

# **BYLAWS FOR UNITY CHURCH OF GEORGETOWN++**

## **ARTICLE I. IDENTIFICATION**

- 1.1 Name. The name of this ministry is Unity Church of Georgetown, a Texas nonprofit corporation.
- 1.2 Location. The principal office of the Church shall be fixed by the Board of Trustees. Said office shall be located in Williamson County in the State of Texas, as the Board of Trustees shall designate. The Church may also have offices at such other place or places as the Board of Trustees may from time to time designate.
- 1.3 Registered Agent. The registered agent shall be determined by the Board of Trustees from time to time.

## **ARTICLE II. PURPOSES**

- 2.1 Statement of Purpose. The purpose of Unity Church of Georgetown is to teach and model universal principles of Truth as taught and demonstrated by Jesus Christ and interpreted by Unity. In accomplishing this purpose, Unity Church of Georgetown shall endeavor to conduct services of worship, provide classes of instruction, and demonstrate these principles of Truth to establish and further a Church where seekers of God from all faiths may join together in worship and spiritual community. In addition, this Church will adopt other means that, in the judgment of the Senior Minister/Credentialed Leader, will expand the blessings of these principles among people everywhere.
- 2.2 Teaching. The principles of practical Christianity shall be taught through this ministry using methods, textbooks, literature, and other materials generally accepted within the Unity movement, and other materials consistent therewith.
- 2.3 Affiliation. Unity Church of Georgetown is a member of the Association of Unity Churches International d/b/a Unity Worldwide Ministries and acknowledges and affirms itself to be a Unity church, teaching Truth principles as interpreted within the Unity movement as understood by the Unity Church of Georgetown.

## **ARTICLE III. DEFINITIONS**

- 3.1 "Board" shall mean the Board of Trustees.
- 3.2 "Church" shall mean Unity Church of Georgetown.

- 3.3 "Registered Agent" shall mean that name filed with the Office of the Secretary of State of Texas in the Certificate of Formation of Nonprofit Corporation.
- 3.4 "Senior Minister" shall mean the minister or ministers who have been duly selected by the Board to hold such position. Throughout these bylaws, "Minister" shall be used in the singular noun form for ease of reference. If more than one Minister exists, each Minister is presumed to have all of the powers and duties conferred on such position in these bylaws, unless these bylaws specifically state otherwise.
- 3.5 "Credentialed Leader" shall mean a Licensed Unity Teacher, an Associate Licensed Unity Minister, a Licensed Unity Minister, an Ordained Unity Minister, or a spiritual leader under special dispensation recognized and approved in writing by the Director of Ministry of the Association of Unity Churches International d/b/a Unity Worldwide Ministries.

#### **ARTICLE IV. MEMBERSHIP**

- 4.1 Application and Requirements for Membership. Anyone desiring membership in Unity Church of Georgetown must attend a new member class and submit a completed membership form.
- 4.2. Members. Members of this ministry shall have full membership rights and may participate and vote in any membership meeting. After acceptance as a new or transferring member, each member shall have voting rights at all membership meetings.
- 4.3 Continuing Membership Qualifications. A member shall endeavor to live in accordance with the principles of love and truth as taught by Unity. Each member shall further the work of the ministry through their active interest, love, and support. A member shall remain active in the Church through their participation in such activities as Sunday services, prayer, classes, and their giving of time, treasure and talent during a fiscal year.
- 4.4 Change in Membership Status. The Board shall establish a policy for removal of persons from the membership rolls. However, the person shall be notified by written notice by postal mail to the address of record, or by confirmed email and will have thirty days to respond and provide the church with reasonable cause as to why they should continue to be considered an active member.
- 4.5 Powers. Members shall have the power to do the following:
- a. Vote at any membership meeting at which the member is present or by absentee ballot as provided for in these bylaws as specified in Article 4.6 F.
  - b. Vote for nominees to the Board.
  - c. Amend or revise the bylaws of this Church as specified in Section 12.1.

- d. Vote on any individual capital expenditure which exceeds that authorized for the Board in accordance with Section 9.1. A two-thirds affirmative vote of those members present and voting (or voting with absentee ballots) shall be required for approval of such expenditures.
- e. Nominate and vote for members and an alternate to serve on the Nominating Team.
- f. Petition for a special membership meeting in accordance with Section 4.5(b)3.
- g. Vote for the removal of any Board Member.
- h. Vote on any matters officially presented to the membership.
- i. Offer suggestions to the Senior Minister/Credentialed Leader ~~or~~ and the Board as may seem advisable for the good of the ministry.
- j. Inspect the minutes, the income and expense statements and balance sheet approved by the Board at the Church office during normal hours of operation.

#### 4.6 Meetings.

- a. Annual Meeting. The annual membership meeting of the Church shall be held at its principal office on one of the first three Sundays in November at the time of day designated by the Senior Minister/Credentialed Leader and the Board.
- b. Special Meeting. Any time the affairs of the Church warrant, a special meeting of the membership may be called by:
  - 1. The Senior Minister/Credentialed Leader;
  - 2. A majority of the Board; or
  - 3. A petition signed by ten percent of the membership, which petition shall state the purpose(s) of such meeting. The petition must be submitted to the Board with a written request for the Board to call the special meeting, and the Board shall conduct such meeting within forty-five days of the request.
- c. Notice. Written notice stating the date, time, place, and purpose of the meeting shall be provided to members during Church services on the two consecutive Sundays before the date on which the membership meeting is to take place. Additional notice shall be provided by mail and/or through electronic means. In the case of a special meeting, business conducted at the special meeting shall be limited to the pre-state purpose(s) set forth in the formal notice.
- d. Quorum. Those members present and voting at a membership meeting 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 members in attendance. Participation of non-members in discussion of business must be approved by a two-thirds majority vote of the members in attendance.
- f. Voting. Unless otherwise provided in these bylaws, the vote of a majority of the members present and voting, and voting by absentee ballot, shall be necessary for approval or disapproval of the action being voted upon. Members unable to be present at an annual membership meeting may vote by absentee ballot upon application to the Church office in advance of the meeting date. Absentee ballots must be returned prior to the meeting. Absentee ballots will not be accepted at special membership meetings. Proxy votes are not allowed at any meeting.
- g. Prayer. In any membership meeting, the presiding officer, the Senior Minister/Credentialed Leader, 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 presiding officer shall provide a period of prayer and silence.

## **ARTICLE V. BOARD OF TRUSTEES**

- 5.1 Structure. The Board of Trustees shall consist of the Senior Minister/Credentialed Leader and six members elected from the membership of the Church. Each elected Board member shall hold office for three years or until a successor is duly elected. The terms of at least two elected Board members shall expire annually and their positions shall be filled by vote at the annual membership meeting. No elected Board member shall serve more than two consecutive terms. Any person who serves on the Board more than half of a term shall be credited with having served a full term. An elected Board member who has served two consecutive terms shall be eligible to be re-elected or appointed to the Board, provided at least twelve months have expired since the end of their last term served. Only one Minister/Credentialed Leader may serve on the Board at the same time.
- 5.2 Qualifications and Limitations.
  - a. Qualifications. Any person elected to the Board of Trustees must be a member of the Church and someone who:
    - 1. Endeavors to live in accordance with principles of love and truth as taught by Unity.
    - 2. Desires to serve on the Board.
    - 3. Has demonstrated leadership capabilities which are not based solely on business success or financial resources. Examples of leadership capabilities include, but are not limited to, managerial experience, financial and budgetary responsibilities,

strategic planning, excellent communications skills, sound judgment, confidentiality, impartiality, and a history of leading by example.

4. Furthers the work of this ministry through his or her active participation, love, and support.
  5. Is a sincere and continuing student of Unity, conversant with its' teachings.
  6. Is not otherwise disqualified by these bylaws from serving on the Board.
- b. Limitations. An elected Board member may not be the spouse, parent, child, or significant other of any member of the Board.

### 5.3 Election.

- a. Nominating Team. A nominating team shall be formed at least 2 months prior to the annual membership meeting and shall initiate a search for qualified candidates to fill expiring terms on the Board of Trustees. The Nominating Team shall consist of the Senior Minister/Credentialed Leader and three members selected in the following manner:
  1. At the annual membership meeting, the membership shall elect two of its members and an alternate (who shall have received the third highest number of votes), to serve on the Nominating Team for the next year's election. Members of the nominating team are required to attend Sunday services on a regular basis and to respond promptly to emails, phone calls, or other attempted communications by the Board or other members of the Nominating Team. In the event that the persons so elected are not able to meet these requirements or in any other way unavailable to serve on the Nominating Team, the Board shall select a person from the membership (other than a current Board member) to fill the vacancy.
  2. The Board shall select one of its members.
  3. The Senior Minister/Credentialed Leader and the above three Nominating Team members shall select the Nominating Team member from the membership. The Nominating Team shall select its own chairperson from those members of the Nominating Team other than the Senior Minister/Credentialed Leader.
- b. Nominating Procedure. All nominees for Board service, no matter how nominated, must qualify in accordance with the qualifications set forth in these bylaws. As the presiding officer of the annual membership meeting, the President of the Board of Trustees shall:

1. Read or refer to the qualifications required for nomination to the Board as stated in these bylaws just prior to the call for nominations.
2. Call upon the chairperson of the Nominating Team to present the team's nominations.
- c. Voting. When there is only one nominee for each Trustee position before the membership, the election may be conducted by voice vote. Written ballots are required if there are more nominees than there are open positions. The nominees receiving the most votes will fill the open positions with the longest remaining terms, in order of vote count.

#### 5.4 Vacancy/Replacement.

- a. Vacancy. A Board position may be vacated by any of the following means:
  1. The resignation or death of the Board member.
  2. The Board voting for the removal of a Board member due to unexcused absences from three (3) regular Board meetings within a six-month (6 month) period. Absences may be excused by the Board upon written request.
  3. The membership voting for removal of a Board member because of failure to fulfill the duties of the office as specified in these bylaws.
- b. Replacement. Should a vacancy occur on the Board, the Board shall fill the vacancy by appointment within three months of the vacancy. Only persons meeting the qualifications specified in these bylaws may be considered for a replacement. The appointment shall be confirmed by the membership at the next annual meeting.

5.5 Prayer. In addition to adhering to the normal procedures set forth in these bylaws, it is important that the spiritual principles taught by Unity be utilized in the handling of decisions before the Board. During the discussion of an item of business, any Board member may request time for prayer about the issue. Upon request, the chair shall provide a period of prayer and silence.

5.6 Duties. As representatives of the membership, the Board shall perform the duties set forth in these bylaws and shall:

- a. Uphold the spiritual purpose of this ministry. Support the Senior Minister/Credentialed Leader by directing, counseling, and praying for and with that person.
- b. Uphold the highest interest of the membership in conducting the business of this ministry.

- c. Be conversant with these bylaws and establish such Board policies as it deems appropriate in fulfilling the responsibilities under these bylaws.
  - d. Determine the business needs of this ministry and authorize payment of monies for these purposes, within the limitations of Section 9.1.
  - e. Approve the annual operating and capital budget and review the monthly actual financial performance relative to the budget.
  - f. Be faithful in attendance at services and Board and membership meetings of the Church.
  - g. Each year cause to be prepared a complete financial statement with disclosures which will set forth the fiscal conditions and operations of the ministry.
  - h. Receive members into the Church.
  - i. Act to fill the unexpired term of any Board member in accordance with these bylaws.
  - j. Elect officers of the Board, and their successors to fill any unexpired term when necessary.
  - k. Attend and actively participate in ongoing Board education programs.
  - l. Keep or cause to be kept an accurate record of membership.
  - m. Consider and, when necessary, perform other duties brought to the attention of the Board by the Senior Minister/Credentialed Leader or other Board members.
  - n. Administer the real and personal property of the Church.
- 5.7 Compensation. Upon approval of two-thirds of the Board, an elected Board member, and/or the Board member's spouse, significant other, parent or child may receive reasonable compensation for services rendered to the Church. An elected Board member who receives compensation in this manner (either directly or indirectly through a loved one) must disclose his/her interest to the Board and recuse him/herself from the vote to authorize said payments. The action of the Board shall be recorded in the minutes.
- 5.8 Selection/Termination of Senior Minister/Credentialed Leader. It is the responsibility of the elected members of the Board to select and employ a Senior Minister/Credentialed Leader by a two-thirds majority vote. Similarly, a two-thirds majority vote of the elected members of the Board is required to terminate the employment of a Senior Minister/Credentialed Leader.
- 5.9 Meetings and Quorum.

- a. Regular Board Meetings. The regular business meetings of the Board shall be held at a location and at dates and times called by the President, 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 Senior Minister/Credentialed Leader.
  - 2. By the request of two or more of the Board members.
  - 3. As the President deems necessary.

The request shall be filed with the Board Secretary. Reasonable effort must be made to notify all Trustees of any special meeting at least five days prior to the meeting.

- c. Quorum. Four Board members shall constitute a quorum for the transaction of business.
- d. Senior Minister/Credentialed Leader. The Senior Minister/Credentialed Leader has the right to be notified and to attend all regular or special meetings of the Board, and to vote on all matters, except that of his or her own employment, or that of his or her successor; or any other matter proscribed in these bylaws. The Senior Minister/Credentialed Leader shall serve as an ex-officio member on all teams consistent with these bylaws. The Senior Minister/Credentialed Leader has the right to attend all Board meetings, with the exception of those meetings or portions thereof that pertain to determinations of the Senior Minister's/Credentialed Leader's salary and/or review of the Senior Minister's/Credentialed Leader's work record.

5.10 ~~Trustee~~ Presumption of Assent. A Board member who is present at a meeting of the Board at which action on any church matter is taken shall be deemed to have assented to that action unless his or her dissent shall be entered into the minutes of the meeting or unless he or she shall file a written dissent to such action with the person acting as Secretary of the meeting prior to the adjournment thereof.

## ARTICLE VI. OFFICERS

- 6.1 Structure. Board Officers 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. The Senior Minister/Credentialed Leader is ineligible to hold an officer position.
- 6.2 President. The President shall:

- a. Preside at all Board meetings.
- b. Preside at all membership meetings.
- c. Appoint teams in accordance with these bylaws.
- d. Serve as an ex-officio member on all teams, except the Nominating Team.
- e. Sign such papers and documents, upon proper authorization, as may be necessary or appropriate.
- f. Be responsible for the planning of Board orientation, retreats and workshops.
- g. Delegate other tasks and duties to other Board members as necessary.

6.3 Vice-President. The Vice-President shall:

- a. Perform all the duties of the President in the absence of the President.
- b. Become President in the event the office of the presidency becomes vacant. In such a case, a new Vice-President shall be elected from among the remaining Board members to fill the remainder of the term.

6.4 Secretary. The Secretary shall:

- a. Keep, or cause to be kept, an accurate record of the minutes of all Board and membership meetings.
- b. Keep, or cause to be kept, all records, contracts, other legal papers, minute books, and the corporate seal, which items shall be kept in a depository as prescribed by the Board.
- c. Attend to all official business required by the Board.

6.5 Treasurer. The Treasurer shall, in conjunction with the Senior Minister/Credentialed Leader:

- a. Serve as a member of the Budget and Finance Team.
- b. Keep, or cause to be kept, a record of all financial transactions, and submit a monthly financial report at each regular Board meeting.
- c. Cause to be submitted a financial report, covering the last complete fiscal period, at the annual membership meeting.
- d. Count, or cause to be counted by at least two qualified persons (not related by marriage or partnership) all funds received, and be responsible for their deposit.

## **ARTICLE VII. BOARD TEAMS**

- 7.1 Formation. Unless otherwise provided by these bylaws, the President of the Board may appoint and charge teams for any specific purpose, conditioned upon the Senior Minister's/Credentialed Leader's approval and ratification by the Board. Both the President and the Senior Minister/Credentialed Leader shall serve as ex-officio members of any team formed under this section. Unless otherwise provided in the team's charge, the team shall cease to exist at the end of the next annual membership meeting.
- 7.2 Budget and Finance Team.
- a. Structure. The Budget and Finance Team shall be a standing team to the Board. After the annual membership meeting, the newly-selected President shall appoint the newly-elected Treasurer and at least three other individuals to serve on the Budget and Finance Team. Budget and Finance Team members shall be appointed (or re-appointed) from the Church membership, and Board members shall be eligible for appointment (except the President and Senior Minister, who serve as ex-officio members). The Budget and Finance Team shall select a chairperson to preside over its meetings.
  - b. Duties. The duties of the Budget and Finance Team shall include, but not be limited to:
    - 1. Reviewing financial statements of the Church at least twice a year, and more often if deemed necessary by the Finance committee chairperson or board treasurer.
    - 2. Preparing recommendations on the annual budget for the Board.
    - 3. Reviewing and recommending the annual financial report to the Board.
    - 4. Submitting recommendations to the Board on financial policy and financial administration.
- 7.3 Nominating Team. See 5.3(a).

## **ARTICLE VIII. MINISTER/CREDENTIALED LEADER**

- 8.1 Senior Minister/Credentialed Leader.
- a. Employment. The Board shall select one Senior Minister/Credentialed Leader as the spiritual and administrative leader(s) of the Church, and the Senior Minister/Credentialed Leader shall automatically be deemed a member(s) of the Church.
  - b. Contract. The terms and conditions of the Senior Minister's/Credentialed Leader's employment, including compensation and provisions for resignation or discharge, shall

be reduced to a written contract. This contract shall be reviewed by the Board and the Senior Minister/Credentialed Leader semiannually during the first year of the Senior Minister's/Credentialed Leader's service and annually thereafter. Terms of this contract may be renegotiated at these times; however, the Senior Minister/Credentialed Leader shall not vote as a member of the Board on these matters.

- c. Duties. As spiritual leader, the Senior Minister/Credentialed Leader shall have the independence to determine the spiritual direction of this ministry in accordance with the purposes set forth in these bylaws. As administrative leader, the Senior Minister/Credentialed Leader shall manage, supervise and direct the daily operations of the Church within the authority established by these bylaws and as delegated by the Board. Such duties shall include, but not be limited to, the scheduling, conduct, and content of services, classes, and all other activities that further the purpose of this ministry.
- d. Voting. The Senior Minister/Credentialed Leader shall be a voting member of the Board in all matters except that of his/her own employment or that of his/her successor, or any other matter proscribed in these bylaws.

## 8.2 Associate Minister/Associate Credentialed Leader(s).

- a. Employment. The Senior Minister may appoint one or more Credentialed Leader(s) as Associate Minister(s) /Associate Credentialed Leader(s). An Associate Minister's/Associate Credentialed Leader's compensation shall be fixed by written agreement between the Associate Minister/Associate Credentialed Leader and the Senior Minister, and such agreement shall be subject to ratification by the Board. An Associate Minister/Associate Credentialed Leader shall be deemed a member of the Church.
- b. Duties. An Associate Minister/Associate Credentialed Leader shall undertake such duties and responsibilities as assigned by the Senior Minister and shall be responsible to the Senior Minister.

## **ARTICLE IX. ACCOUNTABILITY AND FISCAL REQUIREMENTS**

- 9.1 Contracts/Expenditures. The Board may authorize the Senior Minister/Credentialed Leader or other officer or agent to enter into contracts or expend funds up to \$25,000 for non-capital expenditures for individual items which are not in the approved annual budget. The Board may authorize an individual non-capital expenditure of up to \$75,000 for an item not approved in the annual budget. A capital expenditure may be authorized by the Board not to exceed \$100,000.

- 9.2 Corporate Records. Official records, including but not limited to membership, finances, donations, and minutes, shall be maintained and shall be made available to the Board and Senior Minister/Credentialed Leader at all times.
- 9.3 Fidelity Bond. At the Church's expense, fidelity bonds may be secured for the Treasurer, Senior Minister/Credentialed Leader, and any other officers or agents as determined by the Board.
- 9.4 Fiscal Year. The fiscal year for the Church shall be the calendar year.
- 9.5 Investments. Funds of the Church may be invested in a manner and for such purposes as authorized by the Board. Such action will require a two-thirds (2/3) majority vote of the Board.
- 9.6 Property. The Board shall administer, or cause to be administered, the property of the Church, both real and personal.
- 9.7 Seal. The Church may have a seal of such design as the Board may adopt.
- 9.8 Staff. As recommended by the Senior Minister/Credentialed Leader, the Board may authorize the employment of all staff and personnel within the approved budget.
- 9.9 Tax Reporting. The Board shall keep, or cause to be kept, accurate records of contributions and gifts to the Church in compliance with Internal Revenue Service regulations and acknowledge in writing such contributions in compliance with those regulations.

#### **ARTICLE X. PARLIAMENTARY AUTHORITY**

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

#### **ARTICLE XI. DISSOLUTION**

- 11.1 Dissolution. In the event of dissolution, all assets remaining after payment of liabilities shall be distributed first in accordance with any directives or guidelines promulgated by the Association of Unity Churches International d/b/a Unity Worldwide Ministries (p.o. Box 610, 401 SW Oldham Parkway, Suite 210, Lee's Summit, Missouri 64081), and second as may be determined by the Board; provided, however, that any such recipient organization or organizations shall at that time qualify as exempt from taxation under the provisions of section 501(a) of the Internal Revenue Code of 1986, as an organization described in

section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent law. In the event that, upon the dissolution of the Church, the Board of Trustees shall fail to act in the manner herein provided within a reasonable period of time, a court of competent jurisdiction in the county in which the principal office of the Church is located shall make such distribution as herein provided upon the application of one or more persons having a real interest in the Church or its assets.

## **ARTICLE XII. AMENDMENTS**

- 12.1 Procedure. When proposed by the Board, these bylaws may be amended or revised by the members at a legally constituted membership meeting, and written notice must be given to the members as provided in these bylaws. In addition, the actual proposed amendments or revision shall be made available to the members at least fourteen days before the membership meeting by employing at least two means of publication (e.g., posting inside Church building, bulletin insert, Church website, etc.), and copies shall be provided to any member upon request. An affirmative vote of two-thirds of the members present and voting shall be necessary to pass any amendment or revision to these bylaws.
- 12.2 Review. At a minimum of every five years, the Board shall form a team to review the bylaws and propose any amendments or revision.

ADOPTED THIS 16<sup>TH</sup> DAY OF NOVEMBER, 2014

ATTEST:

Gwendolyn O'Neill  
Secretary of the Board