



AFFILIATED NEW THOUGHT NETWORK

AMENDED BY THE BOARD OF
DIRECTORS OF ANTN

JULY 2017

AND APPROVED BY THE GENERAL
MEMBERSHIP, OCTOBER 3, 2017.

BYLAWS OF THE AFFILIATED NEW THOUGHT NETWORK

ARTICLE I

(Preamble)

The Affiliated New Thought Network (hereinafter “ANTN”) is an umbrella organization organized for the benefit of its members through the teaching of the principles of New Thought.¹ ANTN authorizes the following through its seminary, Emerson Theological Institute: to set guidelines for course curriculum for accredited classes; to credential practitioners and ministers; and to confer Doctor of Divinity degrees, honors, and awards and provide for the ecclesiastical and general welfare of ANTN. This is not to replace or supplant the authority of each member to administer their own policies and procedures as they so desire to license practitioners, to license and ordain its ministers or to confer Doctor of Divinity degrees or other honors. Each member is an autonomous body in relationship to ANTN.

ANTN does not hold fiduciary, ethical or moral responsibility or liability for members or their activities.

¹ New Thought is defined as a spiritual belief system based on the teachings of antiquity, but developed in America in the 19th Century, which holds the following tenets to be true: (1) We live in a Spiritual Universe that is governed by Spiritual Law in which Spirit/God is the Ultimate Reality; (2) Spirit/God is a Loving, Creative, Omnipotent, Omnipresent, and Omniscient Force that resides within all things; (3) Through our thoughts, feelings and beliefs, we have the ability to make conscious connection with the God within; and (4) As we change our thoughts, feelings and beliefs, we change our experiences.

The following Bylaws are uniform in their application to all members, except as they may be amended with the approval of the Board of Directors of ANT~~N~~ to comply with state, ~~national,~~ national or local laws governing religious bodies.

“ANTN” refers to the affiliated body and the word “Directors”, unless otherwise designated, refers to the Directors of ANT~~N~~. ANT~~N~~ is incorporated under the laws of the State of California as a nonprofit religious and educational institution.

ARTICLE II

(Name)

The name of this Corporation shall be the AFFILIATED NEW THOUGHT NETWORK.

ARTICLE III

(Purpose)

The purpose of ANT~~N~~ is to support global transformation and healing through supporting the unfoldment of New Thought ministries, ministers and individuals by providing an environment that encourages creativity and the development of ideas through fellowship of like-minded people, networking, spiritual support, advertising, and informational brochures as well as conferences.

ARTICLE IV

(Membership)

Section 1 (Membership Categories; Application; Voting Privileges) There shall be five categories of members:

- a) New Thought Churches/Centers including Religious Science and New Thought organizations such as Divine Science, UFBL, Unity, Hillside Chapel, Lola Pauline Mays Seminary, etc.
- b) Independent New Thought Ministers/Ministries; including but not limited to Animal Chaplains, Hospice and Hospital Chaplains and Prison Ministries.
- c) Persons of High Metaphysical Consciousness demonstrated by their spiritual leadership as authors, musicians, teachers and/or lecturers;
- d) Active members of ANTN Churches/Centers who chose to join individually and who shall be referred to as Stewards.
- e) New Thought Practitioners/New Thought Teachers

Throughout these Bylaws, the term “member” refers to five categories.

Churches/Centers may seek membership into ANTN via an application submitted by its Minister and Board of Directors/Trustees. Categories b through e must submit individual applications.

All applications submitted are subject to approval by the ANTN Board of Directors.

Members in categories a) and b) have voting privileges; one vote per ministry. Persons in categories c), d) and e) shall be non-voting members.

Section 2 (Termination of Membership) Membership in ANTN may be terminated by a majority vote of the Directors based upon their determination that it is in the best interest of the ANTN to do so. A written notice of intention to terminate affiliation by ANTN must be sent to

the impacted member fifteen (15) days before such action is to be taken. Upon request the Board must grant the member a meeting but the decision of the Board shall be final and not subject to further appeal.

Section 3 (Disaffiliation) A representative from ANTN Board of Directors may meet with the Board of Directors or Trustees and membership of any member center considering disaffiliation at their request.

Section 4 (Duties & Privileges) The duties and privileges of members shall be:

- a) To uphold the teachings and practices of New Thought;
- b) To have representation as far as possible at the regularly scheduled meetings and functions of ANTN;
- c) To foster the reading and study of the literature of New Thought and other compatible spiritual literature;
- d) To contribute annual membership dues and regularly provide financial support to ANTN; and
- e) To hold office if elected and to participate on Committees, if requested.

ARTICLE V

(Board of Directors)

Section 1 (Board Composition) The affairs of ANTN shall be administered by a Board of Directors, consisting of six voting members, who are licensed or ordained ministers. One slot on ANTN's Board of Directors shall be permanently reserved for a representative of The Emerson Institute, who shall retain one vote. The individual/individuals selected as the Emerson

representatives and the length of his/her term shall be solely at the discretion of Emerson's Board of Regents.

Section 2 (Terms) Five of the Directors shall be selected by the members of ANTN at the annual meeting of the membership for a term of three (3) years. Each Director's term shall expire following the annual meeting three years from the date of election. With the exception of the Emerson representative, no Board member may serve more than two consecutive terms or more than a total of six consecutive years. After being off the Board for a year, a former member may run again.

The members of the Founding Board (Drs. Beaver, Hall-Day, Little, Moses and Polifrone) shall serve as non-voting "Directors Emeritus" after leaving elected office.

Section 3 (Elections) At least 60 days prior to the annual membership meeting, the Board of Directors will notify the membership of the number of Board seats available. Any licensed or ordained minister who is an active, voting member of ANTN may submit his/her nomination. This nomination must be received by ANTN's administrative offices at least 30 days prior to the membership meeting and must include two (2) letters of nomination from other active, voting ANTN members as well as a brief written personal biography. A current member of the Board may not write such letters. This action will put the nominee on the ballot for vote at the membership meeting.

The Board of Directors also has the authority to solicit nominations from licensed or ordained

ministers who are active, voting members of ANTN.

A slate of nominees shall be presented to the membership at the annual meeting.

Election of Directors shall be by ballot. Each Director shall be voted on separately. The nominees receiving the highest number of votes shall be elected. In case of a tie, the new director shall be decided by a coin toss. In the event the number of nominees equals the number of positions to be filled, election may be accepted by acclamation.

Section 4 (Proxies Prohibited) Every member or an authorized representative of a member center entitled to vote must do so in person and not by agent or proxy, and no proxy shall be valid.

Section 5 (Vacancies) Vacancies on the Board of Directors may be filled by the board for such unexpired term by a majority vote of the remaining members of the Board of Directors.

Section 6 (Absences) Any Director who is absent from three consecutive regular and/or special meetings of the Board, without reasonable cause may be replaced for the remainder of their term by the remaining Board members. Notice of such action by the Board shall be by certified mail from the President of the Board to the impacted Director.

Section 7 (Removal) The Board of Directors may remove a member of this Board by a two-thirds (2/3) vote for just cause, such as: medical conditions, conflicts of interest, or acting in a manner which is detrimental to the ANTN organization.

ARTICLE VI

(Meetings of the Board of Directors)

Section 1 (Quorum) A quorum for the transaction of business by the Board of Directors shall be a majority of members thereof.

Section 2 (First Meeting) The first regular meeting of the Board of Directors shall be held during the annual conference.

Section 3 (Other Meetings) The Board of Directors ~~may~~ shall hold. monthly regular meetings. The Board may, from time to time, hold additional or special meetings.

Section 4 (Special Meetings) The President or any two of the Directors may at any time call a special meeting of the Board of Directors provided notice of such special meeting be given to all Board members.

Section 5 (Location) All meetings of the Board of Directors shall be held at the location specified in the notice of the meeting. Said notice may be given by any means deemed by the President and/or Secretary as reasonable and appropriate.

Section 6 (Business Before the Board) Any matter or business which is of interest to, or which affects ANTEN may be brought before, considered, acted upon or transacted at any duly and properly convened regular or special meeting of the Board of Directors.

ARTICLE VII

(Powers and Duties of the Board of Directors)

Section 1 (Responsibilities & Powers) The Board of Directors shall be responsible for ensuring the spiritual integrity of ANTN; providing for the recognition of its members; in general, providing for the ecclesiastical affairs of ANTN; and appointing committees and prescribing such powers and duties for them as are consistent with state, national and local law and the Articles of Incorporation and Bylaws of ANTN. The Board of Directors shall be a working board, directing, managing and conducting the affairs and business of ANTN in such a manner as to be to be consistent with state, national or local laws, the Bylaws of ANTN and congruent with New Thought Principles.

Section 2 (Limitations) No substantial part of the activities of this organization shall consist of carrying on propaganda, or otherwise attempting to influence legislation ~~and~~. The organization shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office, except to the extent provided by law.

Section 3 (Appointments) The Board of Directors shall elect, appoint, employ and remove the officers, agents, employees and representatives of ANTN. The board shall determine job description and review process, including: the scope, nature and course of their authority and duties.

Section 4 (Salaries) The Board of Directors shall set all salaries, reimbursements, compensation, or other expenses paid by ANTN.

Section 5 (Records) The Board of Directors shall cause appropriate records to be kept of the meetings and proceedings of the Board, and of other affairs of ANTN. The Board shall provide to the general membership at each regular annual meeting a comprehensive report of all activities from the preceding year, as well as a complete written statement of the financial condition of ANTN. Such report shall reflect the current financial condition of the organization up to thirty (30) days preceding the time of the meeting.

Section 6 (Recording Secretary) The Board of Directors may appoint a Recording Secretary who may, but need not be, a member of the Board, to serve at the direction of the Board.

ARTICLE VIII

(Officers, Authorities and Duties, Executive Committee)

Section 1 (Officers) The officers of ANTN shall be a President, Vice President, Secretary, and Treasurer who shall be elected by the Board of Directors, ~~from its membership.~~

Section 2 (Authorities) The Board shall be a working board. The officers shall have the authorities, powers, and duties usually accorded or pertaining to such respective officers, ~~except as the.~~ The Board of Directors may, from time to time, enlarge upon or limit such duties.

Section 3 (President's Role) The President shall be the chairperson of the Board of Directors and shall preside at all Board and other ANTN meetings. The president shall have executive authority and oversight of all employees and day to day operations of the organization. In the absence or inability of the President to act, the Vice-President shall exercise the duties and powers of the President. In the absence or inability of the Vice-President, the Board of Directors shall select a President Pro Tempore.

Section 4 (Other Offices) The Board of Directors may from time to time create and abolish such other offices as it may deem appropriate and fix the powers, duties, qualifications and manner of selection of such officers.

Section 5 (Executive Committee) The Board of Directors may appoint an Executive Committee comprised of such number of its members, and delegate to such committee such of the powers and authority of the Board, except the power to adopt, amend or repeal these Bylaws, as it may deem advisable and expedient, provided, however, that the President shall be a member of such Executive Committee.

Section 6 (Responsibilities of Officers)

President: The President shall preside at meetings of the Board of Directors and exercise and perform such other powers and duties as may be from time to time assigned to him/her by the Board of Directors or prescribed by these Bylaws. The President shall have direct oversight for all employees of ANTN and day to day operations.

Vice-President: The Vice-President shall preside at all meetings of the Board of Directors in the Absence of the President, and shall also perform such other duties as may be delegated or required by the Directors.

Secretary: The Secretary shall:

- a) Keep or cause to be kept, a book of minutes of all meetings and actions of the Board of Directors;
- b) Keep or cause to be kept, the policies and procedures and official forms of the Board of Directors;
- c) Such records shall be stored in writing and digitally on a limited access page of the ANTN website and other cloud storage.

Treasurer: The Treasurer shall be the chief financial officer of the Board of Directors.

Sixty (60) days prior to the annual meeting, the treasurer shall present to the Board a budget each year for the upcoming fiscal year. The treasurer shall also provide a current written financial report at each regular Board meeting. The board may direct a review of the financial records, software, and processes with a majority vote. The Treasurer need not be a member of the board.

ARTICLE IX

(Committees)

The Board of Directors may appoint such standing or special committees as are deemed necessary to carry on the business of ANTN. The President shall be an ex-officio member of all committees.

ARTICLE X

(ANTN Meetings)

Section 1 (Annual Meeting) The regular annual meeting of the membership of ANTN shall be held each year at a time determined by the Board of Directors. The Board of Directors shall establish the time and place of the said meeting. Such annual meeting may be adjourned and continued on a subsequent day by majority vote of the members in attendance of such meeting.

Section 2 (Business & Other Transactions) At the annual meeting of ANTN the membership shall receive the reports of the Board of Directors; elect Directors to fill the positions of the terms then expiring; and ~~pass~~ vote upon and transact such other business as may properly come before such meeting.

Section 3 (Special Meetings) Special meetings of ANTN membership may be ~~held~~ called on a two-thirds (2/3) vote of the Board of Directors.

Section 4 (Quorum) A quorum of the membership for a membership business meeting shall consist of not less than twenty percent (20%) of the voting members.

ARTICLE XI

(ANTN Finances)

Section 1 (Financial Support) The financial support of ANTN shall be primarily by member contributions, tithes or gifts, and from such other sources and activities as may be proper and in keeping with the purpose of ANTN.

Section 2 (Dues) Fixed membership dues will be determined by the Board of Directors. It is expected that necessary financial expenditures will be met primarily through voluntary contributions by members ~~and friends~~.

ARTICLE XII

(Establishing Curriculum/Training/Ordination/Conferring of Doctorates or Other Honors)

It is hereby expressly declared that the Directors have granted the power to the Emerson Theological Institute to: establish the general curriculum of all accredited classes conducted by member Churches/Centers; to provide for training, credentialing and ordination of Ministers; to provide for the credentialing of practitioners; and to provide for the granting of Doctor of Divinity degrees, honors and awards.

ARTICLE XIII

(Amendments)

Proposed amendments to these Bylaws may be submitted to the Board of Directors from the members or may be generated by the Board for consideration by the voting members at the annual membership meeting. Proposals shall be submitted to the Board no later than sixty (60) days before an annual meeting. A vote of two-thirds of the voting members is required to amend the Bylaws.

ARTICLE XIV

(Dissolution)

ANTN is organized and operated exclusively for religious/ educational purposes and has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code. In the event of dissolution, all remaining assets, after payments of all debts and liabilities, shall be distributed to a religious nonprofit (501) (c) (3) according to state and national law as determined by the Board.

ARTICLE XVI

(Litigation)

All ANTN members shall hold ANTN and its Board harmless against any action, litigation or suit brought against ANTN as a result of the actions of the member Church/Center's Minister, Employees, Board Members, members or volunteers. Said member Church/Center shall defend ANTN against any said action, and will furnish legal defense, legal counsel and/or advice at no cost to ANTN. Said member Churches/Centers agree that ANTN is in no way responsible for the actions of its members.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, being all the Directors named in the Articles of Incorporation of The Affiliated New Thought Network, and also being and constituting the entire Board of Directors thereof, hereby adopt the foregoing Bylaws of said Corporation.

IN WITNESS WHEREOF, we have hereunto subscribed our names effective this 4th day of October, 2017 at Unity Village, Missouri.

President

Vice President

Treasurer

Member

Member

Emerson Institute Representative