

UNITARIAN UNIVERSALIST ASSOCIATION

BYLAWS AND RULES

as amended through
JULY 1, 2017



**UNITARIAN
UNIVERSALIST
ASSOCIATION**

Hard copy of these Bylaws and Rules available from
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UUA BYLAWS

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1 **ARTICLE I Name**

2 **Section C-1.1. Name.**

3 The name of this Association shall be Unitarian Universalist
4 Association. It is the successor to the American Unitarian
5 Association, which was founded in 1825 and incorporated in 1847,
6 and the Universalist Church of America, which was founded in 1793
7 and incorporated in 1866.

8 **ARTICLE II Principles and Purposes**

9 **Section C-2.1. Principles.**

10 We, the member congregations of the Unitarian Universalist
11 Association, covenant to affirm and promote

- 12 • The inherent worth and dignity of every person;
- 13 • Justice, equity and compassion in human relations;
- 14 • Acceptance of one another and encouragement to spiritual growth
15 in our congregations;
- 16 • A free and responsible search for truth and meaning;
- 17 • The right of conscience and the use of the democratic process
18 within our congregations and in society at large;
- 19 • The goal of world community with peace, liberty and justice for all;
- 20 • Respect for the interdependent web of all existence of which we
21 are a part.

22 The living tradition which we share draws from many sources:

- 23 • Direct experience of that transcending mystery and wonder,
24 affirmed in all cultures, which moves us to a renewal of the spirit
25 and an openness to the forces which create and uphold life;
- 26 • Words and deeds of prophetic women and men which challenge
27 us to confront powers and structures of evil with justice,
28 compassion and the transforming power of love;
- 29 • Wisdom from the world's religions which inspires us in our ethical
30 and spiritual life;
- 31 • Jewish and Christian teachings which call us to respond to God's
32 love by loving our neighbors as ourselves;
- 33 • Humanist teachings which counsel us to heed the guidance of
34 reason and the results of science, and warn us against idolatries
35 of the mind and spirit;
- 36 • Spiritual teachings of Earth-centered traditions which celebrate
37 the sacred circle of life and instruct us to live in harmony with the
38 rhythms of nature.

39 Grateful for the religious pluralism which enriches and ennobles our
40 faith, we are inspired to deepen our understanding and expand our
41 vision. As free congregations we enter into this covenant,
42 promising to one another our mutual trust and support.

43 **Section C-2.2. Purposes.**

44 The Unitarian Universalist Association shall devote its resources to
45 and exercise its corporate powers for religious, educational and
46 humanitarian purposes. The primary purpose of the Association is
47 to serve the needs of its member congregations, organize new
48 congregations, extend and strengthen Unitarian Universalist
49 institutions and implement its principles.

50 **Section C-2.3. Inclusion.**

51 Systems of power, privilege, and oppression have traditionally
52 created barriers for persons and groups with particular identities,
53 ages, abilities, and histories. We pledge to replace such barriers
54 with ever-widening circles of solidarity and mutual respect. We
55 strive to be an association of congregations that truly welcome all
56 persons and commit to structuring congregational and associational
57 life in ways that empower and enhance everyone's participation.

58 **Section C-2.4. Freedom of Belief.**

59 Nothing herein shall be deemed to infringe upon the individual
60 freedom of belief which is inherent in the Universalist and Unitarian
61 heritages or to conflict with any statement of purpose, covenant, or
62 bond of union used by any congregation unless such is used as a
63 creedal test.

64 **ARTICLE III Membership**

65 **Section C-3.1. Member Congregations.**

66 The Unitarian Universalist Association is a voluntary association of
67 autonomous, self-governing member congregations, which have
68 freely chosen to pursue common goals together.

69 **Section C-3.2. Congregational Polity.**

70 Nothing in these Bylaws shall be construed as infringing upon the
71 congregational polity or internal self-government of member
72 congregations, including the exclusive right of each such
73 congregation to call and ordain its own minister or ministers, and to
74 control its own property and funds. Any action by a member
75 congregation called for by these Bylaws shall be deemed to have
76 been taken if certified by an authorized officer of the congregation
77 as having been duly and regularly taken in accordance with its own
78 procedures and the laws which govern it.

79 ***Section C-3.3. Admission to Membership.**

80 A congregation becomes a member upon acceptance by the Board
81 of Trustees of the Association of its written application for
82 membership in which it subscribes to the principles of and pledges
83 to support the Association. The Board of Trustees shall adopt rules
84 to carry out the intent of this Section.

85 **Section 3.4. Church of the Larger Fellowship.**

86 The Church of the Larger Fellowship, Unitarian Universalist, shall
87 be a member congregation which is not considered to be located in
88 any particular district or region.

89 ***Section C-3.5. Certification of Membership.**

90 A member congregation shall be recognized as certified during the
91 fiscal year of the Association in which it becomes a member and
92 during each subsequent fiscal year in which it established that
93 during the immediately preceding fiscal year it:

- 94 (a) conducted regular religious services;
- 95 (b) held at least one business meeting of its members, elected its
96 own officers and maintained adequate records of
97 membership; and
- 98 (c) made a financial contribution to the Association.

99 Member congregations must furnish the Association with a report of
100 their activities showing compliance with subsections (a) and (b)
101 above.

102 Compliance with subsection (c) above shall be determined by
103 appropriate financial records of the Association. A member
104 congregation shall also be considered to be certified for that part of
105 any particular current fiscal year which precedes the deadline
106 established by the Board of Trustees for submitting proof of
107 compliance with subsections (a) and (b) above if during the next
108 preceding fiscal year such a congregation made a financial
109 contribution to the Association and filed the report required by this
110 Section during that year.

111 A member congregation which has not been certified for three
112 consecutive fiscal years shall be deemed inactive and placed in an
113 "inactive congregation" category.

114 The Board of Trustees shall make rules to carry out the intent of this
115 Section and shall determine which member congregations meet the
116 requirements set forth herein for any fiscal year of the Association.

117 **Section C-3.6. Termination of Membership.**

118 A member congregation upon written notification to the Association
119 may withdraw from the Association at any time. The Board of
120 Trustees may terminate the membership of any congregation that,
121 pursuant to the provisions of Section C-3.5, has been placed in an
122 "inactive congregation" category maintained by the Association but
123 shall do so only after consultation with:

- 124 (a) the congregation in question, whenever possible; and
- 125 (b) the President of the district or region in which the
126 congregation is located or such other authorized official as
127 the district or region designates in writing to the Association.

128 ***Section C-3.7. Associate Member Qualifications.**

129 The Board of Trustees may admit to associate membership in the
130 Association any major organization whose membership or
131 constituency consists of individuals located throughout the
132 Association and whose purposes and programs it finds to be
133 auxiliary to and supportive of the principles of the Association and
134 which pledges itself to support the Association. The Board of
135 Trustees may terminate such associate membership upon a finding
136 that the organization no longer meets the foregoing qualifications.

137 The Board of Trustees may adopt rules governing the requirements
138 for admission to and retention of associate membership. An
139 associate member organization shall be recognized as certified
140 during the fiscal year in which it becomes a member, and during
141 each subsequent fiscal year if it has made a financial contribution to
142 the Association during the immediately preceding fiscal year. The
143 Association shall neither exercise control over nor assume
144 responsibility for the programs, activities or finances of any
145 associate member.

146 ***Section C-3.8. Independent Affiliate Organizations.**

147 The Board of Trustees may admit to affiliated status those
148 independently constituted and operated organizations whose
149 purposes and intentions it finds to be in sympathy with the principles
150 of the Association, and may terminate such status upon finding that
151 the organization no longer meets the foregoing qualifications or is
152 not in compliance with the rules relating to such organizations. The
153 status granted is that of independent affiliate. The Board of
154 Trustees shall adopt rules governing the requirements for admission
155 to and retention of affiliated status. The requirements shall include
156 financial support of the Association by payment of an annual
157 contribution. The Association shall neither exercise control over nor
158 assume responsibility for the programs, activities, or finances of any
159 independent affiliate.

160 **Section C-3.9. Autonomy of Associate Member
161 Organizations and Independent Affiliate
162 Organizations.**

163 Nothing in these Bylaws shall be construed as infringing upon the
164 control of associate member organizations and independent affiliate
165 organizations by their own membership.

166 **Section C-3.10. Members of Member Congregations.**

167 For the purposes of these Bylaws, a member of a member
168 congregation is any individual who pursuant to its procedures has
169 full or partial voting rights at business meetings of the congregation
170 and who is certified as such by an authorized officer of the
171 congregation.

172 **ARTICLE IV General Assembly**

173 **Section C-4.1. Meetings of the Association.**

174 Each meeting of the Association for the conduct of business shall
175 be called a General Assembly.

176 **Section C-4.2. Powers and Duties.**

177 General Assemblies shall make overall policy for carrying out the
178 purposes of the Association and shall direct and control its affairs.

179 **Section 4.3. Regular General Assembly.**

180 A regular General Assembly shall be held at such time during each
181 fiscal year of the Association as the Board of Trustees shall
182 determine.

183 **Section 4.4. Special General Assembly.**

184 A special General Assembly may be called by the Board of
185 Trustees at any time, and shall be called upon petition of not less
186 than fifty certified member congregations by action of the governing
187 boards or their congregations. No more than twenty of the fifty
188 congregations may be from the same district.

189 **Section 4.5. Place of Meeting.**

190 Each regular and special General Assembly shall be held at such
191 place in the United States or Canada as the Board of Trustees shall
192 determine. Subject to procedures and guidelines adopted by the
193 Board of Trustees, delegates not physically present at General
194 Assembly may be deemed present in person to participate in and
195 vote at General Assembly by means of remote communication.

196 ***Section 4.6. Notice of Meetings.**

197 Notice of each regular and special General Assembly shall be given
198 not less than sixty days before the date thereof in such form and
199 manner as the Board of Trustees shall determine. Such notice shall
200 state the place, date, and hour of the meeting. Notice of each
201 special General Assembly shall indicate at whose direction it is
202 being called.

203 ***Section C-4.7. Voting.**

204 Voting at each regular and special General Assembly shall be by
205 accredited delegates from certified member congregations, certified
206 associate member organizations, and trustees.

207 Each delegate and trustee shall have only one vote, even if present
208 in more than one capacity. Proxy voting is prohibited except when
209 the amendment being processed is an amendment of the articles of
210 organization.

211 **Section 4.8. Delegates.**

212 (a) Member Delegates. Each certified member congregation is
213 entitled to be represented at each General Assembly by
214 delegates who are members of such congregation, selected
215 in accordance with its bylaws or procedures. The Church of
216 the Larger Fellowship is entitled to 22 such delegates. Other
217 certified member congregations are entitled to that number of
218 such delegates determined as follows: the number of
219 delegates of a certified member congregation shall be equal
220 to the number of members of the congregation divided by
221 fifty, plus one delegate for any fraction remaining, provided
222 that each certified member congregation shall be entitled to at
223 least two delegates.

224	Membership of	Member
225	Member Congregation	Delegates
226	1-100	2
227	101-150	3
228	151-200	4
229	201-250	5
230	251-300	6
231	301-350	7
232	351-400	8
233	401-450	9
234	451-500	10
235	Over 500	One for each additional 50
236		members or fraction thereof.

237 The number of members of a certified member congregation
238 which is a member of more than one denomination shall be
239 determined for the purposes of this Section either (i) by
240 dividing the number of members of the federated church by
241 the number of denominations included in the federation, or, at
242 the option of the federated church, (ii) by reporting the actual
243 number of members who identify themselves as Unitarian
244 Universalists.

245 (b) Minister Delegates and Religious Education Director
246 Delegates. Each certified member congregation is also
247 entitled to be represented at each General Assembly by the
248 ordained minister or ministers in ministerial fellowship with the
249 Association settled in such congregation, and by the director
250 or directors of religious education having achieved
251 Credentialed Religious Educator – Masters Level status by
252 the Association and employed in such congregation. In
253 addition, each certified member congregation is also entitled
254 to be represented at each General Assembly by any minister
255 emeritus or minister emerita of such congregation in
256 ministerial fellowship with the Association and by any director
257 of religious education emeritus or emerita having achieved
258 Credentialed Religious Educator – Masters Level status by
259 the Association designated as such by a vote at a meeting of
260 the member congregation not less than six months prior to
261 the General Assembly, provided that any such minister has
262 been settled previously in such congregation, and any such
263 director of religious education who has been previously
264 employed in such congregation.

265 (c) Associate Member Delegates. Each certified associate
266 member organization is entitled to be represented at each
267 General Assembly by two delegates who are members of a
268 certified congregation.

269 ***Section C-4.9. Accreditation of Delegates.**

270 The Board of Trustees shall make rules for the accreditation of
271 delegates and voting procedures. Such rules may include the
272 requirements of payment of a registration fee, a travel fund fee, or
273 both, in order to vote at a General Assembly, except that these
274 requirements shall not apply to the right to cast a ballot for any
275 elective position at large.

276 **Section 4.10. Quorum.**

277 Not less than 300 accredited delegates representing not less than
278 100 certified member congregations located in not less than 10
279 states or provinces shall constitute a quorum at any regular or
280 special General Assembly.

281 **Section 4.11. Tentative Agenda for Regular General 282 Assemblies.**

283 The Board of Trustees shall prepare a Tentative Agenda for each
284 regular General Assembly which shall include:

- 285 (a) reports and other matters required by these Bylaws to be
286 submitted to the General Assembly;
- 287 (b) proposed amendments to these Bylaws which are submitted
288 as prescribed in Article XV, Section 15.2;
- 289 (c) items referred by the preceding General Assembly;
- 290 (d) Business Resolutions and proposed amendments to Bylaws
291 and Rules submitted by the Commission on Appraisal;
- 292 (e) all proposed amendments to Rules and all Business
293 Resolutions as defined in Rule G-4.18.2, submitted by:
 - 294 (1) the Board of Trustees or the Executive Committee;
 - 295 (2) not less than fifteen certified member congregations by
296 action of their governing boards or their congregations;
297 or

- 298 (3) a petition by not less than 250 members of certified
299 member congregations with no more than 10 members
300 of any one member congregation counted as part of the
301 250;

302 (f) proposed amendments to Rules and Business Resolutions
303 submitted by a district or region by official action at a duly
304 called meeting at which a quorum is present but not in excess
305 of three Business Resolutions per district. In a district or
306 region that does not maintain a formal governance structure,
307 a meeting for this purpose may be convened by vote of the
308 governing bodies or membership of at least fifteen
309 congregations in that district or region in good standing with
310 the UUA. A quorum for such a meeting shall require that at
311 least one-third of the congregations of the district or region be
312 represented by one or more formally credentialed delegates;
313 and

314 (g) Proposed Congregational Study/Action Issues submitted by
315 the Commission on Social Witness pursuant to Section
316 4.12(a).

317 Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be
318 received by the Board of Trustees by February 1 whenever the
319 regular General Assembly opens in June. If the General Assembly
320 opens in a month other than June, the Business Resolutions
321 submitted under (d), (e)(2), (e)(3) and (f) must be received no later
322 than 110 days before the date set for the opening of that General
323 Assembly. The UUA Statements of Conscience process deadlines
324 are established by Sections 4.12(a) and (c) and by the Board of
325 Trustees pursuant to Section 4.13 whenever one or more regular
326 General Assembly is scheduled to begin in a month other than
327 June. The Board of Trustees shall include on the Tentative Agenda
328 all items so submitted. It may submit alternative versions of
329 Business Resolutions in addition to the original ones submitted if in
330 its judgment such alternatives clarify the resolutions and may make
331 such changes in the Business Resolutions as are necessary to
332 make each conform to a standard format. It may also submit one or
333 more alternative versions for the purpose of combining two or more
334 Business Resolutions. Adoption of Business Resolutions by a
335 General Assembly shall be by two-thirds vote. The Tentative
336 Agenda shall be mailed to each member congregation, associate
337 member organization and trustee by March 1 if the General
338 Assembly opens in June; otherwise, not less than 90 days before
339 the opening of the General Assembly.

340 ***Section 4.12. UUA Statements of Conscience.**

341 The purpose of the Congregational Study/Action Process is to provide
342 the member congregations of the Association with an opportunity to
343 mobilize energy, ideas, and resources around a common issue. The
344 end result will be a deeper understanding of our religious position on
345 the issue, a clear statement of Association policy as expressed in a
346 Statement of Conscience, and a greater capacity for the
347 congregations to take effective action. The process for adoption of
348 UUA Statements of Conscience shall be as follows:

349 (a) First Cycle Year

350 (1) Each member congregation, district, and sponsored
351 organization (as designated by the Board of Trustees),
352 may submit to the Commission on Social Witness by
353 October 1 in the year preceding a General Assembly one
354 proposed Congregational Study/Action Issue, such
355 proposed Congregational Study/Action Issue to be
356 approved at a duly called meeting of its members or its
357 governing board at which a quorum is present. This
358 commences the process of a four year UUA Statement of
359 Conscience cycle ("the Cycle"). A Cycle year ends at the
360 close of General Assembly.

361 (2) The Commission on Social Witness shall by November 1
362 of that year submit to the Board of Trustees for inclusion

363	on the Tentative Agenda of the regular General Assembly	428	shall conduct workshops on the Congregational
364	not more than ten proposed Congregational Study/Action	429	Study/Action Issue.
365	Issues, each of which shall be based in whole or in part	430 (c)	Third Cycle Year
366	on the issues submitted to it as described in the previous	431	(1) Member congregations shall submit by not later than
367	subsection. The Commission on Social Witness shall	432	March 1 of the third Cycle year comments regarding the
368	verify with the proposing congregation or sponsored	433	Congregational Study/Action Issue and the related
369	organization that the proposed Study/Action Issue reflects	434	resource guide to the Commission on Social Witness.
370	the intent of the proposer prior to being included in the poll	435	(2) During the General Assembly in the third Cycle year, the
371	ballot. The ten proposed Congregational Study/Action	436	Commission on Social Witness shall conduct workshops
372	Issues shall be included for approval by the congregations	437	on the Congregational Study/Action Issue. Following the
373	on the Congregational Poll ballot, such ballot to be	438	General Assembly, the Commission on Social Witness
374	available and congregations notified of its availability by	439	shall then compose a draft UUA Statement of
375	November 15 of the same year. Congregational Poll	440	Conscience.
376	ballots concerning the proposed Congregational	441	(3) The draft UUA Statement of Conscience, a draft
377	Study/Action Issue shall be due by February 1 of the	442	Statement of Conscience congregational comment form,
378	following year (the first Cycle year).	443	and a ballot to place the draft UUA Statement of
379	(3) For the proposed Congregational Study/Action Issue to be	444	Conscience on the Final Agenda shall be included in the
380	placed on the Final Agenda of the General Assembly,	445	Congregational Poll, to be made available and
381	twenty-five percent (25%) of all certified congregations	446	congregations notified of its availability by November 15,
382	must participate in the ballot vote concerning the	447	following the General Assembly. Notice of the availability
383	proposed Congregational Study/Action Issues.	448	of these items shall be given to the congregations.
384	(4) The proposed Congregational Study/Action Issue shall be	449	Congregational Poll ballots and the congregational
385	ranked in the order of the votes received in the	450	comment forms concerning the draft UUA Statement of
386	Congregational Poll. The Study/Action Issues receiving	451	Conscience shall be due by February 1 of the following
387	the most votes (not to exceed five in number) shall be	452	year (the fourth Cycle year).
388	submitted to the General Assembly as follows:	453	(4) The Commission on Social Witness shall then prepare a
389	(i) Each of the Proposed Congregational Study/Action	454	revised draft of the UUA Statement of Conscience taking
390	Issues shall be presented to the General Assembly by	455	into consideration comments received by the member
391	a delegate, and one such proposed Congregational	456	congregations and place this revised draft of the UUA
392	Study/Action Issue shall be referred for study by virtue	457	Statement of Conscience on the Final Agenda.
393	of having received the highest number of votes	458	(5) For a draft UUA Statement of Conscience to be placed on
394	among all proposed Congregational Study/Action	459	the Final Agenda of the General Assembly, twenty-five
395	votes cast by the General Assembly; provided,	460	percent (25%) of all certified congregations must
396	however, that if no proposed Congregational	461	participate in the ballot vote concerning such draft UUA
397	Study/Action Issue receives a majority of the votes	462	Statement of Conscience.
398	cast, then a second vote shall be taken between the	463 (d)	Fourth Cycle Year
399	two issues receiving the highest number of votes cast	464	(1) If the draft UUA Statement of Conscience is placed on the
400	in the initial election.	465	Final Agenda for the next regular meeting of the General
401	(ii) After one Congregational Study/Action Issue has	466	Assembly, then the next General Assembly must debate
402	been referred for study in accordance with (i), above,	467	and vote on the proposed UUA Statement of Conscience.
403	the UUA staff shall conduct a workshop to discuss	468	Adoption of the UUA Statement of Conscience shall
404	processes for study and action on the selected issue.	469	require a two-thirds vote.
405	By November 1 following the General Assembly, the	470	(2) If (i) the proposed UUA Statement of Conscience is not
406	UUA staff shall have developed a resource guide	471	placed on the Final Agenda for the next regular meeting of
407	pertaining to the Congregational Study/Action Issue	472	the General Assembly; or (ii) the General Assembly
408	selected by the General Assembly. The resource	473	chooses, by a two-thirds vote, to refer the proposed UUA
409	guide shall be made available and congregations	474	Statement of Conscience to the Commission on Social
410	notified of its availability.	475	Witness for one additional year of study/action, then the
411	(5) If a UUA Statement of Conscience has been adopted in	476	Commission of Social Witness shall continue the study
412	the previous year, the regular meeting of the General	477	and revision of the proposed UUA Statement of
413	Assembly shall also conduct workshops on the	478	Conscience for one more year. The revised UUA
414	implementation of such UUA Statement of Conscience.	479	Statement of Conscience may be placed on the Final
415	(6) If no proposed Congregation Study/Action Issues are on	480	Agenda for the next regular meeting of the General
416	the Final Agenda in the first Cycle year, or if no	481	Assembly pursuant to subsections (c)(3), (c)(4) and (c)(5)
417	Congregational Study/Action Issue is referred for study by	482	above. If by the regular meeting of the General Assembly
418	the General Assembly, then following the regular meeting	483	following the additional year the Commission on Social
419	of the General Assembly, the Cycle shall begin again as	484	Witness has been unable to find support to generate an
420	set forth in this subsection.	485	acceptable UUA Statement of Conscience, the
421 (b)	Second Cycle Year	486	Congregational Study/Action Issue may be placed on the
422	(1) Member congregations shall submit by not later than	487	Final Agenda with a proposal to drop such Congregational
423	March 1 of the second Cycle year comments regarding	488	Study/Action Issue.
424	the Congregational Study/Action Issue and the related	489	(3) Following the regular meeting of the General Assembly in
425	resource guide to the Commission on Social Witness.	490	the fourth Cycle year, the Cycle shall begin again as set
426	(2) During the meeting of the General Assembly in the	491	forth in Section 4.12(a) above.
427	second Cycle year the Commission on Social Witness		

492 (e) The Cycle may begin again, as set forth in Section 4.12(a), only
493 after the General Assembly in the second Cycle year of a
494 Congregational Study/Action Issue, and as provided in
495 Sections 4.12(a)(6) and 4.12(d)(3).

496 **Section 4.13. Revision of UUA Statements of**
497 **Conscience Process Schedule.**

498 If the Board of Trustees votes to schedule one or more regular
499 General Assemblies to begin in a month other than June, the Board
500 of Trustees shall forthwith revise the UUA Statements of
501 Conscience process schedule set forth in Section 4.12 accordingly
502 and shall immediately notify the member congregations and the
503 Commission on Social Witness of the revised schedule in writing.

504 **Section 4.14. Final Agenda for Regular General**
505 **Assemblies.**

506 The Board of Trustees shall prepare a Final Agenda for each
507 General Assembly which shall include:

508 (a) all reports and other matters required by these Bylaws to be
509 submitted to the General Assembly and all proposed
510 amendments to Bylaws and Rules appearing on the Tentative
511 Agenda that meet the requirements of Rule G-4.18.3;

512 (b) those Business Resolutions, including alternative versions, on
513 the Tentative Agenda which meet the requirements of Rule G-
514 4.18.3;

515 (c) Business Resolutions, amendments to Rules or Bylaws or
516 other items submitted by the Board of Trustees or the
517 Executive Committee, which did not originally appear on the
518 Tentative Agenda; provided, however, that any such items
519 appear on the Final Agenda accompanied by an explanation
520 for the delayed submission;

521 (d) additional proposed amendments to Bylaws submitted by the
522 Commission on Appraisal;

523 (e) those proposed Congregational Study/Action Issues on the
524 Tentative Agenda which meet the requirements of Rule G-
525 4.18.3, and if applicable pursuant to Section 4.12(a); and

526 (f) the UUA Statement of Conscience submitted by the
527 Commission on Social Witness pursuant to Section 4.12(c)
528 and (d), if applicable.

529 The Board of Trustees shall mail the Final Agenda to each member
530 congregation, associate member organization and trustee not less
531 than 30 days before the General Assembly.

532 **Section 4.15. Agenda for Special General Assemblies.**

533 The Board of Trustees shall prepare the agenda for each special
534 General Assembly which shall include resolutions and proposed
535 amendments to Rules submitted by:

536 (a) the Board of Trustees;

537 (b) the petition, if any, which calls the special General Assembly;
538 or

539 (c) not less than 50 certified member congregations by action of
540 their governing boards or their congregations, with no more
541 than 20 of the 50 congregations from the same district.

542 The agenda shall be mailed to each member congregation,
543 associate member organization and trustee not less than 30 days
544 before the General Assembly.

545 ***Section 4.16. Additions to the Agenda of Regular**
546 **General Assemblies.**

547 (a) Non-substantive items related to greetings and similar matters
548 may be admitted to the agenda by a regular General
549 Assembly.

550 (b) Prior to 2018, there will be no General Assembly Actions of
551 Immediate Witness on the agenda.

552 (c) (1) A General Assembly Action of Immediate Witness is
553 one concerned with a significant action, event or
554 development, the timing or specificity of which makes it
555 inappropriate to be addressed by a UUA Statement of
556 Conscience pursuant to the Study/Action process.

557 (2) No more than three General Assembly Actions of
558 Immediate Witness may be admitted to the agenda of a
559 regular General Assembly.

560 (3) A petition to admit an Action of Immediate Witness to
561 the agenda must be submitted by a delegate and
562 signed by 150 delegates from at least 25
563 congregations. If six petitions or fewer are received, all
564 petitions received that have the requisite level of
565 delegate and congregation support are eligible to be
566 considered for possible admission to the agenda. In the
567 event more than six petitions are submitted that satisfy
568 the sponsorship requirement, the Commission on
569 Social Witness shall select six from among those which
570 meet the criteria for a General Assembly Action of
571 Immediate Witness, and shall submit those six actions
572 to the agenda of the General Assembly for possible
573 admission. The Commission on Social Witness shall
574 prepare summaries of no more than six petitions and
575 present those summaries to the General Assembly for a
576 vote to rank the petitions in order of delegate support.
577 The three petitions receiving the most votes are eligible
578 for admission to the agenda. If there are submitted
579 three or fewer petitions meeting the criteria for a
580 General Assembly Action of Immediate Witness, each
581 of the petitions is eligible for admission to the agenda.

582 (4) The motion to admit each General Assembly Action of
583 Immediate Witness ruled eligible is not debatable, but
584 an opportunity for a two-minute statement of advocacy
585 to the General Assembly for each eligible action by one
586 of its sponsors prior to any such motion shall be
587 provided. Admission of a General Assembly Action of
588 Immediate Witness shall be by a two-thirds vote.

589 (5) During the General Assembly, a mini-assembly shall be
590 held during which each admitted action shall be
591 discussed and amendments shall be accepted in
592 writing. All such amendments shall be made available
593 in writing to the General Assembly. The Commission on
594 Social Witness shall finalize each General Assembly
595 Action of Immediate Witness, and the chairperson of
596 the Commission on Social Witness, in consultation with
597 the moderator of the General Assembly, the
598 parliamentarian, and legal counsel, shall prioritize
599 unincorporated amendments for consideration by the
600 General Assembly.

601 (6) Adoption of a General Assembly Action of Immediate
602 Witness shall be by a two-thirds vote.

603 (7) Actions submitted pursuant to this Section 4.16(c) must
604 be in writing and filed with the Chair of the Commission
605 on Social Witness or the Commission's designee by the
606 deadline established by the Commission and
607 announced at the opening session of the General
608 Assembly.

609 (d) Responsive Resolutions may be admitted to the agenda of a
610 regular General Assembly and acted upon.

611 (1) A Responsive Resolution is a resolution made in
612 response to a substantive portion of a report by an
613 officer or committee reporting to a regular General
614 Assembly.

615 (2) Adoption of a Responsive Resolution shall be by two-
616 thirds vote.

617 **Section 4.17. Items Admitted to Special General**
618 **Assembly Agenda.**

619 Except for non-substantive items related to greetings and similar
620 matters, no item not on the agenda for a Special General Assembly
621 shall be admitted to the agenda of that Assembly.

622 ***Section 4.18. Agenda Rules.**

623 General Assemblies shall adopt rules relating to the agenda.

624 ***Section 4.19. Rules of Procedure.**

625 Rules of procedure for the conduct of the meeting shall be adopted
626 at each General Assembly.

627 **ARTICLE V Committees of the Association**

628 **Section 5.1. Committees of the Association.**

629 The standing committees of the Association shall be:

- 630 (a) the Nominating Committee;
- 631 (b) the Presidential Search Committee;
- 632 (c) the General Assembly Planning Committee;
- 633 (d) the Commission on Appraisal;
- 634 (e) the Commission on Social Witness; and
- 635 (f) the Board of Review.

636 The President shall be a member, without vote, of the General
637 Assembly Planning Committee, the Commission on Appraisal, and
638 the Commission on Social Witness.

639 **Section 5.2. Election and Appointment.**

- 640 (a) Elected members. Elected members of all standing
641 committees of the Association shall take office at the close of
642 the General Assembly at which they are elected and shall
643 serve until their successors are elected and qualified, except
644 as otherwise provided herein.
- 645 (b) Appointed members. The terms of any appointed members
646 of standing committees of the Association shall begin at the
647 close of the regular General Assembly in odd-numbered
648 years. The Board of Trustees shall make each appointment
649 no later than 120 days after the beginning of the term.
650 Appointed members shall take office upon the effective date
651 of their appointments and shall serve until their successors
652 are appointed and qualified, except as otherwise provided
653 herein.

654 **Section 5.3. Qualifications of Committee Members.**

655 To serve as a member of a standing committee of the Association,
656 a person must be a member of a member congregation. No
657 member of a standing committee of the Association, except a
658 member serving ex officio, may, during the term of office, serve as a
659 trustee or officer of, or hold any salaried position in, the Association.

660 **Section 5.4. Removal of Committee Member.**

661 An elected member of a standing committee of the Association may
662 be removed by a three-fourths vote of the Board of Trustees at a
663 meeting at which not less than three-fourths of the Board is present,
664 if in the opinion of the Board the member is incapacitated or unable
665 to carry out the duties of the office or otherwise for good cause. An
666 appointed member of a standing committee of the Association may
667 be removed at will by a majority vote of the Board of Trustees.

668 **Section 5.5. Vacancies.**

669 A vacancy created by the death, disqualification, resignation, or
670 removal of an elected or appointed member of a standing
671 committee of the Association shall be filled by majority vote of the
672 Board of Trustees. An individual appointed to fill a vacancy in an
673 elected position shall serve until the vacancy is filled by regular or

674 special election. An individual appointed to fill a vacancy in an
675 appointed position shall serve for the balance of the unexpired term,
676 and until a successor is appointed and qualified.

677 An elected member of a standing committee of the Association in
678 office for more than one-half of a full term shall be deemed to have
679 completed a full term for the purposes of re-election.

680 **Section 5.6. Nominating Committee.**

681 The Nominating Committee shall consist of nine members elected
682 to terms of three years. One-third of the members shall be elected
683 at the regular General Assembly held in each year. After serving
684 two terms in office, a member shall not be eligible for re-election
685 until after an interim of at least three years. The Nominating
686 Committee shall submit nominations for certain elective positions of
687 the Association, as provided in Article IX.

688 **Section 5.7. Presidential Search Committee.**

689 The Presidential Search Committee shall consist of five elected
690 members and two members appointed by the Board of Trustees.
691 Each term shall be six years. The elected members shall be elected
692 at the regular General Assembly held four years prior to the
693 expiration of a President's term. The terms of appointed members
694 shall begin at the close of the regular General Assembly at which
695 members were elected. After serving a term in office, a member
696 shall not be eligible for re-election until after an interim of at least six
697 years. The Committee shall nominate candidates for the office of
698 President, as provided in Section 9.5.

699 **Section 5.8. General Assembly Planning Committee.**

700 The General Assembly Planning Committee shall consist of eight
701 elected members and two members appointed by the Board of
702 Trustees. The terms of elected members shall be four years and the
703 terms of appointed members shall be two years. One-half of the
704 elected members shall be elected at the regular General Assembly
705 held in each odd-numbered year. After serving two terms in office,
706 an elected member shall not be eligible for re-election until after an
707 interim of at least four years. The Committee shall be responsible
708 for arrangements for General Assembly and programs and
709 meetings to be held in connection therewith. It may establish
710 subcommittees of its members and may delegate part or all of its
711 powers to them.

712 **Section 5.9. Commission on Appraisal.**

713 The Commission on Appraisal shall consist of nine members
714 elected to terms of six years. One-third of the members shall be
715 elected at the regular General Assembly held in each odd-
716 numbered year. After serving a term in office, a member shall not
717 be eligible for re-election until after an interim of at least six years.

718 The Commission on Appraisal shall:

- 719 (a) review any function or activity of the Association which in its
720 judgment will benefit from an independent review and report
721 its conclusions to a regular General Assembly;
- 722 (b) study and suggest approaches to issues which may be of
723 concern to the Association; and
- 724 (c) report to a regular General Assembly at least once every four
725 years on the program and accomplishments of the
726 Association.

727 **Section 5.10. Commission on Social Witness.**

728 The Commission on Social Witness shall consist of three elected
729 members and two members appointed by the Board of Trustees.
730 Each term shall be four years. After serving two terms in office, a
731 member shall not be eligible for re-election until after an interim of at
732 least four years. One member shall be appointed in each odd-
733 numbered year. In addition to any election required to fill a vacancy,
734 no fewer than one nor more than two members shall be elected at

735 the regular General Assembly held in each odd-numbered year, as
736 is required to insure a full complement of elected members.
737 The duties of the Commission are described in Article IV.

738 **Section 5.11. Board of Review.**

739 (a) Members. The Board of Review shall consist of eight
740 members, as follows:

741 (1) Three members who are ministers, each of whom at the
742 time of election is in final ministerial fellowship with the
743 Association and has held such fellowship continuously
744 for the preceding seven years; and

745 (2) One member who is a Credentialed Religious
746 Educator – Master Level; and

747 (3) Four members who are not ministers or credentialed
748 religious educators, each of whom at the time of election
749 is a member of a certified member congregation and has
750 been a member of one or more such congregations for
751 not less than three years as an officer or a member of
752 the governing bodies of one or more such
753 congregations.

754 (b) Election and Term. Each term shall be eight years. At each
755 regular General Assembly held in an odd-numbered year
756 there shall be elected one person who is neither a minister
757 nor a credentialed religious educator. At each regular General
758 Assembly held in an odd-numbered year there shall be
759 elected either a minister, as described in subsection (a)(1),
760 above, or a Credentialed Religious Educator – Master Level
761 as described in section (a)(2) above. After serving a term in
762 office, a member shall not be eligible for re-election until after
763 an interim of at least eight years.

764 (c) Qualifications. No member of the Board of Review shall
765 during the term of office be a member of the Ministerial
766 Fellowship Committee or the Religious Education
767 Credentialing Committee.

768 (d) Removal. A member of the Board of Review may be
769 removed without hearing by the vote of six other members, or
770 as provided by Section 5.4.

771 (e) Duties. The duties of the Board of Review are described in
772 Articles XI and XII.

773 **Section 5.12. Additional Committees.**

774 Additional committees may be created by any General Assembly by
775 adoption of a resolution which shall state the membership, terms,
776 qualification, method of selection, and duties thereof.

777 **Section 5.13. Presiding Officer.**

778 Each committee shall elect a presiding officer from among its
779 members at its first meeting following the regular General Assembly
780 in each odd-numbered year. In the absence of such election the
781 Board of Trustees may designate a temporary presiding officer from
782 among members of the committee.

783 **Section 5.14. Time and Place of Meetings.**

784 Each committee shall hold meetings at such times and places as it
785 may determine.

786 **Section 5.15. Call and Notice of Meetings.**

787 Meetings of committees may be called by the presiding officer and
788 shall be called by the presiding officer at the request of a majority of
789 the members of the entire committee. Notice of committee
790 meetings shall be given in writing not less than ten nor more than
791 sixty days before the meeting and shall state the time and place of
792 the meeting.

793 **ARTICLE VI Board of Trustees**

794 **Section C-6.1. Responsibility.**

795 The Board of Trustees shall conduct the affairs of the Association
796 and, subject to these Bylaws, shall carry out the Association's
797 policies and directives as provided by law.

798 **Section 6.2. Powers.**

799 The Board of Trustees shall act for the Association between
800 General Assemblies.

801 **Section 6.3. Membership.**

802 The Board of Trustees shall consist of:

803 (a) the President, without vote, the Moderator and the Financial
804 Advisor; and

805 (b) eleven trustees elected at large.

806 ***Section 6.4. Election of Trustees.**

807 (a) One-third, as nearly as possible, of the members of the Board
808 of Trustees shall be elected at each regular General
809 Assembly.

810 (b) The Board of Trustees shall assign a number to each trustee
811 position for the purposes of electing trustees.

812 **Section 6.5. Term.**

813 Trustees shall take office immediately after the close of the General
814 Assembly at which they are elected, and shall serve for terms of
815 three years and until their successors are elected and qualified. Any
816 partial term of more than two years shall be considered a full term
817 for purposes of this Section. No trustee may serve more than two
818 successive full terms. However, a trustee may at any time become
819 one of the elected officers of the Association and serve as long in
820 that office as if such trustee had not previously been a trustee. No
821 person who has served as an elected officer for a full term or as a
822 trustee for two full terms shall thereafter be elected a trustee without
823 an interim of at least three years.

824 ***Section 6.6. Qualifications of Trustees.**

825 Each elected trustee shall be a member of a member congregation.
826 A trustee who ceases to meet these qualifications shall be
827 disqualified and the office declared vacant. Not more than one
828 trustee shall be a member of the same member congregation. If a
829 trustee becomes a member of a member congregation in which
830 another trustee is already a member, such trustee shall be
831 disqualified and the office declared vacant. The Board of Trustees
832 shall adopt rules for the application of this Section to persons
833 holding membership in more than one member congregation.

834 **Section 6.7. Resignation and Removal of Trustees.**

835 A trustee may at any time resign by giving written notice to the
836 Board of Trustees. Such resignation shall take effect at the time
837 specified therein, or, if no time is specified, then on delivery. A
838 trustee may be removed by a three-fourths vote of the entire Board
839 at a meeting at which not less than three-fourths of the entire Board
840 is present if in the opinion of the Board such trustee is incapacitated
841 or unable to carry out the duties of the office or otherwise for good
842 cause.

843 **Section 6.8. Vacancies.**

844 A vacancy created by the death, disqualification, resignation, or
845 removal of a trustee shall be filled by majority vote of the remaining
846 trustees. An individual appointed to fill a vacancy shall serve until
847 the vacancy is filled by regular or special election.

848 **Section 6.9. Place of Meeting.**

849 The Board of Trustees shall hold its meetings at such places as the
850 Board may determine.

851 **Section 6.10. Regular Meetings.**

852 Regular meetings of the Board of Trustees shall be held at such
853 times as the Board may determine. No fewer than three regular
854 meetings of the Board shall be held during each fiscal year of the
855 Association.

856 **Section 6.11. Special Meetings.**

857 Special meetings of the Board of Trustees may be called by the
858 Moderator or President, and shall be called by the Moderator at the
859 request of eight trustees. Notice of special meetings shall be given
860 in writing not less than five nor more than sixty days before the
861 meeting and shall state the agenda, time and place of the meeting.

862 **Section 6.12. Waiver of Notice.**

863 Notice of a meeting need not be given to any trustee who submits a
864 signed waiver of notice whether before or after the meeting, or who
865 attends the meeting without protesting, prior thereto or at its
866 commencement, the lack of notice.

867 **Section 6.13. Quorum.**

868 A majority plus one of the entire voting membership of the Board of
869 Trustees shall constitute a quorum for the transaction of business.

870 **Section 6.14. Compensation.**

871 Except for the President, members of the Board of Trustees shall
872 not receive compensation for their services but shall be reimbursed
873 as determined by the Board of Trustees for the expenses
874 reasonably incurred by them in the performance of their duties.

875 **Section 6.15. Annual Report.**

876 The Secretary shall on behalf of the Board of Trustees present an
877 annual report of its activities to the member congregations and at
878 each regular General Assembly.

879 **ARTICLE VII Committees of the Board of Trustees**

880 **Section 7.1. Committees of the Board of Trustees.**

881 The standing committees of the Board of Trustees shall be:

- 882 (a) the Executive Committee;
- 883 (b) the Ministerial Fellowship Committee;
- 884 (c) the Finance Committee;
- 885 (d) the Investment Committee;
- 886 (e) the Religious Education Credentialing Committee; and
- 887 (f) the Audit Committee.

888 The President shall be a member, without vote, of the Executive
889 Committee, the Finance Committee, and the Investment
890 Committee.

891 **Section 7.2. Appointment and Term of Office.**

892 Except as otherwise provided, the terms of members of standing
893 committees of the Board of Trustees shall be two years beginning at
894 the close of the regular General Assembly in odd-numbered years.
895 Members shall be appointed no later than 120 days after the
896 beginning of the term. Members shall take office upon the effective
897 date of their appointment and shall serve until their successors are
898 appointed and qualified.

899 **Section 7.3. Removal of Committee Member.**

900 Standing committee members appointed by the Board of Trustees
901 serve at the pleasure of the Board and may be removed by it at any
902 time.

903 **Section 7.4. Vacancies.**

904 A vacancy on any committee of the Board among members
905 appointed by the Board of Trustees shall be filled by it.

906 **Section 7.5. Executive Committee.**

907 The Executive Committee shall consist of the Moderator, the First
908 Vice Moderator, the Secretary, the Financial Advisor, and the
909 **Financial Secretary**. The position on the committee occupied by
910 the First Vice Moderator shall be filled by the Second Vice
911 Moderator at any meeting of the committee from which the First
912 Vice Moderator is absent or at which the First Vice Moderator is
913 presiding in the absence of the Moderator. The position on the
914 committee occupied by the Secretary shall be filled by the Assistant
915 Secretary at any meeting of the committee from which the Secretary
916 is absent. The Executive Committee shall conduct the current and
917 ordinary business of the Association between meetings of the Board
918 of Trustees. If between meetings of the Board of Trustees, matters
919 arise which (1) in the opinion of the Executive Committee are not
920 current and ordinary business but in the best interests of the
921 Association must nevertheless be acted upon, or (2) the Executive
922 Committee has been authorized by the Board to be acted upon,
923 then the Executive Committee may act thereon for the Board of
924 Trustees, but only if four or more members vote the action.

925 **Section 7.6. Ministerial Fellowship Committee.**

926 The Ministerial Fellowship Committee shall consist of no fewer than
927 fourteen members as follows:

- 928 (a) at least six members who are not ministers appointed by the
929 Board; and
- 930 (b) at least eight members who are ministers in final fellowship
931 with the Association, four appointed by the Unitarian
932 Universalist Ministers Association and the remainder by the
933 Board.

934 The committee shall have jurisdiction over ministerial fellowship with
935 the Association as provided in Article XI hereof. The Board of
936 Trustees shall designate a person who is not a member of the
937 committee to be its Executive Secretary and keep its records.

938 **Section 7.7. INTENTIONALLY DELETED.**

939

940 **Section 7.8. Investment Committee.**

941 The Investment Committee shall be the Investment Committee of
942 the Unitarian Universalist Common Endowment Fund LLC. The
943 duties of the Investment Committee are set forth in Article X.

944 **Section 7.9. Additional Committees.**

945 The Board of Trustees may appoint additional committees to serve
946 at its pleasure and shall determine the membership, qualifications,
947 and duties thereof.

948 **Section 7.10. Presiding Officer.**

949 The Board of Trustees shall appoint one member of each standing
950 committee of the Board to be its presiding officer.

951 **Section 7.11. Time and Place of Meetings.**

952 Each standing committee of the Board shall hold meetings at such
953 times and places as it may determine.

954 **Section 7.12. Call and Notice of Meetings.**

955 Meetings of standing committees of the Board may be called by the
956 presiding officer and shall be called by the presiding officer at the
957 request of a majority of the members of the entire committee.
958 Unless the Board of Trustees otherwise provides, notice of
959 meetings of each standing committee shall be given in such a
960 manner and within such time as the standing committee
961 determines.

962 **Section 7.13. Religious Education Credentialing**
963 **Committee.**

964 The Religious Education Credentialing Committee shall consist of
965 seven members as follows:

- 966 (a) three members, none of whom is a parish minister, minister of
967 religious education, community minister, a credentialed
968 religious educator, or a director of religious education,
969 appointed by the Board;
- 970 (b) one member who is a parish minister or community minister,
971 appointed by the Board;
- 972 (c) one member who is a minister of religious education,
973 appointed by the Board;
- 974 (d) one member who is a Credentialed Religious Educator –
975 Master Level, appointed by the Board; and
- 976 (e) one member nominated by the Board of the Liberal Religious
977 Educators Association and appointed by the Board of
978 Trustees.

979 The Committee shall have jurisdiction over religious education
980 credentialing with the Association as provided in Article XII thereof.
981 The Board of Trustees shall designate a person who is not a
982 member of the committee to be its Executive Secretary and keep its
983 records.

984 **Section 7.14. Audit Committee.**

985 The Audit Committee shall consist of **no fewer than four** members
986 as follows:

- 987 (a) persons appointed by the Board, none of whom are members
988 of the Board or hold a salaried position with the Association;
- 989 (b) the Financial Advisor.

990 No member of the Audit Committee shall serve for more than four
991 terms on the Audit Committee.

992 The duties of the Audit Committee are set forth in Article X.

993 **ARTICLE VIII Officers of the Association**

994 ***Section 8.1. Officers Enumerated.**

- 995 (a) Elected Officers. The elected officers of the Association shall
996 be a Moderator, a President, and a Financial Advisor.
- 997 (b) Appointed Non-salaried Officers. The appointed non-
998 salaried officers of the Association shall include one or more
999 Vice Moderators, a Secretary, and a Recording Secretary and
1000 may include such other officers as the Board of Trustees may
1001 appoint.
- 1002 (c) Appointed Salaried Officers. The appointed salaried officers
1003 of the Association shall include a Treasurer, and may include
1004 one or more vice presidents, assistant treasurers, and such
1005 other officers as the Board of Trustees may determine.

1006 **Section C-8.2. Control by Board of Trustees.**

1007 All officers shall be subject to the direction and control of the Board
1008 of Trustees. All appointed officers shall be appointed by the Board
1009 of Trustees and shall serve at its pleasure.

1010 **Section 8.3. Term of Office.**

- 1011 (a) Elected Officers. The elected officers shall be elected at a
1012 regular General Assembly and shall take office immediately
1013 after the close of such General Assembly.
- 1014 (1) President. The President shall serve for a term of six
1015 years and until his or her successor is elected and
1016 qualified. No President shall serve more than one term;
1017 and any partial term of more than two years served by
1018 reason of appointment and/or election to office pursuant
1019 to subsection 8.7(a) below shall be considered a full
1020 term for purposes of this subsection.

- 1021 (2) Moderator. The Moderator shall serve for a term of six
1022 years and until his or her successor is elected and
1023 qualified. No Moderator shall serve more than one term;
1024 and any partial term of more than two years served by
1025 reason of appointment and/or election to office pursuant
1026 to subsection 8.7(a) below shall be considered a full
1027 term for purposes of this subsection.

- 1028 (3) Financial Advisor. The Financial Advisor shall serve for
1029 a term of three years and until his or her successor is
1030 elected and qualified. No Financial Advisor shall serve
1031 more than two successive terms; and any partial term
1032 of more than two years served by reason of
1033 appointment and/or election to office pursuant to
1034 subsection 8.7(a) below shall be considered a full term
1035 for purposes of this subsection.

- 1036 (b) Appointed Non-salaried Officers. The appointed non-salaried
1037 officers shall serve for one or more terms of two years and
1038 until their successors are appointed and qualified.

1039

1040 **Section 8.4. Qualification of Officers.**

1041 Each officer of the Association shall be a member of a member
1042 congregation. If an officer ceases to be a member of any member
1043 congregation, such officer shall be disqualified and the office
1044 declared vacant.

1045 **Section 8.5. Removal of Officers.**

- 1046 (a) Elected Officers. An elected officer may be removed by a
1047 three-fourths vote of the entire Board of Trustees at a meeting
1048 at which not less than three-fourths of the entire Board is
1049 present if in the opinion of the Board such officer is
1050 incapacitated or unable to carry out the duties of the office.
1051 The President may also be removed by such a vote of the
1052 Board if it determines that such removal is in the best
1053 interests of the Association.

- 1054 (b) Appointed Officers. An appointed officer may be removed by
1055 the Board of Trustees at any time.

1056 **Section 8.6. Resignation.**

1057 An officer may resign at any time by giving written notice to the
1058 Moderator, who shall immediately forward copies to the Board of
1059 Trustees. Any such resignation shall take effect at the time
1060 specified therein, or, if no time is specified, then upon delivery.

1061 **Section 8.7. Vacancies.**

- 1062 (a) Elected Officers. A vacancy created by the death,
1063 disqualification, resignation, or removal of an elected officer
1064 shall be filled by majority vote of the Board of Trustees. An
1065 individual appointed to fill a vacancy shall serve until the
1066 vacancy is filled by regular or special election.

- 1067 (b) Appointed Non-salaried Officers. A vacancy created by the
1068 death, disqualification, resignation, or removal of an
1069 appointed non-salaried officer may be filled by the Board of
1070 Trustees for the balance of the unexpired term.

1071 **Section 8.8. Moderator.**

1072 The Moderator shall preside at General Assemblies and meetings
1073 of the Board of Trustees and the Executive Committee. The
1074 Moderator shall represent the Association on special occasions and
1075 shall assist in promoting its welfare. The Moderator shall serve as
1076 Chief Governance Officer of the Association.

1077 **Section 8.9. President.**

1078 The President shall be the chief executive officer of the Association.

1079 **Section 8.10. Financial Advisor.**

1080 The duties of the Financial Advisor are set forth in Article X.

1081 ***Section 8.11. Executive Vice President.**

1082 In the event an Executive Vice President should be appointed, the
1083 Board of Trustees shall describe his or her duties.

1084 **Section 8.12. Vice Moderators.**

1085 The Vice Moderator or Moderators shall be elected from among the
1086 members of the Board of Trustees by its members. In the absence
1087 of the Moderator a Vice Moderator shall preside at meetings and
1088 perform the duties of the Moderator. A Vice Moderator shall
1089 perform such other duties as may be assigned by the Board. In the
1090 event that more than one Vice Moderator is elected, one of the Vice
1091 Moderators shall be designated First Vice Moderator.

1092 **Section 8.13. Vice Presidents.**

1093 Any Vice President appointed shall have such powers and shall
1094 perform such duties as may be assigned by the Board of Trustees
1095 or as assigned by the President in conformity with any provisions of
1096 the Board appointment.

1097 **Section 8.14. Secretary.**

1098 The Secretary shall be appointed from among the members of the
1099 Board of Trustees and shall perform all duties usually pertaining to
1100 the office, except those of a Clerk under Massachusetts law. The
1101 Secretary shall represent the Association on special occasions and
1102 shall assist in promoting the welfare of the Association.

1103 **Section 8.15. Treasurer.**

1104 The duties of the Treasurer are set forth in Article X.

1105 **Section 8.16. Recording Secretary.**

1106 The Recording Secretary shall at all times be a resident of the
1107 Commonwealth of Massachusetts and upon being appointed shall
1108 be sworn to the faithful performance of the duties of the office. If the
1109 Recording Secretary ceases to be a resident of the Commonwealth
1110 of Massachusetts, such person shall be disqualified and the office
1111 declared vacant. The Recording Secretary shall keep an accurate
1112 record of all meetings of the Association and the Board of Trustees,
1113 shall perform such other duties as may be assigned by the Board,
1114 and shall perform the duties of a Clerk under Massachusetts law.

1115 **Section 8.17. Other Appointed Officers.**

1116 The Board of Trustees may appoint such other officers as it deems
1117 necessary and shall fix their powers and duties.

1118 **Section 8.18. Compensation.**

1119 The Moderator, the Financial Advisor, and the appointed non-
1120 salaried officers shall not receive compensation for their services
1121 but shall be reimbursed as determined by the Board of Trustees for
1122 expenses reasonably incurred by them in the performance of their
1123 duties.

1124 **Section 8.19. Reports by Officers.**

1125 The Moderator, the President, the Financial Advisor, and the
1126 Treasurer shall each make an annual report to the member
1127 congregations and to each regular General Assembly.

1128 **ARTICLE IX Nominations and Elections**

1129 **Section 9.1. Elective Positions.**

1130 The elective positions of the Association are those of the elected
1131 officers, the trustees, and the elected members of the standing
1132 committees of the Association. No person shall hold more than one
1133 elective position at a time whether by election or appointment. Ex
1134 officio positions for the purposes of this Bylaw provision shall be
1135 deemed part of the elected position from which the ex officio
1136 position is derived.

1137 **Section 9.2. Nomination Procedures.**

1138 The nomination procedures set forth in these Bylaws and the Rules
1139 adopted hereunder are exclusive, and no person who is not
1140 nominated in accordance with such procedures can be elected to
1141 any elective position.

1142 **Section 9.3. Notice by Nominating Committee.**

1143 On or before August 1 of each year, the Nominating Committee
1144 shall notify all certified member congregations in writing of the
1145 elective positions and vacancies to be filled at the next regular
1146 General Assembly.

1147 ***Section 9.4. Nomination by Nominating Committee.**

1148 (a) The Nominating Committee shall submit one or more
1149 nominations for each elective position to be filled, except
1150 Moderator and President, including positions to be filled by
1151 special election. With respect to Board positions, the
1152 Nominating Committee shall designate the position number
1153 for which each person is being nominated.

1154 (b) The Nominating Committee shall endeavor to nominate
1155 individuals so that the membership of the Board of Trustees
1156 and each elected committee reflects the full diversity of the
1157 Association, especially in regard to historically marginalized
1158 communities, but also balancing amongst size of
1159 congregation, lay and ordained, geography, age (including
1160 youth and young adults), and gender, among others. The
1161 Nominating Committee shall consult with groups and
1162 organizations including those traditionally underrepresented
1163 in Unitarian Universalist leadership, to help inform the
1164 nominating process.

1165 (c) Only one person from any one member congregation shall be
1166 nominated to serve on the Nominating Committee or the
1167 Board of Trustees.

1168 (d) The report of the Nominating Committee shall be filed with the
1169 Secretary of the Association and mailed to all certified
1170 member congregations, associate member organizations, and
1171 trustees on or before December 10 of each year.

1172 **Section 9.5. Nomination of President and Moderator.**

1173 (a) President. The Presidential Search Committee shall submit
1174 no fewer than two nominations for the office of President for
1175 an election at the end of a presidential term or for a special
1176 election. The report of the Presidential Search Committee
1177 shall be announced by February 1 of the year before the
1178 General Assembly at which there is to be a presidential
1179 election, except in the case of a special election, in which
1180 case the report of the Presidential Search Committee shall be
1181 announced by December 10 of the year before the election.

1182 (b) Moderator. The Board of Trustees shall submit one or more
1183 nominations for the office of Moderator for an election at the
1184 end of a Moderator term or for a special election. The report
1185 of the Board of Trustees shall be announced by February 1 of
1186 the year before the General Assembly at which there is to be
1187 a Moderator election, except in the case of a special election,
1188 in which case the report of the Board of Trustees shall be
1189 announced by December 10 of the year before the election.

1190 **Section 9.6. Nomination by Petition.**

1191 (a) For Moderator and President. A nomination for the office of
1192 Moderator or President, for a regular or special election, may
1193 be by petition signed by no fewer than twenty-five certified
1194 member congregations. A certified member congregation
1195 may authorize the signing of a petition only by vote of its
1196 governing board or by vote at a duly called meeting of its
1197 members. Such a petition shall be filed with the Secretary of
1198 the Association, only in such form as the Secretary may

1199 prescribe, not later than February 1 of the year of the election
1200 and not earlier than the preceding March 1.

1201 (b) For other Elective Positions. A nomination for any elective
1202 position, for a regular or special election, may be by petition
1203 signed by not less than fifty members of certified member
1204 congregations, with no more than ten signatures of members
1205 of any one congregation counted toward the required fifty. A
1206 separate petition, in form prescribed by the Secretary, shall
1207 be filed for each nomination not later than February 1 of the
1208 year of the election and not earlier than the preceding
1209 October 1. A petition for nomination to the Board of Trustees
1210 must designate the position number for which the person is
1211 being nominated.

1212 **Section 9.7. Qualifications of Nominees.**

1213 Each person nominated for an elective position at large shall be a
1214 member of a member congregation. No person shall be nominated
1215 for more than one such elective position. If a person is nominated
1216 for more than one such elective position, the Secretary of the
1217 Association shall so notify such person in writing and such person
1218 shall have twenty days from the date of the notice to select one
1219 nomination which is acceptable. In the absence of a timely
1220 selection, all such nominations shall be void and the person shall be
1221 so notified in writing by the Secretary.

1222 **Section 9.8. Vacancy in Nominations.**

1223 If all persons nominated for an elective position at large die, decline
1224 to serve or are disqualified after the time has expired for making any
1225 further nominations, or if no valid and timely nomination is made,
1226 the position shall be filled after the final adjournment of the regular
1227 General Assembly at which the election would have been held in
1228 the same manner as if the position had been filled by election and
1229 had then become vacant.

1230 **Section 9.9. Supervision of Elections.**

1231 The Secretary shall supervise all elections for elective positions at
1232 large. The Secretary may appoint a committee of tellers to count
1233 ballots and perform other routine duties. The Secretary shall decide
1234 any question arising during such an election concerning:

1235 (a) the interpretation of any provision of these Bylaws or of Rules
1236 made hereunder relating to election procedures;

1237 (b) any procedural problem relating to the election which is not
1238 covered by these Bylaws or by the Rules; or

1239 (c) the interpretation of the intent of a voter in marking the ballot.

1240 The Secretary's decision shall be final. The Secretary shall remain
1241 neutral in the election and shall not engage in electioneering, except
1242 for advocacy of his or her own candidacy for offices for which he or
1243 she is nominated.

1244 **Section 9.10. Conduct of Elections at Large.**

1245 (a) Election by Ballot. Voting shall be by written or electronic
1246 ballot, except that if only one person has been validly
1247 nominated for each elective position at large the persons so
1248 nominated shall be declared elected and no ballots shall be
1249 required.

1250 (b) Persons Entitled to Vote. Ballots shall be cast only by
1251 accredited delegates from certified member congregations and
1252 certified associate member organizations to the regular
1253 General Assembly at which the election is held and by
1254 trustees. No person shall cast more than one ballot.

1255 (c) Absentee Voting. Those entitled to cast ballots in an election
1256 may cast their ballots electronically or by mail. Absentee
1257 ballots shall be mailed at least forty-five days prior to the
1258 General Assembly at which the election is being held. An
1259 absentee ballot that is mailed must be received by the
1260 Secretary not less than seven calendar days before the

1261 General Assembly in order to be counted. An absentee ballot
1262 that is transmitted electronically must be received by the
1263 Secretary prior to the closing of voting at the GA location. The
1264 closing date and time shall be designated in the General
1265 Assembly meeting announcement.

1266 ***Section 9.11. Counting of Ballots.**

1267 (a) For the position of President, Moderator, Financial Advisor, or
1268 Trustee. If there are no more than two duly nominated
1269 candidates for a position, the candidate receiving the greater
1270 number of votes is elected; provided, however, that in
1271 construing the foregoing with respect to Trustee positions,
1272 each Trustee position number shall be considered a separate
1273 elective position. If there are more than two duly nominated
1274 candidates for a position, the ballot shall be designed to
1275 permit the designation of first, second, third, etc., choice. If
1276 no candidate receives a majority of the first-choice votes cast,
1277 the candidate receiving the lowest first-choice vote shall be
1278 eliminated and the ballots cast for such candidate shall be
1279 redistributed in accordance with the second choice indicated
1280 thereon. This process shall be repeated until one candidate
1281 receives a majority of all votes cast or until only two
1282 candidates remain, at which time the one receiving the
1283 greater number of votes is elected.

1284 (b) For Other Elective Positions. If there is one elective position
1285 at large to be filled, the candidate receiving the greatest
1286 number of votes is elected. If there is more than one such
1287 elective position of the same kind to be filled, the candidates
1288 respectively receiving the greatest number of votes are
1289 elected.

1290 **Section 9.12. Special Elections.**

1291 If a vacancy occurs more than 630 days before the expiration of the
1292 term of an elected officer, an elected member of a standing
1293 committee of the Association, or a trustee, a special election shall
1294 be held to fill the balance of the unexpired term. The special election
1295 shall be held at the next regular General Assembly that begins at
1296 least 270 days after the date of the vacancy.

1297 ***Section 9.13. Rules for Nominations and Elections.**

1298 Rules relating to nomination and election procedures shall be
1299 adopted by a General Assembly. Such rules shall be applicable to
1300 elections held after the close of the General Assembly at which they
1301 are adopted.

1302 **Section 9.14. Transition Provision.**

1303 (a) The amendments to Sections 6.3, 6.4(a) 6.5, 6.6, 6.8, 8.3,
1304 8.7, 9.1, 9.3, and 9.6(a) shall become effective at the close of
1305 the regular General Assembly in 2013.

1306 (b) The amendments to section 6.4(b), 9.4, 9.6(b), 9.11, 9.12,
1307 and Rule G-9.13.2 shall become effective at the close of the
1308 regular General Assembly in 2012.

1309 (c) The terms of all trustees shall expire at the close of the
1310 regular General Assembly in 2013.

1311 (d) Notwithstanding the provisions of Section 9.4., for elections at
1312 the regular General Assembly in 2013:

1313 (1) The Board of Trustees shall appoint, not later than
1314 October 31, 2012, from among its current members,
1315 four members, for specified numbered seats, to each
1316 serve a two-year term beginning immediately after the
1317 close of the regular General Assembly in 2013. No
1318 member whose service on the Board of Trustees began
1319 prior to June 2009 shall be eligible for selection for such
1320 a term.

1321 (2) The Nominating Committee shall nominate one or more
1322 candidates to run for election to each of seven

1323 additional positions: four positions with a one-year term
1324 and three positions with a three-year term. These
1325 candidates may or may not be current members of the
1326 Board of Trustees.

1327 (3) The Nominating Committee shall nominate one or more
1328 candidates for election to a three-year term as Financial
1329 Advisor.

1330 (4) Candidates may be nominated by petition for the Board
1331 of Trustees or the Financial Advisor, as specified in
1332 Section 9.6.

1333 (5) A report of the Nominating Committee shall be filed with
1334 the Secretary of the Association and be mailed to all
1335 certified member congregations, associate member
1336 organizations, and trustees on or before December 10,
1337 2012.

1338 (e) For elections at any regular General Assembly before 2019,
1339 no trustee shall be eligible for nomination for a term that
1340 would result in more than six years of continuous service.

1341 (f) This transition provision shall automatically be deleted from
1342 the bylaws following the regular General Assembly in 2018.

1343 **ARTICLE X Finance and Contracts**

1344 ***Section 10.1. Annual Budget.**

1345 The annual budget of the Association shall be adopted and may
1346 subsequently be amended by the Board of Trustees. A budget or
1347 budgets for the coming year or years shall be presented to each
1348 regular General Assembly for its consideration and such
1349 recommendation of financial priorities as the General Assembly
1350 may wish to make.

1351 **Section 10.2. Election and Duties of the Financial** 1352 **Secretary.**

1353 **The Financial Secretary shall be elected by the Board from**
1354 **among its members. The Financial Secretary facilitates the**
1355 **Board's conversations in order to fulfill its financial**
1356 **responsibilities.**

1357 **Section 10.3. Duties of Financial Advisor.**

1358 The Financial Advisor shall advise the President and the Board of
1359 Trustees on financial policy and shall assist the Board in long-range
1360 planning by reviewing the sources of funds, the application of funds
1361 designated for specific purposes, the balance between foreseeable
1362 income and proposed expenditures, and the overall financial
1363 welfare of the Association. From time to time the Financial Advisor
1364 shall report to the President and the Board findings and
1365 recommendations respecting the current financial affairs of the
1366 Association and long-range planning.

1367 **Section 10.4 Duties of Treasurer and Assistant** 1368 **Treasurers.**

1369 The Treasurer shall have custody of the corporate seal and the
1370 funds and other properties of the Association and shall have the
1371 usual duties of the Treasurer of a corporation. The Treasurer or the
1372 Board of Trustees may from time to time delegate or assign to each
1373 Assistant Treasurer specified duties and authority; and any person,
1374 firm, organization or corporation dealing with the Association may
1375 assume that any act performed by an Assistant Treasurer, including
1376 the execution, sealing and delivery of any document, has been
1377 performed pursuant to an effective delegation or assignment of
1378 authority as aforesaid, and the Association shall be bound
1379 accordingly.

1380 **Section C-10.5. Raising of Funds.**

1381 The Association shall raise capital and operating funds to carry out
1382 its purposes. It may also raise capital and operating funds for

1383 associate member organizations and independent affiliate
1384 organizations.

1385 **Section C-10.6. Authority to Hold Funds for the Benefit** 1386 **of Others.**

1387 The Association may hold for investment and distribution funds
1388 given to the Association for the benefit of a member congregation,
1389 associate member organization, independent affiliate organization,
1390 or other Unitarian Universalist organization.

1391 **Section C-10.7. Responsibility for Funds Held by the** 1392 **Association.**

1393 (a) Board of Trustees. The Board of Trustees shall have ultimate
1394 responsibility for investing the funds held by the Association.

1395 (b) President. The President shall invest the endowment funds
1396 held by the Association in the Unitarian Universalist Common
1397 Endowment Fund LLC.

1398 (c) Investment Committee. The Investment Committee shall
1399 manage the endowment funds held by the Association,
1400 subject to control by the Board of Trustees.

1401 ***Section 10.8. Contracts and Securities.**

1402 The President, Secretary, Recording Secretary, Treasurer, and
1403 Assistant Treasurer may sign and attest deeds, mortgages,
1404 contracts, and other documents to which the Association is a party.

1405 **Section C-10.9. Pension System.**

1406 The Association shall establish and maintain a pension system for
1407 ministers in fellowship with the Association.

1408 **Section 10.10. Fiscal Year.**

1409 The fiscal year of the Association shall be from July 1 to June 30.

1410 **Section C-10.11. Corporate Seal.**

1411 The seal of the Association shall be in such form as the Board of
1412 Trustees shall approve.

1413 **Section 10.12. Indemnification of Trustees, Officers,** 1414 **Employees, and Volunteers.**

1415 The Association, to the extent legally permissible, shall indemnify
1416 any trustee, officer, employee of the Association or volunteer
1417 elected by a General Assembly or appointed by the Board of
1418 Trustees of the Association to serve the Association, or persons
1419 formerly holding such positions, against all liabilities and expenses
1420 (including court costs, attorneys' fees, and the amount of any
1421 judgment or reasonable settlement, fines and penalties) actually
1422 and necessarily incurred by any such person, subsequent to the
1423 adoption hereof, in connection with the defense of any claim
1424 asserted or threatened to be asserted against any such person, or
1425 any action, suit or proceeding in which any such person may be
1426 involved as a party, by reason of being or having been such trustee,
1427 officer, employee or volunteer or by reason of any action alleged to
1428 have been taken or omitted by any such person as such trustee,
1429 officer, employee or volunteer, except with respect to any matter as
1430 to which he or she shall have been adjudicated in any proceeding
1431 not to have acted in good faith in the reasonable belief that his or
1432 her action was in the best interests of the Association; provided,
1433 however, that as to any matter disposed of by a compromise
1434 payment by such person, pursuant to a consent decree or
1435 otherwise, no indemnification either for said payment or for any
1436 other expenses shall be provided unless such compromise and
1437 indemnification therefore shall be approved:

1438 (a) by a majority vote of a quorum consisting of disinterested
1439 trustees;

1440 (b) if such quorum cannot be obtained, then by a majority vote of
1441 a committee of the Board of Trustees consisting of all the
1442 disinterested trustees;

1443 (c) if there are not two or more disinterested trustees in office,
1444 then by a majority of the trustees then in office, provided they
1445 have obtained a written finding by independent legal counsel
1446 appointed by a majority of the trustees to the effect that,
1447 based upon a reasonable investigation of the relevant facts
1448 as described such opinion, the person to be indemnified
1449 appears to have acted in good faith and in the reasonable
1450 belief that his or her action was in the best interests of the
1451 Association;

1452 (d) if not resolved by (a), (b) or (c), above, by a court of
1453 competent jurisdiction.

1454 If authorized in the same manner specified above for compromise
1455 payments, expenses, including attorneys' fees actually and
1456 necessarily incurred by any such person in connection with the
1457 defense or disposition of any such action, suit or other proceeding
1458 may be paid from time to time by the Association in advance of the
1459 final disposition thereof upon receipt of (a) an affidavit of such
1460 individual of his or her good faith belief that he or she has met the
1461 standard of conduct necessary for indemnification under this
1462 Section and (b) an undertaking by such individual to repay the
1463 amount so paid to the Association if such person shall be
1464 adjudicated to be not entitled to indemnification under this Section,
1465 which undertaking may be accepted without reference to the
1466 financial ability of such person to make repayment. The right of
1467 indemnification herein provided shall inure to the benefit of the
1468 heirs, executors and administrators of each such trustee, [or] officer,
1469 employee or volunteer and shall not be deemed exclusive of any
1470 other rights to which any such person may be entitled under any
1471 statute, bylaw, agreement, vote of members or otherwise or to
1472 which any such person might have been entitled were it not for this
1473 provision. As used in this Section, an "interested" trustee or officer
1474 is one against whom in such capacity the proceeding in question, or
1475 other proceeding on the same or similar grounds, is then pending.

1476 **Section 10.13. Duties of the Audit Committee.**

1477 The Audit Committee shall oversee the annual audit of the financial
1478 statements of the Association by an independent certified public
1479 accounting firm and monitor the establishment and implementation
1480 of accounting policies and internal controls. Specific duties of the
1481 Audit Committee shall be set forth in a charter adopted by the
1482 Board, which may be amended by the Board from time to time.

1483

ARTICLE XI Ministry

1484 **Section C-11.1. Ministerial Fellowship.**

1485 Each member congregation has the exclusive right to call and
1486 ordain its own minister or ministers, but the Association has the
1487 exclusive right to admit ministers to ministerial fellowship with the
1488 Association. Fellowship may be for the purposes of parish, religious
1489 education and/or community ministry as determined by action of the
1490 Ministerial Fellowship Committee.

1491 No minister shall be required to subscribe to any particular creed,
1492 belief, or interpretation of religion in order to obtain and hold
1493 fellowship.

1494 ***Section 11.2. Ministerial Fellowship Committee.**

1495 The Ministerial Fellowship Committee shall have exclusive
1496 jurisdiction over ministerial fellowship except as otherwise provided
1497 in these bylaws. It shall make rules governing ministerial fellowship,
1498 subject to the approval of the Board of Trustees.

1499 **Section 11.3. Admission to Fellowship.**

1500 A minister may be admitted to fellowship by the Ministerial
1501 Fellowship Committee, upon complying with the requirements of
1502 these Bylaws and the rules, policies, procedures and requests of
1503 the Committee. A minister who is admitted to fellowship shall be
1504 admitted to preliminary fellowship for a period of at least three

1505 years, be evaluated in ministry, and may thereafter be admitted to
1506 final fellowship.

1507 **Section 11.4. Fellowship Records.**

1508 The Executive Secretary of the Ministerial Fellowship Committee
1509 shall maintain up-to-date records of all ministers in fellowship with
1510 the Association. These records shall be available only to members
1511 of the committee, persons designated by the Committee, and, in
1512 cases of appeals, the Board of Review.

1513 **Section 11.5. Termination of Fellowship and** 1514 **Administrative Suspension.**

1515 The fellowship of a minister may be terminated by the Ministerial
1516 Fellowship Committee for unbecoming conduct, incompetence or
1517 other specified cause. Final fellowship may be terminated only after
1518 notice by the Committee and opportunity for a Fellowship Review
1519 before the Committee. During an investigation or the pendency of a
1520 complaint, the Ministerial Fellowship Committee may suspend a
1521 minister until a final determination can be made on the minister's
1522 fellowship status.

1523 **Section 11.6. Reinstatement to Fellowship.**

1524 The Ministerial Fellowship Committee may reinstate in or readmit to
1525 fellowship a minister who has previously resigned from fellowship or
1526 whose fellowship has been suspended or terminated.

1527 **Section 11.7. Appeal.**

1528 A minister in final ministerial fellowship whose fellowship is
1529 terminated may appeal the determination of the Ministerial
1530 Fellowship Committee to the Board of Review. The Board of
1531 Review shall have exclusive jurisdiction to hear and decide such
1532 appeals. No other appeal shall be allowed from any decision of the
1533 Ministerial Fellowship Committee.

1534 **Section 11.8. Procedure on Appeal.**

1535 An appeal to the Board of Review may be heard by a panel of the
1536 Board selected as provided in its rules. The Board of Review or its
1537 panel hearing an appeal shall limit its review to an examination of
1538 the Ministerial Fellowship Committee's decision, the information
1539 presented to the Committee, including the documents and other
1540 evidence compiled during the Fellowship Review, and the reasons
1541 articulated by the Ministerial Fellowship Committee for its decision
1542 terminating the minister's fellowship. If the minister requests
1543 consideration of newly discovered evidence not previously
1544 presented to the Ministerial Fellowship Committee, then the matter
1545 shall be returned to the Ministerial Fellowship Committee for
1546 consideration of that evidence before the Board proceeds with the
1547 appeal. These Bylaws and the rules of the Ministerial Fellowship
1548 Committee shall be binding upon the Board of Review or its panel.
1549 The Ministerial Fellowship Committee's determination of fact and/or
1550 credibility will not be overturned unless no reasonable fact finder
1551 could have reached such determination, and disputes of fact are to
1552 be resolved in favor of the Ministerial Fellowship Committee's
1553 determination. The Board of Review or its panel may set aside the
1554 decision of the Ministerial Fellowship Committee only where
1555 necessary to correct or prevent manifest injustice. The Board of
1556 Review or its panel may remand the case in whole or in part to the
1557 Committee or take such other action as may be just. The Board of
1558 Review or its panel shall set forth its finding and conclusions and
1559 will serve upon the affected minister and the Ministerial Fellowship
1560 Committee. The decision shall be entered in the fellowship records
1561 and shall be final and binding upon all parties. No appeal shall be
1562 allowed from the decision of the Board of Review. The Board of
1563 Review shall make rules to carry out the intent of this Section.

1564 **ARTICLE XII Religious Education Credentialing**

1565 **Section 12.1. Religious Education Credentialing.**

1566 Each member congregation has the exclusive right to employ its
1567 own religious educator, but the Association has the exclusive right
1568 to confer on religious educators a religious education credentialing

1569 status with the Association. No religious educator shall be required
1570 to subscribe to any particular creed, belief, or interpretation of
1571 religion in order to obtain and hold religious education credentialing
1572 status.

1573 **Section 12.2. Religious Education Credentialing**
1574 **Committee.**

1575 The Religious Education Credentialing Committee shall have
1576 exclusive jurisdiction over religious education credentialing except
1577 as otherwise provided herein. It shall make rules governing religious
1578 education credentialing, subject to the approval of the Board of
1579 Trustees.

1580 **Section 12.3. Achievement of Religious Education**
1581 **Credentialing Status.**

1582 A religious educator may achieve a religious education credentialing
1583 status by action of the Religious Education Credentialing
1584 Committee, upon complying with the requirements of these Bylaws
1585 and the rules, policies, procedures and requests of the committee.

1586 **Section 12.4. Religious Education Credentialing Levels.**

1587 The Religious Education Credentialing Committee shall adopt rules
1588 related to levels of religious education credentialing as follows:
1589 religious education credentialing includes Credentialed Religious
1590 Educator – Associate Level status, credentialed religious educator
1591 status, and Credentialed Religious Educator – Master Level status
1592 as determined by action of the Religious Education Credentialing
1593 Committee.

1594 **Section 12.5. Religious Education Credentialing**
1595 **Records.**

1596 The Executive Secretary of the Religious Education Credentialing
1597 Committee shall maintain up-to-date records of all religious
1598 educators who have achieved a status as a religious educator as
1599 described in Section 12.4 of these bylaws. These records shall be
1600 available only to members of the committee, persons designated by
1601 the Committee, and, in cases of appeals, the Board of Review.

1602 **Section 12.6. Termination or Administrative**
1603 **Suspension of Religious Education Credentialing**
1604 **Status.**

1605 The religious education credentialing status of a religious educator
1606 may be terminated by the Religious Education Credentialing
1607 Committee for unbecoming conduct, incompetence or other
1608 specified cause. Credentialing status may be terminated only after
1609 notice by the Committee and opportunity for a Religious Education
1610 Credentialing Status Review before the Committee. During an
1611 investigation or the pendency of a complaint, the Religious
1612 Education Credentialing Committee may suspend a religious
1613 educator's credentialing status until a final determination can be
1614 made.

1615 **Section 12.7. Reinstatement of Religious Education**
1616 **Credentialing Status.**

1617 The Religious Education Credentialing Committee may reinstate in
1618 or readmit to religious education credentialing status a religious
1619 educator who has previously resigned from religious education
1620 credentialing status or whose religious education credentialing
1621 status has lapsed, been suspended or terminated.

1622 **Section 12.8. Appeal.**

1623 A religious educator with a religious education credentialing status
1624 whose status is terminated may appeal the determination of the
1625 Religious Education Credentialing Committee to the Board of
1626 Review. The Board of Review shall have exclusive jurisdiction to
1627 hear and decide such appeals. No other appeal shall be allowed
1628 from any decision of the Religious Education Credentialing
1629 Committee.

1630 **Section 12.9. Procedure on Appeal.**

1631 An appeal to the Board of Review shall be heard by a panel of the
1632 Board selected as provided in its rules. The Board of Review or its

1633 panel hearing an appeal shall limit its review to an examination of
1634 the Religious Education Credentialing Committee's decision,
1635 including the documents and other evidence compiled during the
1636 Religious Education Credentialing Status Review, and the reasons
1637 articulated by the Religious Education Credentialing Committee for
1638 its decision terminating the religious educator's credentialing status.
1639 If the religious educator requests consideration of newly discovered
1640 evidence not previously presented to the Religious Education
1641 Credentialing Committee, then the matter shall be returned to the
1642 Religious Education Credentialing Committee for consideration of
1643 that evidence before the Board proceeds with the appeal. These
1644 Bylaws and the rules of the Religious Education Credentialing
1645 Committee shall be binding upon the Board of Review or its panel.
1646 The Religious Education Credentialing Committee's determination
1647 of fact and/or credibility will not be overturned unless no reasonable
1648 fact finder could have reached such determination, and disputes of
1649 fact are to be resolved in favor of the Religious Education
1650 Credentialing Committee's determination.

1651 The Board of Review or its panel may set aside the decision of the
1652 Religious Education Credentialing Committee only where necessary
1653 to correct or prevent manifest injustice. The Board of Review or its
1654 panel may remand the case in whole or part to the Religious
1655 Education Credentialing Committee or take such other action as
1656 may be just. The Board of Review or its panel shall set forth its
1657 finding and conclusions and shall be communicated to the affected
1658 religious educator and the Religious Education Credentialing
1659 Committee. The decision shall be entered in the religious education
1660 credentialing records and shall be final and binding upon all parties.
1661 No appeal shall be allowed from the decision of the Board of
1662 Review. The Board of Review shall make rules to carry out the
1663 intent of this Section.

1664 **ARTICLE XIII Regional Organizations**

1665 **Section C-13.1. Districts and Regions.**

1666 The Association shall support areas of regional responsibility known
1667 as districts or regions.

1668 ***Section C-13.2. Establishment.**

1669 The establishment of districts or regions and the manner of
1670 determining which congregations are included in each district or
1671 region shall be in accordance with rules adopted by the General
1672 Assembly.

1673 **Section 13.3. Members.**

1674 All member congregations of the Association located within the
1675 district **or region** shall be entitled to be member congregations of
1676 that district **or region**.

1677 **Section C-13.4. Autonomy.**

1678 Each district or region shall be autonomous and shall be controlled
1679 by its own member congregations to the extent consistent with the
1680 promotion of the welfare and interests of the Association as a whole
1681 and of its member congregations.

1682 **Section 13.5. District Bylaws.**

1683 Each district **or region** shall adopt bylaws **or policies** which are not
1684 in conflict with these Bylaws.

1685 **ARTICLE XIV Rules**

1686 **Section 14.1. Adoption and Amendment of Rules by**
1687 **General Assemblies.**

1688 A General Assembly may adopt Rules not inconsistent with these
1689 Bylaws. Adoption or amendment of Rules by a General Assembly
1690 shall be by two-thirds vote. Each Rule adopted by a General
1691 Assembly shall be identified by a "G" preceding its Rule number. A
1692 General Assembly may amend or repeal Rules adopted by prior
1693 General Assemblies or by the Board of Trustees, if the proposed
1694 Rules or amendments have been placed on the agenda. Rules and

1695 amendments thereto shall be submitted for inclusion on the agenda
1696 in the same manner as other resolutions. The provisions of this
1697 Section 14.1 do not apply to the Rules of Procedure contemplated
1698 by Section 4.19.

1699 **Section 14.2. Adoption and Amendment of Rules by**
1700 **the Board of Trustees.**

1701 The Board of Trustees may adopt Rules not inconsistent with these
1702 Bylaws and with Rules adopted by General Assemblies and may
1703 amend or repeal its Rules.

1704 **Section 14.3. Rules of Order.**

1705 The Rules contained in the current edition of *Robert's Rules of*
1706 *Order Newly Revised* shall govern the Association in all cases to
1707 which they are applicable and in which they are not inconsistent
1708 with these Bylaws and any Rules that may be adopted hereunder.

1709 **ARTICLE XV Amendment**

1710 **Section C-15.1. Amendment of Bylaws.**

1711 (a) Amendments to Bylaws. These Bylaws may be amended by
1712 a two-thirds vote at a regular General Assembly if a proposed
1713 amendment has been placed on the agenda; provided,
1714 however, that proposals to amend, repeal, or add a new
1715 section of these Bylaws whose section number is preceded
1716 by a "C" (hereinafter a "C Bylaw") shall be governed by
1717 subsections (b) or (c) hereof.

1718 (b) Amendments to C Bylaws Other Than in Article II. A
1719 proposal to amend, repeal or add a new C Bylaw, other than
1720 those C Bylaws in Article II of these Bylaws, shall be subject
1721 to a two-step approval process.

1722 (1) Such proposals must be placed on the agenda of a
1723 regular General Assembly and approved preliminarily by
1724 a majority vote at such regular General Assembly.
1725 Following such preliminary approval, the proposal to
1726 amend, repeal or add a new C Bylaw shall be placed on
1727 the agenda of the next regular General Assembly for final
1728 adoption. Final adoption shall require a two-thirds vote.

1729 (2) The text of a proposed amendment which has been
1730 approved by one General Assembly, may be amended at
1731 any time prior to final adoption. If the Moderator rules that
1732 the amendment to the proposal is substantive, final
1733 adoption shall only be by a subsequent General
1734 Assembly except that any such proposal that has been
1735 under consideration for final approval at three successive
1736 regular General Assemblies shall not be subject to
1737 substantive amendment and shall be submitted to a vote
1738 for final approval at the third such regular General
1739 Assembly.

1740 (3) Such a proposal which, on any vote for final adoption,
1741 receives a majority but not a two-thirds vote, shall be
1742 placed on the agenda of the next regular General
1743 Assembly, at which it may be finally adopted if it receives
1744 the requisite approval. If the proposal is not passed by a
1745 two-thirds vote at the third regular General Assembly at
1746 which it is considered for final approval, neither the
1747 proposal nor another proposal that is substantively similar
1748 shall be placed on the agenda of the next regular General
1749 Assembly.

1750 (c) Amendments to C Bylaws in Article II. A proposal to amend,
1751 repeal or add a new C Bylaw in Article II of these Bylaws shall
1752 be subject to the following process

1753 (1) Such a proposal shall be admitted to the agenda of a
1754 regular General Assembly for the purpose of determining
1755 whether the proposal shall be referred to a commission
1756 appointed by the Board of Trustees for study. Such a

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study shall involve member congregations. A majority
vote at a regular General Assembly shall be required to
refer such a proposal to the study commission. Once the
study of the proposal is complete, which shall be
completed in no more than two years, the study
commission shall submit to the Board of Trustees for
inclusion on the agenda of the next regular General
Assembly any amendments to Article II that the study
commission recommends. The Board of Trustees shall
also include on the agenda any amendments that it
recommends to the study commission proposal.

- (2) A motion to dispense with the study process and give preliminary approval to a proposal to amend, repeal or add a new C Bylaw in Article II shall be in order during the General Assembly at which consideration of a motion to refer the proposal to the study process is authorized. A motion to dispense with the study process shall require a four-fifths vote for passage. Such a proposal shall then be placed on the agenda of the next regular General Assembly for final adoption without amendment. Final adoption shall require a two-thirds vote.
- (3) At the first General Assembly following the completion of the study process, amendments to the Article II proposal may be considered only as follows:
 - (i) During the General Assembly there shall be a mini-assembly held during which amendments to the Article II proposal recommended by the study commission shall be considered.
 - (ii) A delegate may submit in writing at the mini-assembly an amendment to an Article II proposal. All such amendments shall be made available in writing to the General Assembly. The Moderator, in consultation with the chair of the study commission, the parliamentarian and legal counsel shall prioritize proposed amendments for consideration by the General Assembly. A majority vote of the General Assembly is required for approval of any amendment proposed in the mini-assembly.
 - (iii) Following the vote on any amendments proposed in the mini-assembly, the General Assembly shall vote on any amendments proposed by the Board of Trustees. A majority vote is required to adopt such amendments. Following the vote on all amendments, the General Assembly shall vote on preliminary approval of the Article II proposal. A majority vote is required for preliminary approval.
 - (iv) If no amendments proposed in the mini-assembly are adopted by the General Assembly pursuant to subsection (c)(3)(ii) above, the Article II proposal shall be submitted for final approval to the next regular General Assembly. Final approval requires a two-thirds vote of the General Assembly. No amendments may be considered.
 - (v) If one or more amendments proposed in the mini-assembly are adopted by the General Assembly, the Article II proposal shall be referred to the study commission. Within six months after the close of the General Assembly, the study commission, taking into account the decisions of the General Assembly, shall prepare the proposal to amend Article II. The Board of Trustees shall put this proposal on the agenda of the next regular General Assembly.
- (4) At the next regular General Assembly following the process described in subsection (c)(3)(v), above, the

1822 Article II proposal is subject to amendment only by a
1823 three-fourths vote in favor of an amendment submitted to
1824 the General Assembly in writing by the Board of Trustees
1825 or a minimum of fifteen (15) certified congregations, as
1826 described in Section 15.2 of these Bylaws. Final approval
1827 of the Article II proposal requires a two-thirds vote of the
1828 General Assembly.

1829 (5) If the Article II proposal does not receive the requisite
1830 approval at the General Assembly following the
1831 completion of the study process described in subsection
1832 (c)(3)(iv) or subsection (c)(4), above, neither the proposal
1833 nor another proposal that is substantively similar shall be
1834 placed on the agenda of the next regular General
1835 Assembly.

1836 (6) If no study process of Article II has occurred for a period
1837 of fifteen years, the Board of Trustees shall appoint a
1838 commission to study Article II for not more than two years
1839 and to recommend appropriate revisions, if any, thereto to
1840 the Board of Trustees for inclusion on the agenda of the
1841 next regular General Assembly. The Board of Trustees
1842 shall also include on the agenda any amendments that it
1843 recommends to the study commission proposal.
1844 Notwithstanding anything to the contrary contained
1845 herein, proposals to amend Article II which are
1846 promulgated by a study commission in accordance with
1847 this paragraph shall be subject to a two-step approval
1848 process as described in subsections (c)(3) and (c)(4),
1849 above.

1850 ***Section 15.2. Submission of Proposed Amendment.**

1851 Proposed amendments to these Bylaws may be submitted only by:

1852 (a) the Board of Trustees;

1853 (b) the General Assembly Planning Committee;

1854 (c) the Commission on Appraisal;

1855 (d) not less than fifteen certified member congregations by action
1856 of their governing boards or their congregations; such
1857 proposed amendments to Bylaws must be received by the
1858 Board of Trustees on February 1 whenever the regular
1859 General Assembly opens in June; otherwise, not less than
1860 110 days before the General Assembly; or

1861 (e) a district or region by official action at a duly called meeting at
1862 which a quorum is present, such proposed amendment to be
1863 received by the Board of Trustees on February 1 whenever
1864 the regular General Assembly opens in June; otherwise, not
1865 less than 110 days before the next General Assembly. In a
1866 district or region that does not maintain a formal governance
1867 structure, a meeting for this purpose may be convened by
1868 vote of the governing bodies or membership of at least fifteen
1869 congregations in that district or region in good standing with
1870 the UUA. A quorum for such a meeting shall require that at
1871 least one-third of the congregations of the district or region be
1872 represented by one or more formally credentialed delegates.

1873 **RULES* of the UNITARIAN UNIVERSALIST** 1874 **ASSOCIATION**

1875 *Rules whose section number is preceded by a "G" are those
1876 adopted by a General Assembly and may be amended or repealed
1877 only by a General Assembly, as provided in Section 14.1 of the
1878 Bylaws.

1879 **RULE I Name**

1880 No existing rules applicable to Article I.

1881 **RULE II Principles and Purposes**

1882 **Rule G-2.1. Democratic Process.**

1883 Because the Association is committed to the use of the democratic
1884 process, because its governing institutions are accountable to our
1885 congregations, because accessibility is critical to countering
1886 systemic and institutional oppression and because openness and
1887 trust are characteristics of a healthy religious community, the UUA
1888 Board shall establish policies to allow for the maximum
1889 transparency of its proceedings and of the proceedings of all UUA
1890 committees, commissions and task forces, consistent with their
1891 effective functioning. These policies shall include:

1892 (a) providing advance notice of dates and locations of regular
1893 business meetings, and making agendas, reports and
1894 minutes available promptly;

1895 (b) providing avenues for comment on issues on the meetings'
1896 agendas;

1897 (c) accommodating observers at regular business meetings, with
1898 the exception of executive sessions.

1899 Implementing this rule shall be the responsibility of the Board of
1900 Trustees. The Board shall designate a specific person or
1901 committee to whom comments about adherence to this rule may be
1902 addressed. The Board shall report to the General Assembly
1903 annually for the next three years on its implementation.

1904 **Rule G-2.3. Non-discrimination.**

1905 The Association declares and affirms its special responsibility, and
1906 that of its member congregations and organizations, to promote the
1907 full participation of persons in all of its and their activities and in the
1908 full range of human endeavor without regard to racialized identity,
1909 ethnicity, gender expression, gender identity, sex, disability,
1910 affectional or sexual orientation, family and relationship structures,
1911 age, language, citizenship status, economic status, or national
1912 origin and without requiring adherence to any particular
1913 interpretation of religion or to any particular religious belief or creed.

1914 **RULE III Membership**

1915 **Section C-3.3. Admission to Membership.**

1916 **Rule 3.3.1. New Congregations.**

1917 It is the policy of the Unitarian Universalist Association to encourage
1918 and assist the development of new congregations as well as to
1919 support and aid existing member congregations as stated in the
1920 purposes of the Association.

1921 **Rule 3.3.2. Procedure for Admission.**

1922 A church or fellowship may become a member of the Association
1923 upon approval by the Board of Trustees of the Association of a
1924 written application for membership.

1925 The application shall include:

1926 (a) a statement that the applicant subscribes to the principles of
1927 the Association and pledges itself to support the Association;

1928 (b) a copy of the articles of incorporation or other organizing
1929 documents and the bylaws of the applicant;

1930 (c) the names and addresses of the charter members sufficient in
1931 number to satisfy the minimum membership requirements;
1932 and

1933 (d) an initial payment in an amount of no less than the Fair Share
1934 contribution to the Association's Annual Program Fund, pro-
1935 rated for the portion of the Association's fiscal year remaining
1936 as of the date of application.

1937 **Rule 3.3.3. Membership Requirements for Admission.**
1938 A new congregation, to be recognized as a member of the
1939 Association, must have thirty (30) of its adult members be members
1940 solely of the new congregation.

1941 **Rule 3.3.4. Multiple Local Congregations.**
1942 In many communities the liberal religious movement may be better
1943 served by the establishment of two or more member congregations.

1944 (a) It is ordinarily desirable that a new congregation should have
1945 the active support and sponsorship of any member
1946 congregation or congregations located in the same
1947 geographic area.

1948 (b) The Association will neither initiate nor recognize such a new
1949 congregation until after the Association has consulted by mail
1950 or by interview with any member congregation or
1951 congregations located in the same geographic area. Such
1952 consultation shall include a request for letters from the
1953 presiding officer of the congregation's governing board and
1954 minister of such congregation(s) stating judgment regarding
1955 the establishment and/or recognition of the new congregation.
1956 The Association may proceed to assist in organizing or
1957 recognizing the new congregation despite local protest or
1958 objection if the Association believes that such action is in the
1959 best interests of the entire movement and that it will
1960 strengthen the total Unitarian Universalist position in the
1961 community.

1962 **Rule 3.3.5. Rules and Regulations for New**
1963 **Congregations.**
1964 It is essential that Unitarian Universalist congregations be
1965 affirmative in spirit, inclusive in fellowship, and mutually supportive
1966 in their relationships with other congregations. The following
1967 statements represent the Association's best judgment as to the
1968 meaning of this general statement and shall be used by staff and
1969 the Board in determining action upon applications for membership.

1970 (a) In receiving the application of a new congregation for
1971 membership in the Association, the Congregational Services
1972 staff shall satisfy itself that the group is making its application
1973 in good faith and that it will make a sincere effort to carry out
1974 the purposes of the Association. (See specifically Article II of
1975 the Bylaws.)

1976 (b) The Association interprets its statements of purpose to mean
1977 that no congregation may be accepted into membership if its
1978 bylaws exclude from its local membership any person
1979 because of race, ethnicity, gender, disability, affectional or
1980 sexual orientation, language, citizenship status, economic
1981 status, or national origin.

1982 (c) All member congregations must be congregational in polity;
1983 the final authority to make decisions must be vested in the
1984 legal membership of the congregation.

1985 (d) Member congregations shall project and embark upon a
1986 balanced program of religious activity including adult worship
1987 and/or discussion and when feasible establishment of a
1988 church school in the Unitarian Universalist tradition.

1989 (e) New congregations are expected to establish and maintain
1990 cooperative relations with Unitarian Universalist agencies, as
1991 appropriate and feasible.

1992 (f) A congregation should be incorporated when possible under
1993 the laws of the state in which it exists. A congregation shall
1994 include in its articles of incorporation or other organizing
1995 documents a clause providing that the assets of the
1996 congregation will be transferred upon dissolution to the
1997 Association. Notwithstanding the foregoing, if a congregation
1998 obtains the prior written consent of the Association's Board of
1999 Trustees, the congregation may name an organization that is

2000 affiliated with the Association (such as a district, camp,
2001 conference center or other congregation) as the recipient of
2002 the congregation's assets upon dissolution.

2003 **Rule 3.3.6. Order of Administrative Procedure.**
2004 The order of administrative procedure:
2005 (a) Application for congregational membership in the Association
2006 will first be referred to UUA staff.
2007 (b) UUA staff will seek information and advice with respect to all
2008 applications as follows:
2009 U.S. Congregations – District President
2010 Other Congregations – Executive Officer of appropriate
2011 Unitarian or Universalist or Unitarian Universalist
2012 international group, if any.
2013 (c) UUA staff will make its recommendation to the President of
2014 the Association, and the President shall then make
2015 recommendations to the Board of Trustees of the UUA for its
2016 final action.

2017 **Section C-3.5. Certification of Membership.**
2018 **Rule 3.5.1. Required Annual Report.**
2019 In each fiscal year of the Association (July 1 to June 30), each
2020 member congregation shall file with the Secretary of the Association
2021 an Annual Report on the form and in the manner provided by the
2022 Association. The Annual Report shall include a certification by a
2023 minister or principal officer of the member congregation stating (a)
2024 whether or not the member congregation complied with the
2025 conditions set forth in Section C-3.5 of the Bylaws during the
2026 Association's prior fiscal year and (b) that the information provided
2027 to the Association in the Annual Report is true and correct to the
2028 best of the minister's or principal officer's knowledge.

2029 For purposes of determining compliance with Section C-3.5 of the
2030 Bylaws, a member congregation shall be deemed to have
2031 conducted 'regular religious services' if it has held at least 10
2032 services during the fiscal year.

2033 A member congregation's Annual Report for a particular fiscal year
2034 and, if submitted separately, the related certification must be
2035 received by the Association on or before February 1 following the
2036 close of that fiscal year whenever the regular General Assembly
2037 opens in June and otherwise on or before the close of business on
2038 the last business day which is at least 110 days before the date of
2039 the General Assembly next following the close of that fiscal year. If
2040 a member congregation's related certification is not received by the
2041 applicable deadline, it will still be deemed timely filed if the member
2042 congregation submits to the Association proof that it was mailed in
2043 accordance with the provisions of Rule G-13.4.2. Such proof may
2044 be in the form of a stamped or validated receipt for Registered or
2045 Certified Mail or a sworn statement attesting to the proper
2046 submission of the certification signed by the person responsible for
2047 its mailing.

2048 **Rule 3.5.2. Inactive Congregations**
2049 In September of each year UUA staff shall initiate the process of
2050 contacting congregations in the inactive category to determine their
2051 status.
2052 This process includes:
2053 (a) requesting a list of congregations that have failed to submit
2054 an annual report for three consecutive fiscal years;
2055 (b) forwarding this list to the UUA's District Staff with copies to
2056 District Presidents and District Trustees for their information;
2057 (c) upon receipt of the annual inactive congregations list and
2058 pursuant to the UUA's by-laws section C-3.6, the UUA's
2059 District staff shall follow up with any congregation in their
2060 district;

2061 (d) after follow up the District staff shall make a recommendation
2062 about each congregation's status to the UUA Board for action
2063 at its April meeting.

2064 **Section C-3.7. Associate Member Organizations.**

2065 **Rule 3.7.1. Limitation of Associate Membership.**

2066 It shall be the policy of the Board of Trustees to limit admissions to
2067 associate membership to major continent-wide organizations.

2068 **Rule 3.7.2. Non-Segregation.**

2069 Each associate member organization shall in all aspects of its work
2070 refrain from the practice of segregation based on race, ethnicity,
2071 gender, disability, affectional or sexual orientation, language,
2072 citizenship status, economic status, or national origin. This rule is
2073 not intended to preclude associate member organizations designed
2074 to benefit groups organized to ensure their fuller participation in the
2075 larger society and to fulfill their unique spiritual needs.

2076 **Rule 3.7.3. Application for Associate Membership.**

2077 Each applicant for membership shall submit with its application:

2078 (a) an attested copy of its charter and, unless it is included in the
2079 charter, an attested copy of its purposes, objectives, and
2080 bylaws;

2081 (b) the approximate number of members in the organization;

2082 (c) a list of principal officers with their personal mail addresses
2083 and the principal mail address of the organization;

2084 (d) a financial statement showing income and expenses for the
2085 latest fiscal year preceding the date of filing and showing
2086 assets, liabilities and net worth as of the end of such fiscal
2087 year;

2088 (e) the dates upon which its governing board met during the
2089 twelve months immediately preceding the date of filing;

2090 (f) any yearly reports of its governing body and its principal
2091 officers sent to members during the twelve months
2092 immediately preceding the date of filing;

2093 (g) evidence that it enjoys tax exempt status:

2094 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2095 Code of 1954;

2096 (2) as a registered charity as provided for in the Income
2097 Tax Act (Canada); or

2098 (3) under the laws of the country governing the applicant's
2099 tax status;

2100 (h) if the applicant does not enjoy tax exempt status, the reason
2101 or reasons it does not;

2102 (i) a statement outlining the intended use of associate
2103 membership, if granted, and the goals and objectives of the
2104 organization that will be served by such use;

2105 (j) a statement outlining what advantage it is believed there
2106 would be to the Association and to the furtherance of the
2107 principles of the Association outlined in Bylaw Section C- 2.2;

2108 (k) any other information which the Board of Trustees of the
2109 Association shall require; and

2110 (l) The contribution contemplated by Rule 3.7.10.

2111 **Rule 3.7.4. Annual Report.**

2112 Except in the year when it is admitted to membership, each
2113 associate member shall send to the Association on or before April
2114 30 (i) an annual report which shall include the data required by
2115 subsections (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other
2116 information which the Board of Trustees shall require and (ii) the
2117 contribution contemplated by Rule 3.7.10. If an associate member
2118 fails to comply with the provisions of this Rule, the Board of
2119 Trustees shall at its next regular meeting consider a finding of non-

2120 compliance and the termination of the associate membership status
2121 of such organization.

2122 **Rule 3.7.5. Report of Changes.**

2123 Each associate member shall send the Association an attested
2124 copy of any changes in its charter, purposes, objectives, or bylaws
2125 as soon as any such changes are made, and shall notify the
2126 Association immediately of any change in its tax exempt status.

2127 **Rule 3.7.6. Representation of Associate Membership.**

2128 No organization shall claim or represent in any manner that it is an
2129 associate member of the Association until such membership is
2130 voted by the Board of Trustees; and if and when any organization's
2131 associate membership expires or it is terminated, that organization
2132 shall immediately cease to claim, represent or imply in any manner
2133 that it is an associate member of the Association.

2134 **Rule 3.7.7. Mailing List.**

2135 Each associated member shall place the Association on its regular
2136 mailing list.

2137 **Rule 3.7.8. Additional Criteria for Admission.**

2138 Before granting associate membership, the Board of Trustees shall
2139 determine that the granting of such associate membership is likely
2140 to be of substantial benefit to the Unitarian Universalist movement.

2141 **Rule 3.7.9. Yearly Grant of Associate Membership.**

2142 Associate membership for all new or existing associate members
2143 shall be granted by the Board of Trustees for a designated one-year
2144 period or portion thereof.

2145 **Rule 3.7.10. Associate Member Contributions.**

2146 The contribution required to be submitted with an application for
2147 associate membership is \$500 for any applicant whose budget for
2148 the twelve months preceding its application for associate
2149 membership was \$1,000,000 or more and \$250 for any applicant
2150 whose budget for the twelve months preceding its application for
2151 associate membership was less than \$1,000,000. The contribution
2152 required to be submitted with an associate member's annual report
2153 is \$500 for any associate member whose budget for the twelve
2154 months preceding the due date of the annual report was \$1,000,000
2155 or more and \$250 for any associate member whose budget for the
2156 twelve months preceding the due date of the annual report was less
2157 than \$1,000,000.

2158 **Section C-3.8. Independent Affiliate Organizations.**

2159 **Rule 3.8.1. Application for Independent Affiliate Status.**

2160 Each applicant for independent affiliate status shall submit with its
2161 application:

2162 (a) an attested copy of its charter, and, unless it is included in the
2163 charter, an attested copy of its purposes, objectives, and
2164 bylaws;

2165 (b) the number of members or member groups in the
2166 organization;

2167 (c) a list of the principal officers with their personal mail
2168 addresses, congregation membership or congregation where
2169 settled if the officer is a fellowshipped minister serving a
2170 Unitarian Universalist congregation, and the principal mail
2171 address of the organization;

2172 (d) the contribution contemplated by rule 3.8.9;

2173 (e) a financial statement showing income and expenses for the
2174 latest fiscal year preceding the date of filing and showing
2175 assets, liabilities and net worth as of the end of such fiscal
2176 year;

2177 (f) the dates upon which its governing board met during the
2178 twelve months immediately preceding the date of filing;

- 2179 (g) any yearly reports of its governing body and its principal
2180 officers sent to members during the twelve months
2181 immediately preceding the date of filing;
- 2182 (h) evidence of whether it enjoys tax exempt status:
- 2183 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2184 Code of 1954;
- 2185 (2) as a registered charity as provided for in the Income
2186 Tax Act (Canada); or
- 2187 (3) under the laws of the country governing the applicant's
2188 tax status;
- 2189 (i) if the applicant does not enjoy tax exempt status, the reason
2190 or reasons it does not;
- 2191 (j) a statement outlining how its purpose, mission and structure
2192 models interdependence through engagement with our
2193 member congregations, coordination or collaboration of effort
2194 and resources; and a statement outlining how the
2195 organization supports the transformation of institutions and
2196 our world to be aligned with those values expressed in our
2197 Principles; and
- 2198 (k) any other information which the Board of Trustees of the
2199 Association shall require.

2200 **Rule 3.8.2. Non-Segregation.**

2201 Each independent affiliate organization shall in all aspects of its
2202 work refrain from the practice of segregation based on race,
2203 ethnicity, gender, disability, affectional or sexual orientation,
2204 language, citizenship status, economic status, or national origin.
2205 This rule is not intended to preclude independent affiliate
2206 organizations designed to benefit groups organized to ensure their
2207 fuller participation in the larger society and to fulfill their unique
2208 spiritual needs.

2209 **Rule 3.8.3. Annual Contribution and Report.**

2210 Except in the year when it is admitted to independent affiliate status,
2211 each independent affiliate organization shall send the Association
2212 on or before April 30 (i) an annual report which shall include the
2213 data required by subsections (b), (c), (f), (g) and (h) of Rule 3.8.1
2214 and any other information which the Board of Trustees shall require
2215 and (ii) the contribution contemplated by Rule 3.8.9. If an
2216 independent affiliate organization fails to comply with the provisions
2217 of this Rule, the Board of Trustees shall at its next regular meeting
2218 consider a finding of non-compliance and the termination of the
2219 independent affiliate status of such organization.

2220 **Rule 3.8.4. Report of Changes.**

2221 Each independent affiliate organization shall send the Association
2222 an attested copy of any changes in its charter, purposes, objectives,
2223 or bylaws as soon as any such changes are made and shall notify
2224 the Association immediately of any change in its tax-exempt status.

2225 **Rule 3.8.5. Representation of Independent Affiliate Status.**

2227 No organization shall claim or represent in any manner that it is an
2228 independent affiliate with the Association until such status is voted
2229 by the Board of Trustees; and if and when any organization's
2230 independent affiliate status expires or it is terminated, that
2231 organization shall immediately cease to claim, represent or imply in
2232 any manner that it is affiliated with the Association.

2233 **Rule 3.8.6. Mailing List.**

2234 Each independent affiliate organization shall place the Association
2235 on its regular mailing list.

2236 **Rule 3.8.7. Additional Criteria for Admission.**

2237 Before granting independent affiliate status, the Board of Trustees
2238 shall determine that such affiliation is likely to be of substantial
2239 benefit to the Unitarian Universalist movement.

2240 **Rule 3.8.8. Yearly Grant of Independent Affiliate Status.**

2241 Independent affiliate status for all new or existing independent
2242 affiliate organizations shall be granted by the Board of Trustees for
2243 a designated one-year period or portion thereof.

2244 **Rule 3.8.9. Independent Affiliate Contributions.**

2245 The contribution required to be submitted with an application for
2246 independent affiliate status and with an independent affiliate's
2247 annual report is \$100.

2248 **RULE IV General Assembly**

2249 **Section 4.6. Notice of Meetings.**

2250 **Rule 4.6.1. Mailing of Notice.**

2251 Notice of each regular and special General Assembly shall be given
2252 not less than sixty days before the date thereof to each certified
2253 member congregation, associate member organization, and trustee.
2254 Such notice shall be given by the Secretary or the Recording
2255 Secretary.

2256 **Rule 4.6.2. Time of Notice.**

2257 Notice so sent shall be sufficient if mailed at Boston,
2258 Massachusetts, sixty days before any such General Assembly,
2259 addressed to the persons who according to the records of the
2260 Association are entitled thereto hereunder and sent to the
2261 addresses which appear on said records. When the Secretary in
2262 his or her absolute discretion finds it desirable and practicable, a
2263 copy of the notice shall be inserted in the denomination's
2264 publication most widely circulated within the denomination, in the
2265 issue which will be circulated as near to sixty days before the
2266 General Assembly as possible.

2267 **Rule 4.6.3. Content of Notice.**

2268 Such notice shall contain the date, time, and place where the
2269 General Assembly is to be held and shall state only that the
2270 business to be transacted will be set forth in the official agenda
2271 issued in accordance with the Bylaws. Such agenda need not
2272 accompany the notice. The original of such notice shall be signed
2273 by the Secretary or Recording Secretary and be made a part of the
2274 minutes of the General Assembly to which it pertains. The
2275 signature of the Secretary or Recording Secretary on copies of any
2276 such notice may be printed or typewritten.

2277 **Section C-4.7. Voting.**

2278 **Rule G-4.7.1. Recording the Vote on Resolutions.**

2279 The vote on resolutions shall be recorded as having been adopted:

2280 (a) unanimously; or

2281 (b) by a vote of two-thirds or more; or

2282 (c) by a specified vote for or against.

2283 When any resolution is reported by the Association, the recorded
2284 vote on each resolution shall be included.

2285 **Section C-4.9. Accreditation of Delegates.**

2286 **Rule G-4.9.1. Number of Delegates.**

2287 The Secretary of the Association shall, consistent with the Bylaws of
2288 the Association, determine the number of delegates to which each
2289 certified member congregation and associate member organization
2290 is entitled. The determinations of the Secretary may be appealed to
2291 the Board of Trustees.

2292 **Rule 4.9.1A. Merged, Consolidated, or Dissolved Congregations.**

2294 In the event a certified member congregation dissolves or merges
2295 or consolidates with another congregation subsequent to its filing
2296 the certified member certification form prescribed by Rule 3.5.1, any

2297 delegate credentials outstanding on the date of dissolution or
2298 merger or consolidation are thereby rendered null and void. In the
2299 event of merger or consolidation, the merged or consolidated
2300 certified member congregation shall be entitled during the current
2301 fiscal year of the Association to the number of delegate credentials
2302 that reflects the total membership of the merged or consolidated
2303 congregation or to the number of delegate credentials that the
2304 certified member congregations merging or consolidating would
2305 have been entitled to but for the merger or consolidation, whichever
2306 is less.

2307 **Rule 4.9.2. Settled Ministers.**

2308 A settled minister for the purpose of accreditation as a delegate
2309 pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a
2310 certified member congregation in compensated ministerial activities
2311 which constitute fifty percent or more of a typical work schedule or
2312 (b) a community minister who (1) maintains active involvement in
2313 such congregation; (2) has written agreement with the
2314 congregation; (3) is in affiliation with the congregation; and (4) is
2315 compensated for community ministry work which constitutes fifty
2316 percent or more of a typical work schedule recognized by the
2317 congregation as ministry. A congregation is entitled to the number
2318 of accredited community minister delegates equal to the number of
2319 delegates to which it is entitled under Bylaw Section 4.8(a). A
2320 minister emeritus/a shall previously have settled in such
2321 congregation as described in this Rule. A certified member
2322 congregation shall certify in writing that its minister delegates meet
2323 the criteria for minister in accordance with this Rule.

2324 **Rule G-4.9.3. Mailing of Credential Cards.**

2325 Not less than forty-five days prior to each General Assembly, the
2326 Secretary of the Association shall send to each certified member
2327 congregation and associate member organization entitled to be
2328 represented by delegates the proper number of delegate
2329 credentials. The Secretary shall also furnish trustees with
2330 credentials.

2331 **Rule 4.9.4. Issuance of Duplicate Credential Card.**

2332 If a person who has been duly constituted a delegate arrives at a
2333 General Assembly without a properly executed Credential Card, the
2334 person may apply to the Secretary of the Association, or to one or
2335 more persons designated by the Secretary, for a special certificate
2336 of accreditation. The application shall be in writing on a form
2337 provided by the Secretary of the Association. It shall be signed by
2338 the applicant under the penalties of perjury. The certificate shall
2339 contain at least the following:

2340 (a) the name of the congregation or associate member
2341 organization involved;

2342 (b) in the case of a delegate representing a member
2343 congregation other than a settled minister or emerita/us
2344 minister or an accredited director of religious education, a
2345 statement that the applicant is a member of that
2346 congregation; or in the case of a delegate representing an
2347 associate member organization, a statement that the
2348 applicant is a member of a certified member congregation;

2349 (c) a statement that the person was designated as a delegate
2350 under established procedures of the congregation or is a
2351 settled minister or emerita/us minister thereof or is an
2352 accredited director of religious education employed in the
2353 congregation, or was designated as a delegate of an
2354 associate member organization; and

2355 (d) a brief statement as to why the applicant is not able to
2356 present an official and properly executed accrediting card.

2357 **Rule 4.9.5. Alternate Delegates.**

2358 Each certified member congregation may, in accordance with its
2359 own Bylaws or procedures, designate alternate delegates to any

2360 General Assembly in such number, not in excess of the number of
2361 delegates to which it is entitled, as it may determine. Alternate
2362 delegates shall be members of the certified member congregation
2363 they represent. All alternates appointed must be provided by the
2364 member congregation with a certification of their appointment
2365 signed by an officer of the congregation.

2366 **Rule G-4.9.6. Delegate Status.**

2367 Delegates and alternates may be designated to attend each
2368 General Assembly to be held in any fiscal year of the Association or
2369 only a particular General Assembly as each member congregation
2370 shall determine.

2371 **Rule 4.9.7. Issuance of Alternate Credentials.**

2372 In order to be issued credentials admitting the alternate as a
2373 delegate to the General Assembly, the alternate must present such
2374 certification and credential card and delegate badge of the delegate
2375 for whom such person is serving as alternate.

2376 **Rule G-4.9.8. Payment of Registration Fee.**

2377 All delegates, alternates and trustees must pay a registration fee in
2378 order to be admitted to the floor and vote at the General Assembly.

2379 **Rule 4.9.9. Amount of Fees.**

2380 The registration fee shall be set by the Board of Trustees.

2381 **Section 4.12. UUA Statements of Conscience and 2382 Study/Action Issues for Social Justice.**

2383 **Rule G-4.12.1. Report of Comments on UUA 2384 Statements of Conscience.**

2385 The Commission on Social Witness shall report to the General
2386 Assembly in summary fashion those comments on UUA Statements
2387 of Conscience submitted to it by member congregations.

2388 **Rule G-4.12.2. Study/Action Issues for Social Justice.**

2389 The Commission on Social Witness shall prepare (and the Board of
2390 Trustees shall include with the Tentative Agenda) a report
2391 summarizing the numbers and topics of the proposed
2392 Congregational Study/Action Issues submitted by the certified
2393 member congregations and sponsored organizations as defined in
2394 Section 4.12(a)(1), and the criteria which it used in selecting
2395 proposed Congregational Study/Action Issues included in the
2396 Congregational Poll. Each proposed Congregational Study/Action
2397 Issue that appears on the Tentative Agenda shall be accompanied
2398 by previous General Resolutions, actions and statements on related
2399 issues, with dates (if applicable), and the names or number of
2400 congregations submitting issues included within such proposed
2401 Congregational Study/Action Issue.

2402 **Rule G-4.12.3 Report on Implementation of UUA 2403 Statements of Conscience.**

2404 The UUA Administration shall report at each regular General
2405 Assembly regarding implementation of UUA Statements of
2406 Conscience with particular reference to the most recently adopted
2407 Statement of Conscience. Such report shall summarize
2408 implementation by member congregations, UUA staff and other
2409 Unitarian Universalist groups.

2410 **Rule 4.12.4 Mini-Assembly on UUA Statement of 2411 Conscience**

2412 During the regular General Assembly referred to in Section
2413 4.12(d)(1), a mini-assembly shall be held during which the proposed
2414 amendments to the revised UUA Statement of Conscience shall be
2415 accepted in writing. All such amendments shall be made available
2416 in writing to the General Assembly. The Commission on Social
2417 Witness shall finalize the UUA Statement of Conscience, and the
2418 chairperson of the Commission on Social Witness, in consultation
2419 with the moderator of the General Assembly, the parliamentarian

2420 and legal counsel, shall prioritize unincorporated amendments for
2421 consideration by the General Assembly.

2422 **Section 4.16. Additions to the Agenda of Regular**
2423 **General Assemblies.**

2424 **Rule G-4.16.1. General Assembly Actions of Immediate**
2425 **Witness, and Responsive Resolutions.**

2426 The Moderator shall take such steps as the Moderator considers
2427 practical to advise delegates and other persons or bodies as early
2428 as possible, preferably in writing, of the contents of any actions or
2429 resolutions presented to the General Assembly which are not on the
2430 Final Agenda and which are admitted to the agenda pursuant to
2431 Article IV, Section 4.16 of the Bylaws; and some time shall be
2432 scheduled when the sponsor(s) of the action(s) or resolution(s) can
2433 discuss the action or resolution with those interested.

2434 **Section 4.18. Agenda Rules.**

2435 **Rule G-4.18.1. Notice to Member Congregations and**
2436 **Districts.**

2437 By November 1 whenever in the fiscal year the General Assembly
2438 opens in June, otherwise not less than two hundred and ten days
2439 before each regular General Assembly, each certified member
2440 congregation shall be notified of the dates for submitting items for
2441 the Tentative and Final Agenda, the procedure to be followed, and
2442 the forms to be used.

2443 **Rule G-4.18.2. Business Resolutions and Study/Action**
2444 **Issues for Social Justice.**

2445 A Study/Action Issue for Social Justice is one that deals with issues
2446 of public policy within the province of the Department of Faith in
2447 Action. A Business Resolution directly involves the administration
2448 and structure of the Association.

2449 Any resolution submitted which, taken as a whole, has as its
2450 purpose the making of a statement of social concern or principle
2451 shall be deemed to be a Study/Action Issue for Social Justice.

2452 A Study/Action Issue for Social Justice or a UUA Statement of
2453 Conscience appearing on the Final Agenda shall not be amended
2454 so as to become a Business Resolution.

2455 **Rule G-4.18.3. Congregational Poll.**

2456 At the time of the mailing of the Tentative Agenda, each certified
2457 member congregation shall be requested to report by February 1,
2458 on a form provided, whether it recommends or does not recommend
2459 for action by the General Assembly the Business Resolutions,
2460 proposed Congregational Study/Action Issues in the first Cycle year
2461 and draft UUA Statements of Conscience in the Fourth Cycle year,
2462 or any additional years thereto pursuant to Section 4.12(d)(2)
2463 appearing on the Tentative Agenda, including the alternative
2464 versions of Business Resolutions (if any) submitted by the Board of
2465 Trustees. The recommendation with respect to each proposed
2466 resolution or issue must be certified by the minister, clerk or
2467 president of that congregation as being within the procedures of that
2468 congregation. Only a Business Resolution which a majority of the
2469 congregations voting on the resolution recommends for the action
2470 shall be eligible to be included on the Final Agenda from the
2471 Congregational Poll. If there is more than one version of a Business
2472 Resolution on the Tentative Agenda, the subject of the resolution
2473 shall be considered a single item on the Tentative Agenda and the
2474 Congregational Poll. All versions shall be listed consecutively within
2475 that item. An aye vote by a congregation for one or more versions
2476 shall be counted an aye vote for inclusion of a resolution on the
2477 subject in the Final Agenda. If support for the subject matter of the
2478 resolution is sufficient to make it eligible for inclusion on the Final
2479 Agenda, the version that receives the highest number of votes by
2480 the participating congregations shall be the one eligible for inclusion
2481 on the Final Agenda. From the Business Resolutions eligible from

2482 the Congregational Poll, the Board of Trustees shall include on the
2483 Final Agenda not more than the eight Business Resolutions
2484 receiving the highest number of "recommended for action" votes on
2485 the Congregational Poll. The Board of Trustees may also include
2486 on the Final Agenda alternative versions of Business Resolutions
2487 which are germane to those selected through the Congregational
2488 Poll. In the first Cycle year, the Board of Trustees also shall include
2489 on the Final Agenda not more than the five proposed
2490 Congregational Study/Action Issues receiving a majority of votes
2491 and the highest number of "recommended for action" votes on the
2492 Congregational Directives for General Assembly Action, provided
2493 that at least twenty-five percent (25%) of the congregations
2494 participated in the ballot vote for such proposed Congregational
2495 Study/Action Issues. If the number of proposed Congregational
2496 Study/Action Issues recommended for action in the Congregational
2497 Poll exceeds five and there is more than one such issue in fifth
2498 position as a result of a tie vote, all issues in fifth position shall be
2499 referred to the Final Agenda by the Commission on Social Witness.
2500 In the fourth Cycle year, or any additional years thereto pursuant to
2501 Section 4.12(d)(2), the Board of Trustees shall further include on the
2502 Final Agenda a proposed UUA Statement of Conscience, provided
2503 that at least twenty-five percent (25%) of the congregations
2504 participated in the ballot vote for such draft UUA Statement of
2505 Conscience. A report of the vote by which each resolution on the
2506 Tentative Agenda was or was not "recommended for action" shall
2507 be included on the Final Agenda. All Business Resolutions that are
2508 included on the Final Agenda shall be discussed during the General
2509 Assembly in a mini-assembly.

2510 **Rule 4.18.4. Matters Submitted by Districts**

2511 In the event that a proposed amendment to a Rule or to a Business
2512 Resolution that was submitted by a district is to be considered at a
2513 General Assembly, the district that submitted the proposed
2514 amendment or resolution may, in accordance with its own
2515 procedures, designate a representative to speak in support of the
2516 amendment or resolution at the General Assembly. The
2517 representative must be provided by the district with a certification of
2518 the representative's appointment signed by an officer of the district.

2519 **Section 4.19. Rules of Procedure.**

2520 **Rule G-4.19.1. Adoption of Rules of Procedure.**

2521 The Board of Trustees shall offer rules of procedure for adoption at
2522 the first session of each General Assembly.

2523 **RULE V Committees of the Association**

2524 No existing rules applicable to Article V.

2525 **RULE VI Board of Trustees**

2526 **Section 6.4. Election of Trustees.**

2527 **Rule 6.4.1. Division of Districts for Election Purposes.**

2528 The Trustees representing districts are divided into the following two
2529 groups:

2530	GROUP A	GROUP B
2531	Clara Barton	Ballou Channing
2532	Florida	Central Midwest
2533	Mid-South	Heartland
2534	Mountain Desert	Joseph Priestley
2535	Ohio Meadville	Massachusetts Bay
2536	Pacific Northwest	Metropolitan New York
2537	Pacific Southwest	Northern New England
2538	Southwest	Pacific Central
2539	St. Lawrence	Prairie Star

2540

Southeast

2541 **Rule 6.6. Qualification of Trustees.**

2542 **Rule 6.6.1. Multiple Memberships.**

2543 For purposes of applying the Bylaw provision that no more than one
2544 trustee shall be a member of the same member congregation, a
2545 person holding membership in more than one member congregation
2546 shall be treated as being a member only of that member
2547 congregation whose services such person most regularly attends.
2548 The Secretary shall make any determinations required by this rule,
2549 subject to appeal to the Board of Trustees, with the affected trustee
2550 or trustees not voting.

2551 **Rule 6.6.2. Implementation of Section 6.6.**

2552 If at the close of a General Assembly election, the results are such
2553 that, except for the provisions of Section 6.6, more than one person
2554 from the same congregation would serve at the same time on the
2555 Board of Trustees,

2556 (a) if the conflict arises solely from the election just held, the
2557 Secretary of the Association shall thereupon declare that the
2558 persons so elected are disqualified and that the offices to
2559 which they have been so elected are vacant and are to be
2560 filled as provided in the Bylaws.

2561 (b) if the conflict arises because one person from a congregation
2562 is already serving on the Board of Trustees and another
2563 person from that congregation has just been so elected, the
2564 Secretary of the Association shall declare that the person just
2565 elected is disqualified and the office to which such person has
2566 been elected is vacant and that the vacancy is to be filled as
2567 provided in the Bylaws.

2568 **RULE VII Committees of the Board of Trustees**

2569 No existing rules applicable to Article VII.

2570 **RULE VIII Officers of the Association**

2571 **Section 8.1. Officers Enumerated.**

2572 **Rule 8.1.1. Officers Enumerated.**

2573 The appointed salaried officers of the Association shall include an
2574 Executive Vice President.

2575 **Section 8.11. Executive Vice President.**

2576 **Rule 8.11.1. Executive Vice President.**

2577 The Executive Vice President shall have responsibility under the
2578 President for the administrative affairs of the Association and shall
2579 perform such other duties as may be assigned to such officer.

2580 **Section 8.17. Other Appointed Officers.**

2581 **Rule 8.17. Other Appointed Officers.**

2582 The members serving without pay on the Ministerial Fellowship
2583 Committee, Finance Committee, and Investment Committees are
2584 designated as officers of the Association for the purposes, only, of
2585 carrying out their duties as members of such committees. The
2586 powers and duties of such members are as defined in the Bylaws,
2587 Rules, and Policies adopted by the Board of Trustees.

2588 **RULE IX Nominations and Elections**

2589 **Section 9.4. Nomination by Nominating Committee.**

2590 **Rule G-9.4.1. Report of the Nominating Committee.**

2591 (a) Any person who applies to the Nominating Committee for
2592 nomination for the position of Financial Advisor or trustee
2593 shall submit by the application deadline a one-page statement
2594 of qualifications.

2595 (b) The report of the Nominating Committee required by Section
2596 9.4(d) may be mailed to certified member congregations,
2597 associate member organizations, and trustees either
2598 electronically or in hard copy. The report shall promptly be
2599 posted on the Association's website. The report shall include
2600 the statement of qualifications submitted by each nominee for
2601 Financial Advisor or trustee.

2602 **Section 9.11. Counting of Ballots.**

2603 **Rule G-9.11.1. Tie Vote-Elected Committee Position.**

2604 If a tie vote occurs in filling an elected committee position when only
2605 one person is to be elected, or occurs in filling a slate when the
2606 slate cannot be completed without resolving the tie, then as soon as
2607 possible before the final adjournment of the General Assembly
2608 involved, additional ballots shall be cast by those present and
2609 entitled to vote, except that initially the Moderator shall not vote.
2610 The additional ballots shall contain only the names of the
2611 candidates who are tied. These ballots shall be counted along with
2612 a recounting of the ballots cast for the tied candidates by absentee
2613 ballots, and the result of the foregoing procedures shall determine
2614 the election, unless there is still a tie, in which case the Moderator
2615 shall then cast a ballot to resolve it.

2616 **Rule G-9.11.2. Tie Vote-Moderator.**

2617 If the tie involves the election of a Moderator, the proceedings to
2618 resolve the tie shall be presided over by the Secretary of the
2619 Association who, in all matters involving the resolutions of the tie,
2620 shall have the rights and duties of the Moderator.

2621 **Rule G-9.11.3. Tie Vote-President, Moderator, Financial
2622 Advisor, or Trustee.**

2623 If, in the election of a President, Moderator, Financial Advisor, or
2624 Trustee, in any particular counting of the preferential ballots,
2625 including absentee ballots, there is a tie vote among candidates
2626 having the least number of votes, then each such tied candidate
2627 shall be eliminated, and in the next counting, the ballots
2628 accumulated for said candidate shall be redistributed among the
2629 remaining candidates on the basis of the highest effective
2630 preferences marked on all the ballots that have been cast.
2631 However, if in this process, such elimination leaves only a single
2632 candidate who in that counting still does not have a majority of the
2633 counted votes, or if only two candidates remain in the contest and
2634 they are tied, then there shall be as many run-off election
2635 procedures, conducted under the provision of Rule G-9.11.1, as are
2636 necessary to result in the election of a President, Moderator,
2637 Financial Advisor, or Trustee by at least a majority of the votes cast.

2638 **Section 9.13. Rules for Nominations and Elections.**

2639 **Rule G-9.13.1. Preparation and Mailing of Ballot.**

2640 Unless no ballot is required according to Section 9.9(a), prior to
2641 each regular General Assembly at which an election is to be held,
2642 the Secretary shall prepare ballots upon which shall appear the
2643 names of all persons who have been nominated for office in
2644 accordance with these Bylaws. One such ballot shall be sent with
2645 each credential card issued by the Secretary.

2646 **Rule G-9.13.2. Order of Names on Ballot.**

2647 On all ballots used in elections held by the Association, the order of
2648 names shall be determined by the drawing of lots done by the
2649 Secretary and witnessed by two other persons; provided, however,
2650 that the order of names for elections to the Board of Trustees shall
2651 be by Board position number first, and then as determined above.
2652 The Secretary shall certify the results of the drawing of lots, the
2653 certificate shall be attested by the witnesses, and the certificate
2654 shall be filed in the Secretary's office. This Rule shall be printed on
2655 all official ballots or on the instructions accompanying them.

2656 **Rule G-9.13.3. Write-ins Prohibited.**

2657 In any election, the use of stickers or the writing in of the name of
2658 any person on a ballot shall not be permitted and no vote so
2659 attempted shall be counted.

2660 **Rule G-9.13.4. Absentee Ballots.**

2661 A mailed absentee ballot shall be counted only if accompanied by
2662 the signed and certified ballot stub of the credential card of the
2663 person casting the ballot. An electronic absentee ballot shall be
2664 counted only if the delegate has complied with established secure
2665 voting protocols.

2666 **Rule G-9.13.5. Balloting at General Assembly.**

2667 A person shall be qualified to cast a ballot at General Assembly only
2668 if that person presents to the Secretary of the Association or those
2669 employed by him or her a properly certified ballot stub plus a badge
2670 issued to that person and containing the same name as the name
2671 on the ballot stub. An electronic ballot shall be counted only if the
2672 delegate has complied with established secure voting protocols.

2673 **Rule G-9.13.6. Campaigns for Elective Office.**

2674 Each candidate for an at-large elective position may submit to the
2675 Association a campaign statement. The Association will post
2676 electronically the statements of all candidates. Notice of the posting
2677 shall be distributed to the congregations with the absentee
2678 ballots and electronically, and to the delegates as a part of the final
2679 agenda.

2680 **Rule G-9.13.7. Length of Campaigns for President and
2681 Moderator.**

2682 (a) Campaigns for President and Moderator may appropriately
2683 begin with small campaign committee organizational
2684 meetings and mass mailing letters no earlier than November 1
2685 of the second year preceding the election.

2686 (b) Active campaigning and solicitation of endorsements shall not
2687 begin prior to January 1 of the year preceding these elections.

2688 (c) No electioneering (defined as publicly announced meetings,
2689 rallies or exploratory events) of any sort shall occur at the
2690 General Assembly two years preceding the elections for
2691 President and Moderator. Private meetings about campaign
2692 organization that take place outside of General Assembly-
2693 booked meeting spaces are permissible.

2694 **Rule G-9.13.8 Campaign Finances Disclosures and
2695 Limitations.**

2696 Candidates for UUA President are limited to spending no more than
2697 \$100,000 on their campaign for election. No single donor, including
2698 the candidate themselves and any organization or group, may
2699 contribute more than \$5,000 in total, to a presidential campaign. In-
2700 kind donations of greater than \$500 equivalent cash value are
2701 reportable, but do not count against these totals.

2702 All candidates for at-large elective positions shall keep detailed and
2703 accurate records of:

2704 (a) their campaign expenses (stated in United States dollars) by
2705 categories of travel, postage, telephone, printing and other
2706 such categories as seem appropriate; and

2707 (b) the number of contributors to their campaigns, including the
2708 number of contributors in each of the following categories:

- 2709 (1) under \$50.00;
- 2710 (2) \$50.00 to \$250.00;
- 2711 (3) \$251.00 to \$1,000.00;
- 2712 (4) over \$1,000; and
- 2713 (5) In-kind donations with an equivalent cash value of \$500
2714 or more.

2715 No candidate for any elective position shall solicit or knowingly
2716 accept any contribution that is given through a tax-exempt entity
2717 with the purpose of conferring tax-exempt status to the contribution
2718 to which it would not otherwise be entitled. Such exempt entities
2719 include but are not limited to member congregations, associate
2720 member organizations and independent UUA affiliates.

2721 The names of contributors shall be disclosed. Each such report
2722 shall identify by name any member congregation, associate
2723 member organization or independent affiliate of the Association and
2724 any other tax exempt organization (including specifically, but without
2725 limitation to, any minister's discretionary fund or similar account)
2726 that has made any contribution to the campaign and shall state the
2727 amount of each such contribution. Such reports shall be filed with
2728 the Secretary of the Association. A preliminary report shall be due
2729 at the close of the first day of the regular General Assembly at
2730 which the election occurs. A final report shall be due 60 days
2731 thereafter. The Secretary shall, upon written request from a
2732 member of a member congregation, furnish such information from
2733 these reports as requested. These reports shall be made available
2734 for inspection by any member of a member congregation at the
2735 principal offices of the Association and shall be brought by the
2736 Secretary to the next General Assembly and made available for
2737 inspection there by any delegate.

2738 **Rule G-9.13.9. Separation of Campaigns from Conduct
2739 of Official Business.**

2740 (a) When running for office, candidates shall be prohibited from
2741 engaging in any electioneering or campaigning during the
2742 conduct of official business of the Unitarian Universalist
2743 Association.

2744 (b) Financial accounting and bookkeeping procedures shall be
2745 established which make it explicit that no monies of the
2746 Association were used in the financing of a candidate's
2747 campaigning or electioneering activities.

2748 **Rule G-9.13.10 Election Campaign Practices
2749 Committee.**

2750 (a) An Election Campaign Practices Committee is hereby
2751 established and shall consist of three persons to be appointed
2752 by the Board of Trustees for a term of two years each, and
2753 the Secretary, ex-officio, without vote. The Board shall
2754 designate one of the appointed members to chair the
2755 Committee. The appointed members' terms shall begin at the
2756 close of General Assembly in odd-numbered years. The
2757 Board may appoint an individual to fill a vacancy in
2758 membership of the Committee; persons appointed to fill a
2759 vacancy shall serve the balance of the vacating member's
2760 term. Persons appointed to the Committee shall remain
2761 neutral in elections held while they are serving and shall not
2762 engage in electioneering. Persons who seek nomination
2763 pursuant to Bylaw Sections 9.4, 9.5, or 9.6 are ineligible to
2764 serve on the Committee once they begin seeking nomination,
2765 and shall be deemed to have resigned from the Committee
2766 effective upon seeking nomination if they are then serving.

2767 (b) The duties of the Election Campaign Practices Committee
2768 shall be:

- 2769 (1) to distribute the campaign practices guidelines and
2770 financial disclosure rules to candidates for at-large
2771 elective positions not later than thirty days after
2772 nomination by the nominating committee or receipt of
2773 petition;
- 2774 (2) to receive and consider written complaints of alleged
2775 violations of such guidelines or rules; if the committee
2776 finds probable cause to establish that a violation exists,
2777 to notify a candidate or a number of candidates how
2778 they may voluntarily comply with guidelines or rules and

2779 how long they have to do so; to attempt to mediate
2780 disputes arising from such complaints; and, if no
2781 satisfactory resolution of a complaint is achieved, to
2782 adjudicate the dispute and report the adjudication in
2783 writing to the candidates affected;
2784 (3) to hold such hearings as may, at the Committee's
2785 discretion, be necessary or desirable to carry out the
2786 intent of subsection 2 above; and
2787 (4) to report on its activities and any recommendations it
2788 may have to the Board of Trustees at its October
2789 meeting following the elections.
2790 (c) If compliance to an adjudicated decision is not implemented
2791 by the stated deadline, the Committee is authorized to block
2792 or remove Association-subsidized privileges from the
2793 candidate's campaign.
2794 Candidates adjudicated to be in serious violation of Rule G-
2795 9.13.6(c) may have their names removed from the ballot. Any such
2796 action pursuant to rule G-9.13.10(c) shall be reported to the Board
2797 and to the General Assembly. Such adjudication by the ECPC
2798 would be subject to automatic review by the Board Executive
2799 Committee according to the provisions of Rule G-9.13.10(d).
2800 (d) Any candidate aggrieved by the Committee's adjudication
2801 may, within ten days of the mailing of the adjudication, appeal
2802 in writing to the Executive Committee of the Board of
2803 Trustees, which shall have exclusive jurisdiction to hear and
2804 determine such an appeal. The Executive Committee shall
2805 report its decision on the appeal in writing to the affected
2806 candidates as expeditiously as feasible. The Executive
2807 Committee of the Board of Trustees is authorized to issue any
2808 order or ruling it deems appropriate in connection with such a
2809 decision.
2810 (e) Any member of the Executive Committee of the Board of
2811 Trustees who is a candidate for UUA elective office shall not
2812 participate in any manner in the determination of any appeal
2813 from an adjudication of the Election Campaign Practices
2814 Committee.

2815 **RULE X Finance and Contracts**

2816 **Section 10.1. Annual Budget.**

2817 **Rule G-10.1.1 Presentation of Association Budget.**

2818 At each regular General Assembly the Board of Trustees shall
2819 present budgets for both the Current Fiscal Year and the
2820 Succeeding Fiscal Year. Current Fiscal Year means the fiscal year
2821 of the Association which has just begun or which is about to begin
2822 at the time when the Assembly is held. Succeeding Fiscal Year
2823 means the year following the Current Fiscal Year.

2824 **Rule G-10.1.2. Expense Categories.**

2825 (a) Expense estimates in budgets presented by the Board shall
2826 be broken down by major categories or functions in such
2827 manner as the Board shall determine.
2828 (b) The Current Fiscal Year budget shall contain a separate
2829 expense category provision for contingencies, the amount of
2830 which shall be a minimum of 3% of the total of all unrestricted
2831 expense categories, exclusive of the provision for
2832 contingencies.

2833 **Rule G-10.1.3. Estimated Income.**

2834 Income amounts in the budget for the Current Fiscal Year shall
2835 represent the Board's best estimates of income from all sources.
2836 Income from the Annual Fund as so estimated shall be an amount
2837 which is not more than 7 percent greater than the actual Annual
2838 Fund income of the fiscal year preceding the Current Fiscal Year.
2839 In the budget for the Succeeding Fiscal Year, income from the

2840 Annual Fund shall be estimated at an amount which represents the
2841 Board's best estimate of the achievable results for such year.

2842 **Rule G-10.1.4. Procedures for Budget Consideration.**

2843 Any action by a General Assembly with respect to budgets shall be
2844 taken under the following procedure:

- 2845 (a) A budget hearing shall be held as part of the General
2846 Assembly program at a time when the Assembly is not in
2847 formal business session.
2848 (b) Main motions concerning budgets which are to be made in a
2849 formal business session shall be filed in writing with a person
2850 or persons designated by the Moderator as early as possible
2851 prior to or during the General Assembly but in any event on or
2852 before the day prior to the Business Session at which the
2853 proposed motion will be in order for adoption. The Moderator
2854 shall take such steps as the Moderator considers practical to
2855 advise delegates and other persons or bodies as early as
2856 possible, preferably in writing, of the contents of the motions
2857 so filed.
2858 (c) Any action with respect to the budget for the Current Fiscal
2859 Year calling for increased spending in any category shall
2860 provide for equivalent reductions in other categories of
2861 spending and specify the categories in which such reductions
2862 are to be made.
2863 (d) No action may be taken with respect to the Current Fiscal
2864 Year budget which shall be inconsistent with either Rule G-
2865 10.1.2(b) or G-10.1.3.

2866 **Rule G-10.1.5. Board of Trustees Report.**

2867 At each General Assembly the Board of Trustees shall make an
2868 accounting of its actions taken since the preceding General
2869 Assembly with respect to any budget votes of the preceding
2870 General Assembly.

2871 **Section 10.8. Contracts and Securities.**

2872 **Rule 10.8.1. Contracts and Securities.**

2873 The Executive Vice President may sign and attest deeds,
2874 mortgages, contracts, and other documents to which the
2875 Association is a party.

2876 **RULE XI Ministry**

2877 **Section 11.2. Ministerial Fellowship Committee.**

2878 **Rule 11.2. Ministerial Fellowship Committee.**

2879 The rules of the Ministerial Fellowship Committee are printed
2880 separately and are available on request.

2881 **Section 11.8 Procedure on Appeal.**

2882 **Rule 11.8. Procedure on Appeal.**

2883 The rules of the Ministerial Fellowship Board of Review are
2884 available on request.

2885 **RULE XII Religious Education Credentialing**

2886 **RULE XIII Regional Organizations**

2887 **Section C-13.2. Establishment.**

2888 **Rule G-13.2.1. Establishing Districts or Regions.**

2889 (a) Authority to recognize a new district or region as a unit of the
2890 UUA, or to remove that recognition, shall reside with the
2891 General Assembly; provided, however, that a district or region
2892 may request that the UUA cease to recognize it without
2893 approval from the General Assembly. The UUA Secretary

2894 shall maintain a current list of the districts and regions of the
2895 UUA as recognized by the General Assembly.
2896 (b) Each district or region shall be composed of the
2897 congregations assigned to that district or region by the Board
2898 of Trustees
2899 (c) The boundaries of each district or region encompass the
2900 areas served by its member congregations.
2901 (d) Upon application to the Board of Trustees and after notice
2902 and an opportunity to be heard is afforded the affected
2903 districts or regions, a congregation may change its district or
2904 regional membership with approval of the Board of Trustees.
2905 (e) The Map of Districts and Regions published on the UUA
2906 Website contains boundaries that are an approximation only
2907 of the boundary lines determined pursuant to subparagraph
2908 (c) above and are intended primarily as a guide for the newly
2909 admitted congregation in determining its membership.
2910 (f) Transition Provision. The amendments to Rule G-13.2.1
2911 deleting the Central Midwest, Heartland, and Prairie Star
2912 Districts shall not become effective until those Districts
2913 dissolve. This transition provision shall automatically be
2914 deleted from the bylaws following the first regular General
2915 Assembly occurring after all of those districts have dissolved.
2916

2952 Association held in Boston, Massachusetts, in May 1961 and also
2953 are printed in the 1961-62 Directory of the Association.

2917 **RULE XIV Rules**

2918 **Section 14.4. Miscellaneous Rules.**

2919 **Rule G-14.4.1. Performance of Acts.**

2920 When the last day for the performance of any act required under the
2921 Bylaws or Rules falls on a Saturday, Sunday, or a day which is a
2922 legal holiday in the place where the act is to be performed, the act
2923 may be performed on the next succeeding business day.

2924 **Rule G-14.4.2. Receipt of Documents.**

2925 When any ballot, petition, notice, document, or material of any kind
2926 whatsoever is required to be filed with, delivered to, or received by
2927 the Association or an officer, board, committee, or agent thereof on
2928 or before a certain day, the same shall be considered to have been
2929 so filed, delivered, or received only if it is postmarked seven days
2930 prior to said certain day or actually received at the office of the
2931 Association at 25 Beacon Street, Boston, Massachusetts 02108, on
2932 an earlier day or not later than 5:00 p.m. on said certain day.

2933 **RULE XV Amendments**

2934 **Section 15.2. Submission of Proposed Amendments.**

2935 **Rule G-15.2.1. Form of Submission.**

2936 A proposed amendment to the Bylaws submitted by certified
2937 member congregations or a district must include:

- 2938 (a) the Article and Section which it is proposed to amend or
2939 repeal;
- 2940 (b) a concise summary of the principal arguments on which the
2941 proponents rely; and
- 2942 (c) other Articles (or Sections) or "G" Rules affected by the
2943 proposed amendment and proposed text of any necessary
2944 conforming amendments and "G" Rules.

2945 PRINTED IN THE U.S.A.

2946 Unitarian Universalist Association was given corporate status in
2947 May 1961 under special acts of legislature of The Commonwealth of
2948 Massachusetts and the State of New York. See Chapter 148 of the
2949 acts of 1960 of the Massachusetts legislature and Chapter 827 of
2950 the Acts of 1960 of the New York legislature. Copies of said Acts
2951 are attached to the minutes of the organizing meeting of the