



## Cooperstown Bible Camp Document

February 28, 2025

*Proposed Bylaw Revisions*

**SUBJECT:** Notice of Motions to Amend Bylaws of the Cooperstown Bible Camp Association (a North Dakota Nonprofit Corporation) A 501(c)(3) charitable organization. (CBC).

[¶ 1] **PROPOSAL.** The Board of Directors (BOD) has voted to make motions to amend two CBC Bylaws relating to the annual budget and term limits of board members.

[¶ 2] **RATIONALE.**

[a] **BUDGET.**

**INTRODUCTION:** The CBC budget is prepared annually by the Financial Committee and the Executive Director and presented to the BOD for its approval. The fiscal year is January 1<sup>st</sup> to December 31<sup>st</sup> (FY). The budget for the next year is prepared and provided to the BOD for approval before the end of the current year. Historically, the budget is approved by the BOD in December for the next FY and provided to the delegates to the annual meeting for approval, which for many years was held in April. The result is the camp was into the second quarter of the FY before the budget was approved at the annual meeting.

Rest assured the camp's finances and financial management are sound. We employ an independent accounting firm which oversees and tracks CBC's finances. The BOD receives a monthly Dash Board (summary report) of CBC's financial condition. The entire BOD is kept up to date of revenue (giving) and of expenditures. Financial integrity is given top priority. The Budget process is on-going and continuous through the year. CBC has a growing endowment fund from which income has become available for unexpected expenses. CBC's books are "open" to the BOD and there are no surprises.

The CBC BOD has authorized becoming affiliated with the ECFA –

*The Evangelical Council for Financial Accountability (ECFA) is a non-profit organization that accredits Christian churches and ministries that demonstrate compliance with financial accountability standards:*

- *Standards: The ECFA's seven standards of responsible stewardship include:*
  - *Board governance*
  - *Financial transparency*
  - *Integrity in fundraising*
  - *Proper use of charity resources*
  - *Sound financial management*
- *Accreditation: The ECFA accredits over 2,700 member organizations.*
- *Reviews: The ECFA conducts periodic Standards Check-Ins to review a member's compliance with the standards. These reviews can be virtual or onsite.*
- *Founding: The ECFA was founded in 1979 in response to concerns that donations weren't being used as promised during fundraising.*
- *Impact: ECFA member organizations have a collective annual revenue of nearly \$34 billion and impact an estimated 2 billion people globally each year.*



The CBC BOD has been able to use resources from ECFA to enhance the governance of CBC and how the BOD functions and relates to the Executive Director and Staff. This has been and is expected to be highly valuable once CBC is affiliated with ECFA.

Here, the proposal is for the BOD to continue to manage CBC's finances in the same manner and prepare and approve the annual budget. The change is that the Annual Meeting delegates will not be asked to "approve" a budget, but instead will receive a comprehensive financial report from the CBC BOD Chair.

#### **CURRENT BYLAW:**

##### Article I, Section 2: Annual Budget

A budget of proposed expenditures shall be presented to The Association by the Board of Directors for approval at the annual meeting.

##### Article I, Section 4: Expenditures

The administration of the approved annual budget shall be the responsibility of the Board of Directors. The Board of Directors shall have authority to expend an additional 10% of the annual operating budget without Association approval. Expenditures beyond the additional 10% of the annual operating budget require approval of a special meeting of The Association

**PROPOSED CHANGES:** The BOD recommends amending the Bylaws in Article I, Section 2 to read:

##### Article I, Section 2: Financial report, Annual Budget, and Expenditures.

The Board of Directors shall maintain accurate financial records and present a financial report to the Association at the Annual Meeting. The Executive Director shall prepare an annual budget for camp operations and the Board of Directors is responsible for oversight of expenditures.

##### Article I, Section 4: Expenditures

Delete Section 4 and renumber the sections of Article I to reflect the change.

#### **[b] TERM LIMITS.**

**INTRODUCTION:** The Bylaws currently provide that BOD members can not be elected to more than two consecutive 3-year terms. This results in limiting consecutive elected service to six years. It is possible a person could serve more than six consecutive years because the BOD can appoint a person to serve out the remainder of a term of a BOD member who leaves the BOD for any reason when their term



has not expired. That person could then be elected to two consecutive three-year terms, resulting in more than six years of consecutive service.

Keep in mind the Constitution provides that every BOD member must stand for election every three years. This means the person must be willing to stand for election, and be nominated by the BOD to be elected to serve. In other words, a BOD member who should no longer serve can be effectively removed. Furthermore, there are other safeguards. Any BOD member who is no longer a member in good standing of a Association Church can no longer serve on the BOD. If a BOD member misses too many meetings without a valid reason can be removed from the BOD. All BOD members are subject to a Code of Conduct and Biblical Discipline. So, rest assured, the BOD and CBC are protected from persons who would be harmful or destructive to CBC. With the elimination of the arbitrary "term limits" BOD member re-elections would be "retention" elections of current members.

Experience has shown that the terms limits have been unproductive, discouraging, and inefficient. The BOD is required to meet quarterly. A three-year term would entail 12 meetings. History has shown that new BOD members are trained and developed during that first three-year term. They become effective, productive BOD members during the second term, but then they must leave the BOD right at their most productive time. We lose institutional memory. It is the same as losing a valued valuable employee and then having to rehire and train a replacement.

#### **CURRENT BYLAW:**

Article V, Section 4. No Board Member shall succeed himself more than once consecutively. No one shall hold more than one office at a time.

**PROPOSED CHANGES:** The committee also recommends removing the term limit for BOD members in the Bylaws, Article V, Section 4.

Article V, Section 4. No Board Member shall hold more than one office at a time.

Thank you for taking the time to read these proposed changes. We are excited to see the Lord's work at CBC through its ministries, camps, and retreats. We praise God for His faithful work in providing the mission of evangelism and discipleship to CBC over the last 100 years. We pray that He will continue to bless CBC's work to His Kingdom for another 100 more!

Respectfully Submitted in Christ,

*Pastor Bill Crosby*

Pastor Bill Crosby, Board Secretary