

CENTER FOR SPIRITUAL LIVING COMMON GROUND BOARD OF TRUSTEE NOMINATIONS

Beloved Center for Spiritual Living Common Ground Member,

Pursuant to the provisions and requirements of **ARTICLE 11 - BOARD OF TRUSTEES - Section 11.5. Nominations and Elections of Board Trustees** of the Center for Spiritual Living Common Ground Bylaws, a Nominating Committee has been established to vet and interview all candidates in preparation to nominate a slate of qualified candidates to serve on our Board of Trustees. The members of this Nominating Committee are Rev. Rafe A. Ellis – Chair, Robin Farinholt – Board of Trustee Member, and Dr. Phil Eldred – Laity Member.

We will be voting on applicants to fill three (3) openings on our Board of Trustees during our Annual Meeting on Sunday, February 1, 2026.

Please prayerfully review the attached information before completing the **QUESTIONNAIRE FOR CANDIDATES**.

If, after prayerfully considering the scope of the service and commitment, you feel called to serve as a Trustee of the Center for Spiritual Living Common Ground, then please complete the **2026 BOARD OF TRUSTEE APPLICATION**. You can complete the application online at <https://columbiacscl.breezechms.com/form/d4fe4014> or complete the paper application attached to this letter and return it to Rev. Rafe in a sealed envelope addressed to the CSLCG Nominating Committee.

On behalf of the CSLCG Nominating Committee, we look forward to reviewing your completed **2026 BOARD OF TRUSTEE APPLICATION** and learning more about your call to service.

In gratitude for the gift of YOU,



Rev Rafe

Please complete and return your application no later than January 8, 2025

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PLEASE REVIEW THIS INFORMATION BEFORE APPLYING TO BE A CANDIDATE FOR THE CSL COMMON GROUND BOARD OF TRUSTEES

ARTICLE 11- BOARD OF TRUSTEES

Section 11.1. Trustee Numbers.

The number of Board Trustees shall be determined by the Board of Trustees; however, such number shall not be less than 5.

Section 11.2. General Powers and Responsibilities.

The Board of Trustees, along with the Senior Minister, sets CSL Common Ground's mission, vision, goals and objectives, and provides governance and stewardship of CSL Common Ground.

The secular activities, business, and affairs of the CSL Common Ground shall be managed and all corporate powers shall be exercised, by or under the direction of the Board of Trustees. The Board is ultimately responsible to the membership of CSL Common Ground.

Section 11.3. Specific Powers.

In addition to their general powers, the Board of Trustees shall have the specific authority to:

- a) Hire, appoint and remove all CSL Common Ground officers, agents and employees; prescribe powers and duties for them and fix their compensation.
- b) Conduct, manage and control the CSL Common Ground secular affairs and activities and make such rules and regulations for this purpose;
- c) Set the vision, mission, goals, objectives, strategies and policies of the CSL Common Ground;
- d) Borrow money and incur indebtedness in the ordinary course of business on the CSL Common Ground's behalf;
- e) Amend the CSL Common Ground Articles of Incorporation, as appropriate;
- f) Adopt, amend or repeal the CSL Common Ground Bylaws that the Board of Trustees recommends and the membership votes on at either the Annual Meeting or a Special Meeting;

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- g) Acquire and dispose of all or substantially all of the CSL Common Ground assets, including any real estate owned by the CSL Common Ground, subject to notice to and approval by the membership;
- h) Adopt or amend a merger agreement subject to notice to and approval by the membership;
- i) Elect to dissolve CSL Common Ground, subject to notice and approval by the membership;
- j) Exercise all other rights and powers conferred by law, or by the CSL Common Ground Articles of Incorporation or Bylaws;
- k) The Board of Trustees, except as these Bylaws otherwise provided, may authorize any officer or agent to enter into any Board approved contract, or execute any instrument in the name of and on behalf of CSL Common Ground. Legal review of any and all contracts is recommended. Such authority may be general or limited to specific instances; and, unless so authorized by the Board, no officer, agent or employee shall have any power or authority to make any agreement or create any obligation which shall bind the CSL Common Ground, or to pledge the credit of CSL Common Ground, or to render it liable for any purpose or in any amount.

Section 11.4. Qualifications of Board Trustees.

Only those persons meeting the following requirements shall be qualified for election and/or appointment to the Board of Trustees:

- a) The person must be a loyal, consistent financial supporter and active Member of the CSL Common Ground;
- b) The person must be willing to accept the responsibilities of the Board of Trustees;
- c) The person must not be a close relative or have a domestic partner type relationship with a Board Trustee that will serve a concurrent term, or with an administrative, financial or ministerial employee of CSL Common Ground;
- d) The person must have completed the CSL Foundations Class or its equivalent, as determined by the Minister; and,
- e) In order to ensure that an individual is grounded in Religious Science Principles and is fully committed to the CSL Common Ground, a person must have been a Member of CSL Common Ground no less than six (6) months prior to nomination or appointment to the Board. Exceptions must be approved by the Board.

The Board of Trustees shall, in all cases, act as a Board of Trustees, convened as elsewhere provided in these Bylaws. The Trustees may adopt such rules and regulations for the conduct of its meetings and the management of CSL Common Ground consistent

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with these Bylaws, the laws of the State of Maryland, and the law of the United States dealing with tax exempt status of faith-based 50l(c)(3) organizations.

Section 11.5. Nominations and Elections of Board Trustees.

A Nominating Committee of three (3) Members is appointed by the President of the Board of Trustees and shall include the Senior Minister, one Board member and one Member at large of CSL Common Ground. The nominating committee must be announced to the congregation at least thirty (30) days prior to the annual meeting to afford all qualified Members of CSL Common Ground a reasonable opportunity to submit their names to the Nominating Committee. The Nominating Committee produces a slate of qualified, vetted candidates and announces the slate for at least two Sundays prior to the annual meeting. No floor nominations shall be accepted. If the number of nominees on the slate is the same as the number of vacancies on the Board of Trustees, the slate may be elected by acclamation after appropriate motion. If there are more nominees than open vacancies, voting will be done for each vacancy independently. Each Member entitled to vote may do so only in person and no proxy shall be valid. In the event of a tie, the decision falls upon the existing Board of Trustees.

Section 11.6. Terms of Elected Board Trustees.

An elected Board Trustee shall serve a term of two (2) years. An elected Board Trustee may stand for re-election for two additional two (2) year terms, but after serving for three consecutive terms the Trustee may not stand for re-election again until at least one (1) year after the expiration of the Trustee's third term, after which time such person is again eligible to serve for three consecutive two (2) year terms.

Section 11.7. Vacancies on Board of Trustees.

Vacancies on the Board of Trustees occurring before the expiration of any regular term of office may be filled by a majority vote of the remaining Members of the Board of Trustees. The Appointee may only serve until the next regularly scheduled annual meeting at which time the vacancy must be filled through the electoral process of the membership.

Section 11.8. Removal or Resignation of a Board Trustee.

Any Board Trustee may be removed for cause by a majority vote of all members of the Board of Trustees in good standing. Any Board Trustee who is absent from three consecutive regular and/or special meetings of the Board of Trustees without reasonable excuse shall forfeit his or her position as a Board Trustee, and shall be advised accordingly.

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Written notice signed by the Board President and Secretary shall be sent, return receipt requested, to the terminated Board Trustee regarding such action taken by the Board. An e-mail originated by the Board President and Secretary with read receipt and reply requested may suffice as determined by the Board on a case-by-case basis.

Any officer may resign at any time by giving written notice to the Board. Any such resignation shall take effect at the date of the receipt of the notice or at any later time specified therein; and, unless otherwise specified, the acceptance of the resignation shall not be necessary to make it effective.

Section 11.9. Meetings of Board of Trustees.

The Board of Trustees shall meet as follows:

1) Regular Board of Trustees Meetings.

All meetings of the Board of Trustees shall be held on a monthly basis and all Trustees must be notified of the time and location in advance.

2) Election of Officers.

Officers of the Board of Trustees serve a term of one (1) year and must be elected or re-elected immediately following the first meeting following each annual Member meeting, and such officers must be selected from the current Trustees.

3) Special Meetings.

Special meetings of the Board of Trustees for any purpose may be called at any time by the Senior Minister, or by a majority of the Trustees.

4) Authority for Electronic Meetings.

The Board may authorize electronic meetings which allow those Trustees not physically present to participate. Such methods may include audio, video, computer, or any other methods of real time communication. Trustees so participating assume all the rights and duties of Trustees attending the meeting live and in person. Such electronic meetings must allow Trustees a reasonable opportunity to participate and vote as appropriate.

5) Quorum.

A quorum for the transaction of business by the Board of Trustees shall require a majority of the Trustees.

6) Open and Closed Meetings.

All Board of Trustee meetings are open to the CSL Common Ground congregation. However, attendance at any meeting or part of any meeting of the Board may, at the Board's option, be limited only to the Trustees. No votes or motions shall be taken

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during the closed portion of the meeting, with the exception of personnel matters and employee related issues.

7) Approval by Quorum Vote.

The affirmative vote of a quorum of the voting power represented at the Board of Trustee meeting, entitled to vote and voting on any matter, shall be deemed the act of the Board unless the vote of a greater number is required by the Non-profit Religious Corporation Law, the Articles of Incorporation, or as otherwise set forth in these Bylaws.

Section 11.10. Compensation and Reimbursement.

It is the policy of CSL Common Ground that Board Trustees serve without compensation. This policy does not preclude reimbursement for expenses.

Section 11.11. Conflicts of Interest: General.

A conflict of interest occurs when an individual's personal interests – family, friendships, financial, or social factors – compromise their judgment, decisions, or actions within an organization. For the purposes of this policy, real and perceived conflicts of interest are of equal concern.

A conflict of interest may exist if a Senior Minister, minister under a Letter of Call with CSL Common Ground, Trustee, Practitioner, or staff member:

- a) Has a business or financial interest in any third party dealing with CSL Common Ground. This does not include ownership interest of less than 5% of outstanding securities of public corporations.
- b) Holds office, serves on a board, participates in management, or is employed by any third party dealing with CSL Common Ground, for the financial benefit of the third party or themselves.
- c) Derives remuneration or other financial gain from a transaction involving CSL Common Ground other than salary and benefits expressly authorized by the board.
- d) Receives gifts from any third party based on his or her position with CSL Common Ground (other than: (i) a gift of \$1000 or less that is given to a licensed minister or Practitioner for ecclesiastical service; or (ii) occasional gifts valued at no more than \$50, or if valued at more than \$50, the gift is made available in a team space or common area for others to share [e.g., fruit baskets, boxes of candy]). All other gifts should be returned to the donor with the explanation that CSL Common Ground policy does not permit the acceptance of such gifts. No personal gift of money should ever be accepted, except as set forth above.
- e) Involves any use of CSL Common Ground's equipment, supplies, or facilities; or imply CSL Common Ground's sponsorship or support of the outside employment or activity.

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- f) Takes a volunteer position on the Board of Trustees, Finance Committee, Nominations Committee, or Ministerial Selection Committee, when deriving any other compensation from CSL Common Ground and/or where a family member or relative already serve.

If a conflict exists, the conflicted CSL-related party may seek a waiver of the conflict from the Board of Trustees, which may do so by a majority vote.

Section 11.12. Conflict of Interest: Board of Trustees.

The responsibility of the Board of Trustees to manage the business affairs of the CSL Common Ground is primary and absolute over any individual Trustee's personal benefits. Except as specifically permitted below, no business transactions shall be entered into by the Board on behalf of CSL Common Ground and any person who is a member, or a member-elect of the Board, or any entity in which such person or any member of such person's immediate family have an opportunity for financial gain. Such a transaction may be permitted if:

- a) The Board complies with all provisions of Maryland State Law relating to transactions between a Corporation and a Trustee;
- b) The Board is fully apprised of the fact that the proposed transaction is the type otherwise prohibited above and such disclosure is set forth in the Board minutes;
- c) The Board finds and records in its minutes, that the proposed transaction is: particularly unique or advantageous to CSL Common Ground;
- d) Upon terms and conditions, the Board believes to be either not available or to be more favorable to CSL Common Ground than would be available in a similar transaction between CSL Common Ground and any other party.
- e) The Board shall obtain two (2) independent bids if the estimated cost of a project exceeds \$1000 and three (3) independent bids if the estimated cost exceeds \$5,000, as well as for a lesser cost project at their discretion. In the event of a conflict of interest the Trustee will recuse their self from the vote, but may participate in discussion.

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ARTICLE 12 - COMMITTEES OF BOARD OF TRUSTEES

Section 12.1. Creation and Powers of Committees.

The Board of Trustees may appoint such standing or special committees as are deemed necessary to carry on the business of CSL Common Ground. Final action by any committee, not budgeted for, must be proposed and approved by the Board of Trustees.

ARTICLE 13 -OFFICERS OF THE BOARD OF TRUSTEES

Section 13.1. Identity of Executive Officers.

The Executive officers of CSL Common Ground shall be a President, a Vice President, a Secretary and a Treasurer, and shall be elected by the Board of Trustees in the manner specified in Section 11.9(2) of these Bylaws.

Section 13.2. Powers of Executive Officers.

The officers shall have the authorities, powers and duties usually accorded or pertaining to such respective officers in a faith-based or religious 50 1 (c) (3) organization, except as the Board of Trustees may enlarge upon or limit the same.

Section 13.3. President.

The President shall participate in all policy-making efforts and shall, subject to the control of the Board, have general supervision of the business affairs and the properties of CSL Common Ground. The President shall preside at all meetings of the Board and any Special Meeting of the Members, and shall have such other powers and perform such other duties as may be required by the Board.

Section 13.4. Vice President.

In the absence or disability of the President, the Vice-President shall perform all the duties of the President and when so acting, shall have the powers of and be subject to the same responsibilities and authority as apply to the President. The Vice-President shall have such other powers and perform such other duties as may be prescribed to them by the Board or by the Bylaws.

Section 13.5. Secretary.

The Board may designate specific Board members with signatory authority for all contracts and legal documents or the Board may designate the Secretary along with the President, with signatory responsibility. As set forth in Sections 9.2 – 9.3 of these Bylaws, the Secretary shall keep, or cause to be kept, at the principal office or

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such other place as the Board may order, a Book of Minutes of all meetings of the Board and all meetings of Members, with the time and place of holding whether regular or Special and if Special, how authorized, as well as the names of those present at Trustees' meetings and the proceedings thereof. In addition, the Secretary shall give, or cause to be given, notice of all meetings of the Board as required by the Bylaws or by Maryland State law.

Section 13.6. Treasurer.

The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the financial status of CSL Common Ground in accordance with generally accepted accounting principles. The Treasurer shall be responsible for the preparation and distribution of financial statements/reports of CSL Common Ground.

ARTICLE 14 -CONSENSUS DECISION MAKING AND SHARED LEADERSHIP

Section 14.1. Consensus Decision Making.

Although the general and specific powers of the Senior Minister, the Board of Trustees and the Members are delineated in these Bylaws, it shall be the general policy of the CSL Common Ground to reach decisions by consensus. This means that the Senior Minister, the Board of Trustees and the Members allow all ideas to be heard in order to reveal the wisdom of the group. When all parties agree that the wisdom of the group has been revealed, even if one or more Member does not personally agree with that wisdom, a decision has been reached. The decision may not be unanimous but all parties have been given the opportunity to express their views. Once a decision has been made, all Members agree to support the decision regardless of their personal opinions along the way toward building consensus. If the Senior Minister, the Board of Trustees or any Member finds that the wisdom of the group has not been revealed and cannot be revealed, or finds that they cannot support the decision, then the decision shall be made by more formal and traditional parliamentary methods, requiring a majority of vote unless a greater vote is required by the CSL Common Ground's Articles of Incorporation, these Bylaws, or as otherwise required by law. The use of parliamentary procedures and voting shall also be used by CSL Common Ground whenever required by law, or by third parties dealing with CSL Common Ground who may not recognize decisions reached by the consensus method.

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Section 14.2. Role of Shared Leadership.

Consistent with the recognition of the respective legal roles, rights and responsibilities of individuals in positions of leadership, CSL Common Ground applies principles of “shared leadership” as an organizational standard in the administration of its affairs. Shared leadership recognizes the leadership contributions of all participants and groups within CSL Common Ground. In a shared leadership model, all participants within a specific group practice transparency by sharing ideas openly and participating in all the decision-making activities of the group. While participants may have differing accountabilities and responsibilities within a group, shared leadership minimizes hierarchy and encourages full participation from all group Members.

Shared leadership is demonstrated by the following:

- a) Seeking outcomes through consensus rather than by majority vote;
- b) Valuing cooperation over competing viewpoints;
- c) Balancing the opinions and responsibilities of all Members;
- d) Sharing rather than limiting or abandoning leadership;
- e) Relying on all participants to take personal responsibility to be fully informed, current and prepared for all activities of the group;
- f) Applying the Communications and Confidentiality Agreement.

Within the shared leadership model, there are situations where the full group works together and others where subsets oversee specific aspects of the group's responsibility.

ARTICLE 15 - INDEMNIFICATION AND INSURANCE

Section 15.1. Indemnification.

To the fullest extent permitted by law, CSL Common Ground shall indemnify each and every Board Trustee, and may indemnify employees and other persons, including persons formerly occupying any such positions, from all liability arising out of the faithful performance of their functions, duties and/or responsibilities in accordance with these Bylaws and CSL Common Ground's Articles of Incorporation.

Section 15.2. Insurance.

CSL Common Ground shall have the right, and shall use its best efforts, to purchase and maintain insurance on behalf of itself, the ecclesiastical staff, the Board Trustees, and any other employees or agents of CSL Common Ground, to

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the full extent permitted by law. Individuals are welcome to provide their own coverage at their own discretion and cost.

Please complete and return your application no later than January 8, 2025

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2025 BOARD OF TRUSTEE APPLICATION

Thank you for your Divine YES to serve as a member of the Center for Spiritual Living Common Ground's Board of Trustees. Please complete this application by printing legibly. Feel free to use additional pages.

NAME: _____

STREET: _____ CITY: _____ ZIP: _____

PHONE: (H) _____ (C) _____

EMAIL ADDRESS: _____

NUMBER OF YEARS ATTENDING ANY CENTER FOR SPIRITUAL LIVING _____

NUMBER OF CSL CLASSES COMPLETED _____

1. *I am a member in good standing of CSL Common Ground.*

Yes No

2. *How many years have you been practicing Science of Mind?*

3. *How many years have you been a member of any Science of Mind community?*

4. *How many years have you been an active member of CSL Common Ground?*

5. *Please tell us which Science of Mind classes you have completed.*

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6. Please tell us how your study and practice of Science of Mind has positively impacted your life.

7. Please tell us how being a member of CSL Common Ground has positively impacted your life.

8. Please share with us what is motivating you to be a Trustee of CSL Common Ground at this time.

9. What specific skills, talents, and gifts do you bring to Board Leadership that will contribute to the prosperity and growth of CSL Common Ground?

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10. Through your personal observations and experiences as a member of CSL Common Ground, what opportunities do you see for improvement either through building on current practices or making changes.

11. Please share anything else you want us to know.

Signature _____ **Date** _____

Print full name _____

Thank you for your sacred yes to the Divine Call to serve in the leadership of CSL Common Ground. Please remember to deliver your completed application in a sealed envelope addressed to the attention of the CSLCG Nominating Committee.

A member of the Nominating Committee will contact you to set up a conversation with you.

Please complete and return your application no later than January 8, 2025