

BIBLICAL RECORDER RELATIONSHIP PROPOSAL

SEPTEMBER 28-29, 2026

Information Statement

During its fall 2025 meeting, the BR's Board of Directors approved a motion requesting the establishment of a study committee to evaluate and provide recommendations regarding the long-term future of the BR, specifically to "look into a permanent relationship between the BR and the BSCNC that retains the identity and editorial freedom of the BR".

This request arose in response to sustained decline in supportive revenue over several decades, driven by decreases in both subscriptions and advertising. Beginning in 2022, in an effort to maintain operations and allow time to develop a sustainable strategy, the BR entered into a management arrangement with the BSCNC. Under this agreement, the BR has continued to receive Cooperative Program funding, along with additional staffing and resource support from the convention.

Upon receiving the BR board's request, BSCNC board officers appointed a three-member study committee in 2025 to begin a detailed study in accordance with BSCNC Bylaws. Members included Marc Reynolds, Melody Dowdy, and Jacob Hall. The study committee met several times during 2026 and diligently engaged with staff, comparable entities, and state conventions to better understand the operational models of their state papers. The study committee engaged in its work for more than six months, and produced a report, attached as **Exhibit A** (the "**Study Committee Report**") recommending that the BR fully dissolve as a corporate entity and transfer all assets and operations to the BSCNC in accordance with the BR's Articles of Incorporation, its Bylaws, the BSCNC's Bylaws, and North Carolina law.

BR's Board of Directors met on September 8, 2026 and, in accordance with the study committee's recommendations, voted to approve the dissolution and distribution of BR's assets to the BSCNC and also approved a plan of dissolution. The minutes of the September 8, 2026 BR Board meeting, including the BR's approved plan of dissolution, are attached as **Exhibit B** (the "**Biblical Recorder Meeting Minutes**").

In order to complete the dissolution and distribution contemplated by the BR's Board, the convention must approve a relationship proposal to change the relationship with any Related Entity of the Convention, including the Biblical Recorder.

The attached Study Committee Report and BR Meeting Minutes together constitute a proposal to change the Convention's relationship with the Biblical Recorder and constitute a "**Relationship Proposal**" as described in the Convention's bylaws and referred to herein.

BR Board Chair Nathaniel Williams will propose the BSCNC Board take up the following motion at its meeting on September 28-29, 2026:

The BSCNC Board approves and recommends to the Convention the approval of the Relationship Proposal to that would dissolve the Biblical Recorder as a separate legal entity, accept the Biblical Recorder's assets, and absorb the Biblical Recorder's operations into the Convention, including the Study Committee Report (attached as Exhibit A), the Biblical Recorder's Board Meeting Minutes (attached as Exhibit B), and the assumption of outstanding retirement obligations of the Biblical Recorder's former employees in the amount estimated by the Biblical Recorder's Auditor's Estimate (attached as Exhibit C), to be voted on at the Convention's annual meeting in November 2026.

In order to implement the Relationship Proposal, if approved by the convention, the convention's Board shall also propose to amend the convention's bylaws to revise references to the BR as associated operations.

The BR Study Committee held a joint meeting with the BSCNC Articles & Bylaws Committee on July 30, 2026 to foster coordination of each committee's work in alignment with the Relationship Proposal. The Articles & Bylaws Committee subsequently approved a motion to recommend amendments to the convention's bylaws in conjunction with the Relationship Proposal, which will be proposed at the BSCNC Board meeting on September 28-29, 2026.

Exhibit A
Study Committee Report

REPORT TO THE BOARDS OF THE BIBLICAL RECORDER AND THE BAPTIST STATE CONVENTION OF NORTH CAROLINA

During the 2025 fall meeting of the *Biblical Recorder* (BR) Board of Directors, a motion was made requesting the establishment of a study committee to evaluate and provide recommendations regarding the long-term future of the *Biblical Recorder* that states:

"The BR board requests a study committee to look into a permanent relationship between the BR and the NC Baptist state convention that retains the identity and editorial freedom of the BR."

This request arose in response to sustained decline in supportive revenue over several decades, driven by decreases in both subscriptions and advertising. Beginning in 2022, in an effort to maintain operations and allow time to develop a sustainable strategy, the BR entered into a management arrangement with the Baptist State Convention of North Carolina (BSCNC). Under this agreement, the *Biblical Recorder* has continued to receive Cooperative Program funding, along with additional staffing and resource support from the Convention.

Members of the study committee convened several times during 2026. The committee diligently engaged with comparable entities and state conventions to better understand the operational models of their state papers. These discussions revealed a consistent pattern of declining engagement and revenue across publications. Additionally, the committee found that, among the six state conventions consulted, four had formally integrated their publications within their respective state convention structures in order to maintain their state papers.

In light of these challenges, the BR study committee has outlined recommendations below.

RECOMMENDATIONS

The *Biblical Recorder* Study Committee recommends fully dissolving the *Biblical Recorder*, Inc. (a 501(c)(3) nonprofit corporation) and transferring all assets and operations to the Baptist State Convention of North Carolina (BSCNC) in accordance with the *Biblical Recorder's* Articles of Incorporation, its Bylaws, the Baptist State Convention of North Carolina's Bylaws, and North Carolina law.

This process will include satisfying all outstanding liabilities and distributing all remaining assets to the BSCNC in a manner consistent with the entity's charitable purpose and IRS requirements. This also includes filing Articles of Dissolution with the N.C. Secretary of State, awaiting approval from the N.C. Attorney General's Office for the transfer of all assets to the BSCNC, and submitting final federal and state tax filings. Taking these steps will ensure the organization is closed responsibly, legally, and in alignment with its fiduciary obligations as outlined in the following recommendations:

- Upon dissolution, transfer all its assets to the BSCNC; and
- Integrate the BR into the ministries of the BSCNC, therefore ceasing to be a related entity of the BSCNC, instead becoming a ministry of the BSCNC that is subject to and under the direction and control of the BSCNC.

If approved by the Baptist State Convention of North Carolina (subject to board and messenger approval), the *Biblical Recorder* study committee further recommends:

1. That the Executive-Director Treasurer of the BSCNC shall provide all current BR employees with employment in the Convention's organizational structure, in a manner befitting their talents and skills, which reports to the Executive Director-Treasurer or his designee.
2. The establishment of a BR subcommittee of the BSCNC board to, among other matters, help ensure the continued editorial freedom of the BR. The purpose and structure of this subcommittee is as follows:
 - a. As a subcommittee, it shall report to an existing Committee of the BSCNC Board and be subject to that Committee and the Board.
 - b. It shall be composed of both board and non-board members, including no less than three and no greater than five individuals in total, a majority of which shall be at-large members and the remaining being Convention board members, each serving staggered four-year terms.
 - c. Initially for continuity and alignment, the special BR committee would include three persons from the current BR board along with the managing editor of the BR team to be an ex-officio, non-voting member of the committee.
3. That the BSCNC provide retirement benefits for current and retired BR employees that are comparable to, or greater than, those currently provided by the BR, subject to the BSCNC's review of the BR's existing retirement benefits.
4. Creation and adoption of an operational editorial policy that outlines a statement of intent regarding the journalistic nature and editorial freedom of the BR, which will then be presented to the Committee overseeing this subcommittee for their review and approval, and then to the BSCNC Board for their final review and approval.
5. The BSCNC shall endeavor to, as much as possible, preserve the BR's branding, reputation, and heritage, and use it in alignment with publications that meet the high journalistic and editorial standards which the BR has promulgated in the past.

If approved, the *Biblical Recorder* board, in conjunction with the BSCNC board, will carry out all actions necessary to implement the dissolution and transfer of assets. This will include the drafting of legal documents pertaining to the dissolution and transfer of assets. Additionally, the BR study committee will collaborate with the BSCNC's Board's Articles and Bylaws Committee on any required amendments to the BSCNC's Articles and Bylaws, which will then be presented to the BSCNC messengers for consideration and approval, potentially at the November 2026 Annual Meeting.

Exhibit B
Biblical Recorder Meeting Minutes

Biblical Recorder Board of Directors Special Meeting

Tuesday, September 8, 2026 | 1 p.m. | Zoom Workplace

Biblical Recorder Board Members: Nathaniel Williams; Jennifer Rushing; Jonathan Waits; Bob McGee; Eric Simons; Meredith Cook; Heath Faircloth; Jessie Bright; Bobby Puffenberger; Matt Lee

Biblical Recorder Staff: Chad Austin; Evette Orcutt

BR Attorney: Jonathan Garner

Call to Order/Welcome/Establish Quorum.....Nathaniel Williams

- Nathaniel greeted the board and thanked members for attending the special meeting.
- Evette confirmed the number of BR members in attendance was enough to establish a quorum.

Opening Prayer.....Nathaniel Williams

- Nathaniel opened the meeting in prayer, asking God to continue to provide guidance and wisdom as the board considered moving forward with the process of dissolution.

Statement of Meeting Purpose.....Chad Austin

- Chad Austin thanked the board for joining the special meeting. He reminded the board of the purpose of the meeting: to consider the next steps in the process of adopting the dissolution of the Biblical Recording and joining the NC Baptist State Convention.
- Chad introduced Jonathan Garner - the BR Attorney that has been retained, who joined the special meeting.

Business Item.....Nathaniel Williams, Chad Austin

- Consideration of Plan of Dissolution
- Discussion
 - Nathaniel opened the floor for discussion regarding the proposed Plan of Dissolution.
 - Eric and Jonathan Waits acknowledged the clarity of the plan of disillusionment.
 - Matt Lee asked if any conversation had been held around continuing to print the magazine in the future.
 - Chad responded that the BR would continue to move in a digital direction, while also continuing to print a special issue for the NC Baptist State Convention Annual Meeting in November.
 - Chad also shared that there has been conversation around how the BR can work collaboratively with the convention to bring about more communication with NC Baptists.
 - Matt Lee asked if there would still be a separate board for the BR.

Biblical Recorder Board of Directors Special Meeting

Tuesday, September 8, 2026 | 1 p.m. | Zoom Workplace

- Nathaniel responded that since the BR would be moved under the NC Baptist umbrella, the BR board would become a subcommittee composed of 3 members from the Biblical Recorder and 2 from the NC Baptist State Convention.
- Chad asked if there was anything Jonathan Garner wanted to share with the board.
 - Jonathan shared that he has been speaking with and collaborating with the NC Baptist State Convention attorneys, recognizing that there is more to process when handling cases that involve nonprofits. He has a good sense of the timeline and next steps and feels that the process is moving along at the proper pace.
- Vote on Plan of Dissolution
 - Nathaniel closed the discussion period with no further questions and asked for a motion.
 - Eric Simmons made a motion to vote.
 - Jessie Bright seconded.
 - Nathaniel called for a vote.
 - The quorum voted to adopt the Plan of Dissolution by a count of 10-0.

Announcements and Reminders.....Chad Austin, Nathaniel Williams

- Chad reminded the board Chad encouraged the BR Board to keep the Caraway meeting on their calendars. He named next steps, including:
 - The development of an editorial policy
 - The makeup of the advisory board
- Nathaniel expressed his gratitude for the stewardship of the BR Board.

Closing Prayer.....Nathaniel Williams

Meeting adjourned at 1:27 p.m.

Exhibit C
Biblical Recorder Auditor's Estimate



July 8, 2026

Re: Biblical Recorder, Incorporated
Baptist State Convention of North Carolina, Inc.

To Whom It May Concern:

Our Firm serves as the external auditors for the not-for-profit organizations named above.

We were asked to determine the liability for post-retirement benefits for the retirees of Biblical Recorder, Incorporated, based on actuarial assumptions. We computed the liability to be \$83,883.

Please let me know if you have any questions or need additional information.

Sincerely,

A handwritten signature in black ink, appearing to read "Terry W. Lancaster". The signature is fluid and cursive, with a large loop at the end.

Terry W. Lancaster, CPA