BYLAWS For CHRIST CHURCH UNITY SAN DIEGO

ARTICLE I Identification

Section 1.01 - STATEMENT OF PURPOSE

The purpose of Christ Church Unity, San Diego, (Doing Business as Unity San Diego) 3770 Altadena Ave., San Diego California, a California corporation, is to teach the Universal Principles of Truth as taught and demonstrated by Jesus Christ and interpreted by Unity School of Christianity, Unity Village, Missouri, and approved by the, *Unity Worldwide Ministries*, a non-profit corporation organized and existing under the laws of the State of Georgia, with headquarters at Unity Village, Missouri. In the accomplishment of this purpose, Christ Church Unity, Inc., hereinafter referred to as Christ Church Unity, shall endeavor to conduct services of worship, classes of instruction, and adopt other means that in the judgment of the Minister will further the principles of practical Christianity among all humanity.

Section 1.02 – ASSOCIATION MEMBERSHIP AND RESPONSIBILITIES

Christ Church Unity **Unity San Diego** is a member of the Association. The operation and conduct of this Ministry shall comply with the regulations and policies as outlined in the Unity of Worldwide Ministries Bylaws, insofar as they do not conflict with the laws of the State of California.

- a. Leadership: This Ministry shall have as its leader an ordained Unity minister or a licensed Unity teacher in accordance with the current Unity of Worldwide Ministries policy. Refer to Section 3.02c.
- b. Teaching. The Principles of practical Christianity shall be taught through this Unity Worldwide Ministries using methods, textbooks, literature, and other materials approved by the Unity Worldwide Ministries.
- c. Mailings. Copies of all printed matter mailed by this Ministry to its Membership shall be sent to the office of the President and CEO of Unity Worldwide Ministries.
- d. Reports. As Administrative Director of this Ministry, the Minister will make annual reports to the Association on forms supplied by the Unity Worldwide Ministries.

ARTICLE II Membership

Section 2.01 – QUALIFICATIONS

A member of Christ Church Unity, shall endeavor to live in accord with the Jesus Christ principles of Love and Truth taught by Unity. He/She shall further the work of this Ministry through active interest, love and support.

Section 2.02 - ELECTION OF MEMBERS

Qualifications for membership shall be set by board policy that has been approved by the membership at a duly constituted meeting.

Section 2.03- TERMS OF MEMBERSHIP

- a. Tenure. A member shall retain membership until it is voluntarily severed, or as long as his/her ideas and conduct are in accord with the qualifications specified in Section 2.01.
- b. Removal. Removal from the membership role of any member whose qualifications are in question requires at least two-thirds (2/3) affirmative vote of the Board of Directors, including agreement by the Minister. Prior to action concerning removal, the member must be given an opportunity for a hearing before the Board. Board secretary shall notify member at least 60 days prior to said hearing.
- c. Non-voting Status. If a member misses or fails to proxy-vote for two consecutive annual congregational meetings, his/her name shall be placed on non-voting status. The member shall be restored to active status by submitting a letter to the board secretary requesting a reinstatement to such status.
- d. Exclusion from Attendance. The Board of Directors shall be responsible for establishing a policy regarding the conditions for exclusion from attendance requirements and voting by proxy. See Section 2.04 (a) (1).

Section 2.04 - POWERS OF MEMBERS

Members of Christ Church Unity, shall have the power to do the following:

- a. Vote at any membership meeting, at which the member is present, called in accordance with Section 2.05.
 - Proxy voting is allowed per the policy procedure approved by the Board of Directors. Elect members to the Board of Directors as specified in Section 3.04.
 - 1. Ratify the bylaws of this Ministry or any amendments thereto as specified in Section 7.01.
 - 2. Vote on any question of sale or pledge of real property owned and used for the operation of this Ministry which exceeds five thousand dollars (\$5,000.00) in

- value. A seventy-five percent (75%) affirmative vote of those present and voting is required to approve the sale or pledge. Refer to Section 3.03 (b) (7).
- 3. Elect a member, and an alternate, to serve on the Nominating Committee as specified in Section 3.04 (b) (1).
- 4. Call a special Membership meeting when the affairs of this Ministry warrant such action. Refer to Section 2.05 (b).
- 5. Vote to override any action of the Board of Directors at a duly constituted membership meeting. To over-ride a board action requires a two-thirds majority of the membership present and voting.
- 6. Vote for the removal of any Director from his office in accordance with Section 3.05 (a) (4).
- 7. Vote on any matters officially brought to the attention of the Membership.
- 8. Offer suggestions to the Minister or Board of Directors as may seem advisable for the good of this Ministry.

Section 2.05 – MEETINGS AND QUORUM

- a. Annual Membership Meeting. The annual membership meeting of Christ Church Unity shall be held at its official headquarters between January 2nd and February 29th at the time of day and specific date designated by the Minister and Board of Directors.
- b. Special Membership Meetings. Any time the affairs of the Ministry warrant, a special meeting may be called by:
 - 1. The Minister;
 - 2. A majority of the Directors of the Board;
 - 3. Submitting a petition having been signed by twenty-five percent (25%) of the Membership. A written request stipulating the specific reason(s) for calling the meeting must be submitted to the Board who shall, within one month (preferably sooner) call the meeting on behalf of the requesting party. The purpose(s) as stipulated in the written request shall be stated in the written notice to the Membership. Business conducted at the special meeting shall be limited to the pre-stated purpose(s).
- c. Notice of Meetings. Written notice stating the date, time, place and purpose shall be mailed or emailed to all members at least ten days before any Membership meeting.
- d. Quorum. The lesser of one hundred sixty (160) members or twenty-five percent (25%) of the active Membership shall constitute a quorum of any Membership meeting.
- e. Participation. Participation in the business affairs of any Membership meeting shall be restricted to members in attendance or their proxies as stipulated in Section 2.04 (a) (1). Participation of other persons must be approved by a two-thirds majority of the members in attendance.

f. Voting. Unless otherwise provided herein, the Vote of a majority of the members present and voting shall be necessary for approval or disapproval of that action being voted upon. Refer to Section 2.04 (d) and (g) and Section 7.01.

ARTICLE III Government

Section 3.01 ADMINISTRATION

The government of Christ Church Unity_shall be vested in the Minister, who is the Administrative Director, and the Board of Directors elected from Membership.

Section 3.02 - MINISTER

Duties. As the Spiritual Leader, the Minister shall be responsible for the scheduling, conduct, and content of services, classes, and all other activities that further the purpose of this Ministry as specified in Section 1.01.

- a. As Administrative Director, the Minister shall be:
 - 1. Responsible for the complete functioning of this Ministry.
 - 2. A voting member of the Board of Directors on all matters except his/her own employment, or that of his/her successor. If there are Co-Ministers, they both shall be voting members of the Board of Directors.
 - 3. A member of all committees. Refer to Section 4.01.
- c. Compensation. The compensation of the Minister shall be fixed by agreement between the Minister and Board of Directors.
- d. Vacancy. Should a vacancy occur in the office of the Minister, the Board of Directors shall communicate with the Executive Director of the Unity Worldwide Ministries to request Church Vacancy applications. The Board of Directors will review applications, conduct interviews with the applicants, and contract to hire the best candidate for Minister.

Section 3.03 - BOARD OF DIRECTORS - MEMBERS

- a. Structure. The Board of Directors shall consist of the Minister and or Co-Ministers and six Directors elected from the Membership of Christ Church Unity. Each elected Director shall hold office for three (3) years, or until his/her successor is duly elected. The terms of two elected Directors shall expire annually and their offices shall be filled at the annual membership meeting in accordance with Section 3.04. No elected Director shall serve more than two consecutive terms of 3 (three) years each without an internal of 1 (one) year between terms. Alternate Directors, as provided in Section 3.04 and 3.05 shall serve out the term of the vacating Director and shall be eligible to serve one additional term before a one-year interval is required.
- b. Duties. As representatives of the Membership, the Directors of the Board shall:
 - 1. Uphold the spiritual purposes of the Ministry as stated in Section 1.01
 - 2. Uphold the highest interest of the Membership in conducting the business of this Ministry.
 - 3. Be conversant with these Bylaws.
 - 4. Be faithful in attendance at services, Board and Membership meetings of this Ministry.
 - 5. Make determinations of the business needs of this Ministry and authorize payment of monies for those purposes.
 - 6. Administer the property of this Ministry, both real and personal.
 - 7. Make determinations of the sale or pledge of real or personal property belonging to this Ministry. All decisions in favor of the sale or pledge of real property exceeding five thousand dollars (\$5,000.00) in value shall be presented to Membership at a properly constituted membership meeting to be voted on in accordance with Section 2.04 (d).
 - 8. Authorize staff positions and salary ranges, and establish procedures for the hiring of employees in those positions.
 - 9. Set dates for the fiscal year. Have a qualified accountant review the financial records of this Ministry every three years. The Board or its designee will perform a financial review the other years.
 - 10. When deemed advisable, secure a fidelity bond for the Treasurer, the amount to be set by the Board.
 - 11. Approve applicants for membership in accordance with Section 2.02.-Act to fill the unexpired term of a Director in accordance with Section 3.05 (b).
 - 12. Elect officers of the Board. See Section 3.07.
 - 13. Ratify committees and their chairpersons as appointed by the Board President. See Section 4.01.
 - 14. Communicate with the President & CEO of Unity Worldwide Ministries for aid in resolution of all matters concerning the Minister's services which cannot otherwise be resolved.

- 15. Consider other duties brought to their attention by the Minister and other Directors.
- e. Ineligibility. No staff member (with the exception of the Minister) or spouse of a staff member or board member shall serve on the Board of Directors.

Section 3.04 – BOARD OF DIRECTORS – ELECTION

- a. Qualifications. Any person elected to the Board of Directors must be an active member of Christ Church Unity.
- b. He/she shall be a person who:
 - 1. Desires to serve on the Board
 - 2. Endeavors to live in accord with the Christ principles of Love and Truth as taught by Unity.
 - 3. Furthers the work of this Ministry through his/her active interest, love, and support.
 - 4. Is a sincere and continuing student of Unity, conversant with its teachings.
 - 5. Has demonstrated leadership qualities.
 - 6. Has received Unity credits or a certificate of completion for LESSONS IN TRUTH or the 4T class.
- c. Nominating Committee. A Nominating Committee shall be formed at least three (3) months prior to the annual Membership meeting, and shall initiate a search for at least four qualified candidates for the Board of Directors. The Committee shall consist of the Minister and three members selected in the following manner:
 - 1. At the annual Membership meeting, the Membership shall Elect one of its members, and an alternate, to serve on the Nominating Committee for the next year's election.
 - 2. The Board shall elect one of its Directors.
 - 3. Together with the Minister, the above two Committee members shall select a third Committee member from the Membership who shall become Chairperson of the Nominating Committee.
 - 4. Slate of candidates shall be included in notice of annual membership meeting.
- d. Nominating Procedure. As the presiding officer of the annual Membership meeting, the President shall:
 - 1. Read Section 3.04 (a) just prior to the call for nominations.
 - 2. Call upon the Chairperson of the Nominating Committee to present the Committee's nominations. No nominations will be taken from the floor.
- e. Election. Votes shall be cast by ballot. The two nominees receiving the largest number of votes shall be elected to the Board of Directors; the nominees with the third and fourth highest number of votes shall be the First and Second Alternates respectively. Alternates are expected to attend Board meeting, but may not vote.

Section 3.05-BOARD OF DIRECTORS - VACANCY AND REPLACEMENT

- a. Vacancy. The office of a Director may be vacated by any of the following means:
 - 1. The resignation of the Director
 - 2. The Board voting for the removal of a Director due to absences from three successive regular Board meetings. (Absences may be excused by the Board upon written request.)
 - 3. The Board voting for the removal of a Director because of his/her failure to fulfill the duties of this office as specified in Section 3.03 (b).
 - 4. The Membership voting for removal of a Director because of his/her failure to fulfill the duties of his office as specified in Section 3.03(b). See Section 2.04 (h).
- b. Replacement. Should a vacancy occur on the Board of Directors, the Board shall proceed to fill the vacancy with an Alternate. If more than two members resign in one year, the Board shall, within six weeks, call a special congregational meeting to elect members to fill the vacancies. However, if the resignation takes place within three months of the annual congregational meeting and the vacancies will not affect the conduct of regular Board business (i.e., if at least four members remain to constitute a quorum), then the Board is authorized to wait to fill such vacancy until the annual Membership meeting. Only persons meeting the qualifications specified in Section 3. or (a) may be considered as replacements. No replacement shall have served as a Director during the year prior to his/her election. A majority vote of those present and voting shall be necessary to elect the replacement. The term of the newly elected Director shall expire on the same date as the term of the Director he/she succeeds.

Section 3.06 – BOARD OF DIRECTORS – MEETINGS AND QUORUM

- a. Regular Board Meetings. The regular business meetings of the Board of Directors shall be held at the headquarters of this Ministry on the fourth Tuesday of each month at 7:00 p.m., unless otherwise specified by the Board.
- b. Special Board Meetings. Special meetings of the Board shall be called by the President under any of the following conditions:
 - 1. By request of the Minister
 - 2. By request of two or more Directors.
 - 3. As the President deems it necessary.
 - 4. Requests shall be filed in writing with the Board Secretary. All Directors must be notified in writing and/or by phone of any special meetings. Where possible, special meetings shall be set for five (5) days after need has been established. In case of emergency, the five-day period may be waived by contacting all Directors

by phone. If a Director is unavailable, the Board Secretary shall notify the absent Director in writing of the times of attempted contact.

- c. Quorum. Four Directors shall constitute a quorum for the transaction of business. In the event that there is not a quorum at a regular monthly Board meeting, and provided that there are three Board members present, the First Alternate shall, for that meeting only, replace an absent member as a voting member of the board. If the First Alternate is not present, the Second Alternate shall serve as the replacement during that meeting.
- d. Minister Attendance. The Minister has the right to attend all Board meetings. He/she must be notified of all special meetings.
- e. Notification. All members of the congregation must be notified of all meetings called by either the Board of Directors or by members. See Section 2.05 (a).
- f. Community Forums. The Board will meet unofficially with the congregation twice each year to ensure open communication.

Section 3.07 - BOARD OF DIRECTORS - OFFICERS

- a. President. The President shall:
 - 1. Preside at all Board of Directors' meetings.
 - 2. Preside at all Membership meetings.
 - 3. Appoint committees, in accordance with Section 4.01.
 - 4. Be a member of all committees by virtue of his/her office, except the nominating committee.
 - 5. Sign such papers and documents, upon proper authorization, as may be necessary.
- b. Vice-President. The Vice-President shall:
 - 1. Perform all the duties of the President in his/her absence.
 - 2. Become President in case the office of the presidency becomes vacant. In such a case, a new Vice-President shall be elected from among the remaining Directors to fill the remainder of the term.'
- c. Secretary. The Secretary shall:
 - 1. Keep, or cause to be kept, an accurate record of the Minutes of all Board and Membership meetings.
 - 2. Hold in custody and be responsible for all reports, contract, other than legal papers, minute books, and the corporate seal, which items shall be kept in the Ministry office at all times, or in such other depository as prescribed by the Board.
 - 3. Attend to all official correspondence required by the Board.
 - 4. Notify board members of any special meeting per Section 3.06 (e).
- d. Treasurer. The Treasurer shall:
 - 1. Be custodian of the funds of this Ministry. He/she shall pay out, or use to be paid out, funds authorized by the Board. Refer to Section 3.03 (b) (10).

- 2. Keep, or cause to be kept, a record of all financial transactions, and submit a monthly financial report at each regular Board meeting.
- 3. Submit a financial report, covering the last complete fiscal period, at the annual Membership meeting. This financial report shall be included in the notice of the annual Membership meeting.
- 4. Count, or cause to be counted by the appointment of qualified persons, all funds received, and be responsible for their deposit.
- 5. Place, or cause to be placed, the funds of this Ministry in the bank or other depository approved by the Board.

ARTICLE IV Committees

Section 4.01 - COMMITTEES

Committees for any specific purpose, with the exception of the Nominating Committee, shall be appointed by the Board President. Approval by the Minister plus ratification by the Board is required.

ARTICLE V Seal

Section 5.01 - DESCRIPTION

The corporate seal of the Ministry shall include the name of the ministry in a circle, which encloses the name of the city, state, and date of incorporation.

Section 5.02 = DISSOLUTION

Should this corporation dissolve, all property and funds remaining after the payment of the debts of the corporation shall be held by the Association of Unity Churches, a non-profit corporation organized under the laws of the State of Georgia, for religious and educational purposes, with headquarters located in Lees' Summit, Jackson County, State of Missouri, for the Re-establishment of a Unity Center or Church in San Diego, California, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 5e01 © (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Trustees shall determine. Any of such assets not so disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

ARTICLE VI Meeting Procedures

Section 6.01 – ORDER OF BUSINESS

The regular order of business of Board of Directors and Membership meetings, shall be as follows

- a. Opening prayer
- b. Roll Call
- c. Approval of the minutes of previous meeting
- d. Treasurer's report
- e. Bills and communications
- f. Elections
- g. Reports of committees
- h. Minister's report

- i. Unfinished business
- j. New business
- k. Closing prayer

Board members may alter this format only for regular monthly meetings. They may change the order of the above items for the annual Membership meeting but not the items themselves.

Section 6.02 RULES OF ORDER

ROBERTS RULES OF ORDER shall be the authority of this Ministry on parliamentary law and its usage, unless otherwise provided by these Bylaws. The President of the Board shall appoint a parliamentarian to serve at each Membership meeting.

ARTICLE VII Amendments

Section 7.01 = PROCEDURE

Amendment of these Bylaws must be made by voting members of this Corporation at a legally constituted Membership meeting. Proposals for such changes must be mailed to the members at least ten (10) days prior to the membership meeting. An affirmative vote of seventy-five percent (75%) of all members present and voting shall be necessary to pass any amendment to these Bylaws. These Bylaws fully supersede all previous Bylaws adopted by Christ Church Unity, Inc., or its predecessors.

ATTEST:		
Traci Pavlas, Secretary		Marlæ Barry Sharla Barry, President
Date:	_2017	Date: 3/15/17 2017

Approved at Annual Membership Meeting 2/19/2017

BYLAWS For CHRIST CHURCH UNITY SAN DIEGO

ARTICLE I Identification

Section 1.01 – STATEMENT OF PURPOSE

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Section 1.02 - ASSOCIATION MEMBERSHIP AND RESPONSIBILITIES

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- a. Leadership: This Ministry shall have as its leader an ordained Unity minister or a licensed Unity teacher in accordance with the current Unity of Worldwide Ministries policy. Refer to Section 3.02c.
- b. Teaching. The Principles of practical Christianity shall be taught through this Unity Worldwide Ministries using methods, textbooks, literature, and other materials approved by the Unity Worldwide Ministries.
- c. Mailings. Copies of all printed matter mailed by this Ministry to its Membership shall be sent to the office of the President and CEO of Unity Worldwide Ministries.
- d. Reports. As Administrative Director of this Ministry, the Minister will make annual reports to the Association on forms supplied by the Unity Worldwide Ministries.

ARTICLE II Membership

Section 2.01 – QUALIFICATIONS

A member of Christ Church Unity, shall endeavor to live in accord with the Jesus Christ principles of Love and Truth taught by Unity. He/She shall further the work of this Ministry through active interest, love and support.

Section 2.02 – ELECTION OF MEMBERS

Qualifications for membership shall be set by board policy that has been approved by the membership at a duly constituted meeting.

Section 2.03- TERMS OF MEMBERSHIP

- a. Tenure. A member shall retain membership until it is voluntarily severed, or as long as his/her ideas and conduct are in accord with the qualifications specified in Section 2.01.
- b. Removal. Removal from the membership role of any member whose qualifications are in question requires at least two-thirds (2/3) affirmative vote of the Board of Directors, including agreement by the Minister. Prior to action concerning removal, the member must be given an opportunity for a hearing before the Board. Board secretary shall notify member at least 60 days prior to said hearing.
- c. Non-voting Status. If a member misses or fails to proxy-vote for two consecutive annual congregational meetings, his/her name shall be placed on non-voting status. The member shall be restored to active status by submitting a letter to the board secretary requesting a reinstatement to such status.
- d. Exclusion from Attendance. The Board of Directors shall be responsible for establishing a policy regarding the conditions for exclusion from attendance requirements and voting by proxy. See Section 2.04 (a) (1).

Section 2.04 - POWERS OF MEMBERS

Members of Christ Church Unity, shall have the power to do the following:

- a. Vote at any membership meeting, at which the member is present, called in accordance with Section 2.05.
 - Proxy voting is allowed per the policy procedure approved by the Board of Directors. Elect members to the Board of Directors as specified in Section 3.04.
 - 1. Ratify the bylaws of this Ministry or any amendments thereto as specified in Section 7.01.
 - 2. Vote on any question of sale or pledge of real property owned and used for the operation of this Ministry which exceeds five thousand dollars (\$5,000.00) in

- value. A seventy-five percent (75%) affirmative vote of those present and voting is required to approve the sale or pledge. Refer to Section 3.03 (b) (7).
- 3. Elect a member, and an alternate, to serve on the Nominating Committee as specified in Section 3.04 (b) (1).
- 4. Call a special Membership meeting when the affairs of this Ministry warrant such action. Refer to Section 2.05 (b).
- 5. Vote to override any action of the Board of Directors at a duly constituted membership meeting. To over-ride a board action requires a two-thirds majority of the membership present and voting.
- 6. Vote for the removal of any Director from his office in accordance with Section 3.05 (a) (4).
- 7. Vote on any matters officially brought to the attention of the Membership.
- 8. Offer suggestions to the Minister or Board of Directors as may seem advisable for the good of this Ministry.

Section 2.05 – MEETINGS AND QUORUM

- a. Annual Membership Meeting. The annual membership meeting of Christ Church Unity shall be held at its official headquarters between January 2nd and February 29th at the time of day and specific date designated by the Minister and Board of Directors.
- b. Special Membership Meetings. Any time the affairs of the Ministry warrant, a special meeting may be called by:
 - 1. The Minister;
 - 2. A majority of the Directors of the Board;
 - 3. Submitting a petition having been signed by twenty-five percent (25%) of the Membership. A written request stipulating the specific reason(s) for calling the meeting must be submitted to the Board who shall, within one month (preferably sooner) call the meeting on behalf of the requesting party. The purpose(s) as stipulated in the written request shall be stated in the written notice to the Membership. Business conducted at the special meeting shall be limited to the pre-stated purpose(s).
- c. Notice of Meetings. Written notice stating the date, time, place and purpose shall be mailed or emailed to all members at least ten days before any Membership meeting.
- d. Quorum. The lesser of one hundred sixty (160) members or twenty-five percent (25%) of the active Membership shall constitute a quorum of any Membership meeting.
- e. Participation. Participation in the business affairs of any Membership meeting shall be restricted to members in attendance or their proxies as stipulated in Section 2.04 (a) (1). Participation of other persons must be approved by a two-thirds majority of the members in attendance.

f. Voting. Unless otherwise provided herein, the Vote of a majority of the members present and voting shall be necessary for approval or disapproval of that action being voted upon. Refer to Section 2.04 (d) and (g) and Section 7.01.

ARTICLE III Government

Section 3.01 ADMINISTRATION

The government of Christ Church Unity_shall be vested in the Minister, who is the Administrative Director, and the Board of Directors elected from Membership.

Section 3.02 - MINISTER

Duties. As the Spiritual Leader, the Minister shall be responsible for the scheduling, conduct, and content of services, classes, and all other activities that further the purpose of this Ministry as specified in Section 1.01.

- a. As Administrative Director, the Minister shall be:
 - 1. Responsible for the complete functioning of this Ministry.
 - 2. A voting member of the Board of Directors on all matters except his/her own employment, or that of his/her successor. If there are Co-Ministers, they both shall be voting members of the Board of Directors.
 - 3. A member of all committees. Refer to Section 4.01.
- c. Compensation. The compensation of the Minister shall be fixed by agreement between the Minister and Board of Directors.
- d. Vacancy. Should a vacancy occur in the office of the Minister, the Board of Directors shall communicate with the Executive Director of the Unity Worldwide Ministries to request Church Vacancy applications. The Board of Directors will review applications, conduct interviews with the applicants, and contract to hire the best candidate for Minister.

Section 3.03 – BOARD OF DIRECTORS – MEMBERS

- a. Structure. The Board of Directors shall consist of the Minister and or Co-Ministers and six Directors elected from the Membership of Christ Church Unity. Each elected Director shall hold office for three (3) years, or until his/her successor is duly elected. The terms of two elected Directors shall expire annually and their offices shall be filled at the annual membership meeting in accordance with Section 3.04. No elected Director shall serve more than two consecutive terms of 3 (three) years each without an internal of 1 (one) year between terms. Alternate Directors, as provided in Section 3.04 and 3.05 shall serve out the term of the vacating Director and shall be eligible to serve one additional term before a one-year interval is required.
- b. Duties. As representatives of the Membership, the Directors of the Board shall:
 - 1. Uphold the spiritual purposes of the Ministry as stated in Section 1.01
 - 2. Uphold the highest interest of the Membership in conducting the business of this Ministry.
 - 3. Be conversant with these Bylaws.
 - 4. Be faithful in attendance at services, Board and Membership meetings of this Ministry.
 - 5. Make determinations of the business needs of this Ministry and authorize payment of monies for those purposes.
 - 6. Administer the property of this Ministry, both real and personal.
 - 7. Make determinations of the sale or pledge of real or personal property belonging to this Ministry. All decisions in favor of the sale or pledge of real property exceeding five thousand dollars (\$5,000.00) in value shall be presented to Membership at a properly constituted membership meeting to be voted on in accordance with Section 2.04 (d).
 - 8. Authorize staff positions and salary ranges, and establish procedures for the hiring of employees in those positions.
 - 9. Set dates for the fiscal year. Have a qualified accountant review the financial records of this Ministry every three years. The Board or its designee will perform a financial review the other years.
 - 10. When deemed advisable, secure a fidelity bond for the Treasurer, the amount to be set by the Board.
 - 11. Approve applicants for membership in accordance with Section 2.02.-Act to fill the unexpired term of a Director in accordance with Section 3.05 (b).
 - 12. Elect officers of the Board. See Section 3.07.
 - 13. Ratify committees and their chairpersons as appointed by the Board President. See Section 4.01.
 - 14. Communicate with the President & CEO of Unity Worldwide Ministries for aid in resolution of all matters concerning the Minister's services which cannot otherwise be resolved.

- 15. Consider other duties brought to their attention by the Minister and other Directors.
- e. Ineligibility. No staff member (with the exception of the Minister) or spouse of a staff member or board member shall serve on the Board of Directors.

Section 3.04 - BOARD OF DIRECTORS - ELECTION

- a. Qualifications. Any person elected to the Board of Directors must be an active member of Christ Church Unity.
- b. He/she shall be a person who:
 - 1. Desires to serve on the Board
 - 2. Endeavors to live in accord with the Christ principles of Love and Truth as taught by Unity.
 - 3. Furthers the work of this Ministry through his/her active interest, love, and support.
 - 4. Is a sincere and continuing student of Unity, conversant with its teachings.
 - 5. Has demonstrated leadership qualities.
 - 6. Has received Unity credits or a certificate of completion for LESSONS IN TRUTH or the 4T class.
- c. Nominating Committee. A Nominating Committee shall be formed at least three (3) months prior to the annual Membership meeting, and shall initiate a search for at least four qualified candidates for the Board of Directors. The Committee shall consist of the Minister and three members selected in the following manner:
 - 1. At the annual Membership meeting, the Membership shall Elect one of its members, and an alternate, to serve on the Nominating Committee for the next year's election.
 - 2. The Board shall elect one of its Directors.
 - 3. Together with the Minister, the above two Committee members shall select a third Committee member from the Membership who shall become Chairperson of the Nominating Committee.
 - 4. Slate of candidates shall be included in notice of annual membership meeting.
- d. Nominating Procedure. As the presiding officer of the annual Membership meeting, the President shall:
 - 1. Read Section 3.04 (a) just prior to the call for nominations.
 - 2. Call upon the Chairperson of the Nominating Committee to present the Committee's nominations. No nominations will be taken from the floor.
- e. Election. Votes shall be cast by ballot. The two nominees receiving the largest number of votes shall be elected to the Board of Directors; the nominees with the third and fourth highest number of votes shall be the First and Second Alternates respectively. Alternates are expected to attend Board meeting, but may not vote.

Section 3.05-BOARD OF DIRECTORS - VACANCY AND REPLACEMENT

- a. Vacancy. The office of a Director may be vacated by any of the following means:
 - 1. The resignation of the Director
 - 2. The Board voting for the removal of a Director due to absences from three successive regular Board meetings. (Absences may be excused by the Board upon written request.)
 - 3. The Board voting for the removal of a Director because of his/her failure to fulfill the duties of this office as specified in Section 3.03 (b).
 - 4. The Membership voting for removal of a Director because of his/her failure to fulfill the duties of his office as specified in Section 3.03(b). See Section 2.04 (h).
- b. Replacement. Should a vacancy occur on the Board of Directors, the Board shall proceed to fill the vacancy with an Alternate. If more than two members resign in one year, the Board shall, within six weeks, call a special congregational meeting to elect members to fill the vacancies. However, if the resignation takes place within three months of the annual congregational meeting and the vacancies will not affect the conduct of regular Board business (i.e., if at least four members remain to constitute a quorum), then the Board is authorized to wait to fill such vacancy until the annual Membership meeting. Only persons meeting the qualifications specified in Section 3. or (a) may be considered as replacements. No replacement shall have served as a Director during the year prior to his/her election. A majority vote of those present and voting shall be necessary to elect the replacement. The term of the newly elected Director shall expire on the same date as the term of the Director he/she succeeds.

Section 3.06 – BOARD OF DIRECTORS – MEETINGS AND QUORUM

- a. Regular Board Meetings. The regular business meetings of the Board of Directors shall be held at the headquarters of this Ministry on the fourth Tuesday of each month at 7:00 p.m., unless otherwise specified by the Board.
- b. Special Board Meetings. Special meetings of the Board shall be called by the President under any of the following conditions:
 - 1. By request of the Minister
 - 2. By request of two or more Directors.
 - 3. As the President deems it necessary.
 - 4. Requests shall be filed in writing with the Board Secretary. All Directors must be notified in writing and/or by phone of any special meetings. Where possible, special meetings shall be set for five (5) days after need has been established. In case of emergency, the five-day period may be waived by contacting all Directors

by phone. If a Director is unavailable, the Board Secretary shall notify the absent Director in writing of the times of attempted contact.

- c. Quorum. Four Directors shall constitute a quorum for the transaction of business. In the event that there is not a quorum at a regular monthly Board meeting, and provided that there are three Board members present, the First Alternate shall, for that meeting only, replace an absent member as a voting member of the board. If the First Alternate is not present, the Second Alternate shall serve as the replacement during that meeting.
- d. Minister Attendance. The Minister has the right to attend all Board meetings. He/she must be notified of all special meetings.
- e. Notification. All members of the congregation must be notified of all meetings called by either the Board of Directors or by members. See Section 2.05 (a).
- f. Community Forums. The Board will meet unofficially with the congregation twice each year to ensure open communication.

Section 3.07 - BOARD OF DIRECTORS - OFFICERS

- a. President. The President shall:
 - 1. Preside at all Board of Directors' meetings.
 - 2. Preside at all Membership meetings.
 - 3. Appoint committees, in accordance with Section 4.01.
 - 4. Be a member of all committees by virtue of his/her office, except the nominating committee.
 - 5. Sign such papers and documents, upon proper authorization, as may be necessary.
- b. Vice-President. The Vice-President shall:
 - 1. Perform all the duties of the President in his/her absence.
 - 2. Become President in case the office of the presidency becomes vacant. In such a case, a new Vice-President shall be elected from among the remaining Directors to fill the remainder of the term.'
- c. Secretary. The Secretary shall:
 - 1. Keep, or cause to be kept, an accurate record of the Minutes of all Board and Membership meetings.
 - 2. Hold in custody and be responsible for all reports, contract, other than legal papers, minute books, and the corporate seal, which items shall be kept in the Ministry office at all times, or in such other depository as prescribed by the Board.
 - 3. Attend to all official correspondence required by the Board.
 - 4. Notify board members of any special meeting per Section 3.06 (e).
- d. Treasurer. The Treasurer shall:
 - 1. Be custodian of the funds of this Ministry. He/she shall pay out, or use to be paid out, funds authorized by the Board. Refer to Section 3.03 (b) (10).

- 2. Keep, or cause to be kept, a record of all financial transactions, and submit a monthly financial report at each regular Board meeting.
- 3. Submit a financial report, covering the last complete fiscal period, at the annual Membership meeting. This financial report shall be included in the notice of the annual Membership meeting.
- 4. Count, or cause to be counted by the appointment of qualified persons, all funds received, and be responsible for their deposit.
- 5. Place, or cause to be placed, the funds of this Ministry in the bank or other depository approved by the Board.

ARTICLE IV Committees

Section 4.01 – COMMITTEES

Committees for any specific purpose, with the exception of the Nominating Committee, shall be appointed by the Board President. Approval by the Minister plus ratification by the Board is required.

ARTICLE V Seal

Section 5.01 – DESCRIPTION

The corporate seal of the Ministry shall include the name of the ministry in a circle, which encloses the name of the city, state, and date of incorporation.

Section 5.02 = DISSOLUTION

Should this corporation dissolve, all property and funds remaining after the payment of the debts of the corporation shall be held by the Association of Unity Churches, a non-profit corporation organized under the laws of the State of Georgia, for religious and educational purposes, with headquarters located in Lees' Summit, Jackson County, State of Missouri, for the Re-establishment of a Unity Center or Church in San Diego, California, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 5e01 © (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code), as the Board of Trustees shall determine. Any of such assets not so disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

ARTICLE VI Meeting Procedures

Section 6.01 - ORDER OF BUSINESS

The regular order of business of Board of Directors and Membership meetings, shall be as follows

- a. Opening prayer
- b. Roll Call
- c. Approval of the minutes of previous meeting
- d. Treasurer's report
- e. Bills and communications
- f. Elections
- g. Reports of committees
- h. Minister's report

- i. Unfinished business
- j. New business
- k. Closing prayer

Board members may alter this format only for regular monthly meetings. They may change the order of the above items for the annual Membership meeting but not the items themselves.

Section 6.02 RULES OF ORDER

ROBERTS RULES OF ORDER shall be the authority of this Ministry on parliamentary law and its usage, unless otherwise provided by these Bylaws. The President of the Board shall appoint a parliamentarian to serve at each Membership meeting.

ARTICLE VII Amendments

Section 7.01 = PROCEDURE

Amendment of these Bylaws must be made by voting members of this Corporation at a legally constituted Membership meeting. Proposals for such changes must be mailed to the members at least ten (10) days prior to the membership meeting. An affirmative vote of seventy-five percent (75%) of all members present and voting shall be necessary to pass any amendment to these Bylaws. These Bylaws fully supersede all previous Bylaws adopted by Christ Church Unity, Inc., or its predecessors.

ATTEST:

Traci Pavlas, Secretary

Sharla Barry, President

Date: 3/15/17 2017

ate: 3/5//7 2011