## BYLAWS

FIRST CHURCH OF CHRIST, SCIENTIST 29012 Aloma Drive Laguna Niguel, CA

Revised - October 2019

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## THE TENETS OF CHRISTIAN SCIENCE

To be signed by those uniting with

## FIRST CHURCH OF CHRIST, SCIENTIST <br> LAGUNA NIGUEL, CALIFORNIA

1. As adherents of Truth, we take the inspired Word of the Bible as our sufficient guide to eternal Life.
2. We acknowledge and adore one supreme and infinite God. We acknowledge His Son, one Christ, the Holy Ghost or divine Comforter; and man in God's image and likeness.
3. We acknowledge God's forgiveness of sin in the destruction of sin and the spiritual understanding that casts out evil as unreal. But the belief in sin is punished so long as the belief lasts.
4. We acknowledge Jesus' atonement as the evidence of divine, efficacious Love, unfolding man's unity with God through Christ Jesus the Wayshower; and we acknowledge that man is saved through Christ, through Truth, Life, and Love as demonstrated by the Galilean Prophet in healing the sick and overcoming sin and death.
5. We acknowledge that the crucifixion of Jesus and his resurrection served to uplift faith to understand eternal Life, even the allness of Soul, Spirit, and the nothingness of matter.
6. And we solemnly promise to watch, and pray for that Mind to be in us which was also in Christ Jesus; to do unto others as we would have them do unto us; and to be merciful, just, and pure.

The Tenets of The Mother Church
from Science and Health with Key to the Scriptures by Mary Baker Eddy

## PREAMBLE

"The Magna Charta of Christian Science means much, multum in parvo, - all-in-one and one-in-all. It stands for the inalienable, universal rights of men. Essentially democratic, its government is administered by the common consent of the governed, wherein and whereby man governed by his creator is self-governed. The church is the mouthpiece of Christian Science, - its law and gospel are according to Christ Jesus; its rules are health, holiness, and immortality, - equal rights and privileges, equality of the sexes, rotation in office."

From The First Church of Christ, Scientist and Miscellany
by Mary Baker Eddy

## ARTICLE I. NAME

The name of this church shall be First Church of Christ, Scientist, Laguna Niguel, California.

## ARTICLE II. RELATIONSHIP TO THE MOTHER CHURCH

## Section 1. BRANCH CHURCH

This church is a branch of The Mother Church, The First Church of Christ, Scientist, in Boston, Massachusetts.

## Section 2. TENETS

The Tenets of this church are the Tenets of The Mother Church as found on page 15 of the Manual of The Mother Church by Mary Baker Eddy.

## Section 3. MANUAL

This church recognizes the paramount authority of the Manual of The Mother Church (hereafter referred to as the Manual) and, insofar as applicable to branch churches, it shall prevail over these Bylaws in the event of conflict.

## ARTICLE III. SERVICES

## Section 1. PASTOR

The Bible and Science and Health with Key to the Scriptures by Mary Baker Eddy shall be the pastor of this church.

## Section 2. REGULAR SERVICES

This church shall hold regular Sunday services, Wednesday testimony meetings, and such other services as are authorized for branch churches in the Manual of The Mother Church. These services shall follow the order given in the Manual.

## Section 3. SPECIAL SERVICES

This church may hold special services as may be authorized by the Christian Science Board of Directors of The Mother Church.

## ARTICLE IV. MEMBERSHIP

## Section 1. MEMBERS

The membership of this church shall consist of those members whose names are enrolled on the current membership list.

## Section 2. ELIGIBILITY

a. Period of Attendance
(1) An applicant who has been a local member of The Mother Church or a member of a Christian Science branch church or society must have regularly attended this church for one month prior to making application.
(2) An applicant who has not been a local member of The Mother Church or a member of a Christian Science branch church or society must have regularly attended this church for six months prior to making application.
(3) An applicant who is a member of the Sunday School and has reached the age of 12 years must have regularly attended this Sunday School for 6 months prior to making application.
b. Former Church Affiliations

Applicants must have severed their connection with any other church or society except The Mother Church, and proof of this severance must accompany the application for membership.
c. Textbooks

Applicants shall study the Bible and Science and Health with Key to the Scriptures and other works by Mary Baker Eddy and accept them as the textbooks of Christian Science.
d. Church Manual

Applicants shall study and be familiar with the Manual of The Mother Church and subscribe to the Tenets therein.
e. Bylaws and Rules

Applicants shall subscribe to the Bylaws and rules of this church.
f. General Conduct

Applicants shall endeavor to live in accord with the doctrines of Christian Science as taught by Mary Baker Eddy, and believe in the doctrines of Christian Science, according to the platform and teaching contained in the Christian Science textbook, Science and Health with Key to the Scriptures by Mary Baker Eddy.

## Section 3. APPLICATION

a. An application for membership in this church and a copy of the Bylaws shall be obtained in person from the Clerk or from an Executive Board member.
b. The application shall be endorsed by two members of The Mother Church who are also members of a Christian Science branch church or society and who have acquainted themselves with the applicant's qualifications. At least one of these endorsers shall be a member of this church.
c. The application shall not be endorsed by:
(1) relatives of the applicant or of another endorser;
(2) members of the Executive Board;
(3) members of the Membership Committee.
d. The completed application and the copy of the Bylaws, together with a letter of withdrawal, if applicable, should be returned to the Clerk to be submitted to the Membership Committee.

## Section 4. INTERVIEW

a. Upon receipt of the completed application and letters of recommendation from the endorsers, the Membership Committee shall arrange to interview the applicant as soon as possible. Each applicant shall be interviewed individually. Rev-08-17-17
b. Following the interview, the application, together with recommendations of the Membership Committee, shall be submitted to the Executive Board for action.

## Section 5. ADMISSION

a. The name of an applicant approved by the Executive Board shall be submitted to the membership as soon as possible. The letter shall state, "If no objections are received within seven (7) days from the date of this letter, the applicant shall be considered elected to membership and shall be asked to sign the Membership Register on the following Sunday or as soon as possible."
b. The date the applicant signs the Membership Register shall be the date of membership in this church, and the new member shall be given a copy of the Bylaws, spiritual goals and new member packet. Rev-05-1718

## Section 6. REJECTION

a. It shall be the duty of any member who knows any reason why an applicant should not be admitted to membership to notify the Executive Board by signed letter within seven days after the name of the applicant has been submitted to the membership. Such objection shall be carefully considered, investigated, and dismissed or sustained by the Executive Board. The name of the objector shall not be made known.
b. An applicant who is rejected shall be so notified by the Clerk in writing.

## Section 7. DUTIES OF MEMBERS

It shall be the privilege and duty of the members of this church:
a. to regularly attend the services and business meetings of this church and to give active and unselfish service to this church;
b. to study the weekly Bible Lessons in the Christian Science Quarterly;
c. to study the Manual of The Mother Church, be familiar with its rules and endeavor to exemplify its teachings in their daily lives;
d. to study the Bylaws of this church and abide by their requirements;
e. to work prayerfully for this church, The Mother Church, and the Cause of Christian Science;
f. to give financial support to this church;
g. to hold in confidence the discussions and proceedings at business meetings and other affairs of the church;
h. to seek guidance of Divine Principle (James 1:5) and abide lovingly by the decisions of the majority;
i. to notify the Clerk of this church of:
(1) change of name, address, or telephone number;
(2) admission to membership in The Mother Church;
(3) having had class instruction with an authorized teacher of Christian Science.
j. to strive to live the spirit of the Ten Commandments and the Sermon on the Mount.

## Section 8. WITHDRAWAL

Any member in good standing desiring to withdraw from this church shall make written request to the Executive Board which shall grant same.

## Section 9. INACTIVE MEMBERS

Should a member fail to attend, or communicate with, this church for one year, the Executive Board shall determine through a healing effort if that member's name should be removed from the membership list. A majority vote of the Executive Board shall be sufficient to drop a member. The Clerk shall notify the member of such action by certified mail.

## Section 10. MEMBERSHIP LIST

A membership list containing names, addresses and telephone numbers shall be made available to members only, upon request to the Clerk. These lists shall be used for church-related activities only.

## ARTICLE V. DISCIPLINE

## Section 1. PRELIMINARY REQUIREMENTS

No disciplinary action shall ensue until the requirements according to Matthew 18:15-17 have been obeyed.

## Section 2. COMPLAINTS

Should any member of this church be found violating any of its Bylaws and a complaint be made in writing to the Executive Board, it shall be the duty of the Executive Board to investigate carefully such written complaint. If the complaint is found to be invalid, the member shall be cleared and all notations on church records and all correspondence regarding the complaint destroyed. If the complaint is found to be valid, the Board, at its discretion, may forgive the offending member, or it may impose such discipline on the member as it considers appropriate, including, but not limited to, one of the following:
a. Place the member on probation for a period not to exceed one year or an extension thereof not to exceed one year, during which time such member shall not hold office, chair a committee, or serve in the Sunday School or Reading Room. The Board may dismiss the member during any portion of this probationary period in accordance with (b) hereunder. At the termination of a probationary period, the member must be reinstated to full membership or dismissed. The member shall be notified by certified mail as to the action taken.
b. Dismiss the member from membership following a unanimous vote of the Executive Board. The member shall be notified of such action by certified mail.

## Section 3. APPEAL OF DISMISSAL

In the event of dismissal, the one dismissed may appeal the action, within thirty days, requesting that the case be reviewed by the membership. After the review, the members must vote either to sustain or revoke the Executive Board action or instruct the Executive Board to establish an appropriate probationary period in accordance with Section 2(a).

## ARTICLE VI. MEMBERSHIP MEETINGS

## Section 1. REGULAR MEMBERSHIP MEETINGS

Regular business meetings shall be held by this church on the third Thursday in January, May and October, at which time all business property brought before the membership may be acted upon.
a. The January meeting shall be the Annual Meeting. Rev. 05-17-18
b. The May and October meeting shall be the regular membership meetings. Rev. 05-17-18
c. Attendance at church business meetings is limited to those whose names appear on the current membership list. The only exceptions shall be for persons invited by the Executive Board.

## Section 2. ELECTION MEETINGS

A meeting shall be held by this church on the third Thursday in September each year to conduct elections.
a. Starting in September, 2017, a First and Second Reader will be elected for a one-year term, each, renewable up to two additional one-year terms according to the request of the Readers(s). Readers shall give the Board notice, on/or before August 1st of each year of their decision regarding the continuation of their readership.
(1) The terms of the two Readers are independent of each other.
(2) If a Reader resigns after one or two years, his/her successor may serve up to three, one-year terms.
(3) A Reader who does not resign, remains eligible to serve up to three, one-year terms, calculated from the beginning of his/her first term of Readership.
b. Each year, Executive Board Members (3 members in odd years and 2 members in even years) and a Chairperson of Meetings shall be elected.
c. No other business shall come before this meeting. All Rev 08-17-17

## Section 3. SPECIAL MEMBERSHIP MEETINGS

a. The Executive Board may call a special meeting at any time for a purpose to be stated in the call letter. Only business related to the stated purpose may be considered at this meeting.
b. The Executive Board shall call a special meeting upon the request of five members.
c. Any special meeting convened for the purpose of election of readers shall be for the sole purpose of such elections. No other business shall be conducted.

## Section 4. NOTICE OF MEETINGS

Notice of every meeting shall be mailed to each member not less than 7 days prior to such meeting except it shall be not less than 14 days for consideration of the purchase, sale, lease, or encumbrance of real estate or the structures thereon, or the employment of architects and the acceptance of general architectural plans, or for proposed amendments of the Bylaws.

Members shall be notified by mail not less than 7 days prior to any meeting for the approval of any expenditure in excess of the Executive Board limit; the letter shall state the purpose and approximate amount of money involved.

## Section 5. QUORUM

a. A quorum must be present at any meeting to transact business. A quorum shall consist of 37 percent of the total membership on the day of the meeting. Once a quorum is established at a duly called or held meeting, and subsequently a quorum is no longer present because some members have left the meeting, business may continue to be transacted if any action (motion) is approved by at least the same number of votes necessary as when the required quorum at that meeting was present. Rev. 10-17-13
b. All meetings shall begin at the time specified in the Call Letter, whether or not a quorum is presented. No business that requires a vote shall be considered until presence of a quorum has been confirmed. Added 05-3116

## Section 6. ELECTION OF OFFICERS

a. Take roll call using pre-distributed Membership Eligibility List. Those eligible are those present or those who have previously notified the clerk in writing that they would be willing to serve. Following the roll call, the Chairperson shall call for a period of silent prayer to consider and support the election(s). This silent prayer shall be continued during the tallying of each ballot.
b. The names on the eligibility list will be numbered and members will vote by writing the number(s) by their choice(s) on the ballot. A ballot will be invalid if it contains more numbers than positions being elected or if the same number appears twice.
c. An election may occur on the first or any subsequent ballot. To be elected, a member must receive at least a majority of the votes cast. If on any ballot, the number of members receiving a majority of votes exceeds the number of vacancies, the election shall be determined by the number of votes received.
d. On the first ballot, members may vote for any name appearing on the Eligibility List. Except for anyone who has been elected, those who receive two or more votes shall be listed as nominees.
e. After the first ballot, names of nominees will be posted in alphabetical order. Any nominee who wishes to withdraw may do so after all names are posted. If there has been an election, the membership will be notified after all nominees have an opportunity to withdraw. These nominees shall stand and be recognized.
f. If, because of the withdrawal of names, the list of nominees becomes fewer than the number to be elected plus two, then the names remaining on the board shall constitute the ballot. Even if only one name remains, the vote shall be taken.
g. On the second and subsequent ballots, members will vote only on the names that remain posted.
h. After the second ballot, nominees receiving the highest number of votes shall be posted alphabetically. The number of names posted shall be the number of vacancies to be filled plus two. If the last name added is tied with others, all those tied shall be posted.
i. After the third ballot, the names of those with the highest number of votes shall be posted alphabetically. The number of names shall be the number of vacancies to be filled plus one, unless there is a tie for the last position as described in item (h). Rev 08-17-17
j. Continue balloting until all offices are filled. Rev 08-17-17

## Section 7. VOTING

a. There shall be no age restrictions on voting, except where legal provisions of incorporation so require.
b. To vote at a meeting, a member must be physically present.
c. Voting shall be by raising of hands, except that the following shall require a written ballot:
(1) Election of officers;
(2) Removal of a member from elective office or for disciplinary action;
(3) Expenditure of money over $\$ 5,000$;
(4) The purchase, sale, lease or encumbrance of real estate or the general improvement of real estate or the structures thereon, or the employment of architects or acceptance of general architectural plans;
(5) When requested by a member.

## Section 8. REQUIREMENT OF TWO-THIRDS VOTE

A majority of all votes cast shall be necessary to pass any motion or to elect any officer except that a two-thirds vote of the members present shall be required for:
(1) authorization of the purchase, sale, lease or encumbrance of real estate or the general improvement of real estate or the structures thereon, or the employment of architects or acceptance of general architectural plans;
(2) expenditure of money over $\$ 5000$.
(3) reversal or modification of any action of the Executive Board;
(4) amendment of the Bylaws;
(5) removal of a member from elective office or for disciplinary action. If an election is required, it shall be held at the same meeting;
(6) dissolution.

## ARTICLE VII. OFFICERS

## Section 1. DEFINITIONS

Offices filled by a vote of the membership shall be termed "elective." Those filled by a vote of the Executive Board shall be termed "appointive."
a. The following shall be the elective officers of this church:

First Reader
Second Reader
Executive Board consisting of 5 members
Chairperson of Meetings
b. The following shall be the appointive officers of this church:

Clerk
Treasurer
Reading Room Librarian
Sunday School Superintendent
c. The President and the Vice-President shall be elected by the Executive Board from its own members.
d. The offices of Clerk and Treasurer may be filled by one person. These offices shall not be filled by Executive Board members.

## Section 2. ELIGIBILITY

a. All officers:
(1) Shall be members of The Mother Church;
(2) Shall be present at the election meeting or shall have previously notified the Clerk in writing of availability for such office;
(3) Shall hold only one elective office;
(4) Shall become ineligible for any other elective office during his term, except for the office of Reader, in which case he shall resign his present office;
(5) No more than one member of any family shall serve as an elective officer at the same time (family to be defined as husband and wife, parent and child, siblings or in-laws). The office of Reader shall have precedence over the office of Executive Board member.
b. Readers
(1) A member who has served more than a total of 24 months as Reader in a Christian Science branch church or society shall be eligible for election to this office after three years have elapsed since such service.
(2) Readers and their substitutes shall conform to qualifications as stated in the Manual (Article III, Sect. 6).
(3) A substitute Reader shall be a member of The Mother Church.
(4) The Executive Board president shall not serve as a substitute Reader.
c. Executive Board

A member who has served two consecutive years on the Executive Board shall not be eligible again for election to this office until two years have elapsed since such service. Rev. 01-16-14
d. Chairperson of Meetings

A member who has served two consecutive years as Chairperson of Meetings shall not be eligible for election again to this office until two years have elapsed after the second term or, if not elected to the second year, a two year period must elapse before being eligible for election.

## Section 3. TERM

a. Readers

Readers shall be elected for a one-year term, renewable up to two additional one-year terms, beginning the third Sunday in January following the meeting at which elected.
b. Executive Board Members
(1) Executive Board members shall be elected for two years. New Executive Board members shall take office at the close of the meeting at which elected.
(2) Three members shall be elected at the Election Meeting that occurs in odd-numbered years, and two members shall be elected at the Election Meeting in even-numbered years.
c. Chairperson of Meetings
(1) The Chairperson of Meetings shall be elected for one year and may be reelected for a total term of two years.
(2) The Chairperson of Meetings takes office at the close of the meeting at which elected.

## Section 4. VACANCIES

a. Reader and Executive Board

Vacancies occurring in the office of Reader or on the Executive Board shall be filled for the unexpired term at the next regular or special business meeting of the church. A Reader-elect shall take office within one month following the election.
b. Chairperson of Meetings

If a vacancy occurs in the office of the Chairperson of Meetings, the Executive Board will appoint a qualified member who is not serving in another elected office to fill the unexpired term.

## Section 5. REMOVAL

If it comes to the Executive Board's attention that there may be reasons to remove an elected officer, the Executive Board shall thoroughly investigate the circumstances, and with the agreement of at least four of its members, submit its findings and recommendation for removal to the membership. If the Board finds insufficient reasons for removal, it shall take no action.

Note: all voting requirements are provided for in Article VI, Membership Meetings.

## ARTICLE VIII. DUTIES OF OFFICERS

## Section 1. READERS

a. The duties of Readers shall conform to the provision for Readers in branch churches as given in Article III, Sect. 6, of the Manual.
b. All notices read from the desk must be authorized by the Manual or by the Executive Board of this church. Changes or revisions of notices must be approved by the Executive Board.

## Section 2. EXECUTIVE BOARD

a. The Executive Board shall hold a regular monthly meeting and more frequent meetings as needed to conduct the business of the church.
b. A special meeting may be called at any time by the President (or in his absence by the Vice-President) or by two members of the Executive Board. All special meetings of the Executive Board are legal and valid provided that a quorum is present and an effort has been made to notify all board members.
c. A quorum of the Executive Board shall consist of three members of the Executive Board.
d. All in-person meetings of the Board shall be on church premises. Board members may participate in a meeting through use of conference telephone, electronic video screen communication, or email.

Participation in a meeting through use of conference telephone or electronic video screen communication constitutes presence in person only if all members participating in the meeting are able to hear one another.

Participation in a meeting through email constitutes presence in person if each member in the meeting can communicate with all of the other members concurrently and is able to participate in all matters before the Board. An email vote must be preceded by an open discussion among all members prior to votes being cast. When presenting a vote via email, one email shall be sent to all members that states the motion to be considered, who made the motion, who seconded the motion, and a deadline by which votes must be cast. All members must submit their votes via email with copy to all other board members. A Board decision made by email must be passed unanimously. The Clerk shall print all email votes and include them with the Board's minutes. Rev. 10-17-19
e. The Executive Board shall elect from its members a President, who shall serve as Chief Executive Officer, and a Vice-President.
f. The Executive Board shall appoint a Clerk and a Treasurer from the membership who shall be members of The Mother Church. Executive Board members shall not serve as Clerk or Treasurer.
g. The Executive Board shall have general supervision of all church properties, activities, services, and meetings, including, but not limited to, the following:
(1) To employ musicians and other employees when necessary;
(2) To set all salaries. Added 08-17-17
(3) To provide for at least one lecture each year in accordance with Article XXXII, Sections 2 and 4, of the Church Manual;
(4) To establish the Standing Committees and Special Committees of this church;
(5) To appoint all chairmen of committees and committee members. Such appointments shall be for one year, while respecting rotation in office; Added 08-17-17
(6) To bring to the membership for its vote the purchase, sale, lease or encumbrance of real estate or the general improvement of real
estate or the structures thereon, or the employment of architects or acceptance of general architectural plans;
(7) To bring to the membership for its vote any single expenditure over \$5,000;
(8) To call a special membership meeting immediately if the Executive Board is divided equally on action to be taken and church property may be impaired or lost;
(9) To have the accounts of the Treasurer reviewed annually by a competent church member, and to advise the membership at the Annual Meeting that this review has been completed.
h. The Executive Board may not appoint a committee to exercise its authority.

## Section 3. CHAIRPERSON OF MEETINGS

a. The Chairperson of Meetings shall conduct all meetings in accordance with these Bylaws, specifically following the agenda prepared by the Executive Board.
b. The Chairperson shall read at the regular business meeting held in January, and at any other meeting when requested by the Executive Board, Article IV, Section 7, Duties of Members, from these Bylaws.

## Section 4. APPOINTED OFFICERS

a. The Clerk shall act as the corporate secretary, keep the Membership Register, keep written minutes of all membership and Executive Board meetings, and perform other duties as directed by the Executive Board.
b. The Treasurer shall pay bills, keep books of account, and perform other duties as directed by the Executive Board.

## ARTICLE IX. SUNDAY SCHOOL

## Section 1. ESTABLISHMENT

The Sunday School of this church shall be conducted in accordance with Article XX of the Manual of The Mother Church.

## Section 2. OFFICERS

The officers of the Sunday school shall be a Superintendent, an Assistant Superintendent, and a Secretary.

## Section 3. DUTIES OF OFFICERS

a. The Superintendent, under the direction of the Executive Board, shall take charge of the Sunday School, conduct its services, and preside at meetings of the teachers.
b. The Assistant Superintendent shall assist the Superintendent and when the Superintendent is absent, perform that person's duties.
c. The Secretary shall keep an accurate record of enrollment and attendance and perform such other duties as may be necessary.

## ARTICLE X. READING ROOM

## Section 1. ESTABLISHMENT

This church shall maintain a Reading Room in accordance with the Manual, Article XXI, Sections 1 and 3.

## Section 2. LIBRARIAN

a. The Librarian, who shall be responsible to the Executive Board, shall perform such duties as are necessary for the successful administration of the Reading Room.
b. The Librarian shall furnish such reports to the Executive Board as it may request.

## Section 3. ASSISTANT LIBRARIAN

The Assistant Librarian shall assist the Librarian and perform the duties of the Librarian in that person's absence.

## ARTICLE XI. <br> BYLAWS

## Section 1. HOW AMENDED

a. An amendment may be proposed by no fewer than five members or by the Executive Board.
b. The proposed amendment shall be submitted in writing to the Clerk, who shall submit it to the Bylaws Committee for proper formulation. It shall then be submitted by the Executive Board to the membership within six weeks from date of receipt by the Executive Board.
c. These Bylaws may be amended at any regular or special meeting called for that purpose. They may be amended or repealed only by a twothirds vote of the members present and voting. (See ARTICLE VI, Section 5 QUORUM.)
d. Notice of proposed amendments shall be mailed to each member not less than 14 days prior to said meeting, together with copies of such proposed amendments.

## ARTICLE XII. GOVERNING AUTHORITY

## Section 1. MEMBERSHIP

The governing authority of this church shall be vested in its members, and any action of the Executive Board or other officers or committees of this church shall be subject to direction or revision by the members at any regular or special meeting.

## Section 2. CHURCH RECORDS

The minutes, the records of proceedings of the membership and the Executive Board, the books of account, the Articles of Incorporation of the church, the California Corporation Code relating to church matters, effective January 1, 1980 (and as subsequently amended), and the physical properties of the church shall be open to inspection at the request of any member of this church at any reasonable time. No church records shall be removed from the church premises without authorization of the Executive Board.

## ARTICLE XIII. ROBERT'S RULES OF ORDER

In situations not covered by the Bylaws, Robert's Rules of Order Newly Revised or the California Corporation Code shall govern.

## ARTICLE XIV. DISSOLUTION

In case of dissolution of this church, the net assets thereof may be conveyed to The Mother Church, The First Church of Christ, Scientist, and/or one or more of its branches or societies. Other Christian Science organizations that have qualified as a 501(c)3 organization for five years can be considered for conveyance by having a governing board and management made up entirely of members of The Mother Church. Such action shall be taken in accordance with a vote of the membership.

