



Board of Trustees

Candidate Information Packet

2009

**Heartfully prepared by:
Nominating Ministry Team**

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Unity Santa Fe Board of Trustees Information For Prospective Board Members

The elected member of the Board of Trustees of Unity Santa Fe is, first and last, a **Truth student**. Having been elected by the congregation to represent their interests is a recognized honor. Feelings of uncertainty about the responsibilities being accepted are natural, and questions of what is expected in this new capacity may arise.

We have set out, in question-and-answer form, guidelines to assist the orderly conduct of the activities of your Board of Trustees. We share them with you in a consciousness of love and prayer.

1. What is the legal authority at Unity Santa Fe?

From the legal standpoint, Unity Santa Fe exists as a legal entity by virtue of two legal instruments -- the **charter and the bylaws**. The articles of incorporation (or charter) registers the ministry with the state as a religious corporate body.

Bylaws are the legal instrument by which Unity Santa Fe functions as an organization. Our bylaws are general enough to set forth the overall purpose and functioning of Unity Santa Fe, while being specific enough to clearly state the rights and responsibilities of the Board of Trustees, Minister and membership. They are subject to amendment by the membership upon proper notice.

Broadly, our bylaws establish that the ministry is governed as a representative system. Representation along with checks and balances exists among the membership, the Board of Trustees, and the Minister.

The membership elects the members of the Board of Trustees who, with the Minister, set church policy. The duties and responsibilities of the Board and the Minister are set forth along with the rights of the membership in the bylaws. (See Bylaws attached)

2. What are the primary responsibilities accepted by a Unity Santa Fe Board member?

The greatest responsibility you have as a Board member is to hold the spiritual trust of the membership. You have been elected by the membership to represent them - to hold in trust their spiritual home.

- **Legal Responsibilities:**

As a membership organization: authority is derived from the membership. If powers have not been delegated, they are not the Board's to exercise. The ministry's (i.e. Unity Santa Fe's) bylaws outline the responsibilities and duties of the Board. The bylaws have been sanctioned by the affirmative vote of the membership.

Personally, there is little risk to you, provided you are acting within the scope of your responsibilities as a Board member.

- You have the power to act as a group only.
- If you question the propriety of an action under discussion, be sure to have your dissent or abstention registered in the minutes.
- If individuals make agreements on behalf of the church, outside the context of a Board meeting, that individual's personal assets could be at risk should a problem arise.

Board members are under obligation to perform their duties in "good faith", to uphold the best interest of the ministry as a prudent person under similar circumstances and position would do.

Trustees and Officers have a fiduciary relationship with the members that require them to follow the Charter and Bylaws.

Upon acceptance of a position on the Board of Trustees, every Board member relinquishes certain rights and privileges and accepts certain responsibilities. The Board member relinquishes the right to function as an individual member outside the Board.

Acceptance of Board responsibility requires presentation of the Board opinion at all times even if the opinion should differ from that of the individual. This responsibility includes the transmission to the membership the opinions and convictions of the whole Board.

The Board of Trustees will carry Comprehensive Liability Coverage Insurance for members of the Board.

- **Operational Responsibilities:**

Set Policy

A policy is a course of action that the Board has decided it wants the organization to take. The Board establishes policies that outline how the ministry will operate to accomplish its mission. The Minister and staff function within these parameters.

The Board, including the Minister, acts as observer, interpreter, and evaluator of how well policy is being carried out and the mission is being accomplished.

Hire/Support a Minister

The Board hires a Minister to be the spiritual leader and to run the day-to-day operation of the ministry. Remember a ministry's main work is to offer a variety of opportunities for spiritual growth. Managing the business aspects of the ministry effectively provides easy access to those opportunities.

- Volunteer Board members cannot be expected to manage the ministry's day-to-day operation.
- Support the Minister by giving him/her the authority to carry out the policies of the Board.
- Maintain open, honest, clear communication.
- Conduct yearly performance evaluation of minister.

Be an Advocate

Know your ministry's history. Know your ministries mission statement. It tells you what the church is about and provides the framework within which your work as a Board member is cast. Members of the Board are in a unique position to learn what others are saying about the church in the community, both internal and external, and to take this back to the Minister.

Fundraise and Financial Stewardship

If you tithe and establish as a policy that the ministry will tithe, you will experience its benefits.

Monitoring the Finances:

Pay careful attention to the financial plan. You should ask:

- Where are projected revenues coming from in the next year?
- Where in the budget will the money be spent?
- Are expenditures consistent with our mission and vision?

Ineffective Ways to Monitor Finances:

- Don't review a list of bills paid at Board meetings.
- Don't delegate the full Board's responsibility to either staff or a Finance Committee for the financial integrity of your church (even if you attempt this, it remains your responsibility and accountability to the membership).

To paraphrase Myrtle Fillmore when Unity faced a financial challenge early on, "It's not a question of funds, but of faith."

Monitoring and Evaluating

It is the responsibility of the Minister to watch the details and activities of the ministry on a day-to-day basis. The Board, including the Minister, assesses on an ongoing basis whether activities of the church are in alignment with the ministry's mission and vision.

Plan for the Future

By delegating the day-to-day operation to the Minister, you free yourselves to envision and plan for the ministry's future. Remember the primary visioner is the Minister.

3. What is the relationship of the Board members to the Minister?

The Minister is the spiritual leader of the ministry, as well as the professionally trained and qualified administrative head, charged with carrying out its policies. As such the Minister should be a member of the Board and function as an integral part of that team.

For proper conduct of a ministry, the Minister and Board should become a team, working together for the highest good of the ministry, blessed with the privilege of conducting an activity that assists humankind in becoming aware of its divinity.

The most valuable asset a church has is a good Minister. It becomes the direct responsibility of the Board of Trustees to support and encourage the abilities of the Minister, assuring that the Minister's needs for spiritual, moral, and financial support are fully met.

It is equally incumbent on the Minister to be accountable to the Board for the day-to-day functioning and spiritual direction of the ministry. These reciprocal responsibilities make it essential that the Board and Minister function as a team, holding a common vision of the highest good of the ministry.

4. What is the relationship between a Board member and the congregation?

It is wise to gather input from the membership. This may be done through questionnaires, requests for feedback, and perhaps most effectively by having Board members and the Minister make themselves known and available to the membership to hear its concerns and opinions.

Once a decision has been made, it should be communicated to the membership from the entire Board, rather than from an individual member or members. This provides mutual support for one another, frees individual Board members of concerns of expressing controversial views or "dumb ideas," while keeping the membership informed of the Board's action.

Board members have accepted the obligation to work toward the highest good of the ministry, on behalf of the congregation.

In general, people attend ministries to be spiritually fed. They are interested in knowing that their spiritual needs will be met, that the ministry is well run, and they have a stake in its future. They want to be kept informed and are willing to be enrolled in the vision, provided their needs are met.

5. What is the relationship between a Board member and members of the ministry staff?

It is the responsibility of the Board of Trustees to approve new positions and establish and/or approve salary ranges. The selection of the individual to fulfill a position as well as the day-to-day supervision of staff members is the responsibility of the Minister. This establishes the Minister as the supervisor to whom staff members report, and eliminates confusion on the part of the staff members.

It is, therefore, appropriate for the Minister or an employed business manager to instruct employees concerning their duties. If a Board member has questions or concerns about the way a paid employee is performing, this should be discussed with the Minister. If an employee needs corrective action or counseling, the Minister is responsible for managing the situation appropriately.

6. What is the relationship between the Board of Trustees and the Association?

Although the Minister is the official, legal representative of the member church to the Association, the entire Board is an important part of the organizational structure of the Association. It serves as the voice of the congregation, and is the source of much of the strength and power of our movement as a whole.

Should a conflict arise that adversely affects the ministry, particularly between the Board and Minister, it is the responsibility of both the Board and Minister to contact the Association for assistance in managing the conflict. The Association has trained Ministers who, as neutral third parties, can help identify issues and points of disagreement, and make recommendations for resolution.

While no dues are levied for member ministries, the Board is strongly encouraged to accept both the privilege and responsibility of offering tithe support, spiritually and financially, on a sustained basis to the Association of Unity Churches.

FOUR BASICS OF EFFECTIVE BOARD SERVICE

1. Commitment

- a. Being motivated by the desire to see the ministry grow and develop for the good of all those it serves.
- b. Giving your time, experience, skill, and money to advance the ministry's goals.
- c. Supporting Board decisions, even when you may not fully agree with the decision.

2. Teamwork

- a. Understanding that a Board is a team of leaders.
- b. Knowing that only the team can make decisions. Only authorized decisions are those made by the entire board.
- c. Searching for ways individual goals can mesh with those of other Board members, or perhaps developing new goals which all Board members can enthusiastically support.
- d. Focusing on:
 - The common mission.
 - What's best for all concerned, not special or personal interests.
 - The big picture, not individual issues.
 - Issues presented by teammates, not personalities of teammates.
- e. Building your team:
 - Attending Board Retreat(s).
 - Scheduling an occasional night out together.
 - Giving presentations on team building.
 - Bringing in outside coaches or facilitators.
- f. Working with the Minister as a key member of the Board team.

3. Willingness to Learn the Job

- a. Recognizing that each Board is different. Service on other Boards will be helpful as you discover what's unique about serving your Unity ministry.
- b. Participating in a Board orientation program that is separate from a regular Board meeting.
- c. Taking time to listen and learn "the lay of the land."

4. Observing a High Ethical Standard

- a. The Board is accountable to itself and to the membership for its conduct.
- b. Express the Christ wisdom, love and power as fully and clearly as you can.

TEN COMMITMENTS FOR BOARD SERVICE

I am committed to:

1. My own spiritual transformation.
2. The principle and practice of tithing.
3. Making participation in Board activities a high priority during my term.
4. Attending scheduled Board meetings on time, prepared, and enthusiastic.
5. Expressing my full thoughts and feelings and listening to my Board colleagues in our meetings.
6. Committed to practicing Unity principles in thought, word and deed.
7. Expanding my conscious expression of Unity principles through class work, reading, discussion and prayer.
8. Supporting Board decisions in my contacts with participants in our ministry.
9. Identifying and developing talented new participants for Board and ministry team work.
10. Being accountable, and asking Board colleagues, paid staff, and volunteers to be accountable for commitments and assignments.

**Specific Unity Santa Fe
Board of Trustees Duties & Responsibilities
&
Wonderful, Heart-felt “Receivables”**

Duties & Responsibilities

1. Attend monthly board meetings. Currently scheduled every third Saturday of the month.
2. Participate in Board retreats and planning sessions.
3. Participate in any or all “required” classes or workshops. (Normally one or two a year.
4. Participate in Leadership Council meetings (bi-monthly meetings – third Thursday of the month) .
5. Make a financial pledge to Unity Santa Fe.
6. Support fund raising activities.
7. Serve as ministry team liaison.
8. Serve as Sunday support (once every other month).

Note: See ByLaws for more details. **Pay particular attention to those sections that are in bold, which are Sections 4.03, 4.06, 4.07.**

Lovable Receivables

1. You will be inspired and uplifted at each board meeting as you explore, discover and share with other BOT members.
2. You will enhance your heart-centered communications, team consensus building, and non-profit management practices
3. You will experience a deeper association with all the congregants.
4. You will be filled with a spirit of joy, peace and love as you share your sacred gifts and talents.
5. You’ll have fun!

TRUSTEE CODE OF ETHICS

As a member of the Unity Santa Fe Board of Trustees I will:

1. Listen carefully to my teammates.
2. Respect the opinions of my Minister and fellow Board members.
3. Respect and support the majority decisions of the Board.
4. Recognize that all authority is vested in the full Board, only when it meets in legal session. Keep well informed on developments relevant to issues that may come before the Board. Bring to the attention of the Board any issues that I believe will have an adverse effect on the Ministry or those to whom we minister. Refer complaints to the proper level on the chain of command.
5. Recognize that my job is to ensure that the Ministry is well managed, not to manage the day-to-day operation of the Ministry.
6. Represent all those whom this Ministry serves and not a particular area or interest group. Consider myself a "trustee" of the Ministry and do my best to ensure that it is well maintained, financially secure, growing, and always operating in the best interests of those we serve. Always work to learn how to do my job better.
7. Declare conflicts of interest between my personal life and my position on the Board, and abstain from voting when appropriate.

As a member of the Board, I will not:

1. Speak negatively of the Minister, fellow Board members or disparage their opinions, in or out of the boardroom.
2. Discuss the confidential proceedings of the Board outside the Boardroom.
3. Promise how I will vote on any issue before the meetings.
4. Use the Ministry for personal advantage or that of my friends or relatives; or use my position to impose my will on others.
5. Interfere with the duties of the Minister or undermine the Minister's authority with staff members.

CONFLICTS OF INTEREST

Gifts, Gratuities:

Trustees are not to accept gifts, gratuities, free tips, personal property of any item of value from an outside person or organization as an inducement to do business or provide services.

Outside Business or Professional Interests:

Obviously Trustees have outside business or professional interests. However, Trustees may not make a profit in any way in their outside employment or business interests from their work with the church. During Board meetings, members must disclose any conflict of interest involving an issue before the Board and abstain from discussion or voting on this issue.

Personal Beliefs:

Trustees may hold a wide range of personal beliefs, values, and commitments. These beliefs, values, and commitments are a conflict of interest if they prevent Trustees from carrying out their job responsibilities; if Trustees attempt to use the church and facilities for furthering them; or if Trustees attempt to convince other Trustees, the Minister, or church staff members of their personal beliefs after these individuals have asked them to stop.

Abuse of the Board Relationship:

Trustees are not to abuse their Board membership by using the ministry's staff, services, equipment, materials, or property for their personal gain.

SKILLS ASSESSMENT

Completing the following self-assessment will help you identify where your gifts and talents will best bring your joy and support both the board and the church.

<u>Area</u>	<u>Interest</u>	<u>Skills</u>	<u>Experience</u>
<u>Financial Planning</u>	_____	_____	_____
<u>Fund Raising</u>	_____	_____	_____
<u>Conflict Resolution</u>	_____	_____	_____
<u>Problem Solving</u>	_____	_____	_____
<u>Public Relations / Marketing</u>	_____	_____	_____
<u>Building/Maintenance/Repair</u>	_____	_____	_____
<u>Sacred Service (Volunteerism)</u>	_____	_____	_____
<u>Program Development</u>	_____	_____	_____
<u>Growth Planning</u>	_____	_____	_____
<u>Management / Administrative</u>	_____	_____	_____
<u>Community Relations</u>	_____	_____	_____
<u>Legal Counsel</u>	_____	_____	_____

Self-responsible, Heart-centered Communication Agreements for Mutually Greater Clarity, Understanding and Intimacy

- My intention for my communication with others—particularly when we hold different perspectives—is to achieve mutually greater clarity, understanding and intimacy.
- I take full self-responsibility for the feeling and perspectives I am experiencing. Specifically, I understand that I am giving the circumstances in my life all the meaning they have for me. I am responsible for how I hold my feelings and perspectives, not anyone else.
- I understand that someone sharing his or her perspectives is *not* telling me about myself/the commUnity; the person is telling me about him/herself—which diminishes defensiveness on my part and, in turn, helps to foster my ability to fully hear that person’s point of view.
- I understand that the way someone else thinks and acts makes perfect sense to him or her, and I would very likely think and act the same way if I were that person.
- I am watchful of my thoughts and words if I feel the impulse to change or fix someone else or the commUnity. I understand that I can’t know what is best for others. Therefore, I focus on telling them about me, not about them. (e.g. “The thoughts and feeling I’m having about _____ are.....”)
- I understand the value of *humility* when I am expressing my perspectives, realizing that I am not God (i.e. all knowing: seeing the full picture from alpha to omega). Remaining mindful of my limited understanding of the ultimate workings of life can help to keep me from “shoulding” on others and/or making a case/attempting to win a debate.
- I invite my higher self’s guidance and wisdom in order to non-judgmentally listen to another’s perspective, as well as to truthfully and non-judgmentally voice my perspective—that is, what’s alive in me. **I speak and listen from my heart.**

Community is a safe place precisely because no one is attempting to heal or convert you, to fix you, to change you. M. Scott Peck

I don't know what's best for me or you or the world. I don't try to impose my will on you or anyone else. I don't want to change you or improve you or convert you... That's true love.
Byron Katie

How Do We Want to Communicate?

As the Unity Santa Fe Board of Trustees, how do we want to communicate in order to create a *safe, loving, learning* community? Below are examples of ways we can communicate with each other that can either prevent conflict or trigger conflict.

Can Prevent Conflict

Can Trigger Conflict

Give specifics

(e.g. "I become confused when I see you telling Greg something different from what you told me.")

Characterize/label

(e.g. "You are manipulative.")

"The financials have conflicting figures in these areas..."

"The financials are a mess."

Make a assessment

(e.g. "X doesn't support our vision.")

Pass a moral judgment

(e.g. "X is wrong.")

Share different perspectives

(e.g. open to hearing others' views)

Argue different perspectives/ make a case/fault find

(e.g. wants to convince others)

View challenging event/person as a spiritual teacher/blessing

(e.g. opportunity to practice loving patience)

View challenging event/person as a problem/aggravation

(e.g. something to be rid of/fix/
struggle with/ be upset over)

State feelings

(e.g. "What I'm feeling when you say that is...")

Exaggerate/belittle

(e.g. use sarcasm)

Make an offer of advice

(e.g. "May I offer a point of view?")

Give unsolicited advice

(e.g. "What you need to do is.../
What you have to understand is...")

Let a person finish speaking before responding

Talk over another person

Hear a person's critical perspective non-defensively

Take a person's critical perspective personally

Encourage clearings: Support others to speak directly with anyone in our community have a challenge with.

Triangulate: Someone tells you about a person they have a challenge they with and you then tell that person.*

Speak and listen from your heart

Speak and listen from your mind/gut

*To avoid triangulation advise someone who tells you about a challenge they have with another person to speak directly with that person. Do not act as a go-between between two people. What

you can do if someone feels uncertain about speaking directly with the person they are having a challenge with is to offer to accompany them if they choose to speak with that person. Again, *don't be the messenger for one person's challenge with another.*

BYLAWS - UNITY IN SANTA FE (Revised 3/01/2009)

ARTICLE I Identification

Section 1.01 Statement of Purpose.

- (a) The purpose of Unity in Santa Fe, a New Mexico corporation, is to teach the universal principles of Truth, as taught and demonstrated by Jesus Christ and interpreted by Unity and the Association of Unity Churches, a non-profit corporation organized and existing under the laws of the State of Georgia with headquarters at Lee's Summit, Missouri, here-in-after referred to as the Association.
- (b) In the accomplishment of this purpose, Unity in Santa Fe will endeavor to conduct services of worship and classes of instruction and to demonstrate the principles of Truth by using them in the operation of the ministry and to adopt other means that in the judgment of the minister will further the principles of practical Christianity among people everywhere.

Section 1.02 Association of Unity Churches Membership and Responsibilities. Unity in Santa Fe is a member of the Association of Unity churches. The operation and conduct of this ministry will comply with the regulations and policies of the Association as outlined in the Association Bylaws, insofar as they do not conflict with the laws of the State of New Mexico.

- (a) **Leadership.** The ministry will have as its leader an ordained or licensed member Unity minister approved for ministry employment or a person serving under special dispensation approved by the Association. For the purpose of these bylaws, the term "minister" will include a person serving under special dispensation of the Association.
- (b) **Teaching.** The principles of practical Christianity will be taught through this ministry using methods, textbooks, literature, and other materials approved by the Association.
- (c) **Mailing.** Copies of all printed matter mailed by this ministry to its membership will be sent to the office of the President of the Association.
- (d) **Reports.** As Administrative Director of this ministry, the minister will make annual reports to the Association on forms supplied by the Association.

ARTICLE II Office and Records

Section 2.01 Principal Office. The principal executive office of the corporation will be fixed by the Board of Trustees. Said office will be in the County of Santa Fe, State of New Mexico, or at such other place within the State of New Mexico as the Board of Trustees hereafter will 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 2.02 **Official Records.** Records of membership, finances, donations, corporate minutes, etc. will be maintained at the principle office of the corporation. Official ministry documents are to be available to ministry officers and the minister at all times.

ARTICLE III Membership

Section 3.01 **Qualifications.** A member of Unity in Santa Fe will endeavor to live in accord with the Jesus Christ 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.

Section 3.02 **Membership Application.** Anyone desiring membership in Unity in Santa Fe will file an application for membership form with the ministry office and attend an orientation program. All staff ministers and licensed Unity teachers are considered members of this ministry.

Section 3.03 Terms of Membership.

- (a) **Member.** A member will remain on the membership roll through his/her active participation in prayer, worship, classes, service and/or giving during a fiscal year.
- (b) **Removal.** A member will be removed from the membership roll:
 - (1) By notice from the member;
 - (2) By member's non-participation in prayer, worship, classes, service and/or giving during a fiscal year;
 - (3) Upon determination by the Board of Trustees, including agreement of the minister, that a member's qualifications are in question or that a member's actions are detrimental to the mission of the congregation; or
 - (4) If mail addressed to a non-participating member is returned to the church as undeliverable and the church office is unable to contact the member by telephone or email.

Removal from the membership roll of any member (other than by notice of member) requires at least a two-thirds (2/3) affirmative vote of the Board of Trustees, including agreement by the minister. Prior to removal action the Board of Trustees will attempt to notify said member of their removal from the membership roll by mail within ten (10) days and the member must be given an opportunity for a hearing before the board.

- (c) **Reinstatement of former member.** One year after being removed from the membership roll, a member may reapply for membership by filing an application for membership card with the ministry office after attending four of the six preceding Sunday services. The application will be presented to the Board of Trustees at its next regular meeting. Upon a two-thirds (2/3) affirmative vote of the Trustees present and voting, the former member will be reinstated to membership and will be notified accordingly by the Board Secretary.

Section 3.04 **Powers of Active Members.** Active members of Unity in Santa Fe will have the power to:

- (a) Vote at any membership meeting, at which the member is present, called in accordance with Section 3.05 [Meetings and Quorum];
- (b) Elect members to the Board of Trustees as specified in Section 4.04 [Board of Trustees – Election];
- (c) Ratify the bylaws of this ministry, or any amendments thereto, as specified in Section 8.01 [Bylaws Amendments – Procedures];
- (d) In accordance with Section 4.03 (d)(7) [Board of Trustees (Members) – Duties], vote on any proposed expenditure or on the proposed sale, pledge, or financing of real or personal property that exceeds twenty-five thousand dollars (\$25,000) in value. A seventy-five percent (75%) affirmative vote of those present and voting is required for approval;
- (e) Elect a member, and an alternate, to serve on the Nominating Ministry Team as specified in Section 4.04 (b) [Board of Trustees – Election – Nominating Ministry Team];
- (f) In accordance with Section 3.05 (b) [Meetings & Quorum – Special Membership Meetings], call a special membership meeting when the affairs of this ministry warrant such action;
- (g) Vote to override any action of the Board of Trustees. This vote must be taken at a duly constituted membership meeting [see 3.05 (a) and (b) [Meetings & Quorum – Annual Membership Meeting and Special Membership Meetings]. Notice of the issue to be voted on must be submitted to the membership in writing at least ten (10) days prior to the subsequent meeting of the membership. A seventy-five percent (75%) affirmative vote of those present and voting is required to override any action of the Board of Trustees.
- (h) Vote for the removal of any or all trustee(s) from the Board of Trustees in accordance with section 4.05(a)(4) [Board of Trustees – Vacancy and Replacement – Vacancy]. A 2/3 affirmative vote of those present and voting is required.
- (i) Vote on any matters officially brought to the attention of the membership;
- (j) Offer suggestions to the minister or Board of Trustees as may seem advisable for the good of the ministry; and
- (k) Any ten (10) active members may request peacemaking assistance by notifying the President of the Association of Unity Churches in writing, with copies to the Board of Trustees and minister. Upon receipt of a request for peacemaking assistance from ten or more active members to the president or designee of the Association, said person will confer with the minister, the Board of Trustees, and/or regional representative to evaluate whether further action is required.

Section 3.05 **Meetings & Quorum.**

- (a) **Annual Membership Meeting.** The annual membership meeting of Unity in Santa Fe will be held at its official headquarters no later than the first Sunday in March at the time of day designated by the minister and Board of Trustees.
- (b) **Special Membership Meetings.** Any time the affairs of this ministry warrant, a

special meeting may be called by:

- (1) The minister;
- (2) A majority of the trustees of the board; or
- (3) Petition signed by a least ten percent (10%) of the active membership. A written request must be submitted to the board, who will, within a reasonable of time, call the meeting on behalf of the requesting party.

The purpose(s) for the special meeting will be stated both in the written request and the written notice to the membership. In the case of a Special Membership Meeting called by written petition, the written notice of the meeting to the membership will clearly reflect the purpose(s) for the special meeting stated in the petition. Business conducted at the special meeting will be limited to the pre-stated purpose(s).

- (c) **Written Notice.** Written notice stating the date, time and place will be mailed to all active members at least ten (10) days before any membership meeting.
- (d) **Quorum.** Those active members present and voting at a membership meeting called pursuant to the notice provisions of Section 3.05 (c) [Written Notice] will constitute a quorum for the transaction of business at any membership meeting.
- (e) **Participation.** Participation in the business affairs of any membership meeting will be restricted to active members in attendance. Participation of other persons in discussion of business must be approved by a two-thirds (2/3) majority vote of the active members in attendance. Association representatives have a right to participate in discussion when they have been invited by the minister, the board, or the membership.
- (f) **Voting.** Unless otherwise provided herein, the vote of a majority of the active members present and voting, and those voting by absentee ballot will be necessary for approval or disapproval of the action being voted upon. Refer to Section 3.04 (d) and (g) [Powers of Active Members] and Section 8.01 [Bylaws Amendments – Procedure]. Active members unable to be present in a membership meeting may vote by absentee ballot upon application to the ministry office in advance of the meeting date. Absentee ballots will not be accepted at special membership meetings. Proxy votes are not allowed.
- (g) **Prayer.** In any membership meeting, the board president, the minister, an Association of Unity Churches peacemaking representative, or any active member may request that action on an item of business be suspended while those present enter into a time of prayer on the issue. Upon request, the board president will provide a period of prayer and silence.

ARTICLE IV Government

Section 4.01 **Administration.** The government of Unity in Santa Fe will be vested in the minister as the Administrative Director, and the Board of Trustees elected from the membership.

Section 4.02 **Minister.**

- (a) **Duties.** As the spiritual leader, the minister will be responsible for the scheduling, conduct, and content of services, classes, and all other activities that further the purpose of this ministry as specified in Section 1.01 (a) [Statement of Purpose]. As Administrative Director, the minister will be:
- (1) Responsible for the complete functioning of this ministry, including the hiring and termination of all employees;
 - (2) A voting member of the Board of Trustees on all matters except his/her own employment, or that of a successor;
 - (3) Appointing ministry teams in accordance with Section 5.01 [Ministry Teams – Formation];
 - (4) A member of all ministry teams. Refer to Section 5.01 [Ministry Teams – Formation];
 - (5) Responsible for seeking Association’s assistance in the event of a dispute adversely affecting the ministry.
- (b) **Compensation.** The compensation of the minister will be fixed by agreement between the minister and the Board of Trustees.
- (c) **Vacancy.** The position of minister may be vacated by either of the following actions:
- (1) Resignation; or
 - (2) After complying with Section 4.03 (f) [Termination of Employment of Minister(s)], the minister’s removal because of failure to fulfill the duties of the position as specified in Section 4.02 (a) [Minister – Duties].

Section 4.03 Board of Trustees (Members).

- (a) **Structure.** The Board of Trustees will consist of the minister and no fewer than six (6) trustees elected from the membership of Unity in Santa Fe. Each elected trustee will hold office for three years or until his/her successor is duly elected. The terms of one-third of the elected trustees will expire annually and their offices will be filled at the annual membership meeting in accordance with Section 4.04 [Board of Trustees – Election]. No elected trustee will serve more than two consecutive terms of three years each without an interval of at least one year between terms. The following are prohibited from serving on the Board of Trustees:
- Any active Licensed Unity Teacher (except when acting as spiritual leader of the ministry).
 - Relatives or significant others, or household members of another Board member, or Licensed Unity Teacher.
 - Individuals receiving compensation* from the ministry [with the exception of the minister.]
 - Relatives or significant others, or household members of an individual receiving compensation* from the ministry.

***NOTE: The phrase "individuals receiving compensation" is defined as those persons serving as Unity Santa Fe employees or contractors.**

- (b) Alternate Board Members.** Up to two (2) alternate board members may be elected from the membership of Unity in Santa Fe at the annual membership meeting or appointed by the Board of Trustees during the fiscal year. An alternate board member must meet the qualifications outlined in Section 4.04(a) [Qualifications]. An alternate board member will attend all Board meetings. S/he will have a voice but no vote on matters discussed unless a regular board member is absent from the meeting. In the event of the absence of a regular board member, an alternate board member will have a voice and a vote on matters that require action. An alternate board member may serve in such an office six (6) consecutive terms of one (1) year each. There must be an interval of one (1) year before s/he may serve a seventh (7th) year. An alternate board member may be appointed to serve the unexpired term of a regular board member. S/he may be elected to serve two (2) terms as a regular board member after filling an unexpired term provided the total time served as an alternate and regular board member does not exceed six (6) consecutive years.
- (c) Prayer.** It is important that, in addition to adhering to the normal procedures for legal functioning set forth in these bylaws, 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 will provide a period of prayer and silence.
- (d) Duties.** As representatives of the membership, the Board of Trustees will:
- (1) Uphold the spiritual purpose of this ministry as stated in Section 1.01 [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 those purposes;**
 - (6) Administer the property of this ministry, both real and personal;**
 - (7) Make determinations of the sale, pledge or proposed financing of real or personal property belonging to this ministry. All decisions in favor of the sale, pledge or proposed financing of real property exceeding twenty-five thousand dollars (\$25,000) in value will be presented to the membership at a properly constituted membership meeting to be voted on in accordance with Section 3.04 (d) [Powers of Active Members];**
 - (8) As recommended by the minister, authorize all staff positions of this ministry and set and approve the salary range in accordance with Section 4.02 (a)(1) [Minister – Duties];**

- (9) **Set dates for the fiscal year;**
 - (10) **Each year cause to be prepared a complete financial statement with disclosures which will set forth the fiscal conditions and operations of the ministry;**
 - (11) **When deemed advisable, secure a fidelity bond for persons handling ministry monies, the amount to be set by the board;**
 - (12) **Remove members from the membership roll in accordance with Section 3.03 (b) [Terms of Membership – Removal];**
 - (13) **Act to fill the unexpired term of any trustee in accordance with Section 4.05 (b) [Board of Trustees – Vacancy and Replacement – Replacement];**
 - (14) **Elect officers of the board, and when necessary, their successors to fill any unexpired term in accordance with Section 4.07 [Board of Trustees – Officers];**
 - (15) **Ratify ministry teams and their chairs, as appointed by the board president or minister in accordance with Section 5.01 [Ministry Teams – Formation];**
 - (16) **Seek Association assistance in the event of a dispute adversely affecting the ministry;**
 - (17) **Attend and actively participate in ongoing Board Education 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; and**
 - (20) **To keep or cause to be kept an accurate record of gifts to the ministry in compliance with Internal Revenue Services regulations; and acknowledge in writing contributions in compliance with Internal Revenue Services regulations.**
 - (21) **Will secure liability insurance for all board of trustee members including minister.**
- (e) **Employment of Minister.** It is the responsibility of the Board of Trustees to employ a licensed or ordained member Unity minister approved for ministry employment or person serving under special dispensation for the ministry through cooperation with the employment management procedures of the Association.
- (f) **Termination of Employment of Minister.** After a ministry and its minister have cooperated with the peacemaking procedures of the Association of Unity Churches, a two-thirds (2/3) majority vote of the Board of Trustees is required to terminate the employment of a minister.

Section 4.04 Board of Trustees - Election.

- (a) **Qualifications.** Any person elected to the Board of Trustees must be an active member of Unity in Santa Fe. He/she will be a person who:
 - (1) Desires to serve on the board;
 - (2) Endeavors to live in accord with the Jesus Christ principles of love and truth as taught by Unity;
 - (3) Furthers the work of this ministry through his/her active interest, love and support;
 - (4) Is a sincere and continuing student of Unity, conversant with its teachings; and
 - (5) Has demonstrated leadership capabilities.

- (b) **Nominating Ministry Team.** A Nominating Ministry Team will be formed at least three months prior to the annual membership meeting and will initiate a search for at least three qualified candidates for the Board of Trustees. The ministry team will consist of the minister and three active members selected in the following manner:
 - (1) At the annual membership meeting, the membership will elect one of its active members, and an alternate, to serve on the Nominating Ministry Team for the next year's election. In the event of the unavailability to serve of the persons so elected, the board will select a person from the active membership to fill the vacancy, other than a current board member.
 - (2) The board will elect one of its Trustees who will not be a candidate for re-election.
 - (3) Together with the minister, the above two ministry team members will select a third ministry team member from the active membership who will become chair of the Nominating Ministry Team.
 - (4) In the event of an interim board, the Nominating Ministry team will complete its selection process within thirty (30) days from the establishment of the interim board.

- (c) **Nominating Procedure.** As the presiding officer of the annual membership meeting, the board president will:
 - (1) Read Section 4.04 just prior to the call for nominations;
 - (2) Call upon the chair of the Nominating Ministry Team to present the ministry team's nominations; and
 - (3) Call for additional nominations from the floor. Nominees should never be chosen on the basis of a person's business success or financial resources alone.

All nominees, no matter how nominated, must qualify in accordance with paragraph (a) of this Section.

- (d) **Election.** Written ballots are required if there are any partial terms to be filled or there are more nominees than there are vacant positions. The three 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 terms, etc. All persons elected in such a manner will be considered to be fulfilling a term of office.

Section 4.05 **Board of Trustees - Vacancy and Replacement.**

- (a) **Vacancy.** The office of a trustee may be vacated by any of the following means:
- (1) The resignation of the trustee;
 - (2) If resignations on the Board of Trustees have brought the number of Trustees to less than a quorum, a Nominating Ministry Team will submit a slate of qualified nominees to the membership to fill the vacancies;
 - (3) The board voting for the removal of a trustee due to absences from three successive regular board meetings. Absences may be excused by the board upon written request;
 - (4) The board voting for the removal of a trustee because of a failure to fulfill the duties of the office as specified in Section 4.03 (c) [Board of Trustees (Members) – Duties]; or
 - (5) The active membership voting for removal of a trustee because of failure to fulfill the duties of the office as specified in Section 4.03 (c) [Board of Trustees (Members) – Duties]. [See Section 3.04 (h) [Powers of Active Members].]
 - (6) If more than fifty percent (50%) of the board of trustees is to be recalled, the entire board of trustees must be recalled. [See Section 3.04(h) [Powers of Active Members].]
 - (7) If the entire board of trustees is recalled by the membership, then the membership may re-elect recalled trustees. The number re-elected must be less than fifty percent (50%) of the recalled trustees.
- (b) **Replacement.** Should a vacancy occur on the Board of Trustees, the board will proceed to fill the vacancy by ballot at its next regular meeting. In case of emergency, a special meeting may be called. Only persons meeting the qualification specified in Section 4.04 (a) may be considered as replacements. No replacement will have served as a trustee during the year prior to their election unless their total time served is less than six years in accordance with Section 4.03 (a). A majority vote of those present and voting will be necessary to elect. The term of the newly elected trustee will expire on the day of the next annual meeting. A person elected in this manner is not considered having served a complete term.
- (c) **Interim Board.** If the entire board of trustees has been recalled, or a quorum does not

exist, the active church membership may choose to elect an interim board whose term of office will not exceed sixty (60) days. At the end of the sixty (60) days a permanent board must be elected.

Section 4.06 Board of Trustees - Meetings and Quorum.

- (a) Regular Board Meetings.** The regular monthly business meetings of the Board of Trustees will be held at the headquarters of this ministry, unless otherwise specified by the board.
- (b) Special Board Meetings.** Special meetings of the board will be called by the board president under any of the following conditions:
 - (1) By request of the minister;**
 - (2) By request of two or more trustees; or**
 - (3) As the president of the board deems necessary.**

Reasonable effort must be made to notify all trustees of any special meeting.

- (c) Quorum.** Fifty-one percent (51%) of elected trustees will constitute a quorum for the transaction of business.
- (d) Minister Attendance.** The minister has 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 work record. He/she must be notified of all special meetings.

Section 4.07 Board of Trustees - Officers. Officers of the Board of Trustees will consist of a president, vice-president, secretary and treasurer. All officers will be selected in a manner decided by the board at the first meeting of the Board of Trustees after the annual meeting or at a special meeting called for the purpose of electing officers. Officers will hold their respective offices for one year or until their successors are duly elected or qualified.

- (a) President.** The President will:
 - (1) Preside at all Board of Trustees meetings;**
 - (2) Preside at all membership meetings;**
 - (3) Form ministry teams in accordance with Section 5.01 [Ministry Teams – Formation];**
 - (4) With the exception of the Nominating Ministry Team, be a member of all ministry teams by virtue of his/her office;**
 - (5) Sign such papers and documents, upon proper authorization, as may be necessary; and**
 - (6) Be responsible for the planning of board orientation, retreats and workshops.**

- (b) **Vice-President. The Vice-President will:**
- (1) **Perform all the duties of the President in the absence of the President: and**
 - (2) **Become President of the Board in the event 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 term.**
- (c) **Secretary. The Secretary will:**
- (1) **Keep, or cause to be kept, an accurate record of the minutes of all board and membership meetings;**
 - (2) **Hold in custody and be responsible for all reports, contracts, other legal papers, minute books and the corporate seal. These items will be kept in the ministry office at all times, or in such other depository as prescribed by the board; and**
 - (3) **Attend to all official business required by the board.**
- (d) **Treasurer. The Treasurer will:**
- (1) **Be custodian of the funds of this ministry. He/she will pay out, or cause to be paid out, funds authorized by the board in accordance with Section 4.03 (d)(5) [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 period, at the annual membership meeting;**
 - (4) **Count, or cause to be counted by the appointment of qualified persons, all funds received, and be responsible for their deposit. When counting ministry funds, there should be at least two persons present; and**
 - (5) **Place, or cause to be placed, the funds of this ministry in a bank or other depository approved by the board.**

ARTICLE V MINISTRY TEAMS

Section 5.01 **Formation.** Ministry teams for any specific purpose, with the exception of the Nominating Ministry Team, will be appointed by the President of the Board or the minister. Ratification by the board is required.

ARTICLE VI SEAL

Section 6.01 **Description.** The corporate seal of this ministry will include the name of the ministry in

a circle, which encloses the name of the city, state and date of incorporation.

Section 6.02 **Dissolution.** Should this corporation dissolve:

- (a) All property and funds remaining after the payment of the debts of the corporation will be delivered to the Association, a nonprofit corporation organized under the laws of the State of Georgia, for religious and educational purposes.
- (b) 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.
- (c) The Association will make available according to its current policies and procedures, funds for the re-establishment of a Unity ministry in Santa Fe.
- (d) 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 office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court will determine, which are organized and operated exclusively for purposes set out in Section 5.01 (3) of the Internal Revenue Code of 1954.

ARTICLE VII Meeting Procedures

Section 7.01 **Rules of Order.** The latest edition of *Roberts's Rules of Order* will be the authority of this ministry on parliamentary law and its usage, unless otherwise provided by these bylaws.

ARTICLE VIII Bylaws Amendments

Section 8.01 **Procedure.** Amendments to these bylaws must be made by voting members of this Corporation at a legally constituted membership meeting. Written notice setting forth the proposed amendments must be mailed to all active members at least ten (10) days prior to the required membership meeting. An affirmative vote of seventy-five percent (75%) of all members present and voting will be necessary to pass any amendment to these bylaws. These bylaws fully supersede all previous bylaws adopted by Unity in Santa Fe.

Attest - Secretary

SEAL

Date of adoption or revision: 3/01/2009