

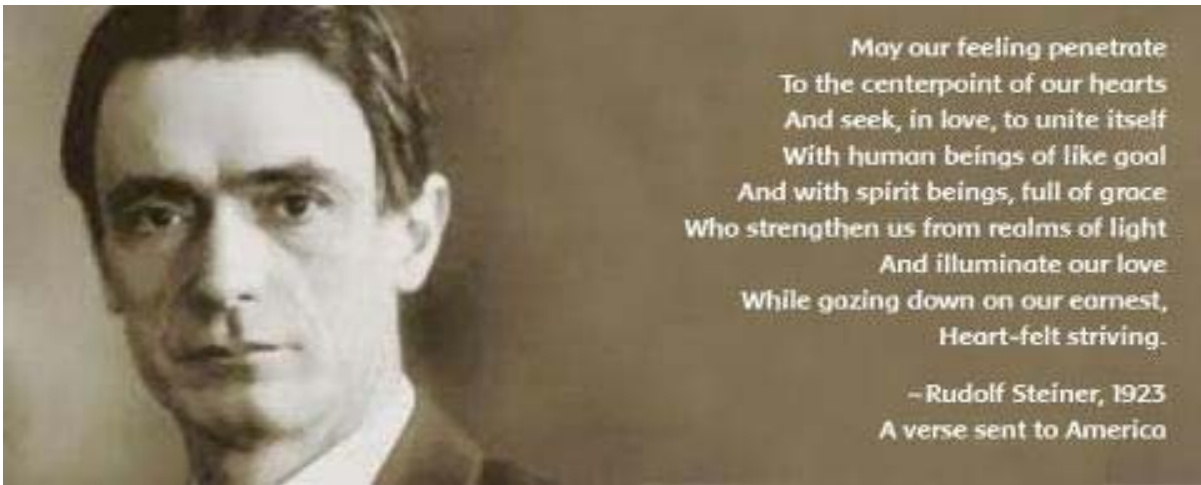


The Sophia Sun

Newsletter

of the Rudolf Steiner Branch (NC)
of the Anthroposophical Society
in America
Chapel Hill, NC

SPECIAL EDITION **February 2013**



Rudolf Steiner (February 25/27, 1861-March 30, 1925)

"And so my dear Friends, bear out with you into the world your warm hearts into whose soil you have laid the Foundation Stone for the Anthroposophical Society; bear out with you your warm hearts in order to do work in the world that is strong and healing. Help will come to you because your heads will be able to direct in conscious willing. Let us today make this resolve with all our strength. And we shall see that if we make ourselves worthy, a good star will shine over that which is willed from here. My dear Friends, follow this good star. We shall see whither the Divine Creative Beings shall lead us through this star." (closing words of the Christmas Conference 1923-24)

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From the Editor:

Dear Members and Friends of the Rudolf Steiner Branch:

You may have noticed that the cover of this newsletter says "Special Edition" on it. The main purpose of this special issue is to alert you to the fact that the Board is revising the By-laws of our Branch. According to the old by-laws, it is required that if the by-laws should be amended, that they be presented to the membership in the newsletter. After a discussion with the Board, we realized that if we included the by-laws in our regular March-April edition, it would be about 50 pages long. We realized that upon seeing such a large issue, many would not even open it and the by-laws would not even be seen.

To remedy this situation, one member suggested we have a special issue. That way the By-laws would have the prominent place they deserve, being the main feature in this special issue. Both the special edition and the March-April issue would then be of appropriate size.

Please do take the time to read the by-laws as soon as possible and to attend our Annual General Meeting to show your support for our branch and to see what plans there are for the future. If you are unable to attend, please send your comments to either Board President Peg Carmody or Edward Schuldt of the ad hoc By-laws Committee.

Best Wishes,
Kathleen Wright, Editor

Greetings from the Board

A current theme for our work on the Board at present is to clarify our policies and procedures. A subcommittee worked together last summer to amend the by-laws to be more consistent with how we conduct business in the 21st century. The Board has approved many of the committee's recommendations. The changes will be discussed at our Annual General Meeting on Saturday, April 13, in the Brown wing of Emerson Waldorf High School in Chapel Hill and voted on by the Board in May. We are also working on clarifications for dispersal of funds through our Scholarship and Heart Funds.

One of the recommendations from members at the AGM last March was to sponsor more events, speakers and workshops. As we attempted to do so, it became clear to us that to do so regularly and successfully, more hands, hearts and heads were needed than what we could muster. We have developed a set of guidelines for an events committee that will begin working this spring. If you are interested in joining, contact any board member or check the ASNC list-serve for meeting notices. You may join the committee as a standing member or as an ad hoc member (for a particular event). The committee will decide how they wish to receive ideas for speakers and events. We look forward to supporting their work and offering more opportunities for the local community (and those who wish to travel to this area) to deepen its understanding of and work inspired by anthroposophy.

Melanie Maupin has become our liaison with the Christian Community here in the triangle area. Suzanne Mays and Viorica Comaniciu are liaisons between RSB and EWS. Will Hicks continues to be our liaison with Infinity Farm and Whitted-Bowers Farms. Edward is the only board member whose term is up this year; he has informed the board he is willing to serve another three year term. If anyone else would like to join us, please contact Peg at 919-537-8142 or mcarmody@nc.rr.com. Election for the one board seat will take place at the AGM.

Thank you for your continued support and attendance at festivals, branch meetings, and other sponsored events. See you soon! ~ Peg

All Branch Members are Cordially Invited to the

**ANNUAL GENERAL MEETING
of the Rudolf Steiner Branch (NC)**

Saturday, April 13, 2013

2:00-4:30 pm

Pot-luck Lunch will precede our meeting from 12:30-2:00 pm

In the Brown Wing of EWS High School

Agenda:

Opening Verses
Introductions
Remembrance of
Members & Friends Who Have
Crossed the Threshold since
March 2012
Review of Past Year
First Class Report
Local Initiatives Reports
Eastern Regional Council Report
ASNC Board Report
Vote on Board of
Directors
Discussion of changes in
By-Laws
Preview of 2013
Closing Verse



To Members of The Rudolf Steiner Branch (NC) of the Anthroposophical Society in America

February 17, 2013

Dear Branch Members,

Included in this issue of the *Sophia Sun* is the draft of revised bylaws for our Branch. Last May, a committee of the Board began work to revise the bylaws; this draft is the result of their efforts. The bylaws specify that amendments to the bylaws are adopted by a vote of the Board; prior to that vote, the changes proposed must appear in the Branch newsletter and be sent by land mail to the then-current members of the Branch. The Board will vote on these changes late this spring.

Because the changes are so numerous and listing them would be confusing, the Board is posting the entire body of bylaws in the *Sophia Sun*; changes must also be sent to members current as of December 31, 2012, or who have joined since. If you would like a copy of the current bylaws to compare the proposed draft to, we are allowed to send you that by email.

Part of the changes the Bylaws Committee is proposing will relax the requirements for communicating proposed bylaw changes to allow for electronic communication. The bylaws were originally written prior to commonly accepted usage of email and websites.

Although there is no requirement in the bylaws to do so, the Board has decided to give time at this year's Annual General Meeting on April 13 for discussion of the proposed bylaws. There are two major changes in the bylaws that affect many sections:

1. The Board has recognized that our Branch is not merely the administrative organization of a certain part of the Anthroposophical Society, but that it is a community of people who have chosen to associate with each other, and that that community has its home as a branch within the Anthroposophical Society. Our community feeling has informed the way the Branch has molded its life over the last three decades, for instance in supporting each other through the Heart Fund. This recognition is reflected particularly in Article II: Mission, Purposes, Powers, and Intentions.
2. The Board has also recognized that membership in the Branch may be a first step for some people in entering Anthroposophy rather than a result of prior membership in the General Anthroposophical Society. This recognition has also occasioned many changes in the bylaws and is reflected particularly in Article IV: Members. Consultation with the national headquarters in Ann Arbor informed us that branches are free to determine branch membership as suits them and that there is no requirement of national membership.

Articles II and IV have the most changes. Other changes, many taking into account relatively recent advances in technology, are found throughout the document. Please note that because "The Rudolf Steiner Branch (NC)" is a d/b/a, the legal name is unchanged.

While the bylaws currently require the mailing of a hard copy of the proposed changes to all members, the Board has decided to allow you to opt out of receiving that if you so choose. This will save trees and postage. If you would like to opt out, please notify Joanna Carey by email at joannapcarey@gmail.com. Please opt out by March 7th if you intend doing so.

With warm regards,

Edward Schuldt
for the Board of Directors and the Bylaws Committee

BYLAWS
OF THE
ANTHROPOSOPHICAL SOCIETY
IN NORTH CAROLINA, INC.
 PO Box 16024, Chapel Hill, NC 27516-6024
 EIN 56-1988364

Adopted January 27, 1997. Amended 2003, 2013.

ARTICLE I

NAME

The name of this Corporation (hereafter "the Corporation") is The Anthroposophical Society in North Carolina, Inc.

ARTICLE II

MISSION, PURPOSES, POWERS, AND INTENTIONS

Section 1. Mission. The Corporation is the legal body of a community of people who choose to relate to each other out of their shared regard for humanity, inspired by the anthroposophical spiritual science initiated by Rudolf Steiner.

Section 2. Purposes. The Corporation is organized exclusively for charitable, educational and literary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provision of any future United States Internal Revenue Law), including the following specific purposes:

- a. To form the legal entity of a community of people who relate to each other in accordance with the mission of the Corporation as stated in Section 1 above;
- b. To organize and promote activities and events that foster the heart activity of the community and the well being of each individual within it;
- c. To foster, promote and communicate the principles and philosophies of anthroposophy (based on the teachings of Rudolf Steiner) to the general public;
- d. To sponsor activities based on the principles of anthroposophy, including activities of the School of Spiritual Science, study groups, artistic presentations, celebrations of festivals;
- e. To offer courses of study, lectures, workshops, conferences and artistic classes to educate the general public on the principles of anthroposophy;

- f. To publish, sell and distribute written materials, educational materials and related items which communicate the principles of anthroposophy to the general public;
- g. To help found, develop, and/or support activities and initiatives that are based on the principles of anthroposophy, such as eurythmy, the fine arts, drama, biodynamic agriculture, anthroposophical healing arts, and Waldorf education;
- h. To support the preceding purposes by soliciting funds and making disbursements to individuals and to organizations working in harmony with the principles of anthroposophy. Beneficiary organizations will qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provision of any future United States Internal Revenue Law).

Section 3. Powers.

- a. The Corporation shall have the following powers:
 - i. to sue and to be sued;
 - ii. to hold, receive, lease and purchase such real estate and personal property as may be requisite and expedient for its purposes, and to sell, lease, encumber and dispose of such property;
 - iii. all other powers granted to nonprofit corporations by Chapter 55A of the North Carolina General Statutes.
- b. The Corporation shall not, however:
 - i. carry on any activities, nor shall it have any powers prohibited to an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding section of any future United States Internal Revenue law); and in particular, but without limitation of the foregoing, the Corporation shall not:
 - ii. have or issue shares of stock or pay dividends, and no part of its earnings or assets shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, provided that it shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its authorized purposes;
 - iii. make loans to officers or directors of the Corporation.

Section 4. Spiritual Intentions. The Corporation recognizes itself and is recognized by the Anthroposophical Society in America as a branch of the Anthroposophical Society in America, part of the General Anthroposophical Society with its headquarters at the Goetheanum in Dornach, Switzerland. As such, the Corporation intends:

- a. to conduct its legal and financial activities in public view;
- b. to open to the public or restrict to members (optionally including friends) its cultural activities according to the nature of the activity;
- c. to establish and maintain a sense of openness through which members of the Corporation can freely express themselves regarding the affairs of the Corporation, and can be greeted with equanimity and interest by those who accept the roles of leadership within the corporate structure;
- d. to reach decisions in its corporate affairs, as provided in these bylaws, as far as possible on the basis of shared understanding rather than by voting, the

requirements for voting as stated hereinafter notwithstanding. In the event a shared understanding cannot be reached, the requirements for voting as stated in each provision shall be governing. In the event a vote is needed, members eligible to vote may be granted, at the discretion of the chair of the meeting, the right to cast either a single vote for or against a proposition or a dual vote both for and against the proposition;

- e. to bring the impulses of anthroposophy to bear on social life and daily activity and to fields of economic endeavor;
- f. to nurture the life of the soul and spirit, both in the individual and in human society, on the basis of a knowledge of the spiritual world and its relationship to earthly life;
- g. to provide spiritual insight into moral conduct, social relationships, artistic expression, cultural exploration, seasonal festivals, spiritual-scientific study, meditative training, and other aspects of human existence;
- h. to abstain from activity related to party politics;
- i. to support spiritual research as undertaken by the members of the School of Spiritual Science, which has its headquarters at the Goetheanum in Dornach, Switzerland.

ARTICLE III

OFFICES

The principal office of the Corporation shall be located at 5622 Brisbane Drive, Orange County, Chapel Hill, North Carolina 27514. The Corporation shall have and continually maintain a registered office and agent in North Carolina, and may also have other offices as the directors may determine.

ARTICLE IV

MEMBERS

Section 1. Non-discrimination. The Corporation does not discriminate against individuals on the basis of race, gender, national origin, social standing, religion, political views, sexual orientation, or disability, or on the basis of any other particular characteristics incidental to the universal human spirit dwelling in every individual. No academic study or degree is required for participation or membership in the Corporation.

Section 2. Criteria of Active Membership. An active member of the Corporation is a person who:

- a. Supports the Spiritual Intentions of the Corporation as presented in Article II, Section 4; and
- b. Pays annual Corporation dues.

Section 3. Inactive Membership. A member who has lapsed in paying his/her corporation dues will be regarded as an inactive member for a period of two years or until s/he announces his/her intention to discontinue permanently his/her membership in the

Corporation, either verbally or in writing to the Board or its agent, is removed from his/her membership, or bring his/her membership into active status, whichever occurs first. Inactive members are not eligible to cast votes under Section 6 of this Article.

Section 4. Removal and Reinstatement.

- a. Removal. An individual may be removed as a member by a two-thirds vote of the full Board of Directors, not including directors then on leave of absence, if his/her activity is deemed detrimental to the Corporation or the work of its members within the context of the Corporation. Removal of an individual's membership is a last resort and will be preceded by appropriate efforts to seek common ground with the member. At the discretion of the Board of Directors, an individual so removed from membership may be asked to absent him- or herself from meetings and activities of the Corporation.
- b. Reinstatement. An individual removed from membership may be reinstated as a member of the Corporation at the discretion of a two-thirds majority of the Board of Directors.

Section 5. Resignation. An individual may resign his/her membership by submitting written notice to the Board of Directors.

Section 6. Voting. Each active member shall be entitled to one vote on each matter submitted to a vote of the members.

Section 7. Transfer of Membership. Membership in this Corporation is not transferable or assignable.

Section 8. Distribution of Assets to Members. No member will be entitled to any asset of the Corporation merely by virtue of his or her membership. If an individual has contracted with the Corporation granting him or her entitlement to an asset, for instance through making a loan to the Corporation, no change in that individual's membership status will have any impact on the terms of the contract.

Section 9. Friends. The Corporation recognizes the presence within its community of people who are not members of the Corporation.

ARTICLE V

MEETINGS OF MEMBERS

Section 1. Annual Meeting. The annual meeting of members shall be held in the first half of each year, on a date and at such time and location as determined by the Board of Directors. The Secretary shall give notice to the members in writing of the meeting's time and place, not less than fourteen days before the annual meeting date. The purpose of the annual meeting shall be to elect directors and for the transaction of such business as may come before the meeting. The Annual Meeting is open to all members and friends.

Section 2. Special Meetings. Special meetings may be called by the President, the Board of Directors, or by one-third of the active members.

Section 3. Notice of Special Meeting. The Secretary shall provide written notice stating the place, day and time of any special meeting of members. Such notice is to be delivered,

either personally or by mail or email, or other usual means of written communication, to each active member, not less than ten or more than thirty days before the date of such meeting. The purpose for which the special meeting is called shall be stated in the notice. If mailed, the notice shall be deemed delivered when deposited in the United States mail or dispatched by other means and addressed to the member at his/her address as it appears on the records of the Corporation, with postage, if required, prepaid.

Section 4. Proxies. Active members may vote by proxy, and be counted present for purposes of obtaining a quorum. A written proxy may be executed by the member or by the member's attorney-in-fact. Proxies shall be valid for one specific meeting. A member casting proxy votes may represent a maximum of three other members on any matter considered by the members.

Section 5. Quorum. Ten active members, or one-half the active membership of the corporation, whichever is less, present in person or by proxy, shall constitute a quorum at any meeting.

Section 6. Adjournment. If a quorum is not present at any meeting, a majority of the active members present may adjourn the meeting from time to time without further notice, but no other business may be transacted until and unless a quorum is present. At any reconvened meeting at which a quorum is present, no business may be transacted which was not scheduled for the original meeting.

ARTICLE VI

DIRECTORS

Section 1. General Powers. The business of the Corporation shall be managed by the Board of Directors or by such committees as the Board may establish pursuant to these Bylaws.

Section 2. Number, Term and Qualification. The number of directors of the Corporation shall be not less than three, nor more than nine, the exact number of which shall be determined from time to time by resolution of the Board of Directors. A simple majority of the Directors will be members of the First Class of the Free High School for Spiritual Science. Directors shall be elected to three year staggered terms. Each director shall hold office until the director's end of term, death, resignation, retirement, removal, disqualification, or his/her successor is elected and qualifies. Directors must be active members of the Corporation.

Section 3. Nomination of Directors. The Board of Directors shall propose the names of new Board members to the membership in the Newsletter two months prior to the annual meeting. Active members shall have the opportunity to make direct nominations, either before the meeting by written communication with the Board or at the meeting itself, providing the individuals proposed have agreed to serve on the Board.

Section 4. Election of Directors. Except as provided otherwise in these bylaws, the directors shall be elected at the annual meeting of members. Those persons who receive the highest number of votes shall be deemed to have been elected. If a majority of the Board of Directors so determines, election of directors may be accomplished by mail ballot.

In case of a mail ballot, the election will be valid if the number of ballots returned adheres to the quorum rule.

Section 5. Voting. At each election of directors, every member entitled to vote at such election shall have the right to vote, in person or by proxy, for as many different nominees as there are directors to be elected. Members may only cast one vote per nominee.

Section 6. Compensation. There shall be no compensation in consideration for acting as director of the Corporation. This provision shall not, however, limit the Corporation from contracting with a director for services that fall outside the duties of a director.

Section 7. Removal. Directors may be removed from office with or without cause. Removal of a director is a last resort and will be preceded by appropriate efforts to seek common ground with the director. A director may be removed:

- a. by a three-fourths vote of the active membership;
- b. by a two-thirds vote of the directors; or
- c. without vote, if the director is absent without excuse, as defined in Article VII, Section 5, below, for three meetings within a calendar year. The director's seat will be considered vacant and will be filled under the provisions of Section 8 of this Article.

Section 8. Vacancies. A vacancy occurring in the Board of Directors may be filled by a majority vote of the remaining directors, though less than a quorum, as defined in Article VII, Section 6, below, or by the sole remaining director; a vacancy created by an increase in the authorized number of directors shall be filled by the Board of Directors or at a special meeting of members called for that purpose. A director elected to fill a vacancy serves the unexpired term of his/her predecessor, or, if the director has no predecessor, until the next meeting at which directors are regularly elected.

Section 9. Committees. Standing committees shall consist of members of the Corporation and at least one member of the Board of Directors, excluding the President unless specifically appointed as a member of the committee. The President is otherwise a de facto member of all committees.

ARTICLE VII

MEETINGS OF DIRECTORS

Section 1. Regular Meetings. A regular meeting of the Board of Directors shall be held within one month of the annual meeting of members. In addition the Board of Directors may hold other regular meetings.

Section 2. Special Meetings. Special meetings of the Board of Directors may be called by the President or any two directors.

Section 3. Means of Meeting. A meeting may be held in person or in whole or in part by telephone or other real-time audio and/or video communication.

Section 4. Notice of Meetings.

- a. The President shall give notice of any regular meeting of the Board of Directors at least seven days before the meeting, by any usual means of communication.
- b. The person or persons calling a special meeting of the Board of Directors shall, give notice thereof by any usual means of communication at least two days before the meeting. Notice or waiver of notice must specify the business to be transacted at, or the purpose of, the meeting that is called. Notice of an adjourned meeting need not be given if the time and place are fixed before the meeting is adjourned and if the period of adjournment does not exceed ten days in any one adjournment.
- c. Waiver of notice may be given in accordance with Article XIII, Section 2, below. In addition, attendance by a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

Section 5. Attendance. Members of the Board of Directors are expected to attend meetings of the Board. In the event a member cannot attend a meeting, the member will inform one of the attending members of the Board of his/her expected absence. An absence without such notification will be considered an unexcused absence. If a member must be absent from a number of consecutive meetings, the member will arrange with the Board for a leave of absence of specified length or will resign from the Board.

Section 6. Quorum. A quorum for the transaction of business at any meeting of the Board of Directors shall be the next whole number more than half the number of directors serving at that time, excluding directors on leave of absence.

Section 7. Manner of Acting. Any act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors unless a greater number is required by law or by the charter of the Corporation.

ARTICLE VIII

OFFICERS

Section 1. Number. The officers of the Corporation shall consist of a President, Secretaries, a Treasurer and such Vice Presidents, Assistant Secretaries, Assistant Treasurers and other officers as the Board of Directors may from time to time elect. Any two or more offices, other than that of President and Recording Secretary, may be held by the same person. In no event, however, may an officer act in more than one capacity where action of two or more officers is required.

Section 2. Election and Term. The officers of the Corporation shall be elected annually by the Board of Directors by common assent or formal vote. Such election shall be held at the first meeting following the annual meeting, otherwise in a special meeting or proceeding of the Board of Directors. Each officer shall hold office until the expiration of the officer's term, death, resignation, retirement, removal, disqualification, or the officer's successor is elected and qualifies.

Section 3. Removal. Any officer elected by the Board of Directors may be removed by the Board with or without cause by a two-thirds vote of the Directors, after appropriate efforts to find common ground with the officer.

Section 4. Compensation. There shall be no compensation in consideration for acting as an officer of the Corporation.

Section 5. President. The President shall be the chief executive officer of the Corporation, and, subject to the control of the Board of Directors, shall supervise and control the management of the Corporation in accordance with these Bylaws. The President shall preside at all meetings of the members. The President shall sign, with any other proper officer, any deeds, mortgages, bonds, contracts, or other instruments which may be lawfully executed on behalf of the Corporation, except where required or permitted by law to be otherwise signed and executed, and except where the signing and execution thereof shall be delegated by the Board of Directors to some other officer or agent; and, in general, the President shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice Presidents. The Vice-Presidents in the order of their election, unless otherwise determined by the Board of Directors, shall, in the absence or disability of the President, perform the duties and exercise the powers of that office. In addition, they shall perform such other duties and have such other powers as the President or the Board of Directors shall prescribe.

Section 7. Recording Secretary. The Recording Secretary shall keep records of the acts and proceedings of all meetings of members and directors. The Recording Secretary shall ensure that all notices are given as required by law and by these Bylaws. The Recording Secretary shall have general charge of the corporate documents and records and of the corporate seal, and shall affix the corporate seal to any lawfully executed instrument requiring it. The Recording Secretary shall have, at the principal office of the Corporation, a record of members showing the name and address of each member. The Recording Secretary shall sign such instruments as may require his/her signature, and, in general, shall perform all duties incident to the office of Recording Secretary and such other duties as may be assigned from time to time by the President or by the Board of Directors.

Section 8. Corresponding Secretary. The Corresponding Secretary shall answer correspondence addressed to the Corporation. The Corresponding Secretary shall also handle correspondence sent to members and others by the Board. In addition, the Corresponding Secretary shall perform all duties incident to the office of Corresponding Secretary and such other duties and have such other powers as may be assigned from time to time by the President or by the Board of Directors.

Section 9. Treasurer. The Treasurer shall have custody of all funds, securities, negotiable instruments and other monies belonging to the Corporation and shall receive, deposit or disburse the same under the direction of the Board of Directors. The Treasurer shall keep full and accurate accounts of the finances of the Corporation in books especially provided for that purpose, and shall cause a true statement of its assets and liabilities as of the close of each fiscal year and of the results of its operations for such fiscal year, all in reasonable detail, to be made and filed at the registered or principal office of the Corporation within four months after the end of such fiscal year. The statement so filed

shall be kept available for inspection by any member for a period of five years, and the Treasurer shall mail or otherwise deliver a copy of the latest such statement to any member upon written request. The Treasurer shall, in general, perform all duties incident to the office and such other duties as may be assigned from time to time by the President or by the Board of Directors.

Section 10. Bonds. The Board of Directors, by resolution, may require any or all officers, agents and employees of the Corporation to give bond to the Corporation, with sufficient sureties, conditioned on the faithful performance of the duties of their respective offices or positions, and to comply with such other conditions as may from time to time be required by the Board of Directors.

ARTICLE IX INDEMNIFICATION

Section 1. Right to Indemnification. Each person who is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, or as a trustee or administrator under an employee benefit plan, shall be indemnified by the Corporation as a matter of contract right to the maximum extent permitted under North Carolina law against any and all claims and liabilities to which the person has, or shall become subject to, by reason of serving or having served as such director or officer, or by reason of any action alleged, whether or not the claim, liability or alleged action arises from action taken in an official capacity, and the Corporation shall reimburse each such person or shall advance such person sums as hereinafter provided, for all expenses, including reasonable attorneys' fees, actually incurred by him/her to the maximum extent permitted under North Carolina law in connection with any such claim or liability, provided, however, that no such person shall be indemnified against, or be reimbursed for any expense incurred in connection with, any claim or liability in which it is adjudged that the person acted in bad faith or was guilty or liable by reason of his/her own willful misconduct in the performance of duty; and, provided further, that the Corporation shall indemnify such person for actions initiated by such person unless such action is or was authorized by the Board of Directors.

Section 2. Insurance. The Corporation shall have the power, by resolution of the Board of Directors, to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against the person and incurred by him/her in such capacity, or arising out of his/her status as such, whether or not the Corporation would have the power to indemnify the person against such liability.

Section 3. Non-Exclusivity Of Rights. The right of indemnification hereinabove provided shall be in addition to other rights of indemnification permitted by applicable law, and shall not be exclusive of any rights to which any such director, officer, employee or agent may otherwise be entitled under any bylaw, agreement, vote of the Board of

Directors or members or otherwise with respect to any liability or litigation expenses arising out of the person's activities in such capacity.

Section 4. Advances. Expenses incurred by a director, officer, employee or agent in defending a civil or criminal action of any type may be paid in advance of the final disposition of such action by the Corporation as authorized by the Board of Directors only upon receipt of an undertaking in writing by, or on behalf of such director, officer, employee or agent that the person will promptly repay such amount unless it shall be ultimately determined that the person is entitled to such indemnification by these Bylaws or otherwise by applicable law.

ARTICLE X

CONTRACTS , LOANS , AND DEPOSITS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, or agent or agents, to enter into any contract or execute and deliver any instrument on behalf of the Corporation, and such authority may be general or confined to specific instances. No change in an individual's status as a Corporation member, as a Corporate Director, or as an officer of the Board will affect the individual rights under any contract with the Corporation.

Section 2. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

Section 3. Checks and Drafts. All checks, drafts or other orders for the payment of money issued in the name of the Corporation shall be signed by such officer or officers, or agent or agents, of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such depository or depositories as the Board of Directors shall direct.

ARTICLE XI

BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the members and Board of Directors. All books and records may be inspected upon written request by any director or member, or the agent or attorney thereof, for any proper purpose at any reasonable time. Such records may be kept on, or be in the form of, any information storage device, provided that such records may be converted into clearly legible forms within a reasonable time. The Corporation shall convert such records upon reasonable requests of any person entitled to inspect them.

ARTICLE XII
TERMINATION OF THE CORPORATION

In the event of dissolution, the residual assets of the Corporation shall be distributed as provided in the Articles of Incorporation.

ARTICLE XIII
GENERAL PROVISIONS

Section 1. Seal. The corporate seal of the Corporation consists of two concentric circles between which the words "Anthroposophical Society in North Carolina, Inc." and in the center of which is inscribed "Corporate Seal 1996 NC". This seal is impressed on the margin hereof and is hereby adopted as the corporate seal of the Corporation.

Section 2. Waiver of Notice. Whenever any notice is required to be given to any member or director under the provision of Chapter 55A of the North Carolina General Statutes or under the provisions of the Charter or Bylaws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

Section 3. Fiscal Year. Unless otherwise ordered by the Board of Directors, the fiscal year of the Corporation shall be the calendar year.

ARTICLE XIV
AMENDMENTS TO BYLAWS

Section 1. Proposed Changes to Bylaws. Proposed changes to the bylaws shall be announced to the active members by any usual means of written communication and delivered to them by any usual means of written communication including posting on a website available to all active members. The announcement and delivery of the bylaw changes will occur at least one month before the Directors' meeting at which the changes will be considered for a vote.

Section 2. Passage of Changes to the Bylaws. These Bylaws may be altered, amended or repealed, and new Bylaws may be adopted by a three-fourths vote of directors holding office.



The Sophia Sun

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www.anthroposophyNC.org

Editor.....Kathleen Wright

Calendar.....Linda Folsom

The Sophia Sun is the newsletter of the Anthroposophical Society in North Carolina (ASNC), a 501(c)3 non-profit organization. It is published bi-monthly 6 times a year. Members are encouraged to view the newsletter electronically by visiting our website www.anthroposophyNC.org. If you wish to receive the newsletter by email, please write to the editor at: kathleenwright51@gmail.com

Note: On line, the newsletter is in color; mailed copies are in black and white.

To receive the newsletter by Postal service please contact the editor.

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Submitting articles, letters, announcements and ads:

Please send UNFORMATTED text in Microsoft Word to kathleenwright51@gmail.com. Please send all pictures as jpegs.

Ads for goods and services: Dues-paying members of the Anthroposophical Society in North Carolina are entitled to one free ad per year (quarter of a page). Please contact the editor for rates if you are not a member and wish to place an ad.

If you have any questions, please contact: **Kathleen Wright, at 919-309-9622 or 919-672-0149**



Anthroposophy, which means “the wisdom of man”, is a spiritual philosophy and path to self-knowledge, which “leads the spiritual in the human being to the spiritual in the universe”, according to its teacher, Rudolf Steiner (1861-1925). Rudolf Steiner was a brilliant “Renaissance man” from Austria who was a philosopher, scientist, artist, playwright, architect, social activist, teacher and meditator, who had a direct perception of the spiritual worlds. Anthroposophy, which is also known as Spiritual Science, teaches, among other things, the laws of reincarnation and Karma. It has a Christ-centered view of world evolution. Steiner founded the School of Spiritual Science, as well as the General Anthroposophical Society, which he described as “a union of people who desire to further the life of the soul – both in the individual and in human society – on the basis of true knowledge of the spiritual world”. In addition to giving over 6,000 lectures, most of which have been made into books, he helped to found many initiatives that are still thriving today including: the Waldorf School movement, anthroposophical medicine, biodynamic farming, and Eurythmy. Based on his indications, hundreds of initiatives have developed such as: the Curative education movement, the Camp Hill Villages for the handicapped, Weleda remedies, Dr. Hauschka cosmetics, WALA, True Botanica, Astrosophy, Rhythmical Massage, the Alliance for Childhood, The Christian Community, Anthroposophic Prison Outreach, Lazure painting, Demeter, advancements in architecture, science, social and economic reform (The Threefold Social Order, community banks), mathematics and painting. In addition, there are many publishing houses and libraries dedicated to his works throughout the world. For more information, check the national website at www.anthroposophy.org or our local website at www.anthroposophyNC.org