

GREAT LAKES UNITY REGIONAL CONFERENCE, INC. BYLAWS
Adopted April 10, 1984
Updated September 26, 2023

ARTICLE I – IDENTIFICATION

Section 1 – Name

The name of the organization shall be Great Lakes Unity Regional Conference, Inc., dba Unity Worldwide Ministries Great Lakes Region (GLR), hereafter referred to as the Corporation. The Corporation is registered as a non-profit corporation in the State of Ohio and governed by the laws of the State of Ohio.

Section 2 – Purpose

Our purpose is to transform lives and inspire people to make a positive difference in our world. Our Vision and Mission support this purpose.

Section 3 - Leadership

The governing body of the Corporation shall be the Board of Trustees.

ARTICLE II – PRINCIPAL OFFICE

The principal office of the corporation shall be designated by the Board of Trustees. This office shall conduct its operations and hold legally constituted meetings of the Board of Trustees or membership in places the Board of Trustees or membership of the Corporation may from time to time determine.

ARTICLE III – MEMBERSHIP

Section 1 – Qualifications

Those people and organizations eligible for membership shall include:

- 1.1** Member Leaders and Member Ministries in good standing with Unity Worldwide Ministries (UWM) and who reside within the geographic boundaries of GLR defined by UWM.
- 1.2** Consideration will be given to all qualified member leaders and member ministries from states adjoining the geographical region of GLR who are in good standing with UWM, and who apply for membership to GLR by reason of proximity. Such members and member ministries by reason of proximity must be approved by the Board of Trustees.

Section 2 – Term of Membership.

A member shall retain membership until said member releases membership voluntarily or no longer meets the qualifications for membership as described in these Bylaws.

- 2.1 Removal or Reactivation of Membership.** The GLR board shall have the authority

to grant, remove, and reactivate membership. Removal of membership may be determined if a member fails to maintain the standards of the Corporation as required by these bylaws, or fails to fulfill the UWM Code of Ethics. Reactivation of Membership may be determined by the Board after an agreed Plan of Action has been completed. Consideration will be given to all qualified member leaders and member ministries from states adjoining the geographical region of GLR who are in good standing with UWM, and who apply for membership to GLR by reason of proximity. Such members and member ministries by reason of proximity must be approved by the Board of Trustees.

Section 3 – Financial Support.

This organization functions through the financial support of its membership.

- 3.1 Love Offerings.** Affirming that the corporation is a source of spiritual nourishment for the membership, member leaders, member ministries and laity are encouraged to support the work of the organization by including the corporation in their regular tithing plan.

Section 4 – Voting

The membership shall vote on any item brought before it by the Board of Trustees or any member of the Corporation in accordance with these Bylaws.

- 4.1 Qualifications.** In transacting the business of the Corporation, each member leader shall have one vote. Each member ministry may assign up to four lay delegates, each alternative member ministry may assign up to two lay delegates, and each lay delegate shall have one vote.
- 4.2 Exceptions.** Only Licensed Unity Teachers in good standing with UWM shall vote for the Licensed Unity Teacher Representative.
- 4.3 Simple Majority.** All items shall require a simple majority vote to pass unless otherwise indicated in these Bylaws.

Section 5 – Contracts and Obligations

- 5.1 Real Property.** No sale or pledge of real property of the Corporation shall be made without the affirmative vote of at least two-thirds (2/3) of the voting body present at a Corporation meeting.
- 5.2 Contracts.** No agreements, contracts or obligations involving money, credit or financial liability can be entered into without the approval of the Board of Trustees, unless such agreements, contracts or obligations have been approved by action of the corporate membership.
- 5.3 Expenditures.** Any single, unbudgeted expenditure exceeding \$5,000.00 in any fiscal year, other than for normal operating expenses, shall be submitted to the voting body present for approval. A simple majority vote is required for approval.

Section 6 – Business Meetings

- 6.1 GLR Annual Meeting.** The annual business meeting will be held at the annual GLR Conference. The date of the meeting will be set by the GLR Board of Trustees in cooperation with the Conference Planning Team.

- 6.2 UWM Annual Meeting.** If the Board of Trustees determines there is a need, a GLR business meeting may also be held during the meeting time allotted to the regions during the annual UWM convention. If there is no business that needs to be discussed, that time may be used for connecting and sharing.
- 6.3 Virtual Meetings.** From time to time, when the Board of Trustees determines there is a need, they may schedule a business meeting in which members do not meet face-to-face, but meet using technology resources including but not limited to conference calls and web-based meeting software.
- 6.4 Special Meetings.** Special meetings of the Corporation may be conducted either face-to-face, virtually or as a hybrid of both. Such special meetings shall be called by either:
- a. a majority vote of the Board of Trustees
 - b. a petition signed by no less than ten percent (10%) of members in good standing of the Corporation. The petition must be submitted to the President of the Corporation and a meeting shall be called within sixty (60) days of receipt.
- 6.5 Notice of Meetings.** Written notice of any business meeting, whether conducted face-to-face or virtually or hybrid, must be sent to all members at least (30) days prior to the meeting. Notice may be sent electronically to those members who provide an email address. If no email address is provided, the member must be notified by US mail. The notice shall include:
- a. the purpose of the meeting;
 - b. the date and time;
 - c. the location if the meeting is face-to-face, or instructions for joining the meeting if it is a virtual meeting;
 - d. a meeting agenda that includes in writing all proposed items scheduled to be voted upon.
- 6.6 Agenda.** Any member may submit a request to have an item placed on the agenda of a business meeting. Agenda item requests must be approved by the Board of Trustees. All agenda item requests must be submitted to the President in writing no less than forty-five (45) days prior to the scheduled meeting. Items may be submitted by email or by US mail. No non-member may submit an agenda item.
- 6.7 Prayer.** All meetings of the corporation, after the call to order, shall be opened with prayer. In any meeting, any member may request that action on an item of business be suspended while the membership enters into a time of prayer on the issue. Upon such request, the chair shall provide a period of prayer and silence.
- 6.8 Quorum.** A quorum shall be the members and delegates present and voting at any duly constituted corporate meeting.
- 6.9 Rules.** Roberts Rules of Order, as newly revised, shall govern corporate meetings.

ARTICLE IV – GOVERNANCE

Section 1 – Board of Trustees

- 1.1 Duties and Powers.** The affairs of the Corporation shall be vested in the Board of Trustees. The members of the Board of Trustees shall have the following duties and powers:
- a. Determine other rules and regulations as it deems proper to govern and control the affairs of the Corporation.
 - b. Have a working knowledge of the Corporation Bylaws and Policy Manual.
 - c. Have the right to exercise the powers of the Corporation in accordance with these Bylaws and with the policies established by the corporate body.
 - d. Meet regularly to conduct the business of the corporation. Members may meet face-to-face or virtually using technology such as conference calls. Members shall be faithful in attending these Board meetings as well as business meetings of the Corporation.
 - e. Manage and administer any property owned by the Corporation, both real and personal.
 - f. Determine the business needs of the Corporation and authorize payment of funds for those purposes.
 - g. Approve staff positions, including job descriptions and salaries.
 - h. Negotiate contracts with any consultants.
 - i. Supervise any employees of or consultants to the Corporation.
 - j. At the expense of the Corporation, secure malpractice and liability insurance for the Board of Trustees members and regional employees, and provide liability insurance to cover all regional activities.
 - k. Cause to be maintained an accurate and up-to-date database of members of the Corporation as defined in Article III of these Bylaws.
 - l. Call membership meetings as defined in Article III of these Bylaws.
 - m. Each year cause to be prepared a complete financial statement with disclosures which will set forth the fiscal conditions and operations of the Corporation and make this statement available to the membership.
 - n. If conflict arises within the membership, cause the issues to be resolved in an ethical, collaborative, and cooperative manner. The Board shall identify conflict management resources including, but not limited to, the Regional Consultant of Unity Worldwide Ministries.
- 1.2 Composition.** The Board of Trustees shall consist of:
- a. General Members - A minimum of Six (6) voting members and no more than Seven (7) who will be elected by the conference body. At least four (4) of these members must be Licensed or Ordained Unity Ministers.
 - b. Licensed Unity Teacher Representative – this person shall be a voting member and will be elected by the Licensed Unity Teachers who are members of the conference body.
 - c. The Board of Trustees may appoint one or more persons to serve as an alternate member in a non-voting advisory capacity.

1.3 General Members.

a. **Qualifications.** Any individual member in good standing of the corporation may serve as one of the six (6) members of the Board of Trustees. Additionally, candidates must meet the following requirements:

- 1) Candidates must be present and voting during the meeting at which they are elected, or they must be excused by the President of the Board of Trustees due to extenuating circumstances.
- 2) Candidates must be persons who have shown an active interest in the Corporation and its business.
- 3) Candidates who are licensed or ordained must be persons in good standing with Unity Worldwide Ministries.
- 4) Candidates may not be persons receiving compensation from the Corporation.

b. **Nominations.**

- 1) The Board of Trustees shall recruit or cause to be recruited qualified and willing candidates to serve as members on the Board of Trustees.
- 2) Any qualified member of the Corporation who wishes to serve on this team, may submit his or her name to the President of the Corporation for consideration.
- 3) Other nominations of qualified members may be received from the membership during the election process as provided by Roberts Rules of Order.

c. **Term of Office.**

- 1) Each of the six members of the Board of Trustees shall hold office for three (3) years.
- 2) The terms of the six members shall be staggered in groups of two such that the terms of two members shall expire each year.
- 3) A member may serve no more than two consecutive terms. After two consecutive terms, the member must be off the team for at least one full year before being elected or appointed to the team again.
- 4) If a member is appointed to serve two or more years of the unexpired term of a member, that shall be considered a full term of office.

d. **Election.**

- 1) Election for membership of the Board of Trustees will be held during the Annual Meeting as defined in Article III of these Bylaws.
- 2) The two candidates who receive the most votes shall be elected to fill the two vacant seats.

e. **Assumption of Office.**

- 1) The newly elected members of the Board of Trustees shall assume office at the end of the Annual Meeting in which they are elected.

- 2) The Board will then meet to elect their officers. The highest ranking officer amongst the continuing members shall chair the organizing meeting until a new president is selected. The new officers will be announced to the corporate membership using the normal communications methods in place including but not limited to newsletters, the website, or email.

f. **Vacancy.**

- 1) Should a vacancy occur on the Board of Trustees, the team will recruit and appoint a qualified person to finish the term vacated.
- 2) If that person was an officer, the appointed person may or may not fulfill that office according to the discretion of the Board of Trustees.

g. **Removal from Office.** Whenever there is a weight of evidence that a general member of the Board of Trustees is not fulfilling the legal and/or moral responsibilities of the office, said member may be removed from the position by either:

- 1) a three-fourths (3/4) vote of the remaining members of the Board of Trustees.
OR
- 2) a three-fourths (3/4) vote of the corporate membership voting at any Corporate meeting. Such a vote occurs after:
 - i. a request to remove a board member from office is made by a petition signed by no less than ten percent (10%) of the members.
 - ii. Said petition must be presented to the president of the Board of Trustees at least sixty (60) days prior to the next annual Corporate meeting.

1.4 Licensed Unity Teacher Representative Member

- a. **Duties and Powers.** This person shall represent the interests of the Licensed Unity Teachers within the corporate membership to the Board of Trustees. This person shall offer the Licensed Unity Teacher's perspective on regional matters, communicate such matters back to the Licensed Unity Teachers, and such other business as is agreed upon with the Board of.
- b. **Qualifications.** Any individual member of the Corporation who is a Licensed Unity Teacher in good standing with Unity Worldwide Ministries, and who has been so licensed for at least one (1) year, may serve in this role. Additionally, the person in this role may not be a person receiving compensation from the Corporation.
- c. **Nominations.** The Licensed Unity Teachers Ministry Team shall recruit qualified and willing candidates for this role whenever a vacancy occurs. The candidates shall be submitted to the Board of Trustees to be placed on the ballot for the next election.
- d. **Term of Office.**
 - 1) The term shall be three (3) years.

- 2) A person may serve no more than two consecutive terms in this role. After two consecutive terms, the member must step out of this role for at least one full year before being elected to the role again.
- e. **Election.** This person shall be elected by the Licensed Unity Teachers who are members of the Corporation.
- f. **Assumption of Office.** The newly elected Licensed Unity Teacher Representative shall assume office at the end of the Annual Corporate business meeting in which s/he is elected.
- g. **Vacancy.** Should a vacancy occur in this position, the balance of the term will be filled by the Alternate Licensed Unity Teacher Representative and a new Alternate will be selected. The Alternate Licensed Unity Teacher is selected by a process determined by the Licensed Unity Teacher Ministry Team.
- h. **Removal from Office.** Whenever there is a weight of evidence that the Licensed Unity Teacher Representative is not fulfilling the legal and/or moral responsibilities of the office, said member may be removed from the position by either:
 - 1) a three-fourths (3/4) vote of the remaining members of the Board of Trustees.
 - OR
 - 2) a three-fourths (3/4) vote of the corporate membership voting at any Corporate meeting. Such a vote occurs after
 - i. a request to remove a board member from office is made by a petition signed by no less than ten percent (10%) of the members.
 - ii. Said petition must be presented to the president of the Board of Trustees at least sixty (60) days prior to the next annual Corporate meeting.

Section 2 – Officers

The officers of the Corporation shall consist of a President, Vice-President, Secretary and Treasurer. All officers shall be selected from the six (6) general members of the Board of Trustees in a manner decided by the members of the board at their first meeting following each election.

2.1 President.

- a. The President shall preside at all meetings of the Board of Trustees and all meetings of the Corporation.
- b. S/he shall have the power to perform all duties incidental to the Office of the President.
- c. S/he shall have such additional power as may be delegated to him/her by the Corporation.
- d. S/he shall sign for the Corporation all corporate records, instruments, contracts and conveyances on which the President's name is required by law.
- e. The President shall appoint a parliamentarian at every corporate business meeting.

2.2 Vice-President.

- a. The Vice President shall perform all duties of the President in the absence of the President.

2.3 Secretary.

- a. The Secretary shall attend all business meetings of the Corporation.
- b. S/he shall keep, or cause to be kept, an accurate record of the minutes of all Board of Trustees meetings and meetings of the Corporation.
- c. S/he shall carry on all correspondence of the Corporation as directed by the Board of Trustees.

2.4 Treasurer.

- a. The Treasurer shall be custodian of the funds of the Corporation. S/he shall pay out or cause to be paid out funds authorized by the Board of Trustees.
- b. S/he shall keep, or cause to be kept, a record of all financial transactions, and submit a monthly financial report at each regular Board of Trustees meeting.
- c. S/he shall keep, or cause to be kept, employment records for all employees of the corporation.
- d. S/he shall submit a financial report, covering the last complete fiscal period, at the annual corporate meeting.
- e. S/he shall count, or cause to be counted by appointment of qualified persons, all funds received, and be responsible for their deposit into the bank or other depository approved by the Board of Trustees.

ARTICLE VI – FISCAL REQUIREMENTS

Section 1 – Fiscal Year. The Fiscal Year of the Corporation shall coincide with the calendar year, January 1 through December 31.

Section 2 – Financial Peer Review. There shall be an annual internal peer review of the financial statement by three qualified members of the Corporation. The President shall appoint the three reviewers. The Treasurer shall provide:

- a. all year-end bank statements
- b. a detailed transaction report print out
- c. a balance sheet
- d. a profit and loss statement with budget comparisons
- e. a budget for the next fiscal year.

Section 3 – Full Financial Audit. If at any time it is deemed advisable, a full audit may be requested by

- a. the Board of Trustees

OR

- b. a petition signed by no less than ten percent (10%) of the members of the Corporation

ARTICLE VII-AMENDMENTS TO BYLAWS

- a. Bylaws will be reviewed and updated at least every three years.
- b. The ad hoc Bylaws Review Team will be appointed by the President of the Board of Trustees. A Board liaison will be assigned to the team to report any updates to the Board.
- c. All proposed amendments must be sent in writing by email or by monthly newsletter to all members of the Corporation at least thirty (30) days prior to the beginning of a Corporate business meeting where voting on the proposed amendments will take place.
- d. Following approval by the Board of Trustees, all proposed amendments must be approved by a two-thirds vote of the quorum at the meeting at which they are presented. If approved, the amended Bylaws supersede all previous Bylaws adopted by the Corporation.

These bylaws were amended by an affirmative vote of membership at the annual meeting of the Corporation on September 26, 2023.

Attested by

Michael Davis, Board Secretary