

**BYLAWS
OF
SIERRA-CASCADES YEARLY
MEETING OF FRIENDS**

(Adopted: This 17th day of February, 2018)

(Modified: This 19th day of May, 2018)

(Modified: This 19th day of June, 2022)

INTRODUCTION

Sierra-Cascades Yearly Meeting of Friends is an Oregon nonprofit religious corporation. This corporate organization is comprised of individual members, affiliated churches (local meetings), and the individual members thereof. It is also commonly known as Sierra-Cascades Yearly Meeting, Yearly Meeting, and SCYMF.

These bylaws are intended to be separate and distinct from the Faith and Practice of SCYMF, which may include Statements of Faith, Testimonies of Friends, and Queries. These bylaws do not constitute a doctrinal statement for SCYMF.

FRIENDS AS A DENOMINATION

The Society of Friends (Quakers) first formed as a Christian movement in 17th century England, recognizing that Christ can speak through all people. Friends tend to organize into “yearly meetings”—language used to describe a large annual gathering for business, usually covering a defined geographic region and comprised of smaller local meetings; this language is also used to describe the gathered body itself. The bond of union within a yearly meeting is maintained by issuing and receiving the credentials of ministers, by granting and receiving certificates of membership, by joint participation in various ministries, and by occasional gatherings. Each yearly meeting is independent from others. Cooperation has resulted in groupings of yearly meetings and shared statements of faith.

INTRODUCTION TO FRIENDS' POLITY

The business of Friends is transacted in announced sessions, usually at regular intervals, in which every member has a right to participate.

Non-members are commonly allowed to participate in business, as we believe that Christ is able to speak in and through all persons.

Friends do not simply vote to determine the majority view. Deliberations are aimed at discerning what God is leading us to do. It is expected, therefore, that worship surrounds business deliberations and that policies and practices reflect the unity reached in our work to discern the Spirit's leading. Details about Quaker process stated in the Faith and Practice should be followed.

A Friends Local Meeting

A congregation of Friends fully established is called a local meeting, a monthly meeting, or church. Its organization consists of all persons recorded on its list of members. Clerks, elders, pastors, and other released ministers provide spiritual and moral guidance, but remain servant leaders whose voices carry no more weight than any other in Quaker decision making. It is through official recognition of spiritual gifts and qualities in certain persons that positions of leadership in public ministry are filled.

Yearly Meeting Sessions

Yearly Meeting sessions occur annually, providing opportunity for inspiration, fellowship, and edification, as well as for the transaction of business. Various boards and committees submit their reports and hold their meetings. In this Yearly Meeting, membership is both indirect—by membership in a local church—and also direct—individual memberships of persons interested in joining this Yearly Meeting that would otherwise be unable to do so.

FRIENDS' VOCABULARY

In these bylaws, "Yearly Meeting" may refer to SCYMF (this organization) or the annual meeting for business and worship.

The word "clerk" is used uniformly to designate presiding officers of the Yearly Meeting, its constituent bodies, and its local meetings.

"Presiding Clerk" is the principal officer of the meeting.

Instead of "vice-chairman," "Assistant Clerk" is used.

Instead of secretary, "Recording Clerk" is used.

"Local meeting" and "Monthly meeting" are other terms for a church.

"Minister" is a term that is used for all who are following the will of God. A "released minister" is a person who is given a specific task with financial compensation, and is sometimes called "pastor".

RELATIONSHIP BETWEEN YEARLY MEETING, LOCAL MEETINGS, AND MEMBERS

Institutional challenge and questions about who we are together frequently come from individual members and are sifted first in the local church. Final decisions about how we will act or move together are decided at the level of the yearly meeting, our largest deliberative body and the highest court of appeal in matters of these bylaws and our faith and practice.

Limited Authority of the Yearly Meeting. SCYMF retains authority to adopt and implement policies and procedures on matters of safety and risk management for its local meetings and individual members in all matters pertaining to the affairs of SCYMF.

Autonomy of the Local Meeting. Except as provided in these bylaws, the local meeting is its own complete spiritual and policy-making body: it has full authority to act legislatively, judicially, and administratively; to revise its bylaws or adopt statements of faith; to call and contract pastoral services; to adopt an annual budget; to accept and dismiss members; to hold and administer real estate and other property for the use of the meeting; to initiate and sponsor a church plant; to consider, adopt, and carry out measures in the interest of the meeting and of the community at large.

Uniform practices encouraged. SCYMF meetings are strongly encouraged to work together to develop and maintain uniform procedures and practices. Local meetings should consider forming multi-church committees that meet on a regular basis, such as at Quarterly (Regular) Meetings.

Limited Authority of the Coordinating Committee. The Coordinating Committee has a limited power to be a policy-making body as described in these bylaws. See section on Coordinating Committee, Powers of the Coordinating Committee.

MEMBERSHIP

SCYMF welcomes to membership local meetings and individuals who desire to participate with SCYMF in worship, ministry, and service as we seek to experience and follow Christ in the manner of Friends.

Membership of Local Meetings. To be eligible for membership, local meetings must be incorporated and maintain good standing under state law.

Local meetings become members through the following process: The first step is to communicate in writing with the Presiding Clerk of the meeting, expressing a desire to join. Local meetings are admitted by approval at a business meeting. Prior to the business meeting, the Presiding Clerk or designee will meet with the local meeting seeking to join in order to answer questions, speak to concerns or otherwise assist in the discernment about membership.

Indirect membership for individuals. Individuals that are active members of a SCYMF local meeting are a member of SCYMF.

Direct membership for individuals. An individual may apply for direct membership in SCYMF in the following ways:

Option 1. By form. To apply by form, an individual must complete a membership application and deliver it to SCYMF.

The application form will ask the individual to affirm that they wish to lovingly participate in our SCYMF community that seeks to follow Jesus in the Quaker way and are satisfied with their own discernment to join SCYMF. The Presiding Clerk or designee may return an incomplete application form. The Presiding Clerk or designee may also recommend a discernment process. Before applying for membership, an individual generally should (a) regularly attend or participate in SCYMF or a Friends' community of faith if one is available in their area, (b) discern together with persons that are currently members of SCYMF whether they are clear to join SCYMF; and (c) familiarize themselves with SCYMF. Information about SCYMF may be obtained through its newsletter, website, officers, and committees. The applicant becomes a member when their name is added to the membership roll by an agent of SCYMF. A sample membership form is found in exhibit A.
<https://docs.google.com/forms/d/1gz09YQKhsx1LRYAf3yRfWVKHYNsmbmASM3rFTSLEAlc/edit>

Option 2. Approval by the business meeting.

This process may be further refined in Faith & Practice.

Equality of individual members. Regardless of whether a member is admitted directly or has indirect membership, individuals members shall have the same and full privileges and responsibilities of membership.

Communication to members. Mass communications to individual members will generally be by email, or such other method for mass communication that may be adopted by SCYMF. Individual members that do not have a valid email address may request membership communications be delivered to them in an alternate manner.

Designation of inactive status. All members are considered active members unless designated by SCYMF as inactive. The Recording Clerk or designee may from time to time require members (individual or local meeting) with direct membership to reaffirm by a deadline the member's interest in maintaining active membership. The deadline to reaffirm may be determined by the Recording Clerk or designee, but will not be less than six months. The Recording Clerk or designee may designate as inactive those members that fail to timely respond. An inactive member shall be restored to active status when SCYMF has received a bona fide request by the member to be restored to active status.

Removal of inactive members. The Recording Clerk or designee may remove inactive members from the membership role if the member has been on inactive status for five or more years or if contact information of the individual member becomes outdated.

Renewing or reaffirming membership. Individuals renewing or reaffirming membership may do so by indicating their interest and restating the commitments for membership. The Recording Clerk or designee may develop a form for this purpose.

Responsibilities of individual members. Individual members are responsible for the following:

- informing themselves of the date, place and time of the Yearly Meeting and any Quarterly (Regular) Meetings;
- actively supporting its mission, charitable interests, and service in its practical work. All members of SCYMF should contribute to the general fund according to their ability and spiritual leading—either directly, or through their membership in a local meeting that contributes to SCYMF;
- maintaining their contact information so that SCYMF has current and accurate information, including a valid email address if available. Those that are indirect members through their local meeting should provide current contact information to their local meeting, but are encouraged to confirm that SCYMF has up to date contact information as needed.

Responsibilities of SCYMF local meetings.

Local meetings shall:

- Maintain a list of their individual members, active and inactive, and report this information to SCYMF in a format requested by SCYMF.
- Maintain communication with the Yearly Meeting as needed.
- Send individual members from their local meetings to participate in SCYMF member meetings. This is not an expectation that every individual member of a local meeting attend the SCYMF member meetings, nor an expectation that each local meeting has a representative at each SCYMF member meeting.

Transfers. This Yearly Meeting may transfer an individual's membership to another Yearly Meeting upon request. Memberships are not transferable between individuals. Memberships terminate on the death, resignation, or removal of the member.

Resignation/Release of Membership. SCYMF shall release from membership any person or local meeting that requests to no longer be part of SCYMF. In the case of a local meeting, the desire to withdraw must be communicated in writing to the Presiding Clerk and must be a minute approved by the local meeting. Individuals (with direct membership in SCYMF) who wish to withdraw from membership should communicate their desire in writing to the Recording Clerk. Financial commitments should be honored whenever possible.

An individual that has indirect membership in SCYMF may resign membership according to the procedures of the local meeting of which the individual is a member.

MEETINGS OF MEMBERS

There are three types of member meetings: Yearly Meeting, Quarterly (or Regular) Meetings, and Special Meetings. All member meetings are held for SCYMF to conduct whatever business is appropriate to the moment, to communicate to members, to fellowship, and to find unity through worship.

All member meetings are opened by the Presiding Clerk. If the Presiding Clerk is absent, the meetings are opened in turn by the Assistant Clerk or the Recording Clerk. (In these bylaws, the phrase "the Clerk" refers to the clerk that actually presides over a particular meeting, and is used to clarify that—in the event of the unavailability of the Presiding Clerk—the particular authority passes to the person that actually presides over the meeting).

The Clerk prepares the agenda with input from committees. A business item raised by a member will generally be added to the end of the agenda if the meeting has not discerned to address it more immediately.

Place of Meetings. Meetings of the members may be held at any place in or out of Oregon determined by the Coordinating Committee or the Presiding Clerk.

Yearly Meeting. An annual meeting of members will be held each year. The date, time, and location of the annual meeting will be fixed by the Coordinating Committee or Presiding Clerk. At the annual meeting, the Clerk, and any other officer or person whom the Clerk may designate, will report on the activities and financial condition of the organization, and the members will consider and act on other matters that may be raised. Although notice to members is not required, the date, time, and location will be made public at least one month prior to the meeting. It will be the general practice of the yearly meeting to notify members of the meeting by whatever form of mass communication is customary at the time.

Quarterly (or Regular) Meetings. Quarterly or other regular meetings of members may be held. The date and time of these meeting will be fixed by the Coordinating Committee or Presiding Clerk. Although notice to members is not required, the date, time, and location will be made public at least one month prior to the meeting. It will be the general practice to notify members of the meeting by whatever form of mass communication is customary at the time.

Special Meetings. A special meeting of members must be held on the call of the Coordinating Committee or Presiding Clerk if notice is provided to members as follows: the notice to members must describe the purpose(s) for which the special meeting is to be held; the notice must be given not less than seven (7) days nor more than forty five (45) days prior to the meeting.

Only decisions that address the purpose(s) described in the meeting notice may be finalized at a special meeting. To allow time to arrange travel, whenever possible, the notice should be given at least two weeks in advance. Notice shall be provided to members based on their contact information on file with the yearly meeting. Failure of the yearly meeting to make contact with particular members shall not make the notice defective so long as the Yearly Meeting has attempted in good faith to notify substantially all members. When travel to special meetings is not possible, members may submit written comments, and/or attend the meeting with the assistance of technology.

The Coordinating Committee will call a special meeting if it receives a request signed by 20 individual members of SCYMF, regarding a particular purpose or concern.

Non-members. The Clerk is authorized to exclude a non-member from meetings.

Quorum. A quorum consists of members in attendance at the annual or quarterly (regular) member meeting, or at a special meeting that has been properly called.

OFFICERS

Presiding Clerk. The Presiding Clerk of the Yearly Meeting is the presiding officer at meetings of members (Yearly, Quarterly/Regular, and Special Meetings). The Presiding Clerk makes all needful preparations for presenting business to members, and oversees the scheduling of presentations. The Presiding Clerk serves as correspondent receiving and answering official communications, signing epistles and other documents issued to yearly meetings or associations, endorsing official certificates for members liberated for service in foreign lands, and signing certain documents and transcripts of record that require official certification. For each clerk position, the Nominating Committee may nominate two persons to serve as co-clerks.

Assistant Presiding Clerk. The Assistant Clerk assists in the clerking process, keeps sufficiently informed about the business agenda to take the place of an absent Presiding Clerk, and may read official communications to the Meeting.

Recording Clerk. The Recording Clerk is the custodian of the current records of SCYMF and records the minutes of the sessions. If the Recording Clerk is unavailable for a particular meeting, the Recording Clerk, or the members, may appoint a temporary Recording Clerk for that meeting. Responsibilities include, but are not limited to:

- Keeping full and accurate records of the proceedings of the SCYMF, its Coordinating Committee, and the membership roll of the SCYMF
- Seeing that due notice of meetings of SCYMF (i.e. Special Meetings) is given and that transparent records of action taken by its bodies is preserved and kept available
- Receiving communications and sending notices and correspondence as directed by SCYMF or its Coordinating Committee
- When required, countersigning all written instruments executed by the Coordinating Committee
- Preparing annually a list of active local meetings in SCYMF and making it available to the membership. This list shall, so far as possible, give correct addresses of the local meetings, and include information regarding released ministers and clerks of the local meetings so listed, together with such other information as shall be deemed wise in the judgment of the Coordinating Committee.

The Recording Clerk may perform these duties personally, or coordinate with the Coordinating Committee to develop a plan for these responsibilities that is supervised by the Recording Clerk.

Limited Authority of Clerks. Apart from presiding at meetings of members, clerks shall not have any authority to take action on behalf of SCYMF, unless specifically authorized by these Bylaws.

Treasurer. The Treasurer is the custodian of the funds of the SCYMF. Responsibilities include, but are not limited to:

- Receiving all contributions to SCYMF
- Issuing official receipts for all legacies, donations, or other funds requiring formal acknowledgment
- Reporting to the Presiding Clerk and Coordinating Committee as needed
- Submitting a financial report at each annual meeting
- Keeping an account of all monies, credits and property of any kind and nature of SCYMF, and rendering such accounts, statements and inventories of the property and affairs of SCYMF as may be required by the Coordinating Committee
- Assisting in finance and budget matters
- Representing the Yearly Meeting in relationships with brokers, auditors, and other financial managers
- Arranging for and supervising the bookkeeper

The Treasurer may perform these duties personally, or coordinate with the Coordinating Committee or Finance Committee to develop a plan for these responsibilities that is supervised by the Treasurer. The Treasurer may, but is not required, to help local churches address budgeting, finance and staff insurance needs.

The Treasurer does not need to be a member of SCYMF. The Treasurer attends meetings of the Coordinating Committee and the Finance Committee as a non-member.

How appointed. The Nominating Committee presents the nominations for Presiding Clerk, assistant Presiding Clerk, Recording Clerk, and Treasurer to a meeting of members at the Yearly Meeting. The new terms will begin upon the close of the Yearly Meeting sessions.

Length of terms. The length of term of clerks shall be one to three years, subject to the discretion of the Nominating Committee. Beginning in the year 2025, to the extent possible, new appointments for clerks will be for a three year term, with one of the positions being considered each year for reappointment or replacement.

The length of term of Treasurer shall be one year to five years, subject to the discretion of the Nominating Committee.

Other officers. The meeting for business may appoint other officers. The the terms of service, area of authority and job description may be determined by minute of the meeting.

COORDINATING COMMITTEE

Composition of Coordinating Committee. The affairs of SCYMF shall be managed by a Coordinating Committee consisting of nine (9) to eleven (11) persons including:

- a. The following two officers of the Yearly Meeting: the Presiding Clerk and the Assistant Presiding Clerk; and
- b. Seven to nine other persons ("at-large") who shall each be appointed by the members of SCYMF, to three-year terms arranged in such a manner that an approximately equal number shall expire each year.

No person may serve a total of more than three consecutive terms, partial or whole, as an at-large appointment to the Coordinating Committee. After completing the maximum term of service, a person must wait a minimum of one year before being eligible to be appointed to serve an additional term. These term limits shall not apply to years of service on the Coordinating Committee as an Officer of SCYMF. Nominating committee is encouraged to nominate new coordinating committee members and to limit how long members serve. The total number will be decided upon by the coordinating committee.

While not members of the Coordinating Committee, the Treasurer and the Recording Clerk are encouraged to attend meetings.

Responsibilities of the Coordinating Committee. The Coordinating Committee serves as a group of spiritually mature and discerning individuals who are committed to implementing the purpose and mission of the Yearly Meeting. Its responsibilities include:

- Oversee and assess the SCYMF visioning process;
- Acting for SCYMF between member meetings on matters of organization, finance, administration, and staff positions on matters the committee determines are time-sensitive or of insubstantial interest to the meeting of members;
- Supervising committees, and evaluating as needed, the ministry goals and budget requests of the committees;
- Monitoring the financial status of the Yearly Meeting, and making such changes to authorized expenditures as may be appropriate;
- Advising the Presiding Clerk as needed to establish an agenda for business during sessions of members;
- Adopting risk management, safety, and conflict of interest policies for the Yearly Meeting and its local meetings;
- Taking action to maintain "Sierra-Cascades Yearly Meeting of Friends" as a corporation in good standing in the State of Oregon, with authority to hold

property and conduct business in Oregon and other states or countries as considered necessary; and

- Utilize special meetings where appropriate, to consider time-sensitive action that should be referred to members.

Powers of the Coordinating Committee.

a. The Coordinating Committee shall exercise all powers of SCYMF and do all lawful acts and things as are by statute, or by the Articles of Incorporation, or by these Bylaws directed or required to be exercised. The Coordinating Committee, however, shall not have the power to do any act which would cause the SCYMF to lose its tax-exempt status under the Internal Revenue Code of 1986 as amended thereafter, or the laws of the State of Oregon.

b. The Coordinating Committee is always authorized to take action on matters within its designated areas of responsibility, including its responsibility to act for SCYMF between meetings of members on matters of organization, finance, administration and staff positions on matters the committee determines are time-sensitive or of insubstantial interest to the meeting of members. For example, after such deliberation as may be appropriate, the Coordinating Committee may enter into contracts on behalf of SCYMF, hire employees, interpret the budget, spend less or more than the approved budget, represent the Yearly Meeting in potential or actual litigation, and compromise claims.

c. The Coordinating Committee shall bring an annual budget or strategic financial plan for presentation and adoption at the annual meeting. The Coordinating Committee shall coordinate with the Finance Committee to prepare this budget or plan.

d. The Coordinating Committee may engage an outside accounting firm at such intervals as it deems appropriate to perform an audit of SCYMF financial reports and statements.

e. Policy development: In addition to its authority to make decisions regarding safety and risk management that are binding on local meetings, SCYMF, through its Coordinating Committee or by delegation to committees, may develop "best practice" policies regarding risk management, safety, and employment practices, as well as in other areas, to offer as useful tools to local meetings of SCYMF. These "best practice" policies are not binding on SCYMF or its local meetings. They may be presented to membership for approval, but there is no requirement that it do so. "Best practice" policies may be amended by the Coordinating Committee or the appropriate SCYMF committee at any time.

f. Policy adoption: The Coordinating Committee may adopt risk management, safety and conflict of interest policies for SCYMF and its local

meetings (i.e. child/youth safety, sexual abuse prevention, transportation issues, background checks, property and finance protection). Any such policies put into effect by the Coordinating Committee may be presented for ratification at the Yearly Meeting or other meeting of members. The members may ratify, amend or cancel the policies. The members may also defer consideration to a future business meeting or request that Coordinating Committee consider amendment to the policies.

g. The Coordinating Committee may not adopt, amend or repeal the articles of incorporation, the bylaws, or faith and practice, nor can they take action to restructure the organization or remove an individual member or local meeting from membership (i.e. "excommunicate" a member).

Transparency and Accountability to the Yearly Meeting. The Coordinating Committee shall maintain minutes of its meetings, which the Yearly Meeting shall make available to its members promptly after the form of minutes are approved by the Coordinating Committee. The Coordinating Committee shall make a good faith effort to approve the form of minutes within two weeks of its meeting by unanimous written consent.

If a special meeting about a decision is requested within 30 days of the decision's communication, the decision will be put on hold until the business meeting can make a decision.

STAFF

Staff. The Coordinating Committee, in consultation with the Finance Committee, may hire staff and delegate tasks and responsibilities as it deems appropriate. The Coordinating Committee is encouraged to bring potential staff members before the business meeting for approval, especially when creating a new position potentially involving a substantial commitment of resources.

GENERAL PROVISIONS CONCERNING COMMITTEES AND OFFICERS

This section contains provisions that apply to officers, all committees, and all working groups of SCYMF. For purposes of this section, the Coordinating Committee and working groups are considered to be a committee.

Eligibility. Except as otherwise stated in these bylaws, each person appointed to an officer or committee position must be an active member of SCYMF. Any exceptions must be approved by the Yearly Meeting or its Coordinating Committee.

Service generally should not extend beyond six to ten continuous years in any particular position.

Committees. Members of committees, with the exception of the Nominating Committee itself, will be recommended by the Nominating Committee and will be approved on the floor of the Yearly Meeting. Committees besides standing committees may be established or disbanded by action of the business meeting.

Working Groups. Working groups are the bodies of the Yearly Meeting that are established or disbanded at the discretion of the Coordinating Committee. The Coordinating Committee determines the purpose or responsibilities of the Working Group. Typically, working groups will involve administrative or ministry tasks rather than policy. The Coordinating Committee may appoint persons to the working group. The Coordinating Committee may request nominations from the Nominating Committee.

Size of committees. Except as otherwise stated in these bylaws, the number of persons serving on a committee varies according to its need and may be determined by the Coordinating Committee, with a minimum of three.

Terms of appointment. Except as otherwise stated in these bylaws, the terms of appointment vary according to need and may be determined by the Coordinating Committee, not to exceed three years without membership approval. Unless otherwise decided, terms of appointment are for three years, and should be arranged in such a manner that an approximately equal number of terms on a committee expire each year. The nominating committee may nominate persons for less than the standard term to align or realign the number of terms that are set to expire each year.

Selection of clerks. Except as otherwise stated in these bylaws, from its own number, each committee nominates a person to serve as its Presiding

Clerk, Assistant Clerk, and Recording Clerk. Working groups of less than three persons do not need to appoint clerks.

CONDUCTING MEETINGS

Role of the Clerk. The role of the clerk includes paying attention to the movement of the Spirit in the meeting. The clerk will then attempt to name the sense of the meeting. The gathered community trusts the clerk to be attentive to the Spirit, to let go of personal preference, and to be sensitive to minority voices. Another aspect of the clerk's role is making sure that everyone is heard and feels cared about in the meeting. The clerk must work out of extreme humility, recognizing that a dissenting voice may be speaking a prophetic word.

Scheduling Meetings.

a. An annual meeting of the committee shall be held during the Yearly Meeting. No notice of such meeting shall be necessary legally in order to constitute such meeting. The committee may determine the time and place for the holding of additional regular, legal meetings, and shall make such information available to the members.

b. Special meetings of the committee may be called by the committee's Presiding Clerk or by any three committee members on ten (10) days' notice to each committee member, either personally or by mail or by electronic communication.

Quorum. A quorum consists of a majority of the committee members. When determining a quorum, members participating in a meeting by telephone or video conference calls will be counted as present.

Telephone or other simultaneous participation. Committee members may participate in any regular or special meeting by use of any means of communication by which (a) all participating members may simultaneously hear each other's communications during the meeting and, (b) all communication during the meeting is immediately transmitted to each participating member, and each participating member is able to communicate immediately with other participating members. Simultaneous participation includes video conference calls.

Unanimous written consent (Email approval). Any action required or permitted to be taken at any meeting of a committee may be taken without a meeting if a unanimous consent setting forth the action so taken is approved in writing by all members of the committee. Care should be exercised to ensure all committee members understand that their consent will be relied on to take action and that none of the necessary consents has lapsed or become stale due to passage of time. Care should also be taken to

ensure action taken by unanimous written consent is recorded in the minutes of the committee.

Individuals on multiple committees. Individuals may be nominated to serve on more than one committee, but generally not more than two. Care should be exercised to evaluate the ability of the individual to serve on more than one committee well.

Co-Clerks. For each clerk position, the Nominating Committee may nominate two persons to serve as co-clerks. (Group clerking of three or more persons is not permitted). Unless otherwise agreed between the co-clerks, express or implied, neither clerk can take action without the consent of the other. In the event that co-clerks are appointed, then the composition of committees (such as the Coordinating Committee) will be increased accordingly.

UNAVAILABILITY, REMOVAL, RESIGNATION, AND VACANCIES

Unavailability of a clerk. If a clerk does not participate at a particular meeting of the members or a committee, the following provisions apply:

- Unavailability of a presiding clerk: The following will serve as presiding clerk for the particular meeting, in the order so named: assistant presiding clerk, then recording clerk.
- Unavailability of assistant presiding clerk: This position may be left vacant.
- Unavailability of recording clerk: This position must be temporarily filled by action of the members.
- Unavailability of co-clerk: The co-clerk that participates may serve as sole clerk for that particular meeting.
- Instead of these default provisions, the members or the committee may fill the position temporarily for that particular meeting.

Removal of officers and committee members.

a. Any individual serving as an officer or as a committee member, who consistently fails to attend and/or participate in the work of their respective position, shall be contacted by the committee (or by the Coordinating Committee if the individual is an officer) to discuss the individual's interest and ability to continue in the position. Should the individual's non-participation persist after being contacted by the committee, and after providing the individual with ample notice of intent and sufficient opportunity to respond, the person may be suspended or removed by a decision of the committee. If the person is removed, a vacancy is declared.

b. Any individual serving as an officer or on a committee may be removed for misconduct occurring either before or during the term of appointment.

Misconduct is a substantial act against the purposes and Bylaws of the SCYMF as determined in the sole discretion of the Coordinating Committee. The Coordinating Committee shall consider removal when it is recommended by at least three members of the Coordinating Committee. Any individual to be removed for misconduct will be given an opportunity to be heard by the Coordinating Committee prior to final action to remove the individual.

Resignation. An officer or committee member may resign by delivering written resignation to the Coordinating Committee, the presiding clerk of any pertinent committee, or the assistant presiding clerk of any pertinent committee. The Coordinating Committee and the affected committee should notify the other of any resignation received. The Coordinating Committee may exercise its discretion about whether to accept the resignation.

Vacancies. When there is a vacancy on a committee, the committee must notify the Nominating Committee. The committee is encouraged to give the Nominating Committee a reasonable opportunity to propose a replacement appointment to complete the term of the vacant position. The committee, either before or after the Nominating Committee responds, may fill the vacancy on an interim basis. At the next Yearly Meeting or Quarterly (or Regular) Meeting, the Nominating Committee should bring a replacement name to fill the vacancy. If a committee accepts the resignation of an officer or committee member that was tendered to take effect at a future time, the committee may appoint a successor to take office when the resignation becomes effective. (For purposes of this paragraph, committee means the Coordinating Committee when the vacancy is an officer position.)

COMMITTEES OF SCYMF

Committees and working groups necessary for the functioning and purposes of the Yearly Meeting are accountable to and function under the care of the Coordinating Committee.

Standing Committees. The following standing committees are established.

- Coordinating Committee
- Nominating Committee
- Finance Committee (Trustees)
- Equity and Inclusion
- Faith and Practice

Additional Committees. Additional committees—standing committees, other committees, or working groups—may be established or disbanded by action of the business meeting.

NOMINATING COMMITTEE

Size of the committee. This will be determined by the Coordinating Committee. It shall have not less than three (3), nor more than nine (9) members.

Special Nomination Procedures. The Coordinating Committee will nominate all persons on the Nominating Committee. Members of the Nominating Committee, and the presiding Clerk of the committee, will be approved on the floor of the Yearly Meeting.

Meetings. Throughout the year, members will meet as necessary to fulfill the committee's task.

Responsibilities:

- Learn the different officer and committee positions and their responsibilities; review the bylaws, and ask questions as needed.
- Identify the positions that will need to be filled at the upcoming Yearly Meeting; keep a database file that may be used on an ongoing basis.
- Attend Yearly Meeting and Quarterly/Regular Meetings. (Meeting people is part of the job.)
- Seek possible candidates by:
 - Becoming familiar with people in the member's own church or area.
 - Consulting board clerks annually for possible nominees and/or re-nominations, carefully discerning all reappointments, rather than making automatic reappointments.
 - Establishing communication with local meetings that are actual or prospective members of SCYMF and are unrepresented on the nominating committee.
 - Paying particular attention to those who historically have been marginalized, as well as people who haven't previously served and young people who may be called to serve.
- Invite expressions of interest by:
 - Publishing a job description of each board so that people may consider positions of service.
 - Maintaining avenues by which individuals can make known their interest in serving on a board or committee.
 - Ensuring that avenues for submission of names to the Nominating Committee are well publicized.
- Make nominations by:
 - Following the nondiscrimination policy and valuing diversity, as described below.

- To the extent feasible, prepare a complete draft slate a month prior to Yearly Meeting, which may be distributed by email to members for comment.
- Present names of nominees to the floor of SCYMF for approval.

Nondiscrimination and diversity. SCYMF has a non-discrimination policy. The Nominating Committee and Coordinating Committee are directed to comply with that policy, and to value equity, inclusion, and diversity, giving special preference as may be appropriate to those with gifts to serve. We also value broad geographic representation.

FINANCE COMMITTEE (TRUSTEES)

Size of the committee. This will be determined by the Coordinating Committee. It shall have not less than three (3), nor more than nine (9) members.

Meetings. Throughout the year, members will meet as needed to fulfill the committee's task.

Responsibilities:

- Assist with financial administration of the Yearly Meeting by:
 - Providing support and accountability for the Treasurer.
 - Reviewing financial reports for accuracy and clarity.
 - Monitoring adherence to the budget throughout the year, providing updates to the Coordinating Committee.
 - Determining whether to accept a designated gift to SCYMF. If the gift is accepted, tracking the designated gift as required by law so that it is administered in accordance with the wishes of the donor(s).
 - Causing the titles of all real and personal property owned by SCYMF to be vested in its corporate name.
- Assist with financial visioning for the Yearly Meeting by:
 - Receiving financial commitments from churches and individuals and summarize them along with other expected income, recommending total expected revenue to the Coordinating Committee.
 - In cooperation with the Coordinating Committee, periodically communicating to local faith communities what is needed to fully fund an annual budget or long-term financial goals.
 - Recommending a total level of annual expenditure to the Coordinating Committee.
 - Recommending, from time to time, a financial strategic plan or substantial changes to historic budgeted expense levels.
- Safeguard the Yearly Meeting's assets by:
 - Obtaining appropriate insurance protection for the Yearly Meeting.
 - Creating the Yearly Meeting's internal financial controls.
 - Verifying that policies adopted by the business meeting or Coordinating Committee concerning risk management issues are implemented throughout SCYMF (e.g., child/youth safety, transportation issues, background checks, property and finance protection.)

FAITH AND PRACTICE COMMITTEE

Size of the committee. This will be determined by the Coordinating Committee, but not less than three (3) members.

Meetings. Throughout the year, members will meet as needed to fulfill the committee's task.

Adoption or Revisions to Faith and Practice. Faith and Practice provisions may be adopted or revised at only the annual meeting. Provisions do not need to be adopted on an indefinite basis. They may first be adopted provisionally, so as to season for a time, and in which case, the provisional period should be specified (i.e. 1 year, 3 years, 5 years).

EQUITY AND INCLUSION COMMITTEE

Size of the committee. This will be determined by the Coordinating Committee. It shall have not less than three (3), nor more than nine (9) members.

Meetings. Throughout the year, members will meet as needed to fulfill the committee's task.

Responsibilities:

- Address systemic inequities that impact our members by providing support, trainings, and tools to clerks, committees, local meetings, and members.
- Evaluate the internal culture and the work we do through an equity lens, providing recommendations to clerks, committees, and local meetings.
- Remembering that social change always begins with the people most affected, this committee will advise the Coordinating Committee and the Nominating Committee on filling vacancies.
- Lead SCYMF members and its local meetings in addressing systemic inequities in our communities and in the larger culture.
- Provide consultation related to discrimination and harassment prevention.
- Create and maintain a system for receiving complaints (both anonymous and otherwise) about possible violations of SCYMF's nondiscrimination policy.
- Identify training opportunities that can help expand understanding of bias, its roots, and how to interrupt it.

RECORDING OF MINISTERS

Recorded Ministers. SCYMF officially recognizes its ministers as those who have been recorded, with the approval of the business meeting, or who have undergone the recording process consistent with its Faith and Practice.

Licensed Ministers. The Yearly Meeting may issue an annual certificate of license to an unrecorded minister. This certificate authorizes temporary pastoral ministry.

Transfer of recording. Friends who want their recording/licensing transferred can bring it to their local meeting elders, or a group they trust if they are not part of a local meeting, and that group will bring it to Sierra-Cascades Yearly Meeting of Friends (SCYMF) as a recording or licensing transfer. SCYMF will receive the recording, while continuing to work on developing our recording process and philosophy.

Wedding ceremonies. Recorded and licensed ministers are authorized to perform wedding ceremonies.

FINANCE

Gifts, Contributions and Bequests. Before becoming the property of SCYMF, each gift, bequest, devise, grant or contribution must be accepted by the Finance Committee.

Execution of Instruments. Except as otherwise stated in these Bylaws, the Finance Committee may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of SCYMF, and such authorization may be general or confined to specific instances. Except as so authorized, or as in these Bylaws otherwise expressly provided, no officer, agent, or employee shall have any power or authority to bind SCYMF by any contract or engagement or to pledge its credit or to render it liable for any purpose in any amount.

Bank Accounts. The Finance Committee from time to time may authorize the opening and keeping of general and/or special bank accounts with such banks, trust companies or other depositories as may be selected by the Finance Committee or by any officer or officers, agent or agents of SCYMF to whom such power may be delegated from time to time by the Finance Committee. The Finance Committee may make such rules and regulations with respect to said bank accounts, not inconsistent with the provisions of these Bylaws, as the Finance Committee may deem expedient.

Checks and Drafts. All checks, drafts and other orders for the payment of money, notes, acceptances, or other evidences of indebtedness issued in the name of SCYMF, shall be signed by such officer or officers, agent or agents, of SCYMF, and in such manner, as shall be determined from time to time by resolution of the Finance Committee. Endorsements for deposit to the credit of SCYMF in any of its duly authorized depositories may be made without countersignature by any officer or agent of SCYMF to whom the Finance Committee, by resolution, shall have delegated such power, or by hand-stamped impression in the name of SCYMF.

Loans. No loans shall be contracted on behalf of SCYMF and no evidence of indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Finance Committee. Such authority may be general or confined to specific instances. No loans may be made to any officer or Director of SCYMF, directly or indirectly, except that reasonable advances of reimbursable expenses may be made in the discretion of the Finance Committee.

Sale of Securities. The Finance Committee may authorize and empower any officer or officers, agent or agents, to sell, assign, pledge or hypothecate

any and all shares of stock, bonds or securities, or interest on stocks, bonds or securities, owned or held by SCYMF and any deposit certificates for stock, and any certificates representing any rights to subscribe for shares of stock. SCYMF, however, shall not offer or sell any of its securities in violation of any State or Federal securities law registration or other requirement.

Investments. The Funds and property of SCYMF, unless specifically otherwise provided by a deed, gift, bequest, devise, grant or contribution, may be invested in real estate, both improved and unimproved, in tangible or intangible personal property and/or in securities of one or more types as may be authorized by SCYMF from time to time, without regard to the restrictions of the statutes regulating the investment of funds by trustees, fiduciaries or insurance companies.

Transactions to be approved by the business meeting. Transactions involving the transfer (purchase, sale, gift) or pledge of an interest in real property or indebtedness exceeding 20% of the annual operating budget of the Yearly Meeting shall be brought forward for approval at a business meeting. The precise form of the transaction need not be approved by the business meeting.

Fiscal Year. The fiscal year shall begin on July 1 and end on June 30.

Conflict of Interest. No member may participate in approval or the signing of documents for a transaction if they or any member of their family have any conflict of interest, direct or indirect, in the transaction. If there is a conflict, the other committee members may acknowledge the conflict and proceed with approval and execution of the documents. As an alternative, the remaining members may ask for the approval of the Coordinating Committee and instructions for the execution of documents.

NONDISCRIMINATION

This yearly meeting, in all of its affairs, including employment, membership, recording or releasing for ministry, marriage, teaching and committee/organizational leadership, will not discriminate on the basis of gender, race, marital status, sexual orientation, gender identity and expression, color, age, national origin, disability, or familial status.

GENERAL PROVISIONS

Powers reserved for members. Except as otherwise provided herein, only the members, acting through a member meeting, can adopt, amend or repeal the articles of incorporation, the bylaws, and faith and practice; or restructure the organization.

Updating records. Whenever an amendment or a new bylaw is adopted, it will be copied in the minutes with the original bylaws in the appropriate place. If any bylaw is repealed, the fact of repeal and the date on which the repeal occurred will be stated in that place.

Directors and officers insurance. This corporation may purchase and maintain insurance on behalf of an individual against liability asserted against or incurred by the individual who is or was a director, officer, employee, or agent of the corporation, or who, while a director, officer, employee, or agent of the corporation, is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, or agent of another foreign or domestic business or nonprofit corporation, partnership, joint venture, trust, employee benefit plan, or other enterprise; however, the corporation may not purchase or maintain such insurance to indemnify any director, officer, or agent of the corporation in connection with any proceeding charging improper personal benefit to the director, officer, or agent in which the director, officer, or agent was adjudged liable on the basis that personal benefit was improperly received by the director, officer, or agent.

Severability. A determination that any provision of these bylaws is for any reason inapplicable, invalid, illegal, or otherwise ineffective will not affect or invalidate any other provision of these bylaws.

Interpretation of these bylaws. The Clerk's interpretations of the bylaws is final unless overruled by Yearly Meeting action. The Clerk is encouraged to use best practices in interpreting the bylaws. The Clerk may delegate the question of interpretation to a committee, or diligently consult any resources that may aid in interpretation, including dedicating time during business for comment by members, and consulting the minutes of the meeting when the provision in the bylaws was approved.

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The foregoing bylaws were duly adopted by unanimous decision of all incorporators of Sierra-Cascades Yearly Meeting on May 19, 2018, and were amended by unanimous approval of all members present at the annual meeting on June 19, 2022.