

Salt Lake Center for Spiritual Living

Bylaws

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As First Church of Religious Science

Affiliated with Centers for Spiritual Living

Golden, CO

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Bylaws

of
Salt Lake Center for Spiritual Living
(A Nonprofit Religious Corporation Hereinafter called “The Center”)

Article I Preamble

The Bylaws of this corporation are adopted to prescribe and define the means and methods by which the Center, its membership, its boards, and its officers shall function and carry out their respective duties, obligations, and purposes. The provisions contained herein shall govern and control the means by which any and all actions taken by or on behalf of the Center shall be accomplished. In the event that the specific provisions of these Bylaws do not address a purpose or action deemed necessary or in the best interest of the Center, reference shall be made to the applicable provisions of the corporate statutes of the State of Utah, under which the Center is organized as a corporation.

Article II Affiliation, Ecclesiastical Authority and Purpose

Section 1 Affiliation

The Center is fully affiliated with Centers for Spiritual Living, a nonprofit religious corporation with international offices in Golden, Colorado, hereinafter referred to as “Centers for Spiritual Living.” It exists for the purpose expressed in Section 4 of this Article II and for the purpose of celebrating and teaching the principles set forth in *The Science of Mind* by Ernest Holmes, as taught by Centers for Spiritual Living. This Member Center acknowledges that it has been chartered by Centers for Spiritual Living as an affiliated Center for this purpose and that it was established under its sponsorship and guidance.

Section 2 Ecclesiastical Authority

The Center, its Board of Trustees, members, and officers shall be subject to the ecclesiastical law and authority of Centers for Spiritual Living in all matters lawfully within ecclesiastical jurisdiction. Ecclesiastical authority includes the Ministerial Code,

the Practitioner Code, and the Member Community Affiliation Agreement, which consists of all documents required for a Center to become affiliated with Centers for Spiritual Living.

Section 3 Communications

The Center shall keep Centers for Spiritual Living generally informed as to its affairs. The president of the Board of Trustees will prepare an annual report (based on the format the Home Office of The Center For Spiritual Living prescribes. The Secretary of the Board of Trustees shall submit a completed annual report of updated information.

Section 4 Purpose

Centers for Spiritual Living is a spiritual movement dedicated to awakening and supporting the conscious experience and expression of every person's inherent Divine Nature through teaching and practicing the principles as taught by The Science of Mind philosophy.

Article III Offices

Section 1 Principal Office

The Board of Trustees shall establish and may change the principal office for the transaction of the Center's business. Notice of a new principal office address shall be provided to each Center member at least ten days prior to the change, and the Centers for Spiritual Living Home Office shall be notified of the new address.

Article IV Members

Section 1 Application of Members

The Ministerial Council of Center shall provide orientation for new members to develop well-informed, committed, and supportive members. Any person at least 18 years of age may become a member upon completing the Center's New Member Orientation Class, submitting a written application, and agreeing to the duties and privileges outlined in Section 3 of this Article.

Section 2 Membership Confirmation

Membership in The Center shall be considered active for a prospective member following completion of the required Orientation and written application.

Section 3 Membership Duties and Privileges

Duties and privileges of The Center Members shall include:

A. Duties:

- the
1. To uphold the teachings and practices of The Center
 2. To attend the spiritual services of The Center
 3. To regularly and identifiably contribute their time, talent, and treasure to support of the center
 4. To renew membership biannually in January of odd-numbered years

B. Privileges:

1. To attend the business meetings of The Center and to vote therein. See: Policies and Procedures manual for specific voting eligibility criteria.
2. To hold office when all requirements of a position are met

Section 4 Termination of Membership

Membership in The Center shall be automatically terminated by death, resignation, withdrawal, failure to renew Membership biannually, or transfer of membership to another Center.

The Board of Trustees of The Center shall have full power and authority to terminate the membership of any person or persons for one of the reasons stated below. Any terminated member shall be notified of such action in writing.

A. Any member who has not, for a period of at least one year, contributed to the support of, or participated in, the services or affairs of The Center.

B. Any member whose records show a complete lack of financial support and participation in the services and affairs of the Center for a period of one year or more.

C. Any member who has clearly demonstrated antagonism or opposition to the purpose of The Center or its teachings and vision.

Section 5 Membership Record

The Membership Committee shall keep the Secretary of the Board of Trustees informed of membership changes, enabling the Secretary to maintain a current and accurate permanent record of all members, including names, addresses, phone numbers, and email addresses (when available). The Secretary shall promptly record in the minutes all new members confirmed by the Board of Trustees and remove any terminated members upon adoption of a termination resolution. This record shall serve as the official membership roll for all purposes.

Section 6 Youth Members

Persons through 17 years of age may be admitted to Youth Membership in The Center and have such other responsibilities and privileges of membership as the Board of

Trustees may establish from time to time. Upon reaching their 18th birthday, youth members may become active, voting members, subject to the provisions of Section 2 of this article.

Article V Meeting of Members

Section 1 Place of Meetings

All meetings of members shall be held at the principal meeting place of The Center.

Section 2 Annual Meetings

The annual membership meeting date shall be established by the Board of Trustees.

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

Notice of each annual meeting shall be given by announcement at the regular services on not less than two (2) consecutive Sundays immediately preceding the meeting, and by written or electronic notice sent to each member at least 21 days prior to the meeting

Section 3 Special Meetings

Special meetings of the members may be called at any time by the Senior Minister, by the presiding officer of the Board of Trustees, by a quorum (5) of the members of the Board of Trustees, or upon a written petition submitted to the Board of Trustees and signed by five (5) percent or more of the voting members of The Center.

Notice of any special meetings shall be given in the same manner as for the annual meeting of members. Notice of any special meeting shall specify, in addition to the place, time, and date, the general nature of the business to be transacted. Unless a special meeting notice is properly given, the meeting will be considered an unofficial meeting, and any matters of business acted upon or transacted will be considered null and void.

Section 4 Voter Roster

At least thirty days before each annual meeting, the Membership Committee shall provide the Secretary of the Board of Trustees with a roster of all members qualified to vote at that meeting. The Secretary shall then provide this roster to the Board of Trustees. The roster shall include each voting member's name, mailing address, telephone number, and, if available, email address. Prior to the annual meeting, the Board of Trustees may amend the Voter Roster.

Section 5 Quorum

Those members-of-record present at any meeting, provided that a quorum of the Board of Trustees (at least five members) is also present, shall constitute a quorum for the transaction of business at such meeting, except for special votes as described in Article V, Section 9: Voting Exceptions.

Section 6 Adjourned Meeting and Notice Thereof

Any member meeting, whether annual or special, may be adjourned by a vote of the majority of members present. When any member meeting is adjourned for thirty days or more, notice of the resumption shall be given as for the annual meeting. When a meeting is adjourned for less than thirty (30) days, it is not necessary to give notice of the time and place of resumption or of the business to be transacted, other than by announcement at the meeting at which adjournment was taken.

Section 7 Voting Powers

At any annual or special meeting, each member-of-record in good standing shall be entitled to one vote, except in the election of Trustees, which is provided for in this section. Detailed policies regarding voting shall be kept in the Policies and Procedures Manual.

At any election of Trustees, nominations shall be received as provided in Article VI, Section 5 of these Bylaws. Elections for Trustees shall be conducted by ballot, and each member shall be entitled to cast one ballot. The nominees receiving the highest number of votes shall be elected. If the number of nominees equals the number of positions to be filled, the election may be accepted by acclamation.

Section 8 Proxies Prohibited

Every member entitled to vote or execute consents must do so in person and not by agent or proxy, and no proxy shall be valid.

Section 9 Voting Exceptions

In certain circumstances, an affirmative vote of three-quarters (3/4) of the members of record is required to make those changes. These include:

- A. A vote to terminate member(s) of the Board of Trustees, as set forth in Article VI, Section 6.
- B. A vote to spend designated funds as set forth in Article X Section 5.
- C. A vote to disaffiliate with Centers for Spiritual Living as set forth in Article XIII, Section 3.

If the necessary number of votes cannot be obtained at a special meeting called for that purpose because of inadequate attendance, ballots may be made available at subsequent Sunday services, electronically, or by mail.

Without the affirmative support of three-quarters of the members-of-record, the vote shall not pass.

Article VI Board of Trustees

Section 1 General

Subject to the limitations of the Articles of Incorporation, the Member Community Affiliation Agreement, these Bylaws, and all applicable laws regarding actions to be authorized or approved by the members, all corporate powers shall be exercised by or under the authority of the Board of Trustees, and the business and affairs of The Center shall be the responsibility of the Board.

The Board of Trustees shall have the right to sell, convey, lease, transfer or otherwise dispose of any real or personal property of The Center, when it is deemed to be in the best interest of The Center, except that it may not convey the real property, land and/or buildings of the principal place of celebration except with the approval of a majority vote of the members-of-record present at a regular or special meeting.

As set forth in these Bylaws, the Board of Trustees shall elect, appoint, employ, retain, and remove the officers, agents, employees, and representatives of The Center, including the Senior Minister, and shall fix their compensation and the scope, nature, and course of their respective duties and authority.

Section 2 Role of the Board

The role of the Board includes—but is not limited to the following:

A. Planning, Policies, Procedures: The Board reviews, approves, and maintains The Center's Policies and Procedures Manual.

B. Financial Development and Management: The Board is responsible for ensuring that The Center is adequately financed to fulfill its objectives. It is responsible for approving all expenditures and paying all bills.

C. Monitoring: The Board is responsible for monitoring the operational process of The Center to ensure the achievement of its legal and financial responsibilities and obligations.

D. Ultimate Authority: The Board is ultimately accountable to the membership of The Center.

Section 3 Number and Qualifications of Trustees

The authorized number of elected Trustees shall be Seven (7) unless changed by amendment of the Bylaws. Only those persons meeting the following requirements shall be qualified for election or appointment as Trustees:

- A. The person must be a loyal, financially supporting, and active member of The Center.
- B. The person must be willing to accept the responsibilities of membership of the Board of Trustees.
- C. The person must not be related to, nor have a live-in relationship with, any current member of the Board of Trustees or with an employee of The Center.
- D. The person must have completed "Foundations of Science of Mind" and had training in the visioning process. If persons are not available for nomination who meet these qualifications, special consideration may be given. If special consideration is given, the person will take Foundations (and/or training in the visioning process) at the next available opportunity.
- E. No Trustee may receive compensation from The Center.
- F. The person must have been a member of The Center no less than one (1) year to be eligible for election or appointment to the Board of Trustees. If no qualified persons are available for nomination, the Board may grant special consideration.
- G. The person must successfully complete a criminal background check, performed and paid for by the Center, within 30 to 60 days of election to the Board.

Section 4 Trustees Election and Term of Office

Elected Trustees shall hold office for a minimum of two (2) years and a maximum of seven (7) years. Their terms shall be arranged so that, as nearly as practicable, no more than one or two seats are up for election in any given year. New Trustees shall be nominated as provided in Section Five (5) below and elected at each annual meeting of members to fill the offices made vacant. If an annual meeting is called but not held, or if Trustees are not elected at that meeting, the election shall be conducted at a special meeting of members held for that purpose within thirty (30) days of the original annual meeting date.

No person who has served as a Trustee shall be eligible for re-election until at least one (1) year has elapsed following the expiration of their most recent full term of office.

All Trustees, unless they resign or are removed, shall hold office until their respective successors are duly elected and installed. As set forth in the Policies and Procedures, an overlap period between Board elections and the completion of office of the retiring Board members shall be established to facilitate a smooth transition.

Section 5 Nominations of Trustees

At a reasonable length of time prior to each annual meeting of members, the Board of Trustees shall form a Nominating Committee of three (3) members who may be, but need not be, Trustees, and shall not be an employee or the Senior Minister of the Center. The committee shall proceed to prepare a slate of nominees for election as Trustees, one or more nominees for each vacancy to be filled.

Such slate shall be nominated by the committee at the annual meeting. Voting for Trustees shall proceed as provided in Article VI Section 4 of these Bylaws.

Section 6 Termination of a Board Member

A Board Trustee may be terminated by the adoption of a resolution passed by a majority vote of the Board members present. The Board of Trustees may also, by resolution, declare vacant the office of any Trustee.

A. who fails to perform their assigned duties as a Trustee of The Center

B. who shall be absent for two (2) consecutive meetings without valid excuse granted by the Board of Trustees and shown in the minutes of at least one such meeting.

C. who has demonstrated a lack of interest—whether materially, financially, or in terms of participation in the services and/or affairs of The Center.

Notice shall be sent to the terminated Board Member regarding such action taken by the Board of Trustees.

Section 7 Resignation of a Trustee

Any Trustee may resign at any time by giving written or verbal notice to the Board of Trustees, the President, or the Secretary. Such resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified, acceptance of the resignation shall not be necessary to make it effective. If written notice is not received within ten (10) days of verbal notice, the verbal resignation shall become effective.

Section 8 Vacancies

Vacancies on the Board of Trustees may be filled by a majority vote of the remaining Trustees. If the unexpired term is less than eighteen (18) months, the appointee may succeed themselves by election to a full five (5) year term.

A vacancy or vacancies on the Board of Trustees shall be deemed to exist in the event of the death, resignation, or removal of any Trustee; if the authorized number of Trustees is increased; or if the members fail, at any annual or special meeting at which Trustees are elected, to elect the full authorized number.

The members of The Center may elect a Trustee or Trustees at a special meeting to fill any vacancy or vacancies not filled by the Board.

If the Board accepts the resignation of a Trustee that is to take effect at a future date, the Board or members shall have the power to appoint a successor to take office when the resignation becomes effective.

No reduction in the authorized number of Trustees shall have the effect of removing any Trustee prior to the expiration of their term of office.

Section 9 Place of Meeting

In the absence of another designated place, regular Board meetings shall be held at the principal office of The Center.

Section 10 First Meeting Following Elections

The first meeting of the Board of Trustees following elections shall be held within thirty (30) days.

Section 11 Regular Meetings

Regular meetings of the Board of Trustees shall be held at least quarterly; day and time to be determined by the Board of Trustees. They shall proceed with any business necessary, including establishing dates for subsequent Board meetings.

Section 12 Special Meetings

Special meetings of the Board of Trustees for any purpose or purposes may be called at any time by the President, Senior Minister, or, if they are absent or unable or refuse to act, any two Trustees, or ten (10) percent of the membership by petition.

Notice of the time and place of special meetings and specific purpose shall be delivered personally or electronically to each Trustee or sent to them by mail addressed to the address shown on the membership record of The Center, at least seventy-two hours prior to the time of the meeting. Such notice is not required when all current Board members are present when the decision is made for a special Board Meeting, in which case, special meetings may be called with the mutual consent of all members of the Board of Trustees.

Section 13 Quorum

A majority of the elected numbers of Trustees shall be necessary to constitute a quorum for the transaction of business. Every act or decision done or made by a quorum of the Trustees present at a meeting duly held at which a quorum is held, shall be regarded as the act of the Board of Trustees.

Section 14 No Proxies

Any action taken or authorized by the Trustees shall be taken or authorized only in person, including by electronic presence, and not by agent or proxy. No proxies of Trustees shall be valid.

Section 15 Reimbursement for Expenses

Trustees and members of committees may be reimbursed for expenses as fixed or determined by resolution of the Board.

Section 16 Open and Closed Meetings

All Board meetings are open to the Center's membership. However, attendance at any meeting, or any portion thereof, may, at the Board's discretion, be limited to Trustees or include such others as the Board chooses to admit.

Personnel and legal matters of the Center may be discussed by the Board in a private caucus held in connection with a Board meeting. All motions and voting, however, shall take place in an open Board meeting.

Section 17 Conflict of Interest

The Board of Trustees' responsibility to manage the business affairs of the Center takes precedence over any individual Trustee's personal benefits. Except as specifically permitted below, no business transactions shall be entered into between the Center, through the Board of Trustees, and any person who is a member or member-elect of the Board of Trustees, or any entity in which such person or any member of their immediate family has an opportunity for financial gain.

The Senior Minister shall be a voting member of the Board of Trustees, except in matters where the Senior Minister or an immediate family member has an opportunity for financial gain. In such cases, the Senior Minister shall recuse themselves from voting on that matter.

The Center recognizes that, in specific instances or unique matters, it may be in the Center's best interest to enter into a business transaction otherwise prohibited above. Such a transaction may be permitted if:

- A. The Board complies with all provisions of State law relating to transactions between a corporation and a Trustee; and
- B. The Board is fully apprised of the fact that the proposed transaction is of the type otherwise prohibited above, and such disclosure is set forth in the minutes; and
- C. The Board finds and records in its minutes that the proposed transaction:

1. Is particularly unique or advantageous to the Center; and
2. Is upon terms and conditions that the Board of Trustees believes are either not available, or more favorable to the Center than those available in a similar transaction between the Center and any other party.

Section 18 Recall of Trustees

The Center membership has the authority to remove, for cause, any or all members of the Board of Trustees. The process for doing so is set forth in Article V, Section 9. If a vacancy occurs as a result of such action, it may be filled as set forth in Article VI, Section 8.

Article VII Officers of the Board of Trustees

Section 1 Officers

The officers of the Board of Trustees of The Center shall be a President, a Vice President, a Secretary, a Treasurer, and Board Members to be appointed to various responsibilities

The Center may also have, at the discretion of the Board of Trustees, such assistant officers as may be appointed in accordance with the Policies and Procedures Manual.

Section 2 President

The President shall have general supervision of the business affairs and the properties of The Center.

The President shall preside at all meetings of the Board of Trustees and meetings of the members and shall have such other powers and perform such other duties as may be required of him or her, from time to time by the Board of Trustees.

The President, along with the Secretary of the Board of Trustees, shall be one of the signatories for all contracts and legal documents. The President may appoint committees, except those of an ecclesiastical nature, as authorized by the Board of Trustees, and shall define the duties of such committees. In all administrative matters, except those of an ecclesiastical nature, the President shall be responsible for maintaining open communication and relations with Centers for Spiritual Living.

Section 3 Vice President

In the absence or disability of the President, the Vice President shall perform all the duties of the President, and when so acting shall have the powers of, and be subject to

the same responsibilities and authority as apply to the President. The Vice President shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Trustees or by the Bylaws or Policies and Procedures.

Section 4 Secretary

The Secretary shall be in charge of the Corporate Seal. The Secretary, along with the President of the Board of Trustees, shall be one of the signatories for all contracts and legal documents.

The Secretary shall keep or cause to be kept, at the principal office or such other place as the Board of Trustees may order, a book of minutes of all meetings of Trustees and members, with the time and place of holding, whether regular or special, and if special, how authorized, the notice thereof given, the names of those present at Board meetings, the number of persons present at members' meetings, and the proceedings thereof.

The Education Team shall keep, or cause to be kept, the records of all students completing certificated classes, including the class name, and all related payments, including payments to Centers for Spiritual Living. These responsibilities are carried out by the Education Registrar, who serves on the Ministry Council.

A designated liaison from the Education Team shall coordinate with the Secretary of the Board of Trustees to ensure the Board is kept informed of relevant education records and activities. If a member of the Education Team also serves on the Board, that person shall serve as the liaison. If no such dual member exists, the Board of Trustees shall appoint a member of the Education Team to serve in that role.

As hereinabove provided, the Secretary, in conjunction with the Membership Committee, shall keep, or cause to be kept, at the principal office of the Center, the Membership Record showing the names of all members, along with their addresses, phone numbers, and email addresses (if available).

The Secretary shall give, or cause to be given, notice of all the meetings of the members of the Board of Trustees required by the Bylaws or by law to be given, and shall have such other powers and perform such other duties as may be prescribed by the Board of Trustees or by the Bylaws.

Section 5 Board Member

The board member may be appointed or volunteer for any specified duty as he/she sees fit.

Section 6 Treasurer

The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of The Center,

including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, and surplus. The books of account shall be open at all reasonable times to inspection by any Member.

The Treasurer shall be responsible for the preparation and distribution of financial statements of The Center as provided in Article XII, Section 8. Any financial records should be reasonably accessible to any Member, preferably in the principal office of The Center.

The Treasurer:

A. shall deposit or cause to be deposited weekly all monies and other valuables in the name and to the credit of The Center with such depositories as may be designated by the Board of Trustees

B. shall disburse or cause to be disbursed the funds of The Center as may be ordered by the Board of Trustees

C. shall provide at each meeting of the Board of Trustees a full financial report

D. shall have such other powers and perform such other duties as may be prescribed by the Board of Trustees or these Bylaws

Section 7 Deputy Treasurer

The Deputy Treasurer shall be appointed by the Membership.

In the absence or disability of the Treasurer, the Deputy Treasurer shall perform all the duties of the Treasurer and when so acting shall have the powers of, and be subject to the same responsibilities and authority as apply to the Treasurer. The Deputy Treasurer shall have such other powers and perform such other duties as from time to time may be prescribed by the Board of Trustees or by the Bylaws or Policies and Procedures.

The Deputy Treasurer:

A. shall be a Member of the Center in good standing and have been a member for a period of at least one (1) year

B. shall have completed Foundations of the Science of Mind class

C. shall have provided identifiable financial support of the Center

D. shall have provided identifiable service to the Center

E. shall regularly attend and participate in services and activities of the Center

F. shall not be in a "significant other" relationship with a member of the Board of Trustees, a member of the Center staff or other teams that might create a conflict of interest.

G. shall not be an employee of the Center

H. shall pass a background check which shall be paid for by The Center

Article VIII Ministry Council

Section 1 General

The emphasis of the Ministry Council (MC), which includes the Senior Minister, shall be on implementing the Center's ministry—its mission, goals, objectives, standards, and practices. The MC may establish other volunteer groups to assist with operational planning, provide ministry recommendations, and facilitate two-way communication between itself, the Board of Trustees, and the Center membership.

Section 2 Role of the Ministry Council (MC)

The role of the MC includes but is not limited to the following:

A. Mission: The MC formulates, facilitates, and establishes The Center's mission.

B. Planning, Standards, Practices: The MC sets the direction of The Center and establishes standards and best practices to guide the operation of the ministries and service teams of The Center.

C. Ultimate Authority: The MC is accountable to the Senior Minister, who is accountable to the Board of Trustees, who is accountable to the membership of The Center.

Section 3 Committees and Teams

The Ministry Council (MC) may appoint committees, teams, and other instrumentalities as may be necessary to carry out the work and purpose of the Center, and may confer upon them such authority, powers, and duties as it deems appropriate; provided, however, that the final responsibility and duty for management of the financial affairs, assets, properties, and employees of the Center may not be delegated and shall rest with the Board of Trustees, per Article VI of these bylaws.

Minutes shall be kept of each meeting of the MC, and a copy shall be forwarded to the Board of Trustees. In practice, if minutes are not being maintained, the Senior Minister shall serve as the liaison between the MC and the Board, ensuring that the Board is kept informed of MC activities and recommendations. The MC may make recommendations to the Board of Trustees.

Section 4 Number and Qualifications of the MC

The authorized number of members of the MC shall be determined by the number of Team Leaders. Only those persons meeting all of the following requirements shall be qualified for appointment or selection to the MC:

- A. The person must be a loyal, financially supporting and active member of The Center.
- B. The person must be willing to accept the responsibilities of membership of the Ministry Council.
- C. The person must have completed *Foundations of Science of Mind* and received training in the visioning process. If no persons meeting these qualifications are available for nomination, special consideration may be given.
- D. The person may be required to successfully complete a Criminal Background Check, which will be paid for by The Center.

Section 5 Term of Service

Members of the MC shall not have fixed terms of service. Terms shall be determined on a case-by-case basis according to the needs of the respective teams.

Section 6 Selection to serve on the MC

The MC consists of the chosen/appointed/or volunteer leaders of the various teams that serve to carry out the vision and mission of The Center.

These include but are not limited to the Practitioner Chair, Music Director, Youth Director, Visioning Chair, Communications Chair, Volunteer Chair, Hospitality Chair, Events Chair, and Education Chair. It may also include a Secretary, a liaison to the Board of Trustees, and such other positions as the Sr. Minister and/or MC deem appropriate.

The Senior Minister and/or the individual teams shall determine how their representative to the MC is chosen. Each team's method for selecting their leader shall be included in the Standards and Practices Manual.

Section 7 Termination of an MC Member

Termination of a member of the MC shall be determined by the individual teams and/or the Senior Minister.

Section 8 Vacancies

Vacancies will be filled by the individual teams and/or the Senior Minister according to their team's procedure.

Section 9 Place of Meetings

In the absence of another designated place, regular MC meetings shall be held at the principal office of The Center.

Section 10 Regular Meetings

Regular meetings of the MC shall be held at least monthly; day and time to be determined by the MC. Meeting Minutes of The MC shall be submitted to The Board of Trustees and maintained at the principal office of The Center.

Section 11 Special Meetings

Special meetings of the MC for any purpose or purposes may be called at any time by the Senior Minister, or if they are absent, half of the Members of the MC.

Notice of the time and place of special meetings and specific purpose shall be delivered personally or electronically to each MC Member.

Section 12 Quorum

A majority of the number of MC Members shall constitute a quorum. Every act or decision done or made by a majority of the MC present at a meeting duly held at which a quorum is present shall be regarded as an act of the MC.

Section 13 Proxies

An Assistant MC Member or designee may stand in for the MC Member.

Section 14 Reimbursement for Expenses

MC Members and members of committees and teams may receive reimbursement for expenses as may be fixed or determined by the budget set forth by the Board.

Section 15 Open and Closed Meetings

All MC meetings are open to The Center's membership. However, attendance at any meeting or part of any meeting of the MC may, at the MC's option, be limited only to the MC Members, or may include such others as it may choose to admit.

Article IX The Senior Minister

Section 1 Role of the Senior Minister – Summary

As presented in the Member Community Affiliation Agreement, the Ministerial Code, and elsewhere in these Bylaws, the Senior Minister is accountable to and reports to the Board of Trustees. The minister has three major roles in The Center:

- A. Ecclesiastical head of The Center with exclusive rights for Ecclesiastical matters.
- B. Is a voting member of the Board of Trustees.
- C. Oversees the MC.

Section 2 Agreements

Agreements related to the Senior Minister are detailed in their Letter of Call and include the following major topics:

- A. Qualifications
- B. Authority
- C. Call to fill vacancy
- D. Termination
- E. Compensation Package
- F. Background Checks
- G Reporting and Evaluation
 - The Senior Minister shall include in their monthly report to the BOT a full account of activities related to increasing SLCSL's visibility in and service to the greater Salt Lake community to help foster membership growth in our own Center.
 - The Senior Minister shall undergo a semi-annual performance evaluation by the board of trustees, to ensure fulfillment of the Letter of Call.

Article X Policies and Procedures

Section 1 Bylaws

These Bylaws form the basic policies for the structure and function of the Center. All other policies and procedures shall be detailed in a Policies and Procedures Manual, which is approved and maintained by the Board of Trustees. This manual is kept in the Center office and is available for reference by Center members.

Section 2 Policy Formulation

Policy formulation is the task of the Board of Trustees. It is a cooperative effort in which each group brings its special insights, experience, and skill to bear on the task. It involves the identification of policy needs, formulation, and consideration of policy options.

Section 3 Policy Implementation

Policy implementation is the responsibility of the Board of Trustees. Others may be involved and assist in implementation, but the Board of Trustees is ultimately responsible.

Section 4 Policy Monitoring

Policy monitoring is the responsibility of the Board of Trustees. Staff is responsible for periodic performance reporting to the Board of Trustees on implementation. (When applicable) The Board of Trustees is responsible for making judgments concerning the effectiveness of implementation and determining future policy actions as appropriate.

Section 5 Special Fund Policies and Procedures

Any changes to a specialized fund reserved for specific purposes (such as a building fund) must be approved by a three-quarters (3/4) majority of the members-of-record through a special vote, as specified in Article V, Section 9. For example, a specialized reserved fund includes the \$20,000 currently held in reserve for the lease of the Center's building.

Article XI Standards and Practices

Section 1 Standards and Practices Manual

There is currently no Standards and Practices Manual for the Salt Lake Center for Spiritual Living. However, the Ministry Council is responsible for the Ecclesiastical functions of the Center, and a manual may be compiled in the future based on the extensive Standards and Practices materials available from the CSL Home Office. Once compiled, a copy shall be kept in the Center office and made available for reference by Center Members.

Section 2 Standards and Practices Formulation

The formulation of standards and practices to guide the ministries and committees of SLCSL (including, but not limited to, newsletter, website, social media, and hospitality) is the responsibility of members of the Ministry Council, its committees, and, as appropriate, staff members. This is a cooperative effort in which each group contributes its insights, experience, and skills. The process involves identifying necessary standards and establishing practices to ensure these standards are maintained and carried out effectively. These guidelines are useful for ministry operations and essential

for compliance with nonprofit business requirements as mandated by the State of Utah, for which SLCSL renews certification annually and pays the associated fee.

Section 3 Standards and Practices Implementation

The implementation of the standards and practices of the ministry is the responsibility of the MC. Once established, the MC is ultimately responsible to see that such standards and practices are carried out.

Section 4 Standards and Practices Monitoring

Monitoring the standards and practices is the responsibility of the MC. The Ministry Council is responsible for making judgments concerning the effectiveness of implementation and determining future standards and practices as appropriate.

Article XII Various and Sundry

Section 1 Corporate Seal

The Center shall have a corporate seal containing the exact name of the Center, as determined by the Board of Trustees, along with the date and state of incorporation. The Board shall decide whether the official name going forward will be “Salt Lake Center for Spiritual Living” or “Center for Spiritual Living Salt Lake,” and may make a formal name change either immediately or upon the next required renewal of the incorporation with the State of Utah.

Section 2 Inspection of Corporate Records

The membership record, the books of account, and the minutes of proceedings of the members and of the MC, Board of Trustees, and committees of the Board of Trustees, shall be open to inspection by any qualified representative of Centers for Spiritual Living, or at any mutually agreeable time by any Center member. Minutes of regular meetings of the Board of Trustees and the MC shall be posted on the Center’s website (along with a copy of the current bylaws).

Section 3 Checks, Drafts, or Other Orders for Payment

All expenditures of Center funds shall have appropriate documentation and be approved by the person or persons authorized by the Board of Trustees to approve such expenditures. Expenditures under two hundred dollars (\$200.00) may be approved by text, and expenditures over two hundred dollars (\$200.00) require prior Board approval by email.

All checks, drafts, or other orders for payment in excess of five hundred dollars (\$500.00) must be signed by at least two (2) of the three (3) authorized signatories, designated by the Board, which shall include the President, the Treasurer, or the

Secretary. Regular interval expenditures may be authorized for electronic payment and are not subject to the two-signature requirement.

Notes or other evidence of indebtedness issued in the name of, or payable to, the Center shall be signed or endorsed by such person or persons and in such manner as the Board of Trustees may determine by resolution.

Section 4 Execution of Contracts

The Board of Trustees, except as otherwise prohibited in these Bylaws, may authorize any officer or agent to enter into any contract or execute any instrument in the name of and on behalf of the Center. Such authority may be general or limited to specific instances.

Unless so authorized by the Board of Trustees, no officer, agent or employee shall have any power or authority to make any agreement or create any obligation which shall bind The Center, or to pledge the credit of The Center, or to render it liable for any purpose or in any amount.

Section 5 Inspection of Bylaws

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

Section 6 Construction and Definitions

Unless the context otherwise requires, the general provisions, rules of construction and definitions contained in the applicable statutes of the State of Utah shall govern the construction of these Bylaws. Without limiting the generality of the foregoing, the masculine gender includes the feminine, the feminine includes the masculine, the singular number includes the plural and the plural number includes the singular, and the term "person" includes a corporation as well as a natural person.

Section 7 No Liabilities

Neither the Trustees, officers, MC, nor members of The Center shall be personally liable for the debts, liabilities, or obligations of The Center.

Members of the Board of Trustees and persons serving in an advisory capacity to the Board are immune from civil liability for acts or omissions done in good faith within their scope of authority.

Section 8 Financial Statements

It shall be the duty of the Treasurer to cause to be prepared, and to make available to the members, an annual financial statement, including a balance sheet and statement of income and expense, prepared in accordance with generally accepted accounting principles, and a report made thereof at each annual meeting of the members.

Section 9 Audit

The financial books and records of The Center shall, at the discretion of the Board undergo an audit or accounting review, to be conducted by an accountant who is not an employee or elected official of The Center. If this audit or accounting review is performed, the results of such review shall be presented at The Center's Annual Meeting and a copy may be sent to the CSL Home Office as part of The Center's Annual Report to the Centers for Spiritual Living.

Article XIII Center Matters

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

Section 1 Ministers and Practitioners

The 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 Licensed Professional Practitioners of Centers for Spiritual Living who shall have been duly licensed as such by Centers for Spiritual Living.

Any violation of any part of this Section 1, will be in violation of the Member Community Affiliation Agreement and will place The Center's Affiliation Agreement with Centers for Spiritual Living in jeopardy.

Section 2 Prohibited Practices

The Center shall in no way be active in carrying on propaganda nor in any other manner attempt to influence legislation. In addition, The 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.

The Center, as an affiliated member of Centers for Spiritual Living, recognizes its responsibility to uphold the Principles and Teachings of Science of Mind. Therefore, it will teach, sponsor, foster, and support only those ideas, principles, and programs that align with Science of Mind teachings. This shall not be construed as prohibiting educational discussion of matters that might otherwise be excluded from the Center's teachings.

So long as the Center is affiliated with Centers for Spiritual Living, it will not ordain or license ministers, practitioners, or teachers, nor will it establish any branch Center. The Center shall be governed by and abide by the rules, regulations, and directives of Centers for Spiritual Living with respect to these matters.

Section 3 Dissolution/Disaffiliation

In the event that dissolution or disaffiliation from Centers for Spiritual Living is contemplated, the resulting actions shall be in accordance with the provisions of the Member Community Affiliation Agreement between the Center and Centers for Spiritual Living.

In the event of the dissolution and the winding up of affairs of The Center, after paying all of the debts and obligations of The Center, or adequately providing them, any remaining assets shall be devoted to such Science of Mind purpose as in the judgment of the Board of Trustees of The Center may be most likely to be consistent with the purpose of The Center and with the Articles of Incorporation.

Section 4 Charter Violation

Should a violation of the Member Community Affiliation Agreement with the Centers for Spiritual Living occur and thus place The Center Charter in jeopardy, 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 The Center at a specially called meeting, as provided in these Bylaws, Article V, Section 3. The purpose of the meeting is to take definitive action to remedy the violation, to disaffiliate, or to dissolve.

Article XIV Parliamentary Authority

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

Article XV 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 voting members of The Center. Proxy votes will not be accepted.

Adoption of new Bylaws or Amendments to the existing Bylaws requires the majority vote of the membership present at the meeting.

Newly adopted Bylaws or Amendments to these Bylaws must be submitted to the Centers for Spiritual Living for review.

These Bylaws were adopted by congregational vote and effective on the ____ day of September ____, 2025.

Print Name: Renèlle Smith
President, Board of Trustees

ATTEST: _____

Print Name: _____
Secretary, Board of Trustees

Center Name: Salt Lake Center for Spiritual Living
DBA: Salt Lake Center for Spiritual Living

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