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BYLAWS

New Vision Center for Spiritual Living

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Pending Approval by Membership

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BYLAWS

New Vision Center for Spiritual Living, Inc.
(A Religious Nonprofit Corporation Herein called "this Center")

ARTICLE I. Affiliation, Ecclesiastical Authority & Purpose

Section 1. AFFILIATION

This Center is fully affiliated with the Centers for Spiritual Living, a Colorado nonprofit religious corporation with offices in Golden, Colorado, and an international church denomination. This Center exists for the purpose hereinafter expressed in Section 4 of this Article 1, and further for the purpose of worship, and for teaching the principles of Science of Mind as expressed by Ernest Holmes and taught by the Centers for Spiritual Living. This Member Center acknowledges that it has been chartered by the Centers for Spiritual Living as an affiliated Center for such purpose and that it has been created under its sponsorship and guidance.

Section 2. ECCLESIASTICAL AUTHORITY

This Center, its Leadership Council, members and officers shall be subject to the ecclesiastical law and authority of the Centers for Spiritual Living in all matters lawfully within ecclesiastical jurisdiction. Ecclesiastical authority refers to the Ministerial Code and the Practitioners Code.

The Vision Group, as described in [Article V](#), holds the vision for this Center in consciousness.

Section 3. COMMUNICATIONS

This Center shall keep the appropriate office at the Centers for Spiritual Living generally informed as to its affairs. The Corporate Secretary of the Center shall submit reports to Centers for Spiritual Living as they require or as necessary.

145 Section 4. PURPOSE

146

147 The Centers for Spiritual Living is a spiritual movement dedicated to awakening and supporting
148 the conscious experience and expression of every person's inherent Divine Nature through teaching and
149 practicing the Principles of the Science of Mind.

150 This Center lives the vision "Revealing the Power of Love." This Center's mission statement is "We
151 teach spiritual living and live spiritual teaching." We are dedicated to practicing the teaching of Science of
152 Mind in our daily lives; to supporting each other in being all we can be; to opening our minds and hearts
153 to learn; and to transforming our lives through love.

154

155

156 ARTICLE II. Principal Office

157

158 The Leadership Council shall establish and can change the principal office for the transaction of
159 the business of the Center. Notice shall be mailed or emailed to each Center member of a new address
160 of the principal office, and to the Centers for Spiritual Living.

161

162

163 ARTICLE III. Members

164

165 Section 1. APPLICATION OF MEMBERS

166

167 Any individual person, at least 18 years of age, may become a member upon making application
168 wherein that person asserts that they are committing themselves to personal spiritual growth and to
169 supportive active membership in this Center.

170

171

172 Section 2. MEMBERSHIP APPROVAL

173

174 This Center's Leadership Council shall provide for orientation of prospective members for the
175 purpose of developing well informed, committed, and supportive members.

176 Membership in this Center shall be considered effective after the applicant has participated in the
177 approved membership process and submitted an application. A member's date of membership shall be
178 on the date the Leadership Council approves the application.

179

180

181 Section 3. MEMBERSHIP DUTIES AND PRIVILEGES

182

183 Duties and privileges of Members shall be:

- 184 A. To uphold the teaching and practices of Religious Science.
- 185 B. To attend the religious and social functions of the Center.
- 186 C. To be an identifiable giver by filling out an annual card of intent in financial support of this
187 Center.
- 188 D. To attend the business meetings of this Center and to vote therein.
- 189 E. To participate in a Service Ministry Team.
- 190 F. To participate in educational functions, such as classes, workshops and services of the Center
191 that support the member in deepening their practice of the principles of Science of Mind.
- 192
- 193

194 Section 4. TERMINATION OF MEMBERSHIP

195

196 Membership in this Center shall be automatically terminated by death, resignation, or
197 withdrawal.

198 The Leadership Council of this Center shall have full power and authority to terminate the
199 membership of any person or persons by one of the actions below. Any terminated member shall be
200 notified of such action in writing.

- 201 A. Any member who shall have permanently changed residence from the community or
202 communities served by this Center, and who has not, for a period of at least one year,
203 contributed to the support of or participated in the services or affairs of this Center.
- 204 B. Any member where the records show that for a period of one year or more there has been
205 a complete lack of interest, both materially and from the standpoint of participation in the
206 services and/or affairs of this Center.
- 207 C. Any member who has clearly demonstrated antagonism, or opposition to the purpose of this
208 Center or its teachings and vision.
- 209

210

211 Section 5. MEMBERSHIP RECORD

212

213 The Corporate Secretary of the Leadership Council shall keep and maintain, or cause to be kept
214 and maintained, a true, complete and fully up-to-date permanent record containing at least the names
215 and addresses of all members of this Center. It shall be the duty of the Corporate Secretary to promptly
216 record in the minutes all new members of this Center and to delete therefrom all terminated members
217 upon the adoption of a resolution to terminate. Such records shall establish membership of record for all
218 purposes and each member's individual record shall be available for their inspection at all reasonable
219 times.

220 Section 6. YOUTH MEMBERS

221

222 Persons through 17 years of age may be admitted to Youth Membership in this Center and have such
223 other responsibilities and privileges of membership as the Leadership Council may establish from time to
224 time. Upon reaching their 18th birthday, youth members may become active, voting members, subject to
225 provisions of [Section 2](#) of this Article.

226

227

228 ARTICLE IV. Meeting of Members

229

230 Section 1. PLACE OF MEETINGS

231

232 All meeting of members shall be held either at the principal office or place of worship of this
233 Center or at any other place within the State of Incorporation which may be designated either by the
234 Leadership Council or by written consent of a majority of all persons entitled to vote.

235

236

237 Section 2. ANNUAL MEETINGS

238

239 The annual membership meeting date shall be established by the Leadership Council.

240 At such meetings, Leadership Council members shall be elected; reports of the affairs of this
241 Center shall be considered; annual financial reports shall be reviewed; the next annual budget may be
242 presented; and any other business transacted which is within the powers of the members.

243 Notice of the annual meeting shall be given by written notice to each member at least 21 days
244 prior to the meeting and by announcement at the regular services at least two consecutive Sundays
245 immediately preceding the meeting.

246

247

248 Section 3. SPECIAL MEETINGS

249

250 Special meetings of the members may be called at any time by any of the Senior Minister(s), by
251 the presiding officer of the Leadership Council, by a majority of the members of the Leadership Council,
252 or upon a written petition submitted to the Leadership Council and signed by ten percent or more of the
253 Members of this Center.

254 Notice of special meetings shall be given in the same manner as for annual meetings of members.
255 Notice of any special meeting shall specify, in addition to the place and date, the general nature of the
256 business to be transacted. No business, other than the business that was set forth in the notice of the
257 meeting, may be transacted at a Special Meeting. Unless special meeting notice is properly given, the
258 meeting will be considered an unofficial meeting and any matters of business acted upon or transacted
259 will be considered null and void.

260

261 Section 4. QUORUM

262

263 Twenty-five percent of members-of-record shall constitute a quorum for the transaction of
264 business at such meeting.

265

266

267 Section 5. ADJOURNED MEETING AND NOTICE THEREOF

268

269 A member meeting may be adjourned by the vote of a majority of the members present.

270 When a member meeting is adjourned for thirty days or more, notice of resumption of the
271 adjourned meeting shall be given the same as for the annual meeting. Where a meeting is adjourned for
272 less than thirty days, it shall not be necessary to give notice of the time and place of resumption or of the
273 business to be transacted, other than by announcement at the meeting at which adjournment was taken.

274

275 Section 6. VOTING POWERS

276

277 At any annual meeting, each Member of record shall be entitled to one vote, except in the election
278 of Leadership Council members, as provided for in the next paragraph.

279 At any election of Leadership Council members, nominations shall be received as provided in
280 Article VI, Section 6, of these Bylaws. Each Member shall be entitled to cast one vote (but not more than
281 one vote) for each nominee of his/her choice up to the number of nominees required to fill such positions.
282 Elections for Leadership Council members shall be by written ballot. The nominees receiving the highest
283 number of votes shall be elected. In the event the number of nominees equals the number of positions to
284 be filled, election may be accepted by acclamation.

285

286 Section 7. PROXIES PROHIBITED

287

288 Every member entitled to vote must do so in person at the meeting, except as provided for in
289 Section 8 below, not by agent or proxy.

290

291

292 Section 8. ALTERNATIVE VOTING METHODS

293

294 At the discretion of the Leadership Council alternative methods for voting at the annual meeting
295 or special meetings, including all electronic methodologies, may be implemented. Such electronic
296 meetings must allow Members reasonable opportunity to participate in discussions and vote.

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ARTICLE V. Vision Group

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Section 1. GENERAL

The Vision Group identifies the qualities to be manifest in the Center's life. Vision Group members are dedicated to embodying those qualities in themselves.

Section 2. MEMBERSHIP

The Vision Group consists of the Leadership Council, past Leadership Council members, ministers, and designated staff.

Section 3. OPERATION

The Vision Group is an ecclesiastical group that meets approximately twice a month to hold in consciousness the vision for this Center.

The Vision Group makes no policy decisions. Emphasis is on meditation and embodiment of qualities then allowing what is on the inside to come out. This requires the development of patience. There is no right or wrong, there is only God and our goal is the recognition and realization of It.

All new concepts recommended to the Center for implementation are presented to the Vision Group for consensus and the following three questions are asked:

- A. Does it fit the Vision?
- B. Is the motive pure?
- C. Does it feel forced?

New concepts to the Center which receive consensus (100% agreement) as expressed by each member answering questions A & B in the affirmative, and question C in the negative, are forwarded to the Leadership Council for further action. Concepts not receiving 100% agreement do not move forward.

ARTICLE VI. Leadership Council

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336

337 Section 1. GENERAL

338

339 Subject to limitations of the Articles of Incorporation, Affiliation Agreement, these Bylaws, and all
340 applicable laws as to action to be authorized or approved by the members, all corporate powers shall be
341 exercised by or under the authority of, and the business and affairs of this Center shall be the responsibility
342 of the Leadership Council. The emphasis of the Leadership Council activities shall be on goals, objectives,
343 strategies and policies. It will hold the Senior Minister(s) accountable for implementation of planning and
344 policy decisions. It will establish other volunteer groups and look to these groups for operational planning
345 and policy recommendations.

346

347 The Leadership Council is responsible for two-way communications between itself and this
348 Center's membership. It shall be the policy of this Center that the Leadership Council reach decisions by
349 consensus, as described in Article V, Section 3, A, B, & C, except for matters concerning the day to day
350 operations of the Center which shall be decided by simple majority vote.

351

352

353 Section 2. ROLE OF THE LEADERSHIP COUNCIL

354

355 The role of the Leadership Council in partnership with the Senior Minister(s), includes, but is not
356 limited to, the following:

357 A. Planning, Policies, Procedures: The Leadership Council sets the direction of this Center,
358 establishes policies to guide the operation of this Center and hires its Senior Minister(s),
359 through whom the policies and plans are fulfilled. The Leadership Council reviews and
360 approves procedures and procedures developed by the Senior Minister(s).

361 B. Financial Development: The Leadership Council is responsible for insuring that this Center is
362 financed to fulfill its vision and mission.

363 C. Monitoring: The Leadership Council is responsible for monitoring the operational process of
364 this Center to insure the achievement of its goals and objectives.

365 D. Responsibility: The Leadership Council is ultimately responsible to the membership of this
366 Center.

367

368 Section 3. AD-HOC COMMITTEES

369

370 The Leadership Council may appoint Ad-Hoc Committees to perform specific functions. Minutes
371 shall be kept of each meeting and presented at Leadership Council meetings. Ad-Hoc Committee
372 recommendations are presented to the Leadership Council for its action.

373

374

375 Section 4. NUMBER AND QUALIFICATION OF LEADERSHIP COUNCIL MEMBERS

376

377 The authorized number of elected Leadership Council members shall be nine (9) unless changed
378 by amendment of these Bylaws. Only those persons meeting the following requirement shall be qualified
379 for election as Leadership Council members:

380

A. The person must be a loyal, tithing and active Member of this Center.

381

B. The person must be willing to accept the responsibilities of membership of the Leadership
382 Council and the Vision Group.

383

C. The person must not be related to, nor have live-in relationships with, a person serving a
384 contemporaneous term on the Leadership Council.

385

D. The person must not be related to, nor have a live-in relationship with, a person who is an
386 employee of this Center.

387

E. The person must have completed 60 hours of Science of Mind accredited class work or its
388 equivalent, or have completed 30 hours and either be currently enrolled in an accredited class
389 or have committed to enroll in the next available 30-hour accredited class.

390

F. Except for the Senior Minister(s), no Leadership Council member of this Center may receive
391 compensation for serving on the Leadership Council.

392

G. Attends this Center regularly (meaning at least 75% of the time) and actively interacts with
393 the congregation.

394

H. Supports and participates in the committed giving plan of the Center, which is presently
395 included in our Stewardship Program.

396

I. Commits to working by consensus to reach decisions.

397

J. Shall possess and have read these Bylaws before being elected.

398

The Leadership Council may invite a past President to become an ex• officio Leadership Council
399 member for the year following the completion of his/her term as a Leadership Council member.

400

401

402 Section 5. EX-OFFICIO, LEADERSHIP COUNCIL ELECTION AND TERM OF OFFICE

403

404 The Senior Minister(s) of this Center shall be a member of the Leadership Council, ex-officio, with
405 the powers and duties of Leadership Council members, and shall hold such position throughout their
406 tenure. In addition, the Senior Minister(s) of this Center shall hold the position of Corporate Secretary and
407 shall hold such position in accordance with Article VII, Section 1.

408

409 The Senior Minister(s) of this Center shall meet the requirements of paragraphs A through J of
410 [Section 4](#) of this Article VI.

411

412 The remaining Leadership Council members shall hold office for three years. Their tenure shall be
413 such that one-third (1/3) shall be elected each year. New Leadership Council members shall be nominated
414 as provided in Section 6, and shall be elected at each annual member meeting to fill the offices made
415 vacant.

416 If any such annual meeting is called but not held or the Leadership Council members are not
417 elected thereat, the Leadership Council members shall be elected at a special meeting of members held
418 for the purpose within thirty days of the date of the original annual meeting.

419 No person having served as a Leadership Council member shall be eligible for reelection for at
420 least one year after expiration of his/her most recent full term of office.

421 All Leadership Council members, unless they resign or are removed, shall hold office until their
422 respective successors are properly elected and installed. An overlap period between Leadership Council
423 elections and the completion of office of retiring Leadership Council members shall be established to
424 facilitate a smooth transition from old to new Leadership Council.

425

426

427 Section 6. NOMINATION OF LEADERSHIP COUNCIL MEMBERS

428

429 In a reasonable time prior to each annual meeting of members, the Leadership Council shall select
430 a Nominating Committee of three to five members (one of whom shall be a Senior Minister) who may be,
431 but need not be, Leadership Council members. The committee shall proceed to interview candidate
432 Leadership Council members.

433 The committee shall present a slate of nominees for vacancies to be filled to the Leadership
434 Council for consensus. Such slate shall be nominated by the committee when nominations are called for
435 at the annual meeting. Voting for Leadership Council members shall proceed as provided in [Article IV,](#)
436 [Section 6](#), of these Bylaws.

437

438

439 Section 7. TERMINATION OF A LEADERSHIP COUNCIL MEMBER

440

441 A Leadership Council member may be terminated by the adoption of a resolution to terminate by
442 majority vote of the members of the Leadership Council. The Leadership Council also may by resolution
443 declare vacant the office of any Leadership Council member who fails to perform his/her assigned duties
444 as a Leadership Council member of this Center; or any Leadership Council member who shall be absent
445 for three (3) consecutive meetings without an excuse accepted by the Leadership Council and shown in
446 the minutes of at least one such meeting; or any Leadership Council member who has demonstrated a
447 lack of interest either materially, or from the standpoint of participation in the services and/or affairs of
448 this Center.

449

450

451 Section 8. VACANCIES

452

453 Vacancies in the Leadership Council may be filled by consensus of the remaining Leadership
454 Council members. In the event the unexpired term is for a period of less than eighteen months, the
455 appointee may succeed himself by election to a full three-year term. A vacancy or vacancies in the
456 Leadership Council shall be deemed to exist in case of the death, resignation or removal of any Leadership
457 Council member, or if the authorized number of Leadership Council members be increased, or if the
458 members fail, at any annual or special meeting of members at which Leadership Council members are
459 elected, to elect the full authorized number.

460 The members may elect a Leadership Council member(s) at a special meeting to fill any vacancy
461 or vacancies which shall not have been filled by the Leadership Council.

462 If the Leadership Council accepts the resignation of a Leadership Council member submitted to
463 take effect at a future time, the Leadership Council shall have power to appoint a successor to take office
464 when the resignation is to be effective.

465 No reduction of the authorized number of Leadership Council members shall have the effect of
466 removing any Leadership Council member prior to the expiration of his/her term of office.

467

468

469 Section 9. PLACE OF MEETING

470

471 In the absence of another designated place, regular Leadership Council meetings shall be held at
472 the principal office of this Center. In addition, meetings may take place by teleconference or video
473 conference.

474

475

476 Section 10. REGULAR MEETINGS

477

478 Regular meetings of the Leadership Council shall be held at least monthly, day and time to be
479 determined by the Leadership Council.

480 Section 11. SPECIAL MEETINGS

481

482 Special meetings of the Leadership Council for any purpose or purposes may be called at any time
483 by the President or a Senior Minister, or if they are absent or unable or refuse to act, any two Leadership
484 Council members, or by written petition of at least thirty percent of the Leadership Council.

485

486 Written notice of the time and place of special Leadership Council meetings shall be delivered
487 personally to each Leadership Council member or sent to each Leadership Council member at their email
488 or postal mail address as it is shown in his/her membership record of this Center, at least ninety- six (96)
489 hours prior to the time of the holding of the meeting. Such notice is not required when all current
490 Leadership Council members, including the Senior Minister(s), are present at a meeting, in which case
491 special meetings may be called with the mutual consent of all Leadership Council members.

492

493

494 Section 12. QUORUM; NO PROXIES

495

496 A majority of the authorized number of presently serving Leadership Council members shall be
497 necessary to constitute a quorum for the transaction of business, except to adjourn. Every act or decision
498 done or made by a majority of the Leadership Council members present at a meeting duly held at which
499 a quorum is present shall be regarded as the act of the Leadership Council, unless a greater number be
500 required by law, the Articles of Incorporation, the Affiliation Agreement, or the Bylaws.

501 Any action taken or authorized by the Leadership Council members shall be taken or authorized
502 only in person or by electronic means. No proxies of Leadership Council members shall be valid.

503

504

505 Section 13. REIMBURSEMENT

506

507 Leadership Council members and members of committees may receive reimbursement for
508 expenses as may be fixed or determined by resolution of the Leadership Council.

509

510

511 Section 14. OPEN MEETINGS

512

513 All regular and special meetings of the Leadership Council are open to members. A designated
514 time in each meeting is set for questions, comments, and suggestions from members who are not
515 Leadership Council members. Only Leadership Council members may vote in meetings.

516 Subjects may be discussed and voted on by Leadership Council members in Executive Session.

517

518

ARTICLE VII. Officers

519

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521 Section 1. OFFICERS OF THE LEADERSHIP COUNCIL

522

523 The officers of the Leadership Council of this Center shall be a President, a Vice-President, and a
524 Corporate Secretary who is a Senior Minister (or the person designated by the Leadership Council as
525 Corporate Secretary as provided for in Article VI, Section 5), and a Treasurer. This Center may also have,
526 at the discretion of the Leadership Council, such assistant officers as may be appointed in accordance with
527 the provisions of Section 3 of this Article. One person may hold two or more offices except President and
528 Treasurer. The Treasurer and Recording Secretary appointed in accordance with Section 3 of this Article,
529 may be, but not need be, Leadership Council members.

530 In the event of the resignation of the Senior Minister(s), the Leadership Council shall appoint a
531 Leadership Council member as acting Corporate Secretary.

532

533

534 Section 2. ELECTION

535

536 The officers of this Center, except such officers as may be provided for in accordance with the
537 provisions of Sections 3, 5, 8 and 9 of this Article, shall be elected annually by the Leadership Council. Each
538 shall hold his/her office until he/she shall resign, shall be removed, otherwise disqualified to serve, or
539 his/her successor shall be properly elected and installed.

540

541

542 Section 3. ASSISTANT OFFICERS

543

544 The Leadership Council may appoint, and may empower the President to appoint, such assistant
545 officers as the business of this Center may require, each of whom shall hold office for such period, have
546 such authority and perform such duties as are provided in the Bylaws or as the Leadership Council may
547 from time to time determine. Assistant officers need not, but may, be members of the Leadership Council.

548

549

550 Section 4. REMOVAL AND RESIGNATION

551

552 Any officer or assistant officers of this Center may be removed, with or without cause, by a
553 majority of the Leadership Council, at any regular or special meeting called for that purpose. Any officer
554 may resign at any time by giving written notice to the Leadership Council, or the President, or the
555 Corporate Secretary. Any such resignation shall take effect at the date of the receipt of the notice or at
556 any later time specified therein; and, unless otherwise specified therein, the acceptance of the resignation
557 shall not be necessary to make it effective. In the event written notice is not received within 10 days of
558 verbal notice, the verbal resignation shall become effective.

559 Section 5. VACANCIES

560

561 A vacancy in any office shall be filled by a majority vote of the remaining Leadership Council
562 members.

563

564

565 Section 6. PRESIDENT

566

567 The President shall be the leader and facilitator of the Leadership Council, subject to the control
568 of the Leadership Council.

569 The President shall preside at all meetings of the Leadership Council and the members, and shall
570 have such other powers and perform such other duties as may be required of him/her, from time to time
571 by the Leadership Council. The President may appoint such committees, except those of an ecclesiastical
572 nature, as he/she may be authorized to appoint by the Leadership Council, from time to time, and define
573 the duties of such committees. In the absence of a Senior Minister(s), in all administrative matters, except
574 those of an ecclesiastical nature, the President shall be responsible for maintaining open communications
575 and relations with the Centers for Spiritual Living.

576

577

578 Section 7. VICE-PRESIDENT

579

580 In the absence or disability of the President, the Vice-President shall perform all the duties of the
581 President, and when so acting shall have the powers of, and be subject to all the restrictions upon the
582 President. The Vice-President shall have such other powers and perform such other duties as from time
583 to time may be prescribed to him/her by the Leadership Council or by the Bylaws.

584

585

586 Section 8. CORPORATE SECRETARY

587

588 The Corporate Secretary shall be the person designated as such in Section 1 of this article. He/she
589 shall be one of the signatures for all contracts and legal documents, and shall be in charge of the Corporate
590 Seal. The Corporate Secretary shall keep or cause to be kept, at the principal office or such other place as
591 the Leadership Council may order, a book of minutes of all meetings of Leadership Council members and
592 members, with the time and place of holding whether regular or special, and if special, how authorized,
593 the notice thereof given, the names of those present at Leadership Council meetings, the number of
594 persons present at members' meetings, and the proceedings thereof.

595 As herein provided, the Corporate Secretary shall keep or cause to be kept at the principal office
596 of this Center the Membership Record showing the names of the members and their addresses and their
597 contact information.

598 The Corporate Secretary shall give, or cause to be given, notice of all the meetings of the members
599 of the Leadership Council required by the Bylaws or by law to be given, and shall have such other powers
600 and perform such other duties as may be prescribed by the Leadership Council or by the Bylaws.

601 Section 9. TREASURER

602

603 The Treasurer does not have to be an elected Leadership Council member. If the Treasurer is not
604 an elected Leadership Council member, he/she may be appointed by the Leadership Council, in which
605 case he/she shall be ex-officio (non-voting).

606 The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct
607 accounts of the properties and business transactions of this Center, including accounts of its assets,
608 liabilities, receipts, disbursements, gains, losses, capital and surplus. The books of account shall be open
609 at all reasonable times to inspection by any Member.

610 The Treasurer shall be responsible for the preparation and distribution of financial statements of
611 this Center as provided in Article X, Section 8. Any financial records should be reasonably accessible to
612 any Leadership Council member, preferably in the principal office of this Center.

613 The Treasurer shall deposit or cause to be deposited all monies and other valuables in the name
614 and to the credit of this Center with such depositories as may be designated by the Leadership Council.
615 The Treasurer shall disburse or cause to be disbursed the funds of the Corporation as may be ordered by
616 the Leadership Council; shall render to the President and Leadership Council members, monthly an
617 account of all of his/her transactions as Treasurer; shall report to the Leadership Council at each meeting
618 the financial condition of this Center; and shall have such other powers and perform such other duties as
619 may be prescribed by the Leadership Council or these Bylaws.

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622 ARTICLE VIII. The Senior Minister(s)

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624 Section 1. SENIOR MINISTER(S) DEFINED

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626 The Senior Minister(s) shall be composed of one Senior Minister or more than one Senior
627 Minister(s). If more than one Senior Minister, the Senior Minister(s) will determine their respective areas
628 of responsibility and each Minister's Letter of Call shall reflect the areas of responsibility of that individual.

629

630 Section 2. ROLE OF THE SENIOR MINISTER(S) - SUMMARY

631

632 As presented in our agreements with Centers for Spiritual Living and elsewhere in these Bylaws,
633 the Senior Minister(s) have/has three major roles in this Center:

- 634 1. Ecclesiastical head of this Center with exclusive rights
- 635 2. Head of day-to-day operations reporting to the Leadership Council
- 636 3. Corporate Secretary and Ex-Officio member of the Leadership Council

637 The Senior Minister(s) expresses the vision through plans to execute the purpose of this Center.

638 Section 3. POWERS AND DUTIES OF THE SENIOR MINISTER(S)

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650 Section 4. SELECTION OF CANDIDATES FOR SENIOR MINISTER(S); NOTICE TO
651 HEADQUARTERS.

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Section 5 TERMS OF EMPLOYMENT FOR SENIOR MINISTER(S)

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Section 6. RESIGNATION OR TERMINATION OF SENIOR MINISTER(S).

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In the event that this Center shall desire to call for the resignation of a Senior Minister, such employment may be terminated, or resignation called for, by a two-thirds (2/3) vote of the entire membership voting at such regular or special meeting called for that purpose.

676 Section 7. TERMINATION OF SENIOR MINISTER(S) FOR CAUSE.

677

678 A Senior Minister may be terminated for cause as follows: In the event of a civil or legal offense
679 constituting a violation of the Ministerial Code, the Professional Standards and Ethics Policies and
680 Procedures Manual, and/or the Policy on Sexual Conduct, all as promulgated by the headquarters of
681 Centers for Spiritual Living, the Leadership Council shall immediately file a formal complaint with the
682 Office of Member Support and Education who will determine if the minister shall be suspended. This
683 suspension shall remain in force during the pendency of the case and until the Senior Minister is cleared
684 to serve by the Professional Standards and Ethics Committee.

685 In the event a Senior Minister's license is terminated by the Professional Standards and Ethics
686 Committee, the Leadership Council shall terminate the Senior Minister's contract with the Center. In the
687 event of termination for cause, the vote of the membership shall not be necessary.

688

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690 Section 8. NOTICE OF MEETING FOR TERMINATION OF SENIOR MINISTER(S).

691

692 Actions taken by the membership under Section 5 above, can be taken only at a regular or special
693 meeting of the Members of this Center, to be held after notice of the time, place and purpose of such
694 meeting shall have been given by announcement at the public meetings of this Center for at least two (2)
695 consecutive Sundays before the meeting, and written notice is given to all Members ten (10) days prior
696 to such meeting. Only those Members in good standing who attend such meetings will be eligible to vote.

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699 ARTICLE IX. Center Policy

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701 Section 1. POLICY FORMULATION

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703 Recommendations for policy concerning specific areas of Center life may come from any person
704 or group, volunteer or paid. These recommendations are presented in writing to the Leadership Council
705 and referred to Vision Group if the policy includes a new concept.

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708 Section 2. POLICY DETERMINATION

709

710 This is the responsibility of the Leadership Council alone. This responsibility derives from the legal
711 status of the Leadership Council. Leadership Council actions establish policies and directions for the total
712 organization. The Leadership Council is expected to obtain all information necessary to estimate costs to
713 this Center of monies and personnel.

714

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716 Section 3. POLICY IMPLEMENTATION

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718 Policies are implemented by the group or team to which they apply. The chair-person of each
719 group or team is responsible to the Leadership Council.

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722 Section 4. POLICY MONITORING

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724 The chair-person of each group or team who is implementing policy reports to the Leadership
725 Council in a manner agreed upon by the chair-person and the Leadership Council.

726 All policies implemented by staff are monitored and reported to the Leadership Council by the
727 Senior Minister(s) or their delegate.

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730 ARTICLE X. Miscellaneous

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732 Section 1. INSPECTION OF CORPORATE RECORDS

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734 The membership list, the books of account, and the minutes of proceedings of the members and
735 of the Leadership Council, and of Ad-Hoc committees of the Leadership Council, shall be open to
736 inspection by any member and by any qualified representative of Centers for Spiritual Living, under
737 procedures established by the Leadership Council.

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740 Section 2. CHECKS, DRAFTS, OR OTHER ORDERS FOR PAYMENT

741

742 All expenditures of Center funds shall be evidenced by documentation approved by the person or
743 persons authorized by the Leadership Council to approve such expenditures. All checks, drafts, electronic
744 payments or other orders for payment of money in excess of \$1,000.00 shall be co-signed by two
745 authorized signatories, as shall be designated by the Leadership Council. Notes or other evidence of
746 indebtedness issued in the name of or payable to this Center shall be signed or endorsed by such person
747 or persons in such manner as shall be determined by resolution of the Leadership Council.

748

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750 Section 3. EXECUTION OF CONTRACTS

751

752 The Corporate Secretary shall be one of the signatories for all contracts and legal documents. The
753 Leadership Council, except as otherwise provided in the Bylaws, may authorize any officer or agent to
754 enter into any contract or execute any instrument in the name of and on behalf of this Center. Such
755 authority may be general or limited to specific instances; and, unless so authorized by the Leadership
756 Council, no officer, agent or employee shall have any power or authority to make any agreement or create
757 any obligation which shall bind this Center, or to pledge the credit of this Center, or to render it liable for
758 any purpose or in any amount.

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761 Section 4. REPRESENTATION OF SHARE OF OTHER CORPORATIONS

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763 The President or Vice-President, acting together with the Corporate Secretary, are authorized to
764 vote, represent and generally to exercise on behalf of this Center all rights incident to any and all shares
765 of any other corporation or corporations standing in the name of this Center. Such authority may be
766 exercised either by such officers in person or by any other persons authorized to do by proxy or power of
767 attorney duly executed by said officers.

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770 Section 5. INSPECTION OF BYLAWS

771

772 This Center shall keep in its principal office for the transaction of business the original or a copy
773 of the Bylaws, as amended or otherwise altered to date, certified by the Corporate Secretary, which shall
774 be open to inspection by the members at all reasonable times.

775

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777 Section 6. CONSTRUCTION AND DEFINITIONS

778

779 Unless the context otherwise requires, the general provisions, rules of construction and
780 definitions contained in the applicable statutes of the State of Incorporation shall govern the construction
781 of these Bylaws. Without limiting the generality of the foregoing, the masculine gender includes the
782 feminine, the singular number includes the plural and the plural number includes the singular, and the
783 term "person" includes a corporation as well as a natural person, except as mentioned in [Article III, Section](#)
784 [1](#).

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787 Section 7. NO LIABILITIES

788

789 Neither the Leadership Council members, officers, nor members of this Center shall be personally
790 liable for the debts, liabilities or obligations of this Center.

791 Members of the Leadership Council and persons serving in an advisory capacity to the Leadership
792 Council are immune from civil liability for acts or omissions done in good faith within the scope of
793 authority.

794 This Center shall have the right, and shall use its best efforts, to purchase and maintain insurance
795 to the full extent permitted by law on behalf of the Members of the Leadership Council, its Corporate
796 Officers, employees, and other agents, to cover any liability asserted against or incurred by any Member
797 of the Leadership Council, Corporate Officer, employee, or agent in such capacity or arising from the
798 Member's, Officer's, Employee's, or Agent's status as such.

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801 Section 8. FINANCIAL STATEMENTS

802

803 It shall be the duty of the Treasurer to cause to be prepared, and to make available to the
804 members, an annual financial statement, including a balance sheet and statement of income and expense,
805 prepared in accordance with generally accepted accounting principles by a Certified Public Accountant.
806 The treasurer shall report to the membership at the annual meeting the financial results of the previous
807 year's activity and the assets, liabilities and fund balances as at the end of the previous year.

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810 Section 9. EXTERNAL ACCOUNTANT

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812 The financial books and records of this Center shall be audited, reviewed, or compiled annually
813 by a Certified Public Accountant. The results of such procedure may be presented to the membership at
814 the annual meeting.

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817 Section 10. CONFLICT OF INTEREST

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819 The Leadership Council shall establish a conflict of interest policy, provisions of which contain a
820 definition of a conflict of interest and procedures to protect the Center in conflict of interest situations.

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ARTICLE XI. Center Matters

Notwithstanding any other provision of these Bylaws, this Center, its Leadership Council, members and officers are and at all times shall be subject to the following provisions:

Section 1. MINISTERS AND PRACTITIONERS

This Center will hire and retain as Ministers only those persons who shall have been duly credentialed, and who shall be and remain in good standing as Ministers of Centers for Spiritual Living, and will endorse and support the work of only those Practitioners of Religious Science who shall have been duly licensed as such by the Centers for Spiritual Living.. Any violation of any part of this Section 1 will be in violation of this Center Affiliation Agreement and will place this Center Charter in jeopardy.

Section 2. PROHIBITED PRACTICES

This Center shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any political party or candidate for public office.

This Center, as an affiliated member of the Centers for Spiritual Living, recognizes its responsibility as to the Principles and Teachings of Science of Mind. Therefore, it will teach, sponsor, foster and support only those ideas, principles and programs which are in alignment with Science of Mind. This is not to be construed as prohibiting educational discussion of matters which would otherwise be excluded from the Centers' teaching. So long as this Center is affiliated with the Centers for Spiritual Living, this Center will not ordain, license ministers or license practitioners or teachers, and will not establish any branch center, and will be governed and abide by the rules, regulations and directives of the Centers for Spiritual Living with respect to these matters.

Section 3. DISSOLUTION/DISAFFILIATION

In the event the dissolution or disaffiliation with the Centers for Spiritual Living is contemplated, resulting actions shall be in accordance with provisions of the Affiliation Agreement this Center has with the Centers for Spiritual Living.

Section 4. CHARTER VIOLATION

Should a violation of the Affiliation Agreement with the Centers for Spiritual Living occur and thus place this Center's Charter in jeopardy, the Leadership Council of the Centers for Spiritual Living shall determine if such action requires the forfeiture of the Charter. A notice of this decision must be presented to the membership of this Center at a specially called meeting, as provided in these Bylaws, [Article IV, Section 3](#). The purpose of the meeting is to take definitive action to remedy the violation, to disaffiliate, or to dissolve.

ARTICLE XII. Parliamentary Authority

The rules contained in the current edition of Roberts Rules of Order-Newly Revised shall govern this Center in cases to which they are applicable and not inconsistent with these Bylaws and any special rules of order this Center may adopt.

ARTICLE XIII. Amendments

New Bylaws or Amendments to the existing Bylaws shall be acted upon in a special meeting of the Members duly called for that purpose, or at an annual meeting, by the Members of this Center. Proxy votes will not be accepted. New Bylaws or Amendments require the majority vote of the membership present.

Recommended new Bylaws or Amendments to these Bylaws must be submitted to the Centers for Spiritual Living.

These Bylaws were adopted by and are effective this ____ day of _____, 2019.

Judy Walruff, President, Leadership Council

ATTEST:

Tom Rose, Treasurer, Leadership Council

CENTER NAME: New Vision Center for Spiritual Living
ADDRESS: 18010 N. Tatum Blvd., Phoenix, AZ 85032
PHONE: (602) 787-8888
WEB SITE: www.newvisioncsl.org

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Chronology of Amendments to By Laws Originally Adopted December 18, 1988.

1. Adopted, __, 1991: **Article XI. Section 2**
Amended pursuant to Resolution No. 1991-6, Trustees, United Church of Religious Science.

2. Adopted May 2, 1993: **Article X. Section 2**
Changing the amount of check-signing authority.

3. Adopted July 25, 1993: **Article VI. Sections 3-4**
Increasing the number of Trustees to include all Ministers ex-officio.

4. Adopted June 8, 1997: **Article III. Section 2**
Incorporating members of the Religious Science Community Church;

Article VI. Section 4
Anticipating temporary increase in the number of authorized Trustees;

Article VI. Section 10
Deleting entire existing Section to add new provision increasing the number of Trustees through June 1, 1999;

Article X. Section 2
Changing the amount of check-signing authority.

5. Adopted September 19, 1999: **Article IV. Section 6**
Changing the number of nominees for the Board of Trustees from one and one-half for each opening to at least one for each opening.

Article X. Section 3
Deletion of text requiring a majority of membership required to purchase or sell real property.

6. Adopted May 5, 2013:

Global changes of church name, address, location, "church" changed to "Center", Board of Trustees name changed to "Leadership Council", general sentence structure corrections, adaptation of language as recommended by guidelines provided by CSL Headquarters.

Article III.

Membership categories added and defined.

Article IV.

Allowance of electronic means for voting. Allowance of electronic means for annual meeting notice.

Article IV. Section 6

Removed restriction requiring membership status to be in place sixty days prior to an annual or special meeting for a member to be able to vote.

Article VI.

Change number of elected Leadership Council members (including Treasurer) to 9.

7. Adopted February 26, 2017:

Article III. Section 3

Added Membership requirements to include being an identifiable giver, attend business meetings and vote therein, participate in and participation in Service Ministry and educational functions.

Article III. Section 4

Added section back in from 2015 incomplete edited version of these bylaws.

Article III. Section 6

Added Such records shall establish membership of record for all purposes and each member's individual record shall be available for their inspection at all reasonable times. Removed "by any member of this Center".

Article IV. Section 4

Added "Twenty-five percent of"; removed "A majority of the Active", removed "that are present at any meeting".

Article V. Section 3

Added "Emphasis is on meditation and embodiment of qualities then allowing what is on the inside to come out. This requires the development of patience. There is no right or wrong, there is only God and our goal is the recognition and realization of It." Removed "If the concept is decided, by consensus, in the affirmative, then the Leadership Council is charged with the planning and policy determination, as stated in these Bylaws".

Article VI. Section 1

Edited "It shall be the policy of this Center that the Leadership Council reach decisions by consensus, as described in Article V, Section 3, A,B, & C.

Article VI. Section 2, Item A.

Edited "...with the consent of the congregation hires its Spiritual Leader/Senior Minister, through whom the policies and plans are fulfilled."

Article VI. Section 4

Added Items G, H and I.

Article VI. Section 5

Removed Paragraph 2, "No Minister shall be required to be elected to or, except for the Spiritual Leader/Senior Minister, fill any other office than Corporate Secretary".

Article VI. Section 6

Edited "The committee shall present a slate of nominees to the Leadership Council for consensus." Removed "then agree upon a slate of nominees by consensus and shall inform the Leadership Council of the slate". Removed "and further nominations, if any, shall be received from the floor".

Article VI. Section 8

Vacancies in the Leadership Council may be filled by consensus of the remaining Leadership Council members. Removed "by appointment by a majority of the". Paragraph 3, removed "with input from the Vision Group".

Article VI. Section 11

Paragraph 2 Added "ninety-six (96) hours prior to the time of the holding of the meeting", Removed "seventy-two".

Article VI. Section 12

Paragraph 2, added "or by electronic means. No proxies of Leadership Council members shall be valid." Removed "and not by agent or proxy."

Article VI. Section 14

Paragraph 2: Subjects may be discussed and voted on by Leadership Council members in Executive Session. Removed "a private caucus associated with a Leadership Council meeting. However, all motions and voting shall be done in the open Leadership Council meeting."

Article VII. Section 1

Removed "All Officers". Added "The Treasurer and Recording Secretary" appointed in accordance with Section 3 of this Article, may be, but not need be, Leadership Council members.

Article VII. Section 6

Paragraph 1, Edited to "The President shall be the leader and facilitator of the Leadership Council, subject to the control of the Leadership Council." Removed "and all policy making groups" and "have general supervision of the business affairs and the properties of this Center".

Article VII. Section 8

Paragraph 2, Added "or cause to be kept", and "and their contact information".

Article VII. Section 9

Added "The Treasurer does not have to be an elected Leadership Council member."

Article VIII. Section 3

Added "All candidates shall be licensed, ordained CSL Ministers."

Article IX. Section 1

Removed "Vision Group", Added "Leadership Council"

Article X. Section 1

Added to Bylaws.

Article X. Section 8

Defined Treasurer's reporting requirements to membership.

Article X. Section 9

Changed Header to read EXTERNAL ACCOUNTANT
Added "audited reviewed or compiled annually by a Certified Public Accountant.", and removed "audit" replaced with "procedure" in sentence 2.

Article X. Section 10

Added.

8. Adopted March 4, 2018:

Article I. Section 4

Removed "is founded on the vision that Love awakens hearts and transforms lives." Added "lives the vision "Revealing the Power of Love".

919 Pending Adoption

9. Adopted _____

Global Changes

Removed "Spiritual Leader/Senior Minister" **Inserted** "Senior Minister(s)". Made general sentence structure corrections

Page 5 Line 2

Inserted "Inc." to New Vision Center for Spiritual Living

Article III. Section 4

RENEWAL OF MEMBERSHIP, **entire section removed**.

Article IV. Section 7

Inserted "except as provided for in Section 8 below."

Article V. Section 2

Removed "and additional members selected by the Minister. The Minister leads the Vision Group. **Inserted** ", past Leadership Council members, ministers, and designated staff."

Article V. Section 3

Paragraph 1: **Inserted** "is an ecclesiastical group that"

Paragraph 3: **Removed** "However, all new concepts recommended for implementation are presented to the Vision Group and three questions are asked:" **Inserted** "All new concepts recommended to the Center for implementation are presented to the Vision Group for consensus and the following three questions are asked:"

Paragraph 4: **Inserted** "New concepts to the Center which receive consensus (100% agreement) as expressed by each member answering questions A & B in the affirmative, and question C in the negative, are forwarded to the Leadership Council for further action. Concepts not receiving 100% agreement do not move forward."

Article VI. Section 1

Paragraph 1: **Removed** "Chief Administrative Officer (Spiritual Leader/Senior Minister)" **Inserted** "Senior Minister(s)".

Paragraph 2: **Inserted** ", except for matters concerning the day to day operations of the Center which shall be decided by simple majority vote."

Article VI. Section 2

Item A: **Removed** "with the consent of the congregation" **Removed** "rules" **Inserted** "procedures"

Article VI. Section 5

Paragraph 1: **Removed** "Spiritual Leader/Senior Minister of this Center shall be the Corporate Secretary and shall hold such position throughout his/her tenure." **Inserted** "Senior Minister(s) of this Center shall hold the position of Corporate Secretary and

shall hold such position in accordance with Article VII, Section 1.”

Article VI. Section 6

Paragraph 1: **Removed** “The committee shall present a slate of nominees to the Leadership Council for consensus. “

Paragraph 2: **Removed** “The committee shall present a slate of nominees for vacancies to be filled.” **Inserted** “The committee shall present a slate of nominees for vacancies to be filled to the Leadership Council for consensus.”

Article VI Section 12

Inserted “presently serving” after “number of”

Article VII. Section 1

Paragraph 1, Line 2: **Removed** “who is the Spiritual Leader/Senior Minister,” **Inserted** “who is a Senior Minister (or the person designated by the Leadership Council as Corporate Secretary as provided for in Article VI, Section 5.),”

Line 5: **Removed** “One person may hold two or more offices.” **Inserted** “One person may hold two or more offices except President and Treasurer.”

Article VII. Section 8

Removed “The Corporate Secretary shall be the Spiritual Leader/Senior Minister of this Center.” **Inserted** “The Corporate Secretary shall be the person designated as such in Section 1 of this article.

Article VII. Section 9

Removed “voting” from before the word Member.

Article VIII. Section 1

Inserted entire section. Section 1. SENIOR MINISTER(S) DEFINED
The Senior Minister(s) shall be composed of one Senior Minister or more than one Senior Minister(s). If more than one Senior Minister, the Senior Minister(s) will determine their respective areas of responsibility and each Minister’s Letter of Call shall reflect the areas of responsibility of that individual.

Article VIII. Section 2

Paragraph 1: **Removed** “As presented in the Affiliation Agreement” **Inserted** “As presented in our agreements with Centers for Spiritual Living”

Item 2: **Removed** “Chief Administrative Officer” **Inserted** “Head of day-to-day operations”

Item 3: **Removed** “Corporate Secretary and member” **Inserted** “Corporate Secretary and Ex-Officio member”

Article VIII. Section 3

Inserted “If more than one Senior Minister, all duties of respective ministers shall be specified in a Letter of Call.”

Article VIII. Section 4

Removed “, ordained”

Article VIII. Section 7

Paragraph 1, Line 4: Removed “suspend the Spiritual Leader/Senior Minister’s Contract and”

Paragraph 1, Line 5: Inserted “who will determine if the minister shall be suspended.”

Article IX. Section 1

Line 3: Inserted “and referred to Vision Group if the policy includes a new concept.”

Article IX. Section 3

Inserted “or team” after the word group

Article IX. Section 4

Inserted “or team” after the word group

Article X. Section 2

Line 4: Removed “of four” and “signatures” Inserted “signatories”

Article X. Section 3

Line 1: Removed “signatures” Inserted “signatories”

Article XI. Section 1

Removed “The Spiritual Leader/Senior Minister shall in addition be an ordained minister of Centers for Spiritual Living.”

Article XI. Section 2

Paragraph 1, Sentence 1: Removed “This Center shall in no way be active in carrying on propaganda nor in any other manner attempt to influence legislation. In addition, this Center shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.” Inserted “This Center shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any political party or candidate for public office.”