committee Functions and Responsibilities

Recognizing its diverse responsibilities to Missouri Baptists, the Executive Board, agencies, and institutions, the Committee shall

1. Develop and maintain equitable, open and positive relationships with Missouri Baptist agencies and institutions through a planned program. This program will provide periodic opportunities for the Committee to hear reports and recommendations from the various boards concerning their needs,

problems and progress. This program will also provide for formal orientation of all elected agency or institution board members and trustees, as to their relationship to Missouri Baptist Convention. The program intents are support, assistance and advocacy.

2. Develop and implement effective procedures for agency and institution liaison with the Executive Board. This will involve simplified formats for agency use in regularly communicating its accomplishments, needs and problems to the Executive Board.
3. Recommend to the Executive Board an allocation of funds available for distribution to the various agencies and institutions.
4. Conduct special studies, prepare reports and make recommendations in response to:
 - a. Conflicts and differences of an intra agency nature particularly where image, public relations and basic purposes are involved.
 - b. Requests by the Executive Board to review agency and institutional charters.
 - c. The feasibility of proposed new agencies and institutions and continued support of existing agencies and institutions.
 - d. Proposed major program changes of agencies and institutions.
5. Annually receive, study, review and make recommendations to the Executive Board pertinent to agency and institution audits.
6. Study, review, report and submit proposals for Executive Board consideration concerning other areas within the committee's scope and related matters not specifically assigned to other committees of the Board.
7. Report to the Administrative Committee and Executive Board in their regular meetings.
8. Regularly review its purpose, scope and responsibilities to assure that committee activities are consistent with Executive Board objectives and are responsive to the needs of Missouri Baptist agencies and institutions.
9. Perform from time to time such additional special assignments and functions as directed by the Executive Board and/or Convention.

Job Description – Congregational Services Committee

Purpose

Performs Committee functions for the Executive Board of the Missouri Baptist Convention and assists the Executive Director in accomplishing the purposes of the

convention in the areas of church and family equipping.

Scope

The Congregational Services Committee shall be concerned with areas affecting the life and work of the convention such as: Church Health (Sunday School/Discipleship/Spiritual Awakening), Student/Collegiate Ministries, Church Ministries (Leadership Development, Ministerial Services, Family Ministries, Worship, Cooperative Program & Stewardship), Missions/Evangelism (Partnership Missions, Men's Missions & Ministry, Women's Missions & Ministry, Evangelism), and Church Planting.

Membership

The Congregational Services Committee shall consist of approximately thirty percent of the Executive Board. The Chairman of the Board and the Executive Director shall also serve as ex officio members. An Associate Executive Director shall serve as staff officer of the Committee.

Meetings

The Congregational Services Committee will meet at least twice each year in regular meetings at times specified by the Executive Board's Bylaws, and at such other times as shall be required to conduct its work.

All agendas shall be prepared by the chairman. The Executive Director and Associate Executive Director shall give input to the agenda and it shall be mailed to the members at least ten days in advance of the meetings.

Responsibilities

The Congregational Services Committee shall approve for recommendation to the Executive Board all matters within its assigned scope and programs and on related matters not specifically assigned to other committees of the Board, and shall

1. Monitor the effectiveness of the programs and services under its general oversight.
2. Recommend to the Administrative Committee, in keeping with Executive Board policies and procedures, the position descriptions for personnel within the Congregational Services areas of work.
3. Determine, on advice from the Executive Director, any work assignment within the Congregational Services areas of work.
4. Review with the Executive Director the budget for assigned areas of work, which shall be submitted to the Administrative Committee in keeping with Executive Board procedures.
5. Report to the Administrative Committee and Executive Board in their regular meetings.
6. A Church Health and Church Ministries Work Group shall be established as a subcommittee of the Congregational Services Committee composed of approximately one third of the committee, the Associate Executive Director and the Executive Director. The purpose of the work group shall be to

inform itself concerning the ongoing work and progress of the Church Health and Church Ministries teams and bring recommendations to the Congregational Services Committee when needed.

7. A Church Planting/Student & Collegiate Ministries Work Group shall be established as a subcommittee of the Congregational Services Committee composed of approximately one third of the committee, the Associate Executive Director and the Executive Director. The purpose of the work group shall be review and monitor strategies and development in the area of church planting and Student/Collegiate Ministries, and to bring recommendations to the Congregational Services Committee when needed.
8. An Evangelism/Missions Work Group shall be established as a subcommittee of the Congregational Services Committee composed of approximately one third of the committee, the Associate Executive Director and the Executive Director. The purpose of the work group shall be to review and monitor strategies and development in the areas of evangelism and missions.

Job Description – Communications & Development Committee

Purpose

Performs Committee functions for the Executive Board of the Missouri Baptist Convention and assists the Executive Director in accomplishing the purposes of the convention in the areas of communications & development.

Scope

The Communications & Development Committee shall be concerned with areas affecting the life and work of the convention such as: public relations, development, media, and *The Pathway* news journal.

Membership

The Communications & Development Committee shall consist of approximately sixteen percent of the Executive Board. The Chairman of the Board and the Executive Director shall also serve as ex officio members. An assigned Executive Board staff member shall serve as staff officer of the Committee.

Meetings

The Communications & Development Committee will meet at least twice each year in regular meetings at times specified by the Executive Board's Bylaws, and at such other times as shall be required to conduct its work.

All agendas shall be prepared by the chairman. The Executive Director and assigned staff member shall give input to the agenda and it shall be mailed to the members at least ten days in advance of the meetings.

Responsibilities

The Communications & Development Committee shall approve for recommendation to the Executive Board all matters within its assigned scope and programs and on related matters not specifically assigned to other committees of the Board, and shall

1. Monitor the effectiveness of the programs and services under its general oversight.
2. Recommend to the Administrative Committee, in keeping with Executive Board policies and procedures, the position descriptions for personnel within the Communications & Development areas of work.
3. Determine, on advice from the Executive Director, any work assignment within the Communications & Development areas of work.
4. Provide support and counsel to the assigned Executive Board staff member in the areas of responsibilities, as needed.
5. Review with the Executive Director the budget for assigned areas of work, which shall be submitted to the Administrative Committee in keeping with Executive Board procedures.
6. Report to the Administrative Committee and Executive Board in their regular meetings.
7. A Communications Work Group shall be established as a subcommittee of the Communications and Development Committee composed of approximately one half of the committee, the assigned Executive Board staff member and the Executive Director. The purpose of the work group shall be to review and monitor strategies and development in the areas of communication and development and public relations.
8. A News Journal Work Group shall be established as a subcommittee of the Communications and Development Committee composed of approximately one half of the committee. The Editor of *The Pathway*, shall serve as ex officio member without vote.
 - a. The purpose of the work group shall be to assist the Executive Director and Editor in accomplishing the purposes of the Convention in publishing *The Pathway*, *Official News Journal of the Missouri Baptist Convention*.
 - b. The scope of the work group shall be concerned with the state Baptist paper as it relates to the life and work of the Missouri Baptist Convention and the Southern Baptist Convention in such areas as: news coverage, editorial comment, business affairs, circulation management and promotion, the relationship of *The Pathway* to the departments, agencies, institutions, associations and churches of the Missouri and Southern Baptist Conventions.

- c. The news journal work group will:
 - 1. Monitor the effectiveness of the program and service of the News Journal.
 - 2. Recommend to the Communications & Development Committee, in keeping with Executive Board policies and procedures, the position descriptions for personnel within the News Journal.
 - 3. Receive and evaluate reports concerning all business and financial matters of the News Journal in accordance to the annual budget as approved annually by the Missouri Baptist Convention.
 - 4. Receive reports of all News Journal staff evaluations.
 - 5. Report to Communications & Development Committee in its regular meetings.

Job Description--Audit Committee

Purpose

To serve the Executive Board of the Missouri Baptist Convention by recommending an auditor for the annual auditing of the books kept by the Board in accordance with the terms presented by the Business and Financial Plan.

Scope

The Audit Committee's work will be limited to the matter of auditing the Convention's books. It will not concern itself with the Convention owned agencies and institutions. The Committee will assume the responsibility for recommending a reputable auditing firm for the Convention.

Membership

The Audit Committee shall have four members selected from the Business Services Work Group. The Chairman of the Board and the Executive Director shall serve as ex officio members.

Meetings

The Audit Committee shall meet two times annually specified in the Executive Board Bylaws, and at such other times as shall be required for doing its work. All agendas shall be prepared by the chairman. The Executive Director and Associate Executive Director-Support Services Group shall give input to the agenda, and it shall be mailed to the members at least ten days in advance of the meetings.

Committee Functions and Responsibilities

- 1. To recommend a reputable auditing firm for the purpose of rendering an opinion annually on the financial records maintained by the Executive Board of the Missouri Baptist Convention.
- 2. To receive the audit from the auditing firm.
- 3. To report the audit to the Administrative Committee and the Executive Board.

- 4. To be responsible to the Executive Board in seeing the audit is conducted in keeping with the terms prescribed by the Business and Financial Plans of the Executive Board.
- 5. Perform from time to time such additional special assignments and functions as directed by the Executive Board and/or Convention.
- 6. Review with the Executive Director and the Associate Executive Director-Support Services Group the management letter from the auditor.

Job Description--Committee on Executive Board Committees

Purpose

The purpose of the Committee on Executive Board Committees is to nominate the members and the chairperson of each standing committee and the Audit Committee of the Executive Board for election by the Executive Board.

Scope

The Committee on Executive Board Committees shall nominate the membership and a chairperson of each of the following Committees of the Executive Board:

- Administrative Committee
- Inter-Agency Relations Committee
- Support Services Committee
- Congregational Services Committee
- Communications & Development Committee
- Audit Committee

Membership

The Committee on Executive Board Committees shall consist of six members of the Executive Board. The Chairman of the Board and the Executive Director shall also serve as ex officio members. The Executive Director shall serve as staff officer of the Committee.

The Executive Board officers shall select and appoint the members of the Committee on Executive Board Committees in the same proportion of laymen and ministers as constitute the Executive Board and designates its chairman. These appointments shall be made and reported to the Executive Board at the close of the meeting of said Board in July of each year.

Each member of this Committee shall be appointed for a term of two years from the time of appointment and thereafter until a successor is appointed. Terms of three members of this Committee shall expire each year. The position as the Chairman of this committee shall be for a period of one year.

A vacancy occurring on this Committee during a committee member's term of office shall be filled by the Executive Board officers to serve for the remainder of said term.

The members of this Committee shall not be eligible to be elected as chairman of any of the standing Executive Board Committees or Audit Committee.

Meetings

The Committee on Executive Board Committees shall meet, on call by its Chairman at a time or times convenient to its members prior to the Annual Meeting of the Missouri Baptist Convention, to prepare its nominations, and shall meet at such other times during the year as necessary to perform its purpose, such as making nominations to fill vacancies on Executive Board committees.

Responsibilities

The Committee on Executive Board Committees shall annually nominate each member of the Executive Board (including nominees to the said Board subject to the election at the Annual Meeting of the Missouri Baptist Convention) to one of the standing committees and the Audit Committee, and shall nominate a chairman for each committee. Nominations shall also designate members within the Support Services Committee, the Congregational Services Committee and the Communications & Development Committee to serve on a work group of that committee and with one member of each work group named convener.

These nominations shall be presented to the Executive Board for consideration for election by a majority vote at a special meeting of the Executive Board immediately following the Annual Meeting of the Missouri Baptist Convention.

The failure of any nominee to be so elected shall require an additional nominee to be presented by the Committee on Executive Board Committees at that or the next meeting of the Executive Board.

The Committee on Executive Board Committees will study biographical material concerning members of the Executive Board and will attempt to make nominations on the basis of expertise, interest, and tenure.

Efforts should be made to avoid conflicts of interests, e.g., persons serving on other boards with related interests, etc.

Attention should be given to expiration of terms and balance of skills in each committee so as to avoid depletion of experience and skills within a given committee in future years.

The Committee on Executive Board Committees will communicate with the chairman of the Convention Nominating Committee and request that biographical material be provided for nominees for election to the Executive Board. This material will be held and submitted to the subsequently elected Committee on Executive Board Committees.

Article IX--General

1. Items for Executive Board consideration from teams and offices of work, agencies, institutions or relating to them shall be assigned or referred to the appropriate committee before consideration by the

Executive Board, except that immediate consideration may be given on approval of a simple majority of the Executive Board answering present at a roll call.

2. The Executive Board or any committee hereof may submit a report to Missouri Baptists through the official news journal of the Missouri Baptist Convention.
3. The removal or transfer for any purpose whatsoever of any monies from the Reserve Fund(s) administered by the Executive Board shall require the affirmative vote of two-thirds (2/3) of the quorum of the Executive Board instead of a simple majority of the quorum of the Executive Board.

Article X--Purpose of the Executive Board Staff

The purpose of the Executive Board staff shall be:

1. To provide assistance to the Executive Board
 - A. In developing and carrying out objectives, goals and strategies to extend the Kingdom of the Lord Jesus Christ in Missouri.
 - B. In carrying on its work and managing its resources.
2. To provide information, services and assistance to help churches cooperating with the Missouri Baptist Convention to accomplish their purpose.

Article XI--Staff Structure and Organization

The Executive Board shall organize into a team system as follows:

1. The Executive Director shall serve as the chief administrative officer of the staff. He will be directly assisted by the associate executive directors.
2. There shall be teams and work assignments will generally be made in keeping with the scope of work and programs outlined above in the section on duties of the Executive Board committees.
3. The Executive Board may designate a program area of a team, or as a responsibility of an associate executive director as the conditions may warrant.
4. The Executive Team shall consist of the executive director and the associate executive directors.

Article XII--Staff Administration

1. All personnel shall be supervised as outlined in the Executive Board Staff Organizational Structure with direct responsibility to the respective associate executive director and/or the executive director. Some personnel may be assigned to be supervised by team members.
2. The Board shall provide job descriptions for all of its employees: professional, clerical, and manual. These job descriptions shall be approved by the Executive Board and made available to the

employees. All employees shall conduct their work in conformity with the job descriptions.

3. Each employee shall have the full right to formally appeal a decision of his supervisor involving his work to his supervisor's superior. This conveys the right to formally appeal all the way to the Executive Board, by steps, if necessary. The formal appeal process shall be clearly written by the Executive Board, and made a part of an *Organization and Staff Manual* to be developed by the Administrative Committee and approved by the Board.
4. Each supervisor shall annually and formally evaluate the employees under his direction. These evaluations shall take into consideration performance standard, employee's job description, and any specific objectives and goals agreed upon by the professional employee and his supervisor.
5. The Executive Board shall develop a set of specific wage policies including a grade and step plan which it shall follow in the compensation of its employees. These policies shall be printed in the *Organization and Staff Manual*.
6. The Executive Board shall prepare an *Organization and Staff Manual* which it shall make available upon written request to all Executive Board members and employees. This *Organization and Staff Manual* shall include the Executive Board bylaws, a description of the Executive Board organization by titles and names, a formal appeals system, an evaluation system, wage policies including grade and step salary plan, and other Executive Board policies on such things as retirement, vacations, terminations, travel, honoraria, building administration, purchasing procedures, etc. The *Manual* will include both Executive Board and administrative policies. This *Organization and Staff Manual* is considered to be an internal personnel document only. It is not to be distributed in whole or in part outside of the Executive Board members and MBC staff.

Article XIII--Cooperation with the Southern Baptist Convention

The Executive Board recognizes the Southern Baptist Convention as the body with which this Board and the Missouri Baptist Convention shall be in cooperation.

Article XIV--Cooperation with District Associations

The Executive Board recognizes the necessity for cooperation with the district associations of the State of Missouri and that the Executive Boards of the associations are the proper media through which such cooperation should be carried out.

Article XV--Educational and Benevolent Institutions

- A. Any educational or benevolent institution which shall desire to be owned or operated by the Missouri Baptist Convention through the Executive Board upon approval of the Convention shall only be eligible under the conditions set forth in Paragraph C of this article.
- B. Any educational or benevolent institutions, cooperating in covenant relationship with the Convention, which shall desire to receive contributions by the Executive Board from the Cooperative Program Allocations Budget as approved by the Missouri Baptist Convention shall only be eligible to do so under the conditions set forth in Paragraph C of this article.

C. Educational Institutions

1. The president and a majority of the members of the governing board and of the teachers shall be members of churches affiliated with the Missouri Baptist Convention.
2. The governing board shall either have been elected or approved by the Missouri Baptist Convention.
3. It shall not be conducted for private or corporate gain, but all moneys received in excess of operation expenses shall be expended for improvements or shall be added to the permanent endowment.
4. It must conform to the educational standards that prevail in this state.
5. It must each year give a reasonable amount of distinctive religious instruction.
6. It shall make no general canvass for funds to churches without the approval of the Board.
7. It shall submit its books and work to the inspection of the Board whenever requested.
8. It shall make an annual report to the Board covering all matters required by the Board.

Benevolent Institutions

1. The chief executive officer and a majority of the members of the governing board shall be members of Baptist churches.
2. The governing board shall either have been elected or approved by the Missouri Baptist Convention.
3. Said institution shall be engaged principally in the care of the sick, children, the aged or of other needy persons.
4. It shall not be conducted for private or corporate gain, but all moneys received in excess of the operating expenses shall be expended for improvements or shall be added to the permanent endowment.
5. Its properties and funds shall be safeguarded to the Baptist denomination.
6. It shall make no general canvass for funds to

- churches without the approval of the Board.
7. It shall submit its books and work to the inspection of the Board whenever required and shall make annual reports to the Board concerning all matters required by the Board.

Article XVI--Amendments

These Bylaws may be amended by a simple majority vote of the entire membership of the Executive Board at any regular meeting thereof, provided a written notice of the proposed changes is given at the previous meeting of the Board; except amendments necessary to bring them into conformity with Convention Constitution, Bylaws and Business and Financial Plan may be made without previous notice.