

**BYLAWS
OF
FRIENDS OF UNITY**

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ARTICLE I – Name

The name of this spiritual community is Friends of Unity.

ARTICLE II - Purpose

Section 1. Statement of Purpose. The purpose of Friends of Unity, a Michigan non-profit corporation, is to teach and model the universal principles of Truth, as taught and demonstrated by Jesus Christ and interpreted within the Unity movement. In the accomplishment of this purpose, Friends of Unity shall endeavor to conduct services of worship, provide classes of instruction, and demonstrate the principles of Truth by using them in the operation of the spiritual community. Friends of Unity acknowledges and affirms itself to be a Unity spiritual community, teaching Truth principles as interpreted within the Unity movement using methods, textbooks, literature, and other materials generally accepted within the Unity movement and other materials consistent therewith.

Section 2. Affiliation. Friends of Unity shall be a vital part of the worldwide Unity movement and a member of the Association of Unity Churches International, d/b/a Unity Worldwide Ministries.

ARTICLE III - Office and Official Records

Section 1. Principal Office. The principal executive office of the corporation will be fixed by the Board of Trustees. Said office shall be in the County of Oakland, State of Michigan or at such other place within the State of Michigan 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.

Section 2. Official Records. Records of membership, finances, donation, corporate minutes, and other records required by law or as designated by the Board of Trustees shall be maintained at the principal

office of the corporation.

ARTICLE IV - Members

Section 1. Qualifications. A member of Friends of Unity will endeavor to live in accord with the Jesus Christ principles of love and truth as taught by Unity and further the work of this spiritual community through active interest, love, and support. Active members shall remain active in the spiritual community through participation in such activities as Sunday services, prayer, classes and the giving of time, treasure and talent during a membership year.

Section 2. Election of Members. Anyone desiring membership in Friends of Unity shall fulfill the requirements for membership in effect at the time membership is applied for. The application will be presented to the Board of Trustees at its next regular meeting. A majority vote of the trustees present and voting will be required for the applicant to become an active member. The applicant will be notified of the board's action by the Board Secretary. All staff ministers are considered members of this spiritual community.

Section 3. Classes of Members. There shall be two classes of members of this spiritual community, active and inactive. Active members have full membership rights and may participate and vote in any membership meeting.

A. Active Membership.

- 1. New Members.** Sixty (60) days after acceptance as a new member, each member shall have voting rights at all membership meetings up through and including the next regularly scheduled annual membership meeting after joining the church.
- 2. Existing Members.** To retain active membership rights, each member must indicate a desire to remain a member by completing and returning to the church a yearly membership renewal card or such other document as approved by the Board of Trustees. If no current membership renewal card or approved document is on file prior to the annual membership meeting, that person becomes inactive and cannot serve on the Board of Trustees or vote at any membership meeting.

B. Reinstatement of Inactive Membership.

- 1. Reinstatement within two years.** If a member who has become inactive wishes to return to active status within the first two years after becoming an inactive member, such a member who meets membership qualifications and fills out a yearly membership renewal card or document approved by the Board of Trustees shall be reinstated as an active member. In order to vote at a membership meeting such members must fulfill these requirements at least sixty (60) days before a membership meeting.
- 2. Reinstatement after two years.** If a member has been inactive for two years or more and desires to become an active member again, such a member must reapply for active membership in the same manner required of new members.

- C. Removal of Membership for Cause.** A member may be removed for cause by the Board of Trustees. Prior to any vote concerning removal, the member in question must be notified by certified mail at least ten (10) days prior to the Board of Trustees meeting of the changes that may lead to removal of membership and thereafter be given an opportunity for a hearing before the board. A 2/3rds vote shall be required for removal of membership.

Section 4. Powers of Active Members. Each active member of Friends of Unity shall have the following powers:

- A. To vote at any membership meeting at which the member is present;
- B. Serve on teams if selected;
- C. Speak in debate at any membership meeting according to the rules provided for debate;
- D. Offer suggestions to the minister(s) or Board of Trustees as may seem advisable for the good of this spiritual community;
- E. Observe meetings of the Board of Trustees (except for executive sessions);
- F. Inspect the records of the spiritual community (except for those records deemed confidential) at such times and places as established by the Board of Trustees; and
- G. Participate in all activities and programs of the spiritual community.
- H. Petition to hold a Special Membership Meeting, as provided for in Article V, Section 2.

ARTICLE V - Meetings

Section 1. Annual Meetings. There shall be one annual membership meeting each year.

A. Date and Location of Annual Meeting.

1. The annual membership meeting shall be held on the 3d Sunday in October, or on a date and at a time established by agreement between the senior minister or co-ministers and Board of Trustees.
2. The annual membership meeting shall be held at the principal executive office of the spiritual community, or at any other place as established by agreement between the senior minister or co-ministers and Board of Trustees. Members that are not physically present may attend, participate and vote at the annual membership meeting if the Board authorizes remote communication, meaning a method by which a member that is not physically present may communicate with other persons at the meeting and have access to materials necessary to participate or vote.

- B. Notice.** Written notice stating the date, time, and place of the annual meeting will be mailed to all active members at least thirty (30) days in advance of the meeting.

- C. Quorum.** The presence of at least ten (10) active members will constitute a quorum for the transaction of business at any annual membership meeting.
- D. Presiding Officer.** The President of the Board of Trustees shall serve as the presiding officer of the annual membership meeting.
- E. Participation.** The right to speak in debate, make motions, and vote during annual meetings shall be restricted to those active members present. The right of other persons to speak during membership meetings may be extended by a two-thirds (2/3) vote.
- F. Voting.** Unless otherwise provided in these bylaws, a majority vote, of the active members present and voting will be necessary for approval or disapproval of the action being voted upon. Proxy or absentee voting are not allowed.
- G. Power and Authority.** Annual membership meetings shall have the power and authority to do all of the following:
1. Elect members to the Board of Trustees;
 2. Approve proposed amendments to these bylaws;
 3. Approve by a two-thirds (2/3rds) vote any expenditure regarding the sale, pledge, or proposed financing of real property belonging to this spiritual community that exceeds twenty-five thousand dollars (\$25,000) or 25% of the previous year's income, which ever is greater;
 4. Elect a member and an alternate, to serve on the Nominating Team;
 5. Override any action of the Board of Trustees provided that notice of the action to be voted upon is submitted to all active members in writing ten (10) days prior to the meeting and is approved by a three-fourths (3/4ths) vote;
 6. Remove by a two-thirds (2/3rds) vote any or all trustee(s) from the Board of Trustees provided that notice of the action is submitted to all active members in writing ten (10) days prior to the meeting; and
 7. Vote on any matters officially brought to the attention of the membership.
- H. Prayer.** In any annual membership meeting, the Board President, minister(s), 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 President will provide a period of prayer and silence.

Section 2. Special Membership Meetings.

- A. Requesting Special Meetings.** Any time the affairs of this spiritual community warrant, a special membership meeting may be requested in writing by the senior minister or co-ministers; a majority vote of the entire number of trustees currently serving on the Board of Trustees; or a petition signed by the greater of (a) fifteen percent of the active membership or (b) fifteen active members, and submitted to the Board of Trustees.
- B. Calling Special Meetings.** Upon receiving proper request for a special membership meeting, the President of the Board of Trustees shall call the meeting on behalf of the requesting party within thirty (30) days of the receipt of the request. The location, notice, quorum, presiding officer,

participation, voting, and prayer provisions for special membership meetings shall be the same as those for annual meetings.

- C. Special Meeting Business.** Business conducted at a special meeting shall be limited to the pre-stated purpose(s) given in the meeting notice.

ARTICLE VI – Board of Trustees

Section 1. Membership. The Board of Trustees shall be composed of the senior minister or co-ministers and no fewer than four (4) other trustees elected from among the active membership of Friends of Unity at the annual membership meeting.

Section 2. Term of Office. Elected trustees will hold office for three years, or until their successors have been elected and assume office. Trustees elected at any annual membership meeting shall take office at the conclusion of the annual membership meeting at which they were elected. No elected trustee will serve more than two consecutive terms without an interval of one year between terms. Any person who serves on the board more than half of a term shall be credited with having served a full term.

Section 3. Prohibition of Service. The following persons are prohibited from serving on the Board of Trustees:

- A.** any Associate or Assistant Minister of this spiritual community;
- B.** relatives, significant others or household members of any board member or of any person listed in the preceding subparagraph A;
- C.** individuals receiving compensation from the spiritual community with the exception of the senior minister or co-ministers; or
- D.** relatives, significant others, or household members of any individual receiving compensation from the spiritual community.

Section 4. Board Meetings.

- A.** Regular meetings of the Board of Trustees will be held at the principal executive offices of this spiritual community on the third Thursday of each month, unless otherwise stated by the board.
- B.** Special meetings of the board will be called by the President of the Board if requested by the senior minister or co-ministers; if requested by two or more trustees; or if the President of the Board deems it necessary. Any request for a special board meeting shall be made in writing to the Board Secretary. All current board members, including the senior minister or co-ministers, shall be given notice of any special board meeting at least forty-eight (48) hours in advance of the meeting. The attendance of any member of the board at the special board meeting shall serve as a waiver of this notice requirement.

Section 5. Remote Communication. Trustees that are not physically present may attend, participate and vote at a board meeting if the board authorizes remote communication, meaning a method by which a trustee that is not physically present may communicate with other persons at the meeting and have access to materials necessary to participate or vote.

Section 6. Quorum. A majority of the total number of trustees currently serving shall constitute a quorum for the transaction of business.

Section 7. Minister(s) Attendance. The senior minister or co-ministers has/have the right to attend all board meetings, with the exception of those meetings or portions thereof that pertain to determinations of the minister's salary and/or review of the ministers work record.

Section 8. 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 an issue. Upon such request the President shall provide a period of prayer and silence.

Section 9. Duties and Responsibilities of the Board of Trustees. As representatives of the membership, the Board of Trustees shall:

- A. Uphold the spiritual purpose of this spiritual community as stated in Article II of these bylaws;
- B. Uphold the highest interests of the membership in conducting the business of this spiritual community;
- C. Be conversant with these bylaws and establish policies for the operation of this spiritual community;
- D. Be faithful in attendance at services as well as board and membership meetings of this spiritual community;
- E. Approve applicants for membership; and keep or cause to be kept an accurate record of active and inactive members;
- F. Select a minister(s) to lead this spiritual community, subject to ratification by a majority vote of the membership;
- G. Determine the business needs of this spiritual community and authorize payment of funds for those purposes;
- H. Approve the annual operating and capital budget and review the monthly actual performance relative to the budget;
- I. Administer, or cause to be administered, the real and personal property of this spiritual community;
- J. Monitor the financial assets of this spiritual community, including investments and the cash position;
- K. Make decisions regarding the sale, pledge, or proposed financing of real property belonging to this spiritual community provided that all decisions concerning the sale, pledge, or proposed financing

of real property exceeding twenty-five thousand dollars (\$25,000) or 25% of the previous year's income, which ever is greater shall be presented to the membership at a properly constituted membership meeting for final approval;

- L. Determine staff positions and authorize funds for their financial support;
- M. Cause to be prepared each year a complete financial statement with disclosures that will set forth the financial conditions and operations of the spiritual community;
- N. Provide members with quarterly financial reports (balance sheet and income statement);
- O. File all required federal and state tax forms; and keep, or cause to be kept, accurate records of contributions and gifts to the spiritual community in compliance with Internal Revenue Service regulations and acknowledge in writing such contributions in compliance with those regulations;
- P. Engage an independent accountant to conduct a review of the financial records of the Church annually;
- Q. Terminate the employment of a senior minister, the co-ministers, or an associate or assistant minister by a two-thirds (2/3rds) vote of total number of trustees currently serving, subject to ratification by a majority of the active members present and voting at an annual or special membership meeting;
- R. If the senior minister or the co-ministers position becomes vacant, the board shall notify Unity Worldwide Ministries within three (3) business days.
- S. Elect officers of the board and their successors to fill any unexpired term when necessary; and fill the unexpired term of any trustee in accordance with these Bylaws;
- T. Attend and actively participate in ongoing board education programs;
- U. Create such teams as needed to support the functions and responsibilities of the board;
- V. Consider other issues brought to their attention; and take such other actions as may be deemed necessary for the best interests of this spiritual community.

Section 10. Nomination and Election.

- A. **Qualifications.** To be eligible to be elected to the Board of Trustees, a person must be an active member of Friends of Unity. In addition candidates for election shall endeavor to live in accord with the Christ principles of love and truth as taught by Unity; work to further the purposes of this spiritual community through active participation, love, and support; be a sincere and continuing student of Unity always remaining conversant with its teachings and endeavoring to apply those teachings in all facets of life; and shall have demonstrated leadership capabilities. Leadership capabilities include but are not limited to sound judgment, impartiality, being open-minded and willing to accept and advocate for opinions different from their own, being a conceptual thinker, being able to see the big picture, and showing confidentiality. Leadership capabilities may be

evident from experience as a manager, strategic planning, financial or budgetary responsibilities, or a history of leading by example.

B. Nominating Team.

1. **Selection.** The Nominating Team shall consist of the senior minister (a non-voting member) , one (1) current board member, and two (2) active members selected in the following manner:
 - a. At the annual membership meeting, the membership shall select two (2) members to serve on the Nominating Team for the following year's election. In the event a person elected to serve becomes unavailable, the board shall elect a person from among the members who is not a current member of the board to fill the vacancy;
 - b. The board shall elect one of its trustees to serve on the Nominating Team;
 - c. The Nominating Team shall select the chair from among the two (2) congregant members;
2. **Nomination Procedure.**
 - a. The Nominating Team shall initiate a search for at least one (1) qualified candidate per opening for nomination as a member of the board of trustees. The report of the Nominating Team shall be sent to all members no later than thirty (30) days prior to the annual membership meeting.
 - b. Other Nominations. Any member wishing to nominate another member may do so by contacting the Nominating Team no later than fifteen (15) days in advance to the annual business meeting. Such nominees shall then be placed on the ballot, provided that the Nominating Team shall have confirmed the nominee's consent to be nominated.
 - c. Self-Nominations. Any member not nominated by the Nominating Team may submit their name to the board of trustees no later than 15 (fifteen) days prior to the annual membership meeting. Such nominees shall then be placed on the ballot.

C. Election Procedure.

1. The presiding officer of the annual membership meeting shall:
 - a. Read Article VI, Section 10A and 10D.2 of these bylaws;
 - b. Call upon the Chairperson of the Nominating Team to offer the Nominating Team's nominations; and
 - c. 3. Read the names of the candidates that were nominated pursuant to Article VI, Sections 10B.2b and 10B.2c.
2. The election shall be by written ballot. The result of the vote shall be announced to the annual meeting. The nominee receiving the highest number of votes will be elected to the longest available term; the candidate receiving the next highest number of votes will be elected to the next longest available term, and so on until all available positions are filled.

Section 11. Removal from Office by the Board of Trustees. Any trustee may resign at any time. In addition any trustee may be removed by the Board of Trustees due to unexcused absences from three successive regular board meetings or because of a failure to fulfill the duties of the office.

Section 12. Vacancies. Should a vacancy occur among the elected members of the Board of Trustees, the board may select a qualified replacement to fill the position. A majority vote shall be necessary for election. The term of service for any replacement shall expire on the date of the next annual meeting.

Section 13. Board of Trustees Officers. The officers of the Board of Trustees shall be a president, a vice president, a secretary, and a treasurer, and other officers as the board may decide. All officers will be selected in a manner determined by the board at the first board meeting after the annual meeting or at a special meeting called for the purpose of selecting officers. The term of office shall be one year or until successors are elected.

Section 14. Duties of Officers.

- A. President.** The president shall preside at all Board of Trustees meetings; preside at all membership meetings; create board teams and appoint the chairs of such teams with the advice of the board; serve as an ex officio member of all board teams except the Nominating Team; sign such papers and documents upon proper authorization as may be necessary; and be responsible for the planning of board orientation, retreats, and workshops.
- B. Vice President.** The vice president shall assist the president in the performance of that officer's duties; perform all the duties of the president of the board in the absence of the president; and succeed to the office of president in case the office of the president becomes vacant. In such a case, a new vice president will be elected from among the remaining trustees to fill the remainder of the unexpired term.
- C. Secretary.** The secretary shall keep, or cause to be kept, an accurate record of the minutes of all board and membership meetings; keep, or cause to be kept, all reports, contracts, other legal papers, and the meeting minute books which will be kept at the principal executive office of the spiritual community at all times or in such other depository as prescribed by the board; attend to all official business as directed by the board; keep or cause to be kept accurate active and inactive membership lists; and send or cause to be sent yearly membership renewal cards to all active or inactive members.
- D. Treasurer.** The treasurer shall pay out or cause to be paid out funds authorized by the board; keep, or cause to be kept, a record of all financial transactions; submit a monthly financial report at each regular board meeting; submit either current or the most recent quarterly financial reports the annual membership meeting; and account for, or cause to be accounted for by the appointment of qualified persons, all funds received being responsible to assure that they are deposited in accounts authorized by the board. When counting spiritual community funds there should be at least two (2) persons present.

ARTICLE VII – Ministers

Section 1. Minister(s).

A. Senior Minister or Co-ministers.

1. **Duties.** As the spiritual leader of this spiritual community, the senior minister or co-ministers shall:
 - a. Be responsible for the scheduling, conduct, and content of services, classes, and all other activities that further the purpose of this spiritual community
 - b. Be responsible for the hiring and termination of associate or assistant ministers;
 - c. Serve as voting member(s) of the Board of Trustees on all matters except their own employment, or that of their successor(s);
 - d. Create ministry teams related to these duties and appoint the chairs of such ministry teams;
 - e. Serve as ex officio members of all ministry teams.
2. **Selection.** The Board of Trustees shall select the senior minister or co-ministers, subject to ratification by a majority vote of the membership.
3. **Compensation.** The compensation of the senior minister or co-ministers employed by this spiritual community shall be set by the Board of Trustees.

B. Associate and/or Assistant Ministers. Associate and/or assistant minister(s) are ministers who function with less responsibility than the senior minister or co-ministers.

1. **Duties.** The associate and/or assistant minister(s) will perform the duties and fulfill the responsibilities assigned them by the senior or co-ministers.
2. **Compensation.** To the extent funded by the board, the compensation of the associate and/or assistant minister(s) shall be fixed by the senior minister or co-minister(s).

Section 2. Definitions.

- A. **Minister.** As used in these Bylaws, the person serving as Spiritual Leader of this spiritual community. This person may be a credentialed leader (such as a Licensed Unity Teacher, Associate Licensed Unity Teacher, Licensed Unity Minister or Ordained Unity Minister) or person serving under special dispensation of the Association of Unity Churches International d/b/a Unity Worldwide Ministries.
- B. **Senior Minister.** A minister who assumes the spiritual leadership role in a spiritual community. This leader works in conjunction with the Board of Trustees of the spiritual community, and is to oversee the teaching, preaching (lesson), worship services, healing, counseling, prayer, and fellowship activities of the spiritual community.
- C. **Co-Minister.** In shared partnership ministries, a minister who equally assumes the spiritual

leadership role with another co-minister in a spiritual community. These leaders work in conjunction with the Board of Trustees of the spiritual community, and oversee the teaching, preaching (lesson), worship services, healing, counseling, prayer, and fellowship activities of the spiritual community.

- D. Associate Minister.** A minister reporting to the Senior Minister, who determines the scope of the Associate Minister's responsibilities. The Associate Minister may be equal in ability, but functions with less responsibility than the Senior Minister.
- E. Assistant Minister.** A minister reporting to the Senior Minister, who determines the scope of the Assistant Minister's responsibilities. The skills and/or experience of the Assistant Minister may be less than those of the Senior Minister. The assistant may be placed in a specialized service area of the spiritual community.

ARTICLE VIII - Teams

Section 1. Ministry teams and Board teams. Teams may be created, and the chairs of such teams appointed, by the President of the Board or the senior minister or co-ministers for their respective areas of responsibility. The chair of each team shall select the members to serve on the team.

Section 2. Nominating Team. See Article VI, Section 10.B.

Section 3. Bylaws Team. At intervals of no greater than every five years, the Board shall form a team to review the bylaws and propose any amendments or revision.

ARTICLE IX - Dissolution

In the event that this corporation is dissolved, all property and funds remaining after the payment of the debts of the corporation will be delivered to the Association of Unity Churches International, a nonprofit corporation organized under the laws of the State of Georgia, for religious and educational purposes. Such funds or property will 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. The Association will make available according to its current policies and procedures, funds for the reestablishment of a Unity ministry, church or spiritual community in southern Oakland or western Wayne Counties, Michigan. Should the Association no longer exist, any assets remaining of this corporation after dissolution will be disposed of by a court of competent jurisdiction of the County in which the principal executive offices of the corporation are then located and shall be used exclusively for such purposes or distributed to such organization or organizations, as 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 X – Amendment of Bylaws

Any amendment(s) to or general revision of these bylaws may be adopted at any annual or special membership meeting provided that written notice setting forth the exact wording of such proposed

amendment(s) or general revision has been mailed to all active members at least ten (10) days prior to the meeting at which they will be considered. An affirmative vote of three-fourths (3/4ths) of the active members present and voting will be necessary to adopt any amendment(s) to or general revision of these bylaws.