



MINISTRIES UNLIMITED BYLAWS

ARTICLE I NAME & OFFICES

The name of this Corporation shall be Ministries Unlimited. The principal office of the Corporation shall be located in the State of Illinois at the address of its registered office, or at such other place as the Board of Directors may designate. The Corporation may have such other offices, either within or without the State of Illinois, as the Board of Directors may designate or as the business of the Corporation may require from time to time.

ARTICLE II PURPOSE

Ministries Unlimited is organized exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future federal tax law, including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3). Specifically, Ministries Unlimited exists to establish and hold funds for the relief of the poor, the distressed, the underprivileged, and the less fortunate. The Corporation may establish, receive, hold, invest, administer, and distribute funds and other property in furtherance of its exempt purposes, including providing relief to the poor, distressed, underprivileged, and less fortunate; supporting churches, ministries, missionaries, and charitable organizations; and acquiring, owning, leasing, improving, maintaining, selling, or otherwise disposing of real and personal property as necessary to accomplish its purposes. No part of the earnings of the Corporation may inure to the benefit of its members, directors, or officers, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article II. The Corporation may buy, own, and sell real estate and shall be empowered to provide maintenance upon such real estate, and shall have such other, further, and different powers as may be necessary to accomplish any of the foregoing purposes.

Notwithstanding any other provision of these Bylaws, this Corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the stated purposes of this Corporation.

ARTICLE III NATURE OF ENTITY

This Corporation is an association of churches who have voluntarily joined themselves for the purposes as herein stated. Each member church shall retain its autonomy and governance, and nothing in these Bylaws shall be construed to infringe upon the self-governance, doctrine, worship, leadership, membership, or internal affairs of any church associated with the Corporation. An associated church may withdraw at any time upon written notice. The Corporation may also terminate an association if a church no longer aligns with the Statement of Faith or engages in conduct contrary to the mission and values of the Corporation. It is the desire of the Corporation that Jesus Christ be manifested through the meeting of human needs and the demonstration of Christian values marked by compassion, sympathy, and consideration of others. The Bible is the sole and final source of all that the corporate Membership and Officers believe and practice. Each associated church shall reaffirm its alignment with the Corporation's Statement of Faith and its intention to remain affiliated by completing an annual affiliation report, due by a date set by the Board of Directors.

ARTICLE IV MEMBERSHIP, BOARD OF DIRECTORS, AND VOTING

- A. Membership in this Corporation shall be of a voluntary nature without any financial requirement. The Board of Directors shall consist of active members who shall be the current Pastor/Minister and two members at large of each participating congregation. Voting privileges shall be accorded to all active members. Notwithstanding the foregoing, the Board of Directors shall at all times consist of at least three (3) directors, as required by the Illinois General Not For Profit Corporation Act.
- B. Votes shall be cast in person. No proxy votes shall be permitted.
- C. Vacancies occurring among the representatives of a participating congregation shall be filled by that congregation in accordance with its own governance procedures. A vacancy in an officer position shall be filled pursuant to these Bylaws until the next annual meeting.
- D. Directors and officers shall serve without compensation by reason of their office. Nothing herein shall prohibit the Corporation from paying reasonable compensation to a director or officer for services rendered in a capacity other than as a director or officer, provided any such compensation complies with applicable law and the Corporation's conflict of interest policy.
- E. For purposes of the Corporation's doctrine, practice, or policies, the Corporation's governing Board is the final interpretive authority on the Bible's meaning and application for this organization.

ARTICLE V OFFICERS

- A. The officers of the Corporation shall include a President, a Secretary, and a Treasurer, each of whom shall be elected from among the Board of Directors at the annual meeting. Officers shall serve for a term of one year. Any two or more offices may be held by the same person, except the offices of President and Secretary.
- B. The President shall serve as the principal executive officer of the Corporation, shall preside at meetings of the Board of Directors and the membership, shall supervise the

affairs of the Corporation subject to the authority of the Board of Directors, and may execute contracts and other instruments authorized by the Board. If the President is absent from the meeting, a Chairman pro tempore shall be chosen from among the membership present.

- C. Each officer shall serve until his or her successor has been duly elected and qualified or until the officer's earlier resignation, removal, death, or incapacity.
- D. Any officer may be removed from office by a two-thirds (2/3) vote of the Board of Directors whenever the Board determines that removal is in the best interests of the Corporation. Removal from office shall not affect any contractual rights the individual may otherwise possess.
- E. Any vacancy occurring in an office because of death, resignation, removal, disqualification, or otherwise shall be filled by the Board of Directors for the remainder of the unexpired term.
- F. The Secretary shall keep the minutes of all meetings of the Corporation and the Board of Directors; maintain the corporate records; provide notices required by these Bylaws; maintain a current roster of directors and officers; and perform such other duties as may be assigned by the Board of Directors.
- G. The Treasurer shall oversee the financial affairs of the Corporation, ensure that accurate financial records are maintained, present financial reports as requested by the Board of Directors, and perform such other duties as may be assigned by the Board. The Treasurer may delegate bookkeeping functions as approved by the Board but shall remain responsible for financial oversight.

ARTICLE VI MEETINGS

- A. The Corporation shall meet at least three times each year for the purpose of presenting general information and receiving recommendations for consideration by the membership. One such meeting each year shall be designated as the annual meeting for the election of officers and the transaction of other business.
- B. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business. A quorum shall not exist if more than fifty percent (50%) of those present are related by blood or marriage or have substantial overlapping financial interests.
- C. Directors may participate in meetings through continuous video conference or other electronic means that permit all participants to hear one another simultaneously.
- D. Unless otherwise provided in these Bylaws, the affirmative vote of a majority of the directors present at a meeting at which a quorum is established shall constitute the action of the Board.
- E. Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if all directors unanimously consent in writing or by electronic transmission to the proposed action.
- F. Special meetings may be called by the President or upon the written request of any two members of the Board of Directors.

- G. Written notice of all regular and special meetings shall be provided at least fourteen (14) days in advance by mail, personal delivery, or electronic mail. Attendance at a meeting constitutes waiver of notice unless a member attends solely to object that the meeting was improperly called. A director present at a meeting at which action is taken shall be presumed to have assented to the action unless his or her dissent is entered into the minutes before adjournment or is delivered in writing to the Secretary immediately following the meeting. This provision shall not apply to a director voting in favor of the action.

ARTICLE VII INDEMNIFICATION

- A. To the fullest extent permitted by applicable law, the Corporation shall indemnify any person who is or was a director, officer, employee, or agent of the Corporation against reasonable expenses, including attorneys' fees, judgments, fines, and amounts paid in settlement, actually and reasonably incurred in connection with any threatened, pending, or completed action, suit, or proceeding arising out of such person's service to the Corporation, provided that such person acted in good faith and in a manner reasonably believed to be in or not opposed to the best interests of the Corporation. No indemnification shall be provided for acts or omissions involving fraud, willful misconduct, gross negligence, or knowing violations of law, or as otherwise prohibited by applicable law.
- B. Approval of Settlements. Any settlement for which indemnification is sought shall be subject to approval by the Board of Directors if required by applicable law or if the Board determines such approval is in the best interests of the Corporation.
- C. Insurance. The Board of Directors may authorize the purchase and maintenance of directors' and officers' liability insurance or other insurance on behalf of any director, officer, employee, or agent of the Corporation against liability asserted against or incurred by such person in any such capacity, whether or not the Corporation would otherwise have the power to indemnify such person under these Bylaws or applicable law.

ARTICLE VIII CONFLICTS OF INTEREST

- A. The officers and members of the Board of Directors shall conduct the affairs of the Corporation in a manner that avoids conflicts of interest and promotes the best interests of the Corporation.
- B. Any director or officer having a direct or indirect financial or personal interest in any matter before the Board shall disclose the nature of the interest prior to any discussion or vote on the matter. After such disclosure, the interested person shall not participate in the discussion or vote concerning the matter, except to provide factual information if requested by the Board.
- C. The remaining disinterested members of the Board shall determine whether a conflict of interest exists and whether the proposed transaction or arrangement is fair, reasonable, and in the best interests of the Corporation.

- D. The Secretary shall record in the minutes any disclosure of a conflict of interest, the determination of the Board, and the action taken.
- E. No director or officer shall vote on any matter relating to his or her own compensation or any transaction in which he or she has a financial interest.
- F. Each director and officer shall annually acknowledge his or her obligation to comply with this Article. The Board of Directors may adopt additional conflict of interest policies or procedures consistent with these Bylaws and applicable law.

ARTICLE IX

CONTRACTS, LOANS, CHECKS, AND DEPOSITS

- A. The Board of Directors may authorize any officer, agent, or representative of the Corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or limited to specific transactions.
- B. No loans shall be contracted on behalf of the Corporation, and no evidence of indebtedness shall be issued in its name, unless authorized by the Board of Directors.
- C. All checks, drafts, notes, or other orders for the payment of money issued in the name of the Corporation shall be signed by such officer or officers, agent or agents, as the Board of Directors may designate.
- D. All funds of the Corporation not otherwise invested or used shall be deposited in the name of the Corporation in such banks, trust companies, or other financial institutions as the Board of Directors may designate.

ARTICLE X

FISCAL YEAR

The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December of each year.

ARTICLE XI

AMENDMENTS

These Bylaws may be altered, amended, or repealed by the affirmative vote of a three-fourths (3/4) majority of the voting members present at any meeting at which a quorum is present, provided that written notice of the proposed amendment, setting forth the substance of the proposed change, was given in accordance with the notice provisions of Article VI. No amendment shall be inconsistent with the Corporation's Articles of Incorporation, its exempt purposes under Section 501(c)(3) of the Internal Revenue Code, or applicable law.

ARTICLE XII

DISSOLUTION

The Corporation may be dissolved in accordance with the Illinois General Not For Profit Corporation Act. The Board of Directors may propose dissolution when participation from the congregations ceases or is found to be of no effect, or when the purposes for which the Corporation was founded are no longer valid, and such dissolution shall be effected only upon the approval required by law and the filing of articles of dissolution with the Illinois Secretary of

State. Upon the dissolution of the Corporation, all assets remaining after payment of its liabilities shall be distributed exclusively to one or more organizations that are organized and operated exclusively for religious, charitable, educational, or scientific purposes and that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as selected by the Board of Directors. Any such assets not so disposed of shall be distributed by a court of competent jurisdiction exclusively for such purposes.

THESE BYLAWS ARE HEREBY ADOPTED THIS 29th DAY OF JULY, 2026.

In witness whereof, we have hereunto set our hand this 29th day of July, 2026.

Brian Bradshaw, Board President

Jill Finley, Board Vice-President

Lori Bradshaw, Board Secretary