

# SPIRIT GUIDED FRIENDS

## "Christian Spiritualists"



RESTATED ARTICLES OF  
INCORPORATION  
AND  
REVISED BY-LAWS

Approved : November 11, 2022

This page is in memory of those who left their  
Church and property to the church of  
Spirit Guided Friends "Christian Spiritualists"  
When they passed into Spirit in 1977.

Rev. Jean Krause and Frank Krause

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## Founders Preface

Spirit Guided Friends, Inc.  
"Christian Spiritualists"

Rev. Jean Krause and Frank Krause, Founders

In the Summer of 1933 we were persuaded by a friend, W.J. Riordon, to attend a message service in Portland, Oregon conducted by Rev. Bertha Zimmerman Smith, a well known and respected medium of that time. We became interested in Spiritualism after several more meetings during which we were given authentic proof of survival. In the Fall of 1933 Frank and I enrolled in a class with Rev. Smith. Circumstances forced us to quit after a few months, but we had gained enough interest to hold us. We started sitting with Mr. Riordon, who wasn't developed either, but was a wonderful guide as to how to sit. After a few months of sincere sitting we were seeing lights and the usual beginning symbols, etc. Finally, one evening without any warning, my guide, Dr. Wolf, came through bidding us to carry on, saying he would help us. Later we were instructed to visit another church whose pastor was Rev. T. Barnum and through his guidance we were helped. Our home circle continued on with many friends coming and going from both sides of the veil.

In September 1934, we were instructed to call ourselves "Spirit Guided Friends" with our motto "Do as Spirit Hands Guide You". We were given songs and had our own books printed (words only). We also received the closing prayer for all services and were instructed to use it, which we have and will continue to do.

We started as a mission holding open meetings and also classes. In 1948 we were chartered by the *Universal Sanctuary of the Soul* of Chicago, Ill and I was ordained. In 1955 we applied to the State of Oregon and were granted our own charter, incorporated – with our own name: Spirit Guided Friends, Christian Spiritualists.

Hence, the following: "May GOD and Spirit continue to bless our future as they have blessed our past."

By Rev. Jean Krause

Closing Prayer - -

Keep us, Dear Lord, as we depart, until we again return. Amen

# RESTATED ARTICLES OF INCORPORATION

KNOW ALL PEOPLE BY THESE PRESENTS: that SPIRIT GUIDED FRIENDS, "CHRISTIAN SPIRITUALISTS", a religious corporation organized and existing under and by the virtue of the Oregon Nonprofit Corporation Law, by action of its Board of Directors, desiring the amendment of its Articles of Incorporation, does, by its duly authorized officers, execute and acknowledge the following RESTATED ARTICLES OF INCORPORATION:

## **ARTICLE 1 - NAME & DURATION**

The name of this Corporation shall be SPIRIT GUIDED FRIENDS, "CHRISTIAN SPIRITUALISTS" and its duration shall be perpetual

## **ARTICLE 2 - SUPERSESION OF PREVIOUS VERSIONS**

These restated articles of incorporation shall supersede all previous versions.

## **ARTICLE 3 - PURPOSE OF THE CORPORATION, MEMBERSHIP, ORDINATION OF MINISTERS**

The corporation is organized to maintain spiritual communication and forward spiritual enterprises of all kinds in accordance with the teachings of the Bible and with the general practices and usages of the Spiritual Societies or Organizations in the United States of America. As such it is formed exclusively for religious purposes within the meaning of the Oregon Revised Statutes and of section 501 (c) (3) of the Internal Revenue Code. Said Corporation shall have members and the power to ordain ministers.

## **ARTICLE 4 - REGISTERED OFFICES**

The registered office of said corporation is located as 5729 SE Boise Street, Portland, Oregon, 97206, and the registered agent is the current president.

## **ARTICLE 5 - GOVERNING BODY**

This corporation shall be governed by a Board of Directors consisting of seven (7) to nine (9) members to be elected from the approved members as provided in the by-laws.

## **ARTICLE 6 - DISSOLUTION, DISTRIBUTION OF ASSETS**

Upon dissolution of this corporation, the Board of Directors, shall, after paying or making provision for the payment of all liabilities of the corporation, will distribute all the remaining assets to *Raphael House*, 4110 SE Hawthorne Blvd, Portland, OR 97214, or its current location. If they do not have exempt status, then, to such organizations that meet the current guidelines under IRS Section 501(c)3.

# **BY-LAWS OF SPIRIT GUIDED FRIENDS "CHRISTIAN SPIRITUALISTS"**

## **PREAMBLE**

On the 22<sup>nd</sup> day of June 1955, a Corporation, entitled Spirit Guided Friends, "Christian Spiritualists", was organized for the purpose of teaching from the Bible. In compliance with the Corporation Department of the State of Oregon, the following by-laws were adopted to govern the orderly operation of Spirit Guided Friends, "Christian Spiritualists", the teachings of which shall at all times be carried out in accordance with the Scriptures of the Bible and other established teachings which lead to greater spiritual awareness.

## **Voting Procedures**

This document references 3 types of voting procedures.

1. **Majority vote** - a simple majority
  - a. For Board Meetings - a majority of board members attending
  - b. For Membership Meetings - majority of attending members.
  - c. Voting by secret ballot is optional.
  
2. **Super-majority vote**
  - a. All board members must be present for the vote
  - b. A motion is passed with no more than 1 vote "Not In Favor".
  - c. Abstaining (refusing to vote) will be counted as "In Favor".
  - d. Voting is by secret ballot.
  
3. **Unanimous Vote**
  - a. Used only in the case of appointing a pastor for the church.
  - b. Board Members - All board members must be present and vote "In Favor"
  - c. Membership - 2/3 of the members must vote "In Favor".
  - d. Voting is by secret ballot.

## **ARTICLE 7 – MEMBERSHIP**

### **PART A. MEMBERSHIP STATUS**

#### **SECTION 1. APPROVED MEMBER**

To receive and maintain status as an approved member, the individual must be:

- 1) A spiritual seeker who willingly abides by these Articles of Incorporation and By-Laws of Spirit Guided Friends, "Christian Spiritualists"
- 2) One who works harmoniously with the other members for the good of the Corporation
- 3) One who keeps dues and membership registration current through annual renewal
- 4) Memberships are not transferable

#### **SECTION 2. DUES & FEES**

Membership dues and fees for certificates shall be the amount per year as set by the Board of Directors. The membership year starts January 1<sup>st</sup>. Annual membership dues are to be paid by January 31; *(exceptions to this date can be made by any board member)*.

#### **SECTION 3. APPROVAL OF MEMBERSHIP**

Applicants will be considered for membership at the regular Board Meeting following receipt of application. Approval requires majority vote of the board. Annual dues are payable after approval.

#### **SECTION 4. HONORARY MEMBERSHIP**

Members who have been a paying member for two years and have reached the age of 70 may be given Honorary Memberships. The member must continue comply with all other requirements of membership. Honorary Membership can be revoked if a member's actions warrant it.

#### **SECTION 5. RESIGNATION**

A member may withdraw their membership at any time by giving suitable notification to the Board. The positions of President, Secretary and Treasurer must engage in a harmonious transfer of responsibilities and documents.

#### **SECTION 6. TERMINATION.**

Termination of membership may occur for 3 reasons:

- 1) Non-payment of dues by February 1 *(exceptions to this date can be made by any board member)*
- 2) Serious default in fulfilling membership obligations to this organization
- 3) Other reasonable and just cause as determined by the board
- 4) Termination of Membership must be approved by a super-majority vote.

Procedure of termination shall consist of a written notice of termination with the reasons for same being given to the member no less than fifteen (15) days prior to the termination date. The member shall have the right of a hearing with the Board for an oral or written presentation on the next nearest date at which a Board meeting can be scheduled, unless such hearing has already been held as part of the Arbitration procedure.

## **PART B. RIGHTS AND RESPONSIBILITIES**

### ***SECTION 1. ADVICE OR READINGS.***

Do not assume that because a person comes to church, the individual wants a reading or spiritual advice. Ask! Honor the privacy of the individual with whom you are working. Let the person respond in the affirmative before serving as a channel.

When giving private readings it is the legal and moral responsibility of the reader to share the information received only with the person for whom it is intended.

### ***SECTION 2. HEALING***

Do not assume that because a person comes to church, the individual wants healing. Ask! Let the person respond in the affirmative or come forward to the healing chair before serving as a channel of healing. During services only those designated for the healing chair(s) are to do the healing. All other are to send healing energies to the designated healers and those with whom they are working.

Any individual working within the church as a channel of healing may place their hands appropriately on the body, but must not apply pressure or move them in any manner while touching the body. If the person objects to being touched in any way, use a technique that does not require physical contact. No one is to diagnose or treat another in any manner.

### ***SECTION 3. CHILD OR ELDER ABUSE***

If you want to talk to with someone in church about child or elder abuse, you need to be aware that such information is required by law to be reported.

When giving spiritual guidance under the auspices of Spirit Guided Friends, "Christian Spiritualists" and someone tells you about Child or Elder abuse you must consider yourself legally responsible to report this immediately to a local law enforcement agency.

For a board member to fail to report Child or Elder abuse to the local law enforcement agency will be considered a gross dereliction of duty and thus sufficient grounds for removal from the board of directors.

### ***SECTION 4. SUITABLE NOTIFICATION.***

The Board welcomes conversations with individual to receive feedback and concerns regarding the running of the church. The Board needs suitable notification. For a personal response, the notification must include a date and signature. It may be sent by standard mail services, email or placed in the church communication box. If the notification is by email, the email address and "sent date" will fulfill the "date and signature" requirement.

### ***SECTION 5. NOMINATION OF BOARD MEMBERS***

Approved members who wish to run or nominate others for positions on the board of directors should submit the name in writing, or other approved methods, no later than February 1. If nominations are not for themselves, the person submitting the nomination must receive the permission of the person they wish to nominate. The Board of Directors will act as the nominating committee in February and prepare the slate of candidates for the annual membership meeting in March.

### ***SECTION 6. AGENDA ITEMS.***

Approved members who wish to submit a topic or issue to be acted upon at the annual membership meeting must give suitable notification to the Board by January 31. Purposes for Special Membership Meetings must be submitted in time for the Board to conform to the required notification deadlines.

### ***SECTION 7. COMPLAINTS OR DISPUTES.***

Any member having a complaint concerning any other member(s) or the Corporation must give suitable notification no later than seven (7) days prior to the next regular Board Meeting. The Board shall take action not later than its next scheduled meeting.

### ***SECTION 8. PRIVACY OF CORPORATE RECORDS***

A membership list or any part of a membership list or any other corporate records will not be copied or used by any person for any monetary, business, or any other personal purposes.

***SECTION 9. ADVERTISING***

Advertising is an announcement for the sale or exchange of goods or services in newspapers, magazines, radio, television, social media and other forms of public communication, including the church bulletin.

Any advertising by the church must first be submitted for approval by the Board of Directors. Individuals are not to use the church name on their business cards or other advertising media. The corporation does not take responsibility for an individual's advertising and/or associated activities.

## **ARTICLE 8 – BOARD OF DIRECTORS**

### **PART A. COMPOSITION**

#### ***SECTION 1. BOARD OF DIRECTORS.***

The Board of Directors shall consist of seven (8) Directors elected from the membership of the Corporation, four of whom shall be officers. Each board member shall have one vote on each issue at a Board Meeting. The officers of the Corporation shall consist of President, Vice President, Secretary and Treasurer. Nominees for ALL board of director positions shall be voted on by the membership.

#### **SECTION 2. ELIGIBILITY REQUIREMENTS TO SERVE ON THE BOARD OF DIRECTORS**

The nominee must

- 1) Be of moral and ethical character and of sound mind and body.
- 2) Be a law abiding citizen.
- 3) Be an approved member active in Spirit Guided Friends, "Christian Spiritualists" activities for one year prior to the date of nomination or appointment.
- 4) The time requirement may be waived by a majority vote of the Board of Directors if an individual has been a member for 1 of the previous 2 years and has renewed membership in the current year.
- 5) Show by previous actions, consistent commitment and involvement in Church activities
- 6) Demonstrate the sincerity and capability of fulfilling the duties and responsibilities with prudence and in the best interests for all concerned.
- 7) If elected, they will maintain and uphold the values and principles of the Spirit Guided Friends Church – Christian Spiritualists.

A person may hold more than 1 position of officer when

- 1) the membership of the church is too small to support a different person in each role
- 2) no one else in the membership is interested in filling the position

A member will **NOT** be considered eligible to serve on the board of directors when they have:

- 1) failed to comply with the requirement to report Child or Elder Abuse to the local law enforcement agency
- 2) shown themselves unable to abide by these by-laws.

#### **Family Members on the Board**

A family is considered as two or more people related by blood, marriage, or adoption. More than one family member will be permitted to serve on the board subject to the following restrictions:

1. One of the family members must be an officer (President, Vice President, Treasurer, or Secretary)
2. The other family member must be a director
3. Family members may not both serve as officers, nor may they both serve as directors.
4. The board will approve the positions by a majority vote. The family members involved will not participate in this vote.

#### ***SECTION 3. TERM.***

All board members are elected to serve two year terms. Each board member shall hold office until their successor is elected or appointed.

#### **SECTION 4. ELECTION SCHEDULE**

The two year position of President and Secretary will be filled on odd numbered years and those of Vice President and Treasurer will be filled on even numbered years.

Even years end in 0,2,4,6,8      Odd years end in 1,3,5,7,9

	Vice President		President
<b>Even</b>	Treasurer	<b>Odd</b>	Secretary
<b>Years</b>	Director 1	<b>Years</b>	Director 3
	Director 2		Director 4

#### **SECTION 5. RESIGNATION.**

An elected or appointed individual may resign from their position at any time by giving suitable notification (Article 7, Part A, Section 5). The positions of President, Secretary and Treasurer must engage in a harmonious transfer of responsibilities and documents.

#### **SECTION 6. REMOVAL.**

It is the duty of the Board of Directors to remove any individual from an elected or appointed position, if in the opinion of the Board, there is just cause and the removal is approved by a super-majority vote of the Board.

If a Board member is removed, for any reason, there will be a two year time limit before they may be considered for any Board position. These two years may not be waived.

Reasons for dismissal include:

- 1) Gross Dereliction of Duty
- 2) Drug or Alcohol Abuse
- 3) Physical or Mental Abuse
- 4) Mismanagement of funds
- 5) Anyone taking active participation to undermine the procedures or policies of the Church.

#### **SECTION 7. VACANCIES.**

Vacancies in elected positions shall be filled by appointment by a majority of the existing Board of Directors. Vacancies shall be filled for the completion of the term.

### **PART B. DUTIES AND RESPONSIBILITIES OF OFFICE**

#### **SECTION 1. DIRECTORS' RESPONSIBILITIES**

- 1) Read and be knowledgeable of the Church's Articles of Incorporation and By-Laws
- 2) Attend Board and Membership Meetings
- 3) Serve as an example to others by working together as a team
- 4) Set an example for others by putting aside their own personal biases
- 5) Make decisions based on what will help all to grow spiritually
- 6) Be a good leader and spokesperson of the Church by squelching gossip and "keeping the tongue sweet" (James 3)
- 7) Be a regular contributor by helping others at the activities of the Church
- 8) Place their focus and energies on bringing out the best qualities and strengths of others and of themselves (Philippians 4:8).
- 9) With the approval of the majority of the board members, the preparation of the monthly Church bulletin shall be overseen by any director or officer who volunteers for the task. The director may delegate the task to any volunteering member, but will still be held responsible for overseeing its completion.

#### **SECTION 2. PRESIDENT RESPONSIBILITIES.**

- 1) Preside at all meetings
- 2) Direct the order of the meeting
- 3) Put all questions at the meeting
- 4) Have their signature on file with financial institutions for the purpose of the Church's access to accounts if the Treasurer resigns, dies or becomes incapacitated.

**SECTION 3. VICE-PRESIDENT RESPONSIBILITIES.**

- 1) Assist the President in the performance of their duties
- 2) Shall discharge these duties in case of their absence

**SECTION 4. SECRETARY RESPONSIBILITIES.**

- 1) Have custody of the Seal of the Corporation
- 2) Direct all official correspondence
- 3) Maintain all Corporation records
- 4) File annual corporation report with the Secretary of State
- 5) Countersign all deeds, leases, and conveyances executed by the Corporation
- 6) Attest to the execution of all written agreements of the Corporation
- 7) Keep valuable papers and property of the Corporation as may be ordered by the Board of Directors
- 8) Have their signature on file with financial institutions for the purpose of the Church's access to accounts if the Treasurer becomes incapacitated or is no longer serving on the Board of Directors.
- 9) Disperse the contents of the Church Communication Box
- 10) Keep the minutes of all Board of Directors and Membership Meetings of the Corporation
- 11) Prepare and record membership list for membership meetings
- 12) Send out termination notices
- 13) Keep records of all marriages, deaths, baptisms, christenings, ordinations, and all other ceremonies performed under the auspices of Spirit Guided Friends, "Christian Spiritualists"
- 14) Keep records of all minister applications, papers and certificates issued.

**SECTION 5. TREASURER RESPONSIBILITIES.**

- 1) Receive, record and maintain custody of all monies
- 2) Disburse monies in payment of monthly obligations and other items as directed by the Board of Directors
- 3) Maintain files of receipts from monthly disbursement
- 4) Keep the financial books and accounts of the Corporation current
- 5) Make a report of the financial condition of the Corporation at the Board of Directors regular meetings and at the annual Membership Meeting

The treasurer is to be bonded, effective immediately after being appointed since they are authorized to have access to and expected to disburse monies of the Corporation. In the event a new Treasurer is appointed, the vacating Treasurer will continue to handle all funds until such time as a bond is obtained by an appointed replacement. This should be accomplished with the first seven (7) business days after being appointed to office. The indemnitor (applicant) shall pay premium on such bond and will then be reimbursed by the Corporation.

**SECTION 6. LEAVING OFFICE**

All elected or appointed individuals will turn over to the Board all records, monies and other Corporation property in their possession within the first seven (7) business days of leaving office.

**C. DUTIES OF THE BOARD**

- |                                       |            |        |                             |
|---------------------------------------|------------|--------|-----------------------------|
| 1) Approval of Membership             | Article 7  | Part A | Section 3                   |
| 2) Termination of Membership          | Article 7  | Part A | Section 5                   |
| 3) Records                            | Article 8  | Part B | Sections 4 and 5            |
| 4) Privacy of Records                 | Article 7  | Part B | Section 8                   |
| 5) Removal from Board                 | Article 8  | Part A | Section 5                   |
| 6) Appointments                       | Article 8  | Part A | Section 6 Article 13 Part A |
| 7) Notice of Meetings                 | Article 9  | Part B | Section 3                   |
| 8) Funds                              | Article 10 | Part A |                             |
| 9) Arbitration Hearings and Decisions | Article 11 |        |                             |
| 10) Minister's Reports                | Article 13 |        | Section 5b.(3)              |

**SECTION 1. AGENDA AND CANDIDATES.**

The Board shall prepare the agenda for all membership meetings and the slate of candidates for the annual membership meeting

The Board shall give careful consideration to, and consider the qualifications of those nominees whose names are submitted prior to February 1 to fulfill the duties and responsibilities for specific positions. The Board will vote on the eligibility of nominees to fill these positions before the names of all approved nominees are placed before membership for election.

Approval is by majority vote.

**SECTION 2. AMENDMENT OF BY-LAWS**

The By-Laws may be amended from time to time by a majority vote of the Board of Directors. Notice of expected action to be taken on the Articles of Incorporation and / or the By-Laws will be placed in the Church Bulletin prior to the meeting. After amendment, the By-Laws shall be submitted for approval by the approved members.

**SECTION 3. AUDITING OF RECORDS.**

Records and books shall be made available for audit before January first. Audit will be done as directed by the Board of Directors. They may choose a member of the church other than a Board member or an impartial outside auditor. The auditor's report is to be ready for the next Board of Directors meeting.

**SECTION 4. CHURCH COMMUNICATIONS**

Contents of the Church Communication Box are to be acted upon by the Board at each regular Board meeting and given prompt responses.

**SECTION 5. ISSUANCE OF CERTIFICATES.**

The Board of Directors shall give evaluation input to the students and associate ministers every 6 months, informing the person of their progress in growth and development. This will help insure the Board's expectations of Certification qualifications are met. The Board will make the 1<sup>st</sup> determination when an individual is ready to receive a certificate, which may be less than two years or more than two years. Serving two years does not guarantee issuance of a certificate.

If a person working toward a certificate is also a Board member, they will not be allowed to vote on the decisions for the issuance of their certificate(s). When voting on certificates, the full board must be present. Super-majority vote approval is required to issue a certificate.

## **ARTICLE 9 – MEETINGS**

All the meetings of this Corporation shall be held in the State of Oregon at Spirit Guided Friends, "Christian Spiritualists" principal office, 5729 SE Boise Street, Portland, Oregon 97206

### **PART A. CHURCH FUNCTIONS**

#### ***SECTION 1. CHURCH SERVICES***

Regular church services are held on Sunday mornings at 10:45 AM. Other services, classes, events and meetings will be published in the monthly bulletin

#### ***SECTION 2. OPEN HOUSE.***

Open House shall be held at a day and time decided upon by the board of directors

Among the positions in which a church member may serve are as a reader and/or healer. Members wishing to participate in the monthly "Open House" in either of these capacities, must first appear before the board of directors requesting permission to participate. The board of directors will vote on the request. A *simple majority vote* "in favor" is required for approval. The President of the Board of Directors will notify the applicant of the result of the board's vote.

When healings are offered during Open House there must be at least one other church member present in the room where the healings are being given.

#### ***SECTION 3. COMMUNION SERVICE.***

Communion shall be served on the second Sunday of the month.

#### ***SECTION 4. CLASSES AND WORKSHOPS.***

Classes and Workshops are to help the person establish spiritual awareness as they learn to use inner abilities. Workshops are to help a student, through presentation of information and practical application of principles, to become an ordained minister, if so desired.

When a person wants to teach a class utilizing the church's facilities, the teacher must request permission from the Board of Directors. The teacher should prepare a brief summary of the class (a few sentences), an outline of the topics to be covered, the proposed date and fee. In all, this should generally be no more than a single page. The summary should be signed by the teacher and presented to the Board of Directors personally. The Board must then vote on the request. A *simple majority vote* "in favor" is required for approval. The President of the Board of Directors will notify the applicant of the results of the board's vote.

#### ***SECTION 5. FOUNDING DAY SERVICE.***

Each year on the Sunday closest to June 22<sup>nd</sup>, the regular church service, held on Sunday morning will be called the "Founding Day Service". The themes of the scripture and lecture on that day will be oriented toward the importance of spiritual service to GOD and a rededication of the church, Spirit Guided Friends, "Christian Spiritualists", to that purpose. The Board of Directors and Members may include additional ceremonies and rituals in observance of this solemn occasion; among those will be the burning of the contents of the Prayer Box.

### **PART B. MEETINGS OF MEMBERSHIP**

#### ***SECTION 1. VOTING.***

Each approved and paid up member of the Corporation present at the meeting shall be entitled to one vote on each subject or candidate properly submitted at any meeting of the members. All votes shall be by secret ballot. Voting by proxy is prohibited.

#### ***SECTION 2. QUORUM***

A quorum at any meeting of the members shall consist only of the members of the Corporation present in person.

#### ***SECTION 3. NOTICE OF MEETING.***

Notice of time, date, purpose and action to be taken at the membership meeting shall be announced from the platform and printed in the Church bulletin at least 1 month prior to the meeting.

#### **SECTION 4. ORDER OF BUSINESS – ALL BOARD MEETINGS**

1) Open with this prayer:

GOD, guide us in the conduct of this meeting,  
in our discussions and in our decisions.

Give us calm discussion and mutual respect.

Help us fulfill the Divine Purpose  
for this church and its members.

2) Roll Call

3) Read records of last meeting and summary of the Board meetings

4) Report from the Treasurer

5) Read communications

6) Report from standing committees

7) Report from special committees

8) Discuss old business

9) Discuss new business

10) Take suggestions for the good of the order

11) Elect Board Members

12) Close with prayer

In the absence of any objections, the presiding officer may vary the order of business.

#### **SECTION 5. ANNUAL MEMBERSHIP MEETING.**

The annual meeting of the members of the Corporation shall be held each year on the first Sunday in March immediately following Sunday services.

#### **SECTION 6. SPECIAL MEMBERSHIP MEETING.**

A Special Membership Meeting may be requested by any officer on the Board, a majority of the Board of Directors or 25% of the membership. The meeting will be held after service on the next nearest Sunday. All board members must be notified at least 5 days prior to the meeting. The meeting must be announced by the Chairperson on the day of the meeting. This meeting is open, unless specific sensitive matters are to be discussed. Minutes of the meeting must be recorded. If requested by the members a signed and dated document must be presented to an officer of the board describing the purpose of the meeting.

### **PART C. MEETINGS OF THE BOARD**

#### **SECTION 1. QUORUM.**

A majority (51%) of the Board of Directors present shall constitute a quorum.

#### **SECTION 2. REGULAR BOARD MEETINGS.**

The regular meetings of the Board of Directors will be held in March, June, September and December. The March meeting is the annual membership meeting and held on the 1<sup>st</sup> Sunday; other meetings are scheduled based on board members' consensus.

The annual membership meeting follows the same agenda as regular meetings with the added agenda item of elections for board of director positions.

Scheduled meetings will be published in the church month in the month before and the month of the meetings. On the day of occurrence the meeting will be announced during services by the Chairperson.

#### **SECTION 3. SPECIAL BOARD MEETINGS.**

A special meeting of the Board of Directors may be requested by any officer on the Board, a majority of the Board of Directors or a majority of the membership. The meeting will be held after service on the next nearest Sunday. All board members must be notified at least 5 days prior to the meeting. The Special Board Meeting must be announced by the Chairperson on the day of the meeting. This meeting is open, unless specific sensitive matters are to be discussed. Minutes of the meeting must be recorded.

During the course of a regularly scheduled board meeting, there are times when the board must discuss and vote on personnel related matters. While discussing and voting on such matters the

President of the Board of Directors, with the majority consent of the board, may ask that all people except board members leave the meeting. This will allow the board's proceedings to be carried on in an open manner while maintaining the privacy of the affected individual(s). These matters include, but are not limited to, applications for certification by the church as a healer, student minister, minister or associate minister; requests to do readings at the monthly "Open House" and requests to give classes utilizing the church property.

***SECTION 4. OPEN MEETINGS.***

All regular meetings of the Board of Directors are open to any approved member wishing to attend. Secret meetings or meetings closed to the membership are not permitted.

## **ARTICLE 10 – FUNDS**

### **PART A. HANDLING OF FUNDS**

#### ***SECTION 1. MONIES.***

There shall be no petty cash fund. Funds received from collections, donations (unless otherwise specified), membership dues, ordination fees and miscellaneous sales, shall be income for the general fund. To insure that all funds received are accounted for, the money so collected will be verified by two members (one of which is a Board member or designee), entered into a bound book, and signed by both members. The Board member or designee will be responsible for giving the money to the Treasurer for deposit.

#### ***SECTION 2. GENERAL FUND.***

The purpose of the general fund is to pay operating expenses and required maintenance or improvement of the Corporation property as authorized by the Board of Directors.

#### ***SECTION 3. DONATIONS.***

The Church has given the Board the ability to donate a portion of its income to causes, groups and organizations supporting spiritual and social welfare. Donations must be approved by the board by a simple majority. Recurring donations are prohibited. No board member may be a member of the receiving entity. The amounts donated may not adversely affect the financial stability of the church. In order to maintain its tax-free status, donations may not be made to political or legal organizations.

#### ***SECTION 4. INVESTMENT.***

Money in the fund will be invested by Treasurer, with the Board of Directors prior approval, to increase the fund. The Board of Directors may employ an incorporated trust company or other financial corporation or agency to take charge of and manage the investments of the Corporation, subject to the control of the Board of Directors.

#### ***SECTION 5. COMPENSATION.***

The members of the Board of Directors or their designee shall be reimbursed for any expense authorized ***prior to being incurred*** by the person in the transaction of any official business in the discharge of their duties. All items purchased for the Corporation at the authorization of the Board must be verified by receipt and the individual purchasing same will be reimbursed by check.

All service to the Church is voluntary. No member shall be compensated for the time they have spent transacting official business of the church, participating in regular church activities, teaching classes, or attending special events.

### **PART B. EXECUTION OF INSTRUMENTS**

#### ***SECTION 1. REMITTANCES.***

All checks, drafts and orders for payment of money shall be signed in the name of the Corporation by the Treasurer and/or President of the Board. Authorized signatures on checking accounts cannot write checks to themselves.

#### ***SECTION 2. CONTRACTUAL AGREEMENTS.***

After the execution of any contract or other instrument, having been first authorized by the Board of Directors, the President or Vice President may execute the same in the name and in behalf of the Corporation.

# ARTICLE 11 – ARBITRATION

## SECTION 1. DEFINITIONS

Usage of the words *Dispute* and *Grievance* are in the sense of the dictionary definitions:

**Dispute**.....to call into question or cast doubt upon, to contend over

**Grievance**.....a cause of distress felt to afford reason for complaint or resistance

**Issue** ..... "Issue" is used to cover both *Dispute* and *Grievance* without additional reference to the definition of the word "issue". Usage is limited to this by-laws Article to simplify wording

The people directly involved in the issue are the:

**Primary Party**.....The person bringing the issue to an informal mediated meeting

**Concerned Party**.....Other parties beyond the primary party

**Parties**.....Includes both Primary and Concerned parties

## SECTION 2. USE OF INFORMAL MEDIATED MEETINGS

- 1) If people cannot settle a church related issue directly, or one or more persons have an issue with the corporation, they are required to resolve the issue in an *Informal Mediated Meeting*.
- 2) Issues must be church related.
- 3) These meetings are closed to church members and the general public.
- 4) Each meeting will cover only 1 issue.
- 5) The decision from this meeting will be considered final by the church.
  
- 6) If one of the parties is a member of the Board of Directors or the Pastor, the Board must decide if that person should be suspended from church duties until the issue is resolved.
  - a. If a suspended person is President or Treasurer:
    - i. Access to bank accounts will be suspended
    - ii. The checkbook and deposit slips will be given to a person designated by the board of directors.

## SECTION 3. IDENTIFYING PARTICIPANTS: NOTIFICATION AND ACKNOWLEDGEMENT

- 1) The parties will be notified of the meeting by US Postal Service mail, sent *Return Receipt*, with at least 30 days advance notice.
- 2) All parties receiving church notification have 21 days from the sending date of the church letter to acknowledge receipt by providing a paper statement at least 1 week prior to the meeting.
  - a. Exceptions may be made on a case by case basis by the church's board of directors
  - b. This Statement is required in order for the meeting to proceed (see rules below)
- 3) The Statement may be hand written, typewritten or computer printed.
  - a. Hand written documents must be no more than 2 pages.
  - b. Typewritten and computer printed documents no more than 1 page.
  - c. Computer generated documents *must* use 12 point Tahoma font.
  - d. Electronic documents like email are NOT acceptable as documents in this situation.
- 4) The Statement from the parties must include:
  - a. The person's name and phone number.
  - b. The individual's relationship to the issue.
  - c. A *brief* description of the issue.
- 5) The Statement must be sent to the address specified in the church's letter to the person.
- 6) If no Statement is received
  - a. 2 attempts will be made by a church board member to reach the person in another way to let them know about the need for a statement.
  - b. If the Primary Party still doesn't respond – the issue will be closed, but not rejected.
  - c. If the Concerned Party still doesn't respond:
    - i. The Primary Party will still have an Informal Mediated Meeting.

- ii. The Concerned Party will not be allowed to attend.
- 7) These Statements are part of the permanent record of the proceedings.

#### **SECTION 4. PARTICIPANT ROLES IN AN INFORMAL MEDIATED MEETING**

- 1) There are 4 types of participants
  - a. The Church's Board of Directors
  - b. The Primary Party
  - c. The Concerned Party or Parties
  - d. Up to 2 guests
- 2) All participants must attend in person.
  - a. No electronic accommodations will be made.
  - b. See SECTION 8. PRIVACY – COMMUNICATION EXCLUSIONS
- 3) The Church's Board of Directors
  - a. Identifies the Primary Party and Concerned Party or Parties
  - b. Conducts investigations as appropriate
  - c. Conducts the meeting.
  - d. Votes for an outcome.
  - e. The Secretary records the meeting minutes
- 4) Excluded Participants :  
Church sponsored Informal Mediated Meetings, will **not** involve any persons, companies, agencies, corporations or entities providing services similar to:
  - a. Legal including any involved with legal services like Paralegals, Law Students, Law Clerks
  - b. Mediation
  - c. Arbitration
  - d. Personnel Management / Human Relations
  - e. Psychological Counseling / Evaluation / Testing
  - f. Professional Negotiations
- 5) If either the Primary Party or Concerned Party invoke or invite any Excluded Participants the meeting will be postponed once, allowing those parties to reconsider.
  - a. If they to insist on invoking or inviting Excluded Participants then:
    - i. If it is the Primary Party
      - 1. The meeting will be cancelled
      - 2. Their issue will be Rejected
      - 3. The issue will not be considered by the church again
      - 4. The reason and the results will be recorded as the meeting minutes
    - ii. If it is a Concerned Party
      - 1. The meeting will continue with only the Primary Party
      - 2. The Concerned Party will not be allowed to attend
- 6) Each party may select 1 guest to attend the meeting with them.
  - a. If the guest is now or in the past has acted in a role from the Excluded Participants list in [Section 2. 3)], that person will be asked to leave.
  - b. If guest refuses to leave, the party (Primary or Concerned) inviting the guest will be considered to be in violation of the exclusion. The rules in [Section 2. 4)] will be applied.

#### **SECTION 5. INVESTIGATION AND PREPARATION**

- 1) The board members conducting the meeting will investigate the issue.
- 2) Investigation may be through hearings, written statements, calling witnesses, and/or collecting other pertinent information as appropriate.
- 3) A person with access retrieves the "minutes book" from the safe deposit box
- 4) A standard file folder is available for paper documents

## **SECTION 6. MEETING MINUTES**

- 1) A bound book with numbered pages will be used exclusively for these types of meetings
- 2) The book will be stored in the church's safe deposit box
- 3) Minutes for the meeting will be hand written
- 4) The meeting minutes page must start on a blank page on the first line
- 5) The initial lines must contain the following in order:
  - a. 1<sup>st</sup> Line : extreme left: *Informal Mediated Meeting*
  - b. 1<sup>st</sup> Line : extreme right: *Date and time*
  - c. 2<sup>nd</sup> Line : extreme left: *Board Members & roles*, first and last names 1 line each
  - d. Next Blank Line : extreme left: *Primary Party*
    - i. Next Blank Line : printed name, identified as Primary Party to the right.
    - ii. Next blank line, on the extreme left write: RESULTS
    - iii. Next blank line, on the extreme left write: SIGNED
  - e. Next Blank Line : extreme left: *Concerned Party*
    - i. Names of the parties – 1 line each

## **SECTION 7. CONDUCTING THE MEETING**

- 1) The meeting is led by the President of the church's Board of Directors.  
[By-laws: Article 8, Part B, Section 2]
- 2) The President may delegate this role to any other board member except the Secretary.
- 3) Once the meeting starts all attending must
  - a. Remain in the building
  - b. Remain in the meeting room with reasonable exceptions.
- 4) The meeting agenda must include these items and may include more if necessary.
  - Opening Prayer (as used during regular board meetings)
  - Statements by the Parties
    - a. The written statements from the parties (Section 3) will be read, starting with the Primary Party
    - b. After each statement is read that party has up to 15 minutes to explain or amplify on their statement
    - c. The limit may be extended once for 5 minutes, by any board member.
  - Report on Investigations
    - a. What investigations were conducted
    - b. Who conducted them
    - c. How they were conducted
      - i. Telephone
      - ii. Email
      - iii. Video conference
      - iv. Written documents
      - v. Face to face
      - vi. Other (specify)
    - d. The results of the investigations
  - Final Statements by the Parties
    - a. Each person has up to 15 minutes to reply or rebut the statements, and investigation results. No time extensions
  - Prior to Voting
    - a. The Secretary will read the minutes aloud allowing anyone to request adjustments for accuracy.
    - b. The Secretary will record the results as "Pre-Voting Minutes Accepted"

- Voting
  - a. Voting is by secret ballot
  - b. The ballot must indicate either *Accept* or *Reject* for the Primary Party's issue
  - c. Blank ballots will be considered as an *Accept* for the Primary Party
  - d. Votes will be tabulated by the Vice-President of the Board of Directors
- Results
  - a. Voting results will be recorded by the Secretary in the minutes for both Accepted and Rejected Counts
  - b. The Secretary will record Accept or Reject on the line labelled RESULTS
  - c. The Primary Party must sign on the line labelled SIGNED
    - i. If the Primary Party refuses to sign
      - 1. RESULTS will be recorded as REJECTED
      - 2. SIGNED will be recorded as REFUSED
- Closing Prayer (as used during regular board meetings)

### **SECTION 8. PRIVACY – COMMUNICATION EXCLUSIONS**

This meeting will be conducted so that all parties and church's board of directors have their privacy protected. *These exclusions apply to ALL persons attending the meeting.*

1. This exclusion covers any recording or transmission (oral, mechanical or electronic).
  - a. The Primary and Concerned parties may take hand written notes
  - b. Guests may not make notes.
2. Excluded are:
  - a. Electronic phones, recording, and transmission devices
  - b. These include but are not limited to electronic phones, microphones, cameras, computers, and small recording devices like "calendar assistants". Any children's toys with a recording capability.
3. The exclusion applies to guests of the parties. A violation by a guest will be considered a violation by the inviting party.
4. Leaving the building or the meeting room to use an excluded device will be considered a violation.
5. Any violation of these exclusions, will result in immediate rejection of that party's standing relative to the issue.
6. If the violator is on the church's board of directors, it will be grounds for forced resignation from the board.

### **SECTION 9. DOCUMENT HANDLING**

- 1) The paper documents from the meeting will be placed in a standard file folder.
- 2) It will be clearly labeled with the date of the meeting on the tab and on the front cover
- 3) The folder contents will include
  - a. Church letters to the Parties
  - b. Statements from the Parties
  - c. Other relevant written documents submitted as evidence during the meeting
  - d. An electronic copy of the minutes
    - i. photocopying is preferred
    - ii. photos are acceptable provided they are clearly legible
  - e. A list of the documents in the folder with the name and signature of the person preparing the folder immediately following the last item on the list.
    - i. If the list is hand written print, please!
  - f. With the file folder open, documents will be stapled to the folder
    - i. The list of documents on the left
    - ii. Other documents on the right with the meeting minutes on the top
- 4) The folder and the bound book with the original meeting minutes will be stored in the church's safe deposit box.
- 5) Access to this box is limited to 3 officers of the Board of Directors: President, Treasurer and Secretary

## **ARTICLE 12 – CORPORATE SEAL**

The Corporate Seal of the Corporation shall have inscribed on it:

SPIRIT GUIDED FRIENDS, "CHRISTIAN SPIRITUALISTS" CORPORATE SEAL

## **ARTICLE 13 - CERTIFICATES**

### ***SECTION 1. HEALER CERTIFICATION.***

This certificate may be obtained by anyone desiring to specialize in this area

#### **Requirements:**

- 1) Two (2) year member in good standing before applying
- 2) Demonstrate their gift regularly during healing services
- 3) Submit to the Board signed affidavits from at least two unrelated persons who have been helped through the actions of the applicant
- 4) Must understand and follow the regulations imposed upon those administering Spiritual Healing

### ***SECTION 2. STUDENT MINISTER CERTIFICATE.***

#### **Expectations Prior To Certification**

A student is expected to work on their spiritual growth by participating in educational activities and demonstrate through application:

- 1) Awareness of legal requirements
- 2) Develop skills in channeling and healing
- 3) Work the platform positions
- 4) Serve in some capacity at Open House
- 5) Develop skills that will help the individual give inspirational lectures (no written material)
- 6) Understand the importance of frequent attendance

#### **Requirements**

A Student Minister Certificate shall be issued to a student submitting an application who has:

- 1) Served in all Student capacities for two years or equivalent
- 2) Worked actively at Church services in the Student listing (Healer, Chairpersons, and Message Bearer).
- 3) Completed educational studies as set forth by the Board of Directors.  
Satisfied the Board that he/she has the necessary Spiritual understanding
- 4) Demonstrated by actions the willingness to serve GOD and Spirit Guided Friends, "Christian Spiritualists" in the capacity of Student Minister
- 5) Understand this is a probationary time of service and will be monitored and evaluated by the Board of Directors

#### **Expectations After Certification**

- 1) Continued demonstration of their awareness of responsibilities
- 2) Continued use of abilities developed
- 3) Serving as Lecturer
- 4) Develop skills and knowledge to teach a class or study group
- 5) Learn to give Spiritual guidance to others in need
- 6) Show ability to perform all the duties of a minister of a spiritual organization
- 7) Satisfy the Board he/she is a mentally and spiritually capable person and will be a credit to the Church through continual good works
- 8) Be able to give messages to entire congregation
- 9) Conduct the complete service alone
- 10) If so desiring, study for the next step – Ordination as Minister of Spirit Guided Friends, "Christian Spiritualists"

### **SECTION 3. SENIOR STUDENT MINISTER CERTIFICATE**

No certificate is issued for this position. This title is for a student minister who has been in the program for the minimum two years and has no wish to advance, or one who the Board has voted on as needing more time to work on their progression.

### **SECTION 4. ASSOCIATE MINISTER CERTIFICATE**

A person holding a Ministerial Certificate issued by an organization other than Spirit Guided Friends, "Christian Spiritualists", and who desires that a certification be issued by this corporation shall present the original copy of the record of ordination for inspection by the board.

They shall also place on file:

1. A notarized copy of the original record of ordination
2. A written description of background experience and qualifications
3. Verifiable references
4. An application for an Associate minister's status.

An associate minister applicant is subject to the same eligibility constraints as other applicants for certificates.

### **SECTION 5. ORDAINED MINISTER CERTIFICATE**

#### **a. Eligibility**

A Certificate of Ordination shall be issued to a Student Minister who has:

- 1) Served in all Student Minister or Associate Minister capacities for two years, unless otherwise determined by the Board
- 2) Shown ability to perform all the duties of a minister of a spiritual organization
- 3) Developed skills to teach a class or study group
- 4) Learned to give spiritual guidance to those in need
- 5) Completed all educational studies for Ordained Minister requirements
- 6) Satisfied the Board they have the necessary spiritual understanding
- 7) Demonstrated through their words and deeds, high moral and ethical standards.
- 8) Approval for ordination will be by a super-majority vote of the board of directors

When the requirements for Ordained Minister have been fulfilled, the Board of Directors shall set the date for ordination. This certificate confers the title of *Reverend* on the recipient with the authority to serve communion and conduct marriages.

#### Ordained Ministers are expected to continue to demonstrate through application

- 1) Their awareness of legal requirements
- 2) Utilize all abilities developed as a student Minister or Associate Minister
- 3) Grow spiritually through daily application of skills learned
- 4) Serve as a role model for others within the church

#### Ordained Ministers are to help others by:

- 1) Giving spiritual guidance to those in need
- 2) Performing all the duties of a minister of a spiritual organization.

#### **b. Legal Requirements.**

##### **(1) Privileged Information**

If a person reveals privileged information to a Minister, including breaking the law, that Minister has the legal responsibility to not reveal that information to another individual without first getting written permission from the person giving the information. The minister should advise the person as to their legal and/or moral responsibilities and encourage the person to contact the appropriate legal authorities. When the Minister suggests a course of action (i.e. professional counseling with a psychiatrist, seeking advice from legal authorities, Alcoholics Anonymous, etc.) a log recording the person's name, date and action suggested should be kept to protect the Minister.

##### **(2) Marriages**

The minister performing the ceremony will abide by all the local legal requirements.

(3) Reports

Any Minister performing duties under the auspices of Spirit Guided Friends, "Christian Spiritualists" must give suitable notification within 1 month of any services performed (funerals, memorial services, baptisms, christenings and marriages) or any other function handled in the name of the Church.

(4) Reinstatement.

Anyone who has surrendered their certificate(s), without prejudice, may request reinstatement at a regularly scheduled board meeting. The person should be sincerely desirous of serving as a Minister, in all phases, to the congregation. Reinstatement will be decided by a super-majority vote

## **ARTICLE 14 - PASTOR**

A pastor is not deemed necessary at this time. In the event conditions change and a Pastor is needed, the Board must seriously study all the qualifications of the applicant. Appointment of a pastor can only be approved by a *unanimous vote*. The Board may opt for an Acting Pastor from the current ministers.

The Pastor is the Spiritual Representative of the Church.  
The Board of Directors is the Head of the Corporation.

### **Pastor Responsibilities**

- 1) Will lead by setting exemplary spiritual standards
- 2) Will work closely and in harmony with the Board of Directors
- 3) Will be available to officiate at Ordinations, Certificate Ceremonies and Baptisms, unless another Minister is requested by the recipient of the event
- 4) Will represent the Church in visiting the ill and infirm and serve as a positive contact with other Churches and Organizations
- 5) The Board will review the performance of the Pastor every 6 months.
- 6) The Pastor will serve without compensation, the same as all others in appointed or elected positions. A parsonage allowance is not deemed necessary or appropriate for the organization.
- 7) The Pastor will have no access to Church monies nor direct their disbursement except as determined by the Board of Directors. *(See Treasurer Responsibilities Article 8 Part B Section 5)*

<end>