



# **Unity Church of Overland Park**

## **BYLAWS**

**APPROVED MARCH 27, 2022**

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# UNITY CHURCH OF OVERLAND PARK BYLAWS

## ARTICLE I - IDENTIFICATION

**The name of this local Ministry shall be Unity Church of Overland Park.**

## ARTICLE II - PURPOSE

### **Section 1. Statement of Purpose.**

The purpose of Unity Church of Living Truth, Inc. d/b/a Unity Church of Overland Park (referred to herein as “Ministry”), a Kansas not-for-profit corporation, is to teach the universal principles of Truth as taught and demonstrated by Jesus and other Spiritual Teachers and interpreted by the Association of Unity Churches, Inc., d/b/a Unity Worldwide Ministries, a nonprofit corporation with headquarters at Unity Village, Missouri, hereinafter referred to as Unity Worldwide Ministries (UWM).

### **Section 2. Accomplishment of Purpose.**

In the accomplishment of this purpose, Unity Church of Overland Park shall be guided by its vision, mission, and core values. Unity Church of Overland Park shall conduct services of worship and classes of instruction. It shall demonstrate the principles of Truth by using them in the operation of the Ministry and adopt other means, that in the judgment of the Ministry, shall further the principles of positive, practical Christianity.

Unity Church of Overland Park is committed to incorporating the values of diversity, equity, and inclusion of all people in the governance and activities of this Ministry.

### **Section 3. Unity Worldwide Ministries Membership and Responsibilities.**

Unity Church of Overland Park shall be a vital part of the Worldwide Unity movement and a member of UWM. Any member of this Ministry may call upon the resources and support of UWM through its Senior Minister, Leadership Council, staff or through direct communication with UWM.

In the spirit of cooperation, the operation and conduct of this Ministry shall comply with the bylaws, policies, and regulations of UWM, insofar as they do not conflict with the laws of the State of Kansas.

**A. Participation.** This Ministry may have its voice heard and its wishes expressed in the membership meeting of UWM, and its members participate in workshops, seminars, community service opportunities, 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 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 the church function.

**C. Leadership.** This Ministry will have as its Senior Minister (hereinafter referred to as Senior Minister) an ordained or licensed Unity Minister(s) in good standing or a person

serving under special dispensation approved by UWM. For the purpose of these Bylaws, the term "Minister" will include a person serving under special dispensation of UWM.

**D. Teaching.** The principles of practical Christianity shall be taught through this Ministry using methods, textbooks, literature, and other materials consistent with the guidelines of UWM.

**E. Comply with Requests.** The Ministry shall comply with all requests for identifying information from UWM, including but not limited to copies of the Ministry's:

1. Articles of Incorporation;
2. Bylaws, whenever updated;
3. Deeds of properties owned by the Ministry;
4. Form SS-4, Application for Employer Identification Number, once it has been returned by the IRS to the Ministry;
5. Form 8822-B, Change of Address for Responsible Party.

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

### **ARTICLE III - OFFICE AND OFFICIAL RECORDS**

#### **Section 1. Principal Office.**

The principal executive office of the corporation will be fixed by the Leadership Council. Said office shall be in the County of Johnson, State of Kansas, or at such other place within the State of Kansas as the Leadership Council hereafter shall designate. The Ministry may also have offices at such other place or places, as the Leadership Council may from time to time designate.

#### **Section 2. Official Records.**

Records of membership, finance, donation, corporate minutes, and other records required by law or as designated by the Leadership Council shall be maintained at the principal office of the Ministry. Confidential documents are available only for use by the Minister(s), Leadership Council, or designated professional staff and advisors. Non-confidential documents are available to members.

### **ARTICLE IV- MEMBERSHIP**

#### **Section 1. Qualifications.**

A member of Unity Church of Overland Park shall endeavor to live in accordance with the principles of love and truth as taught by Jesus and Unity and to further the work of this Ministry through active interest, participation, love, and support.

#### **Section 2. Membership Application.**

Anyone who has reached the age of thirteen (13) desiring membership in Unity Church of Overland Park shall file an application for membership with the Ministry office. Each applicant will complete an orientation determined by the Ministry. In addition, prospective members may need to meet additional requirements according to the current Ministry policy. The application shall be presented to the Leadership Council at its next regular meeting. A seventy-five percent (75%) affirmative vote of the Leadership Council present, and voting shall be required for the

applicant to become a member. The Council shall notify the applicant of its decision. All staff Ministers and active Licensed Unity Teachers are considered members of this Ministry.

### **Section 3. Term of Membership.**

A member shall hold membership until they voluntarily terminate said membership or until such time as a member becomes inactive. The member shall notify the Ministry of their desire to terminate membership, or it shall be assumed that membership has been voluntarily terminated where there has been no known communication or participation by a member for a period of at least one year. The names of deceased members shall be removed from the roster of members by the Secretary or the Secretary's designee upon receipt of notification of death.

### **Section 4. New Membership.**

**A. New Members.** Sixty (60) days after acceptance, a new member shall have voting rights at all membership meetings up through and including the next regularly scheduled annual membership meeting after joining the Ministry.

**B. Existing Members.** To retain membership rights, each member must indicate a desire to remain a member by completing and returning to the church a yearly continuing membership document as approved by the Leadership Council. If no current membership document is on file prior to or at the annual membership meeting, that person becomes a former member and cannot vote at any membership meetings until reinstatement occurs as outlined in section 5 below.

**C. Youth Members.** At the option of the Ministry, youth membership may be established under the following provisions:

1. Youth membership is open to those who are no less than thirteen (13) years of age and not more than seventeen (17) years of age.
2. A youth member shall have the right to speak at all meetings which members have the right to speak. Youth members shall be ineligible to vote at the annual and special membership meetings. Upon obtaining the age of eighteen (18), a youth member becomes a voting member.
3. Youth members are not eligible to serve as members of the Leadership Council.
4. Any additional qualifications for youth membership shall be at the discretion of the Ministry.

### **Section 5. Reinstatement of Former Members.**

**A. Reinstatement within two years.** Former members who wish to return to membership within the first two years after losing membership, who meet membership qualifications and fill out a yearly membership renewal document, and when approved by the Leadership Council, shall be reinstated as members. In order to vote at a membership meeting, such members must fulfill these requirements at least sixty (60) days before a membership meeting.

**B. Reinstatements after two years.** Persons who have not been members for two (2) years or more and desire to return to membership may reapply in the same manner required of new members.

**C. Removal of Membership for Cause.** A member may be removed for cause by the Leadership Council. "For cause" means any significant violation of the guidelines pertaining to Membership, as identified in these bylaws. Prior to any vote concerning removal, the member in question must be notified by certified mail at least thirty (30) days prior to the Leadership Council meeting of the charges that may lead to removal of membership and thereafter be given an opportunity for a hearing before the Council. The

member shall have the right to be present at the hearing by the Leadership Council and may bring a person to counsel them, who must be a member of the Ministry.

## **ARTICLE V – MEETINGS AND QUORUM**

### **Section 1. Annual Membership Meeting.**

The annual membership meeting of Unity Church of Overland Park shall be held at the principal location of the Ministry on a Sunday in June at the time of the day designated by the Leadership Council. This date and time shall be announced at least thirty (30) days prior to said date by public access generally accessed by Ministry members (e.g. Sunday announcements, website, newsletter, email).

### **Section 2. Special Membership Meetings.**

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

- A. Senior Minister;
- B. A majority vote of the members of the Leadership Council;
- C. A petition signed by the lesser of fifty (50) active members or ten percent (10%) of the membership.

Upon receiving a proper request for a special membership meeting, the Chair of the Leadership Council shall call the meeting on behalf of the requesting party within thirty (30) days of the receipt of the request. The notice of a special meeting shall be sent by announcements and electronic mail to all members at least fifteen (15) days prior to the meeting. The location, quorum, presiding officer, participation, voting, and prayer provisions for special membership meetings shall be the same as those for annual meetings.

Business conducted at the special membership meeting will be limited to the purpose stated in the notification.

### **Section 3. Written Notice.**

Written notice stating the date, time, place and purpose of the special membership or annual meeting will be communicated through a public access generally accessed by Ministry members (e.g., Sunday announcements, website, email, newsletter) to all members at least ten (10) days before any membership meeting.

In the case of a special membership meeting called by written petition, the written notice of the meeting to the membership will faithfully reflect the purpose(s) for the special meeting stated in the petition.

### **Section 4. Quorum.**

The lesser of 50 members or ten percent (10%) of the membership will constitute a quorum for the transaction of business of any membership meeting called pursuant to the notice provision of the Bylaws.

### **Section 5. Presiding Officer.**

The Chair of the Leadership Council shall serve as the presiding officer of the annual membership meeting unless the Chair relinquishes the chair to another Leadership Council member, to a representative of UWM, or to a professional registered parliamentarian.

## **Section 6. Participation.**

The right to speak, to make motions, and to vote during the annual meetings shall be restricted to those members who are present or in person by electronic or video means, and who are admitted to membership at least sixty (60) days prior to the date of the meeting. The right of other persons to speak during membership meetings may be extended by the presiding officer or by a seventy-five percent (75%) affirmative vote. UWM's representative(s) invited by the Senior Minister, the Leadership Council, or the membership have a right to participate in discussion.

## **Section 7. Voting.**

Unless otherwise provided in these Bylaws, a seventy-five percent (75%) affirmative vote of the members present and qualified to vote, and voting, shall be necessary for approval of the action being voted upon.

Members unable to be present at a membership meeting may vote by absentee ballot for good cause (good cause may be determined by the Leadership Council) upon application to the Ministry office in advance of the meeting date. Absentee ballots must be returned at least three (3) days prior to the meeting. Proxy votes are not permitted.

## **Section 8. Prayer.**

In any membership meeting, the Leadership Council Chair, Senior Minister, UWM Representative, or any member may request that action on an item of business be suspended while the membership enters a time of prayer concerning the item(s) of business. Upon such request, the Chair will provide a period of prayer and silence.

## **Section 9. Rights of Members.**

Members shall have the right to the following:

- A.** To vote at any membership meeting either in person or by other electronic virtual means simultaneously, with a minimum standard being visual or oral communication performed in accordance with the Bylaws.
- B.** Elect members to the Leadership Council as specified in the Bylaws.
- C.** Ratify the Bylaws of this Ministry or make amendments thereto in accordance with the Bylaws.
- D.** Vote on all decisions in favor of the sale, pledge, or proposed financing of real property exceeding fifty thousand dollars (\$50,000). A seventy-five percent (75%) affirmative vote of those present in person or virtually and voting, is required for approval. Notwithstanding this provision, the Leadership Council shall be allowed to refinance the current existing debt without the approval of the membership in accordance with reasonable business practices.
- E.** Elect two members to serve on the Nominating Committee as specified in the Bylaws.
- F.** Call a special membership meeting when the affairs of this Ministry warrant such action.
- G.** Vote to override any action of the Leadership Council. This vote must be taken at a duly constituted membership meeting. Notice of the issue to be voted on must be submitted to the membership in writing or electronically at least fifteen (15) days prior to the meeting. Consent of seventy-five percent (75%) of those present in person or electronically and voting is required to override an action of the Leadership Council.
- H.** Vote for the removal of any or all Leadership Council member(s) from the Leadership Council in accordance with the Bylaws. A seventy-five percent (75%) affirmative vote of those present in person and electronically and voting is required.
- I.** View official records of the Ministry except for Confidential Information. Confidential Information includes but is not limited to: personnel records, spiritual counseling data,

prayer information, emails, and contribution records.

- J. Request in writing, not later than thirty (30) days prior to the meeting, that a specified item be placed on the agenda of a Leadership Council Meeting or Membership Meeting for the purpose of offering suggestions to the Leadership Council as may seem advisable for the good of this Ministry.
- K. To serve on Ministry teams if selected, to speak at any membership meeting according to Robert's Rules of Order.
- L. To offer suggestions to the Minister(s) or Leadership Council that may seem advisable for the good of the Ministry.
- M. To contact a Regional Representative or UWM directly for guidance, support, or information on available resources.
- N. To participate in all activities and programs of the Ministry.
- O. To review the Annual Financial Report of the past fiscal year.

### **Section 10. Power and Authority.**

At annual membership meeting, members shall have the power and authority to do all of the following:

- A. Elect members to the Leadership Council.
- B. Approve proposed amendments to these Bylaws.
- C. Approve by a seventy-five percent (75%) vote any expenditures regarding the sale, pledge, or proposed financing of real property belonging to this Ministry that exceeds fifty thousand dollars (\$50,000) or thirty-five percent (35%) of the previous year's income, whichever is less.
- D. Elect two (2) members to serve on the Nominating Committee.
- E. Override any action of the Leadership Council provided notice of the action to be voted on is sent by postal or electronic mail to all members in writing fifteen (15) days prior to the meeting and is approved by seventy-five percent (75%).
- F. Remove by seventy-five percent (75%) affirmative vote any or all members from the Leadership Council provided a notice of the action is sent by postal or electronic mail to all members of the Leadership Council in writing or electronically fifteen (15) days prior to the meeting.
- G. Any active member may send a request in writing or electronically to the Leadership Council no later than thirty (30) days prior to the annual meeting, that a specified matter be placed on the agenda.
- H. Vote on any matters officially brought to the attention of the membership.

### **Section 11. Prayer.**

In any annual membership meeting, the Leadership Council Chair, Minister(s), UWM representative or any member may request that action on an item of business be suspended while the membership enters a time of prayer concerning the item of business. Upon such request, the presiding officer shall provide a period of prayer and silence.

## **ARTICLE VI - ADMINISTRATION AND LEADERSHIP**

### **Section 1. Administration.**

Governance shall be vested in the Leadership Council, which includes the Senior Minister and elected Leadership Council members. The Administration of Unity Church of Overland Park shall be vested in the Senior Minister as the Administrative Director and the Leadership Council elected from the membership.



## Section 2. Minister.

### A. Senior Minister.

**1. Selection.** The Senior Minister shall be a qualified Unity Minister whose qualifications, in the judgment of the Leadership Council best satisfy the requirements of the position of Senior Minister. A seventy-five percent (75%) approval vote of the Leadership Council is required to hire a Senior Minister. The Leadership Council shall select the Senior Minister following the employment procedures for Ministerial personnel of UWM.

<https://www.unityworldwideministries.org/openings>

**2. Purpose.** The purpose of the Senior Minister is to inspire and to demonstrate by works and example the power and joy of life lived according to spiritual principle. As the focal point of the Ministry community, the Senior Minister sets the tone for every aspect of the Ministry. It is the role of the Senior Minister to articulate the vision for the community, inspiring it to move forward in the direction of co-creating love in action while simultaneously maintaining a thriving spiritual community and an openness to an even greater awareness and understanding of Spirit.

**3. Compensation.** The compensation of the Senior Minister employed by this Ministry shall be set by the Leadership Council and be in alignment with the approved budget.

**4. Duties.** As the spiritual leader of this Ministry, the Senior Minister shall conduct and be responsible for the scheduling and content of services, classes, and all other activities that further the purpose of this Ministry. As administrative director, the Minister shall:

- a. Be responsible for the complete functioning of this Ministry, including the hiring and termination of all employees including Associate and Assistant Ministers.
- b. Be and serve as voting member of the Leadership Council on all matters except their own employment or that of their successors.
- c. Serve as ex officio member of all Ministry teams.
- d. Be responsible for creating specific Ministry teams/committees related to these duties and appoint the leaders of these teams.
- e. Be responsible for promptly seeking UWM's assistance in the event of a dispute adversely affecting the Ministry.

**5. Terms of Employment.** The terms of employment, including compensation, of the Senior Minister shall be fixed by agreement between the Senior Minister and the Leadership Council.

**6. Senior Minister Relationship with the Leadership Council.** The Senior Minister shall be a voting member of the Leadership Council on all matters except the terms and conditions of their own employment and such matters as may constitute a conflict of interest with respect to the Senior Minister. If any issue regarding the services of the Senior Minister cannot be resolved by the Senior Minister and the other members of the Council, the Leadership Council shall seek third party intervention or mediation regarding the solution to the issue.

**7. Termination of Employment of Senior Minister.** A seventy-five percent (75%) affirmative vote of the Leadership Council or a seventy-five percent (75%) affirmative vote of a special membership meeting that meets the quorum requirements is required to terminate the employment of the Senior Minister.

**8. Vacancy.** The position of a Senior Minister may be vacated by any of the following actions:

- a. Resignation, or

- b. After complying with Section 2.A.6 above, the Minister's removal because of failure to fulfill the purpose and duties of the position.

In the case of a vacancy in the position of Senior Minister, the Leadership Council may choose to hire an Interim Minister by a majority vote.

**B. Associate and/or Assistant Ministers.**

**1. Selection and Reporting.** Associate and/or Assistant Ministers will be duly licensed or ordained Ministers. Associate and/or Assistant Ministers are hired by the Senior Minister with the consent and approval of the Leadership Council. These Ministers function with less responsibility than the Senior Minister.

**2. Qualifications.** Any Associate and/or Assistant Minister shall agree to abide by the UWM Code of Ethics and Sexual Conduct Policy.

**3. Duties.** The Associate and/or Assistant Minister will perform the duties and fulfill the responsibilities assigned to them by the Senior Minister.

**4. Compensation.** The compensation of the Associate and/or Assistant Minister shall be fixed by the Senior Minister as ratified by the Leadership Council.

**5. Definitions.**

**a. Unity Ministry.** A member Ministry is a Ministry recognized by UWM.

**b. Senior Minister.** A Senior Minister is a Unity Minister duly ordained, licensed or serving under special dispensation by UWM (or Unity School of Christianity prior to July 1, 1966), who assumes the spiritual and administrative leadership role in a member Ministry. This leader oversees teaching, preaching, healing, counseling, praying and all spiritual services and fellowship activities of the Ministry. The Senior Minister shall also be responsible for overseeing the administration and operation of the Ministry.

**c. Associate Minister.** In ministries with more than one Minister, an Associate Minister may be equal in ability, but function with less responsibility than the Senior Minister. The Associate Minister reports to the Senior Minister, who determines the scope of the Associate's responsibilities.

**d. Assistant Minister.** The skills and/or experience of the Assistant Minister may be less than those of the Senior Minister. The Assistant Minister reports to the Senior Minister, who determines the scope of the assistant's responsibilities. The assistant may be placed in a specialized area of the Ministry, i.e., pastoral visitation or administrative support.

**ARTICLE VII - LEADERSHIP COUNCIL**

**Section 1. Composition.**

The Leadership Council shall consist of the Senior Minister and eight (8) elected members. The Leadership Council shall be elected from among the membership of Unity Church of Overland Park at the annual membership meeting. If membership of congregants falls below fifty (50) members or less, the Leadership Council may consist of the Senior Minister and six (6) elected members.

**Section 2. Eligibility.**

To be eligible to be elected to the Leadership Council, a person:

- A. Is a member of Unity Church of Overland Park for at least one (1) year;
- B. Is willing to serve on the Leadership Council;
- C. Shall endeavor to live in accord with Christ principles of love and truth taught by Unity Worldwide Ministries;

- D. Furthers the work of this Ministry through their active interest, love, and financial support;
- E. Is a sincere and continuing student of Unity, conversant with its teaching;
- F. Has demonstrated leadership capabilities;
- G. Is in attendance at the annual membership meeting, or in the case of any emergency, has submitted a letter of willingness to accept election to the Leadership Council.

### **Section 3. Term of Office.**

In order to accommodate the terms of the Leadership Council, three (3) members shall be elected to serve a three (3) year term, staggered each year with another three (3) members and another two (2) members. This will accommodate either three (3) or two (2) new Leadership Council Members being elected each year. Unless a vacancy occurs, at least five (5) veteran Leadership Council members will remain on the Leadership Council with two (2) or three (3) new members being newly elected. Each elected Leadership Council member shall hold office for up to three (3) years, or until a successor is duly elected. Leadership Council Members elected at the annual membership meeting shall take office at the conclusion of the annual membership meeting.

Leadership Council members may serve up to two (2) consecutive complete terms following which they must have at least one year (twelve months) off the Leadership Council before they can again serve on the Council. Any person who serves on the Leadership Council more than six (6) months shall be credited with having served a full year of their term.

### **Section 4. Compensation.**

Leadership Council members, except for the Senior Minister, may not receive compensation from the Ministry. Compensation should not be construed to include expenses incurred on behalf of the Ministry that have been approved by the Leadership Council. Household members of a Leadership Council member are not restricted from receiving compensation from the Ministry, provided the Leadership Council votes to waive any potential conflict of interest created thereby. Further, no Leadership Council member shall be the relative or significant other of another Leadership Council member.

### **Section 5. Prohibition of Leadership Council Service.**

The following persons are prohibited from service on the Leadership Council

- A. Any active licensed Unity teacher from this Ministry;
- B. Relatives, significant others, or household members of any Leadership Council member of the Ministry;
- C. Individuals receiving compensation from the Ministry, except for the Senior Minister. Relatives, significant others, or household members of any individual receiving compensation from the Ministry may serve on the Leadership Council but may not vote on any matter of compensation as it relates to such individuals or business entities owned by such individuals.

### **Section 6. Purpose.**

The Leadership Council is the governing body of Unity Church of Overland Park. Its purpose is to make decisions that support and co-create love in action for this Ministry. Leadership Council members demonstrate by words and example the power and joy of life lived according to spiritual principles.

### **Section 7. Duties.**

As representatives of the membership, the Leadership Council will:

- A. Uphold the spiritual purpose of this Ministry;

- B.** Uphold the highest interest of the membership in conducting the business of this Ministry;
- C.** Be conversant with these Bylaws;
- D.** Be faithful in attendance at services, Leadership Council meetings, membership meetings and other activities of this Ministry;
- E.** Establish general policy for the conduct of the affairs of the Ministry;
- F.** Oversee the administration of the real and personal property of the Ministry;
- G.** Approve all expenditure limits of authority;
- H.** Make determinations on 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 fifty thousand dollars (\$50,000) in value shall be presented to the membership at a properly constituted membership meeting to be voted on in accordance with these Bylaws;
- I.** Set dates for the fiscal year;
- J.** Adopt an annual income and expense budget;
- K.** Cause to be prepared complete annual financial statements that set forth the fiscal conditions and operations of the Ministry;
- L.** Authorize periodic reviews or audits of the finances of the Ministry which may be conducted by an outside audit or from a committee of members elected by the Leadership Council;
- M.** Approve applicants for membership in accordance with these Bylaws;
- N.** Act to fill a vacancy on the Leadership Council in accordance with these Bylaws;
- O.** Select officers of the Leadership Council;
- P.** May propose committees to the Senior Minister;
- Q.** Keep the congregation informed of key decisions, actions, and other pertinent information;
- R.** Seek assistance from UWM in the event of a dispute adversely affecting the Ministry;
- S.** Attend and actively participate in ongoing Leadership Council training programs;
- T.** Ensure the distribution of yearly membership renewal documents (hard copy or electronic) as approved by the Leadership Council to all members;
- U.** Keep or cause to be kept an accurate record of membership;
- V.** Send or cause to be sent an acknowledgment in writing of contributions in compliance with Internal Revenue Service regulations;
- W.** Keep or cause to be kept accurate records of gifts to the Ministry in compliance with Internal Revenue Service regulations;
- X.** Secure liability insurance for all Leadership Council members and Ministers;
- Y.** Secure a fidelity bond or theft and dishonesty insurance for all persons who handle money;
- Z.** Perform such other duties as may be established by the Leadership Council as need arises;
- AA.** Employ an ordained or licensed Unity Minister(s) through cooperation with the employment procedures of UWM;
- BB.** When conflict arises amongst the Leadership Council Members or the Leadership Council and the Senior Minister, the Ministry shall seek to reconcile differences and notify UWM for help with procedures and to provide guidance and consultation. After a Ministry and its Senior Minister have sought to reconcile differences and cooperate with the procedures and guidance of UWM, the Leadership Council may terminate the employment of a Senior Minister by a seventy-five percent (75%) affirmative vote (excluding the Minister). If the Senior Minister position becomes vacant, the Leadership Council shall notify UWM within three (3) business days;
- CC.** Send or cause to be sent an annual Ministry report to UWM;

- DD.** As recommended by the Senior Minister, determine staff positions, including Associate and Assistant Ministers, and authorize compensation through the annual budget process;
- EE.** Elect officers of the Leadership Council and their successors to fill any unexpired term when necessary;
- FF.** Create such Leadership Council committees as needed related to Leadership Council functions and responsibilities of the Council;
- GG.** Advise the Chair of the Leadership Council of appointments to such committees;
- HH.** Consider issues brought to their attention by the Minister or members of the Council;
- II.** Keep or cause to be kept a background check on all staff and volunteers directly involved with the children's programs;
- JJ.** Issue or cause to be issued necessary 1099 and W-2 forms in compliance with Internal Revenue Service regulations;
- KK.** Secure insurance covering the building, grounds, and other properties, also Worker's Compensation Insurance for the Minister(s);
- LL.** Take such other actions as may be deemed necessary for the best interests of this Ministry.

### **Section 8. Nominating Committee.**

A Nominating Committee shall be formed at least three (3) months prior to the annual membership meeting and shall serve through the annual meeting. The committee shall initiate a search for qualified candidates for each open position on the Leadership Council.

The committee shall consist of the Senior Minister, a representative of the Council, elected by the Leadership Council, and three members of the congregation. The congregational members, who may not be current members of the Council shall be selected in the following manner:

- A.** At the annual membership meeting, the membership shall elect two of its members to serve on the Nominating Committee for the next year's election, plus an alternate. Candidates for the Nominating Committee shall be nominated by the previous Nominating Committee and/or from the floor.
- B.** The Nominating Committee shall select the third congregational member at its first meeting.

The Nominating Committee shall select one of its members to be its chair.

In the event of unavailability of a congregational member to serve, an alternate will fill the vacancy. For any further vacancies, the Nominating Committee members will select a person from the membership to fill the vacancy. Replacement of the Leadership Council representative shall be by a vote of the Council.

### **Section 9. Duties of Nominating Committee.**

- A.** The Nominating Committee shall nominate qualified candidates for the Leadership Council. The number of candidates nominated shall equal or exceed the number of open positions on the Council. A slate of nominees shall be announced to the congregation at least 45 days prior to the annual meeting.
- B.** The Nominating Committee also nominates candidates to stand for election to the Nominating Committee at the annual membership meeting.
- C.** The Nominating Committee shall identify and maintain a list of potential leaders of the congregation to serve in various capacities.

- D.** In the event of an Interim Leadership Council, the Nominating Committee shall complete its selection process within thirty (30) days from the establishment of the Interim Council.

### **Section 10. Nominating Procedure.**

The Chair of the Leadership Council, as the presiding officer of the annual membership meeting, will:

- A.** Cause to be read the Leadership Council Election Qualifications just prior to the call for nominations;
- B.** Call upon the Chairperson of the Nominating Committee to present the committee's nominations;
- C.** Read the names of additional nominees that have submitted their names at least fifteen (15) days prior to the annual Membership meeting. All nominees, no matter how nominated, must qualify in accordance with the Leadership Council Election Qualifications.

### **Section 11. Other Nominations.**

Any member wishing to nominate another member may do so by contacting the Nominating Committee no later than fifteen (15) days in advance of the annual Membership meeting.

### **Section 12. Self-Nominations.**

Any member not nominated by the Nominating Committee may submit their name to the Leadership Council no later than fifteen (15) days prior to the annual Membership meeting.

### **Section 13. Election.**

The terms of all Leadership Council members which expire each year in accordance with the Bylaws shall be filled at such year's annual membership meeting by formal balloting by the members. Terms shall be filled by matching those nominees receiving the most votes with the longest available terms, until all positions are filled. All persons elected to serve more than thirteen (13) months in such a manner shall be considered as fulfilling a complete term of office. The Chair shall announce the newly elected Leadership Council members to the congregation following the counting of the ballots.

### **Section 14. Vacancy.**

The office of a Leadership Council member may be vacated by any of the following means:

- A.** The resignation of the Leadership Council member;
- B.** The Leadership Council voting for the removal of a Leadership Council member due to unexcused absences from three successive regular Leadership Council meetings;
- C.** The Leadership Council voting for the removal of a Leadership Council member because of a failure to fulfill the duties of the office as specified Duties; and
- D.** The membership voted for removal of a Leadership Council member because of failure to fulfill the duties of the office as specified in these Bylaws.

### **Section 15. Replacement.**

Should a vacancy (vacancies) occur on the Leadership Council, the Leadership Council may fill vacancies by ballot at its next meeting. However, if the number of Leadership Council members drops below six members, the Leadership Council will proceed to fill the vacancy (vacancies) by

ballot at its next meeting. Only persons meeting the qualifications may be considered as replacements. A seventy-five percent (75%) affirmative vote of those present and voting will be necessary to elect a replacement. The term will expire on the day of the next annual meeting. All persons elected to serve in such a manner shall not be considered fulfilling a complete term of office.

- A. Should the number of Leadership Council members fall beneath the quorum requirement, the remaining Leadership Council members shall be empowered to call and hold the special meetings allowed and to carry on the necessary day-to-day activities of the Ministry.
- B. Should the number of Leadership Council members fall beneath a quorum, two special membership meetings shall be called:
  - 1. The first meeting shall occur within thirty (30) days with notice sent to all members by postal or electronic mail at least fifteen (15) days prior to the meeting. The purpose of this meeting shall be:
    - a. To elect interim Leadership Council Members.
    - b. To constitute or reconstitute the Nominating Committee.
    - c. To set the date for a second special meeting. The second special meeting shall be held no later than seventy-five days (75) after the first meeting with notice sent to all members by postal or electronic mail at least fifteen (15) days prior to the meeting.
  - 2. The Nominating Committee shall:
    - a. Complete their search for Leadership Council nominees within thirty (30) days of the first special membership meeting;
    - b. The results of the Nominating Committee work shall be mailed to all members within forty-five (45) days.
  - 3. The Leadership Council 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 Leadership Council elections shall be held at the regular annual meeting of this Ministry.
- C. 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 16. Interim Leadership Council.**

If the entire Leadership Council has been recalled, the Ministry membership may choose to elect an Interim Leadership Council whose term of office will not exceed sixty (60) days. At the end of sixty (60) days a permanent Leadership Council must be elected.

### **Section 17. Removal from Office by the Leadership Council.**

Any member of the Leadership Council may be removed by the Leadership Council due to unexcused absences from three (3) successive regular Leadership Council meetings, failure to fulfill the duties of the office, or disruptive or unethical behavior. Removal requires a seventy five percent (75%) affirmative vote of the other Leadership Council members.

### **Section 18. Leadership Council Meetings**

The regular business meetings of the Leadership Council will be held once per month unless otherwise specified by the Council. There must be a minimum of one (1) meeting per quarter.

### **Section 19. Special Leadership Council Meetings.**

Special meetings of the Leadership Council shall be called by the Chair of the Leadership Council, if requested by the Senior Minister, by three (3) or more Council members, by a written petition of ten percent (10%) of the Ministry's voting members, or by the Chair, if the Chair deems it necessary. Any request for a special Leadership Council meeting shall be made in writing to the Leadership Council Secretary. All current Leadership Council Members, including the Senior Minister shall be sent postal or electronic notice of any special Leadership Council meeting at least seventy-two (72) hours in advance. The attendance of any member of the Leadership Council at the meeting shall serve as a waiver of this notice requirement.

### **Section 20. Action without a Meeting.**

The Leadership Council may take an action without a meeting if a consent in writing, setting forth the action so taken, is signed or electronically acknowledged by all the Leadership Council members and is thereafter ratified at a regular or special meeting.

### **Section 21. Quorum.**

Seventy-five percent (75%) of the total number of Council members including the Minister constitutes a quorum for the transaction of business. Unless otherwise provided herein, the vote of seventy-five percent (75%) present and voting shall be necessary for approval of the action being voted upon. Should the total number of Council members including the Minister, fall below a quorum, the remaining members shall refer to and implement the Bylaws guidance concerning vacancies. Electronic attendance is permitted and is not considered an absence.

### **Section 22. Leadership Council Authority.**

Except as provided in these Bylaws, all authority is vested in the Leadership Council only when it meets in session after notice to all Council members and the Senior Minister and a quorum is present.

When discussing the Minister's compensation, working conditions, or review of the Minister's work record, the Leadership Council (including the Minister) may decide to exclude the Minister from that portion of the discussion.

### **Section 23. Leadership Council Officers.**

Officers of the Leadership Council will consist of a Chair, one or more Vice-Chairs, Secretary, and Treasurer. The Chair for the upcoming year will be elected by the Leadership Council at least one month prior to the annual meeting. All Leadership Council members who are continuing their term or eligible for reelection may be considered for Chair. All other officers will be elected in a manner decided by the Council, at the first Leadership Council meeting 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. In the case of a vacancy in any office, the Leadership Council will elect a new Officer from among its members.

- A. Chair.** The Chair shall preside at all Leadership Council meetings, preside at all membership meetings, appoint members of Ministry teams related to Leadership Council functions (except the Nominating Committee) with the advice of the Council, serve as an ex officio member of all Ministry teams except the Nominating Committee, sign such papers and documents upon proper authorization as may be necessary and be responsible for collaborating with the Senior Minister in the planning of Leadership Council orientations, retreats, and workshops.



**B. Vice Chair.** The Vice Chair shall assist the Chair in the performance of that officer's duties, perform all the duties of the Chair of the Leadership Council in the absence of the Chair, and succeed to the office of Chair in case the office of the Chair becomes vacant. In such a case, a new Vice Chair shall be elected from among the remaining members to fill the remainder of the unexpired term.

**C. Secretary.** The secretary shall keep, or cause to be kept, an accurate record of the minutes of all Leadership Council and membership meetings, hold in custody and be responsible for all reports, contracts, other legal papers, keep the meeting minute books at the principal executive office of the Ministry at all times or in such other depository as prescribed by the council, be a signatory to any legally required documents which the state or local government determine necessary, attend to all official business as directed by the Council, keep or cause to be kept up-to-date membership lists, and send or cause to be distributed yearly membership renewal cards to all members.

**D. Treasurer.** The treasurer shall be custodian of all funds belonging to this Ministry, pay out or cause to be paid out funds authorized by the Leadership Council, see that all expenditures are evidenced by proper receipts and vouchers, keep or cause to be kept a record of all financial transactions, submit monthly financial reports at each regular Leadership Council meeting, submit a financial report covering the last complete fiscal year and a budget for the upcoming year to be approved by the membership at the annual membership meeting, and account or cause to be accounted for by the appointment of qualified persons all funds received being responsible to assure that all such funds are deposited in accounts authorized by the Council. When counting Ministry funds there should be at least two (2) persons present. The treasurer is required to pass background checks for the faithful performance of his or her duties as the Leadership Council may require.

## **ARTICLE VIII – EMERGENCY SITUATIONS**

In the case of a national emergency declared by the President of the United States, a State Emergency declared by the governor, or a local emergency as determined by seventy-five percent (75%) vote of the Ministry Council Members present and voting, the Leadership Council is authorized to meet by electronic means and to have the full power to adjust budgets and cancel/postpone events or reschedule them as electronic meetings. As long as the emergency lasts, the Leadership Council may take any other emergency actions deemed helpful and necessary to assure the welfare of this Ministry.

## **ARTICLE IX – COMMITTEES**

Committees for any specific purpose, except for the Nominating Committee, will be appointed by the Senior Minister and/or the Leadership Council in cooperation with each other.

## **ARTICLE X – DISSOLUTION OF MINISTRY**

In the event that this Ministry is dissolved, all property and funds remaining after the payment of the debts of the Ministry shall be delivered to UWM. Such funds or property shall be for the use and benefit of UWM as may be determined by the UWM Leadership Board of Trustees in alignment with current policies and procedures. Should UWM no longer exist, any remaining assets of this Ministry after dissolution shall be disposed of by a court of competent jurisdiction of the county in which the principal executive offices of the Ministry 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 501(c) (3) of the Internal Revenue Code of 1954 as amended.

**ARTICLE XI – PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert’s Rules of Order Newly Revised* shall govern this Ministry in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Ministry may adopt.

**ARTICLE XII – AMENDMENT OF BYLAWS**

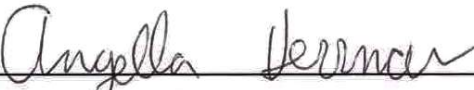
Any amendment(s) to or general revision of these Bylaws shall be adopted at any annual or special membership meeting provided that written notice setting forth the exact wording of such proposed amendment(s) or general revision has been sent by postal or electronic notification to all members at least ten (10) days prior to the meeting at which they shall be considered. An affirmative vote of seventy-five percent (75%) of the members present and voting shall be necessary to adopt any amendment(s) to or general revision of these Bylaws.

ATTEST:

These bylaws, approved by UNITY CHURCH OF OVERLAND PARK, and adopted by the membership at the membership meeting on March 27, 2022 supersede all previous bylaws adopted by this ministry.



Council Chair



Council Secretary

3-27-22

Date