



Florida Humanities Council, Inc.

Audit Results
For Year Ending October 31, 2016

February 3, 2017



Mayer
Hoffman
McCann P.C.
An Independent CPA Firm

our **roots** run deep

Board Roles and Responsibilities



Key Policies



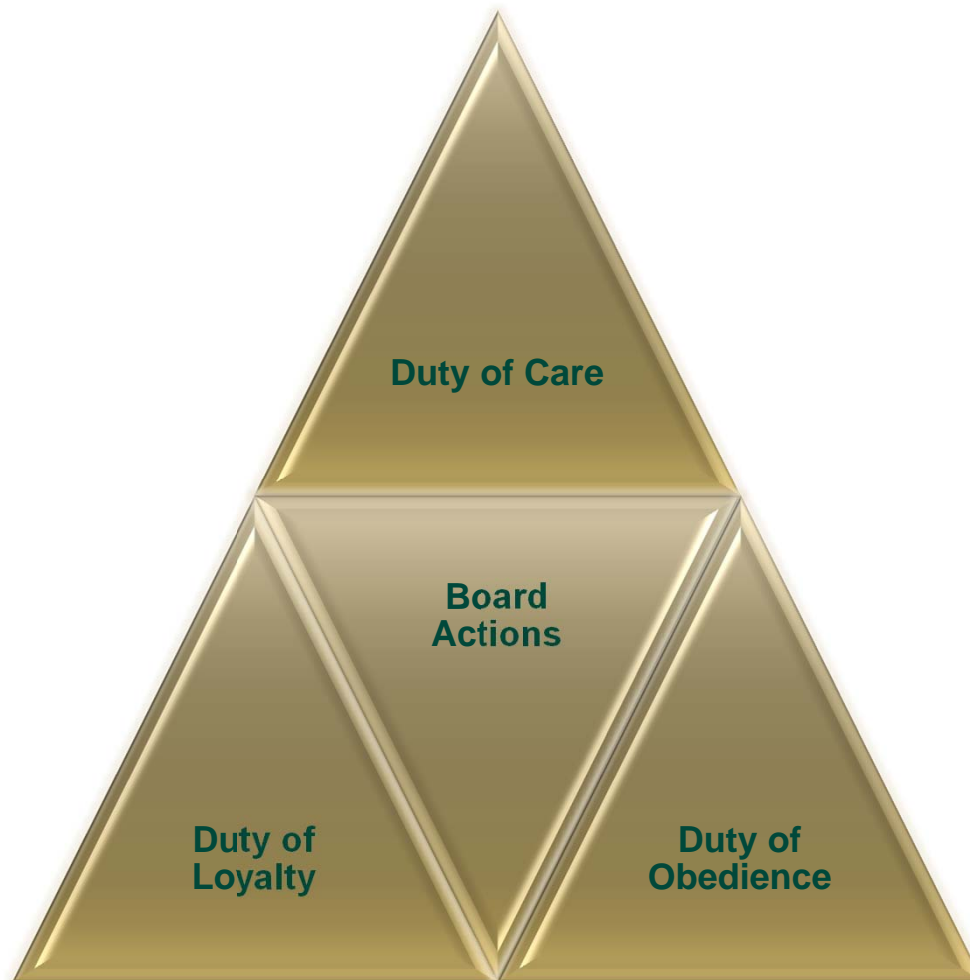
- ▶ Independence of Board Members
 - ▶ Conflict of interest policy (active implementation)
- ▶ Ethics and Whistleblower Policy
- ▶ Executive Compensation
 - ▶ “Rebuttable Presumption” test
 - ▶ Approved in advance by independent authorized body
 - ▶ Obtained and relied upon appropriate comparable data
 - ▶ Deliberated decision and deliberation is well documented.
- ▶ Investments and Endowment Policies
- ▶ Fundraising Policies-
 - ▶ Gift acceptance
 - ▶ Solicitation rules

Key Policies - Continued



- ▶ **Financial Statements:**
 - ▶ Monitor financial performance of the Organization using timely and accurate financial information.
 - ▶ Appoint independent committee to oversee audit process.
 - ▶ Review and approve annual budget.
- ▶ **Form 990 Reporting:**
 - ▶ Policy on reviewing Form 990 prior to filing with the IRS.
 - ▶ Promote transparency and accountability.
 - ▶ Is today's Organization the one reflected in the Organization's original tax exemption application?

Legal Responsibilities of the Board



Protections for Nonprofit Board Members



- ▶ Federal and State Statutes
 - ▶ Provides protection to Board members who act in good faith.
 - ▶ Federal Volunteer Protection Act (actions cannot be criminal, negligent or reckless).
- ▶ Indemnification provisions in by-laws.
- ▶ D&O Insurance (and other insurance policies).

IRS Best Practices



- ▶ Maintain written minutes of all Board and Committee meetings.
- ▶ Provide Form 990 to Board members before filing.
- ▶ Maintain written conflict of interest policy.
- ▶ Disclosure process for conflicts of interest.
- ▶ Written whistleblower policy.
- ▶ Executive compensation.
- ▶ Written gift acceptance policy.
- ▶ Written record retention policy.
- ▶ Joint venture policy statement.