

BYLAWS FOR UNITY CHRIST CHURCH GAITHERSBURG, MD

Revised October 2005

ARTICLE I

Section 1.01 - Statement of Purpose. The purpose of Unity Christ Church, a Maryland corporation, is to teach the universal principles of Truth, as taught and demonstrated by Jesus Christ and interpreted by Unity School of Christianity and the Association of Unity Churches, a nonprofit corporation organized and existing under the laws of the State of Georgia, with headquarters at Lee's Summit, Missouri, hereinafter referred to as the Association.

In the accomplishment of this purpose, Unity Christ Church shall endeavor to conduct services of worship and classes of instruction and to demonstrate the principles of Truth by using them in the operation of the ministry and to adopt other means that in the judgment of the minister will further the principles of practical Christianity among people everywhere.

Section 1.02 - Association of Unity Churches Membership and Responsibilities. Unity Christ Church is a member of the Association of Unity Churches. The operation and conduct of this ministry shall comply with the regulations and policies of the Association as outlined in the Association Bylaws, insofar as they do not conflict with the laws of the State of Maryland.

- a) **Leadership.** This Ministry shall have as its leader an ordained or licensed Unity minister(s) or a licensed Unity teacher approved by the Association. Refer to Section 4.01(c) Association of Unity Churches Bylaws.
- b) **Teaching.** The Principles of practical Christianity shall be taught throughout this Ministry using methods, textbooks, literature, and other materials approved by the Association.
- c) **Mailings.** Copies of all printed matter mailed by this ministry to its membership shall be sent to the office of the Executive Director of the Association of Unity Churches.
- d) **Reports.** The minister designated Administrative Director will make annual reports to the Association on forms supplied by the Association.

ARTICLE II

Section 2.01 - Principal Office. The principal executive office of the corporation shall be fixed by the Board of Trustees. Said office shall be in the County of Montgomery, State of Maryland, or at such other place within the State of Maryland as the Board of Trustees hereafter shall designate. The Corporation may also have offices at such other place or places, as the Board of Trustees may from time to time designate. [NOTE: Governments commonly require designation of the principal office of a corporation, as which legal service can be made.]

ARTICLE III: Membership

Section 3.01 - Qualifications. A member of Unity Christ Church shall endeavor to live in accord with the Jesus Christ principles of love and truth as taught by Unity. He/she shall further the work of this ministry through his/her active interest, love, and support.

Section 3.02 - Election of Members. Anyone desiring membership in Unity Christ Church shall file an application for membership card with the ministry office. The application shall be presented to the Board of Trustees at its next regular meeting. Upon a majority affirmative vote of the trustees present and voting, the applicant shall become an active member and shall be notified accordingly by the board secretary. All staff ministers and licensed Unity teachers are considered members of this ministry.

Section 3.03 - Terms of Membership.

- a) **Active Member.** A member shall retain status as an active member through his/her participation in prayer, service, classes, and/or giving during a fiscal year.
- b) **Inactive Member.** An active member shall become inactive:
 - i) upon moving over 100 miles from the ministry and no longer participating in prayer, service, classes, and/or giving during a fiscal year
 - ii) upon absence from the congregation for one year providing the ministry has attempted by mail to notify the member of the change in membership status.
 - iii) those individuals who are determined by the Board of Trustees, including agreement by minister(s) to no longer fulfill the qualifications of active membership will be placed on the inactive member list.

- iv) Board of Trustees must notify by *letter* within ten (10) days the intent to place said member into inactive status.
- c) **Removal.** Removal from the membership role of any member whose qualifications are in question requires at least a two-thirds (2/3) affirmative vote of the Board of Trustees, including agreement by the minister(s). Prior to action concerning removal, the member must be given an opportunity for a hearing before the Board.
- d) **Reinstatement of Inactive Member.**
 - i) Within one year of inactivation, members who have been advised by the Board of inactive status may regain active status during the year if they have accrued prior to six (6) weeks before a membership meeting, the attending of four (4) of the six (6) Sunday services preceding a membership meeting.
 - ii) After one year of inactivation, members must reapply for active membership in accordance with Section 3.02.

Section 3.04 - Powers of Active Members. Active members of Unity Christ Church 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 3.05.
- b) Elect members to the Board of Trustees as specified in Section 4.04.
- c) Ratify the bylaws of this ministry or any amendments thereto as specified in Section 8.01.
- d) Vote on any expenditure which exceeds twenty-five thousand dollars (\$25,000) in value. A seventy-five percent (75%) affirmative vote of those present and voting is required for approval. Refer to Section 4.03(c)(7).
- e) Elect a member, and an alternate, to serve on the Nominating Committee as specified in Section 4.04(b).
- f) Call a special membership meeting when the affairs of this ministry warrant such action. Refer to Section 3.05(b).
- g) Vote to override any action of the Board of Trustees providing it is communicated to the membership in writing ten (10) days prior to the subsequent meeting of the membership and seventy-five percent (75%) of those present and voting have the authority for determination.
- h) Vote for the removal of any Trustee from an office in accordance with Section 4.05(a).
- i) Vote on any matters officially brought to the attention of the membership.
- j) Offer suggestions to the Minister(s) or Board of Trustees as may seem advisable for the good of this ministry.
- k) Any ten (10) active members may request conflict management assistance by notifying the Executive Director of the Association of Unity Churches in writing with copies to the Board of Trustees and Minister(s). Upon receipt of a request for conflict management from ten or more active members to the Executive Director or designee of the Association of Unity Churches, said person will confer with the Minister(s) and/or regional representative to evaluate whether further action is required.

Section 3.05 - Meetings and Quorum.

- a) **Annual Membership Meeting.** The annual membership meeting of Unity Christ Church shall be held at its official headquarters on the last Sunday in September, unless otherwise designated by the Board, at the time of day designated by the Minister(s) and Board of Trustees.
- b) **Special Membership Meetings.** Any time the affairs of this ministry warrant a special meeting may be called by:
 - i) The Minister(s)
 - ii) A majority of the Trustees of the Board
 - iii) Submitting a petition having been signed by 10% of the active membership; a written request must be submitted to the Board who shall, within a reasonable length of time, call the meeting, on behalf of the requesting party. The purpose(s) for the special meeting shall be stated both in the written request and the written notice to the membership. Business conducted at the special meeting shall be limited to the pre-stated purpose(s).
- c) **Written Notice.** Written notice stating the date, time, and place shall be mailed to all active members at least ten days before any membership meeting. [Note: "Mailed" because the notice needs a postmark for legality.]
- d) **Quorum.** Those active members present and voting at a membership meeting called pursuant to the notice provisions of Section 3.05(c) shall constitute a quorum for the transaction of business at any membership meeting.
- e) **Participation.** Participation in the business affairs of any membership meeting shall be restricted to active members in attendance. Participation of other persons in discussion of business must be approved by a two-thirds (2/3) majority vote

of the active members in attendance. Association conflict management representatives have a right to participate in discussion when they have been invited by the Minister(s), the Board, or the membership.

- f) **Voting.** Unless otherwise provided herein, the vote of a majority of the active members present and voting or by absentee ballot shall be necessary for approval or disapproval of the action being voted upon. Refer to Section 3.04(d) and (g), and Section 8.01. Active members unable to be present in a membership meeting may vote by absentee ballot upon application to the ministry office in advance of the meeting date. Absentee ballots must be returned prior to the meeting. Proxy votes are not recognized.

Prayer. In any membership meeting the chair, the Minister(s), an Association of Unity Churches conflict management representative, or any member, may request that action on an item of business be suspended while the membership enters into a time of prayer on the issue. Upon such request the chair shall provide a period of prayer and silence.

ARTICLE IV: Government

Section 4.01 - Administration. The Government of Unity Christ Church shall be vested in the Minister(s), as the Administrative Director(s), and in the Board of Trustees elected from membership.

Section 4.02 - Minister(s).

a) Senior Minister(s) or Co-ministers

- i) **Duties.** As the spiritual leader(s), the Minister(s) 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. As administrative director(s), the Minister(s) shall be:
- (1) Responsible for the complete functioning of this ministry.
 - (2) Voting member(s) of the Board of Trustees on all matters except own employment, or that of a successor(s).
 - (3) A member of all committees. Refer to Section 5.01
 - (4) Responsible for seeking Association of Unity Churches conflict management assistance in the event of a dispute adversely affecting the ministry.
- ii) **Vacancy.** The position of a minister may be vacated by any of the following actions:
- (1) Resignation, or
 - (2) After complying with Section 4.03(e), the Minister's removal because of failure to fulfill the duties of the position as specified in Section 4.02(a).

- b) **Associate and/or Assistant Ministers.** Associate and/or Assistant Minister(s) shall be duly licensed or ordained Unity Minister(s) who function(s) with less responsibility than the Senior Minister(s) or Co-ministers who determine(s) the scope of their responsibilities.
- c) **Compensation.** The compensation of the Minister(s) shall be fixed by written agreement between the Minister(s) and the Board of Trustees.

Section 4.03 - Board of Trustees (Members).

- a) **Structure.** The Board of Trustees shall have seven voting members, consisting of the Minister(s) and six Trustees elected from the membership of Unity Christ Church. Each elected Trustee shall hold office for three years or until their successor is duly elected. The terms of two elected Trustees shall expire annually and their offices shall be filled at the annual membership meeting in accordance with Section 4.04. No elected Trustee shall serve more than two consecutive terms of three years each without an interval of one year between terms. No ACTIVE licensed Unity teacher, individual receiving compensation from the ministry or the spouse, parent, child, or significant other of an individual receiving compensation from the ministry (with the exception of the Minister(s)) may serve on the Board of Trustees. Further, no Board member shall be the spouse, parent, child, or significant other of another Board member.
- b) **Prayer.** It is important that in addition to adhering to the normal procedures for legal functioning set forth in these bylaws, that the spiritual principles taught by Unity be utilized in the handling of decisions before the Board of Trustees. During the discussion of an item of business, any Trustee may request time for prayer about the issue. Upon request the chair shall provide a period of prayer and silence.

- c) **Duties.** As representatives of the membership, the Board of Trustees shall:
- i) Uphold the spiritual purpose of this ministry as stated in Section 1.01.
 - ii) Uphold the highest interest of the membership in conducting the business of this ministry.
 - iii) Be conversant with these bylaws.
 - iv) Be faithful in attendance at services, board and membership meetings of this ministry.
 - v) Make determination of the business needs of this ministry and authorize payment of monies for those purposes.
 - vi) Administer the property of this ministry, both real and personal.
 - vii) Make determinations on the sale, pledge, or proposed financing of real or personal property belonging to this Ministry. All decisions in favor of the sale, pledge, or proposed financing of real property exceeding twenty-five thousand dollars (\$25,000) in value shall be presented to the membership at a properly constituted membership meeting, to be voted on in accordance with Section 3.04(d).
 - viii) As recommended by the Minister(s), authorize the employment of all staff personnel of this ministry and set and approve their salaries. See Section 4.02(a).
 - ix) Set dates for the fiscal year.
 - x) Each year cause to be prepared a complete financial statement with disclosures which will set forth the fiscal conditions and operations of the ministry.
 - xi) When deemed advisable, secure a fidelity bond for the Treasurer and/or staff, the amount to be set by the Board.
 - xii) Approve applicants for membership in accordance with Section 2.02.
 - xiii) Act to fill the unexpired term of any Trustee in accordance with Section 4.05(b).
 - xiv) Elect officers of the Board, and their successors to fill any unexpired term when necessary. See Section 4.07.
 - xv) Ratify committees and their chairpersons as appointed by the Board President. See Section 5.01.
 - xvi) Communicate with the Conflict Management Coordinator of the Association for aid in the resolution of all disputes between the Board of Trustees and the Minister(s) concerning the Minister's services.
 - xvii) Consider other duties brought to their attention by the Minister and other Trustees.
- d) **Employment of Minister(s).** It is the responsibility of the Board of Trustees to employ a licensed or ordained Unity Minister(s) for the church through cooperation with the placement and/or conflict management procedures of the Association of Unity Churches.
- e) **Termination of Employment of Minister(s).** After a ministry and its Senior Minister or Co-Ministers have cooperated with the conflict management procedures of the Association of Unity Churches, a 2/3 majority vote of the Board of Trustees is required to terminate the employment of a Senior Minister or Co-Ministers.

Section 4.04 - Board of Trustees - Election.

- a) **Qualifications.** Any person elected to the Board of Trustees must be an active member of Unity Christ Church. He/she shall be a person who:
- i) Desires to serve on the Board,
 - ii) Endeavors to live in accord with the Jesus Christ principles of Love and Truth as taught by Unity.
 - iii) Furthers the work of this ministry through his/her active interest, love, and support.
 - iv) Is a sincere and continuing student of Unity, conversant with its teachings.
 - v) Has demonstrated leadership capabilities.
- b) **Nominating Committee.** A Nominating Committee shall be formed at least three months prior to the annual membership meeting and shall initiate a search for a minimum of two qualified candidates for the Board of Trustees. The Nominating Committee shall consist of the Senior Minister or Co-ministers and three active members selected in the following manner:
- i) At the annual membership meeting, the membership shall elect one of its active members, and an alternate, to serve on the Nominating Committee for the next year's election.
 - ii) The Board shall elect one of its Trustees.

- iii) Together with the Minister(s), the above two committee members shall select a third committee member from the active membership who shall become chairperson of the Nominating Committee. In the event of unavailability to serve of the persons so elected, the Board shall select a person from the active membership to fill the vacancy, other than a current Board member.
- c) **Nominating Procedure.** As the presiding officer of the annual membership meeting, the President shall:
 - i) Read Section 4-04 just prior to the call for nominations.
 - ii) Call upon the chairperson of the Nominating Committee to present the committee's nominations.
 - iii) Call for additional nominations from the floor. Nominees should never be chosen on the basis of a person's business success or financial resources alone. All nominees, no matter how nominated, must qualify in accordance with paragraph (a) of this Section.
- d) **Election.** Votes shall be cast by ballot only if more than two nominations have been made. The two nominees receiving the largest number of votes shall be elected to the Board of Trustees. Each voting member shall vote for two candidates.

Section 4.05 - Board of Trustees -Vacancy and Replacement.

- a) **Vacancy.** The office of a Trustee may be vacated by any of the following means:
 - i) The resignation of the Trustee.
 - ii) The Board voting for the removal of a Trustee due to absences from three successive regular Board meetings. Absences may be excused by the Board upon written request.
 - iii) The Board voting for the removal of a Trustee because of a failure to fulfill the duties of the office as specified in Section 4.03(c).
 - iv) The active membership voting for removal of a Trustee because of this failure to fulfill the duties of the office as specified in Section 4.03(c). See Section 3.04(h).
- b) **Replacement.** Should a vacancy occur on the Board of Trustees, the Board shall proceed to fill the vacancy by ballot at its next regular meeting. In case of emergency, a special meeting may be called. Only persons meeting the qualifications specified in Section 4.04(a) may be considered as replacements. No replacement shall have served as a Trustee during the year prior to their election. A majority vote of those present and voting shall be necessary to elect. The term of the newly elected Trustee shall expire on the same date as the term of the Trustee he succeeds.

Section 4.06 - Board of Trustees - Meetings and Quorum.

- a) **Regular Board Meetings.** The regular business meetings of the Board of Trustees shall be held at the headquarters of this ministry on the second Monday of each month, 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:
 - i) By request of the Senior Minister or Co-ministers.
 - ii) By request of two or more Trustees.
 - iii) As the President deems it necessary.

The request shall be filed in writing with the Board secretary. Reasonable effort must be made to notify all Trustees of any special meeting.
- c) **Quorum.** Four voting Trustees shall constitute a quorum for the transaction of business.
- d) **Participation of Multiple Ministers.** Whenever more than one Minister is present at a meeting, they shall together represent no more than one Trustee for the purpose of voting or for establishing a quorum.
- e) **Minister(s) Attendance.** The minister(s) has/have the right to attend all Board meetings. Each minister must be notified of all special meetings

Section 4.07 - Board of Trustees - Officers. Officers of the Board of Trustees shall consist of a President, Vice- President, Secretary, and Treasurer. All officers shall be selected in a manner decided by the Board, at the first Board meeting after the annual meeting or at a special meeting called for the purpose of selecting officers. Officers shall hold their respective offices for one year or until their successors are duly elected or qualified.

- a) **President.** The President shall:
 - i) Preside at all Board of Trustees meetings.

- ii) Preside at all membership meetings.
 - iii) Appoint committees in accordance with section 4.01.
 - iv) Be a member of all committees by virtue of the office, except the Nominating Committee.
 - v) Sign such papers and documents, upon proper authorization, as may be necessary.
- b) **Vice-President.** The Vice-President shall:
- i) Perform all duties of the President in the absence of the President.
 - ii) Become President in the case the office of the presidency becomes vacant. In such a case a new Vice-President shall be elected from among the remaining trustees to fill the remainder of the term.
- c) **Secretary.** The Secretary shall:
- i) Keep, or cause to be kept, an accurate record of the minutes of all the Board and membership meetings.
 - ii) Hold in custody and be responsible for all reports, contracts, and other 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.
 - iii) Attend to all official business required by the Board.
- d) **Treasurer.** The Treasurer shall:
- i) Be custodian of the funds of this ministry. He/she shall pay out, or cause to be paid out, funds authorized by the Board. Refer to section 4.03(c).
 - ii) Keep, or cause to be kept, a record of all financial transactions, and submit a monthly financial report at each regular Board meeting.
 - iii) Submit a financial report covering the last complete fiscal period, at the annual membership meeting.
 - iv) Count or cause to be counted by the appointment of qualified persons, all funds received, and be responsible for their deposit.
 - v) Place, or cause to be placed, the funds of this ministry in the bank or other depository approved by the Board.
 - vi) Arrange for an independent annual review of the financial records of the church to be conducted by an accounting professional approved by a vote of the Board of Trustees. The review will be conducted following the close of each fiscal year, and a written report of the review findings will be made to the Board of Trustees and subsequently to the Membership at its Annual Meeting.

ARTICLE V: Committees

Section 5.01 - Formation. Committees for any specific purpose, with the exception of Nominating Committee, shall be appointed by the Board president. Approval by the Senior Minister or Co-ministers plus ratification by the Board is required.

ARTICLE VI: Seal

Section 6.01 - Description. The corporate seal of this ministry shall include the name of the ministry in a circle, which encloses the name of the city state and date of incorporation.

Section 6.02 - Dissolution. Should this cooperation dissolve:

- a) All property and funds remaining after the payment of the debts of the corporation shall be delivered to the Association of Unity Churches, a non-profit corporation organized under the laws of the State of Georgia, for religious and educational purposes.
- b) Such funds or property shall be for the use and benefit of the Association as may be determined by the Board of Trustees of the Association, in alignment with current policies and procedures.
- c) The Association shall make available according to its current policies and procedures, funds for the re-establishment of a Unity ministry in Gaithersburg.
- d) Should the Association no longer exist, any assets remaining of this corporation after dissolution shall be disposed of by a court of competent jurisdiction of the County in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations, and said court shall determine, which are organized and operated exclusively for purposes set out in section 5.01 (c) (3) of the Internal Revenue Code of 1954.

ARTICLE VII: Meeting Procedures

Section 7.01 - Rules of Order. The latest edition of ROBERT’S RULES OF ORDER shall be the authority of this ministry on parliamentary law.

Section 7.02 - Order of Business. The regular order of business of Trustees and membership meetings shall be specified by the Board.

ARTICLE VIII: Bylaws Amendments

Section 8.01 - Procedure. Amendments to these bylaws must be made by voting members of this corporation at a legally constituted membership meeting. Written notice setting forth the proposed amendments must be mailed to all active members at least ten days prior to the required membership meeting. An affirmative vote of seventy- five percent (75%) of all active members present and voting shall be necessary to pass any amendment to these bylaws. These bylaws fully supersede all previous bylaws adopted by Unity Christ Church.

Attest- Secretary

Date of adoption or revision