

*Revised May 17, 2026*

**Bylaws  
for  
UNITY CHURCH OF PRACTICAL CHRISTIANITY  
Buffalo, New York**

**ARTICLE I  
Identification**

**Section 1.01 – Statement of Purpose**

The purpose of the Unity Church of Practical Christianity, dba Unity of Buffalo, a New York nonprofit corporation (hereinafter referred to as “Unity of Buffalo” or “this Ministry”), is to teach the universal principles of Truth, as taught and demonstrated by Jesus Christ and other spiritual teachers and as interpreted by the Association of Unity Churches, dba and hereafter referred to as Unity Worldwide Ministries (“UWM”), a non-profit corporation organized and existing under the laws of the state of Georgia with headquarters at Lee’s Summit, Missouri.

To accomplish this purpose, Unity of Buffalo shall conduct services and classes, demonstrate the principles of Truth in the operation of this Ministry and adopt other initiatives of the Minister, Board of Trustees and Membership to further the practice of positive, practical Christianity. Notwithstanding any other provision of these Bylaws, this Ministry shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of this Ministry shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Ministry shall be authorized to pay reasonable compensation for services rendered.

This Ministry shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. No substantial part of the activities of this Ministry shall consist of carrying on propaganda, or otherwise attempting to influence legislation.

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## **Section 1.02 – Unity Worldwide Ministries Membership and Responsibilities**

Unity of Buffalo shall be a vital part of the worldwide Unity movement and a member of the UWM. Any member of this Ministry may call upon the resources and support of the UWM through its Senior Minister or Co-Ministers, Board of Trustees, staff, or through direct communication with the UWM.

In the spirit of cooperation, the operation and conduct of this Ministry shall comply with the regulations and policies of the UWM as outlined in the UWM Bylaws, insofar as they do not conflict with applicable federal or state law, the Articles of Incorporation of this Ministry, or these Bylaws.

- A. Participation. This Ministry may have its voice heard and its wishes expressed in the membership meetings of the UWM, and its members may participate in workshops, seminars, 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 the 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 church function.
- C. Leadership. This Ministry shall have as its leader an ordained or licensed Unity Minister(s) approved for Ministry employment by the UWM or a person serving under special dispensation approved by UWM. For the purpose of these Bylaws, the term “Minister” shall include a person serving under special dispensation of the UWM.
- D. Teaching. In major part, 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. Reports. As Administrative Director of this Ministry, the Minister will make annual reports to the UWM as required.

## **ARTICLE II**

### **Office and Official Records**

#### **Section 2.01 - Principal Office**

The principal executive office of this Ministry shall be fixed by the Board of Trustees. Said office shall be in the County of Erie, State of New York or at such other place within the State of New York as the Board of Trustees hereafter shall designate. This Ministry may also have offices at such other place or places as the Board of Trustees may from time to time designate.

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#### **Section 2.02 – Official Records**

Records of membership, finances, donation, corporate minutes, and other records required by law or as designated by the Board of Trustees shall be maintained at the principal office of this Ministry in accordance with the Ministry's document retention and destruction policy. Confidential documents are available only for use by the Minister(s), board members, or designated professional staff. Other documents are available to active members upon request.

## **ARTICLE III**

### **Membership**

#### **Section 3.01 - Qualifications**

A member of Unity of Buffalo shall endeavor to live in accord with the Jesus Christ principles of Love and Truth as taught by UWM. A member shall further the work of this Ministry through active interest, love, and support of time, talent and treasure. The Board of Trustees and Minister determine the requirements necessary for membership.

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#### **Section 3.02 - Membership Application**

Anyone desiring membership in Unity of Buffalo shall file an Application for Membership with the Ministry office. Prospective members shall meet additional requirements according to current policy, including, but not limited to, Unity classes. The application shall be presented to the Board of Trustees. Upon a majority affirmative vote of the Trustees present and voting, the applicant shall become an active member and shall be notified accordingly by the Board secretary. All staff Ministers are considered members of this Ministry.

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#### **Section 3.03 - Membership**

- A. Active Membership - have full membership rights and may participate and vote in any membership meeting.
  - 1. New Members. After acceptance as a new member, each member shall have voting rights at all membership meetings up through and including the next regularly scheduled annual membership meeting after joining the church.
  - 2. Existing Members. To retain active membership rights, each member must indicate a desire to remain a member by completing and returning to the church a yearly membership renewal card or such other document as approved by the Board of Trustees. If no current membership renewal card or approved document is on file prior to the annual membership meeting, that person becomes inactive and cannot serve on the Board of Trustees or vote at any membership meeting.

## B. Reinstatement of Inactive Membership.

1. Reinstatement within two years. If a member who has become inactive wishes to return to active status within the first two years after becoming an inactive member, such a member who meets membership qualifications and fills out a yearly membership renewal card or document approved by the Board of Trustees shall be reinstated as an active member.
2. Reinstatement after two years. If a member has been inactive for two years or more and desires to become an active member again, such a member must reapply for active membership in the same manner required of new members.

## C. Removal of Membership for Cause.

1. A member may be removed for cause by the Board of Trustees. Prior to any vote concerning removal, the member in question must be notified by certified mail at least ten (10) days prior to the Board of Trustees meeting of the reasons being considered for removal of membership and thereafter be given an opportunity for a hearing before the board. A two-thirds (2/3rds) vote of the Board shall be required for removal of membership, after consultation with the Senior Minister or Co-Ministers.

## Section 3.04 - Rights of Active Members

Active members of Unity of Buffalo shall have the right to do the following:

- A. Vote at any membership meeting. If a member cannot attend a membership meeting in person, they may request to attend electronically by notifying the Secretary in advance of the scheduled meeting. The Board shall provide a method for electronic attendance, with a minimum standard being real-time audio communication;
- B. Elect members to the Board of Trustees as specified in Section 4.05;
- C. Ratify the Bylaws of this Ministry or any amendments thereto as specified in Section 8.01;
- D. Vote on any question of sale, pledge, or proposed financing of real property owned and used for the operation of this Ministry which exceeds Twenty-Five Thousand Dollars (\$25,000) in value. A seventy-five percent (75%) affirmative vote of those attending and voting is required for approval. Refer to Section 4.04-D.7;

- E. Elect a member, and their alternate, to serve on the Nominating Committee as specified in Section 4.05, B-E;
  - F. Vote on any matters officially brought to the attention of the Membership;
  - G. Offer suggestions to the Minister or Board of Trustees as may seem advisable for the good of this Ministry;
  - H. Speak in debate at any membership meeting according to rules provided for debate;
  - I. Serve on Ministry teams;
  - J. Participate in activities and programs of this Ministry, noting that some Ministry teams and activities have requirements for participation;
  - K. Contact the UWM regional representative or UWM directly for guidance, support, or information on available resources.
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### **Section 3.05 - Meetings and Quorum**

- A. Annual Membership Meeting. The annual membership meeting of Unity of Buffalo shall be held at its official headquarters on a Sunday in October and at the time of day designated by the Minister and Board of Trustees with at least fifteen (15) days written notice given to the membership.
- 1. Special Membership Meetings. Any time the affairs of this Ministry warrant a special meeting may be called by:
  - a. The Senior Minister or Co-Ministers;
  - b. A majority of the Trustees of the Board;
  - c. Or a petition signed by one third (1/3) of the membership and submitted to the Board of Trustees.
- 2. The purpose(s) for the special meeting shall be stated in the written notice to the membership. Business conducted at the special meeting shall be limited to the pre-stated purpose(s).

- B. Written Notice. Written notice stating the date, time and place of the Annual or Special Membership Meeting shall be sent by postal or electronic mail to all active members at least fifteen (15) days before any membership meeting.
- C. Quorum. A quorum of the meeting shall be at least 20 percent of all active members. A quorum is required for the transaction of business at any membership meeting, ensuring that decisions are made with sufficient member participation to represent the collective membership.
- D. Presiding Officer. The President of the Board of Trustees shall serve as the presiding officer of the annual membership meeting or special meeting unless the President relinquishes the chair to another board member, to a representative of UWM, or to a professional registered parliamentarian.
- E. Participation. The right to speak in debate, to make motions, and to vote during Annual or Special Membership meetings shall be restricted to those active members in attendance. The right of non-members to speak during membership meetings may be extended by the Presiding Officer or by a one-third (1/3) vote of active members participating in the meeting. UWM's representative(s) have a right to speak when they are at the meeting.
- F. Voting. Unless otherwise provided herein in these Bylaws, a majority of the members qualified to vote, and voting, shall be necessary for approval or disapproval of the action being voted upon. Members who abstain are considered present for quorum but not counted as voting.

For those wishing to participate electronically, refer to Section 3.04 A. Absentee, text, proxy, fax or e-mail ballots are not permitted.

- G. Prayer. In any membership meeting, the Presiding Officer, the Minister, a UWM representative or any member may request that action on an item of business be suspended while the membership enters into a time of prayer on the issue. Upon such request the Presiding Officer shall provide a period of prayer and silence.

## **ARTICLE IV**

### **Government**

#### **Section 4.01 - Administration**

The administration of Unity of Buffalo shall be vested in the Senior Minister or Co-Ministers, who is the Administrative Director, and the Board of Trustees elected from the Membership.

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#### **Section 4.02 – Definitions**

- A. Unity ministry. A member ministry in the UWM recognized by the UWM will have a duly ordained or licensed Unity minister, or a person serving under special dispensation as its Spiritual Leader. (For additional criteria, contact the UWM office.)
- B. Senior minister. A Unity minister duly ordained, licensed or serving under special dispensation by the 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 works in conjunction with the Board of Trustees of the member ministry and is to oversee the teaching, Sunday lessons, worship services, spiritual advisement, prayer, administrative, and fellowship activities of the ministry.
- C. Co-minister. In shared partnership ministries, a Unity minister duly ordained or licensed by the UWM (or Unity School of Christianity prior to July 1, 1966), who equally assumes the spiritual and administrative leadership role with another co-minister in a member ministry. These leaders work in conjunction with the Board of Trustees of the member ministry, and oversee the teaching, Sunday lessons, worship services, spiritual advisement, prayer, administrative, and fellowship activities of the ministry.
- D. Associate minister. In ministries with more than one minister, a Unity minister duly ordained or licensed by the UWM (or Unity School of Christianity prior to July 1, 1966), serving in a member ministry. The associate minister may be equal in ability, but functions with less responsibility than the senior minister. The associate minister reports to the senior minister, who determines the scope of the associate's responsibilities.
- E. Assistant minister. In ministries with more than one minister, a Unity minister duly ordained or licensed by the UWM (or Unity School of Christianity prior to July 1, 1966), serving in a member ministry. The skills and/or experience of the assistant minister may be less than those of the Senior Minister. The assistant may be placed in a specialized

service area of the ministry, i.e., pastoral visitation, or administrative support. The skills of the assistant are, therefore, allowed to develop for a more comprehensive range of ministry service of the assistant, and the ministry.

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### **Section 4.03 – Minister**

- A. Senior Minister or Co-Ministers. The Senior Minister or Co-Ministers will be duly licensed or ordained Unity Minister(s).
  1. Duties. As the spiritual leader(s) of this Ministry, the Senior Minister or Co-Ministers will be responsible for the scheduling, conduct, and content of services, classes, and all other activities that further the purpose of this Ministry. As administrative director(s), the Minister(s) shall:
    - a. Be responsible for the complete functioning of this Ministry, including the hiring and termination of all employees including Associate or Assistant Ministers;
    - b. Serve as voting member(s) of the Board of Trustees on all matters except their own employment, or that of their successor(s);
    - c. Create ministry teams related to these duties;
    - d. As necessary, remove a team member of such ministry teams for cause;
    - e. Serve as ex officio members of all ministry teams;
    - f. Be responsible for seeking the UWM' assistance in the event of a dispute adversely affecting the Ministry.
  2. Selection. The Board of Trustees shall recommend to the congregation the selection of a Senior Minister or Co-Ministers following the employment procedures for ministerial personnel of the UWM.
  3. Compensation. The compensation of the Senior Minister or Co-Ministers employed by this Ministry shall be set by the Board of Trustees following a compensation-setting process that includes review by independent board members, use of appropriate comparability data, and contemporaneous documentation of the basis for the compensation decision.

B. Associate and/or Assistant Ministers. Associate and/or Assistant Minister(s) will be duly licensed or ordained Unity Minister(s) who function(s) with less responsibility than the Senior Minister or Co-Ministers.

1. Duties. The Associate and/or Assistant Minister(s) will perform the duties and fulfill the responsibilities assigned to them by the Senior or Co-Ministers.
2. Compensation. To the extent funded by the Board, the compensation of the Associate and/or Assistant Minister(s) shall be fixed by the Senior Minister or Co-Minister(s).

C. Vacancy. The position of minister may be vacated by any of the following actions:

1. Resignation, or
2. After complying with Section 4.04-D-9 and 4.04-F, the Minister's removal because of failure to fulfill the duties of the position as specified in Section 4.03-A.

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#### **Section 4.04 - Board of Trustees - Minister - Members**

A. Structure. The Board of Trustees shall consist of the Senior Minister or Co-Ministers and no more than six (6) Trustees elected from the membership of Unity of Buffalo. Each elected Trustee shall hold office for three (3) years, or until a successor is duly elected. The terms of two elected Trustees shall expire annually and their offices shall be filled at the annual membership meeting in accordance with Section 4.05. No elected Trustee shall serve more than two (2) consecutive terms of three (3) years each without an interval of one year between terms.

B. Prohibition of Service. The following persons are prohibited from serving on the Board of Trustees:

1. Relatives, significant others or household members of any board member or Licensed Unity Teacher;
2. Individuals receiving material compensation from the Ministry, with the exception of the Senior Minister or Co-Ministers. For purposes of this provision, compensation shall be considered material if the total compensation paid to the

individual during the fiscal year equals or exceeds \$5,500.

Compensation below this threshold shall be deemed immaterial and shall not, by itself, disqualify an individual from Board service;

3. Relatives, significant others, or household members of any individual receiving material compensation (as defined above) from the Ministry.
- C. Prayer. It is important that in addition to adhering to the normal procedures for legal functioning set forth in these Bylaws, that the spiritual principles taught by UWM be utilized in the handling of decisions before the Board of Trustees.

During the discussion of an item of business, any Trustee may request time for prayer about the issue. Upon request the presiding officer shall provide a period of prayer and silence.

- D. Roles, Duties, and Responsibilities of the Board of Trustees. As representatives of the membership, the board of trustees shall:

1. Uphold the spiritual purpose of this Ministry as stated in Section 1.01;
2. Uphold the best interests, policies, vision, mission, values, and purpose statements of the Ministry membership when conducting the business of this Ministry. Speak with "one voice" as a board of trustees honoring the authority held only as a group and not as individual trustees;
3. Maintain a working knowledge of the Bylaws and Articles of Incorporation, establish policies for the operation of the Ministry, and act in alignment with these governing documents;
4. Be faithful in attending services, all membership and special meetings, and Board meetings, retreats and trainings;
5. Determine the business needs of this Ministry. Plan, prioritize, and authorize payment of funds for those purposes in alignment with the Ministry's annual budget;
6. Provide for the administration, care, and upkeep of the real and personal property of this Ministry;

7. Authorize decisions regarding the sale, pledge, or financing of real property of the Ministry; provided that any such transaction exceeding twenty-five thousand dollars (\$25,000) or twenty five percent (25%) of the previous year's income, whichever is less, shall require approval by the membership at a duly constituted membership meeting; and provided further that any sale, mortgage, or lease of real property for a term exceeding five (5) years shall comply with the court-approval procedures of Religious Corporation Law § 12;
8. Employ a licensed or ordained Unity minister(s) through cooperation with the employment procedures of UWM. Provide the new Minister with an accurate job description, contract of hire, and a clear understanding of accountabilities. If the Senior Minister (or Co-Minister) position becomes vacant, the board shall notify the UWM Member Support Team within five to seven (5-7) days;
9. After the Ministry and its Senior Minister or Co-Ministers have sought to reconcile differences and cooperated with the procedures and guidance of the UWM, the Board of Trustees may recommend termination of employment of the Senior Minister or Co-Ministers by a two-thirds (2/3rds) vote of the Board.

In the event this occurs, a special membership meeting would be called in accordance with the provisions in these Bylaws. A two-thirds (2/3) vote of the active membership present and voting at the meeting shall be required to terminate the employment of the Senior Minister or Co-Ministers.

If the Senior Minister (or Co-Ministers) position becomes vacant, the Board shall notify UWM within five to seven (5 to 7) business days;

10. As recommended by the Senior Minister (or Co-Ministers), determine staff positions, including Associate and Assistant Ministers, and authorize compensation through the annual budget process;
11. Set dates for the fiscal year;
12. Ensure accounting records are current and properly entered and maintained for all aspects of the Ministry. Employ a qualified bookkeeper or accountant for this purpose. Each year cause to be prepared a complete financial statement with disclosures which will set forth the fiscal conditions and operations of the Ministry. The Board shall engage in financial oversight consistent with N-PCL § 712-a, including independent review or audit as applicable to the Ministry's

revenue level;

13. Secure insurance covering the building, grounds, and other properties, also Worker's Compensation insurance and liability insurance for all Board of Trustee members, Minister(s), and either a fidelity bond or theft and dishonesty insurance for all persons who handle money;
14. Approve applicants for membership in accordance with Section 3.02;
15. Act to fill the unexpired term of any Trustee in accordance with Section 4.06-B;
16. Elect Officers of the Board, and their successors to fill any unexpired term when necessary. See Section 4.08;
17. Create board committees as needed related to board functions, tasks, projects, based on the roles and responsibilities of the board. (Temporary committees such as the Bylaw Committee, HVAC Replacement Committee, etc.) Board Committees report to the board to provide clarity and information in support of the board functions, while Ministry Teams report to the Minister for the smooth functioning of the Ministry;
18. Advise the President of the Board on appointments to such board committees who have the time, skills, and disposition to serve on such board committees. Ratify committees and their chairpersons;
19. Seek UWM assistance in the event of a dispute adversely affecting the Ministry;
20. Attend and actively participate in ongoing board education programs;
21. Distribute or cause to distribute yearly membership renewal documents as approved by the Board of Trustees and/or Minister to all members. Keep or cause to be kept an accurate record of active and inactive members;
22. Ensure accurate records of all contributions to the Ministry are maintained and that written acknowledgments are provided in compliance with Internal Revenue Service regulations;

23. Issue or cause to be issued necessary 1099 and W-2 forms in compliance with Internal Revenue Service regulations;
  24. Obtain and keep a background check on all staff and volunteers directly involved with the children's programs, individuals handling funds, and current/potential board members;
  25. Ensure the timely submission of all required reports to UWM, including:
    - a. The Annual Ministry Report (AMR);
    - b. Annual Credentialed Leader Reports (CLR) for all staff ministers and Licensed Unity Teachers affiliated with the Ministry;
    - c. Any required reports for leaders serving under special dispensation, including 6-month renewal reports.
  26. Take such other actions as may be deemed necessary for the best interests of this Ministry;
  27. Consider other duties brought to their attention by the Minister and other Trustees;
  28. Shall also comply with other duties recommended in Church Policy Manual (Qualifications and Duties of Board Members);
  29. Consider issues brought to their attention by the minister(s) or members of the board, having said issues acknowledged by the minister(s) or board of trustees.
  30. Adopt and maintain policies as required by law or good governance practice, including but not limited to: (i) a written conflict of interest policy compliant with N-PCL § 715-a; (ii) a whistleblower policy providing protections for persons who report suspected violations of law or policy; and (iii) a document retention and destruction policy.
- E. Employment of Minister. It is the responsibility of the Board of Trustees to recommend to the congregation the employment of a Unity minister for the church through cooperation with the placement and written notification to the UWM and in accordance

with Article 10 of the Religious Corporation Law of New York State.

- F. Termination of Employment of Minister. Employment of a senior minister or approved licensed teacher as spiritual leader may not be terminated until written notification to UWM and Article 10 of the Religious Corporation Law of the State of New York have been complied with.

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#### **Section 4.05 - Board of Trustees - Election**

- A. Application - A standardized application and vetting process shall be used consistently for all potential candidates including a background check, and all other requirements as outlined in the Ministry's Policy and Procedures Manual.
- B. Nominating Committee. A nominating committee shall be formed at least three (3) months prior to the annual membership meeting, and shall initiate a search for at least two (2) qualified candidates for the Board of Trustees. The Committee shall consist of the Minister and three (3) active members selected in the following manner:
1. At the Annual membership meeting, the membership shall elect one of its active members, and an alternate, to serve on the Nominating Committee for the next year's election;
  2. The Board shall appoint a Board of Trustee member to serve on the Nominating Committee;
  3. Together with the Minister, the above two Committee members shall select a fourth (4th) Committee Member from the Active Membership. The Committee shall select the Chairperson of the Nominating Committee.
- C. Interim Board. In the event of an interim board, the Nominating Committee shall complete its selection process within thirty (30) days from the establishment of the interim board.
- D. Nominating Procedure. As the presiding officer of the annual membership meeting, the President shall:
1. Read Section 4.05 and 4.04-B just prior to the call for nominations;

2. Call upon the Chairperson of the Nominating Committee to present the committee's nominations.
- E. Election. The Nominating Committee shall seek to identify two (2) candidates for each position of the two (2) expiring terms on the Board of Trustees. This Committee shall make and submit to the Board of Trustees nominations for Trustees for the succeeding term of office at least two (2) weeks before the annual meeting.
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#### **Section 4.06 - Board of Trustees - Vacancy and Replacement**

- A. Vacancy. The office of a Trustee may be vacated by any of the following means:
1. The resignation of the Trustee;
  2. The Board voting for the removal of a trustee due to absences from three (3) regular board meetings. Absences may be excused by the Board upon written request;
  3. The Board voting for the removal of a Trustee because of a failure to fulfill the duties of the office as specified in Section 4.04-D.
- B. Should there be a vacancy on the Board of Trustees, the Board shall select a qualified replacement to fill the position utilizing the standard vetting process used by the Nominating Committee. A majority vote of the Board of Trustees shall be necessary for the election. The term of service shall expire at the end of the vacated term, preserving the staggered election cycle established in Section 4.04-A.
- C. Should more than two vacancies occur simultaneously among the elected members of the Board of Trustees, or should the total number of trustees fall below four, including the Minister, two Special Membership Meetings will be called.
1. The first meeting will occur within thirty (30) days. The purpose of this meeting shall be:
    - a. To elect interim board members;
    - b. To constitute or reconstitute the Nominating Committee (see 4.05-B);

- c. To set the date for a second meeting. The second Special Membership Meeting will be held no later than seventy-five (75) days after the first meeting.
- 2. The Nominating Committee shall complete their search for board nominees following application and vetting procedures within thirty (30) days of the first Special Membership Meeting and submit the list of candidates to the Board.
- 3. The Board shall approve the candidates within fifteen (15) days of receiving the nominations. If the regular annual meeting of this Ministry should be scheduled in this time period, then board elections will be held at the regular annual meeting of this Ministry.
- 4. The purpose of the second Special Membership Meeting is to elect the replacement Board members who shall serve to the completion of the respective vacated terms.

#### **Section 4.07 - Board of Trustees - Meetings and Quorum**

- A. Regular Board Meetings. The regular business meetings of the Board of Trustees shall be held at the headquarters of this Ministry at a time specified by the Board. There shall be at least ten (10) monthly meetings of the Board of Trustees each year.

Regular monthly meetings of the Board of Trustees shall be held in person whenever reasonably possible. Trustees who are unable to attend a meeting in person may participate by electronic means (such as Zoom), provided that all participants are able to hear and communicate with one another simultaneously. Trustees participating electronically shall be considered present for purposes of quorum and voting.

- B. Special Board Meetings. Special meetings of the Board will be called by the President of the Board if requested by the Senior Minister or Co-Ministers; if requested by two or more trustees; or if the President of the Board deems it necessary. Any request for a special board meeting shall be made in writing to the Board secretary. All current board members, including the Senior Minister or Co-Ministers, shall be given notice of any special board meeting at least forty-eight (48) hours in advance of the meeting. Attendance by a board member at the meeting shall constitute a waiver of the notice requirement unless the member attends solely to object that the meeting was not properly called.

- C. Quorum. A majority of the entire number of Trustees fixed by these Bylaws (i.e., the Minister(s) plus six (6) elected Trustees) shall constitute a quorum for the transaction of business. Unless otherwise provided herein, the vote of a majority of the Trustees present shall be necessary for approval of the action being voted upon. Should the total number of Trustees fall below four, including the Minister, refer to Section 4.06 C.
  - D. Minister Attendance. The Senior Minister or Co-Ministers has/have the right to attend all Board meetings, with the exception of those meetings or portions thereof that pertain to determinations of the Minister's salary and/or review of the Minister's work record.
  - E. Recusal for Conflict of Interest. Any Board Member with a conflict of interest shall recuse themselves from, and not be present during, any portion of a board meeting in which matters related to their conflict are discussed or voted upon. The Board shall adopt and maintain a written conflict of interest policy in compliance with N-PCL § 715-a, which shall include procedures for disclosing conflicts and require annual disclosure statements from all trustees and officers.
  - F. Prayer. It is important that in addition to adhering to the normal procedures for legal functioning set forth in these Bylaws, that the spiritual principles taught by Unity be utilized in the handling of decisions before the Board of Trustees. During the discussion of an item of business any trustee may request time for prayer about an issue. Upon such request the President shall provide a period of prayer and silence.
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#### **Section 4.08 - Board of Trustees - Officers**

Officers of the Board of Trustees shall consist of a President, Vice-President, Secretary, and Treasurer. All officers shall be selected in a manner decided by the Board, at the first Board meeting after the annual meeting or at a special meeting called for the purpose of selecting officers. Officers shall hold their respective offices for one year or until their successors are duly elected or qualified.

A. President. The President shall:

1. Preside at all Board of Trustees meetings;
2. Preside at all membership meetings;
3. Be a member of all committees by virtue of the office, except the Nominating Committee;
4. Sign such papers and documents, upon proper authorization, as may be necessary;
5. In collaboration with the Senior Minister, ensure the Board of Trustees receives adequate training, including the planning of board orientations, retreats, and workshops.

B. Vice-President. The Vice-President shall:

1. Assist the President in the performance of that officer's duties;
2. Perform all the duties of the President in the absence of the President;
3. Become President in case the office of the presidency becomes vacant. In such a case, a new Vice-President shall be elected from among the remaining Trustees to fill the remainder of the term.

C. Secretary. The Secretary shall:

1. Keep, or cause to be kept, an accurate record of the minutes of all board and membership meetings;
2. Keep, or cause to be kept, all reports, contracts, other legal papers, minute books, and the corporate seal, which items shall be kept in the Ministry office at all times, or in such other depository as prescribed by the Board;
3. Keep or cause to be kept up-to-date membership lists and send or cause to be distributed yearly membership renewal documents to all members;
4. Attend to all official business required by the Board.

D. Treasurer. The Treasurer shall:

1. Be custodian of the funds of this Ministry, and pay out or cause to be paid out funds authorized by the Board;
2. Keep, or cause to be kept, a record of all financial transactions and submit a monthly financial report at each regular board meeting;
3. Create, or cause to be created, a financial report for the last fiscal year to be submitted at the annual membership meeting;
4. Create, or cause to be created, a budget for the coming fiscal year to be submitted for a vote at the annual membership meeting;
5. Count, or cause to be counted by qualified persons, all funds received; ensure such funds are appropriately safeguarded;
6. Place, or cause to be placed, the funds of this Ministry in the bank or other depository approved by the Board;
7. Ensure there are at least two persons present when counting Ministry funds.

## **ARTICLE V**

### **Emergency Circumstances**

#### **Section 5.01 – Board Operations During Emergencies**

In extraordinary circumstances, including but not limited to national, state, or local emergencies, the Board of Trustees may determine that meetings will be conducted entirely by electronic means for such period of time as the Board deems necessary to assure the welfare and continued functioning of the Ministry.

During such periods, the Board shall retain full authority to conduct the business of the Ministry, including adjusting budgets and canceling, postponing, or rescheduling events as necessary.

## **ARTICLE VI**

### **Seal and Dissolution**

#### **Section 6.01 - Description**

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

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#### **Section 6.02 - Dissolution**

Should this Ministry dissolve, all property and funds remaining after payment of the debts of the Ministry shall be transferred to UWM, a nonprofit corporation organized under the laws of the State of Georgia, provided that UWM is then an organization described in Section 501(c)(3) of the Internal Revenue Code, to be used in furtherance of its mission.

If UWM no longer exists at the time of dissolution, any remaining assets shall be distributed by a court of competent jurisdiction in the county in which the principal office of the corporation is located to one or more organizations organized and operated exclusively for religious, charitable, or educational purposes consistent with Section 501(c)(3) of the Internal Revenue Code.

The congregation retains the authority, in accordance with these Bylaws and applicable law, to amend these Bylaws or determine its affiliations prior to the dissolution of the Ministry. Dissolution shall be carried out in accordance with the procedures prescribed by the New York Not-for-Profit Corporation Law and the Religious Corporation Law, including any required judicial or Attorney General approval.

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#### **Section 6.03 - Indemnification**

To the fullest extent permitted by the New York Not-for-Profit Corporation Law, including N-PCL §§ 721-726, this Ministry shall indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that such person is or was a trustee, officer, employee, or agent of this Ministry, against judgments, fines, amounts paid in settlement, and reasonable expenses, including attorneys' fees. The Board of Trustees shall have the authority to purchase and maintain insurance on behalf of any such persons against any liability asserted against them in such capacity.

## **ARTICLE VII**

### **Meeting Procedures**

#### **Section 7.01 - Rules of Order**

Robert's Rules of Order, Newly Revised, as adapted in our Policies and Procedures, shall serve as a guide for conducting meetings of this Ministry, unless otherwise provided by these Bylaws.

## ARTICLE VIII

### Bylaws Amendments

#### Section 8.01 – Procedure

Amendments to or a general revision of these Bylaws shall be adopted by an affirmative vote of two-thirds (2/3) of the active members present and voting at an Annual or Special Membership Meeting, provided that notice has been given in accordance with Section 3.05 B and a quorum is present as defined in Section 3.05 C. Upon adoption, these Bylaws shall supersede all previous Bylaws of Unity of Buffalo.

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Attest - Secretary

Date of adoption or revisions adopted:

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October 27, 2002

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Revised October 21, 2012

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Revised October 8, 2017

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Revised October 10, 2021

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Revised May 17, 2026