

Bylaws
Sacred Wind Sanctuary of Universal Life
First Draft of Amendments

Article I. Identification

Section 01 Definitions

Terms used within this document shall be understood as follows:

“SWSUL” or “the Church” – Sacred Wind Sanctuary of Universal Life, its Board and/or its members

“The Board” – All persons comprising The Board of Directors as defined in Article II Section 02

“The Membership” – All persons comprising the current membership as defined in Article III, Section 01

“Quorum” – at least 2/3 of the current Membership

Section 02 Intent to form

- A. Members of The Board hereby state our formation of an unincorporated association with the name and purpose as stated in Section 03
- B. Forming Members of the Board:
 - a. Matthew Seth Bartky, Pastor
 - b. Tara Catherine Banghart, Secretary
 - c. Stephen Russell Sprague, Treasurer
- C. Signatures
 - a. SIGNED ON ORIGINAL
 - b. SIGNED ON ORIGINAL
 - c. SIGNED ON ORIGINAL
- D. Date DATED ON ORIGINAL 9-9-2008

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Section 03 Name and Purpose

- A The name of the Church shall be Sacred Wind Sanctuary of Universal Life (SWSUL)
- B The purpose of SWSUL (a New Jersey religious church, an unincorporated association existing under the laws of the state of New Jersey) shall be to provide religious service and guidance to the community through:
 - 1 Regular religious services, rites, and ceremonies*
 - 2 Increase tolerance and acceptance of Earth Based Spiritualities within the community at large by:*
 - a Educating the community in the tenets of Earth Based Spiritualities*
 - b Creating a positive and contributing presence in each of our local communities*
 - 3 Acquire physical property for the express purpose of exercising our constitutional right to Freedom of Religion, providing sanctuary for those who wish to learn and practice their personal religious views, under the laws of the United States and the State of New Jersey without fear of molestation, harassment or interference.*
 - 4 Heal the Earth and the community through the preservation of environment, promotion of a healthy self, and positive social relations.*

In the accomplishment of this purpose, SWSUL shall conduct religious services and educational seminars for all ages and adopt other means that in the judgment of The Board will further the teachings of Earth Based Spiritualities among humankind.

Section 04 Affiliations

- A SWSUL may be affiliated with other Organizations. If so, we shall cooperate with these Organizations toward the attainment of mutual goals.
- B The operation and conduct of SWSUL shall comply with the regulations and policies outlined in these bylaws, insofar as they do not conflict with the laws of the State of New Jersey, under which SWSUL exists and operates. SWSUL shall only establish formal affiliations insofar as SWSUL's autonomy is maintained.

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C All affiliations shall be approved by a quorum of the Board.

Section 05 Principal office

Sacred Wind Sanctuary of Universal Life shall maintain a principal executive office. Said office shall be located at 119 McCaffery Rd, Manalapan, NJ 07726 or at such other place within the state of New Jersey as the Board hereafter shall designate. SWSUL may also have offices at such other place or places, as the Board may from time to time designate.

Article II. Governing Body

Section 01 Clergy

A Elected Clergy

Elected Clergy (any legally ordained person with membership in good standing) shall be nominated from and elected by current Board, having at least 2/3 vote.

- 1 The duties of Elected Clergy are as follows:
 - a As Spiritual Leaders, Elected Clergy shall be responsible for providing for the spiritual needs of members and spiritual guidance to the Board
 - b As Counsel to the Board, in accordance with Article II, Section 02, Clergy shall:
 - i Attend all Board meetings;
 - ii Remain active and supportive of all Clergy committee and subcommittee meetings;
 - iii Be notified of all special meetings
 - c As Clergy is essentially an advisory role, Elected Clergy shall have voice regarding Church governance matters but no vote.
 - d Elected Clergy services to the Board shall terminate
 - i At the end of their term
 - ii Upon Board recognition of their written resignation
 - iii Upon action of the Board, with consent of a 2/3 vote of current Members comprising a Quorum, present and voting at a Membership meeting.

B Recognized Clergy

Recognized Clergy are those individuals who have demonstrated Spiritual Leadership in a coven, circle, grove or Pagan community at large as in the case of Solitaries.

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- 1 Clergy members that have attained status as legally ordained by designation of another legally recognized religious Church shall be deemed recognized as such by Sacred Wind Sanctuary of Universal Life.
- 2 The Church may confer Clergy status by means of ordination on individuals worthy of same, who are not related to some other Church that confers ordination or Clergy status.

Recognized Clergy will be given honorary status ONLY, but will not be able to perform or conduct any church matters for or in the name of SWSUL. Recognized clergy will have the opportunity to be elected as performing clergy only by quorum of the board.

Section 02 Board of Directors

The church shall have three (3) Directors and collectively they shall be known as the Board of Directors. The number may be changed only by amendment of the church, or by amendment of this Bylaw, or by the repeal of this Bylaw and adoption of a new Bylaw, by the vote or written assent of the members entitled to exercise a majority of the voting power, or the vote of a majority of the voting members present at a meeting of members duly called at which a quorum is present, and not otherwise, but at no time shall the number of Directors be reduced to less than three (3).

- A. Powers of Directors. Subject to limitations of other sections of the Bylaws, and of California law, all corporate powers of the church shall be controlled by the Board of Directors. Without limiting the general powers the Board of Directors shall have the following powers;
 - a. To select and remove all the other officers, agents and employees of the church, prescribe such powers and duties for them as may not be inconsistent with law, or the Bylaws, fix their compensation, and require from them security for faithful service.

Each elected official shall serve commencing September 1st, for three(3) years, or until a successor is duly elected in accordance with Article II, Section 06-B. The terms of elected Board members shall expire at the end of their term and their positions shall be filled at the annual Membership meeting by formal balloting as specified in Article II, Section 03.

Section 03 Election of the Board of Directors and Elected Clergy

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- A At the annual Membership meeting(to be held on or about July 31st), this Article II, Section 03 shall be read just prior to the time that nominations are made from the floor for the election of officers to the Board.

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- B Qualifications and requirements for persons elected to the Board are as follows:
- 1 An elected Board official shall be a member regular in attendance, and who is or has been involved in service to the Church, and who is current with all Membership dues and obligations and has been a member for no less than one (1) year.
 - 2 An elected Board official shall be twenty-one (21) years of age or older.
 - 3 Elected Officer shall serve no more than three (3) consecutive terms in any one office, unless otherwise voted upon in a 2/3 quorum in which an additional two (2) term allowance will be given to the nominated Officer.
 - 4 Officers appointed by the Board will serve a term as set forth by the Board.
 - 5 An elected Board shall not contain any more than two individuals from the same Family, Coven, Circle, Grove, Order or other organized group. Family is defined as Blood, Legal or Intimate relation.
 - 6 Candidates for the office of Pastor must be legally ordained under authority of The Universal Life Church of Modesto, California. Candidates must be of the Elected Clergy. In the event that the prospective candidate filled a vacancy on the Board, the candidate must have successfully completed no less than one (1) year service to the Church prior to the commencement of a Pastoral term.
- C Additional nominations may be made from the floor. The Pastor shall not accept a motion to close the nominations until sufficient time has elapsed to permit such nominations from the floor. The Qualifications and requirements listed in Section 4-B above must also apply to any additional nominees.
- D Members, designated by the Pastor, shall tally the votes, and report the results to the Pastor. The names receiving the largest number of votes shall be announced and declared elected by the Pastor.

In the case of a tie ballot, there will be another ballot vote as follows:

- One (1) vote weighed for voting Board officials
- One (1) vote weighed for a group consisting of Elected Clergy
- One (1) vote weighed for current members

From the three weighed votes, the elected officer is determined by at least a 2/3 vote.

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Section 04 Duties of the Board of Directors

- A The Board shall uphold the spiritual purpose of the Church as stated in Article I, Section 03.
- B The Board shall uphold the highest interest of the Membership while conducting the business of the Church
- C The Board shall administer the property of the Church, both real and personal
- D The Board shall determine the business needs of the Church and authorize the payment of monies for those purposes.

- E Board shall be consistently active and faithful in attending Church events, Board meetings and Membership meetings. They shall be fully conversant with Earth Based Spirituality, these bylaws, and with matter pertaining to the various activities of the Church as well as with all business and administrative details. The Board shall address issues of inactivity on a case by case basis.

- F The Board shall present to the Membership at the Membership meeting any question of acquisition of real property or major additions thereto in the name of Sacred Wind Sanctuary of Universal Life, or sale or pledge of real property belonging to the Church, to be voted on in accordance with Article III, Section 02-A subsection 4.

- G The Board shall approve applicants for Membership and terminate Members from Membership in accordance with Article III, Section 01

- H The Board shall approve committee appointments in accordance with Article IV, Section 01.

- I The Board shall set dates for the fiscal year (Year Starting September 1st).

- J The Board shall, when deemed advisable, secure a fidelity bond for the Treasurer, the amount to be set by the Board.

The Board shall assign other duties to individuals as the need arises.

Section 05 Board Meetings

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- A Monthly business meetings of the Board shall be held at the duly assigned place and a time specified by the Board.
- B Special meetings of the Board may be called by a quorum of Elected Clergy, or by at least two (2) Officers of the Board, at any time the affairs of the Church warrant. A two (2) week notice, specifying the purpose, shall be required for such meetings. In the case of an emergency, the Board may waive such notice, but shall make reasonable effort to notify all Board members, specify the purpose, and this waiver shall be a part of the minutes.
- C Elected Clergy shall have the right to attend all Board meetings and shall be notified of all special meetings in accordance with Article III, Section 03-B
- D Any active member of the Church shall have the right to submit any ideas or suggestions to the Board in writing for consideration.
- E A Quorum of voting Board Officers is required for the transaction of business at any regular or special meeting.

Section 06 Board vacancy and Replacement

- A The position of a Board Office may be vacated by any of the following means:
 - 1 The written resignation of the Officer
 - 2 The majority vote of the Board due to absence without notification and valid reason from three successive regular Board meetings (absences may be excused by the Board upon written request)
 - 3 The majority vote of the full Board due to failure to fulfill Board duties as specified in Article II, Section 04
 - 4 The majority vote of a Quorum of the Membership due to failure to fulfill Board duties presented to the Board as a vote of no confidence and agreed upon by a Quorum vote of the Board.
- B Should a vacancy occur on the Board within eight (8) weeks of the three-year term, the Membership shall elect a successor for such vacancy in accordance with Article II, Section 03. Should a vacancy occur on the Board more than eight (8) weeks before or after the annual Membership meeting, the Board shall elect a replacement for such vacancy according to the following criteria:
 - 1 Only persons meeting qualifications specified in Article II, Section 03-B may be considered as replacements
 - 2 A majority of Officers, present and voting, shall be necessary to elect;
 - 3 The term of such elected replacement Officer shall expire on the date of the end of that particular term and;

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- 4 At the annual Membership meeting, the Membership shall elect a successor for the ensuing term, in accordance with Article II, Section 03.

Section 07 Officers of the Board

A Officers, Election and Terms of office

- 1 The voting officers of the Board shall consist of a Pastor, a Secretary, and a Treasurer.
- 2 Non-voting officers consist of Elected Clergy.
- 3 No individual may hold more than one (1) voting or special voting elected office per term.
- 4 The officers shall hold their respective office for a term of three (3) years or until their qualified replacements are elected.

B Pastor

- 1 The Pastor shall preside at all Board meetings and Membership meetings.
- 2 The Pastor shall be an ex-officio member of all committees, which are authorized by the Board.
- 3 The Pastor shall designate appointments to all committees as specified in Article V, Section 1.
- 4 The Pastor shall sign any such papers or documents, upon proper authorization, as may be necessary.
 - a Pastor may appoint another member of the Board as an authorized signatory of SWSUL under necessary circumstances and for a specified length of time.
- 5 The Pastor shall be responsible for filling any vacant office during an emergency absence or vacancy until a replacement is appointed or elected according to Article II, Section 06-B.

C Secretary

- 1 The Secretary shall keep, or cause to be kept, all reports, contracts, legal papers, minutes, and corporate seal. Being the Property of the Church, the above items shall be kept at the headquarters of the Church or in such secure location as designated by the Board when not on the person of the Secretary.
- 2 The Secretary shall sign all corporate records where a signature is required by local, State or Federal law.
- 3 The Secretary shall keep, or cause to be kept all membership records.

D Treasurer

- 1 The Treasurer shall be custodian of the funds of the Church, paying out, or causing to be paid out, said funds when authorized by the Board.

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- 2 The Treasurer shall count or cause to be counted by qualified persons, all monies received, and deposit or cause to be deposited all money or other valuable effects of the Church in the name and to the credit of the Church in such depository as may be designated by and acceptable to the Board.
 - 3 The Treasurer shall keep, or cause to be kept, all record books belonging to the Church, a complete and accurate account of all receipts, disbursements and liabilities of the Church, submitting a report of such to the Board at each Regular meeting. All Record books, Bank books, Check books, receipts, warrants, vouchers and other records being the property of the Church shall be kept at the headquarters of the Church or in such secure location as designated by the Board when not on the person of the Treasurer during Church events and activities.
 - 4 The Treasurer shall submit a financial report, covering the last complete fiscal period, at the annual Membership meeting. All active Members shall be given a copy of the report.
 - 5 The Treasurer shall sign for the Church, all checks, in accordance with Article VI, Section 01; all corporate instruction on which his/her signature is required by local, State or Federal law; and all contracts, orders, and conveyances involving the finances of the Church.
 - 6 The Treasurer shall, upon request, deliver all records pertaining to his/her office to an auditing committee; said auditing committee shall be appointed by the Board at any time, but no less than annually, and shall be given such powers as they may deem necessary and proper.
 - 7 The Treasurer shall file with the Church a surety bond in such form and amount and with such surety agent or agents as may be required by the Board. The cost of this bond shall be paid by the Church. See Article II, Section 04-K.
- E Non-Voting Officers – Elected Clergy
Elected Clergy acts as counsel and advisors to the Membership, Board and Officers in accordance with Article II, Section 01-A.

Article III. Membership

Section 01 Qualifications and Terms of Membership

- A Membership in Sacred Wind Sanctuary of Universal Life shall consist of individuals who satisfy the following requirements:
 - 1 An applicant desiring Membership in SWSUL shall submit an “Application for Membership” form, along with applicable Membership Dues and required documents

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to SWSUL through the Board of Directors. Inductions shall be approved/denied at regularly scheduled Board meetings.

- 2 The applicant must be at least eighteen (18) years of age, or have written consent from a parent or guardian submitted with the application.
 - a Those under the age of eighteen years shall be afforded Associate Membership, and will be prohibited from voting in SWSUL elections until they reach the age of eighteen years and submit the Membership dues of a full member.
 - b Associate Members do not hold voting privileges and dues are discounted accordingly.
- 3 Term of Membership will be one year from date of acceptance/induction.
 - a Membership shall terminate when the member has not paid their Membership dues for the annual period beyond the preceding year as a member.
 - b Membership and all Membership rights shall be suspended until annual membership dues are paid for the subsequent year.
 - c Membership is deemed to be reinstated once Membership dues are paid, and Membership will expire on the next anniversary date of initial membership or one year from Membership dues payment if 90 days or more delinquent.
 - d Membership may be terminated by the Board in the event that the member has found to be in breach of the Policies, Procedures or Purposes of the Church.
 - i The Board must vote regarding the revocation of membership only after all facts of the matter have been brought before the Board for investigation, review, discussion and decision. A simple majority of the Board shall determine the matter.
 - e All membership applications must be approved by the Board of Directors. SWSUL reserves the right to deny membership to any seeking membership with due cause. If membership is denied, all applicable dues shall be returned. The application shall be filed in the customary manner.

Section 02 Rights of Members

- A Members shall have the right to:
 - 1 Vote at any Membership meeting of Board election;
 - 2 Ratify bylaws or any amendments or changes thereof in accordance with Article X;
 - 3 Vote on any question of acquisition, major additions thereto, sale or pledge of such real property, with 2/3 vote of a Quorum of Membership having the authority for determination;
 - 4 Vote for the removal of any Board Officer from his/her position in accordance with Article II, Section 06-A;

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- 5 Offer suggestions to Clergy or the Board as would seem advisable for the good of the Church and the community.
- 6 Call special Membership meeting when the affairs of the Church warrant such action, as specified in Section 03-B of this Article.
- 7 Vote to override an action of the Board, providing the issue is communicated to the Membership in writing 10 days prior to the subsequent meeting of the Membership, with a 2/3 majority of those comprising a Quorum of the Membership and having the authority for determination; and,
- 8 Request liaison assistance concerning an unresolved matter of importance, after all other appropriate channels have been taken, by notifying the Board in writing with a minimum of a Quorum of Members being required to take such action.

Section 03 Membership Meeting

- A The annual Membership meeting of Sacred Wind Sanctuary of Universal Life shall be held at the location specified and arranged by the Board at such an hour as may be designated by the Board.
- B Special Membership meetings may be called by:
 - 1 The Board with the knowledge of Clergy, at any time the affairs of the Church warrant;
or
 - 2 Membership by signed petition of no less than 33% of Current Membership
 - a The petition must state the purpose of the meeting and the agenda shall be restricted to the stated purpose;
 - b Any such meeting shall be held within 21 days after presentation of this petition to the Board Secretary
 - i The Board may meet to discuss the petition within the 21 day period
 - ii The Board may, at its discretion, extend the special meeting deadline up to nine (9) additional days for a total of thirty (30) days after the presentation of said petition
 - 3 Written notice of any Membership meeting shall specify the date, time, place and agenda for the meeting and shall be delivered, through electronic or physical means, to all Members at least ten days prior to the meeting.
 - 4 Participation in the business affairs of any Membership meetings shall be restricted to active (Membership dues current) Members in attendance. Non-member participation in discussion of business must be approved by a 2/3 majority vote of the Members in attendance.

Section 04 Financial Support

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The financial support for the Church will consist of fund raising events, Member dues and ongoing voluntary donations. No pledges of any kind, for any purpose, shall be required of any Member other than annual dues.

Article IV. Committees

Section 01 General Committees

The Pastor, with approval of the Board, shall designate appointments to authorized Board Committees, for any specific purpose. The Pastor is an ex-officio member of all committees. Board Officers shall also be considered members of all committees and shall be notified of all meetings.

Article V. Presenters

Lectures, Rites and Rituals by presenters other than Church Clergy and Members may be given from time to time before the Church or groups within the Church. Such presenters, whether for the public in general, the Church, or groups within the Church, shall be approved by the Board. When compensation for such presenters is to be paid for by the Church, the amount, or percent of receipts shall be agreed upon by the Board.

Article VI. Fiscal Responsibilities

Section 01 Signing of Contracts and Conveyances

All written contracts and conveyances, except as otherwise provided herein, or otherwise required by state law, shall be executed in the corporate name of Sacred Wind Sanctuary of Universal Life by the Pastor and Secretary after approval by the Board. They shall be countersigned by the Treasurer in all cases where the Church is obligated financially in any way whatsoever. If such contracts or conveyances involve the sale, pledge or purchase of real property, they shall be executed only after approval by the Membership as set forth in Article II, Section 04-F.

Article VII. General Policies

Section 01 Grounds and Buildings

Any properties the Church now owns or may acquire, shall be maintained solely for fulfilling the purpose and ideals of the Church as set forth in Article I Section 03 of these bylaws. Neither the buildings, grounds nor other facilities shall be rented nor loaned to anyone nor used for any purpose other than Church activities, except by special permission of the Board. The Board shall

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be aware of its civic responsibility in the community, and shall consider requests from civic Organizations other than political parties carefully before granting or withholding approval.

Section 02 Sales on Premises

No tickets or merchandise shall be sold on the premises of the Church for the profit of an individual or an Organization without express, recorded consent of the Board.

Article VIII. Seal

The Seal shall consist of (design description goes here)

Article IX. Order of Business and Rules of Order

Section 01 Order of Business

The regular order of business at Board and Membership meetings shall be as follows:

- A Call to Order
- B Roll Call
- C Secretary's Report
- D Treasurer's Report
- E Committee Reports
- F Unfinished Business
- G New Business
- H Adjournment

Section 02 Rules of Order

Roberts Rules of Order shall be the authority of this Church on parliamentary law and its usage, unless otherwise provided for in these bylaws of the Church.

Article X. Amendments

Section 01 These bylaws may be amended when necessary by majority vote of the Board of Directors and ratification by membership as described in this Article X, Section 02. All proposed amendments must be submitted to the Secretary for presentation to the Board and Membership.

Section 02 Changes, alterations, or amendments to these bylaws must be made by voting members of the Church, after notice in writing setting for the proposed changes, alterations, or amendments, have been delivered by electronic or physical means to all Members at least ten (10) days prior to the Membership meeting. Such changes, alterations, or amendments to said

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bylaws shall not become effective until the Board of Directors has been polled and 2/3 of said Board members shall vote affirmatively to such changes, alterations or amendments.

Article XI. Dissolution

Should the Church dissolve, all property and funds remaining after payments of the debts of the Church shall be held until suitable Organizations(s) with similar purpose is identified by the Board and Membership to receive our legacy.

Should this prove impossible, any assets remaining of the Church after dissolution shall be disposed of by the Court of Competent jurisdiction of the County in which the principal office of the Church is then located, exclusively for such purposes or to such Organization or Organizations as said Court shall determine, which are organized and operated exclusively for the purposes set out in Section 501 (c) - 3 of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Code).