



Dear Fellow Spiritual Seeker:

My name is Reverend JoAnn Barrett. I am the founder of an Interfaith congregation that continues to meet on Long Island in New York since 1996. Over the years, there have been many opportunities for personal and community growth. We have had times of great joy and difficult times; always there was this longing for connection to share our joys and challenges. Today I am excited to announce that there is a place where all Interfaith, Multifaith or Interspiritual communities can join and receive the strength and support in knowing that you are not alone!

The founding board members and our first executive director established the Council of Interfaith Communities-USA (CIC-USA) in order to fulfill this need. CIC-USA has many other benefits as well. We have incorporated at the federal level to give all of us the same rights and standings as any other faith tradition in this country! We are not wishing to establish a new religion but to validate our unique spiritual expressions. We do not have the authority to dictate any policies for our individual member organizations. Our hope is to be of service to each other. Recently I visited a congregation in Massachusetts and one woman looked at me like I was a mirage. She said, "I always thought we were all alone. Now I have hope that our efforts will continue on no matter what the size of our group."

We can as combined communities focus on issues such as educating the larger population on the existence of Interfaith, Multifaith or Interspirituality. We already had a representative speak at the Parliament of World Religions, while others represented us at events held by the United Nations and the annual convention of the Association of Professional Chaplains (APC). Meanwhile, we have joined with similar national spiritual communities on five continents to create the World Council of Interfaith Communities (WCIC).

Think of the possibilities, opportunities for an exchange of ideas from altars to zihir styles; sharing grant opportunities, successful fundraiser ideas, web exposure and regional retreats. The list goes on.

There is information in this packet that can give more information on CIC-USA. Please take the time to review it with your group and join this movement. I hope I have sparked your interest and prompted you to take action today to join the Council of Interfaith Communities-USA.

As chair of our membership committee, I am looking forward to hearing from you. Please feel free to contact our Executive Director, Rev. Tim Miner, OUnI, at thminer@ouni.org.

Peace and Blessings

//JAB//

Reverend JoAnn Barrett
Chair of Membership Committee CIC-USA
www.cic-usa.org
Founder Gathering of Light Multifaith Spiritual Fellowship



cic-usa

Council of Interfaith Communities of the United States
4410 Massachusetts Ave., N.W., Suite 166
Washington, District of Columbia 20016 USA
Website: www.cic-usa.org

Welcome to the Council of Interfaith Communities of the United States.

The completed package for membership should include the following:

1. Signed application
2. Copy of Incorporation paperwork
3. Copy of EIN number
4. Initial contribution of \$150 for the first year (\$25 for Emerging or Allied Community)

Please email the completed application and other requirements to the address above.

Please call me if you have questions about how a “group exemption” for 501c3 status works and what your requirements will be for tax paperwork. If you already have a 501c3 exemption then you don’t need to participate in the share exemption.

Thank you for your interest in joining this larger Interfaith-Multifaith-Interspiritual community. We will all be stronger by standing together. Please call me if you have any questions. My cell phone is 571.212.0804. You can also email me at thminer@ouni.org.

Blessings on your ministry,

///Tim Miner///

Rev. Tim Miner, OUnI
Executive Director
CIC-USA



Council of Interfaith Communities

Membership Declaration and Certification

The undersigned duly authorized representatives of _____, a non-profit corporation under the laws of the State of _____, do make this declaration of membership in the Council of Interfaith Communities – USA, a non-profit religious society incorporated under the laws of Washington D.C.

In making this declaration of membership we have read the guiding principles of CIC-USA and hereby subscribe to them. We certify that it is our intention to incorporate these principles into the everyday functioning of our organization. We further certify that this action has been duly authorized in accordance with our articles and by-laws.

We certify that we are currently a corporation in good standing under the laws of the State of _____, and that we will do what is required to remain in such good standing. Our federal Employer Identification Number is _____.

We agree to support the work of CIC-USA with financial contributions in at least the minimum amount as the Board of CIC-USA shall from time to time set. The contribution with this application is \$150.

We certify that we have adopted a code of ethics which applies to our leadership team.

We certify that the attached copies of Articles of Incorporation and EIN letter from the IRS are true and complete copies of the original documents in our possession..

We do ____, do not ____, wish to avail ourselves of the blanket determination letter of CIC-USA as a 501 (c) (3) entity under the Internal Revenue Code.

Signed this ____ day of _____, 20__.

Chair of Board

Secretary

Please mail all material and the initiation fee to: CIC-USA, 4410 Massachusetts Ave., N.W., Suite 166
Washington, D.C. 20016

BYLAWS
COUNCIL OF INTERFAITH COMMUNITIES OF THE UNITED STATES, Inc.
with Declaration of Principles
Dated September 1, 2011

ARTICLE I

Name, Location and Purpose

The name of the corporation is Council of Interfaith Communities of the U.S., Inc., a District of Columbia non-stock, corporation, hereinafter referred to as "The Council" or CIC-USA. The initial principal office of the corporation shall be located at 4410 Massachusetts Avenue, NW, Suite 166, Washington, District of Columbia 20016-5572 (being the same address as the registered office), but membership and directors' meetings may be held at such places within the District of Columbia or the United States or through electronic means as may be designated by the Board of Directors.

The Council of Interfaith Communities of the U.S. is a democratically governed association of Member organizations that serves as the ecclesiastical home of the Interfaith spiritual movement, as defined in Article II, by organizing and promoting these values through spiritual practices in communities throughout the United States of America. It has a vision to promote these practices throughout the world. To accomplish this purpose, the Council of Interfaith Communities of the U.S. reserves the rights granted to and equality with all national religious bodies of faith in this country and around the world. The Council believes in the ordination of a trained and educated body of "Interfaith Ministers" to educate, lead and convene communities to support a lay population of all ages, genders, cultures and from all faith backgrounds. The Council recognizes the status of other clergy in specific faith paths but differentiates them from "Interfaith Ministers" through specific Interfaith seminary training and education.

This corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code.

ARTICLE II

Definitions

Section 1. "The Council" shall mean and refer to Council of Interfaith Communities of the US, a non-stock, non-profit District of Columbia corporation, its successors and assigns.

Section 2. "Property" shall mean and refer to that certain real property or monetary assets as may hereafter be brought within the jurisdiction of The Council. Each member community maintains exclusive rights, obligations and liabilities to property that are owned by that community. No member community or community can enter into obligation on behalf of the Council of Interfaith Communities without the express written consent of the Board of Directors of The Council.

Section 3. "Declaration" shall mean and refer to the Declaration of Principles of The Council of Interfaith Communities of the US as recorded along with these Bylaws in District of Columbia, including amendments and supplements thereto.

Section 4. "Member" shall mean and refer to those organizations entitled to membership as provided in the Bylaws and Articles of Incorporation. Member organizations are spiritual/religious bodies that are incorporated in their home state for the conduct of regular religious worship, service, education and community building based on Interfaith principles. Communities that are working towards full membership in CIC-USA but cannot fulfill all the requirements may join as non-voting members and

known as “emerging member.” Spiritual communities that are associated with some faith paths or a single faith path may join as a non-voting member and will be known as an “allied community.” At no time does membership in The Council prohibit any Member organization from fulfilling its community goals, duties and responsibilities as a religious organization so long as such actions do not conflict with the Declaration of Principles.

Section 5. “Interfaith” shall mean: 1) the spiritual practices that promote dialogue between religions; 2) the worship and service based on the rites, beliefs and practices of the world's religions and new revelations as they are revealed; 3) the shared worship and community building between spiritual people from a variety of faith paths and traditions; and 4) all other activities that have been described through terms such as "multifaith," "interspiritual," "inte-spiritual," "transpath," and "omnispiritual." For the purposes of describing these collective spiritual traditions, the term "Interfaith" will be used.

ARTICLE III

Privileged Communication Clause, Accountability and Requirements

The trust and confidence between the ordained clergy and the lay members of the movement are considered a sacred bond that shall not be broken when in the rite of sharing. Clergy will not share any words communicated in confidence spoken, written or digital unless: 1) the clergy has reasonable belief that an act of harm will be committed against another person or to self; 2) abuse is suspected or discussed including child abuse, elder abuse, spousal abuse, sexual abuse, intimate partner abuse or domestic violence; 3) state law compels the clergy to divulge shared confidence; or 4) An ordained clergy endorsed by CIC-USA, or an interfaith community member of CIC-USA, or CIC-USA is placed into legal action by the communicator of spiritual communication or services.

ARTICLE IV

Meetings of Members

Section 1. Annual Meetings. The first annual meeting of the Member organizations shall be held within twelve (12) months from the date of filing of the Articles of Incorporation of The Council, and each subsequent regular annual meeting of the Members shall be held on the same month each year thereafter.

Section 2. Special Meetings. Special meetings of the Member organizations may be called at any time by the President or by the Board of Directors, or upon the written request of the Members who are entitled to vote one-fourth (1/4) of all of the votes.

Section 3. Notice of Meetings. Written notice of each meeting of the Member organizations shall be given by, or at the direction of, the President or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least fifteen (15) days (but not more than sixty (60) days) before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of The Council, or supplied by such Member to The Council for the purpose of the notice. Such notice shall specify the place, day and hour of the meeting, and, in the case of a special meeting, the purpose of the meeting.

Section 4. Quorum. The presence at the meeting of Member organizations entitled to cast, or of proxies entitled to cast, one half (1/2) of the votes of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however, such quorum shall not be present or represented at any meeting, the Members entitled to vote thereat shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, until a quorum, as aforesaid, shall be present or be represented.

Section 5. Voting. At every meeting of the Members, each full Member organization shall have the right to cast one (1) vote. The vote of the Members representing fifty-one percent (51%) of the total of the votes of all of the memberships at the meeting, in person or by proxy, calculated as aforesaid, shall be necessary to decide any question brought before such meeting, unless the question is one which, by the express provision of law or of the Articles of Incorporation, or of the Declaration or of these Bylaws, a different vote is required, in which case such express provision shall govern and control. No Member shall be eligible to vote, either in person or by proxy, or to be elected to the Board of Directors, who is shown on the books or management accounts of The Council to be more than sixty (60) days delinquent in any payment due The Council or who has been assigned as "Ecumenically Unfit" to represent The CIC-USA by the Board of Directors for violations of the Declaration.

Section 6. Proxies. At all meetings of Members, each Full Member organization may vote in person or by proxy. All proxies shall be in writing and filed with the Secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the Member of his Lot. No proxy shall be valid after eleven (11) months from its date, unless other provided in the proxy.

ARTICLE V

Board of Directors; Selection; Term of Office

Section 1. Number. The affairs of The Council shall be managed by a Board of Directors initially consisting of three to eleven (3 to 11) natural persons, who represent their Member organization, shall be designated by the incorporators as Founding Board Members and who shall hold office until their term of office has expired unless reelected at the annual meeting of the Members of The Council.

Commencing with the first annual meeting of The Council, the Board of Directors shall consist of an uneven number of not less than three (3) nor more than eleven (11) Members who shall be elected by the Members of The Council. The number of Directors shall be affirmed by a vote of the Members at the first annual meeting of Members and the number of Directors may be changed by a vote of the Members at any subsequent annual or special meeting of the Members; provided, however, that (a) the limitations of this Section 1 shall continue to apply; and (b) no such change shall operate to curtail or extend the term of any incumbent Director.

Members of the Board of Directors must be individuals accredited by their respective Member community and whose votes count as the vote of the Member organization.

Section 2. Term of Office. The standard term of office for all board members after the initial board of directors is three years. Members shall elect/re-elect one third of the initial director positions after a term of four (4) years, one third of the initial director positions after a term of three (3) years, and the remaining director positions after a term of two (2) years; and at each annual meeting thereafter, the Members shall elect/re-elect one third of all director positions to each vacancy for a term of three (3) years. The timing for all initial members of the board of directors began March 2009.

Section 3. Removal. After the first annual meeting of the Members, any Director may be removed from the Board, with or without cause, by a majority vote of the Members of The Council. Prior to the first annual meeting of the Members, any Director may be removed from the Board, with or without cause, by Special Vote of the Members. In the event of death, resignation or removal of a Director, their successor shall be selected by the remaining Members of the Board and shall serve for the unexpired term of their predecessor.

Section 4. Compensation. Directors shall not receive any compensation for their services, except that each director is entitled to receive from the corporation reimbursement of expenses incurred by the director in the furtherance of the corporation's business. Nothing contained in this Section shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation for

that service. The salaried individuals can not vote on their own compensation and the compensation decisions shall be made by the unrelated board members.

Section 5. Action Taken Without a Meeting. The Directors shall have the right to take any action in the absence of a meeting which they could take in a meeting by obtaining the written approval of all the Directors and such approval is filed with the minutes of the proceedings of the Board of Directors. Any action so approved shall have the same effect as though taken at a meeting of the Directors.

ARTICLE VI

Nomination and Election of Directors

Section 1. Nomination. Nomination for election to the Board of Directors, commencing with the first annual meeting of Members shall be made from the floor at the annual meeting.

Section 2. Election. Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

ARTICLE VII

Meetings of Directors

Section 1. Regular Meetings. Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the Directors, but at least two (2) such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Directors shall be given to each Director, personally or by mail, telephone or e-mail, at least six (6) days prior to the date named for such meeting. There is no limit to electronic meetings or personal contacts.

Section 2. Special Meetings. Special meetings of the Board of Directors may be called by the President on three (3) days' notice of each Director, given personally or by mail, telephone or e-mail, which notice shall state the time, place and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of any five (5) of the Directors.

Section 3. Quorum. A majority of the number of Directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the Directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

Section 4. Fidelity Bonds. The Board of Directors may require that all officers, Directors and employees of The Council regularly handling or otherwise responsible for the funds of The Council shall furnish adequate fidelity bonds or equivalent insurance against acts of dishonesty. The premiums on such bonds or insurance shall be paid by The Council.

ARTICLE VIII

Powers and Duties of the Board of Directors

Section 1. Powers. The Board of Directors shall have power to:

- a. adopt and publish rules and regulations governing all Member organizations of The Council and the conduct of the Members, and to establish penalties for the infraction thereof;

- b. suspend the voting rights of a Member organization during any period in which such Member organization will be in default in the payment of any assessment levied by The Council. Such rights may also be suspended after notice and hearing for a period not to exceed sixty (60) days for infraction of published rules and regulations;
- c. exercise for The Council all powers, duties and authority vested in or delegated to this Council and not reserved to the Membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;
- d. declare the office of a member of the Board of Directors to be vacant in the event such a member shall be absent from three (3) consecutive meetings of the Board of Directors; and
- e. empower Members and clergy to create community and ministries as it exercises, promotes and educates the general public on the Declaration of Principles and focuses on perceived areas of Interfaith spirituality that would benefit from the attention of the Board, Interfaith Ministers and Members.
- f. appoint / hire or terminate staff positions to perform the administrative functions of the organization.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- a. cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is required in writing by one-fourth (1/4) of the Members who are entitled to vote;
- b. supervise all officers, Members and employees of this Council, and to see that their duties are properly performed;
- c. as more fully provided in the Declaration, to:
 1. create and suggest to Members amendments to the Declaration of Principles of The Council as needed;
 2. send written notice of each amendment to every Member subject thereto at least thirty (30) days in advance of each annual meeting period; and
 3. publish, represent and promote The Declaration of Principles of The Council to all interested religious parties.
- d. issue, or cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If states an assessment has been paid, such certificate shall be conclusive evidence of such payment;
- e. procure and maintain adequate liability and hazard insurance on property owned by The Council;
- f. cause all officers or employers having fiscal responsibilities to be bonded, as it may deem appropriate;
- g. otherwise perform or cause to be performed the functions and obligations of the Board and The Council as provided for in the Declaration and Articles of Incorporation and these Bylaws.

ARTICLE IX

Officers and Their Duties

Section 1. Enumeration of Officers. The officers of this Council shall be a Chairperson and Vice Chairperson, who shall at all times be members of the Board of Directors, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution create, all of which officers are to be elected by the Members.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members; provided that the initial Board of Directors shall elect the first group of officers at its first organizational meeting.

Section 3. Term. The officers of this Council shall be elected annually by the Board and each shall hold office for one (1) year or until his successor is duly elected and qualified, unless he/she shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of The Council may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the Chairperson or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer they replace.

Section 7. Multiple Offices. No person shall simultaneously hold more than one (1) of any of the offices except Secretary and Treasurer or in the case of special offices created pursuant to Section 4 of this Article VIII.

Section 8. Duties. The duties of the officers are as follows:

Section 9. Compensation of Officers. The officers of the corporation shall not be eligible for any compensation.

Chairperson

- a. The Chairperson shall preside at all meetings of the Board of Directors; shall see that Councils and resolutions of the Board are carried out; shall sign all written instruments and may co-sign all checks and promissory notes.

Vice Chairperson

- b. The Vice Chairperson shall act in the place and stead of the President in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required by the Board.

Secretary

- c. The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the corporate seal of The Council and affix it on all papers requiring said seal; serve notice of meetings of The Council together with their addresses, and perform such other duties as required by the Board.

Treasurer

- d. The Treasurer shall receive and deposit in appropriate bank accounts all monies of The Council and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of The Council; keep proper books of account, cause an annual audit of The Council books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be represented to the membership at its regular annual meeting, and deliver a copy of each to the Members.

ARTICLE X

Liability and Indemnification of Officers and Directors

Section 1. Liability and Indemnification of Officers and Directors. The Council shall indemnify every officer and Director of The Council against any and all expenses, including counsel fees, reasonability incurred by, or imposed upon, an officer or Director in connection with any action, suit or other proceeding (including the settlement of any such suit or proceeding is approved by the then Board of Directors of The Council) to which he/she may be made a party by reason of being or having been an officer or Director of The Council, whether or not such person is an officer or Director at the time such expenses are incurred. The officers and Directors of The Council shall not be liable to the Members of The Council for any mistake of judgement, negligence, or otherwise, except for their own individual willful misconduct. The officers and Directors of The Council shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of The Council and The Council shall indemnify and forever hold such officer and Director free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer or Director of The Council or former officer or Director of The Council may be entitled.

ARTICLE XI

Committees

The Council will create **three** standing committees to do the work of The Council and create as necessary any other committees it deems necessary. Committee work is open to representatives from all Member organizations.

Section 1. Committee for Community Development and Practices. This committee will recommend "best practices" to the Board that promote interfaith spiritual expression, and recruit and assist in the development of communities that conduct Interfaith spiritual expression and practices, and facilitate their becoming Member organizations of The Council.

Section 2. Committee for Community Ministry and Chaplaincy. This committee will recommend "best practices" to create, train and develop ordained Interfaith ministers to serve as Interfaith ambassadors in community ministries and in chaplaincy programs at all levels. This committee will collect the applications and make recommendations to the Board of Directors on all candidates for endorsement approval. Endorsement approval is granted by decision of the Board of Directors for each applicant. This committee will make itself available to every potential applicant as early in the process as possible to work and mentor them as they prepare for endorsement.

Section 3. Declaration of Principles Review Board. This committee will conduct annual reviews of the Declaration of Principles to insure that they meet the needs and religious expression of The Member organizations. When necessary it will make recommendations to the Board of Directors for changes.

In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE XII

Insurance

Section 1. Insurance. The Board of Directors of The Council shall obtain and maintain, to the extent reasonably available, at least the following:

Policies of insurance, including insurance for other risks of a similar or dissimilar nature and fidelity coverage as required by these Bylaws, as are or shall hereafter be considered appropriate by the Board of Directors.

Section 2. Limitations. Any insurance obtained pursuant to the requirements of this Article shall be subject to the following provisions:

- a. All policies shall be written or reinsured with a company or companies licensed to do business in the State where the project is located and holding a rating of “A + AA” or better in the current edition of Best’s Insurance Guide.
- b. Exclusive authority to negotiate losses under said policies should be vested in the Board of Directors of The Council, or its authorized representative.
- c. All policies shall contain a waiver of subrogation by the insurer as to any and all claims against The Council, the Board of Directors, the Members of The Council and their respective agents, employees or tenants, and of any defenses based upon co-insurance or invalidity arising from the acts of the insured.

ARTICLE XIII

Casualty Damage – Reconstruction or Repair

Section 1. Use of Insurance Proceeds. In event of damage or destruction to Property by fire or other casualty, the same shall be promptly repaired, replaced or reconstructed in substantial conformity with the original plans and specifications

Section 2. Proceeds Insufficient. In the event that the proceeds of insurance are not sufficient to repair damage or destruction of Property, then and in either of those events, upon resolution of the Board of Directors, the repair, replacement and reconstruction of the damage shall be accomplished promptly by The Council at its common expense.

ARTICLE XIV

Books and Records – Fiscal Management

Section 1. Fiscal Year. The fiscal year of The Council shall begin on the first day of January every year, except for the first fiscal year of The Council which shall begin at the date of recordation of the Articles of Incorporation within the District of Columbia. The commencement date of the fiscal year herein established shall be subject to change by the Board of Directors should the practice of The Council subsequently dictate.

Section 2. Principal Office – Change of Same. The principal office of The Council shall be set forth in Article II of the Articles of Incorporation of The Council. The Board of Directors, by appropriate resolution, shall have the authority to change the location of the principal office of The Council from time to time.

Section 3. Books and Accounts. Books and accounts of The Council shall be kept under the direction of the Secretary/Treasurer or in accordance with generally accepted accounting practices, consistently applied. The same shall include books with detailed accounts, in chronological Council, of receipts and of the expenditures and other transactions of The Council and its administration and shall specify the maintenance and repair expenses of the Common Area, services required or provided with respect to the same and any other expenses incurred by The Council. The amount of any assessment or portion of any assessment, required for payment of any capital expenditure or reserves of The Council shall be credited upon the books of The Council to the “Paid-in-Surplus” account as a capital contribution by the Members.

Section 4. Auditing. At the close of each fiscal year, the books and records of The Council may be audited by an independent Public Accountant whose report shall be prepared in accordance with generally accepted auditing standards, consistently applied. Based upon such report, The Council shall furnish the Members and any mortgagee requesting the same with an annual financial statement, including the income and disbursements of The Council, with ninety (90) days following at the end of each fiscal year.

Section 5. Inspection of Books. The books and accounts of The Council, vouchers accrediting the entries made thereupon and all other records maintained by The Council shall be available for examination by the Members and their duly authorized agents or attorney, and to the institutional holder of any first mortgage on any Lot and its duly authorized agents or attorney, during normal business hours and for purposes reasonably related to their respective interests and after reasonable notice. The Declaration, the Articles of Incorporation and the Bylaws of The Council shall be available for inspection by any Member at the website of The Council, where copies may be obtained.

ARTICLE XV

Assessments

The Board of Directors has the right to assess the Members for shared expenses as necessary. When approved under the provisions of these Bylaws, each Member is obligated to pay The Council annual and special assessments through annual tax deductible contributions. Any assessments which are not paid when due shall be delinquent and renders the Member organization to action deemed appropriate by the Board of Directors.

ARTICLE XVI

Corporate Seal

The Council shall have a seal in circular form having within its circumference the words: Council of Interfaith Communities of the US, Washington, D.C. USA.

ARTICLE XVII

Amendments

Section 1. These Bylaws may be amended, at a regular or special meeting of the Members, by a vote of a majority of a quorum of Members present in person or by proxy

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles of Incorporation shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

ARTICLE XVIII

Conflict of Interest Policy and Compensation Approval Policies

Section 1. Purpose of Conflict of Interest Policy. The purpose of this conflict of interest policy is to protect this tax-exempt corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the corporation or any "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations and which might result in a possible "excess benefit transaction" as defined in Section 4958(c)(1)(A) of the Internal Revenue Code and as amplified by Section 53.4958 of the IRS Regulations. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2. Definitions

(a) Interested Person.

Any director, principal officer, member of a committee with governing board delegated powers, or any other person who is a "disqualified person" as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations, who has a direct or indirect financial interest, as defined below, is an interested person.

(b) Financial Interest.

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (1) an ownership or investment interest in any entity with which the corporation has a transaction or arrangement,
- (2) a compensation arrangement with the corporation or with any entity or individual with which the corporation has a transaction or arrangement, or
- (3) a potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Section 3, paragraph B, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3. Conflict of Interest Avoidance Procedures

(a) Duty to Disclose.

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors

and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

(b) Determining Whether a Conflict of Interest Exists.

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

(c) Procedures for Addressing the Conflict of Interest.

An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the governing board or committee shall determine whether the corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

(d) Violations of the Conflicts of Interest Policy.

If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4. Records of Board and Board Committee Proceedings. The minutes of meetings of the governing board and all committees with board delegated powers shall contain:

- (a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
- (b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5. Compensation Approval Policies. A voting member of the governing board who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation for services is precluded from voting on matters pertaining to that member's compensation.

No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

When approving compensation for directors, officers and employees, contractors, and any other compensation contract or arrangement, in addition to complying with the conflict of interest requirements and policies contained in the preceding and following sections of this article as well as the preceding paragraphs of this section of this article, the board or a duly constituted compensation committee of the board shall also comply with the following additional requirements and procedures:

- (a) the terms of compensation shall be approved by the board or compensation committee prior to the first payment of compensation.
- (b) all members of the board or compensation committee who approve compensation arrangements must not have a conflict of interest with respect to the compensation arrangement as specified in IRS Regulation Section 53.4958-6(c)(iii), which generally requires that each board member or committee member approving a compensation arrangement between this organization and a "disqualified person" (as defined in Section 4958(f)(1) of the Internal Revenue Code and as amplified by Section 53.4958-3 of the IRS Regulations):
 1. is not the person who is the subject of compensation arrangement, or a family member of such person;
 2. is not in an employment relationship subject to the direction or control of the person who is the subject of compensation arrangement
 3. does not receive compensation or other payments subject to approval by the person who is the subject of compensation arrangement
 4. has no material financial interest affected by the compensation arrangement; and
 5. does not approve a transaction providing economic benefits to the person who is the subject of the compensation arrangement, who in turn has approved or will approve a transaction providing benefits to the board or committee member.
- (c) the board or compensation committee shall obtain and rely upon appropriate data as to comparability prior to approving the terms of compensation. Appropriate data may include the following:
 1. compensation levels paid by similarly situated organizations, both taxable and tax-exempt, for functionally comparable positions. "Similarly situated" organizations are those of a similar size and purpose and with similar resources
 2. the availability of similar services in the geographic area of this organization
 3. current compensation surveys compiled by independent firms
 4. actual written offers from similar institutions competing for the services of the person who is the subject of the compensation arrangement.

As allowed by IRS Regulation 4958-6, if this organization has average annual gross receipts (including contributions) for its three prior tax years of less than \$1 million, the board or compensation committee will have obtained and relied upon appropriate data as to comparability if it obtains and relies upon data on compensation paid by three comparable organizations in the same or similar communities for similar services.
- (d) the terms of compensation and the basis for approving them shall be recorded in written minutes of the meeting of the board or compensation committee that approved the compensation. Such documentation shall include:
 1. the terms of the compensation arrangement and the date it was approved
 2. the members of the board or compensation committee who were present during debate on the transaction, those who voted on it, and the votes cast by each board or committee member
 3. the comparability data obtained and relied upon and how the data was obtained.

4. If the board or compensation committee determines that reasonable compensation for a specific position in this organization or for providing services under any other compensation arrangement with this organization is higher or lower than the range of comparability data obtained, the board or committee shall record in the minutes of the meeting the basis for its determination.
5. If the board or committee makes adjustments to comparability data due to geographic area or other specific conditions, these adjustments and the reasons for them shall be recorded in the minutes of the board or committee meeting.
6. any actions taken with respect to determining if a board or committee member had a conflict of interest with respect to the compensation arrangement, and if so, actions taken to make sure the member with the conflict of interest did not affect or participate in the approval of the transaction (for example, a notation in the records that after a finding of conflict of interest by a member, the member with the conflict of interest was asked to, and did, leave the meeting prior to a discussion of the compensation arrangement and a taking of the votes to approve the arrangement).
7. The minutes of board or committee meetings at which compensation arrangements are approved must be prepared before the later of the date of the next board or committee meeting or 60 days after the final actions of the board or committee are taken with respect to the approval of the compensation arrangements. The minutes must be reviewed and approved by the board and committee as reasonable, accurate, and complete within a reasonable period thereafter, normally prior to or at the next board or committee meeting following final action on the arrangement by the board or committee.

Section 6. Annual Statements. Each director, principal officer, and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- (a) has received a copy of the conflicts of interest policy,
- (b) has read and understands the policy,
- (c) has agreed to comply with the policy, and
- (d) understands the corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7. Periodic Reviews. To ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or in an excess benefit transaction.

Section 8. Use of Outside Experts. When conducting the periodic reviews as provided for in Section 7, the corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ARTICLE XIX

IRC 501(c) (3) Tax Exemption Provisions

Section 1. Limitations on Activities. No substantial part of the activities of this corporation shall be for propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on or behalf of, or in

opposition to, any candidate for public office. Notwithstanding any other provisions of these Bylaws, this corporation shall not carry on any activities not permitted to be carried on

- a) By a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or
- b) By a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.

Section 2. Prohibition against Private Inurement. No part of the net earnings of corporation shall inure to the benefit of, or be distributable to, its members, directors or trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.

Section 3. Distribution of Assets. Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

Section 4. Private Foundation Requirements and Restrictions. In any taxable year in which the corporation becomes a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation

- a) Shall distribute its income for said period at such time and manner as not to subject to tax under Section 4942 of the Internal Revenue Code;
- b) Shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code;
- c) Shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code;
- d) Shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code;
- e) Shall not make any taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code.

ARTICLE XX

Interpretation – Miscellaneous

Section 1. Conflict. These Bylaws are subordinate and subject to all provisions of the Declaration and to the provisions of the Articles of Incorporation of The Council. All of the terms hereof, except where clearly repugnant to the context, shall have the same meaning, as they are defined to have in the Declaration. In the event of any conflict between these Bylaws and the Declaration, the provisions of the Declaration shall control; and in the event of any conflict between these Bylaws and the Articles of Incorporation of The Council, the provisions of the Articles of Incorporation shall control.

Section 2. Notices. Unless another type of notice is herein elsewhere specifically provided for, any and all notices called for in these Bylaws shall be given in writing.

Section 3. Severability. In the event of any provision or provisions of these Bylaws shall be determined to be invalid, void or unenforceable, such determination shall not render invalid, void or unenforceable any other provisions hereof which can be given effect.

Section 4. Waiver. No restriction, condition, obligation or provisions of these Bylaws shall be deemed to have been abrogated or waived by reason of any failure or failures to enforce the same.

Section 5. Captions. The captions contained in these Bylaws are for convenience only and are not a part of these Bylaws and are not intended in any way to limit or enlarge the terms and provisions of these Bylaws or to aid in the construction thereof.

Section 6. Gender, etc. Whenever in the Bylaws the context so requires, the singular number shall include the plural and the converse, and the use of any gender shall be deemed to include all genders.

DECLARATION OF PRINCIPLES:

THIS DECLARATION, set forth by THE COUNCIL OF INTERFAITH COMMUNITIES OF THE US, hereinafter collectively referred to as “The Council”.

WITNESSETH

WHEREAS, Member organizations of The Council are interested in creating and sustaining spiritual communities that create and nurture Interfaith spiritual values throughout the United States of America and around the world community. “Interfaith” shall mean: 1) the spiritual practices that promote dialogue between religions; 2) the worship and service based on the rites, beliefs and practices of the world's religions and new revelations as they are revealed; 3) the shared worship and community building between spiritual people from a variety of faith paths and traditions; and 4) all other activities that have been described through terms such as "multifaith," "interspiritual," "inte-spiritual," "transpath," and "omnispiritual." For the purposes of describing these collective spiritual traditions, the term "Interfaith" will be used.

WHEREAS, Member organizations of The Council are interesting in preserving models of Interfaith service respecting and inclusive of all humanity and creation.

WHEREAS, Member organizations of the The Council are interested in being an ecclesiastical home for Interfaith spiritual expression in the United States and to promote that expression in partnership with the World Community. assist and join the rest of the like-minded world in that expression.

NOW, THEREFORE, The Council hereby declares that the following to be a common set of principles that define and determine the appropriate spiritual foundation for all member organizations of The Council.

ARTICLE I

Service to All Creation as a Divine Expression

All life is the creation of Divine expressions and processes that may or may not be understood, and which require respect and compassion. We hold sacred the human responsibility to be kind and ethical stewards of all life, the planet and its resources.

ARTICLE II

Every Human and Every Community Has Their Own Divine Interpretation

Every human being has been given their own unique interpretation of Divine processes and their own relationship to the Divine. Even individuals claiming specific religions and denominations within religions have different shades of interpretation on some theological issues and conduct. No two humans should be considered exactly alike in their faiths. Also, every community that comes together has its own identity and need for spiritual expression that honors the hearts and needs of its community membership.

ARTICLE III

Principle of Spiritual/Religious Freedom

We believe in the freedom of individuals and groups to practice the spiritual path(s) and/or religion(s) of their choice.

We believe in the freedom of individuals and groups to be free from religious belief or practice being forced upon them.

We believe that all spiritual paths and religions are valid ways to honor and serve the sacred. We honor all traditions to the degree that they do not injure others or infringe upon the spiritual and religious practices of individuals or groups.

ARTICLE IV

Affirmation of Interfaith Practice

We affirm the value of spiritual/religious ritual that includes multiple religions together as a sign of solidarity with adherents of all faiths and to honor the wisdom and value of all spiritual paths and religious traditions. We believe that there are other spiritual teachings and practices, both old and new, of great worth, that are not tied to specific faith traditions.

ARTICLE V

Inclusivity and Interfaith

All member organizations of the Council are inclusive of all individuals from diverse spiritual-religious backgrounds and are inclusive of individuals with diverse cultural and ethnic backgrounds; sexual orientations and gender identities, expressions and orientations; and those with disabilities or different-abilities. This inclusiveness applies to all community leaders, member organizations and individual members of the organizations.

ARTICLE VI

Honoring & Respecting Spiritual Diversity

All member organizations of the Council are called upon to respect the personal faith systems of every human being, so long as it maintains dignity and compassion for others.

ARTICLE VII

The Principle of Universal Interfaith Support

While in the conduct of support towards others, all ordained interfaith ministers endorsed and embraced by The Council, shall strive to transcend beyond their own personal faith systems to understand and support the needs of others based on their spiritual needs and interpretations.

END of DECLARATION