

**THE BYLAWS OF
THE ASSOCIATION OF UNITED PAGANS
(A CALIFORNIA RELIGIOUS CORPORATION)**

ARTICLE I – NAME AND INCORPORATION

SECTION 1 The name of this religious organization shall be The Association of United Pagans, which may operate under that name or the name AUP, and shall hereinafter be referred to as The AUP or the Association.

ARTICLE II – PRINCIPLES AND OBJECTIVES

SECTION 2 The AUP is a religious organization devoted to the education and support of the pagan religions, their members, their families and their groups. Through the unification of the pagan religions and the facilitation of communication mediums using modern age technical resources we can create a strong network of like peoples with like principles sharing and educating each other as well as the general public. This Association is organized exclusively for the following non-profit religious purposes:

- a. To provide support, education, and pagan resources to members of the pagan religions, their families, and groups.
- b. To build a centralized directory of pagan groups throughout the U.S.A and Canada.
- c. To better enlighten the general public on Paganism, it's meanings, and its practices.
- d. To assist association members in building structured venues for pagan worship.
- e. To build a foundation for a strong and united Pagan community.
- f. To assist those wanting to make a difference in the world through community outreach.
- g. To perform the full range of legal activities practiced by any United States based non-profit religious organization.

ARTICLE III – MEMBERSHIP

SECTION 3.1 Member Classes

The Executive Board may set different classes of membership with different duties, rights and privileges at any time. The two initial classes set forth are the organization class, charter class and individual class. Those classes eligible to vote shall be referred to as “voting members” in these bylaws. The voting members will be comprised of the individuals belonging to the charter class and the three (chair members) of any organization class membership.

SECTION 3.2 Membership Eligibility

Any organization applying for membership must have a minimum of three (3) members and these named members will be the three (3) voting members of that sub-group. See sub-groups in Article VI. There are absolutely no monetary dues ever owed to The AUP. However, organization class members must hold one (1) earth rejuvenation day per quarter to maintain their membership. Individual class members are encouraged to associate themselves with a sub-group so as to participate in an earth rejuvenation day or they may develop their own earth rejuvenation day with a group of family or friends once per year. Individuals with physical limitations can ask the AUP home office for another "earthly service" to be substituted. No individual whether Pagan or with Pagan interests will be denied membership.

SECTION 3.3 Other Religious Memberships

Membership in other religious groups shall not be an impediment to membership in The AUP provided that such memberships do not conflict with the purposes of The AUP and will not cause reasonable people to question the reputation of this association.

ARTICLE IV – EXECUTIVE BOARD

SECTION 4.1 Board Powers

The Executive Board shall have full power and authority over the affairs of The AUP and all of its sub-groups, except that, it shall be subject to the orders of The AUP in the form of resolutions approved by meetings and referendums of the Association as provided for in Article 5.

SECTION 4.2 Board Member Composition

The Executive Board shall be composed of a minimum of five and a maximum of thirteen directors provided that there shall always be an odd number of board member positions. Should the number of board members need to be reduced, the reduction shall be made through attrition as board members resign or their terms end.

SECTION 4.3 Term of Office

Board member shall be elected for staggered terms of one (1), two (2), three (3), four (4) and five (5) year terms and shall be eligible for re-election. It shall be determined by the Board Members themselves who shall hold the longest and who shall hold the shortest term of office. This is generally done by, but not limited to, drawing straws in order to have a fair and equitable outcome.

SECTION 4.4 Qualifications

Except when no members willing and otherwise eligible to serve meet this requirement, no person shall serve as a board member unless the person shall have been a member of a pagan genre for at least the previous year prior to their election.

SECTION 4.5 Nomination and Elections

Nominations and elections for board members shall be held as determined by the Executive Board provided that the procedure either starts a maximum of one month before the Annual Meeting and is completed by the end of the Annual Meeting or starts at the Annual Meeting and is completed no later than one month after the end of the Annual Meeting.

SECTION 4.6 Filling Vacancies

A Special Meeting, or a Referendum, held within 30 days of the creation of the vacancy, shall fill any vacancies on the Executive Board.

SECTION 4.7 Removal of Board Members

A board member may be removed by two-thirds vote of the Association at an Annual or Special Meeting or via a Referendum. They may also be removed by a three-quarters vote of the Executive Board.

SECTION 4.8 Corporate Officers

The Executive Board shall appoint from amongst the board members or eligible members of The AUP, by simple majority vote, the following officers: a President/CEO, a Vice President, a Secretary and a Treasurer. These officers shall serve for one year before re-election by the Executive Board, until such time as they resign or until the Executive Board elects their replacement.

SECTION 4.9 Minor Officers

Additional minor officers may be created and filled by the Executive Board at their discretion. Such officers shall serve at the pleasure of the Executive Board and perform such duties as the Executive Board shall direct.

SECTION 4.10 Rules of Procedure

The Executive Board may adopt its own rules of procedure and parliamentary authority. The Executive Board may meet in person, on the Internet, or by such other means as it may decide. The Executive Board shall report its decisions and actions to the membership at least once a month.

ARTICLE V – MEETINGS

SECTION 5.1 Annual Meeting

- a. The Executive Board shall call an annual meeting of the membership each year on a date set by the Executive Board and announced to the membership at least six (6) months in advance.
- b. The Annual Meeting shall operate under such Standing Rules as the Executive Board may set, but those rules may be set-aside in specific cases by two-thirds vote at the Annual Meeting. The quorum of the Annual Meeting shall be 25% of the voting membership, although the Executive Board may lower this requirement to a minimum of 10% provide the quorum is stated in the call of the meeting.
- c. The Annual Meeting shall be for the purpose of receiving reports of officers, boards, committees and other sub-groups of The AUP, for nominating and/or electing members to the Executive Board, and for any other business the members of the Association wish to conduct.

SECTION 5.2 Special Meetings

- a. Special Meetings may be called by the Executive Board as needed and shall be called upon written request of ten voting members of the Association or 10% of the voting membership, whichever is less. The purpose of the special meeting call shall be stated in the call itself. Except in cases of emergency. Special Meetings may also be held online via the Internet but at least two weeks notice shall be given.
- b. Special Meetings shall operate under the same Standing Rules as the previous Annual Meeting, but those rules may be set-aside in specific cases by two-thirds vote at the Special Meeting. The quorum of a Special Meeting shall be 25% of the voting membership; although the Executive Board may lower this requirement to a minimum of 10% provided the quorum is stated in the call of the meeting and provide that the quorum may not be set higher than the quorum of the previous Annual Meeting.
- c. Special Meetings can take any of the action of an Annual Meeting, but are limited to those issues listed in the call of the Special Meeting. Resolutions approved at a Special Meeting shall only be binding on the Executive Board until the next Annual Meeting.

SECTION 5.3 - Referendums

The Executive Board may decide to hold a referendum through electronic means or through postal mail at any time, and such a referendum may be used instead of a special meeting, should the topics under consideration lend themselves to such treatment.

ARTICLE VI – SUB-GROUPS

SECTION 6.1 Sub-Groups & Chapters

The AUP may charter other pagan sub-groups such as temples, churches, pagan interest groups, standing committees, boards, guilds, councils, etc. under such procedures and rules as the Executive Board may establish.

SECTION 6.2 Online Meetings

Special Meetings may be held online to accommodate the various chapters and to assist in possible hardships of it voting members and member majorities. Two weeks notice will be given to members prior to meetings.

ARTICLE VII – GENERAL PROVISIONS

SECTION 7.1 Member Privacy

While organization and voting members may be required to provide their legal name, address, and other personal information on their membership application, members shall not be required to make such information available to other members in The AUP's mailing lists, message boards, other online venues or physical activities. The AUP will, however, publish a list of organization class members and the subgroup's city and state to help members find other members with similar interests.

SECTION 7.2 Open Record Keeping

The AUP's accounting records shall be available to all members. A summary report shall be published online to the member's quarterly. Detailed records may be obtained from the Treasurer for the cost of reproduction and mailing.

SECTION 7.3 Discrimination Prohibited

The Association shall not discriminate on the basis of race, gender, sex, sexual orientation, ethnic origin or any previous Abramaic religious background. The AUP understands that pagans come from various walks of life.

ARTICLE VIII – NON-PROFIT NATURE

SECTION 8.1 Religious Purposes

Notwithstanding any other provision of these articles, The AUP is organized exclusively for one or more of the purposes, as specified in Section 501(c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws, and shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

SECTION 8.2 Earnings

No part of the net earnings of The AUP shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that The AUP shall be authorized to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of its purposes as set forth in these bylaws.

SECTION 8.3 Political Participation

No substantial part of the activities of The AUP shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by the Internal Revenue Code Section 501(h)), and the corporation shall not participate in, or intervene in (including the publication or distributions of statements) any political campaign on behalf of or in opposition to any candidate, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

SECTION 8.4 Dissolution

In the event of dissolution, all of the remaining assets and property of The AUP shall after necessary expenses thereof be distributed to another organization exempt under Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose upon approval of a court of competent jurisdiction.

ARTICLE IX – AMENDMENTS

SECTION 9 These Bylaws may be amended by unanimous vote of the full membership of the Executive Board; by two-thirds vote of the Executive Board ratified by two-thirds vote of the Association’s voting members in a Referendum; or by two-thirds vote of the Executive Board at two consecutive Annual Meetings.

PROVISOS

Initial Officers and Executive Board

The initial officers of The Association of United Pagans shall be: Kenneth Cheeseman who shall serve as President, Wil Hatfield who shall serve as Vice President, Elise Fisher who shall serve as Secretary and Shylah Erskin who will serve as Treasurer.

The initial members of the Executive Board are: Kenneth Cheeseman, Wil Hatfield, Elise Fisher, Shylah Erskin, Jessica Hilberg, Chris Dunkin, Faith Martindias, Kristy McFadden, Patty Brewer, Jesse Rangel, Edye Cheeseman.

Kenneth Cheeseman - President _____ **KENNETH CHESEMAN** _____

Elise Fisher - Secretary _____ **ELISE FISHER** _____

Date: 5/6/2006