

**BYLAWS OF THE BOULDER MEETING
OF
THE RELIGIOUS SOCIETY OF FRIENDS**

ARTICLE I – GENERAL

Section 1. Name. The name of this corporation is and shall be the BOULDER MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS, sometimes referred to herein as the BOULDER MEETING.

Section 2. Principal Place of Business and Activity. The principal place of business and activity (principal office) of the association shall be 1825 Upland Avenue, Boulder, Colorado, 80304. Business or activities of the BOULDER MEETING may also be carried on, from time to time, at other places.

ARTICLE II – OBJECTIVES

The objectives of the BOULDER MEETING shall be to further and enhance the religious education and spiritual development of its members and of other interested persons.

ARTICLE III – POWERS

In furtherance of the objectives above described, and not in limitation thereof, the BOULDER MEETING shall have the power to engage in any activities that will enhance and accomplish its objectives and the well-being of the membership, and to exercise all powers lawfully conferred upon it.

ARTICLE IV – MEMBERSHIP

The corporation shall have members. Except as expressly set forth in these Bylaws, the power and authority of the corporation shall be vested in the membership.

Membership in the BOULDER MEETING shall be conferred by the Meeting for Business (“Business Meeting”) after an application has been made to the Committee on Oversight and Membership, which shall appoint a Clearness Committee from the membership at large. The Clearness Committee shall review with the applicant the applicant’s interest in becoming a member. The Committee on Oversight and Membership shall then make a recommendation on the application, after consulting with the Clearness Committee, to the monthly Business Meeting. Thereupon the Business Meeting shall either grant the membership application, not grant it, or refer it back to the applicant with recommendations, in its discretion.

Membership also may be transferred to BOULDER MEETING from another Friends Meeting, subject to approval of the Business Meeting.

ARTICLE V – FINANCIAL SUPPORT

Financial support of the BOULDER MEETING is by voluntary contributions and gifts.

ARTICLE VI - MEETINGS

Section 1. Meetings for Worship. Unprogrammed Meetings for Worship are regularly held every Sunday, at designated times, at 1825 Upland Ave., Boulder, Colorado.

Section 2. Business Meeting. The Business Meeting shall be held regularly following Meeting for Worship on the second Sunday of each month, but this may be changed by the Business Meeting upon advance notice to members.

Special Meetings for Business may be called by the Clerk, the regular Business Meeting, or the Committee on Ministry and Worship, upon advance notice to the membership.

Section 3. Annual Meeting. An Annual Meeting shall be held at the time of the April Business Meeting, for appointment of officers, receiving reports, and transaction of other business.

Section 4. Quorum. Any ten members present at a Business Meeting shall constitute a quorum.

Section 5. Order of Business. Order of business varies, and is normally determined by the Clerk. The Business Meeting may change or determine the order of business as it chooses.

Section 6. Notice of Meetings. No notice is required for regularly scheduled meetings, unless there is a change in the time or place. Notice of special meetings and changes in regularly scheduled meetings shall be given within a reasonable time before the meeting by telephone, electronic mail, or other appropriate means.

ARTICLE VII – OFFICERS

Section 1. Appointment of Officers. Officers of the BOULDER MEETING shall be a Clerk (President), who may be referred to as the Clerk; an Associate Clerk (Vice President), who may be referred to as the Associate Clerk; a Recorder/Archivist (Secretary), who may be referred to as the Recorder; and a Treasurer. The officers are appointed by the unanimous approval of those present at the Annual Meeting. Other offices and officers may be established or appointed by the BOULDER MEETING at the regular annual meeting or any Business Meeting.

Section 2. Terms. The Clerk, the Associate Clerk, the Recorder, and the Treasurer shall take office on the first day of the month following their selection and shall serve until the first day of the month after their successors are duly selected.

Section 3. Duties of Clerk (President). The Clerk shall be the chief executive officer of the BOULDER MEETING. The Clerk presides at Business Meetings; discerns and articulates the “sense of the Meeting”; signs documents, letters, and other business papers as directed by the Business Meeting; and, subject to direction of the Business Meeting, performs other duties that are necessarily incident to the office.

Section 4. Duties of Associate Clerk (Vice President). The Associate Clerk assists the Clerk as needed, and acts as the Clerk during the Clerk’s absence or inability. The Associate Clerk generally steps into the position of Clerk when the Clerk’s term of office has been completed.

Section 5. Duties of Recorder/Archivist (Secretary). The Recorder/Archivist keeps documents, correspondence, and the like and, in general, has charge of the administration and management of the records of the BOULDER MEETING.

Section 6. Duties of Treasurer. The Treasurer keeps an account of all monies received and expended for use of the BOULDER MEETING, collects and disburses funds as directed by the Business Meeting, signs checks, makes withdrawals, and attends to similar financial matters. All sums received by the Treasurer shall be deposited by him or her in the bank(s) or investment funds approved by the Business Meeting. Duties of the Treasurer, upon approval of the Business Meeting, may be delegated to an acting Treasurer.

The Finance Committee provides regular oversight for the management of BOULDER MEETING funds by the Treasurer.

Section 7. Vacancies. Officer vacancies shall be filled by the Business Meeting, usually on recommendation of the Nominating Committee.

ARTICLE VIII – NONLIABILITY OF OFFICERS FOR DEBTS

The officers shall not be personally liable for the debts, liabilities, or other obligations of the corporation or for any injury to person or property arising out of a tort committed by an employee unless such officer also personally committed such tort.

ARTICLE IX – BUSINESS MEETING

Section 1. Business – Meeting – Powers. All power of the BOULDER MEETING to make decisions is vested in the members of the corporation at the Business Meeting, which may be exercised as herein set forth, at special or regular meetings. Members of the corporation and Meeting attenders may be present to express their views. After discussion, the Clerk articulates what the Clerk discerns to be the “sense of the Meeting” on the issue at hand and asks if Friends approve. If the Clerk’s suggestion is met with verbal approval, expressing broad unanimity among those present, it becomes a decision of the Business Meeting and has the same effect as a unanimous decision of a board of directors. If unity cannot be reached, the decision is deferred to a later Business Meeting.

ARTICLE X INDEMNIFICATION OF OFFICERS, MEMBERS, AND AGENTS

The officers, members, and agents of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of the state of Colorado

**ARTICLE XI
INSURANCE FOR CORPORATE AGENTS**

Except as may be otherwise provided under provisions of law, the Business Meeting may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation (including an officer, employee, or other agent of the corporation) against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the Articles of Incorporation, these Bylaws, or provisions of law.

ARTICLE XII – COMMITTEES

Section 1. Standing Committees. The BOULDER MEETING shall have standing committees necessary to carry out its business, all appointed by the Business Meeting for a term of one year, unless otherwise specified, commencing on the first day of the month after the appointment. Each committee shall consist of a minimum of three people appointed by the Business Meeting.

Section 2. Other Committees or Assignments to Individuals. Other committees may be formed or discontinued and assignments of duties may be made to individuals as desired by the Business Meeting.

**ARTICLE – XIII
EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS**

Section 1. Execution of Instruments. The Business Meeting may by resolution authorize any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or

confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or in any amount.

Section 2. Checks and Notes. Except as otherwise specifically determined by resolution of the Business Meeting, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the Treasurer.

Section 3. Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other investments as the Business Meeting may select.

Section 4. Gifts and Contributions. The Business Meeting may accept on behalf of the corporation contributions, gifts, bequests, or devises for the charitable purposes of this corporation. No such contribution, gift, bequest, or devise shall be accepted upon any condition or limitation that in the opinion of the Business Meeting may cause the corporation to lose its federal income tax exemption.

ARTICLE XIV – COMPENSATION

Section 1. Officers and employees. The Business Meeting shall fix the salaries and compensation, if any, of officers, employees, or agents of the corporation.

ARTICLE XV – IRS 501(c)(3)

Section 1. General Limitation. Notwithstanding any other provision of these Bylaws, no officer, employee, or other representative of BOULDER MEETING shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken by either (1) an

organization exempt under §501(c)(3) of the Internal Revenue Code and the regulations thereunder, as amended, or (ii) an organization, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code and the regulations thereunder, as amended.

Section 2. Political Activities. No substantial part of the activities of the BOULDER MEETING shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Section 3. Prohibition Against Private Inurement. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, 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 4. Distribution of Assets. Upon any liquidation, dissolution, or winding up of the corporation, the Business Meeting shall, after paying or adequately providing for the payment of all the obligations and liabilities of the corporation, dispose of all the assets owned by the corporation by transferring such assets exclusively to or for the benefit of such organization or organizations as shall at the time qualify under Section 501(c)(3) of the Internal Revenue Code, as the Business Meeting shall determine. Any such assets not so disposed of shall be disposed of by the District Court for Boulder County, Colorado, exclusively for such exempt purposes or to such organization or organizations which are organized and operated exclusively for such exempt purposes, as such Court shall determine.

ARTICLE XVI – AMENDMENTS

These Bylaws may be amended, repealed, or altered, in whole or in part, by approval at two successive regular Business Meetings.

CERTIFICATE OF BYLAWS

I hereby certify that the foregoing Bylaws are the Bylaws of the BOULDER MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS, which were adopted by the members on _____, 2007.

Maria E. Krenz, Secretary