

1 **BYLAWS - UNITY CENTER OF CEDAR RAPIDS**

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3 **ARTICLE I - Name**

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6 The name of this local ministry shall be Unity Center of Cedar Rapids (UCR).
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9 **ARTICLE II - Purpose**

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12 **Section 2.01 Statement of Purpose**

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14 The purpose of Unity Center of Cedar Rapids (UCR), an Iowa nonprofit corporation, is to teach
15 the universal principles of Truth, as inspired by the teachings of its co-founders, Charles and
16 Myrtle Fillmore and interpreted in the light of modern-day experiences by the Association of
17 Unity Churches, Inc., d/b/a Unity Worldwide Ministries, a Georgia nonprofit corporation, with
18 headquarters at Unity Village, Missouri, hereinafter referred to as Unity Worldwide Ministries
19 (UWM). We celebrate our Oneness with all and honor the Divine presence in every person
20 regardless of color, nationality, ethnicity, gender identity, sexual orientation, family structure,
21 age, economic status, ableness, educational level, faith, or politics.
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24 **Section 2.02 Accomplishment of Purpose**

25 In the accomplishment of this purpose, UCR shall conduct services and classes of instruction,
26 and demonstrate the principles of Truth by using them in the operation of the ministry. The
27 ministry may adopt other means that in the judgment of the minister shall further the principles
28 of positive practical Christianity. If the ministry is temporarily without a minister, the board of
29 trustees will notify the UWM Member Support Team within five to seven (5-7) days and will
30 carry out this and all other functions until a new minister is selected.

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32 **Section 2.03 Unity Worldwide Ministries Membership and Responsibilities**

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34 Unity Center of Cedar Rapids shall be a vital part of the worldwide Unity movement and a
35 member of UWM. Any member of this ministry may call upon the resources and support of
36 UWM through its senior minister (or co-ministers), board of trustees, (hereinafter referred to as
37 the board), staff, or through direct communication with UWM.
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39 In the spirit of cooperation, the operation and conduct of this ministry shall comply with the
40 bylaws, policies, and regulations of UWM, in so far as they do not conflict with the laws of the
41 State of Iowa.

- 42
43 A. UWM Membership. This ministry will comply with the Member Ministry requirements
44 and expectations as outlined in the UWM Membership Model Policy.

- 45 B. Participation. This ministry may have its voice heard and its wishes expressed in the
46 membership meetings of UWM, and its members may participate in workshops,
47 seminars, and classes designed to encourage and foster their spiritual development and
48 that of the ministry.
- 49 C. Resources. This ministry can benefit from its membership in UWM and its
50 corresponding region through direct support, materials, and coaching regarding the
51 organization, finances, music, adult and youth education, church growth programs, ethics
52 compliance, and other topics related to church function.
- 53 D. Leadership.
54 This ministry shall have as its leader an ordained or licensed Unity minister(s) approved
55 for ministry employment by UWM, or a person serving under special dispensation
56 approved by UWM. For the purpose of these bylaws, the term “minister” shall include a
57 person serving under the special dispensation program of UWM.
- 58 E. Teaching.
59 The principles of practical Christianity shall be taught through this ministry using
60 methods, textbooks, literature, and other materials consistent with the guidelines of
61 UWM.
- 62 F. Comply with Requests.
63 The ministry shall comply promptly with all requests from UWM for identifying ministry
64 information including, but not limited to the following:
65 1. Articles of Incorporation.
66 2. Bylaws whenever updated.
67 3. Deeds to properties owned by the ministry.
68 4. Form SS-4, Application for Employer Identification Number, once it has been
69 returned by the IRS to the ministry. Form 8822-B, Change of Address or
70 Responsible Party.
- 71 G. Reports.
72 1. The ministry shall make annual reports to UWM as required, using the emailed link
73 provided.
74 2. The ministry shall inform UWM whenever a change is made in the ministry’s phone
75 number, address, or email.
76 3. The ministry shall inform the UWM Member Support Team within five to seven (5-
77 7) days whenever a change is made in leadership.

81 82 **ARTICLE III - Office and Official Records**

83 84 85 **Section 3.01 Principal Office**

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87 The principal executive office of this corporation shall be fixed by the board of trustees. This
88 office shall be located in Linn County, Iowa, or at another place in the State of Iowa as
89 designated by the board of trustees. The ministry may also have offices at such other place or
90 places as they may from time to time designate.

91 **Section 3.02 Official Records**

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93 Records of membership, finances, donations, corporate minutes, and other records required by
94 law or as designated by the board of trustees will be maintained at the principal office of the
95 corporation. Confidential documents are available only for use by minister(s), board members,
96 or designated professional staff and advisors. Non-confidential documents are available to UCR
97 members upon request.
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101 **ARTICLE IV - Members**
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104 **Section 4.01 Qualifications**
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106 Members of Unity Center of Cedar Rapids will endeavor to live in accord with the principles of
107 love and truth as taught by Jesus Christ and Unity and to further the work of this ministry
108 through their interest, participation, love, and support.
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111 **Section 4.02 Member Certification**
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113 Anyone desiring UCR membership will file a prospective member form with the ministry office.
114 The prospective member must attend new member class(es) or meet additional requirements
115 according to current ministry policy prior to membership certification. Certified members shall
116 be recognized by the board of trustees and noted in the minutes of the next board meeting. Upon
117 certification, a member shall have rights of members.
118

119 **Section 4.03 Definitions and Status**
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121 A. Definitions:

- 122 1. **Member** – Person of at least 18 years of age who has completed member certification
123 or who was a member before the certification process was created and has not had a
124 change in membership status. This person has all the rights of membership including
125 voting rights as stated in Section 4.04 [*Rights of Members*].
- 126 2. **Affiliate** – Person of at least 18 years of age having an affiliation with UCR, with no
127 voting rights. For example, such a person may have moved away, be homebound, or
128 may not wish to have membership certification.
- 129 3. **Inactive** – Person of at least 18 years of age with no voting rights, maintained on file
130 for historical reference.
- 131 4. **Youth** – Person under the age of 18 with no voting rights.
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133 B. Change of Membership Status.

134 Change of membership status requires a presentation to the board. The member must be
135 notified by phone, mail, and/or email of the proposed change and be given the
136 opportunity to appeal. Change in membership status may be initiated due to the
137 following:

- 138 1. failure of the member to fulfill the qualifications
139 2. attempts to contact the member by phone, mail, and/or email have resulted in two
140 returned mailings or no response,
141 3. there has been no contact with the member for a minimum of two years,
142 4. initiation by the individual,
143 5. initiation by the board of trustees due to cause.

144
145 C. Removal of Member for Cause.

146 A member may be removed for cause by the board of trustees. Prior to any vote
147 concerning removal, the member in question must be notified by certified mail and email
148 at least thirty (30) days prior to the board of trustees meeting regarding the charges that
149 may lead to the removal of membership, and thereafter be given an opportunity for a
150 hearing before the board. The member shall have the right to be present at the hearing by
151 the board of trustees and may bring a person to counsel them who must be a member of
152 UCR. A two-thirds (2/3) vote of the entire membership of the board currently in office
153 shall be required for the removal of membership. A member so removed is ineligible to
154 be reinstated as a member within two years of removal unless approved by two-thirds
155 (2/3) vote of the board currently in office. UWM recommends the use of the Disruptive
156 Behavior Policy in all member ministries.

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158 D. The UCR Ministry office will maintain accurate records of membership status.
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161 **Section 4.04 Rights of Members**
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163 Each member of UCR shall have the following rights:
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- 165 A. To vote at any membership meeting, either in person or by other electronic means, as
166 applicable. If the meeting is in person, the member will vote in person. If the meeting is
167 electronic, the member will vote electronically.
168 B. To serve on board committees and ministry teams if selected.
169 C. To speak in a debate at any membership meeting according to the rules provided for
170 debate.
171 D. To offer suggestions to the minister(s) or board of trustees as may seem advisable for the
172 good of the ministry, having said suggestion acknowledged by the minister(s) or board of
173 trustees.
174 E. To contact a regional representative or UWM Member Support Team directly for
175 guidance, support, or information on available resources.
176 F. To participate in all activities and programs of the ministry. Conditions may apply (for
177 example, prayer ministry may require prior training).
178 G. To review the annual financial report, annual meeting minutes, and monthly financial
179 reports.
180 H. To attend board of trustee meetings should a member request, with scheduling confirmed
181 by the board president.
182 I. Any individual member may request in writing, no later than thirty (30) days prior to the
183 annual meeting, that a specified matter be placed on the agenda.

- 184 J. UCR members may be designated in writing by the senior minister or co-ministers as
185 voting delegates at Great Lakes Regional and/or UWM conference(s).
186 K. Collective rights of members are listed in Article V – Membership Meetings, Section
187 5.07.
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191 **ARTICLE V - Membership Meetings**

192 **Section 5.01 Meetings**

193 A. Annual Meeting.

194 The annual membership meeting of UCR will be held at its official headquarters or online
195 before the end of January at the time of day designated by the minister(s) and board of
196 trustees.
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200 B. Virtual Meetings.

201 Annual or special membership meetings may be held electronically, so long as all the
202 members may simultaneously hear each other and participate during the meeting.
203

204 C. Hybrid Meetings.

205 Hybrid meetings may be allowed if all members are able to vote by the same method and
206 nonmembers are not able to vote. Specific meeting rules may be adopted by the
207 membership to cover details of participation, especially voting.
208

209 D. Special Membership Meetings.

210 A special membership meeting, to be held at official headquarters or online at day/time
211 designated by the minister(s) and board of trustees may be called by:

- 212 1. The minister(s).
- 213 2. A majority vote of the entire board of trustees currently serving.
- 214 3. Members submitting a petition signed by twenty-five percent (25%) of the
215 membership. A written request must be submitted to the board of trustees, who will
216 call the meeting on behalf of the requesting party within a reasonable length of time,
217 not to exceed thirty (30) days.
- 218 4. The purpose(s) for the special meeting will be stated both in the written request and
219 the written notice to the membership. Business conducted at the special meeting will
220 be limited to the pre-stated purpose(s).
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223 **Section 5.02 Notice**

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- 225 A. Written notice stating the date, time and place will be mailed and/or emailed to all
226 members at least fifteen (15) days before any annual or special membership meeting.
 - 227 B. Email is the default method, however members may request postal mail.
 - 228 C. The fifteen (15) days are calendar days, including holidays and weekends, and include
229 the mail date but not the meeting day.

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Section 5.03 Quorum

Definition.

Twenty-five % of the membership must be present at any membership meeting to constitute a quorum for the transaction of business.

Section 5.04 Presiding Officer.

The president of the board of trustees shall serve as the presiding officer of any membership meeting unless the president relinquishes the chair to another board member, to a representative of UWM, or to a professional registered parliamentarian.

Section 5.05 Participation

The right to speak in debate, to make motions, and to vote during membership meetings shall be restricted to members who are present. The right of other persons to speak during membership meetings may be extended by the presiding officer or by a two-thirds (2/3) vote of the members present and voting. UWM representative(s) have a right to speak when they are at that meeting.

Section 5.06 Voting

Unless otherwise provided in these bylaws, a majority of the members present and voting shall be necessary for approval or disapproval of the action being voted upon. Intimidation and coercion regarding an individual's vote are strictly prohibited.

Section 5.07 Power and Authority of the Membership.

At annual membership meetings, the membership shall have the power and authority to do all of the following:

- A. Elect members to the board
- B. Amend these bylaws
- C. Vote on any question regarding the sale, pledge, or proposed financing of real property owned and used for the operation of this ministry or on any expenditure which exceeds \$50,000. An affirmative vote of two-thirds (2/3) of those present and voting is required.
- D. Elect a member and an alternate member to serve on the nominating committee.
- E. Override any action of the board of trustees provided notice of the action to be voted upon is sent by postal or electronic mail to all members in writing thirty (30) days prior to the meeting and is approved by a two-thirds (2/3) affirmative vote of members present and voting.
- F. Remove by a two-thirds (2/3) vote any or all trustee(s) from the board of trustees

276 provided notice of the action is sent by mail to all members in writing fifteen (15) days
277 prior to the meeting.

278 G. Any twenty-five percent (25%) of the membership may request assistance for issues that
279 cannot otherwise be reasonably resolved by notifying UWM and/or the Great Lakes
280 Regional Representative in writing, with copies to the UCR Board of Trustees and to the
281 minister(s).

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284 **Section 5.08 Prayer.**

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286 It is important that, in addition to adhering to the normal procedures for legal functioning set
287 forth in these bylaws, the spiritual principles taught by Unity be utilized in the handling of issues
288 before the membership. In any membership meeting, the board president, minister(s), UWM
289 representative, or any member may request that action on an item of business be suspended while
290 the membership enters into a time of prayer concerning the item of business. Upon such a
291 request, the presiding officer shall provide a period of prayer and silence.

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295 **ARTICLE VI - Board of Trustees**

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297 **Section 6.01 Board of Trustees - Members**

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299 A. Composition.

300 The board of trustees will consist of the senior minister (or co-ministers) and five (5) to
301 seven (7) elected trustees. The trustees shall be elected from among the members of
302 UCR at the annual membership meeting. If UCR has fifty (50) members or fewer, the
303 members may choose to have a board of trustees composed of the senior minister and at
304 least three (3) other trustees.

305

306 B. Prohibition of Board Service.

307 The following persons are prohibited from serving on the board of trustees:

- 308 1. Relatives, significant others, or household members of any board member, licensed
309 Unity teacher, or licensed/ordained Unity minister of the ministry.
- 310 2. Individuals receiving compensation from the ministry (with the exception of the
311 senior minister or co-ministers); or
- 312 3. Significant others or household members of an individual receiving compensation
313 from the ministry.

314

315 C. Qualifications.

316 Any person elected to the board of trustees must be a member of Unity Center of Cedar
317 Rapids. This person will:

- 318 1. Demonstrate leadership qualities and the desire, the time, skills, and disposition to
319 serve on the board of trustees.
- 320 2. Uphold the Code of Ethics, Sexual Conduct Policy, Social Media Policy, Mutual

- 321 Accountability Agreements/Covenant, and other ministry policies.
322 3. Further the work of this ministry through interest, participation, love, and support.
323 4. Be a sincere and continuing student of Unity, conversant with its teachings.
324 5. Complete the standardized application and vetting process, including a background
325 check.

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327 D. Term of Office.

328 Elected trustees shall hold office for three (3) years, or until their successors have been
329 elected and assume office. Trustees elected at any annual membership meeting shall take
330 office at the conclusion of the annual membership meeting at which they were elected.
331 No elected trustee shall serve more than two (2) consecutive terms without an interval of
332 one (1) year between terms.
333

334 E. Alternate or Advisory Board Members.

335 The board of trustees may appoint (or remove) up to two alternate or advisory board
336 members. Alternate or advisory board members must be a member of UCR and shall
337 meet the same requirements as candidates during regular elections. A standardized
338 application and vetting process shall be used consistently for all potential candidates.
339 Alternate or advisory board members shall have no voting power at board meetings.
340 Alternate or advisory board members may participate in board discussions and may
341 receive and review information regarding the business of the board. The term of the
342 alternate or advisory board members shall be one year, with a limit of two years (2) of
343 service. No alternate or advisory member shall serve more than two (2) consecutive
344 years without an interval of one (1) year between terms.

345 F. Board Authority.

- 346 1. Except as provided in these bylaws, all authority is vested in the board of trustees
347 (including the minister/ co-ministers as an active voting member) only when it meets
348 in session after notice to all trustees and the senior minister (or co-ministers), and a
349 quorum is present.
350 2. When discussing the minister's (or co-ministers) compensation, working conditions,
351 or review of the minister's work record, the board (including the minister) may decide
352 to exclude the minister from that portion of the discussion.
353 3. The board of trustees is accountable to the active voting membership of UCR.

354
355 G. Duties and Responsibilities.

356 As representatives of the membership, the trustees of the board will:

- 357 1. Uphold the spiritual purpose of this ministry as stated in Article II, Section 2.01 of
358 these bylaws.
359 2. Uphold the best interests, policies and vision, mission, values, and/or purpose
360 statements of the ministry membership in conducting the business of this ministry.
361 3. Speak with "one voice" as a board of trustees honoring the authority held only as a
362 group and not as individual trustees.
363 4. Be conversant with the bylaws and articles of incorporation; establish policy for the
364 operation of the ministry; and function in alignment with these documents and

- 365 policies.
- 366 5. Employ an ordained or licensed minister(s) following UWM employment procedures
- 367 for ministerial personnel. The new minister(s) will be provided with an accurate job
- 368 description, contract of hire, and a clear understanding of accountabilities.
- 369 6. Be faithful in attendance at services, board and membership meetings, and activities
- 370 of this ministry. Be faithful in attendance of board meetings, board retreats, and board
- 371 trainings.
- 372 7. Determine the business needs of this ministry. Plan, prioritize, and authorize
- 373 payment of funds for those purposes in alignment with the ministry's annual budget.
- 374 8. Provide for the administration, care, and upkeep of the real and personal property of
- 375 this ministry.
- 376 9. Make decisions on the sale, pledge, or proposed financing of real or personal property
- 377 belonging to this ministry or any other expenditure. All decisions in favor of the sale
- 378 or pledge of real property or any other expenditure exceeding \$50,000 will be
- 379 presented to the membership at a properly constituted membership meeting to be
- 380 voted on in accordance with Section 4.06(C) [*Power and Authority of the*
- 381 *Membership*].
- 382 10. As recommended by the senior minister (or co-ministers), approve staff positions,
- 383 including associate and assistant ministers, and authorize compensation through the
- 384 annual budget process.
- 385 11. Set dates for the fiscal year.
- 386 12. Adopt an annual income and expense budget. Function within the parameters of the
- 387 approved budget.
- 388 13. Ensure accounting records are current and properly entered and maintained for all
- 389 aspects of the ministry.
- 390 14. Maintain a set of internal accounting controls consistent with generally accepted
- 391 accounting practices.
- 392 15. Authorize annual reviews or periodic audits of the finances of the ministry which may
- 393 be conducted by an outside auditor or from a skilled committee of members
- 394 appointed by the board.
- 395 16. Secure insurance covering the building, grounds, and other properties. Secure
- 396 Worker's Compensation insurance and liability insurance for all board of trustee
- 397 members and minister(s). Secure either a fidelity bond or theft and dishonesty
- 398 insurance for all persons who handle money.
- 399 17. Act to fill board vacancies
- 400 18. Elect officers of the board of trustees.
- 401 19. Create board committees as needed related to board functions, tasks, projects based
- 402 on the roles and responsibilities of the board (temporary committees such as the
- 403 Bylaws Committee, HVAC Replacement Committee, etc.). Board committees report
- 404 to the board to provide clarity and information in support of the board functions,
- 405 while ministry teams report to the minister for the smooth functioning of the ministry.
- 406 20. When conflict arises between the individual board members or between the board and
- 407 the senior minister (or co-ministers), the board shall seek to reconcile differences and
- 408 immediately notify the UWM Member Support Team for help with procedures and to
- 409 provide guidance and consultation.
- 410 21. After a ministry and its senior minister or co-ministers have sought to reconcile

- 411 differences and cooperated with the procedures and guidance of UWM, the board of
412 trustees may terminate the employment of a senior minister or co-ministers by a two-
413 thirds (2/3) vote of the board of trustees, excluding the minister(s).
- 414 22. Communicate with the UWM Member Support Team within five to seven (5-7) days
415 of a leadership change.
- 416 23. Promptly seek UWM Member Support assistance in the event of a dispute affecting
417 the ministry.
- 418 24. Keep or cause to be kept a background check on all staff and volunteers directly
419 involved with the children's programs, individuals handling funds, and
420 current/potential board members. Update or cause to update all background checks at
421 least every three years.
- 422 25. Send or cause to be sent the Annual Ministry Report (AMR) to UWM.
- 423 26. Ensure all staff minister(s) send or cause to be sent their annual Credentialed Leader
424 Report (CLR) to UWM.
- 425 27. If the ministry employs a spiritual leader under special dispensation, the board will
426 ensure the spiritual leader sends or causes to be sent their 6-month SD renewal report
427 to UWM.
- 428 28. Ensure all staff ministers cause their fellow staff ministers and licensed Unity
429 teachers from this ministry to send or cause to be sent their annual Credentialed
430 Leader Report (CLR) to UWM.
- 431 29. Issue or cause to be issued necessary 1099 and W-2 forms in compliance with
432 Internal Revenue Service regulations.
- 433 30. Keep or cause to be kept an accurate record of members and former members.
- 434 31. Take such other actions as may be deemed necessary for the best interests of this
435 ministry.
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438 **Section 6.02 Board of Trustees - Nominations and Election**

439 A. Nominating Committee

440 A nominating committee will be formed approximately three months prior to the annual
441 membership meeting, The committee will consist of the senior minister or one co-
442 minister and three members selected in the following manner:

- 443 1. At the annual membership meeting, the membership will elect one of its members and
444 an alternate to serve on the nominating committee for the next year's election.
 - 445 2. The board will elect one of its trustees to serve on the nominating committee.
 - 446 3. Together with the senior minister or co-minister, the above two ministry team
447 members will select another team member from the membership.
 - 448 4. The four committee members will choose the team chair, who will be someone other
449 than the minister(s) or board representative.
 - 450 5. Nominating committee members wishing to run for office must resign their
451 membership from this ministry team.
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454 B. Duties and Responsibilities.

455 The nominating committee shall initiate a search for a minimum of one (1) qualified
456 candidate per opening for nomination as a member of the board of trustees. A

457 standardized application and vetting process, including background check, shall be used
458 consistently for all potential candidates. The report of the nominating committee shall be
459 sent by electronic mail to all members and posted at UCR at least thirty (30) days prior to
460 the annual membership meeting.

- 461 1. **Other Nominations.** Any member wishing to nominate another member may do so
462 by contacting the nominating committee no later than fourteen (14) calendar days in
463 advance of the annual business meeting. All nominations must undergo the
464 standardized application and vetting process, including a background check.
- 465 2. **Self-Nominations.** Any member not nominated by the nominating committee may
466 submit their name to the board of trustees no later than fourteen (14) calendar days
467 prior to the annual membership meeting. All self-nominations must undergo the
468 standardized application and vetting process, including a background check.
- 469 3. Nominations from the floor are strictly prohibited due to the inability to implement
470 the standardized application and vetting process that shall be used consistently for all
471 potential candidates including a background check.

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473 C. Nomination Presentation Procedure.

474 The presiding officer of the annual membership meeting shall:

- 475 1. Read or cause to be read the board of trustee member qualifications of these bylaws
476 just prior to beginning the election.
- 477 2. Call upon the chair of the nominating committee to present the ministry team
478 nominations and the names of additional nominees who have met the application and
479 vetting requirements.

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481 D. Election Procedure.

482 Written ballots are required if there are more nominees than there are positions to be
483 filled.

- 484 1. The president of the board of trustees presides over the election.
- 485 2. The nominating committee counts the ballots. If desired, a candidate may appoint one
486 (1) observer to monitor the integrity of the ballot counting process.
- 487 3. The nominees receiving a majority of votes cast will fill board positions in sequential
488 order based on the number of votes received and lengths of term, i.e. the nominee
489 with a majority and the most votes received shall fill the longest term. However, if
490 there are unexpired terms and if all newly elected trustees agree, they may informally
491 determine among themselves which term they are filling.
- 492 4. If no nominee receives a majority of the votes cast, subsequent ballots will be taken,
493 if needed.
- 494 5. Election results are presented to the presiding officer for announcement. A record of
495 the election results, including ballots will be recorded and sealed for future reference
496 if needed. Ballots may be destroyed after the time for challenging an election has
497 expired.
- 498 6. If there is only one person per open position, that person shall be declared elected by
499 acclamation and no ballot or voice vote is required.

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Section 6.03 Board of Trustees - Vacancy and Replacement

A. Vacancy.

A trustee may be removed from the board of trustees by any of the following means:

1. The resignation of the trustee.
2. The board voting for the removal of a trustee due to absences from three successive regular board meetings. The board, upon written request by the trustee, may excuse absences.
3. The board voting for the removal of a trustee because of failure to fulfill the duties of the office, failure to uphold the Code of Ethics, Sexual Conduct Policy, Social Media Policy, and other ministry policies, or disruptive or unethical behavior.
4. The membership voting for removal of a trustee because of failure to fulfill the duties of the office.

B. Replacement.

Should there be a vacancy on the board of trustees, the board shall select a qualified replacement to fill the position, using the standardized vetting process used by the previous nominating committee.

1. A notification of the vacancy will be made to the membership to allow interested members to be considered.
2. Only persons meeting the qualifications may be considered as replacements. No replacement will have served as a trustee during the year prior to his/her appointment.
3. A ballot of qualified, interested candidates will be voted on by the board of trustees for vote at the next regular meeting of the board of trustees. A majority vote of those present and voting will be necessary to appoint the replacement trustee.
4. The replacement trustee will serve until the next annual membership meeting. At the next annual membership meeting, the membership will vote to elect a person to fill the remainder of the term.
5. A person serving more than half a year is to be considered having served an entire year.
6. Notification of the board of trustees' replacement will be made to the membership through regular communication methods.
7. If the board is unable to fill the open position within two months from the date of the vacancy, the membership will elect the replacement at the next annual meeting.

C. Vacancy of More Than Half the Board.

1. Should the number of board members fall beneath the quorum requirement, the remaining board of trustees shall be empowered to call and hold the special meetings allowed below to carry on the necessary day-to-day activities of the ministry as a temporary measure.

- 542 2. Should the number of board members fall beneath the quorum requirement, two
543 special membership meetings shall be called.
- 544 a. The first special meeting shall occur within thirty (30) days with notice of that
545 meeting sent by postal or electronic mail to all members at least fifteen (15) days
546 prior to the meeting. The purpose of this meeting shall be:
- 547 i. To elect interim board members.
- 548 ii. To constitute or reconstitute the nominating committee.
- 549 iii. To set the date for a second special membership meeting. The second special
550 membership meeting shall be held no later than seventy-five (75) days after
551 the first meeting with notice sent to all members by postal or electronic mail
552 at least fifteen (15) days prior to the meeting.
- 553 3. The nominating committee shall:
- 554 a. Complete their search for board nominees within thirty (30) days of the first
555 special membership meeting utilizing the standard vetting process used by the
556 nominating committee for all candidates.
- 557 b. The results of the nominating committee work shall be mailed to all members
558 within forty-five (45) days.
- 559 4. The board members shall be elected at the second of these special membership meetings.
560 If the regular annual meeting of this ministry should be scheduled in this time period,
561 then board elections shall be held at the regular annual meeting of this ministry
- 562 5. Election Procedure. The candidate receiving the highest number of votes shall fill the
563 longest unexpired term; the candidate receiving the next highest number of votes receives
564 the next longest term. This procedure is followed until all vacancies are filled.
- 565 6. If more than fifty percent (50%) of the board of trustees is to be recalled, the entire board
566 of trustees must be recalled.
- 567 7. If the entire board of trustees is recalled by the membership, then the membership may
568 re-elect recalled trustees. The number re-elected must be less than fifty percent of the
569 recalled trustees.
- 570
- 571

572 **Section 6.04 Board of Trustees - Meetings and Quorums**

573

574 A. Regular Board Meetings.

575 The regular business meetings of the board of trustees will be held monthly at the
576 headquarters of this ministry or electronically. These meetings will be open to the
577 membership unless an executive session is called for by a vote of the majority of the
578 board present and voting. The general reason for this executive session (for example,
579 confidential matters such as minister compensation, legal matters, or pending litigation)
580 will be reported in the minutes of that regular board meeting. The minutes of the
581 executive session should only record motions passed.

- 582 a. A member of the general membership may speak at a board meeting for a limited
583 timeframe regarding a topic of their choice. The scheduling arrangements should

584 be approved by the board president prior to the meeting. The board of trustees
585 will devise a follow-up plan to respond in a timely manner.
586

587 B. Electronic Meetings.

588 Board members may meet by telephone conference or through other electronic
589 communications media so long as all the members simultaneously hear each other and
590 participate during the meeting.
591

592 C. Special Board Meetings.

593 Special meetings of the board will be called by the president under any of the following
594 conditions:

- 595 1. By request of the minister(s).
- 596 2. By request of two or more trustees.
- 597 3. As the president deems [it] necessary.
- 598 4. Reasonable effort must be made to notify all board trustees of any special meeting.
599

600
601 D. Quorum.

602 A majority of the total number of current board trustees, including the minister(s), will
603 constitute a quorum for the transaction of business. The attendance of any member of the
604 board at the meeting shall serve as a waiver of the notice requirement.
605

606 E. Nonvoting Minister(s) Attendance.

607 Any nonvoting minister(s) has/have the right to attend all board of trustees meetings.
608 Exceptions may include meetings or portions of meetings pertaining to certain
609 employment issues.
610

611 F. Action Without a Meeting.

612 The board may take an action without a meeting if consent in writing, setting forth the
613 action so taken, is signed or electronically communicated to and acknowledged by all of
614 the trustees as a complete group, and is thereafter ratified at a regular board meeting or
615 special board meeting. Individual communications to board members regarding action
616 without a meeting is prohibited. For board transparency, full group communication is
617 strongly encouraged.
618

619 G. Prayer.

620 It is important that, in addition to adhering to the normal procedures for legal function set
621 forth in these bylaws, the spiritual principles taught by Unity be followed with respect to
622 items before the board of trustees. During the discussion of an item of business, any
623 trustee or minister(s) may request time for prayer about the issue. Upon such a request,
624 the board president will temporarily suspend board activity so that a period of prayer and
625 silence is provided.

626 **Section 6.05 Board of Trustees - Officers**

627
628 A. Composition.

629 Officers of the board of trustees will consist of a president, vice president, secretary, and
630 prosperity chair/treasurer.

631

632 B. Election.

633 All officers of the board will be elected at the first board of trustees meeting following
634 the annual meeting by a majority vote of the trustees present and voting.

635

636 C. Term of Office.

637 Officers will hold their respective offices for one year, or until their successors are
638 elected or qualified.

639

640 D. Removal from Office by the Board of Trustees

641 Any board officer may be removed from an officer position by a majority vote of the
642 other board members.

643

644 E. Mentorship.

645 When possible, outgoing officers will assist in the transition for the newly elected officer
646 filling that role.

647

648 F. Duties of Officers.

649 1. President. The president will:

- 650 a. Be responsible for collaborating with the senior minister in the planning of board
- 651 meetings, orientations, retreats, and workshops.
- 652 b. Preside at all board of trustees meetings, membership meetings, and/or functions.
- 653 c. Along with the minister(s) recommend ministry teams and their chairs.
- 654 d. Be a member of all board committees by virtue of the office, except the
- 655 nominating committee.
- 656 e. Appoint members of board committees related to board functions, with the advice
- 657 of the board and minister (or co-ministers).
- 658 f. Sign such papers and documents upon proper authorization as may be necessary.
- 659 g. Mentor the incoming president into the duties and responsibilities of the office.

660

661 2. Vice-President. The vice-president will:

662

663 3. Vice-President. The vice-president will:

- 664 a. Perform all the duties of the president in his/her absence.
- 665 b. Become president in case the office of the presidency becomes vacant. In such a
- 666 case, a new vice-president will be elected from among the remaining trustees to
- fill the remainder of the term.

667

668 4. Secretary. The secretary will:

- 669 a. Keep, or cause to be kept, an accurate record of the minutes of all board and
- 670 membership meetings.
- 671 b. Hold in custody and be responsible for all reports, contracts, and minute books.
- 672 Ensure legal papers and other documents are kept at the principal office of the
- 673 ministry at all times or in such other depository as prescribed by the board.
- 674 c. Be a signatory to any legally required documents which the state or local
- government determine necessary.

- 675 d. Attend to all official business required by the board.
676 e. Collaborate with minister(s) to keep or cause to be kept up-to-date membership
677 lists.
678 5. Prosperity Chair/Treasurer. The prosperity chair/treasurer will:
679 a. Be custodian of the funds of this ministry. Pay out, or cause to be paid out, funds
680 authorized by the board.
681 b. Keep, or cause to be kept, a record of all financial transactions, submit a monthly
682 financial report at each regular board meeting.
683 c. Submit a financial report, covering the last complete fiscal period, at the annual
684 membership meeting.
685 d. Co-create with the minister and board president a budget for the upcoming year to
686 be adopted by the board of trustees and reviewed by the membership at the annual
687 meeting.
688 e. Count, or cause to be counted by two appointed, qualified, and unrelated persons,
689 all funds received, and be responsible for their deposit.
690 f. Place, or cause to be placed, the funds of this ministry in the bank or other
691 depository approved by the board.
692 g. The treasurer and all counters are required to pass background checks for the
693 faithful performance of their duties as the ministry policy may require.
694
695

696 **ARTICLE VII - Administration and Leadership**

697

698 **Section 7.01 Administration**

699 The administration of UCR shall be vested in the senior minister (or co-ministers), as the
700 spiritual leader and administrative director, and the board of trustees elected from the
701 membership.
702
703

704 **Section 7.02 Minister(s)**

705 **A. Senior Minister (or Co-Ministers).**

- 706 1. **Qualifications.** The senior minister (or co-ministers) shall be duly licensed or
707 ordained Unity minister(s) or someone serving under special dispensation from
708 UWM. Any senior minister shall agree to abide by the UWM Code of Ethics, Sexual
709 Conduct Policy, Social Media Policy, UWM Membership Model Policy, and
710 additional policies of the ministry.
711 2. **Spiritual Leader Duties.** As the spiritual leader(s) of this ministry, the senior
712 minister (or co-ministers) shall be responsible for the scheduling, conduct, and
713 content of services/classes, and all other activities that further the spiritual direction
714 of this ministry.
715 3. **Administrative Director Duties.** As administrative director(s), the minister(s) shall
716 be responsible for the complete functioning of this ministry, and shall:
717 a. Hire and terminate all employees, including associate or assistant ministers as
718 approved by the board of trustees.
719 b. Be and serve as voting member(s) of the board of trustees on all matters except
720 their own employment, or that of their successor(s).

- 721 c. Serve as ex-officio member(s) of all ministry teams.
- 722 d. Recommend ministry teams.
- 723 e. Be responsible for promptly seeking UWM Member Support Team and/or Great
- 724 Lakes Regional Representative assistance in the event of a dispute adversely
- 725 affecting the ministry, including other credentialed Unity leaders.
- 726 4. **Selection.** The board of trustees shall select the senior minister (or co-ministers)
- 727 following UWM employment procedures for ministerial personnel.
- 728 5. **Compensation.** The compensation of the senior or co-ministers will be specified by
- 729 written contract between the minister(s) and the board of trustees.

730
731 B. Associate and/or Assistant Ministers.

732 Associate and/or assistant minister(s) are licensed or ordained Unity ministers that may
733 be hired by the senior minister (or co-ministers) with the consent for the position to be
734 funded by the board of trustees. The senior minister (or co-ministers) shall select the
735 associate and/or assistant minister (or co-ministers) following the employment
736 procedures for ministerial personnel of UWM. These ministers function with less
737 responsibility than the senior minister (or co-ministers) and report directly to the senior
738 minister (or co-ministers).

- 739 1. **Qualifications.** Any associate and/or assistant minister shall agree to abide by the
- 740 UWM Code of Ethics, Sexual Conduct Policy, Social Media Policy, UWM
- 741 Membership Model Policy, and additional policies of the ministry.
- 742 2. **Duties.** The associate and/or assistant minister(s) shall perform the duties and fulfill
- 743 the responsibilities assigned to them by the senior minister (or co-ministers).
- 744 3. **Compensation.** The compensation of the associate minister(s) and/or assistant
- 745 minister will be specified by written contract as recommended by the Senior
- 746 minister(s) and approved by the board of trustees.
- 747 4. **Vacancy.** The position of an associate minister(s) may be vacated by any of the
- 748 following actions:
- 749 a. Resignation, or
- 750 b. Removal because of failure to perform the duties or to fulfill the responsibilities
- 751 of the position as assigned by the senior minister or co-ministers.

752
753
754 **Section 7.03 Definitions**

- 755 A. Unity Ministry. A member ministry is a ministry recognized by UWM.
- 756 B. Senior Minister. A senior minister is a Unity minister duly ordained, licensed, or serving
- 757 under special dispensation by the Association of Unity Churches Inc. (DBA
- 758 Unity Worldwide Ministries) or by Unity School of Christianity prior to July 1,
- 759 1966, who assumes the spiritual and administrative leadership role in a UWM member
- 760 ministry. This leader oversees teaching, preaching, healing, counseling, praying, and all
- 761 spiritual services and fellowship activities of the ministry. The senior minister
- 762 shall also be responsible for overseeing the administration and operation of the
- 763 ministry.
- 764 C. Co-Minister. In shared partnership ministries, a co-minister is a Unity minister duly
- 765 ordained or licensed by the Association of Unity Churches Inc. (DBA Unity Worldwide
- 766 Ministries) or by Unity School of Christianity prior to July 1, 1966, or serving under

767 special dispensation, who equally assumes the leadership role with another minister in a
768 UWM member ministry.

769 D. Associate Minister. In ministries with more than one minister, an associate minister may
770 be equal in ability, but function with less responsibility than the senior minister. The
771 associate minister reports directly to the senior minister, who determines the scope of the
772 associate's responsibilities.

773 E. Assistant Minister. The skills and/or experience of the assistant minister may be less than
774 those of the senior minister. The assistant minister reports directly to the senior minister,
775 who determines the scope of the assistant's responsibilities.

776

777

778

ARTICLE VIII - Emergency Situations

779

Emergency Situations

781

782 In the case of a national emergency declared by the President of the United States, a state
783 emergency declared by the governor, or a local emergency as determined by a two-thirds (2/3)
784 vote of the UCR trustees present and voting, the board of trustees is authorized to meet by
785 electronic means and to have the full power to adjust budgets and cancel/postpone events or
786 reschedule them as electronic meetings. As long as the emergency lasts, the board of trustees
787 may take any other emergency actions deemed helpful and necessary to assure the welfare of this
788 ministry. It is the responsibility of the board to continue to communicate faithfully to the
789 membership regarding the activities of the board and ministry during the emergency.

790

791

792

793

ARTICLE IX Dissolution

794

795 A. In the event that this ministry is dissolved, after the liquidation of personal property, real
796 estate, and all assets, the ministry shall deliver to UWM all funds remaining after the
797 payment of the debts of the ministry.

798 B. Such funds or property will be for the use and benefit of UWM as may be determined by
799 the board of trustees of UWM, in alignment with current policies and procedures.

800 C. Should UWM no longer exist, any assets remaining of this corporation after dissolution
801 will be disposed of by a court of competent jurisdiction of the county in which the
802 principal office of the corporation is then located, exclusively for such purposes or to
803 such organization(s), as said court will determine, which are organized and operated
804 exclusively for purposes set out in Section 5.01(c)(3) of the Internal Revenue Code of
805 1954.

806

807

808

809

ARTICLE X- Parliamentary Authority

810

811 The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall
812 govern the meetings of this corporation in all cases to which they are applicable and in which
813 they are not inconsistent with these bylaws and any special rules of order the corporation may
814 adopt.

815
816
817

818 **ARTICLE XI - Bylaws Amendments**

819

820 Any amendment(s) to or general revision of these bylaws may be considered after review and
821 approval of the proposed amendment or revision by UWM. After such approval, the proposed
822 amendment(s) or revision shall be adopted by the voting members of this corporation at a legally
823 constituted membership meeting. Written notice, setting forth the proposed amendment(s) or
824 revised version, must be emailed (which could include an electronic newsletter), mailed, or
825 handed to all members at least fifteen (15) days prior to the required membership meeting. An
826 affirmative vote of two-thirds (2/3) of all members present and voting will be necessary to pass
827 any amendment(s) to or a revised version of these bylaws. These bylaws fully supersede all
828 previous bylaws adopted by UCR.

829

830

831

832

833

834 ATTEST:

835

836 These bylaws were reviewed and approved by Unity Worldwide Ministries, and adopted by the
837 membership at the membership meeting on (date) supersedes all previous bylaws adopted by (name of
838 ministry).

839

840

841 _____
Minister

842

843

844 _____
Board President

845

846

847 _____
Board Secretary

848

849

850 _____
Date