Unity Church in Albany Bylaws
21 King Ave., Albany, New York
Adopted March 3, 2024

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ARTICLE I Identification

Section 1.1 Name
The name of this corporation shall be UNITY CHURCH IN ALBANY, a New York Corporation.

Section 1.2 Statement of Purpose
The purpose of Unity Church in Albany, a New York Corporation, is to teach the universal principles of Truth (Christ Consciousness), as taught and demonstrated by Jesus Christ and interpreted by Unity 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 Unity Worldwide Ministries [UWM].

Section 1.3 Accomplishment of Purpose
In the accomplishment of this purpose, Unity Church in Albany shall endeavor to conduct services of worship and classes of instruction, 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 1.4 Affiliation and Relationship to Unity Worldwide Ministries (UWM)
Unity Church in Albany shall be a vital part of the worldwide Unity movement and a member of the UWM. Any member of this ministry may call upon the resources and support of the UWM through its senior minister or co-ministers, Board of Trustees, staff, or through direct communication with the UWM.

In the spirit of cooperation, the operation and conduct of this ministry shall comply with the regulations and policies of the UWM as outlined in the UWM Bylaws, insofar as they do not conflict with the laws of the State of New York.

A. Participation. This ministry may have its voice heard and its wishes expressed in the membership meetings of the UWM, and its members may participate in workshops, seminars, and classes designed to encourage and foster their spiritual development and that of the ministry.

B. Resources. This ministry can benefit from its membership in the UWM and its corresponding region through direct support, materials, and coaching regarding organization, finances, music, adult and youth education, church growth programs, ethics compliance, and other topics related to church function.

C. Leadership. This Church shall have as its Spiritual Leader an ordained Unity Minister, a licensed Unity Minister, or a licensed Unity teacher working under dispensation from UWM.

D. Teaching. As a representative of this Church, the Minister shall teach Unity's Truth Principles, the Fillmores' teachings and principles of practical Christianity using methods, textbooks, literature, and other materials approved by UWM.

E. Identifying Information. The ministry shall comply with all requests for identifying information from UWM, including but not limited to:

1. A copy of the Articles of Incorporation
2. Copies of ministry bylaws shall be sent whenever updated.
3. A copy of the deed to properties owned by the ministry.
4. Copy of the completed Form SS-4, Application for Employer Identification Number, once it has been returned by the IRS to the ministry.
5. Copy of the Form 8822-B, Change of Address or Responsible Party – Business Form that the IRS requests.

F. Reports. The Minister shall make annual reports to *UWM as required.*

G. Autonomy UWM shall in no way intrude upon the internal affairs of Unity Church in Albany, except upon request of the Minister, Board of Trustees, or the Membership, as cited in Article II, Section 2.4.E [Powers of Active Members].

Section 1.5 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 Albany, state of New York, as the Board of Trustees hereafter shall designate. The corporation may also have offices at such other places, as the Board of Trustees from time to time may designate.

Section 1.6 Official Records
Records of membership, finances, donations, 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. Confidential documents are available only for use by the minister(s), board members, or designated professional staff. Other documents are available to active members upon request.

ARTICLE II Membership

Section 2.1 Membership Requirement
A member of Unity Church in Albany shall be 18 years of age or older who embrace Jesus Christ/ Christ Consciousness principles of love and truth as taught by Unity. He/she will further the work of this Ministry through his/her active interest, love and support. Any age exceptions will be prayerfully discerned by the Board of Trustees. To officially become a member of this Church, he or she shall follow the application process described in Section 2.2.

Section 2.2 Acceptance of Members

A. Application Process
Anyone desiring Membership in Unity Church in Albany shall meet the criteria established by the Board of Trustees and shall submit a written "Application for Membership" form to the Board of Trustees for approval.

B. Members of other Unity Churches
Any member from another Unity Church is eligible for membership upon verification and approval by the Board of Trustees.

C. Spiritual Leaders

Any Unity minister and/or licensed Unity teacher serving this Church is eligible for membership upon consultation and approval by the Minister.

Section 2.3 Terms of Membership

A. Membership

Once approved, a person shall hold Membership until voluntarily relinquished or until such time as their Membership status comes into question by the Board of Trustees.

B. Active Membership

To retain active membership rights, members must indicate their desire to remain members by completing and returning to the church an Active Membership Renewal Card or such other document approved by the Board of Trustees. This occurs every two years. 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 nor vote at any Membership meeting.

C. Discontinuation of Membership

When a member no longer wishes to continue holding membership at the Unity Church in Albany, he or she shall notify the Minister or the President of the Board of Trustees.

D. Removal of Membership

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 fifteen (15) 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 two-thirds (2/3) vote, including agreement by the Senior Minister or co-minster, shall be required for removal of membership.

E. Reinstatement of Membership

Prior members that voluntarily relinquished their membership or whose membership status became inactive can be reinstated as active members of the Unity Church in Albany. They shall fill out a membership renewal document approved by the Board of Trustees. They shall be reinstated as a member upon verification by the Board of Trustees.

Section 2.4 Powers of Active Members

Active members of Unity Church in Albany 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 2.5 [Meetings and Quorum]. Only Active Members of this Church, eighteen (18) years of age or older, shall have the power to vote at any Membership meeting. New members have voting rights at all Membership meetings up through, and including, the next regularly scheduled Annual Membership meeting after joining the church.
- **B.** Call a special Membership meeting when the affairs of this Ministry warrant such action. Refer to Section 2.5.B [Meetings and Quorum - Special Membership Meetings].
- **C.** Offer suggestions to the Minister, other members of the ministry team, and members of the Board of Trustees, as may seem advisable for the good of this Ministry.

D. Contact the UWM regional representative or the UWM directly for guidance, support, or information on available resources.

E. Any ten (10) members may request Conflict Transformation Assistance (CTA) by notifying the President of UWM in writing with copies to the Board of Trustees and Minister. Upon receipt of a request for CTA from ten or more members to the President or designee of UWM, a CTA representative shall confer with the Minister, the Board of Trustees, and/or regional representatives to evaluate whether further action is required.

F. Serve and vote on ministry committees and teams, speak in debate at any membership meeting according to the rules provided for debate.

G. Participate in all activities and programs of the ministry.

Section 2.5 Meetings and Quorum

A. Annual Membership Meeting

The annual membership meeting of the Unity Church in Albany shall be held at its official headquarters on the first Sunday in March, at the time of day designated by the Board of Trustees. If on that day the Church is closed due to inclement weather, the alternative meeting day will be the next available Sunday.

B. Special Membership Meetings

Any time the affairs of this Ministry warrant a special meeting, the meeting may be called by:

1. The Minister,
2. A majority of the Board of Trustees, or
3. A member submitting a petition having been signed by ten percent (10%) of the active membership; a written request must be submitted to the Board who shall, within fifteen (15) days, call the meeting on behalf of the requesting party.
   The purpose(s) for the special meeting shall be stated by both written request and written notice to the active membership. In the case of a special membership meeting called by written petition, the written notice of the meeting to the active membership shall faithfully reflect (restate, reproduce) the purpose(s) of the special meeting stated in the petition. 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 of the annual meeting will be sent to all active members at least ten (10) days before any Membership meeting.

D. Quorum

For the conduct of business during a Membership meeting called pursuant to the notice provisions of Section 2.5.C [Written Notice] the minimum required number of members, present and voting, that constitutes a quorum is fifteen percent (15%) of Active Members.

E. Presiding Officer.

The President of the Board of Trustees shall serve as the presiding officer of the annual membership meeting.

F. Participation

Attendance at a Membership meeting shall not be restricted to members only, but only active members may vote.

G. Voting

1. Unless otherwise provided herein, the vote of a majority of the active members present shall be necessary for approval or disapproval of the action being voted upon. Refer to

Section 2.3 [Terms of Membership] and Section 2.4 [Powers of Active Members]. Proxy votes are not allowed.

2. A provision will be made for attendance via an electronic means such as videoconferencing for those who are absent. Active members will be allowed to vote using this methodology.
3. Absentee Voting is allowed as follows:
   a) Absentee voting must occur by paper ballot sent through the US Post Office.
   b) Absentee voting may occur within two weeks prior to the Membership meeting. To be counted, ballots must be received no later than 1 day prior to the day of the election. Ballots received after this day will be disqualified.
   c) All ballots--absentee and those casted in person--will be counted together on the day of the election.

H. 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 as specified in Section 4.2 [Board of Trustees – Election];
2. Approve proposed amendments to these bylaws, refer to Section 9.1 [Bylaws Amendments – Procedure];
3. Approve by a two-thirds (2/3rds) vote of active members present, any expenditure, or any expenditure regarding the sale, pledge, or proposed financing of real property belonging to this ministry that exceeds thirty thousand dollars ($30,000) or 10% of the annual operating budget, whichever is greater;
4. Elect a member and an alternate, to serve on the Nominating Ministry Team, refer to Section 4.2 [Board of Trustees - Election];
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 two-thirds (2/3rds) vote of active members present;
6. Remove by a two-thirds (2/3rds) vote of active members present any or all trustee(s) from the Board of Trustees, in accordance with Section 4.3 [Board of trustees – Vacancy and Replacement]; and
7. Vote on any matters officially brought to the attention of the membership.

I. Prayer for Discernment

In any membership meeting, the Board President, Minister, or any Member may request that action on any item of business be temporarily halted while the Membership enters into a time of prayer on the issue. Upon such request, the President shall provide a period of prayer and silence.

ARTICLE III Administration and Ministers

Section 3.1 Administration

The government of Unity Church in Albany shall be vested in the Minister, as the Administrative Director, and the Board of Trustees.

Section 3.2 Senior Minister(s)

As the spiritual leader(s), the Minister, or co-Minister, shall be an ordained Unity Minister.

A. Duties

The Minister, or Co-Ministers, 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 1.2 [Identification – Statement of Purpose]. In the event that co-ministers cannot agree on a matter of substance, they shall bring the issue to the Board. As administrative director(s), the Minister(s) shall be:

1. Responsible for the complete functioning of this Ministry, including the hiring and termination of all employees. Refer to Section 4.1.D [Board of Trustees – Duties].
2. Voting member of the Board of Trustees on all matters except his/her own employment, or that of successor. The office of "Minister" holds only one vote within the Board of Trustees. In case there were two co-ministers, both of them can attend Board of Trustees meetings, but only one of them shall exercise the voting right of the office. Both shall come to an agreement on how to exercise this right.
3. Enroll or cause to enroll, in consultation with the President of the Board, Ministry Teams in accordance with Section 5.1 [Ministry Teams – Formation].
4. A member of all Ministry Teams. Refer to Section 5.1 [Ministry Teams – Formation].
5. Responsible for seeing UWM's assistance in the event of a dispute adversely affecting the Ministry.

B. Vacancy

The position of Minister may be vacated by any of the following actions:

1. Resignation, or
2. Removal because of failure to fulfill the duties of the position as specified in Section 3.2.A [Senior Minister(s) - Duties], after complying with Section 4.1.G [Termination of Employment of Minister].

C. Compensation

The compensation of the Minister(s) shall be fixed annually by contract between the Minister and the Board of Trustees.

Section 3.3. Associate Minister

In ministries with more than one minister, the skills and/or experience of the Associate Minister may be less than those of the Senior Minister. The Associate Minister(s) will be an ordained Unity minister.

A. Duties

The associate minister(s) will perform the duties and fulfill the responsibilities assigned to them by the senior or co-ministers.

B. Compensation

To the extent funded by the Board, the compensation of the associate minister shall be fixed by the senior minister.

Section 3.4. Assistant Minister

In ministries with more than one minister, the skills and/or experience of the Assistant Minister may be less than those of the Senior Minister. The Assistant Minister will be duly licensed and ordained minister from an organization that is in alignment with Unity principles and teachings.

A. Duties

The assistant minister will perform the duties and fulfill the responsibilities assigned them by the senior minister.

B. Compensation

To the extent funded by the Board, the compensation of the assistant minister(s) shall be fixed by the senior minister or co-ministers.

ARTICLE IV Board of Trustees

Section 4.1 Members

A. Structure

The Board of Trustees shall consist of the Senior Minister or co-Ministers, six (6) Trustees, and an Alternate Trustee elected from the Active Membership of Unity Church in Albany. Each elected Trustee, with the exception of the Alternate, shall hold office for three (3) years, or until a successor is duly elected.

No active Licensed Unity Teacher, individual receiving compensation from the Ministry (with the exception of the Minister) or the significant other of an individual receiving compensation from the Ministry may serve on the Board of Trustees. Further, no Board member shall be a relative of, or significant other of another Board member.

B. Term of Office

The term of two (2) elected Trustees shall expire annually and their offices shall be filled at the Annual Membership Meeting in accordance with Section 4.2 [Board of Trustees – Election] Elected trustees will hold office for three years, unless they are replacing a trustee, in which case they will serve for the remainder of the term of the trustee they are replacing. No elected Trustee shall serve more than two (2) consecutive terms of three (3) years each without an interval of one year between terms except for Trustees elected for one- or two-years terms at the Annual Membership meeting.

The Board Alternate shall hold office for one (1) year. Service as Board Alternate will not be considered as serving a full term. The Board Alternate will make every endeavor to attend all Board meetings so that he or she will be knowledgeable on the affairs of the Ministry.

C. Prayer

It is important that in addition 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 President shall

provide a period of prayer and silence.

D. Duties

As representatives of the Membership, the Board of Trustees shall:

1. Uphold the spiritual purpose of this Ministry as stated in Section 1.2 [Identification – Statement of Purpose].
2. Uphold the highest interest of the Membership in conducting the business of this Ministry.
3. Be conversant with these Bylaws and establish policy for the operation of the Church.
4. Be faithful in attendance at services, Board and Membership meetings of this Ministry.
5. Make determination of the business needs of this Ministry and authorize payment of monies for these purposes.
6. Administer the property of this Ministry, both real and personal.
7. Make determinations on expenditures or on the sale, pledge, or proposed financing of real property or assets belonging to this Ministry. All decisions in favor of expenditures, or for the sale, pledge, or proposed financing of real property or church assets exceeding thirty thousand dollars ($30,000) in value, or 10% of the operating budget, whichever is greater, shall be presented to the Membership at a properly constituted Membership meeting to be voted on in accordance with Section 2.5.H [Meetings and Quorum – Powers and Authority].
8. As recommended by the Minister, authorize the employment of all staff personnel of this Ministry and set and approve their salaries. Refer to Section 3.1.A.a [Minister(s) – Senior Minister Duties].
9. Set dates for the fiscal year.
10. Each year prepare a complete financial statement with disclosures that will set forth the fiscal conditions and operations of the Ministry which shall be presented at the Annual Membership meeting. A qualified accountant audit shall be performed at the discretion of the Board of Trustees or within a five (5) year period.
11. Will secure a fidelity bond for the Treasurer and when deemed advisable, secure a fidelity bond for others handling the money for this Ministry.
12. Approve applicants for Membership in accordance with Section 2.2 [Membership – Acceptance of Members].
13. Act to fill the unexpired term of any Trustee or Alternate Trustee in accordance with Section 4.3.B [Board of Trustees – Vacancy and Replacement].
14. Elect officers of the Board, and their successors to fill any unexpired term when necessary. See Section 4.5 [Board of Trustees – Officers].
15. Ratify, by consensus, the Chair of Ministry Teams as appointed by the President of the Board or the Minister. See Section 3.2.A [Minister(s) – Duties], Section 4.6.A [Board of Trustees – Duties of Officers –President] and Section 5.1 [Ministry Teams – Formation].
16. Seek UWM assistance in the event of a dispute adversely affecting the Ministry.
17. Attend and actively participate in annual Board retreats and ongoing Board educational programs.
18. Consider other duties brought to their attention by the Minister and other Trustees.
19. To keep or cause to be kept an accurate record of Membership.

20. To keep or cause to be kept accurate records of gifts to the Ministry in compliance with the Internal Revenue Service regulations; and acknowledge in writing, contributions in compliance with Internal Revenue Service regulations.
21. Will secure liability insurance and indemnification for all Board of Trustee members and Minister.
22. Shall serve as Board Liaison to a Ministry Team.
23. Shall tithe time, treasure and/or talent to this church.
24. Shall attend Board of Trustees meetings regularly.
25. The alternate trustee counts for quorum in meetings with only three Trustees in attendance and has the right to vote for the transaction of business for that meeting.

E. Employment of Minister

It is the responsibility of the Board of Trustees to employ a licensed or ordained Unity Minister for the Church through cooperation with the employment management procedures of UWM.

F Election of a New Minister

Should a vacancy occur in the Office of the Minister, it is the responsibility of the Board of Trustees to establish a procedure to find a new minister that is a good fit for our congregation. The President of the Board of Trustees shall communicate with the President of UWM to request UWM's assistance in the process of finding another minister.

G. Termination of Employment of Minister

After this Ministry and its Minister have cooperated with the Conflict Transformation procedures of UWM, a two-thirds (2/3) majority of the Church Membership of the Board is required to terminate the employment of the Minister in accordance with the New York State Religious Corporation Law.

Section 4.2 Election

A. Qualifications

Any person elected to the Board of Trustees must be an active member of Unity Church in Albany. He/she shall be a person who:

1. Feels called to serve on the board as an active participant and is called to be part of a cohesive team that works together in the spirit of service, and models our covenant as a community to "Agree and Disagree with Love.."
2. Endeavors to live in accord with Unity Principles and embraces a path of ongoing spiritual growth.
3. Has demonstrated a commitment to sacred service in Unity of Albany, through his/her sharing of time, treasure, and talent, to advance ministry goals
4. Has an openness to embracing Prosperity Mindset and affirms the role of the Board in growing this consciousness in our community. Appreciates the importance of fiduciary stewardship of our time, treasure and talents as a community. .
5. Commits to regular attendance of monthly board meetings and other special meetings that are essential to the spiritual and financial leadership of this church.
6. Is willing to support at least one committee, team, or activity in the role as Board liaison.

B. Nominating Committee

1. Selection:

The Nominating Committee will hold their initial meeting at least 3 months prior to the Annual Membership meeting. It will consist of the Minister, one (1) current board member, and two (2) members of the ministry selected in the following manner:

a) 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. In the event the person so elected and the alternate both are unavailable to serve, the Board will select a person from the Membership to fill the vacancy, other than a current Board member.
b) The Board will discern which one of its members serves on the Nominating Committee.
c) At their first meeting, the Nominating Committee shall select another active member of the congregation to be on the committee, and then select the committee chair from among the three (3) congregant members.
d) In the event of an interim Board, the Nominating Committee shall complete its selection process within thirty (30) days from the establishment of the interim Board.

2. Duties and Responsibilities.

The Nominating Committee will initiate a search for at least one (1) qualified candidate per opening for nomination as a member of the Board of Trustees. The slate of candidates and their bios will be shared with all members of the congregation at least fifteen (15)days prior to the annual membership meeting.

Once the Nominating Committee has their initial meeting, the congregation will be notified who is on that team. Any member wishing to nominate themselves or another member for the Board, may then submit those names for consideration by the Nominating Committee, to any committee member prior to January 30.

All nominees, no matter how nominated, must qualify in accordance with Section 4.2.A [Board of Trustees – Election – Qualifications]

C. Nominating Procedure

As the presiding officer of the Annual Membership meeting, the President shall:

1. Read Section 4.2 [Board of Trustees – Election] just prior to beginning the process of nomination and election.
2. Call upon the Chairperson of the Nominating Ministry Team to present the Ministry Team's nominations; and

D. Election Procedure

1. Statements made by nominees for the board of trustees must be made available to all members 15 days before the election.

2. The election shall be by ballot if there are any partial terms to be filled or if there is more than one (1) nominee for each position. The result of the vote shall be announced at the annual membership meeting.
   The two (2) nominees receiving the largest number of votes will be elected to full three (3) year terms. The candidate receiving the next highest number of votes will be elected to the longest unexpired term, or the alternate position, etc. All persons elected in such a manner will be considered as fulfilling a term of office.
3. Absentee ballots will be accepted in advance of the meeting, and online ballots will be accepted during the meeting.

Section 4.3 Removal of Board of Trustees.

A. Removal from Office by the Board of Trustees

Any Board officer may be removed by a majority vote of the other Board members.

B. Removal from the Board of Trustees

Any trustee may be removed by the Board of Trustees due to an unexplained pattern of absences, failure to fulfill the duties of the office, failure to uphold the Code of Ethics and other ministry policies, or disruptive or unethical behavior. Removal from office shall require a majority vote of the other Board members.

Section 4.4 Vacancies

A. Should there be a vacancy on the Board of Trustees, the Board shall select a qualified replacement to fill the position. A majority vote shall be necessary for the election. The term of service shall expire on the date of the next annual membership meeting.
B. Should the number of Board members fall beneath the quorum requirement, the remaining Board of Trustees shall be empowered to call and hold the special meetings allowed by Section 4.4 and to carry on the necessary day-to-day activities of the ministry.
C. Should the number of Board members fall beneath the quorum requirement, two special membership meetings shall be called.
    a. The first special meeting shall occur within thirty (30) days with notice of that meeting sent by postal or electronic mail to all members at least fifteen (15) days prior to the meeting. The purpose of this meeting shall be:
        i. To elect interim board members.
        ii. To constitute or reconstitute the Nominating Committee.
        iii. To set the date for a second special membership meeting. The second special membership meeting shall be held no later than seventy-five (75) days after the first meeting with notice sent to all members by postal or electronic mail at least fifteen (15) days prior to the meeting.
    b. The Nominating Committee shall:
        i. Complete their search for board nominees within thirty (30) days of the first special membership meeting.
        ii. The results of the Nominating Committee work shall be mailed to all members within forty-five (45) days.

c. The Board members shall be elected at the second of these special membership meetings. If the regular annual meeting of this ministry should be scheduled in this time period, then Board elections shall be held at the regular annual meeting of this ministry.

D. **Election Procedure.** The candidate receiving the highest number of votes shall fill the longest unexpired term; the candidate receiving the next highest number of votes receives the next longest term. This procedure is followed until all vacancies are filled.

Section 4.5 Meeting 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 third Thursday of each month, unless otherwise specified by the Board.

B. Special Board Meetings

Special Board Meetings shall be called by the President of the Board under any of the following conditions:

1. By request of the Minister;
1. By request of two or more Trustees; or
2. As the President of the Board deems necessary.

The request shall be filed in writing with the Board Secretary. He/she must be made to notify all Trustees of a Special Meeting.

C. Quorum

A majority of the total number of trustees, including the minister(s), constitute a quorum for the transaction of business.

Board members may be virtually present by electronic communication.
Unless otherwise provided herein, the vote of a majority of the trustees present and voting shall be necessary for approval of the action being voted upon. Should the total number of trustees, including the minister(s), fall below a quorum, the remaining trustees shall refer to and implement Section 4.3 concerning vacancies.

D. Minister Attendance

The Minister shall attend all Board meetings, with the exception of those meetings, or portions thereof, that pertain to determination of the Minister's salary and/or review of work record. The Minister must be notified in writing of all Special Board Meetings. Refer to Section 3.2.A [Minister(s) –Senior Minister – Duties].

E. Meeting Protocol.

An active voting member can request to speak at a Board meeting, on a topic of their choice, for a limited timeframe**.**

F. Executive Sessions

Meetings shall be convened in Executive Session when dealing with confidential matters.

Section 4.6 Officers

The officers of the Board of Trustees shall be a President, a Vice President, a Secretary, and a Treasurer. All officers will be selected in a manner determined by the Board at the first Board meeting after the Annual Membership 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 4.7 Duties of Officers

A. President

The president shall:

1. Preside at all Board of Trustees meetings.
2. Be a spokesperson for the Board.
3. Preside at all Membership meetings.
4. Enroll, or cause to enroll, in consultation with the Minister, members of ministry teams in accordance with Section 5.1 [Ministry Teams – Formation].
5. Be a member of all Ministry teams by virtue of the office except the Nominating Ministry Team.
6. Sign such papers and documents upon proper authorization as may be necessary.
7. Be responsible for the planning of Board orientation, retreats, and workshops

B. Vice President

The Vice President shall:

1. Assist the President in the performance of that officer's duties
2. Perform all the duties of the President of the Board in the absence of the President.
3. Become 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:

1. Keep, or cause to be kept, an accurate record of the minutes of all Board and Membership meetings
2. Be the custodian of, and be responsible for, all reports, official Active and Inactive Membership lists, contracts and other legal papers, minute books, and the corporate seal, which will be kept at the principal executive office of the Ministry, at all times, or as otherwise determined by the Board.
3. Attend to all official business as directed by the Board.
4. Keep, or cause to be kept, accurate Active and Inactive Membership lists. Refer to Section 2.3 [Membership – Terms of Membership]
5. Keep, or cause to be kept, Sunday Service attendance records.

D. Treasurer

The Treasurer shall:

1. Be custodian of all funds of this Ministry. He/she shall pay out, or cause to be paid

out, funds authorized by the Board. A fidelity bond will be secured for the Treasurer. Refer to Section 4.1.D [Board of Trustees – Members – Duties].
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 year, to the annual Membership meeting.
4. Account for, or cause to be accounted for, by the appointment of qualified persons, all funds received.
5. When counting Ministry funds, there should be at least two (2) persons present.
6. Place, or cause to be placed, the funds of this Ministry in the bank or other repository approved by the Board.
7. Keep a record, or cause a record to be kept, of donations made to this Ministry, by check, credit card or envelope with name of the donor and date. A statement of these donations will be given to the donor annually prior to January 31st of the year following donation.

E. Alternate Treasurer

An alternate treasurer may be appointed at the discretion of the Board of Trustees, among the Trustees. The alternate treasurer:

1. Shares fiscal oversight responsibility with the Treasurer, in a structure that works for both members and is approved by the Board;
2. Shall be prepared to fill in as the Treasurer needs;
3. Shall be prepared to assume the duties of the Treasurer; and
4. Is a voting member of the Investment Committee.

ARTICLE V Ministry Teams

Section 5.1 Formation

With the exception of the Nominating Ministry Team, ministry teams may be appointed by the President of the Board of Trustees or the Senior Minister or co-ministers for their respective areas of responsibility. Ratification by the Board is required. The Board of Trustees shall oversee governing policies of all committees and ministry teams.

ARTICLE VI Dissolution

Section 6.1 Dissolution

In the event of the dissolution of Unity Church at Albany, all property and funds remaining after the payment of debts of this association shall be held in an escrow account for 10 years at UWM until such time as the Unity Church can be re-established in Albany County. Thereafter, the funds will be reverted to UWM. Such funds or property will be for the use and benefit of the UWM as may be determined by the Board of Trustees of the UWM, in alignment with current policies and procedures. The UWM will make available according to its current policies and procedures, funds for the reestablishment of a Unity ministry in (name of city). Should the UWM 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 VII Seal

Section 7.1 Seal

The Corporate Seal of the Church shall be the name of the Church in a circle, which encloses the name of the city and date of incorporation.

ARTICLE VIII Meeting Procedures

Section 8.1 Rules of Order

The latest edition of Robert's Rules of Order shall be the authority of this Ministry on parliamentary law and its usage, unless otherwise provided by these Bylaws.

ARTICLE IX Bylaws Amendments

Section 9.1 Procedure

Amendments to these Bylaws must be made by voting members of this corporation at a legally constituted Member meeting. Written notice setting forth the proposed amendments must be mailed to active members at least ten (10) days prior to the meeting at which they will be considered. An affirmative vote of two-thirds (2/3) of active members present and voting will be necessary to approve any amendment of these Bylaws.

These Bylaws fully supersede all previous Bylaws adopted by Unity Church in Albany.