



New York Region Pathwork Bylaws

Revised December, 2011

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1. Mission Of The Organization

The New York Region Pathwork is a community of souls who are learning and living the Pathwork lectures with the intent to grow towards our Godselfes. We bring the teachings into our every day lives, uncovering and expressing more and more of our divine essence.

We provide introductions to the Pathwork as well as ongoing classes & workshops in Pathwork using primarily the lectures. We provide an atmosphere that encourages communicating honestly, making the unconscious conscious, claiming our greatness, being self-responsible and exposing the lower self as a means of transforming it. We strive to have conscious contact with God through prayer and meditation. As we apply the Pathwork teachings in our interactions within the organization, we discover a new way of governing ourselves that we apply to our personal lives as well. As we model and teach the Pathwork with this new level of consciousness, we explore ways to bring both the Pathwork and the new way of governing ourselves to the world more fully.

2. Purpose of the Bylaws

The intention of these Bylaws is to provide a framework for administering the organization in keeping with spiritual law and the principles presented by the Guide as well as with temporal legal requirements. It is our goal to model, as fully as we can, the principles we teach and to demonstrate that material needs and concerns can be met and be consistent with spiritual law and practice.

3. Guiding Principles

As members of an organization dedicated to teaching and following the Pathwork, we implement the following principles as fully as we can in every contact with fellow Pathworkers or on behalf of the organization:

- Open and honest communication
- Loving confrontation of fellow Pathworkers
- Self-responsibility including identifying and resolving any issues that separate us from the other.
- Surrendering of our self-will and the willingness to give over to the higher good of the organization and all concerned.

4. Board Of Directors

The Board of Directors is responsible and accountable to the community for implementing these Bylaws and setting and overseeing the implementation of policies designed to assure the success of the organization. The larger task of the Board is to assure that all operations and policies of the New York Region Pathwork act and remain in alignment with the Pathwork teachings and applicable temporal laws.

More specifically, the Board of Directors shall be responsible for authorizing expenditures and overseeing the general management of the organization and its fiscal affairs (budget, real assets, real estate, borrowings, terms of employment, insurance, fund raising, etc.). While the Board sets broad policy guidelines, it is expected to delegate responsibility for operations to appropriate individuals or committees. Any responsibilities not specifically assigned elsewhere by these Bylaws shall reside in the Board of Directors.

The Board will meet at least quarterly for the purpose of making decisions and overseeing the operations of the New York Region Pathwork, Inc. Meetings, except when closed by the Board for sensitive issues, shall be open to the membership.

Acting through its President as signatory, the Board shall have the power to make contracts and agreements, borrow money, and settle legal affairs in the name of the New York Region Pathwork, Inc., within the limits of these Bylaws and as prescribed by law and the Certificate of Incorporation. The Board may form committees and shall define their responsibilities in writing. It may also delegate decision-making power to individuals or to committees, but it may not delegate its ultimate responsibility.

Board members may not be held personally liable by the organization for Board decisions or for any other decisions or activities conducted in the performance of their duties as Board members. The Board shall maintain a close working relationship with the Pathwork Foundation and other regions through a designated Board member or an appointed or designated liaison.

Qualifications and term of office

The Board of Directors shall consist of no more than 11 directors.

Directors must: be voting members of the New York Region; have made a Stage 3 commitment in a formal ceremony, or acknowledge their willingness to make the commitment in the next ceremony or acknowledge that they have made such a commitment privately and do not wish to do it in a formal ceremony; have completed at least three years of formal study of the Guide lectures in the PWS program or equivalent as determined by the executive director or Program Council; and have completed three years of work with an approved helper one of which may be with an approved therapist (minimum of 18 sessions per year).

Board members must continue their own self-transformation work including helper sessions. Each Board member, within the limits of his or her abilities, is further expected to participate in the ongoing activities of the region and provide a spiritually conscious leadership to the Pathwork community. A full term for a director shall be three years. Terms shall begin immediately following the ratification.

Selection of Board members

There shall be an annual calling forth (see definitions) of Board members. Candidates who are called must submit a letter of intent to the Vice President within 30 days of the ceremony. The letter shall state the candidate's higher self, lower self and mask reasons for wanting to serve and the skills and qualities they bring. Copies of the letters shall be distributed with the ballots. The community must ratify all qualified candidates (see section 9 Membership, Voting rights).

Quorum & Notice of meetings

The quorum for a Board meeting shall consist of more than one-half of the total number of Board members. A quorum must be present for the Board to conduct binding business of any kind. Board members must receive notice of all Board meetings at least ten days in advance unless there is an emergency in which case they should receive as much notice as possible.

The decision-making process

In keeping with the traditions of the Pathwork, concerted efforts should be made to reach decisions by consensus -- drawing on guidance, inspiration, *inspiralling* (see definitions), visualization, meditation, and other processes that might be helpful.

When consensus seems unattainable, decisions will be postponed until the next meeting to allow time for Board members to undertake whatever process will help them arrive at a consensus, unless the Board agrees by consensus that a postponement will not be useful. If at the next meeting a consensus still cannot be reached, a decision may be made by voting. Binding decisions will require a quorum and, if a vote needs to be taken, a simple majority vote, except where a two-thirds vote or other requirements are

specified by these Bylaws. Once a vote is taken, all members are expected to support the decision, without abandoning their principles.

Proxy votes are not permitted but emergency Board meetings may be conducted by conference call with reasonable notice.

Remuneration

Board members shall receive no remuneration for their work on the Board of Directors, although they may be reimbursed for travel or business expenses incurred on behalf of the organization and approved by the Board in advance.

Board members may not work for the organization in any paid capacity unless the Board approves the specific appointment in open meeting.

Duties of Board members

Board members are expected to attend meetings regularly and to give full and faithful service towards meeting the overall responsibilities of the Board. Each member is expected to come to Board meetings having read, meditated on and otherwise considered the advance material and prepared to report back to the Board from committees or with requested information. Members are further expected to participate actively as the Chair or an active member of at least one working committee.

Removal and replacement of Board members

A Board member may voluntarily resign at any time. Any director may be removed, with or without assignment of cause, by a vote of two-thirds of the entire Board, not including the person being removed, at any non-emergency Board meeting. No member of the board shall be removed from office unless the notice of the meeting at which removal is to be considered states that that is the purpose and s/he is given the opportunity to be heard at the meeting. In the case of the removal, resignation, incapacity, or death of a Board member, the Board may appoint a new member to replace that person. An appointed Board member shall serve until the vote for his/her ratification if he/she is called, but only until the calling forth if he/she is not called.

Twenty percent of eligible members of the organization may call for a special community meeting whose purpose is to review the conduct of the sitting Board and, as appropriate, replace the Board with new members, in whole or in part. A binding referendum that removes the Board requires a two-thirds vote of the members of the organization voting. Affected Board members may not vote in such a referendum.

Officers and their duties

At the first Board meeting of the new term, the new Board will elect a President, Vice President, Treasurer, Secretary, and such other officers as may be appropriate. A person may hold more than one office other than President. If any officer resigns or otherwise vacates his or her office, the Board shall elect a replacement in a timely manner.

The President is responsible for managing the Board and ensuring it addresses necessary issues and that its decisions are implemented. S/He shall also perform other duties that are incidental to the office of President, act as the signing party to contracts and agreements authorized by the Board of Directors and prepare a draft of the annual report.

The Vice President shall temporarily perform the duties of President in case of absence, inability from any cause, or death. During his or her term of office, the Vice President shall be responsible for supervising all elections and reporting their results, for maintaining a roster of all members who are

eligible to vote, for devising and implementing a procedure whereby only eligible members may vote, and for performing other duties which the President may request. In years in which the Vice President is subject to ratification for an additional term, the President shall designate another Board member to supervise the elections and report the results.

The Secretary is responsible for: minutes of all Board meetings, including any decisions made; ensuring that a summary is published and distributed to the membership in a timely fashion; keeping a record of minutes on file and available to the membership; and ensuring that correspondence to and from members of the organization and other parties is disseminated and answered as appropriate. At the time of his or her leaving office, the Secretary shall deliver to the Board President or to the Secretary-elect all records and other properties in his or her possession.

The Treasurer shall act for the Board in a supervisory capacity on all matters of a financial or fiduciary nature. S/He shall make reports to the Board of Directors at each meeting and at other times as needed or requested by the President.

On all fiscal matters, the Treasurer will also act in an advisory capacity to the Board, and will represent the organization to outside parties. The Treasurer may authorize an employee to sign checks for disbursements up to \$4,000; however, no employee may sign his or her own check or a check to an immediate family member without prior written consent from the President. Unless an expenditure is approved by the Board in advance, checks over \$4,000 require two signatures, one of which must be that of either the Treasurer or the President of the Board of Directors.

All funds, books and vouchers in the hands of the Treasurer, or his or her designated representatives, shall at all times be subject to the supervision, inspection and control of the Board of Directors. At the time of his or her leaving office, the Treasurer shall deliver to the Board President or to the Treasurer-elect all books, monies, and other properties in his or her possession.

5. Spiritual Leadership

As Pathworkers, we recognize that each individual is his or her own spiritual leader. However, we also realize that we need reminding of this from time to time. So in the interests of helping us remember our spiritual leadership, our commitment to our path, and our divinity, the Board of Directors, the Program Council and all committees of the Board and Council designate someone (either from their group or outside it, in whatever manner and for whatever length of service they choose) to act as spiritual leader(s) for their meetings. Every other group within the New York Region is strongly encouraged to designate a spiritual leader.

6. Membership

Any person who makes a personal commitment to the principles of the Pathwork may become a member of the organization. The Board is responsible for setting appropriate membership fees and may create various categories of membership.

Full members are entitled to the following:

- A copy of the Bylaws
- A subscription to the New York Region newsletter
- An annual directory of the membership
- An annual report covering the operations of the organization
- Notices of scheduled community meetings
- Other benefits and privileges as defined by the Board of Directors

Voting rights

Each voting member is entitled to participate in all elections unless otherwise specified by these Bylaws. These include annual ratification of the Board candidates, as well as all matters that come before the community. Members are also entitled to vote on any sale or acquisition of real estate, any amendments to these Bylaws, and any other major issue as determined by the Board. Each eligible member has one vote. Any issue required to be brought to a community vote requires a two-thirds majority of those voting to pass. Ratification of a Calling Forth shall consist of approval of each called individual by a simple majority vote of those voting.

In order to be eligible to vote in all elections, individuals must be full members of the New York Region.

Termination of membership

Following a fair and impartial inquiry, any member may be expelled with or without cause by a two-thirds vote of the Board of Directors. Any member may voluntarily withdraw from membership at any time.

Fellowship

In the largest sense, all current and past members of the New York Pathwork belong to the Pathwork fellowship, with or without membership. All are welcome to participate in community activities as designated by the Board. All are encouraged to become dues paying, voting members.

7. Elder Advisory Panel

A committee of at least two elders shall be called forth for a term of three years. If at least two individuals do not feel called, there shall be a Calling Forth annually until there are three called. All helpers, teachers, and ex-Board members who have completed a three-year term are eligible. Also, community leaders who have been involved with the NY Region or other Pathwork region for 10 years and have completed six years of Pathwork Studies or the equivalent are eligible. Elders must be voting members of the New York Region Pathwork, have made a Stage 4 commitment in a formal ceremony, or acknowledge their willingness to make the commitment in the next ceremony or acknowledge that they have made such a commitment privately and do not wish to do it in a formal ceremony, and continue the process of their own self-transformation, including helper sessions.

They shall:

- Handle grievances as requested by the Board or leaders in the community, to assist in bringing people together to work through their differences in spiritual truth.
- Provide guidance to the Board or committees who request help.
- Help remind the community and its members of the principles by which we agree to interact.

A representative of the Elders is encouraged to attend Board meetings.

8. Elections And Voting

The requirements in this section apply to all meetings and votes of the membership, pursuant to these Bylaws whether in a regular or special election or meeting.

Ballots and notice of upcoming meetings of the membership shall be provided in any of the following ways:

- electronic mail or in-person delivery at least 14 days prior to the meeting or due date of ballots
- first class mail at least 17 days prior to the meeting or due date of ballots
- publishing in the organizational newsletter at least 17 days prior to the meeting or due date of

ballots

- bulk mail at least 21 days prior to the meeting or due date of ballots
- A member may request that US mail be used instead of electronic mail.

- When a vote is in conjunction with a meeting, members may vote by absentee ballot or cast their vote in- person at the meeting. Ballots shall be secret. The organization may conduct voting using the internet as long as it determines that the votes are secure and secret. In order for an election to be valid, at least 1/3 of those eligible to vote must vote.

9. Communications And Meetings

Communication among all sectors of the organization is a crucial part of a healthy organization. Minutes of the Board and Program Council meetings shall be published in a timely fashion. The Board shall take steps to ensure that there are ample opportunities for members to be heard, for community issues to be aired, and for members to be informed. At a minimum, this will include a regular newsletter, an annual report, an annual meeting, and a bi-annual survey that solicits the views of the membership. The Board will take steps to ensure that it meets regularly with representatives of committees and of all individuals or groups working on behalf of the organization.

Annual Report

A written annual report shall be distributed as soon after the close of the fiscal year as practicable and prior to the annual meeting. It shall include a summary operating statement and balance sheet, a summary financial report, a report from the Board about highlights of the year just past, and other material deemed suitable by the Board of Directors.

Annual meeting and voting

There shall be an annual meeting to: ratify new Board members; present a report on the previous fiscal year; discuss community issues; and address such other topics as the Board deems necessary. The meeting shall be at or near the offices of the organization or where the major classes meet, or in another location convenient to a majority of members such as New York City. An annual report of the previous year and an agenda must be mailed to all voting members in advance as provided in Article 11.

A special community meeting to address a particular issue may be called at any time by the Board of Directors or by a petition signed by 20% of the total voting membership. Quorum and voting rules that govern the annual meeting also apply to special meetings.

10. Miscellaneous

Fiscal year

The Board of Directors shall set the fiscal year.

Amendments

Amendments to these Bylaws may be proposed by the Board of Directors or by petition of 20% of the voting members and must be ratified by two-thirds vote of the members voting. Amendments will go into effect immediately unless the amendment itself stipulates a different effective date.

Technical or clarifying amendments may be passed by a two-thirds vote of the Board without membership approval. Members must receive notice of these changes within 30 days.

Restrictions on Activities

The New York Region Pathwork is organized exclusively for educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, 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 of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or 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 corresponding section of any future federal tax code.

Dissolution

In the event of dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation, as the board of directors shall determine, in such manner as required by section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue law) and in accordance with the statutes of the State of New York.

Indemnification

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an Officer, Director, Program Council member, Elder Advisory Panel member, or employee of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

This section constitutes a contract between the corporation and the indemnified person. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person

under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

11. Definitions

Calling Forth: A spiritual process where eligible individuals meditate with the intention of letting go of their self-will and seeing whether they feel "called" by their inner will/higher self to serve. When that phase of the process is complete, other eligible individuals (and at the discretion of the person(s) leading the Calling Forth, observers) may ask questions of the called individuals to help them determine if it is right for them to serve. If more people are called than there are positions to be filled, there is a process between the called individuals and including the participation of others, to determine who is right to serve. A calling forth pursuant to these Bylaws shall be open to all members to witness.

Inspiralling: A spiritual process of decision making or exploring ideas where the individuals meditate to let go of their self-will and to receive guidance on a specific subject and then each shares their guidance. More rounds may be done as necessary with the expectation that each round will deepen. Eventually, a consensus is reached.

Spiritual Leader: A person designated to remind us that we are God and that all the resources we need are available to us and within us; and to remind us to act from our Higher Selves.

Simple majority: More than 50% of the members voting

Two thirds vote: 66 2/3% or more of the members voting

12. Appendix A--Stages of Commitment

The Stages of Commitment shall be attached to these Bylaws for reference. They are not considered part of the Bylaws, so they may be changed by the Board.

The Stages of Commitment as of December 2011 are:

Stage I:

The focus of this stage of commitment to the Pathwork is a commitment to the self, to one's own spiritual journey and unfoldment, and to using the Pathwork teachings and process as these can help us to come Home to our divine essence, God within and in all of life.

The Stage I commitment is an expression of your full understanding that the Pathwork is a spiritual path of self-transformation not individual therapy.

You are also fully aware that in working on yourself within the context of the Pathwork, you are linked to a spiritual community whose aim goes beyond personal development.

You commit yourself to studying the lectures carefully.

You commit yourself to keeping an open mind about the truth within you and the truth about ultimate reality, which you will experience in the course of your work.

You commit yourself to examining your tightly held opinions and beliefs in order to clear these obstructions to the greater consciousness within.

Stage II:

The focus of this stage of commitment to the Pathwork is a commitment to relationships with others that are based on truth and love. To our fellow humans on this path we commit to be honest, supportive and appropriately confrontational, and to align with our love and trust of others. To all other living entities, we commit to staying aware of our interconnection and honoring this with love and care.

When you make a commitment to the second stage in your Pathwork, you acknowledge that you are now part of a larger community -- a community of people who are all individually walking the path of purification -- and that you will open yourself to seeing the divine spirit of the higher self in your brothers and sisters as well as in all Creation. You share responsibility with them in the building of a new society. You commit yourself to carrying this awareness with you at all times.

You are willing to listen to your friends when they confront you and to consult your innermost self to know whether the confrontation is relevant and accurate.

You are also prepared to take the risk to confront your peers as an expression of your love and caring. You commit yourself to giving up the negative pleasure of maligning and collusion, and to always be willing to question with an open mind what is the truth, for the sake of the larger cause you are embracing.

Stage III:

The focus of this stage is a commitment to enter yet more fully into an acknowledgement of planetary responsibility.

When you make a commitment to this stage in your pathwork, you commit to being open to experience the Pathwork not only as a personal venture, but also as service to the planet.

You commit yourself to participating in the creation of a new society in God and Christ.

Although you may still have some doubts in God and/or Christ, you are willing and open to experience whatever the truth may be.

You commit yourself to deepen your study and practice of the Pathwork teachings in order to bring their wisdom into the world, in whatever way your vocation will manifest.

You may desire to enter the Helpership Development Program or to continue on to the final years of Pathwork Studies to further learn about helpership principles and service. These do not necessarily mean becoming a regular helper, but this does mean that you commit to undertake a task in the greater plan for which helpership principles and a deepening understanding of service are necessary.

You recognize that this commitment implies a greater responsibility for the Whole -- the Pathwork community and the world at large.

You are prepared to want to, not have to, contribute in some way to the growth of the community. You commit to pray for the love of this venture.

Stage IV:

A commitment to this stage of the Pathwork is a commitment to helpership and other activities of responsibility within the community; all leadership falls into this category.

You commit yourself to help others faithfully and to carry out your responsibilities in all ways.

You commit yourself to cleansing your motives daily so that you can give to the person you help and the community you serve without ulterior motives, whether these be ego or power motives, or motives for personal gain. These motives may still exist, but they can be eliminated every day by renewing this commitment to Jesus Christ and the Christ Consciousness within, which personally guide you in this task.

You consider your own pathwork a necessary prerequisite to executing your duty as a helper or leader, for being able to be the best you can be.

You commit yourself to becoming a model, an example for those whom you will help and for the community that you serve.

You commit to do your utmost in your personal pathwork to resolve whatever authority problem you may still have. For how can you be a truly inspiring authority and leader if your attitude toward authority is still distorted?

You are prepared to face the possible hostility of your workers or of community members, and to deal with this pain rather than colluding with them so as to avoid this pain.

As a helper or leader in the community, it has definitely become a part of your task to also contribute to the community in some manner, according to your gifts and talents. You commit to consider this a part of your task.

In this ritual celebration of initiating your new status, you establish a strong spiritual root and bond. If you tear up this form by suddenly dissolving it on the material level, you inflict harm on those whom you help, those who have looked up to you and, most of all, on yourself. Are you fully aware of this responsibility and are you willing to honor it?