

BY-LAWS OF
NATIONAL DECOLORES MINISTRIES

PREAMBLE

DeColores is for all Christians and is intended to lay the essential foundation for a Christian life by calling persons to a renewed faith. Specifically, it is intended to:

1. Provide a time, place, and a method for individuals to develop, live, and share their spirituality.
2. Reinforce individual commitment to Christ through piety, study, and action.
3. Strengthen the desire and provide the tools for greater activity in Christian churches.
4. Share experiences in any area of life where there are Christian dedicating their lives to God in an ongoing manner.

DeColores is a renewal instrument for the Christian church giving those who participate an understanding of basic Christian truths and a desire to serve the church.

The ministry operates under the supervision of the National DeColores Ministries Governing Body, located in Grand Rapids, Michigan.

I

CORPORATION

- 1.1 NAME. The name of the corporation is National DeColores Ministries, Inc.
- 1.2 PLACES OF OPERATION. The corporation shall have its principal place of operation in Grand Rapids, Michigan and its other places of operation shall be determined by the Governing Body of the corporation.
- 1.3 PURPOSES. The purpose for which the corporation is organized are as follows
 - A. To strengthen the desire for greater lay activity in Christian churches.
 - B. To promote the activities of this ministry.
 - C. To facilitate, encourage, and coordinate communication between the corporation and the locals.
 - D. To encourage and promote outreach efforts by locals, including providing financial assistance for outreach activities, if possible.
 - E. To provide general guidance to locals.
 - F. To develop and maintain materials and other resources for use by locals.
 - G. To monitor compliance by locals with their responsibilities under any agreements made between the corporation and the locals.

H. To receive administrative funds to enable the corporation to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501 (c) 3 of the Internal Revenue Code of 1986, and to give funds and property from time to time to other organizations to be used, or held for use, for the purpose of carrying out one or more such purposes; to acquire, own, dispose of and deal with property and interests and to apply gifts, grants, and other proceeds toward the enhancement of the purposes of the corporation; to carry out any actions determined by the corporation that may be appropriate and not forbidden by Section 501 (c) 3 of the Code, with all the power conferred on nonprofit corporations under the laws of the State of Michigan.

1.4 NONPROFIT CORPORATION. The corporation shall be operated exclusively for religious, charitable, scientific, literary, and educational purposes within the meaning of Section 501 (c) 3 of the Internal Revenue Code of 1986 as a non-profit organization. No member of the corporation shall have any title to or interest in the corporation's property or earnings, nor shall any member have part of the net earnings of the corporation. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

1.5 DEFINITIONS:

- A. "LOCAL" Any organization that has signed a Letter of Affiliation with the corporation to administer and promote the DeColores ministry in its local area.
- B. "SECRETARIAT" The governing board of a local.
- C. "DE COLORES COMMUNITY" All persons in the local's area who have completed a DeColores weekend. DeColores en Cristo, Catholic Cursillo or substantially similar weekend in the Cursillo tradition.
- D. "RECTOR/RECTORESS" The lay leader of a weekend.
- E. "LETTER OF AFFILIATION" The agreement between the corporation and a local, which establishes the rights and responsibilities between the corporation and the local.
- F. "RECTOR/RECTORESS MANUAL" The manual prepared by the corporation that governs the conduct of a weekend by a local acting through the rector/rectoress selected by that local's secretariat.
- G. "ROLLO BOOKS" The outlines and background materials in book form covering each of the sixteen rollos and five meditations that are given on a weekend.

II

GOVERNING BODY

2.1 GOVERNING BODY. The business and affairs of the corporation shall be managed by Governing Body which consists of the officers of the corporation and up to four delegates selected by each local. The Governing Body will have total control and responsibility for the management of the corporation's business, property, personnel, affairs, and funds. It will have the authority to do and perform all acts and functions permitted for an organization described in Section 501 (c) 3 of the Internal Revenue Code of 1986 which are consistent with these Bylaws, the Articles of Incorporation, and the laws of the State of Michigan.

2.2 MEETINGS. The Governing Body will meet as often as necessary to conduct the business of the corporation, but at least four (4) times a year. One of these meetings will be the annual meeting, which will take place on the third Saturday of October. The purpose of this meeting will be to elect officers as well as to conduct any other corporation business. In addition to the four (4) regular meetings, special meetings may be called by the President and shall be called by the President upon the request of any of the secretariats.

2.3 NOTICE OF MEETINGS. The Secretary will give notice of the time and place of any meeting along with the agenda (or purpose in the case of special meetings) to the Governing Body of the Corporation.

2.4 QUORUM AND VOTING REQUIREMENTS. Fifty percent plus one of the Governing Body represents a quorum for the transaction of business at any Governing Body meeting. Roberts Rules of Order shall govern all meetings of the Governing Body.

2.5 COMPENSATION. No officer of the corporation or delegate to the Governing Body shall receive compensation for any work performed on behalf of the corporation, but this shall not prevent the Governing Body from reimbursing any person for expenses incurred while carrying out corporation business.

2.6 EXECUTION OF CONVEYANCES, MORTGAGES AND CONTRACTS. The Governing Body may in any instance designate one or more officers or other persons to execute any contract,

conveyance, mortgage, or other instrument on behalf of the corporation. Such authority may be general or confined to a specific transaction. When the execution of and instrument has been authorized without specifying the executing officers or agents, the President, Vice President, or Treasurer may execute such instrument on behalf of the corporation. The Governing Body may also ratify any such execution.

III

GOVERNING BODY POSITIONS

3.1 OFFICERS. The officers of the corporation will be President, Vice-President, Past President, Secretary, Treasurer and Spiritual Director. These positions can be held by a single person or by a couple.

3.2 ELECTION AND TERM OF OFFICE. The Governing Body will elect the Vice-President, Secretary and Treasurer at the annual meeting of the Governing Body. Officers will serve according to their terms as outlined below beginning at the annual meeting. No person should serve as an officer for more than two consecutive terms unless outlined in their position.

3.3 REMOVAL. Any officer may be removed from office with a 2/3 vote of the Governing Body. No such removal motion may be considered unless it is included in the Agenda and distributed prior to the meeting.

3.4 VACANCIES. Vacancies occurring among the officers due to any inability to serve will be filled by the Governing Body. An officer selected to fill a vacancy will serve for the unexpired portion of the term.

3.5 PRESIDENT. The President shall be responsible for making sure that the business of the corporation is taken care of in an efficient and timely manner. The President will call to order and run all meetings of the Governing Body. This position is for a one-year term after serving as Vice President. This is a voting position.

3.6 VICE PRESIDENT The Vice President will give support to the President in the absence of the President, the Vice President will perform the President's duties. This position is a one-year term and is a voting position.

3.7 PAST PRESIDENT The Past President will support the President and Vice President being available to provide information and input on past Governing Body meeting proceedings, decisions, etc. This position is for one year term after serving as President. This is a voting position.

3.8 SECRETARY. The Secretary will send all required notices of meetings of the Governing Body as well as receive and maintain all correspondences, documents, and files of the Corporation. The Secretary will distribute the meeting minutes to the Governing Body. This position is a two year term and a voting position.

3.9 TREASURER. The Treasurer shall have charge of the funds of the corporation, maintain the accounting system, be bonded in the amount approved by the Governing Body, present the corporation financial records for audit each year by three persons appointed by the Governing Body, make deposits at reasonable intervals, maintain all files, books and financial records, keep corporate funds in financial institutions approved by the Governing Body and give a report of corporate financial transactions at each meeting of the Governing Body. The treasurer shall file all necessary paperwork required of the corporation.

3.10 SPIRITUAL DIRECTOR. The Spiritual Director shall be appointed by the President with the approval of the Governing Body. The Spiritual Director shall serve a term of one year and can serve no more than three consecutive terms. The Spiritual Director shall have been ordained or its equivalent by an organized Christian church and shall subscribe to the Apostles, Nicene and or Athanasian Creeds. The Spiritual Director will give spiritual guidance, counsel, and advice to the Governing body for the purpose of encouraging adherence to the principles set forth in the preamble and Article 1 of these bylaws, will encourage debate, discussion, and conflict resolution in a manner consistent with scriptural principles, and will perform such other duties as determined by the Governing Body. This is a voting position.

3.11 DELEGATES. The Local can appoint up to four persons to represent the local at the meetings of the Governing Body. The term is also set by the local organization. This is a voting position.

IV

INDEMNIFICATION

4.1 INDEMNIFICATION. The corporation may purchase and maintain insurance on behalf of any officer, delegate to the Governing body, or member of a committee of the corporation. These people will be protected to the full extent set forth under the terms and conditions of the policy. The Governing Body may also choose to have other members protected under the insurance.

V

COMMITTEES

5.1 COMMITTEES. The Governing Body may establish such standing or special committees from time to time as it shall deem appropriate to accomplish the purposes set forth in S1.3 and the Governing Body shall define the powers and responsibilities of such committees. Any member of the community shall be allowed to serve on any committee that he or she chooses to serve on, but any member of any committee may be removed from that committee, with or without cause, by the Governing Body. The President shall appoint a convener for each committee, whose sole responsibility shall be to convene the initial meeting of that committee. Thereafter, each committee shall establish its own procedures, organization, officers and time and place to meet. Roberts Rules of Order shall govern all meetings of any committee of the corporation. Each committee shall report its activities and progress at each meeting of the Governing Body.

5.2 OPERATIONS COMMITTEE. The Governing Body may establish an operations committee with delegate powers and duties to that operations committee within the limits prescribed by law, provided that no committee, including the operations committee, shall have the power to: 1) amend the Articles of Corporation, the By Laws, The Letter of Affiliation, or the Rector/Rectoress Manual, or the Rollo Books (2) terminate the affiliation of any local with the corporation. (3) enter into any secretariat agreement or otherwise affiliate with any new local, or (4) take any action against any secretariat to revoke or limit the local's use of any trademark owned by the corporation.

VI

AMENDMENTS

6.1 AMENDMENTS. The Articles of Incorporation, these By Laws, the Letter of Affiliation and Rector/Rectoress manual may be amended at any meeting of the Governing Body by the affirmative vote of two-thirds (2/3) of the Governing Body present at the meeting.

Approved June 19, 1993

- 1) Approved as amended June 1983 (Section II Governing Body)
- 2) Approved as amended October 1983 (Section VI Amendments)
- 3) Approved as amended April 20, 1996
- 4) Approved as amended October 18, 1997 (Section III Officers – 3.1, 3.2, 3.7)
- 5) Approved as amended February 20, 1999 (Preamble)
- 6) Approved as amended February 20, 1999 (Spiritual Director qualifications
Append.1)
- 7) Approved as amended October 16, 2010 (Section III Officers – 3.2)
- 8) Approved as amended April 16, 2011 (Section III Officers – 3.2)
- 9) Approved as amended July 19, 2014 (Section II Quorum and Voting
Requirements – 2.4)
- 10) Approved as amended October 15, 2022.

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