

UNITY OF BELLEVUE

BYLAWS

AMENDED
May 15, 2011

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**UNITY OF BELLEVUE
BYLAWS**

ARTICLE I - IDENTIFICATIONS

Section 1.01 - STATEMENT OF PURPOSE

The purpose of Unity of Bellevue, a Washington non-profit corporation, is to teach the universal principles of Truth as taught and demonstrated by Jesus Christ. In the accomplishment of this purpose, Unity of Bellevue shall endeavor to conduct services of worship, classes of instruction, and adopt other means that in the judgment of the Minister will further the principles of practical Christianity among humankind.

Section 1.02 - ASSOCIATION OF UNITY CHURCHES - MEMBERSHIP AND RESPONSIBILITIES

Unity of Bellevue is a member of the Association of Unity Churches, hereinafter referred to as "the Association", a non-profit corporation organized and existing under the laws of the State of Georgia with headquarters at Unity Village, Missouri. The operation and conduct of this Ministry shall comply with the regulations and policies of the Association as outlined in the Association Bylaws, insofar as they do not conflict with the laws of the State of Washington.

(a) Leadership. This Ministry shall have as its leader an ordained or licensed Unity Minister or a licensed Unity teacher approved by the Association, or a person serving under special dispensation approved by the Association. Refer to Section 4.02 (c).

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 shall be taught through this Ministry using methods, textbooks, literature and other materials approved by the Association.

(c) Mailings. Copies of all printed matter mailed by this Ministry to its membership shall be sent to the Office of the Director of Ministry Services 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 OFFICIAL RECORDS

Section 2.01 - PRINCIPAL OFFICE

The principal executive office of the Corporation shall be fixed by the Board of Directors. Said office shall be in the County of King, State of Washington, or at such other place within the State of Washington as the Board of Directors hereafter shall designate. The Corporation may also have offices at other place or places as the Board of Directors may from time to time, designate.

Section 2.02 – OFFICIAL RECORDS

Records of membership, finances, donation, corporate minutes, etc. will be maintained at the principal office of the corporation. Official church documents are to be available to church officers and the Senior Minister at all times.

ARTICLE III - MEMBERSHIP

Section 3.01 - QUALIFICATIONS OF MEMBERS

A Member of Unity of Bellevue shall endeavor to live in accord with the Jesus Christ principles of Love and Truth as taught by Unity. A Member shall further the work of this Ministry through his/her active interest, love and support.

Section 3.02 - ELECTION OF MEMBERS

Anyone desiring membership in Unity of Bellevue shall complete an Application for Membership form with the Ministry office and fulfill current new membership requirements. All ministers and licensed Unity teachers employed by the church are considered members of this Ministry.

Section 3.03 - TERMS OF MEMBERSHIP

- (a) **Tenure.** A member shall retain membership until it is voluntarily severed, or as long as his/her ideas and conduct are in accord with the qualifications specified in Section 3.01. To maintain Active Membership a member must re-affirm bi-annually in accordance with Section 3.03 (b).
- (b) **Renewal.** Prior to the commencement of the Annual Membership Meeting each odd numbered calendar year, all members desiring to maintain Active Membership status shall re-affirm their membership by filing a statement of intention to renew Active Membership with the Ministry office. A form appropriate for renewal of Active Membership shall be mailed to each member ninety (90) days prior to such Annual membership meeting. Members not renewing shall be considered inactive.
- (c) **Removal.** Removal from the Membership role of any Member whose qualifications are in question requires at least a two-thirds (2/3) affirmative vote of the Board of Directors and the agreement of the Minister. Prior to action concerning removal, the Member must be given an opportunity for a hearing before the Board.

Section 3.04 - POWERS OF MEMBERS

Active Members of Unity of Bellevue shall have the power to do the following:

- (a) Vote at any Membership meeting called in accordance with Section 3.05.
- (b) Elect Members to the Board of Directors as specified in Section 4.05.
- (c) Ratify the Bylaws of this Ministry or any amendments thereto as specified in Section 9.01.
- (d) Vote on any question of sale, purchase, hypothecation or pledge of real property owned by and/or used for the operation of this Ministry which, together with prior such decisions, or ten (10%) per cent of the gross operating revenues of the prior fiscal year in value. A seventy-five percent (75%) affirmative vote of Active Members present is required to approve such sale, purchase or pledge. Refer to Section 4.04(b).
- (e) Elect a Member, and his/her alternate, to serve on the Nominating Committee as specified in Section 4.05(b).
- (f) Call a special Membership meeting when the affairs of this Ministry warrant such action. Refer to Section 3.05(b).
- (g) Vote to override any action of the Board of Directors providing it is communicated to the Membership in writing ten (10) days prior to subsequent meeting of the Membership. Seventy-five percent (75%) of Active Members present at such meeting shall have authority for determination.
- (h) Vote for the removal of any Director from his/her office in accordance with Section 4.06(a). A 2/3 affirmative vote of those members 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 Directors as may seem advisable for the good of this Ministry.
- (k) Request Conflict Transformation assistance by notifying the President of the Association of Unity Churches in writing signed by the lesser of fifty (50) Members or ten percent (10%) of the Active Membership with copies to the Board of directors and minister. Upon receipt of a request for assistance from said members to the President or designee of the Association of Unity Churches; said person will confer with the Minister and/or Regional Representative to evaluate whether further action is required.

Section 3.05 - MEETINGS AND QUORUM

- (a) **Annual Membership Meeting.** The Annual Membership Meeting of Unity of Bellevue shall be held at its official headquarters on the third (3rd) Sunday in May at 1:00 p.m., or at such other time and place as the Board of Directors shall designate from time to time.
- (b) **Special Membership Meetings.** Any time the affairs of this Ministry warrant, a Special Membership Meeting may be called by:
 - (1) The Minister.
 - (2) A majority of the Board of Directors.

- (3) Submitting a petition having been signed by the lesser of fifty (50) Members or ten percent (10%) of the Active Membership; a written request must be submitted to the Board which shall, within a reasonable length of time, call the Meeting on behalf of the requesting party. The purpose(s) for the Special Membership Meeting shall 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 faithfully reflect (restate, reproduce) the purpose(s) for the special meeting stated in the petition. Business conducted at the Special Membership Meeting shall be limited to the pre-stated purpose(s).
- (c) Written Notice. Written notice stating the date, time, place, [and purpose(s) in the case of a Special Membership Meeting] shall 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) shall constitute a quorum at any Membership meeting.
- (e) Participation. Participation in the business affairs of any Membership Meeting shall be restricted to Unity of Bellevue Active Members. Participation by non-members or Inactive Members in discussion of business must be approved by a two-thirds (2/3) vote of the Active Members present. Association of Unity Churches Liaison 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 shall be necessary for approval of the action being voted on. (Refer to Sections 3.04(d) and (g), 3.05(e) and 9.01.) Members unable to be present at a Membership Meeting may vote by absentee ballot upon application to the Ministry office prior to the commencement of the meeting. If absentee ballots are cast, their total shall be counted and included to determine the affirmative vote requirement. There shall be no voting by proxy. Absentee ballots will not be accepted at Special Membership Meetings.
- (g) Prayer. In any Membership Meeting, the Chair, the Minister, an Association of Unity Churches Liaison Representative or any Member may request that action on an item of business be suspended while the Membership enters into a time of prayer on the issue. Upon such request, the Chair shall provide a period of prayerful silence.

ARTICLE IV - GOVERNMENT

Section 4.01 - ADMINISTRATION

The government of Unity of Bellevue shall be vested in the Minister, who is the Administrative Director, and in the Board of Directors elected from the Membership.

Section 4.02 - MINISTER

- (a) Duties. As the Spiritual Leader, the Minister shall be responsible for the scheduling, conduct and content of services, classes and all other activities that further the purpose of this Ministry as specified in Section 1.01. As Administrative Director, the Minister shall 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 Directors and the Executive Committee on all matters except his/her own employment or that of his/her successor.
 - (3) A member of all committees. Refer to Section 5.01.
 - (4) Responsible for communicating with the Director of Ministry Services of the Association for the aid in resolution of all disputes between the Board of Directors and the Minister concerning the Minister's services.
- (b) Compensation. The compensation of the Minister shall be fixed by agreement between the Minister and the Board of Directors and shall be reviewed annually.
- (c) Vacancy. Should a vacancy occur in the office of the Minister, the Board of Directors shall communicate with the Director of Ministry Services of the Association and request a list of applicants for the position.

Section 4.03 - ASSOCIATE MINISTER

- (a) This position shall be filled when and as the needs of this Ministry require, as determined by agreement between the Minister and the Board of Directors. When appropriate, the Minister shall request a list of applicants from the Director of Ministry Services of the Association.
- (b) Duties. The primary responsibility of the Associate Minister is to assist the Minister in the performance of the Minister's duties as provided for in Section 4.02(a). The Associate Minister is:
 - (1) Responsible for the duties of the Minister in the Minister's absence.
 - (2) Responsible for such other duties as assigned by the Minister.
 - (3) Encouraged to attend and contribute to meetings of the Board of Directors.
- (c) Compensation. The compensation of the Associate Minister shall be recommended by the Minister and approved by the Board of Directors.
- (d) Qualifications. The Associate Minister shall have the qualifications and approval required in Section 1.02(a).

Section 4.04 - BOARD OF DIRECTORS - MEMBERS

- (a) Structure. The Board of Directors shall consist of the Minister and six (6) Directors elected from the Membership of Unity of Bellevue. Each elected Director shall hold office for three (3) years, or until his/her successor is duly elected. The terms of two (2) elected Directors shall expire annually and their offices shall be filled at the Annual Membership Meeting in accordance with Section 4.05. No elected Director shall serve more than two (2) consecutive terms of three (3) years each without an interval of one (1) year between terms.
- (b) Duties. As representative of the Membership, the Directors of the Board shall:
 - (1) Uphold the spiritual purpose of this Ministry as stated in Section 1.01.
 - (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 responsible for the hiring and/or termination of the Senior Minister.
 - (5) Be faithful in attendance at services, Board and Membership Meetings, and official Board retreats of this Ministry.
 - (6) Make determinations of the business needs of this Ministry and authorize payment of money for those purposes.
 - (7) Administer the property of this Ministry, both real and personal.
 - (8) Make determinations on the sale, purchase or pledge of real or personal property belonging to this Ministry. All decisions which, with a favorable determination would result in an accumulation of decisions regarding the sale, purchase, hypothecation or pledge of real property exceeding ten (10%) per cent of the gross operating revenues of the prior fiscal year in value shall be presented to the Membership at a properly constituted Membership Meeting to be voted on in accordance with Section 3.04(d).
 - (9) Authorize all paid staff positions of this Ministry and approve salaries after considering the recommendations of the Minister. Refer to Section 4.02(a).
 - (10) Set dates for the fiscal year.
 - (11) Have a qualified accountant compile an annual summary of the financial records of this Ministry at the end of each fiscal year.
 - (12) When deemed advisable, secure a fidelity bond for the Treasurer, the amount set by the Board.
 - (13) Act to fill the unexpired term of any Director in accordance with Section 4.06(b).
 - (14) Elect officers of the Board, and their successors to fill any unexpired term when necessary. Refer to Section 4.08(b)(2).
 - (15) Ratify committees and their chairperson as appointed by the Board President. Refer to Section 5.01.
 - (16) Communicate with the Director of Ministry Services of the Association for the aid in resolution of all disputes between the Board of Directors and the Minister concerning the Minister's services.
 - (17) Consider other duties brought to their attention by the Minister, the Membership and other Directors.
 - (18) To keep or cause to be kept an accurate record of membership.

- (19) To keep or cause to be kept accurate records of gifts to the ministry in compliance with Internal revenue Service regulations; and acknowledge in writing contributions in compliance with Internal Revenue Service regulations.

Section 4.05 - BOARD OF DIRECTORS - ELECTION

- (a) Qualifications. Any person elected to the Board of Directors shall be an active member of Unity of Bellevue. He/she shall:
 - (1) Desire to serve on the Board
 - (2) Endeavor to live in accord with the Jesus Christ principles of Love and Truth as taught by Unity.
 - (3) Further the work of this Ministry through his/her active interest, love and support.
 - (4) Be a sincere and continuing student of Unity, conversant with its teachings.
 - (5) Have demonstrated leadership capabilities.
- (b) Nominating Committee. A Nominating Committee shall be formed at least three (3) months prior to the Annual Membership Meeting, and shall initiate a search for one (1) qualified candidate for each open position on the Board of Directors. The Committee shall consist of the Minister and three (3) Members selected in the following manner:
 - (1) At the Annual Membership Meeting, the Membership shall elect one of its Members, and his/her alternate, to serve on the Nominating Committee for next year's election.
 - (2) The Board shall elect one of its Directors.
 - (3) Together with the Minister, the above two (2) Committee members shall select a fourth Committee member from the Membership who shall become Chairperson of the Nominating Committee. In the event of the unavailability to serve of the persons elected, the Board shall select a person, other than a current Board Member, from the Membership to fill the vacancy.
- (c) Nominating Procedure. As the presiding officer of the Annual Membership Meeting, the President of the Board shall:
 - (1) Read this Section 4.05 just prior to the call for nominations.
 - (2) Call upon the Chairman of the Nominating Committee to present the Committee's nominations.
 - (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. Votes for Directors shall be cast by ballot only if there are more nominations than there are open positions. In the event of a vote by ballot, the nominees receiving the largest number of votes shall be elected to the Board of Directors.

Section 4.06 - BOARD OF DIRECTORS - VACANCY AND REPLACEMENT

- (a) Vacancy. The office of a Director may be vacated by any of the following means:
 - (1) The resignation of the Director.
 - (2) The Board voting for the removal of a Director due to absences from three (3) successive regular Board Meetings. Absences may be excused by the Board on written request.
 - (3) The Board voting for the removal of a Director because of his/her failure to fulfill the duties of his/her office as specified in Section 4.04(b).
 - (4) The Membership voting for removal of a Director because of his/her failure to fulfill the duties of his/her office as specified in Section 4.04(b). Refer also to Section 3.04(h).
- (b) Replacement. Should a vacancy occur on the Board of Directors, the Board shall proceed to fill the vacancy by ballot within three (3) months, unless there are four (4) months or less remaining until expiration of the term of the vacant position. In the event of multiple vacancies, a Special Board Meeting may be called. Only persons meeting the qualifications specified in Section 4.05(a) may be considered for replacements. No replacement shall have served as a Director during the year prior to his/her election. A majority vote of those present and voting shall be necessary to elect. The term of the newly elected Director shall expire on the same date as the term of the Director he/she succeeds. If there are four (4) months or less remaining until expiration of the term of the vacant position, the vacancy shall be filled at the next Annual Membership Meeting under the procedures of Sec 4.05(b).

Section 4.07 - BOARD OF DIRECTORS - MEETINGS AND QUORUMS

- (a) Regular Board Meetings. The regular business meetings of the Board of Directors shall be held at the headquarters of this Ministry each month, unless otherwise specified by the Board.
- (b) Special Board Meetings. Special meetings of the Board shall be called by the President under any of the following conditions:
 - (1) By request of the Minister.
 - (2) By request of two (2) or more Directors.
 - (3) As the President deems it necessary.The request shall be filed in writing with the Board Secretary. Reasonable effort must be made to notify all Directors of any Special Board Meeting.
- (c) Quorum. Four (4) Directors, not including the Minister, shall constitute a quorum for the transaction of business.
- (d) Minister Attendance. The Minister (or a designated representative) has the right and the duty to attend all Board Meetings. S/he must be notified of all Special Board Meetings.

Section 4.08 - BOARD OF DIRECTORS - OFFICERS

Officers of the Board of Directors shall consist of a President, Vice-President, Secretary and Treasurer. All officers shall be elected by a majority vote of Directors present and voting, at the first Board meeting after the Annual Meeting, or at a special meeting called for the purpose of electing officers. Officers shall hold their respective offices for one year, or until their successors are duly elected or qualified.

- (a) President. The President shall:
 - (1) Preside at all Board of Directors meetings.
 - (2) Preside at all Membership meetings.
 - (3) Preside at all Executive Committee meetings.
 - (4) Appoint committees in accordance with Section 5.01.
 - (5) Be a member of all committees by virtue of his/her office, except the Nominating Committee.
 - (6) Sign such papers and documents, upon proper authorization, as may be necessary.
- (b) Vice-President. The Vice-President shall:
 - (1) Perform all duties of the President in his/her absence.
 - (2) Become President in case the office of presidency becomes vacant. In such a case, a new Vice-President shall be selected from among the remaining Directors to fill the remainder of the 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) Hold in custody and be responsible for all reports, contracts, other legal papers, the minute book and the corporate seal, which items shall be kept in the Ministry office at all times, or in such other place as prescribed by the Board.
 - (3) Attend to all official business required by the Board.
- (d) Treasurer. The Treasurer shall:
 - (1) Be custodian of the funds of this Ministry. He/she shall pay out, or cause to be paid out, funds authorized by the Board. Refer to Section 4.04(b).
 - (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.
 - (5) Place, or cause to be placed, the funds of this Ministry in the bank or other depository approved by the Board.
- (e) Executive Committee. The Executive Committee shall consist of the Minister and the Officers of the Board of Directors. It shall meet from time to time as determined by the President and Minister to set the agenda for the Board Meeting and to provide counsel and support to the Minister.

ARTICLE V - COMMITTEES

Section 5.01 - FORMATION

Committees for any specific purpose, with the exception of the Nominating, Executive and Endowment Fund Management Committees, shall be appointed by the Board President. Approval by the Minister and Board ratification are required.

ARTICLE VI - ENDOWMENT FUND

Section 6.01 - FORMATION

Unity of Bellevue shall create and maintain an Endowment Fund into which gifts designated for that fund shall be deposited.

Section 6.02 - POLICY

The principal held in said account, or in other investment media chosen by the Endowment Fund Management Committee (See Section 6.03 GOVERNANCE) will remain untouched unless otherwise decreed by a change to these Bylaws. Income shall be returned to the capital account until the principal amounts to \$50,000 (Fifty Thousand Dollars), after which time the income may only be used for capital expenditures at the discretion of the Board of Directors.

Section 6.03 - GOVERNANCE

The Executive Committee shall recommend and the Board shall elect an Endowment Fund Management Committee numbering not less than four (4) nor more than six (6) persons. Previously retired members of the Board of Directors shall be given first consideration in the selection, though other persons qualified for such service shall also be considered. Each elected committee member shall hold office for three (3) years and may serve an additional three (3) year term. A vacancy occurring on the committee will be filled by appointment from the Board to complete the term of the member being replaced.

The Board written Investment Policy shall be the principal guideline for making investments to produce growth and income for the Fund.

The Endowment Fund Management Committee will give a financial report to the Treasurer on a quarterly basis.

ARTICLE VII - SEAL

Section 7.01 - DESCRIPTION

The corporate seal of this Ministry shall include the name of the Ministry in a circle, which encloses the name of the city, state and date of incorporation.

Section 7.02 - DISSOLUTION

Should this corporation dissolve, all property and funds remaining after payment of the debts of the corporation shall be held by the Association of Unity Churches, a non-profit corporation organized under the laws of the State of Georgia, for religious and educational purposes, with headquarters located at Unity Village, Jackson County, State of Missouri, for the re-establishment of a Unity Center or Church in Bellevue, or such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 5.01(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code,) as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Superior Court of the County in which the principal headquarters office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII - MEETING PROCEDURES

Section 8.01 - 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 9.01 - PROCEDURE

Amendments to these Bylaws shall be made by active members of this corporation at a legally constituted Membership Meeting. Written notice setting forth the proposed amendments must be mailed to all Members at least ten (10) days prior to the required Membership Meeting. An affirmative vote of seventy-five percent (75%) of all active members present shall be necessary to pass any amendment to these Bylaws. These Bylaws fully supersede all previous Bylaws adopted by Unity of Bellevue.

B.J. Hudgins
Board Secretary

Amended: May 15, 2011 at Unity of Bellevue's Annual Membership Meeting held May15, 2011