SOCIETY FOR CARIBBEAN PENTECOSTAL THEOLOGY

Sociedad para la Teología Pentecostal Caribeña

(SCPT | STPC)

Bylaws and Administrative Policy

Revised draft for consideration by the Founding Board

October 26, 2026

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Revision Note

This version keeps the two-tier structure (a permanent Founding Board and an elected Board of Directors) and removes the internal contradictions of the earlier draft. Cross-references now point to sections that exist; text in brackets **[TO BE CONFIRMED]** requires a decision by the Founding Board.

Contradictions resolved

- **Name.** Section 1.1 omitted "Pentecostal." The name is now consistent: Sociedad para la Teología Pentecostal Caribeña (STPC) / Society for Caribbean Pentecostal Theology (SCPT).
- **FB and JAF.** Two abbreviations were used for the same body. It is now consistently the Founding Board (FB).
- **Who elects the Board of Directors.** Section 4.6 said members do not elect directors; Articles VI and VII said the Assembly elects them. Adopted rule: the Assembly elects and the FB ratifies.
- **Who amends.** Article XI allowed the Board alone to amend; Section 5.8 required the FB and the Assembly. The double-approval model is adopted (Article XII).
- **Dissolution.** It went through the Board alone. It now requires the BD, the FB and the Assembly.
- **Removal of founders.** Section 5.5 and Article 41 had different rules. A single rule remains (Section 11.6).
- **Leftover text.** Section 5.3 contained a paragraph from another model (directors elected by the Board with staggered terms). It was deleted.
- **"Majority."** The definition required half plus one of all active members, which would make almost any vote impossible. Simple, absolute and qualified majorities are now defined.
- **Action without a meeting.** One section required a majority and another unanimity. Unanimity is adopted, the safer practice in Puerto Rico.
- **Institutional vote.** The table said institutions do not vote and Section 4.6 said they do. Adopted rule: they do not vote.
- **Budget and financial review.** Each function is now assigned to a single body.
- **Duplicates.** There were two Sections 6.3 and two Sections 6.11, and the Communications chapter announced in the preliminary note was missing. It was added as Article IX.
- **External references.** "As established by the SPS" was removed from the disciplinary procedure: bylaws should not depend on another organization's rules.

What was taken from the SOTS model

- A short, numbered statement of purposes (Section 2.1).
- An obligation to hold at least one meeting each year (Section 7.1).
- Admission supported by two members and approved by the governing board, reported to the Assembly (Section 4.3).

- Half-price dues for retired, student and unemployed members (Section 4.5).
- Life membership after years of paid dues or for distinguished service (Section 4.6).
- Lapse for unpaid dues with automatic restoration upon payment (Section 4.8).
- A cap on honorary members and an annual limit on appointments (Section 4.7).
- Limits on continuous service and a year off (Section 6.5).
- An emergency power to fill an office for six months (Section 6.12).
- Amendments with prior notice, two-thirds approval and confirmation at a later session (Article XII).
- A public revision history at the end of the Bylaws.

Decisions pending for the Founding Board

☐ Length of the founding stage: five (5) years proposed (Section 13.4).

Preamble

The Society for Caribbean Pentecostal Theology brings together researchers, educators, students, ministers and church leaders devoted to the study of Pentecostal theology in the Caribbean context. It recognizes the historical, cultural, linguistic and ecclesial diversity of the peoples of the Caribbean and their diaspora.

These Bylaws establish how the Society is organized and governed: its bodies, the limits of their authority, the rights and duties of its members and the way decisions are made. They are interpreted in accordance with applicable law and the Certificate of Organization, with integrity, transparency and accountability.

ARTICLE I
Name, Organization and Definitions

Section 1.1. Name

The name of the organization is Sociedad para la Teología Pentecostal Caribeña (STPC), registered with the Puerto Rico Department of State under No. 583760 and holding EIN 66-1136838 under that name. It is also known as Society for Caribbean Pentecostal Theology (SCPT), the name on its IRS determination letter. Both names designate this entity. In these Bylaws, "Pentecostal" includes the charismatic tradition.

Section 1.2. Organization

The Society is a nonprofit association organized on June 15, 2026, and registered on that date in the Registry of Legal Entities of the Puerto Rico Department of State under No. 583760, as stated in its Certificate of Organization (Annex A).

Section 1.3. Principal office

The principal office is in Puerto Rico, currently at Urb. Jaime L. Drew, Calle 5 #131, Ponce, Puerto Rico 00730, or at another address the BD designates. The Society may meet and operate in other places, including virtually.

Section 1.4. Resident agent

The resident agent is Dr. Luis A. Quiñones-Román, at Urb. Jaime L. Drew, Calle 5 #131, Ponce, Puerto Rico 00730, until the Society registers a change with the Department of State.

Section 1.5. Fiscal year

The fiscal year runs from July 1 to the following June 30.

Section 1.6. Legal basis

The Society is governed by Act No. 55-2020, as amended, known as the Civil Code of Puerto Rico, and other applicable law, by its Certificate of Organization and by these Bylaws.

Section 1.7. Languages

The Society operates in Spanish and English and welcomes French, Dutch and the Creole languages of the Caribbean in its activities. If the Spanish and English versions of these Bylaws differ, the English version controls.

Section 1.8. Founders

Dr. Luis A. Quiñones-Román is the Founder. Frederick X. Rodríguez-Castro and Ivelisse García-Pérez are Co-founders. They are the founding directors named in the Certificate of Organization (Annex A). These titles recognize their role in establishing the Society and carry no additional vote in the Assembly. Founding status by itself gives no financial benefit; pay for an office is governed by Section 10.11.

Section 1.9. Definitions

In these Bylaws:

Term	Meaning
Society	The SCPT / STPC.
Certificate of Organization	The organizing document registered with the Puerto Rico Department of State.
Founders	The Founder and the two Co-founders (Section 1.8). The status is personal and non-transferable.
Founding Board (FB)	The permanent body made up of the founders, custodian of the mission, vision and identity of the Society (Article V).
Board of Directors (BD)	The executive body of five offices elected by the Assembly and ratified by the FB (Article VI), or assigned under Section 13.1 during the initial period.
Board of Trustees (BT)	The name the FB takes under Section 5.15.
General Assembly (Assembly)	The meeting of the members entitled to vote. It is regular when it is the annual meeting, and special when called for a specific matter (Article VII).
Active member	A member whose membership is current and whose dues are paid (Section 4.4).
Voting member	An active member of a category that votes under Section 4.2.
Initial period	The period governed by Section 13.1, from June 15, 2026, until the first elected BD takes office. It is part of the founding stage.
Founding stage	The five years from June 15, 2026, to June 14, 2031 (Section 13.4).
Quorum	The minimum number of persons present for a body to decide validly.
Simple majority	More votes in favor than against among those voting; abstentions are not counted.
Absolute majority	More than half of the body's members in office.
Qualified majority	Two-thirds or three-quarters, as indicated, of those voting, unless the text says "in office."

In office	Members currently holding their position, not counting vacancies or suspended members.
Independent outside evaluator	A person with experience in nonprofit governance, with no family, employment or business tie to the parties, appointed by their agreement, who issues a non-binding written report.
Ethics Committee	The Ethics and Discipline Committee (Section 11.2).
Days	Calendar days. If the last day is not a business day, the deadline falls on the next business day.
In writing	Includes email and other means that leave a record, unless a signature is required.

Section 1.10. Hierarchy and interpretation

The order of precedence is: the law, the Certificate of Organization, these Bylaws and internal policies. Matters not provided for are resolved by the FB through a written resolution reported to the Assembly (Section 5.7). In assemblies, the current edition of *Robert's Rules of Order* applies on a supplementary basis.

ARTICLE II
Purposes

Section 2.1. Statement of purposes

1. The Society is an academic association of researchers, teachers and others devoted to the study of Pentecostal and charismatic theology.
2. The Society is ecumenical within the Pentecostal tradition. It represents no denomination and welcomes the region's diverse ecclesial expressions, as well as scholars of other traditions interested in its field of study.
3. The Society is mindful of the linguistic, cultural and island diversity of its membership and seeks to meet their different needs for scholarly support.
4. The Society accepts a special responsibility for promoting these studies in the Caribbean and its diaspora. It does so by organizing meetings, publishing and promoting works, supporting emerging scholars and representing its members before other academic bodies.

Section 2.2. Mission

To promote the scholarly study and public understanding of Pentecostal theology from and for the Caribbean and its diaspora.

Section 2.3. Vision

To be the leading forum in the Caribbean for a Pentecostal theology that is rigorous, contextual and relevant to the historical, cultural, social and ecclesial realities of Caribbean peoples.

Section 2.4. Activities

To fulfill its mission, the Society may:

1. Hold an annual conference, seminars, forums and online meetings.
2. Publish a peer-reviewed journal (Article VIII) and other scholarly and educational works.
3. Support research, students and emerging scholars, including through prizes and scholarships.
4. Share knowledge through digital media (Article IX).
5. Collaborate with institutions of higher education and related academic societies.
6. Carry out any other lawful activity consistent with these purposes and with Section 3.2.

Section 2.5. Political neutrality

The Society does not participate, directly or indirectly, in campaigns for or against candidates or parties. Its members' opinions do not represent the institutional position. No member may use the Society's name, resources or channels for electoral purposes.

ARTICLE III
Nonprofit Status and Tax Exemption

Section 3.1. Nonprofit operation

The Society operates exclusively for educational, scholarly and religious purposes within the meaning of Section 501(c)(3), as its Certificate of Organization provides. No part of its net earnings benefits founders, directors, officers, members or other private persons personally. It may only pay reasonable compensation for services actually rendered and reimburse documented expenses (Section 10.11).

Section 3.2. Tax exemption

The Society is recognized by the federal Internal Revenue Service (IRS) as an organization exempt under Section 501(c)(3) of the Internal Revenue Code and classified as a public charity under Section 509(a)(2). EIN: 66-1136838. The Society will also seek exemption from the Puerto Rico Department of the Treasury (Hacienda) under Section 1101.01 of the Puerto Rico Internal Revenue Code of 2011, as amended. No provision of these Bylaws shall be interpreted in a way that endangers these exemptions.

Section 3.3. Political activity and lobbying

In addition to Section 2.5, no substantial part of the Society's activities consists of lobbying or attempting to influence legislation.

Section 3.4. Prohibited activities

The Society carries on no activity not permitted to an organization exempt under Section 501(c)(3) or to a nonprofit corporation under Puerto Rico law.

ARTICLE IV
Membership

Section 4.1. Eligibility

Membership is open to individuals and institutions that support the Society's purposes and accept these Bylaws and the Code of Conduct, without distinction as to race, color, sex, national origin, language or denomination.

Section 4.2. Categories

The Society has the following categories:

Category	Who qualifies	Votes	Presents papers	May hold BD office
Academic	Graduate degree, teaching in theological education or recognized scholarly contribution	Yes	Yes	Yes
Associate	Ministers, church leaders and other interested persons	Yes	Yes	No, except under Section 13.4
Life	A member raised to this status under Section 4.6	Yes	Yes	According to original category
Student	A person enrolled in an institution of higher education	No	Yes	No
Honorary	A distinguished person appointed under Section 4.7	No	Yes	No
Institutional	Seminaries, universities, churches and related organizations	No	No	No

The founders are Academic members by virtue of their founding status, whether or not they meet the qualifications listed above; their founding status is governed by Article V. Any member may serve on committees unless these Bylaws provide otherwise. On the Society's portal, Academic

members appear as "Scholar", Associate members as "Ministry" or "Public", and Institutional members as "Institution".

Section 4.3. Admission

1. **Individuals.** The applicant: (a) submits the application on the Society's official portal; (b) presents the endorsement of two active members; (c) pays the dues for the category; (d) if a student, provides proof of enrollment; and (e) affirms the Society's purposes and accepts these Bylaws and the Code of Conduct.
2. **Institutions.** The institution: (a) submits the application; (b) shows its legal existence or accreditation; (c) pays the dues; and (d) sends a certification from its governing body designating its representative.
3. **Review.** The Membership Committee makes a recommendation within thirty (30) days. If it does not, the application goes directly to the BD. The BD decides at its next meeting.
4. **Report to the Assembly.** At each regular Assembly, the BD Secretary presents the list of members admitted since the previous one.
5. **Denial.** Notice is given in writing with reasons. The person may ask the BD to reconsider within thirty (30) days, or reapply after twelve (12) months.
6. **Initial period.** During the initial period (Section 13.1), the founders may give the two endorsements of item 1(b).

Section 4.4. Active member

An active member is one whose membership is current and whose dues are paid, or who is exempt from them. Benefits reserved for members, including the full text of the journal, belong only to active members.

Section 4.5. Dues

The Assembly sets dues by simple majority, on the BD's proposal, in U.S. dollars (USD). Dues are paid upon admission and then on each anniversary of admission. Retired, student and unemployed members, and those the BD determines for financial reasons, pay half the dues. Dues are non-refundable and are not a deductible donation unless the Society certifies so in writing and the law allows it.

Section 4.6. Life members

The following are exempt from future dues:

1. A member who has paid twenty-five (25) annual dues; and
2. A member whom the Assembly, on the BD's proposal, raises to this status in recognition of distinguished service to the Society.

Section 4.7. Honorary members

1. The FB appoints them, on the BD's proposal or on its own initiative, from among persons of scholarly distinction in the field.
2. There shall be no more than fifteen (15) honorary members at any time.
3. No more than one shall be appointed per year, except that two may be appointed in exceptional circumstances.
4. They pay no dues, receive publications at the BD's discretion and may attend the Assembly without a vote.
5. The person accepts the appointment in writing.

Section 4.8. Lapse and restoration

The membership of anyone who has not paid dues by the anniversary of admission lapses. It is automatically restored, with seniority, upon payment of the overdue dues, for up to two (2) years. After that period, the person must apply again. A lapse is not a sanction.

Section 4.9. Rights and duties

Every active member may attend the Assembly and conferences, receive the publications the Society determines and propose matters and candidates. Voting members vote in the Assembly; each person has one vote. Every member must observe the Code of Conduct and respect the confidentiality of reserved matters.

Section 4.10. Resignation

A member may resign at any time by written notice to the BD Secretary. Resignation gives no right to a refund.

Section 4.11. Sanctions

Reprimand, suspension and separation of a member are governed exclusively by Article XI.

Section 4.12. No personal liability

Members are not personally liable for the debts or obligations of the Society.

Section 4.13. Active membership required for office

No one may hold or take up any office or seat in the Society, on the FB, the BD, a committee or the Editorial Board, without being an active member (Section 4.4). An appointment or election takes effect only when the person is an active member. If an officeholder stops being an active member, his or her functions are suspended until membership is restored; if it is not restored within sixty (60) days, the office becomes vacant and is filled under these Bylaws. A founder's seat on the FB never becomes vacant under this section: the founder's FB functions stay suspen-

ded until membership is restored, and no new founding position is created (Section 5.2). This section does not apply to external members of the Editorial Board (Section 8.4) or to an independent outside evaluator.

ARTICLE V
Founding Board

Section 5.1. Nature

The Founding Board (FB) is the permanent body that safeguards the mission, vision and theological and academic identity of the Society and ensures its continuity. It does not manage operations, which belong to the BD. It exercises only the powers these Bylaws expressly grant it.

Section 5.2. Composition

The FB consists exclusively of the Founder and the two Co-founders named in the Certificate of Organization (Annex A), who hold the FB Presidency, Vice Presidency and Secretaryship as listed in Annex A, without term limit (Section 5.3). Founder status is personal and non-transferable: no new founding positions are created, and none passes by inheritance, assignment or appointment. Efforts shall be made for at least one founder to reside in Puerto Rico.

Section 5.3. Tenure

Founders are not elected. They serve without term limit until they resign, die, are declared incapacitated (Section 5.5) or are removed (Section 11.6). They must remain active members; if their membership lapses (Section 4.8), their FB functions are suspended until it is restored.

Section 5.4. Resignation

A founder resigns by written notice to the other two, preferably thirty (30) days in advance. It takes effect on the date stated or, if none is stated, upon receipt. It is irrevocable once effective. It does not imply resignation from membership unless the notice says so.

Section 5.5. Incapacity

The other founders may declare, by unanimous written resolution based on a medical certification, a founder's permanent incapacity to serve.

Section 5.6. Discipline

A founder may be suspended or removed from the FB only through the special procedure of Section 11.6. A disagreement over policy, strategy or the direction of the Society never constitutes cause.

Section 5.7. Powers

The FB may:

1. Safeguard the mission, vision and theological and academic identity of the Society.
2. Ratify the election of the BD or object to it, by a reasoned written statement within fifteen (15) days of receiving the certified result, only if an elected person does not meet Section 6.3 or there was an irregularity in the process. If it does not object within that period, the election is ratified.
3. Approve amendments to these Bylaws under Article XII.
4. Appoint the Editor-in-Chief and the Editorial Board (Section 8.4) and the coordinator of the Ethics Committee (Section 11.2).
5. Veto, by a reasoned written statement within fifteen (15) days of receiving the minutes, a BD decision contrary to the law, the Certificate of Organization, these Bylaws or the mission and vision. The veto suspends implementation of the decision. A veto based on the law, the Certificate or the Bylaws is final; one based on the mission or vision may be overridden by two-thirds of the Assembly.
6. Hold in custody, through its Secretary, the legal documents, seal, trademark, domains and master credentials (Section 9.2).
7. Resolve matters not provided for in these Bylaws (Section 1.10).
8. Appoint the person who reviews the accounts each year (Section 10.7).
9. Appoint honorary members (Section 4.7).

Section 5.8. Operation

The FB meets at least twice a year, in person or virtually. Its quorum is two founders and it decides by absolute majority (two of three). It may act without a meeting under Section 7.7. At each regular Assembly it presents a report on its ratifications, objections, vetoes and interpretive resolutions.

Section 5.9. Recusal and disagreement

A founder abstains on matters that affect him or her personally (discipline, reimbursements, conflicts of interest) and on those of Section 6.4. In those cases the other two decide unanimously. If they disagree, they request a report from an independent outside evaluator. If the disagreement persists, the measure is not adopted; if the matter is disciplinary, it goes to the Assembly under Section 11.6.

Section 5.10. Vacancies

A vacant founding position is not filled. While two founders remain:

1. They may unanimously appoint a temporary member of the FB. The BD may propose candidates with at least three (3) years of active membership.
2. The appointee is not a founder. He or she serves for the term the founders set, not exceeding four (4) years, renewable, and may be relieved by them at any time.
3. The appointee must be an academic or associate member, free of conflicts of interest, and may not hold office on the BD or the Ethics Committee while serving.
4. The appointee has voice and vote, except on: amendments to protected provisions (Section 12.4); suspension or removal of a founder; and appointment of another temporary member.
5. Without a temporary member, FB decisions require unanimity, with the disagreement mechanism of Section 5.9; if it persists, the BD's decision prevails.

Section 5.11. One founder or none

1. If only one founder remains, he or she keeps the title, a voice on the BD and in the Assembly and the custody of Section 5.7(6), and may call a special Assembly on the mission or vision. The powers to ratify, object, veto and approve amendments pass to the BD and the Assembly.
2. If none remains, all FB functions pass to the BD and the Assembly, and the BD Secretary takes custody.
3. While fewer than two founders remain, any amendment to protected provisions requires three-quarters of the Assembly, in addition to Article XII.

Section 5.12. FB offices

- **Founding President.** Presides over the FB and represents it before the BD and the Assembly. Delivers the founding address at the annual conference. Signs, together with the BD President, institutional agreements longer than one year (Section 10.2); if one person holds both presidencies, the BD Vice President signs.
- **Founding Vice President.** Substitutes for the Founding President. Promotes relations with academic institutions and sister societies, and watches over the journal's mission without intervening in editorial decisions (Section 8.5).
- **Founding Secretary.** Keeps the minutes and historical archive of the FB. Holds the legal documents and the credentials register. Certifies amendments, maintains the official version of the Bylaws and its revision history, and oversees the communications policy (Article IX).

Section 5.13. Rights and limits

Each founder: (a) pays the dues of his or her category like any member; (b) has a voice at BD and committee meetings, except Ethics Committee meetings on cases that affect him or her, and receives their notices and minutes; (c) may use his or her founding title in official publications. A founder votes on the BD only when holding an office elected under Article VI or assigned under Section 13.1. Founding status gives no additional vote in the Assembly.

Section 5.14. Compensation

The Founding President and the Founding Secretary, and the President and the Secretary of the BT once it is established (Section 5.15), may be paid for their offices, full time or part time, under Section 10.11. The other founding and trustee offices are unpaid. Sections 10.11 and 10.13 govern reimbursements, official travel and services other than offices.

Section 5.15. Board of Trustees

By written resolution reported to the Assembly, and no later than the end of the founding stage, the FB takes the name Board of Trustees (BT). Its members remain the founders, and its composition, powers, offices and procedures under this Article stay the same. From that resolution on, every reference to the FB or to a founding office reads as the BT or the corresponding trustee office. The BD continues to manage the affairs of the Society, as Article IV of the Certificate of Organization provides; the BT keeps the oversight powers of Section 5.7.

ARTICLE VI
Board of Directors

Section 6.1. Nature

The Board of Directors (BD) is the executive body of the Society. It manages the Society's affairs and exercises all its powers, except those that the law, the Certificate of Organization or these Bylaws reserve to the Assembly or the FB. Between assemblies it carries out the work plan and is accountable to both.

Section 6.2. Composition

The BD has five (5) offices: President, Vice President, Secretary, Treasurer and Member-at-Large. No one may hold two BD offices at once. During the initial period, Section 13.1 applies.

Section 6.3. Qualifications

To be elected to the BD, a person must:

1. Be of legal age and an active member of an eligible category (Section 4.2), with at least one (1) year of membership.

2. Affirm the Society's purposes and sign the conflict-of-interest statement (Section 10.10).
3. Have no current disciplinary sanction or disqualification (Section 11.4).
4. Not be the spouse, partner or relative within the second degree of another BD member.
5. For the office of Treasurer, receive no compensation from the Society for other services.

Efforts shall be made so that no more than two BD members belong to the same denomination and so that the BD reflects the island and linguistic diversity of the membership.

Section 6.4. Separation of tiers

Founding offices and executive offices are distinct. A founder may be elected to the BD like any eligible member, but no more than two BD offices may be held by founders at the same time. While holding an executive office, the founder abstains in the FB from ratifying, objecting to or vetoing BD decisions in which he or she took part. Losing an executive office does not affect the founding office. During the founding stage (Section 13.4), the limit of two founders on the BD does not apply.

Section 6.5. Terms and service limits

1. Each office of the BD is elected for one (1) year, and the person serves until a successor takes office. All five offices are elected each year at the regular Assembly.
2. A person may be re-elected to the same office up to two (2) consecutive times, for a maximum of three (3) years in a row in that office. Serving more than half a term counts as a full term.
3. This one-year term does not apply to the founders' seats on the FB, which are permanent (Section 5.3). If a founder is elected to a BD office, that executive office lasts one (1) year like any other.
4. Anyone who has served six (6) continuous years on the BD may not be re-elected to the BD for one (1) year, except to the Presidency.
5. No one who has served twelve (12) continuous years in any elected or appointed position of the Society, not counting founding status, may be elected or appointed to another for one (1) year.

Section 6.6. Nominations

Ninety (90) days before the regular Assembly, the BD forms a three-member Nominating Committee, one of them appointed by the FB. Its members may not be candidates. Voting members may suggest candidates to it, or nominate directly by a petition signed by ten (10) of them, delivered thirty (30) days before the Assembly with the nominee's written acceptance. The Committee publishes the slate of candidates at least fifteen (15) days before the Assembly.

Section 6.7. Election, ratification and taking office

The Assembly elects by secret ballot, in person or electronically, by simple majority of the valid votes. If no one obtains it, the vote is repeated between the two candidates with the most votes. The BD Secretary certifies the result and sends it to the FB within three (3) days. The new BD takes office when the FB ratifies or the period of Section 5.7(2) expires. The outgoing BD hands over minutes, accounts, operating credentials and inventory within thirty (30) days.

Section 6.8. Operation

The BD meets at least every two (2) months, in person or virtually. Its quorum is three (3) members. It decides by simple majority; in the event of a tie, the President decides. It may act without a meeting under Section 7.7. The Secretary sends a copy of each set of minutes to the FB Secretary within ten (10) days, and the BD reports to the FB in writing at least every six (6) months.

Section 6.9. Offices

- **President.** The chief executive, legal representative and spokesperson of the Society. Calls and presides over the BD and the Assembly; carries out resolutions; presents the annual report and the presidential address; signs contracts and official documents authorized by the BD together with the Secretary, and agreements longer than one year also with the Founding President; coordinates the committees and appoints special committees.
- **Vice President.** Substitutes for the President; liaises with the Program Committee; coordinates academic partnerships and interest groups; and takes on what the President delegates.
- **Secretary.** Drafts and keeps the minutes of the BD and the Assembly; sends notices and calls to meetings; maintains the membership register, the voter list and the corporate records; certifies copies; handles correspondence and official email; and coordinates news with the Communications Committee.
- **Treasurer.** Oversees the funds; collects dues, donations and registrations into the Society's accounts; keeps the books; makes authorized payments (Section 10.2); prepares the budget (Section 10.3); reports at each regular BD meeting and to the Assembly; ensures tax filings are made; facilitates the annual review; and liaises with the Membership Committee.
- **Member-at-Large.** Represents the members, especially students and less-represented islands or countries; temporarily substitutes for the Secretary or Treasurer; liaises with the Communications Committee; and promotes linguistic diversity in the Society's activities.

Section 6.10. Resignation

A BD member resigns in writing to the President (or, if the President resigns, to the Vice President), with a copy to the FB Secretary and preferably thirty (30) days in advance. It takes effect on the date stated or upon receipt, and is irrevocable once effective. Within fifteen (15) days, the

person hands over the Society's documents, funds, credentials and property. It does not imply resignation from membership or, where applicable, from founding office.

Section 6.11. Removal

A BD member may be removed from office only for cause, under Level I or II of Section 11.4 and the procedure of Section 11.5. A disagreement over policy or direction is not cause.

Section 6.12. Vacancies

A vacancy is filled on an interim basis according to this table. The interim officer serves until the next Assembly, which elects the person who will complete the term.

Vacant office	Filled on an interim basis by
President	Vice President
Vice President	A member appointed by the BD, ratified by the FB
Secretary	Member-at-Large, until the BD appoints a member, ratified by the FB
Treasurer	A member appointed by the BD, ratified by the FB
Member-at-Large	A member appointed by the BD

In an emergency in which the BD cannot reach a quorum, the BD President together with the FB may appoint an eligible member for up to six (6) months.

Section 6.13. Compensation

The BD President, Secretary and Treasurer may be paid for their offices, full time or part time, under Section 10.11. The BD sets out in writing the duties and hours of each paid office. The Vice President and the Member-at-Large are unpaid.

ARTICLE VII
Assembly, Meetings and Voting

Section 7.1. Required annual meeting

The Society holds at least one regular Assembly in each fiscal year, usually during the annual conference.

Section 7.2. Functions of the Assembly

The Assembly shall:

1. Elect the BD (Sections 6.6 and 6.7).

2. Receive and approve the BD's annual report and the financial report (Section 10.4), and receive the budget approved by the BD (Section 10.3).
3. Set dues (Section 4.5).
4. Raise members to life status for distinguished service (Section 4.6).
5. Approve and confirm amendments (Article XII) and approve dissolution (Section 12.7).
6. Receive the FB's report (Section 5.8) and the report of the financial review (Section 10.7).
7. Override by two-thirds an FB veto based on the mission or vision (Section 5.7(5)).
8. Decide Level II removals and Level I appeals (Article XI).

On these matters its decisions bind the BD. On other matters, its resolutions are recommendations that the BD considers in good faith.

Section 7.3. Regular and special Assembly

The BD calls the regular Assembly with at least thirty (30) days' notice. A special Assembly may be called by the BD President, the BD by majority, the FB or ten percent (10%) of the voting members, with at least fifteen (15) days' notice. Notice is in writing and states the date, time, place or link and agenda; if amendments will be voted on, it includes their text. A special Assembly considers only the matters in the call.

Section 7.4. Quorum and voting

The quorum is ten percent (10%) of the voting members or fifteen (15) of them, whichever is less, and never fewer than five (5), present in person or online. The Assembly decides by simple majority unless these Bylaws require another (Annex B). Elections and removals are voted by secret ballot. Voting is personal; proxy voting is not allowed.

Section 7.5. FB and BD meetings

Notice of regular meetings is given in writing seven (7) days in advance, and of special meetings three (3) days in advance. A special BD meeting may be called by its President or by two of its members; a special FB meeting by any founder. Anyone who attends without objecting at the start, or signs a written waiver of notice, has received valid notice.

Section 7.6. Virtual meetings

Any body or committee may meet in person, virtually or in hybrid form. Virtual participation counts as presence if everyone can hear one another at the same time and vote, and the minutes record it. Secret ballots held virtually use a system that guarantees secrecy and one vote per person.

Section 7.7. Action without a meeting

The FB and the BD may adopt resolutions without a meeting by the written consent of all their members in office. The respective Secretary files each consent with the minutes. The Assembly does not act without a meeting.

Section 7.8. Minutes

The Secretary of each body records minutes with the date, the form of participation, those present, the quorum, the matters, the resolutions, the voting results, abstentions and declared conflicts. They are approved at the next meeting, signed by the Secretary and the presiding officer and kept permanently. Members may consult the minutes of the Assembly and the BD, except their confidential parts.

Section 7.9. Closed sessions

The Assembly is open to all members. The FB, the BD and committees may meet in closed session for disciplinary, personnel, legal or other confidential matters. Participants maintain confidentiality (Section 11.9).

Section 7.10. Parliamentary procedure

Matters not provided for are governed by the current edition of *Robert's Rules of Order*.

ARTICLE VIII
Committees and Journal

Section 8.1. Standing committees

Committee	Function	Coordinator appointed by	BD liaison
Ethics and Discipline	Receive complaints, investigate and recommend measures (Article XI)	FB	None; it is independent
Editorial (Editorial Board)	Direct the journal (Sections 8.4 to 8.7)	FB	Editor-in-Chief, with voice and no vote on the BD
Membership	Review applications and recommend (Section 4.3)	BD	Treasurer
Program	Organize the annual conference and seminars	BD	Vice President

Communications	Website, blog, news, newsletters, email and social media (Article IX)	BD	Member-at-Large

Each committee has a written mandate, terms of appointment and a reporting method. Its members keep confidential the matters in their charge.

Section 8.2. Special committees

The BD or its President may create special committees by a resolution stating their mandate, duration and members.

Section 8.3. Limits

A committee exercising powers delegated by the BD includes at least two BD members. No committee exercises powers reserved to the Assembly (Section 7.2) or the FB (Section 5.7). The BD remains responsible for the affairs of the Society.

Section 8.4. Journal and Editorial Board

The Society publishes the peer-reviewed *Journal of Caribbean Pentecostal Theology / Revista de Teología Pentecostal Caribeña*. The FB may change the title by a resolution reported to the Assembly. The FB appoints an Editor-in-Chief for three (3) years, renewable once; in the final year, the successor may serve alongside as editor-elect. The Editorial Board consists of the Editor-in-Chief and four scholars appointed by the FB on the Editor's proposal, for three (3) years. At least two are not on the BD; they need not be members of the Society; and efforts are made for them to represent different islands and languages.

Section 8.5. Editorial independence and ethics

The Editor-in-Chief and the Editorial Board decide what is published, through double-blind peer review with at least two external reviewers. Neither the FB, nor the BD, nor anyone holding office in the Society decides on individual articles. The journal follows recognized standards of publication ethics (for example, those of the Committee on Publication Ethics), including: independence from commercial interests, handling of conflicts of interest, protection of good-faith whistleblowers and transparent correction or retraction. If a manuscript is by an editor or by a member of the FB or BD, another editor handles it without that person's involvement.

Section 8.6. Publication standards

The journal publishes in Spanish and English, with a bilingual abstract, and has an ISSN. It publishes at least two (2) issues per year during its first three years and at least four (4) per year thereafter. Each article has a permanent web page with the author, publication details, abstract and access terms, and a DOI. The Editorial Board publishes and maintains its editorial policies.

Section 8.7. Rights and access

Authors keep their copyright unless otherwise agreed in writing, and grant the Society the rights needed to publish, archive and distribute their work. The BD, after hearing the Editorial Board, approves and publishes the policy on open access and on access reserved to active members, and includes the journal's budget in the annual budget.

ARTICLE IX
Communications

Section 9.1. Official channels

The official channels are the Society's website, its blog, the news section, newsletters, email addresses on the Society's domain and the social media accounts the BD approves. The BD Secretary keeps a public list of them. No other channel speaks for the Society.

Section 9.2. Ownership and credentials

Domains, accounts, mailing lists and content are the property of the Society and are registered in its name. Each account has at least two administrators with two-factor authentication. The FB Secretary keeps the master credentials; the BD manages the operating credentials. When a person leaves office, his or her access is revoked immediately and passwords are changed.

Section 9.3. Responsibility

The Communications Committee prepares and publishes content under the supervision of the BD President. Institutional statements require the BD President's approval. A public statement on the mission or identity of the Society also requires the FB's approval.

Section 9.4. Blog

The blog publishes signed scholarly reflections. Each post states that it expresses its author's opinion and not the Society's position. The Committee may reject texts that violate the Code of Conduct, Section 2.5 or third-party rights.

Section 9.5. News and newsletters

News reports on activities, calls for papers, publications and members' achievements. The BD Secretary coordinates it with the Committee. Newsletters are sent only to those who have consented and allow easy unsubscribing.

Section 9.6. Official email

Society business is conducted from addresses on its domain. Formal notices under these Bylaws are sent from the address of the relevant Secretary and are archived.

Section 9.7. Social media

Posts are respectful, bilingual where possible and consistent with the mission. Members' personal data are not published without their consent. Offensive or defamatory comments may be hidden or removed.

Section 9.8. Personal data

The Society uses its members' data only for Society purposes, does not sell or transfer them and protects them under applicable law. The member directory is shared only with consent.

Section 9.9. Name and trademark

No one uses the Society's name, logo or seal without the BD's written authorization. Unauthorized use is Level I disciplinary cause (Section 11.4).

Section 9.10. Crisis situations

In an incident affecting the reputation or security of the Society or its accounts, the BD President and the FB Secretary coordinate the response and issue the sole official communication.

ARTICLE X
Finances, Records and Conflicts of Interest

Section 10.1. Accounts

Funds are held in accounts in the Society's name, at institutions approved by the BD. No account is opened in an individual's name.

Section 10.2. Signatures and limits

The BD President and Treasurer are authorized signers; the BD may authorize others. Any payment or commitment above $1,500, or another amount the BD sets by resolution reported to the Assembly, requires prior BD approval or the written approval of two signers. Any agreement longer than one year requires BD approval and the signatures of Section 5.12.

Section 10.3. Budget

The Treasurer prepares the budget before each fiscal year and the BD approves it. The BD presents it to the regular Assembly and may amend it during the year, reporting the change at the next one.

Section 10.4. Books and reports

The Treasurer keeps complete books. At each regular Assembly the Treasurer presents the financial report for the closed fiscal year, which the Assembly approves.

Section 10.5. Tax and registry obligations

The Society timely files the annual return the IRS requires (Form 990, 990-EZ or 990-N, according to its size), beginning with its first tax year, under the name and EIN on its IRS records. It also files every report Puerto Rico law requires of the Society, including any annual report to the Department of State. The BD reviews each return. The Society keeps its EIN notice, determination letter and registration certificates on file.

Section 10.6. Records

The Certificate of Organization, these Bylaws and their history, minutes, the membership register, financial statements, returns and correspondence with the IRS and the Puerto Rico Treasury are kept permanently. Members may inspect the Bylaws, the minutes of the Assembly and the annual financial reports upon written request.

Section 10.7. Financial review

If annual revenue or expenses exceed $50,000, the BD engages an independent certified public accountant for a review or audit. Below that amount, the FB appoints a reviewer who is not a BD member. The report is presented to the Assembly.

Section 10.8. Loans and donations

The Society does not lend money to founders, directors or officers. The BD may accept donations and grants consistent with the Society's purposes and decline those that compromise its independence.

Section 10.9. Duty of loyalty

Founders, directors, editors and committee members act in good faith and in the best interest of the Society, not for personal benefit.

Section 10.10. Conflicts of interest

Anyone with a financial or personal interest in a matter, directly or through a family member or business, discloses it before the body decides, withdraws from the discussion and does not vote. The others decide whether a conflict exists and, if so, approve the transaction only if it is fair and reasonable to the Society. The minutes record it. Each founder, director and editor signs a conflict-of-interest statement every year, which the BD Secretary files.

Section 10.11. Compensation and reimbursement

The only offices that may be paid are the presidency and the secretaryship of the FB or the BT (Section 5.14) and the presidency, secretaryship and treasury of the BD (Section 6.13). They are paid only when the Society's revenue can support them; until then, and whenever funds are not available, they are served voluntarily. No one is paid for holding any other office on the FB, the

BT, the BD, a committee or the Editorial Board. Any pay for an office, and any payment for other services to a founder, director or family member:

1. Is reasonable, measured against what comparable organizations pay for comparable positions and in proportion to the hours of a part-time office;
2. Is set in advance, and reviewed every year, by a Compensation Committee of three (3) active members appointed by the Assembly, none of whom is paid by the Society, holds a paid office or is related to anyone who does; until that Committee is first appointed, pay is set by the BD members who hold no paid office and are not related to anyone who does, if there are at least two of them, and otherwise no pay begins;
3. Is paid only within the budget approved under Section 10.3 and from funds available after the Society's operating obligations are met; unpaid amounts, including periods served voluntarily, do not accumulate as a debt of the Society; and
4. Is recorded in the minutes with the data relied on.

No one is paid for more than one office at a time. The Society reimburses reasonable, documented expenses approved under the BD's policy, reimburses official travel under Section 10.13, and withholds and reports taxes on all pay as the law requires.

Section 10.12. Indemnification and insurance

To the fullest extent permitted by Puerto Rico law, the Society indemnifies its founders, directors, editors and committee members for expenses and liabilities arising from their service, if they acted in good faith and in the reasonable interest of the Society. There is no indemnification for willful misconduct, gross negligence or improper personal benefit. The BD obtains directors and officers liability insurance when resources allow.

Section 10.13. Official travel

Founders, and trustees once the BT is established (Section 5.15), are reimbursed for official trips on which they represent the Society in their founding or trustee capacity.

1. A trip is official only if the BD authorizes it in writing before it takes place, stating its purpose and travellers; a traveller does not vote on his or her own trip (Section 10.10).
2. The Society covers transportation, including mileage for a personal vehicle at the IRS standard mileage rate, lodging, and meals and other daily expenses up to the federal per diem rate for the destination.
3. Reimbursement may not exceed $1,500 per traveller per trip, unless the BD and the Compensation Committee (Section 10.11) agree in writing to cover a higher amount; until that Committee is first appointed, the BD members who are not travelling decide.
4. The Society pays for no more than three (3) travellers per trip.

5. Travellers submit receipts and any mileage log within sixty (60) days after the trip and return any unspent advance within one hundred twenty (120) days; expenses not documented this way are not reimbursed.
6. These payments reimburse expenses; they are not pay for an office and are not governed by Sections 5.14 and 6.13.

ARTICLE XI
Discipline and Removal

Section 11.1. Principles

All disciplinary action respects due process: a written complaint, notice, the right of defense, a reasoned decision and appeal. It is applied with proportionality, confidentiality and a spirit of restoration (Galatians 6:1).

Section 11.2. Ethics Committee

The Ethics and Discipline Committee has three (3) members: a coordinator appointed by the FB and two members appointed by the BD, none of whom is on the BD. They serve for three (3) years. Anyone who is a party to a case, or has a conflict with it, abstains and the BD appoints a substitute for that case.

Section 11.3. Interim measures

During a proceeding, the Committee may:

1. Request the resignation of the person concerned, effective immediately or on a stated date.
2. Issue a written reprimand for minor or first offenses, which stays on file for two (2) years.
3. Recommend to the BD an interim suspension from duties, for up to ninety (90) days, when continuing in office could harm the investigation or the Society. It is not a sanction.

Section 11.4. The two levels

	Level I: Removal from office	Level II: Permanent separation
Effect	Loses the executive, editorial or committee office and keeps membership. If holding no office, membership rights are suspended for up to twelve (12) months.	Loses every office and is permanently separated from the Society.
Duration	Barred from office for three (3) years; may then be reinstated.	Permanent, with no readmission.

Causes	Repeated failure to perform duties; three (3) consecutive unexcused absences after written notice; administrative negligence; unauthorized use of the name, accounts or social media; undisclosed conflict of interest; breach of confidentiality.	Embezzlement or fraud; serious plagiarism, fabrication or falsification of research; harassment or abuse; final conviction for a felony or a crime involving dishonesty; conduct endangering the tax exemption; serious and deliberate harm to the Society; repeat offense after a Level I.
Who decides	The BD, by two-thirds of its other members in office, with the Ethics Committee's report. The FB may object within fifteen (15) days only for a procedural defect or absence of cause.	The Assembly, by two-thirds of the votes, on the recommendation of the Ethics Committee and the FB.
Review	Appeal to the Assembly within thirty (30) days.	Final decision, subject only to review for new evidence (Section 11.7).

A disagreement over policy, strategy or the direction of the Society is never cause at either level.

Section 11.5. General procedure

1. Any person submits a written complaint to the Ethics Committee, with facts and evidence.
2. Within fifteen (15) days the Committee decides whether to admit it and notifies the person concerned in writing, stating the cause.
3. The person has thirty (30) days to present a defense in writing or orally at a hearing, and may be accompanied by a member of his or her choice.
4. The Committee investigates and delivers a report with a recommendation within sixty (60) days of the defense.
5. The competent body decides under Section 11.4 or 11.6.
6. The decision is notified in writing, with its grounds, within ten (10) days.
7. The person may appeal within thirty (30) days when Section 11.4 allows it.

Section 11.6. Special procedure for founders

Founding office is permanent and is protected by higher requirements:

1. **Level I.** It only removes the founder from an elected office on the BD or a committee. It does not affect the founding office.
2. **Suspension from the FB.** The other two founders, unanimously, may suspend the founder's FB functions for up to twelve (12) months while a Level II cause is investigated.
3. **Level II.** It requires the unanimous vote of the other two founders and three-quarters of the votes of the Assembly. If the other founders disagree, the Assembly may decide by three-quarters based on the report of an independent outside evaluator.
4. The founder concerned abstains in every body that hears the case.

Section 11.7. Review for new evidence

A person who has been separated may ask the Ethics Committee, once, to reopen the case if new and substantial evidence appears that could not be presented before.

Section 11.8. Effects

A person who is removed hands over the Society's documents, funds, property and credentials within fifteen (15) days. The FB Secretary immediately revokes his or her access (Section 9.2).

Section 11.9. Records and confidentiality

The file is kept confidentially in the FB archive. Only the change of office or membership is published, without details. Those involved in a case maintain confidentiality, except where the law requires otherwise.

ARTICLE XII
Amendments and Dissolution

Section 12.1. Proposal and notice

An amendment may be proposed by the FB, the BD or ten (10) voting members. The proposal, with its exact text, is presented at an Assembly or sent in writing to all members at least ninety (90) days before the Assembly at which it will be voted on. The BD and the FB study it and issue a written report that accompanies the call to the meeting.

Section 12.2. Approval

An amendment requires: (a) two-thirds of the votes of the members present and voting at the Assembly; and (b) the FB's approval by absolute majority, or by unanimity if it affects a protected provision (Section 12.4).

Section 12.3. Confirmation

No amendment takes effect until an Assembly, regular or special, held at least three (3) months after its approval, confirms it by simple majority. Confirmation may take place at a virtual special Assembly.

Section 12.4. Protected provisions

The protected provisions are: Sections 2.1 to 2.3 (purposes, mission and vision), Article III, Article V, Section 6.4, Section 11.6 and this Article XII.

Section 12.5. Exception for legal compliance

The BD, with the FB's approval, may adopt without the foregoing procedure an amendment strictly necessary to comply with the law or maintain the tax exemption. The amendment takes effect immediately and is submitted for confirmation at the next Assembly.

Section 12.6. Certification and history

The Founding Secretary certifies each confirmed amendment, updates the official version of these Bylaws and records in the revision history the date, place and Assembly of approval and of confirmation. No amendment may contradict the law, the Certificate of Organization or Section 501(c)(3).

Section 12.7. Dissolution

Dissolution requires: (a) two-thirds of the BD members in office; (b) the unanimous approval of the FB, or as provided in Section 5.11; and (c) three-quarters of the votes at a special Assembly called solely for that purpose with at least sixty (60) days' notice. It proceeds in the manner Puerto Rico law requires.

Section 12.8. Distribution of assets

After debts are paid or provided for, all remaining assets go to one or more organizations exempt under Section 501(c)(3) with similar purposes, preferably devoted to theological education in the Caribbean, or to a government for a public purpose. No asset passes to a founder, director, officer or member. A court of competent jurisdiction disposes of any assets not so distributed.

ARTICLE XIII
Transitional Provisions

Section 13.1. Initial period

The initial period runs from June 15, 2026, until the first elected BD takes office under Section 6.7 after the first regular Assembly is constituted and elects it, whenever that takes place. During that period:

1. The Founder, Dr. Luis A. Quiñones-Román, and the Co-founders, Frederick X. Rodríguez-Castro and Ivelisse García-Pérez, constitute the permanent FB under Article V. The FB offices are held as follows: Founding President, Dr. Luis A. Quiñones-Román; Founding Vice President, Frederick X. Rodríguez-Castro; Founding Secretary, Ivelisse García-Pérez.
2. The offices of the initial BD under Article VI are assigned as follows: President, Dr. Luis A. Quiñones-Román (Founder); Vice President, Nehemías Lebrón-Gómez; Secretary, Ivelisse García-Pérez (Co-founder); Treasurer, Frederick X. Rodríguez-Castro (Co-founder); Member-at-Large, Luis Santiago.

3. Each assignment is subject to Section 4.13.
4. Nehemías Lebrón-Gómez and Luis Santiago serve as non-founder members of the BD and hold no seat on the FB.
5. The one-year membership requirement (Section 6.3) does not apply. Service during the initial period does not count toward the limits of Section 6.5.
6. Until the first regular Assembly sets dues (Section 4.5), the dues set by the FB apply.
7. The founders may endorse membership applications (Section 4.3(6)).
8. The FB calls the first regular Assembly when the membership allows it to be constituted with a quorum (Section 7.4), to elect the next BD under Article VI. The annual Assembly of Section 7.1 is required from the fiscal year after the first regular Assembly; reports owed to the Assembly before then (Sections 5.8, 10.3, 10.4 and 10.7) are presented at the first regular Assembly.

Section 13.2. First Board of Directors

The first regular Assembly elects all five BD offices for one (1) year, as in every later election (Section 6.5), subject to Section 13.4.

Section 13.3. Effective date

Articles I, III, IV, V, VI, VII, X and XI and Sections 13.1 to 13.4 take effect upon adoption by the FB, so that the initial BD, its meetings and removal procedure, the active-membership rule and the Society's financial and tax duties apply from the start. The remaining provisions take effect upon ratification by the first regular Assembly. This initial adoption is not subject to Article XII.

Section 13.4. Founding stage

The founding stage runs for five (5) years, from June 15, 2026, to June 14, 2031. During the founding stage:

1. The limit of two founders on the BD (Section 6.4) does not apply. Founders who hold BD offices when the founding stage ends complete their terms.
2. The service limits of Section 6.5(2) (three consecutive years in the same office) and Section 6.5(4) (six continuous years on the BD) do not apply to founders.
3. For the first two (2) years of the founding stage, until June 14, 2028, the non-founder members of the initial BD named in Section 13.1 may be elected or appointed to any BD office regardless of their membership category (Section 4.2), subject to Section 4.13. Anyone holding a BD office under this paragraph or under Section 13.1 on June 14, 2028, may complete that term or, if the initial period has not ended, continue until the first elected BD takes office.

4. Until June 14, 2028, the one-year membership requirement for election to the BD (Section 6.3(1)) does not apply.
5. The FB may end the founding stage early by written resolution reported to the Assembly.

Revision History

Each amendment is recorded here with the Assembly that approved it and the one that confirmed it (Section 12.6).

Version	Date	Place or body	Action
0.3	October 26, 2026	Founding Board	Revised draft for consideration
0.2	October 25, 2026	Founding Board	Revised draft for consideration
0.1	2026	Founding Board	Initial draft
1.0	[TO BE CONFIRMED]	[TO BE CONFIRMED]	Adoption by the FB and ratification by the Assembly

Annex A
Founders

FB office	Name	Status
Founding President	Dr. Luis A. Quiñones-Román	Founder
Founding Vice President	Frederick X. Rodríguez-Castro	Co-founder
Founding Secretary	Ivelisse García-Pérez	Co-founder

Annex B
Required Votes

Decision	Body	Required vote	Section
Ordinary Assembly decisions	Assembly	Simple majority	7.4
Election of the BD	Assembly, then FB	Simple majority; FB ratification or silence within 15 days	6.7, 5.7
Dues	Assembly	Simple majority	4.5
Ordinary BD decisions	BD	Simple majority, quorum of 3	6.8
FB decisions	FB	2 of 3; unanimity if only 2 remain	5.8, 5.10
Action without a meeting	FB or BD	Unanimous written consent	7.7
Override a veto based on mission or vision	Assembly	Two-thirds	5.7

Level I removal	BD	Two-thirds of the others in office	11.4
Level II removal	Assembly	Two-thirds	11.4
Level II removal of a founder	FB and Assembly	Unanimity of the other 2 founders and three-quarters	11.6
Approve an amendment	Assembly and FB	Two-thirds; FB by absolute majority (unanimity if protected)	12.2
Confirm an amendment	Assembly, at least 3 months later	Simple majority	12.3
Dissolution	BD, FB and Assembly	Two-thirds; unanimity; three-quarters	12.7

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Bank accounts — § 10.1, p. 27

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