

**UNITARIAN UNIVERSALIST ASSOCIATION**

**BYLAWS AND RULES**

as amended through

**DECEMBER 1, 2020**



**UNITARIAN  
UNIVERSALIST  
ASSOCIATION**

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Hard copy of these Bylaws and Rules available from  
the Office of the UUA Executive Vice President  
(617) 742-2100  
[administration@uua.org](mailto:administration@uua.org)

**UUA BYLAWS**  
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*As amended through October 18, 2019*

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The pronouns "they" and "their" are used in these Bylaws and Rules in place of the singular gender pronouns "he," "she," "his," and "hers," and refer to a single individual unless the context indicates otherwise.

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 people which challenge us to  
27    confront powers and structures of evil with justice, compassion  
28    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 Trustees  
185 at any time, and shall be called upon petition of not less than fifty  
186 certified member congregations by action of the governing boards  
187 or their congregations. No more than twenty of the fifty  
188 congregations may be from the same district or region..

#### 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 religious  
250 educators who are active members of the Liberal Religious  
251 Educators Association and employed in such congregation. In  
252 addition, each certified member congregation is also entitled  
253 to be represented at each General Assembly by any minister  
254 emeritus or minister emerita of such congregation in  
255 ministerial fellowship with the Association and by any  
256 religious educator emeritus or emerita designated as such by  
257 a vote at a meeting of the member congregation not less than  
258 six months prior to the General Assembly, provided that any  
259 such minister has been settled previously in such  
260 congregation, and any such religious educator emeritus or  
261 emerita who has been previously employed in such  
262 congregation.

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

267 **\*Section C-4.9. Accreditation of Delegates.**

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

274 **Section 4.10. Quorum.**

275 Not less than 300 accredited delegates representing not less than  
276 100 certified member congregations located in not less than 10  
277 states or provinces shall constitute a quorum at any regular or  
278 special General Assembly.

279 **Section 4.11. Tentative Agenda for Regular General**  
280 **Assemblies.**

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

283 (a) reports and other matters required by these Bylaws to be  
284 submitted to the General Assembly;

285 (b) proposed amendments to these Bylaws which are submitted  
286 as prescribed in Article XV, Section 15.2;

287 (c) items referred by the preceding General Assembly;

288 (d) Business Resolutions and proposed amendments to Bylaws  
289 and Rules submitted by the Commission on Appraisal;

290 (e) all proposed amendments to Rules and all Business  
291 Resolutions as defined in Rule G-4.18.2, submitted by:

292 (1) the Board of Trustees or the Executive Committee;

293 (2) not less than fifteen certified member congregations by  
294 action of their governing boards or their congregations;  
295 or

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

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

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

315 Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be  
316 received by the Board of Trustees by February 1 whenever the  
317 regular General Assembly opens in June. If the General Assembly  
318 opens in a month other than June, the Business Resolutions  
319 submitted under (d), (e)(2), (e)(3) and (f) must be received no later  
320 than 110 days before the date set for the opening of that General  
321 Assembly. The UUA Statements of Conscience process deadlines  
322 are established by Sections 4.12(a) and (c) and by the Board of

323 Trustees pursuant to Section 4.13 whenever one or more regular  
324 General Assembly is scheduled to begin in a month other than  
325 June. The Board of Trustees shall include on the Tentative Agenda  
326 all items so submitted. It may submit alternative versions of  
327 Business Resolutions in addition to the original ones submitted if in  
328 its judgment such alternatives clarify the resolutions and may make  
329 such changes in the Business Resolutions as are necessary to  
330 make each conform to a standard format. It may also submit one or  
331 more alternative versions for the purpose of combining two or more  
332 Business Resolutions. Adoption of Business Resolutions by a  
333 General Assembly shall be by two-thirds vote. The Tentative  
334 Agenda shall be mailed to each member congregation, associate  
335 member organization and trustee by March 1 if the General  
336 Assembly opens in June; otherwise, not less than 90 days before  
337 the opening of the General Assembly.

### 338 \*Section 4.12. UUA Statements of Conscience.

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

#### 347 (a) First Cycle Year

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

358 (2) For the proposed Congregational Study/Action Issue to be  
359 placed on the Final Agenda of the General Assembly,  
360 twenty-five percent (25%) of all certified congregations  
361 must participate in the ballot vote concerning the  
362 proposed Congregational Study/Action Issues.

363 (3) Each of the Proposed Congregational Study/Action Issues  
364 shall be presented to the General Assembly by a  
365 delegate, and one such proposed Congregational  
366 Study/Action Issue shall be referred for study by virtue of  
367 having received the highest number of votes among all  
368 proposed Congregational Study/Action votes cast by the  
369 General Assembly; provided, however, that if no proposed  
370 Congregational Study/Action Issue receives a majority of  
371 the votes cast, then a second vote shall be taken between  
372 the two issues receiving the highest number of votes cast  
373 in the initial election.

374 (4) If no proposed Congregation Study/Action Issues are on  
375 the Final Agenda in the first Cycle year, or if no  
376 Congregational Study/Action Issue is referred for study by  
377 the General Assembly, then following the regular meeting  
378 of the General Assembly, the Cycle shall begin again as  
379 set forth in this subsection.

#### 380 (b) Second Cycle Year

381 (1) During the meeting of the General Assembly in the  
382 second Cycle year the Commission on Social Witness

383 shall conduct workshops on the Congregational  
384 Study/Action Issue.

#### 385 (c) Third Cycle Year

386 (1) The Commission on Social Witness shall then compose a  
387 draft UUA Statement of Conscience. The draft UUA  
388 Statement of Conscience, and a ballot to place the draft  
389 UUA Statement of Conscience on the Final Agenda  
390 during General Assembly in the third Cycle year shall be  
391 included in the Congregational Poll.

392 (2) If the draft UUA Statement of Conscience is placed on the  
393 Final Agenda for the next regular meeting of the General  
394 Assembly, then the next General Assembly must debate  
395 and vote on the proposed UUA Statement of Conscience.  
396 Adoption of the UUA Statement of Conscience shall  
397 require a two-thirds vote.

398 (3) If (a) the proposed UUA Statement of Conscience is not  
399 placed on the Final Agenda for the next regular meeting of  
400 the General Assembly; or (b) the General Assembly  
401 chooses, by a two-thirds vote, to refer the proposed UUA  
402 Statement of Conscience to the Commission on Social  
403 Witness for one additional year of study/action, then the  
404 Commission of Social Witness shall continue the study  
405 and revision of the proposed UUA Statement of  
406 Conscience for one more year. The revised UUA  
407 Statement of Conscience may be placed on the Final  
408 Agenda for the next regular meeting of the General  
409 Assembly pursuant to subsection (b) above. If by the  
410 regular meeting of the General Assembly following the  
411 additional year the Commission on Social Witness has  
412 been unable to find support to generate an acceptable  
413 UUA Statement of Conscience, the Congregational  
414 Study/Action Issue may be placed on the Final Agenda  
415 with a proposal to drop such Congregational Study/Action  
416 Issue.

417 (4) Following the regular meeting of the General Assembly in  
418 the third Cycle year, the Cycle shall begin again as set  
419 forth in Section 4.12(a) above.

### 420 Section 4.13. Revision of UUA Statements of 421 Conscience Process Schedule.

422 If the Board of Trustees votes to schedule one or more regular  
423 General Assemblies to begin in a month other than June, the Board  
424 of Trustees shall forthwith revise the UUA Statements of  
425 Conscience process schedule set forth in Section 4.12 accordingly  
426 and shall immediately notify the member congregations and the  
427 Commission on Social Witness of the revised schedule in writing.

### 428 Section 4.14. Final Agenda for Regular General 429 Assemblies.

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

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

436 (b) those Business Resolutions, including alternative versions, on  
437 the Tentative Agenda which meet the requirements of Rule  
438 G-4.18.3;

439 (c) Business Resolutions, amendments to Rules or Bylaws or  
440 other items submitted by the Board of Trustees or the



441 Executive Committee, which did not originally appear on the  
442 Tentative Agenda; provided, however, that any such items  
443 appear on the Final Agenda accompanied by an explanation  
444 for the delayed submission;

445 (d) additional proposed amendments to Bylaws submitted by the  
446 Commission on Appraisal;

447 (e) those proposed Congregational Study/Action Issues on the  
448 Tentative Agenda which meet the requirements of Rule G-  
449 4.18.3, and if applicable pursuant to Section 4.12(a); and

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

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

#### 456 **Section 4.15. Agenda for Special General Assemblies.**

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

460 (a) the Board of Trustees;

461 (b) the petition, if any, which calls the special General Assembly;  
462 or

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

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

#### 469 **\*Section 4.16. Additions to the Agenda of Regular 470 General Assemblies.**

471 (a) Non-substantive items related to greetings and similar  
472 matters may be admitted to the agenda by a regular  
473 General Assembly.

474 (b) Actions of Immediate Witness

475 (1) A General Assembly Action of Immediate Witness  
476 is one concerned with a significant action, event or  
477 development, the timing or specificity of which makes it  
478 inappropriate to be addressed by a UUA Statement of  
479 Conscience pursuant to the Study/Action process.

480 (2) No more than three General Assembly Actions of  
481 Immediate Witness may be admitted to the agenda of  
482 a regular General Assembly.

483 (3) The motion to admit each General Assembly Action  
484 of Immediate Witness ruled eligible is not debatable,  
485 but an opportunity for a two-minute statement of  
486 advocacy to the General Assembly for each eligible  
487 action by one of its sponsors prior to any such motion  
488 shall be provided. Admission of a General Assembly  
489 Action of Immediate Witness shall be by a two-thirds  
490 vote.

491 (4) Affirmation of a General Assembly Action of Immediate  
492 Witness shall be by a two-thirds vote.

493 (5) Actions submitted pursuant to this Section 4.16(b) must  
494 be in  
495 writing and filed with the Chair of the Commission on

496 Social Witness or the Commission's designee by the  
497 deadline established by the Commission and  
498 announced at the opening session of the General  
499 Assembly.

500 (c) Responsive Resolutions may be admitted to the agenda of a  
501 regular General Assembly and acted upon.

502 (1) A Responsive Resolution is a resolution made in  
503 response to a substantive portion of a report by an  
504 officer or committee reporting to a regular General  
505 Assembly.

506 (2) Affirmation of a Responsive Resolution shall be by  
507 two-thirds  
508 vote.

#### 509 **Section 4.17. Items Admitted to Special General 510 Assembly Agenda.**

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

#### 514 **\*Section 4.18. Agenda Rules.**

515 General Assemblies shall adopt rules relating to the agenda.

#### 516 **\*Section 4.19. Rules of Procedure.**

517 Rules of procedure for the conduct of the meeting shall be adopted  
518 at each General Assembly.

### 519 **ARTICLE V Committees of the Association**

#### 520 **Section 5.1. Committees of the Association.**

521 The standing committees of the Association shall be:

522 (a) the Nominating Committee;

523 (b) the Presidential Search Committee;

524 (c) the General Assembly Planning Committee;

525 (d) the Commission on Appraisal;

526 (e) the Commission on Social Witness; and

527 (f) the Board of Review.

528 The President shall be a member, without vote, of the General  
529 Assembly Planning Committee, the Commission on Appraisal, and  
530 the Commission on Social Witness.

#### 531 **Section 5.2. Election and Appointment.**

532 (a) Elected members. Elected members of all standing  
533 committees of the Association shall take office at the close of  
534 the General Assembly at which they are elected and shall  
535 serve until their successors are elected and qualified, except  
536 as otherwise provided herein.

537 (b) Appointed members. The terms of any appointed members  
538 of standing committees of the Association shall begin at the  
539 close of the regular General Assembly. The Board of  
540 Trustees shall make each appointment no later than 120 days  
541 after the beginning of the term. Appointed members shall  
542 take office upon the effective date of their appointments and  
543 shall serve until their successors are appointed and qualified,  
544 except as otherwise provided herein.

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

546 To serve as a member of a standing committee of the Association,  
547 a person must be a member of a member congregation. No  
548 member of a standing committee of the Association, except a  
549 member serving ex officio, may, during the term of office, serve as a  
550 trustee or officer of, or hold any salaried position in, the Association.

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

552 An elected member of a standing committee of the Association may  
553 be removed by a three-fourths vote of the Board of Trustees at a  
554 meeting at which not less than three-fourths of the Board is present,  
555 if in the opinion of the Board the member is incapacitated or unable  
556 to carry out the duties of the office or otherwise for good cause. An  
557 appointed member of a standing committee of the Association may  
558 be removed at will by a majority vote of the Board of Trustees.

559 **Section 5.5. Vacancies.**

560 A vacancy created by the death, disqualification, resignation, or  
561 removal of an elected or appointed member of a standing  
562 committee of the Association shall be filled by majority vote of the  
563 Board of Trustees. An individual appointed to fill a vacancy in an  
564 elected position shall serve until the vacancy is filled by regular or  
565 special election. An individual appointed to fill a vacancy in an  
566 appointed position shall serve for the balance of the unexpired term,  
567 and until a successor is appointed and qualified.

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

571 **Section 5.6. Nominating Committee.**

572 The Nominating Committee shall consist of nine members elected  
573 to terms of three years. One-third of the members shall be elected  
574 at the regular General Assembly held in each year. After serving  
575 two terms in office, a member shall not be eligible for re-election  
576 until after an interim of at least three years. The Nominating  
577 Committee shall submit nominations for certain elective positions of  
578 the Association, as provided in Article IX.

579 **Section 5.7. Presidential Search Committee.**

580 The Presidential Search Committee shall consist of five elected  
581 members and two members appointed by the Board of Trustees.  
582 Each term shall be six years. The elected members shall be elected  
583 at the regular General Assembly held four years prior to the  
584 expiration of a President's term. The terms of appointed members  
585 shall begin at the close of the regular General Assembly at which  
586 members were elected. After serving a term in office, a member  
587 shall not be eligible for re-election until after an interim of at least six  
588 years. The Committee shall nominate candidates for the office of  
589 President, as provided in Section 9.5.

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

591 The General Assembly Planning Committee shall consist of eight  
592 elected members and two members appointed by the Board of  
593 Trustees. The terms of elected members shall be four years and the  
594 terms of appointed members shall be two years. One-half of the  
595 elected members shall be elected at the regular General Assembly  
596 held in each odd-numbered year. After serving two terms in office,  
597 an elected member shall not be eligible for re-election until after an  
598 interim of at least four years. The Committee shall be responsible  
599 for arrangements for General Assembly and programs and  
600 meetings to be held in connection therewith. It may establish  
601 subcommittees of its members and may delegate part or all of its  
602 powers to them.

603 **Section 5.9. Commission on Appraisal.**

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

609 The Commission on Appraisal shall:

610 (a) review any function or activity of the Association which in its  
611 judgment will benefit from an independent review and report  
612 its conclusions to a regular General Assembly;

613 (b) study and suggest approaches to issues which may be of  
614 concern to the Association; and

615 (c) report to a regular General Assembly at least once every four  
616 years on the program and accomplishments of the  
617 Association.

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

619 The Commission on Social Witness shall consist of three elected  
620 members and two members appointed by the Board of Trustees.  
621 Each term shall be four years. After serving two terms in office, a  
622 member shall not be eligible for re-election until after an interim of at  
623 least four years. One member shall be appointed in each odd-  
624 numbered year. In addition to any election required to fill a vacancy,  
625 no fewer than one nor more than two members shall be elected at  
626 the regular General Assembly held in each odd-numbered year, as  
627 is required to insure a full complement of elected members.

628 The duties of the Commission are described in Article IV.

629 **Section 5.11. Board of Review.**

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

632 (1) Three members who are ministers, each of whom at the  
633 time of election is in full ministerial fellowship with the  
634 Association and has held such fellowship continuously  
635 for the preceding seven years; and

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

638 (3) Four members who are not ministers or credentialed  
639 religious educators, each of whom at the time of election  
640 is a member of a certified member congregation and has  
641 been a member of one or more such congregations for  
642 not less than three years as an officer or a member of  
643 the governing bodies of one or more such  
644 congregations.

645 (b) Election and Term. Each term shall be eight years. At each  
646 regular General Assembly held in an odd-numbered year  
647 there shall be elected one person who is neither a minister  
648 nor a credentialed religious educator. At each regular General  
649 Assembly held in an odd-numbered year there shall be  
650 elected either a minister, as described in subsection (a)(1),  
651 above, or a Credentialed Religious Educator – Master Level  
652 as described in section (a)(2) above. After serving a term in  
653 office, a member shall not be eligible for re-election until after  
654 an interim of at least eight years.

655 (c) Qualifications. No member of the Board of Review shall  
656 during the term of office be a member of the Ministerial  
657 Fellowship Committee or the Religious Education  
658 Credentialing Committee.

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

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

664 **Section 5.12. Additional Committees.**

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

668 **Section 5.13. Presiding Officer.**

669 Each committee shall elect a presiding officer from among its  
670 members at its first meeting following the regular General Assembly  
671 in each odd-numbered year. In the absence of such election the  
672 Board of Trustees may designate a temporary presiding officer from  
673 among members of the committee.

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

675 Each committee shall hold meetings at such times and places as it  
676 may determine.

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

678 Meetings of committees may be called by the presiding officer and  
679 shall be called by the presiding officer at the request of a majority of  
680 the members of the entire committee. Notice of committee  
681 meetings shall be given in writing not less than ten nor more than  
682 sixty days before the meeting and shall state the time and place of  
683 the meeting.

684 **ARTICLE VI Board of Trustees**

685 **Section C-6.1. Responsibility.**

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

689 **Section 6.2. Powers.**

690 The Board of Trustees shall act for the Association between  
691 General Assemblies.

692 **Section 6.3. Membership.**

693 The Board of Trustees shall consist of:

694 (a) the President, without vote, the Moderator and the Financial  
695 Advisor; and

696 (b) Eleven trustees; and

697 (c) two youth trustees who, as of the date they commence  
698 service as trustees, are of high school age, or the equivalent,  
699 and are able to complete their term while of high school age.

700 **\*Section 6.4. Election of Trustees.**

701 (a) One-third, as nearly as possible, of the non-Youth members  
702 of the Board of Trustees shall be elected at each regular  
703 General Assembly.

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

706 (c) One Youth Trustee shall be elected at each regular General  
707 Assembly.

708 **Section 6.5. Term.**

709 (a) Trustees shall take office immediately after the close of the  
710 General Assembly at which they are elected, and shall serve  
711 for terms of three years and until their successors are elected  
712 and qualified. Any partial term of more than two years shall  
713 be considered a full term for purposes of this Section. No  
714 trustee may serve more than two successive full terms.  
715 However, a trustee may at any time become one of the  
716 elected officers of the Association and serve as long in that  
717 office as if such trustee had not previously been a trustee. No  
718 person who has served as an elected officer for a full term or  
719 as a trustee for two full terms shall thereafter be elected a  
720 trustee without an interim of at least three years.

721 (b) A Youth trustee shall take office immediately after the close of  
722 the General Assembly at which they are elected, and shall  
723 serve for a term of two years and until their successors are  
724 elected and qualified. No Youth trustee may serve more than  
725 one term. The term of a Youth trustee is equivalent to one full  
726 term as defined in Section 6.5, for the purposes of eligibility  
727 for election as a trustee.

728 **\*Section 6.6. Qualifications of Trustees.**

729 (a) Each elected trustee shall be a member of a member  
730 congregation. A trustee who ceases to meet these  
731 qualifications shall be disqualified and the office declared  
732 vacant. Not more than one trustee shall be a member of the  
733 same member congregation. If a trustee becomes a member  
734 of a member congregation in which another trustee is already  
735 a member, such Trustee shall be disqualified and the office  
736 declared vacant. The Board of Trustees shall adopt rules for  
737 the application of this Section to persons holding membership  
738 in more than one member congregation.

739 (b) Youth trustees shall be a member of a member congregation  
740 if their congregation allows for youth membership. If their  
741 congregation does not allow for youth membership, the  
742 President, Minister or Religious Educator of that congregation  
743 shall submit a written notice to the Nominating Committee of  
744 the Youth trustee's affiliation with the congregation before the  
745 person may be nominated to serve as a Youth trustee. A  
746 Youth trustee shall not be a Member of or be affiliated with  
747 the same congregation as any other trustee.

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

749 A trustee may at any time resign by giving written notice to the  
750 Board of Trustees. Such resignation shall take effect at the time  
751 specified therein, or, if no time is specified, then on delivery. A  
752 trustee may be removed by a three-fourths vote of the entire Board  
753 at a meeting at which not less than three-fourths of the entire Board  
754 is present if in the opinion of the Board such trustee is incapacitated  
755 or unable to carry out the duties of the office or otherwise for good  
756 cause.

757 **Section 6.8. Vacancies.**

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

762 **Section 6.9. Place of Meeting.**

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

765 **Section 6.10. Regular Meetings.**

766 Regular meetings of the Board of Trustees shall be held at such  
767 times as the Board may determine. No fewer than three regular  
768 meetings of the Board shall be held during each fiscal year of the  
769 Association.

770 **Section 6.11. Special Meetings.**

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

776 **Section 6.12. Waiver of Notice.**

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

781 **Section 6.13. Quorum.**

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

784 **Section 6.14. Compensation.**

785 Except for the President, members of the Board of Trustees shall  
786 not receive compensation for their services but shall be reimbursed  
787 as determined by the Board of Trustees for the expenses  
788 reasonably incurred by them in the performance of their duties.

789 **Section 6.15. Annual Report.**

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

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

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

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

- 796 (a) the Executive Committee;
- 797 (b) the Ministerial Fellowship Committee;
- 798 (c) the Finance Committee;
- 799 (d) the Investment Committee;
- 800 (e) the Religious Education Credentialing Committee; and
- 801 (f) the Audit Committee.

802 The President shall be a member, without vote, of the Executive  
803 Committee, the Finance Committee, and the Investment  
804 Committee.

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

806 Except as otherwise provided, the terms of members of standing  
807 committees of the Board of Trustees shall be two years beginning at  
808 the close of the regular General Assembly. Members shall be  
809 appointed no later than 120 days after the beginning of the term.  
810 Members shall take office upon the effective date of their  
811 appointment and shall serve until their successors are appointed  
812 and qualified.

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

814 Standing committee members appointed by the Board of Trustees  
815 serve at the pleasure of the Board and may be removed by it at any  
816 time.

817 **Section 7.4. Vacancies.**

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

820 **Section 7.5. Executive Committee.**

821 The Executive Committee shall consist of the Moderator, the First  
822 Vice Moderator, the Secretary, the Financial Advisor, and the  
823 Financial Secretary. The position on the committee occupied by the  
824 First Vice Moderator shall be filled by the Second Vice Moderator at  
825 any meeting of the committee from which the First Vice Moderator  
826 is absent or at which the First Vice Moderator is presiding in the  
827 absence of the Moderator. The position on the committee occupied  
828 by the Secretary shall be filled by the Assistant Secretary at any  
829 meeting of the committee from which the Secretary is absent. The  
830 Executive Committee shall conduct the current and ordinary  
831 business of the Association between meetings of the Board of  
832 Trustees. If between meetings of the Board of Trustees, matters  
833 arise which (1) in the opinion of the Executive Committee are not  
834 current and ordinary business but in the best interests of the  
835 Association must nevertheless be acted upon, or (2) the Executive  
836 Committee has been authorized by the Board to be acted upon,  
837 then the Executive Committee may act thereon for the Board of  
838 Trustees, but only if four or more members vote the action.

839 **Section 7.6. Ministerial Fellowship Committee.**

840 The Ministerial Fellowship Committee shall consist of no fewer than  
841 fourteen members as follows:

- 842 (a) at least six members who are not ministers appointed by the  
843 Board; and
- 844 (b) at least eight members who are ministers in full fellowship  
845 with the Association, four appointed by the Unitarian  
846 Universalist Ministers Association and the remainder by the  
847 Board.

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

852 **Section 7.7. INTENTIONALLY DELETED.**

853 **Section 7.8. Investment Committee.**

854 The Investment Committee shall be the Investment Committee of  
855 the Unitarian Universalist Common Endowment Fund LLC. The  
856 duties of the Investment Committee are set forth in Article X.

857 **Section 7.9. Additional Committees.**

858 The Board of Trustees may appoint additional committees to serve  
859 at its pleasure and shall determine the membership, qualifications,  
860 and duties thereof.

861 **Section 7.10. Presiding Officer.**

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

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

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

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

868 Meetings of standing committees of the Board may be called by the  
869 presiding officer and shall be called by the presiding officer at the  
870 request of a majority of the members of the entire committee.  
871 Unless the Board of Trustees otherwise provides, notice of  
872 meetings of each standing committee shall be given in such a  
873 manner and within such time as the standing committee  
874 determines.

875 **Section 7.13. Religious Education Credentialing**  
876 **Committee.**

877 The Religious Education Credentialing Committee shall consist of  
878 seven members as follows:

- 879 (a) three members, none of whom is a parish minister, minister  
880 of religious education, community minister, a credentialed  
881 religious educator, or a director of religious education,  
882 appointed by the Board;
- 883 (b) one member who is a parish minister or community minister,  
884 appointed by the Board;
- 885 (c) one member who is a minister of religious education,  
886 appointed by the Board;
- 887 (d) one member who is a Credentialed Religious Educator –  
888 Master Level, appointed by the Board; and
- 889 (e) one member nominated by the Board of the Liberal Religious  
890 Educators Association and appointed by the Board of  
891 Trustees.

892 The Committee shall have jurisdiction over religious education  
893 credentialing with the Association as provided in Article XII thereof.  
894 The Board of Trustees shall designate a person who is not a  
895 member of the committee to be its Executive Secretary and keep its  
896 records.

897 **Section 7.14. Audit Committee.**

898 The Audit Committee shall consist of **no fewer than four** members  
899 as follows:

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

903 No member of the Audit Committee shall serve for more than four  
904 terms on the Audit Committee.

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

906 **ARTICLE VIII Officers of the Association**

907 **\*Section 8.1. Officers Enumerated.**

- 908 (a) Elected Officers. The elected officers of the Association shall  
909 be a Moderator, a President, and a Financial Advisor.
- 910 (b) Appointed Non-salaried Officers. The appointed non-  
911 salaried officers of the Association shall include one or more  
912 Vice Moderators, a Secretary, and a Recording Secretary and  
913 may include such other officers as the Board of Trustees may  
914 appoint.
- 915 (c) Appointed Salaried Officers. The appointed salaried officers  
916 of the Association shall include a Treasurer, and may include  
917 one or more vice presidents, assistant treasurers, and such  
918 other officers as the Board of Trustees may determine.

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

920 All officers shall be subject to the direction and control of the Board  
921 of Trustees. All appointed officers shall be appointed by the Board  
922 of Trustees and shall serve at its pleasure.

923 **Section 8.3. Term of Office.**

- 924 (a) Elected Officers. The elected officers shall be elected at a  
925 regular General Assembly and shall take office immediately  
926 after the close of such General Assembly.
  - 927 (1) President. The President shall serve for a term of six  
928 years and until their successor is elected and qualified.  
929 No President shall serve more than one term; and any  
930 partial term of more than two years served by reason of  
931 appointment and/or election to office pursuant to  
932 subsection 8.7(a) below shall be considered a full term  
933 for purposes of this subsection.
  - 934 (2) Moderator. The Moderator shall serve for a term of six  
935 years and until their successor is elected and qualified.  
936 No Moderator shall serve more than one term; and any  
937 partial term of more than two years served by reason of  
938 appointment and/or election to office pursuant to  
939 subsection 8.7(a) below shall be considered a full term  
940 for purposes of this subsection.
  - 941 (3) Financial Advisor. The Financial Advisor shall serve for  
942 a term of three years and until their successor is  
943 elected and qualified. No Financial Advisor shall serve  
944 more than two successive terms; and any partial term  
945 of more than two years served by reason of  
946 appointment and/or election to office pursuant to  
947 subsection 8.7(a) below shall be considered a full term  
948 for purposes of this subsection.
- 949 (b) Appointed Non-salaried Officers. The appointed non-salaried  
950 officers shall serve for one or more terms of two years and  
951 until their successors are appointed and qualified.

952 **Section 8.4. Qualification of Officers.**

953 Each officer of the Association shall be a member of a member  
954 congregation. If an officer ceases to be a member of any member  
955 congregation, such officer shall be disqualified and the office  
956 declared vacant.

957 **Section 8.5. Removal of Officers.**

- 958 (a) Elected Officers. An elected officer may be removed by a  
959 three-fourths vote of the entire Board of Trustees at a meeting  
960 at which not less than three-fourths of the entire Board is  
961 present if in the opinion of the Board such officer is  
962 incapacitated or unable to carry out the duties of the office.  
963 The President may also be removed by such a vote of the  
964 Board if it determines that such removal is in the best  
965 interests of the Association.
- 966 (b) Appointed Officers. An appointed officer may be removed by  
967 the Board of Trustees at any time.

968 **Section 8.6. Resignation.**

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

973 **Section 8.7. Vacancies.**

974 (a) Elected Officers. A vacancy created by the death,  
975 disqualification, resignation, or removal of an elected officer  
976 shall be filled by majority vote of the Board of Trustees. An  
977 individual appointed to fill a vacancy shall serve until the  
978 vacancy is filled by regular or special election. If the position  
979 of Moderator is deemed vacant under Section 8.8(b), the  
980 Board may, but shall not be obligated to, appoint as  
981 Moderator any remaining individual(s) who had been serving  
982 in the position of Moderator when the position was deemed  
983 vacant, and may do so either as a sole appointment or with  
984 one or more other individuals.

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

989 **Section 8.8. Moderator.**

990 (a) The Moderator shall preside at General Assemblies and  
991 meetings of the Board of Trustees and the Executive  
992 Committee. The Moderator shall represent the Association on  
993 special occasions and shall assist in promoting its welfare.  
994 The Moderator shall serve as Chief Governance Officer of the  
995 Association.

996 (b) As used in these Bylaws, the term "Moderator" may refer to a  
997 single individual, or to multiple individuals serving in the  
998 position, even though the word "Moderator" may appear in  
999 the singular form of the word. When multiple individuals are  
1000 serving in the position of Moderator, if one or more of those  
1001 individuals dies, is disqualified, resigns, or is removed, the  
1002 position of Moderator shall be deemed vacant under Section  
1003 8.7(a).

1004 **Section 8.9. President.**

1005 The President shall be the chief executive officer of the Association.

1006 **Section 8.10. Financial Advisor.**

1007 The duties of the Financial Advisor are set forth in Article X.

1008 **\*Section 8.11. Executive Vice President.**

1009 In the event an Executive Vice President should be appointed, the  
1010 Board of Trustees shall describe their duties.

1011 **Section 8.12. Vice Moderators.**

1012 The Vice Moderator or Moderators shall be elected from among the  
1013 members of the Board of Trustees by its members. In the absence  
1014 of the Moderator a Vice Moderator shall preside at meetings and  
1015 perform the duties of the Moderator. A Vice Moderator shall  
1016 perform such other duties as may be assigned by the Board. In the  
1017 event that more than one Vice Moderator is elected, one of the Vice  
1018 Moderators shall be designated First Vice Moderator.

1019 **Section 8.13. Vice Presidents.**

1020 Any Vice President appointed shall have such powers and shall  
1021 perform such duties as may be assigned by the Board of Trustees  
1022 or as assigned by the President in conformity with any provisions of  
1023 the Board appointment.

1024 **Section 8.14. Secretary.**

1025 The Secretary shall be appointed from among the members of the  
1026 Board of Trustees and shall perform all duties usually pertaining to  
1027 the office, except those of a Clerk under Massachusetts law. The

1028 Secretary shall represent the Association on special occasions and  
1029 shall assist in promoting the welfare of the Association.

1030 **Section 8.15. Treasurer.**

1031 The duties of the Treasurer are set forth in Article X.

1032 **Section 8.16. Recording Secretary.**

1033 The Recording Secretary shall at all times be a resident of the  
1034 Commonwealth of Massachusetts and upon being appointed shall  
1035 be sworn to the faithful performance of the duties of the office. If  
1036 the Recording Secretary ceases to be a resident of the  
1037 Commonwealth of Massachusetts, such person shall be disqualified  
1038 and the office declared vacant. The Recording Secretary shall keep  
1039 an accurate record of all meetings of the Association and the Board  
1040 of Trustees, shall perform such other duties as may be assigned by  
1041 the Board, and shall perform the duties of a Clerk under  
1042 Massachusetts law.

1043 **Section 8.17. Other Appointed Officers.**

1044 The Board of Trustees may appoint such other officers as it deems  
1045 necessary and shall fix their powers and duties.

1046 **Section 8.18. Compensation.**

1047 The Moderator, the Financial Advisor, and the appointed non-  
1048 salaried officers shall not receive compensation for their services  
1049 but shall be reimbursed as determined by the Board of Trustees for  
1050 expenses reasonably incurred by them in the performance of their  
1051 duties.

1052 **Section 8.19. Reports by Officers.**

1053 The Moderator, the President, the Financial Advisor, and the  
1054 Treasurer shall each make an annual report to the member  
1055 congregations and to each regular General Assembly.

1056 **ARTICLE IX Nominations and Elections**

1057 **Section 9.1. Elective Positions.**

1058 The elective positions of the Association are those of the elected  
1059 officers, the trustees, and the elected members of the standing  
1060 committees of the Association. No person shall hold more than one  
1061 elective position at a time whether by election or appointment. Ex  
1062 officio positions for the purposes of this Bylaw provision shall be  
1063 deemed part of the elected position from which the ex officio  
1064 position is derived.

1065 **Section 9.2. Nomination Procedures.**

1066 The nomination procedures set forth in these Bylaws and the Rules  
1067 adopted hereunder are exclusive, and no person who is not  
1068 nominated in accordance with such procedures can be elected to  
1069 any elective position.

1070 **Section 9.3. Notice by Nominating Committee.**

1071 On or before August 1 of each year, the Nominating Committee  
1072 shall notify all certified member congregations in writing of the  
1073 elective positions and vacancies to be filled at the next regular  
1074 General Assembly.

1075 **\*Section 9.4. Nomination by Nominating Committee.**

1076 (a) The Nominating Committee shall submit one or more  
1077 nominations for each elective position to be filled, except  
1078 Moderator and President, including positions to be filled by  
1079 special election. With respect to Board positions, the  
1080 Nominating Committee shall designate the position number  
1081 for which each person is being nominated.

1082 (b) The Nominating Committee shall endeavor to nominate  
1083 individuals so that the membership of the Board of Trustees  
1084 and each elected committee reflects the full diversity of the  
1085 Association, especially in regard to historically marginalized  
1086 communities, but also balancing amongst size of  
1087 congregation, lay and ordained, geography, age (including  
1088 youth and young adults), and gender, among others. The  
1089 Nominating Committee shall consult with groups and  
1090 organizations including those traditionally underrepresented  
1091 in Unitarian Universalist leadership, to help inform the  
1092 nominating process.

1093 (c) Only one person from any one member congregation shall be  
1094 nominated to serve on the Nominating Committee or the  
1095 Board of Trustees.

1096 (d) The Nominating Committee shall issue a report with its  
1097 nominations on or before March 15 of the year in which the  
1098 nominees will be candidates for election. Nominations shall  
1099 be filed with the Secretary of the Association and distributed  
1100 to all certified member congregations, associate member  
1101 organizations, and trustees.

#### 1102 **Section 9.5. Nomination of President and Moderator.**

1103 (a) President. The Presidential Search Committee shall submit  
1104 no fewer than two nominations for the office of President for  
1105 an election at the end of a presidential term or for a special  
1106 election. The report of the Presidential Search Committee  
1107 shall be announced by February 1 of the year before the  
1108 General Assembly at which there is to be a presidential  
1109 election, except in the case of a special election, in which  
1110 case the report of the Presidential Search Committee shall be  
1111 announced by December 10 of the year before the election.

1112 (b) Moderator. The Board of Trustees shall submit one or more  
1113 nominations for the office of Moderator for an election at the  
1114 end of a Moderator term or for a special election. The report  
1115 of the Board of Trustees shall be announced by February 1 of  
1116 the year before the General Assembly at which there is to be  
1117 a Moderator election, except in the case of a special election,  
1118 in which case the report of the Board of Trustees shall be  
1119 announced by December 10 of the year before the election.

#### 1120 **Section 9.6. Nomination by Petition.**

1121 (a) For Moderator and President. A nomination for the office of  
1122 Moderator or President, for a regular or special election, may  
1123 be by petition signed by no fewer than fifty certified member  
1124 congregations, including at least one congregation from three  
1125 of the regions of the Association. A certified member  
1126 congregation may authorize the signing of a petition only by  
1127 vote of its governing board or by vote at a duly called meeting  
1128 of its members. Such a petition shall be filed with the  
1129 Secretary of the Association, only in such form as the  
1130 Secretary may prescribe, not later than February 1 of the  
1131 year of the election and not earlier than the preceding March  
1132 1.

1133 (b) For other Elective Positions. A nomination for any elective  
1134 position, for a regular or special election, may be by petition  
1135 signed by not less than fifty members of certified member  
1136 congregations, with no more than ten signatures of members  
1137 of any one congregation counted toward the required fifty. A  
1138 separate petition, in form prescribed by the Secretary, shall  
1139 be filed for each nomination not later than May 1 of the year  
1140 of the election and not earlier than the preceding October 1.  
1141 A petition for nomination to the Board of Trustees must

1142 designate the position number for which the person is being  
1143 nominated.

#### 1144 **Section 9.7. Qualifications of Nominees.**

1145 Each person nominated for an elective position at large shall be a  
1146 member of a member congregation. No person shall be nominated  
1147 for more than one such elective position. If a person is nominated  
1148 for more than one such elective position, the Secretary of the  
1149 Association shall so notify such person in writing and such person  
1150 shall have twenty days from the date of the notice to select one  
1151 nomination which is acceptable. In the absence of a timely  
1152 selection, all such nominations shall be void and the person shall be  
1153 so notified in writing by the Secretary.

#### 1154 **Section 9.8. Vacancy in Nominations.**

1155 If all persons nominated for an elective position at large die, decline  
1156 to serve or are disqualified after the time has expired for making any  
1157 further nominations, or if no valid and timely nomination is made,  
1158 the position shall be filled after the final adjournment of the regular  
1159 General Assembly at which the election would have been held in  
1160 the same manner as if the position had been filled by election and  
1161 had then become vacant.

#### 1162 **Section 9.9. Supervision of Elections.**

1163 The Secretary shall supervise all elections for elective positions at  
1164 large. The Secretary may appoint a committee of tellers to count  
1165 ballots and perform other routine duties. The Secretary shall decide  
1166 any question arising during such an election concerning:

1167 (a) the interpretation of any provision of these Bylaws or of Rules  
1168 made hereunder relating to election procedures;

1169 (b) any procedural problem relating to the election which is not  
1170 covered by these Bylaws or by the Rules; or

1171 (c) the interpretation of the intent of a voter in marking the ballot.

1172 The decision of the Secretary may be changed by a two-thirds vote  
1173 of the Board of Trustees. The Secretary shall remain neutral in the  
1174 election and shall not engage in electioneering, except for advocacy  
1175 of their own candidacy for offices for which they are nominated.

#### 1176 **Section 9.10. Conduct of Elections at Large.**

1177 (a) Election by Ballot. Voting shall be by ballot, except that if only  
1178 one person has been validly nominated for an elective position  
1179 at large the persons so nominated shall be declared elected  
1180 and no voting shall be required. Delegates will have access to  
1181 electronic voting onsite at General Assembly or remotely, as  
1182 described in Section 9.10(d), or by mail ballot as described in  
1183 Section 9.10(c).

1184 (b) Eligible Voters. Votes shall be cast only by accredited  
1185 delegates from certified member congregations and certified  
1186 associate member organizations to the regular General  
1187 Assembly at which the election is held and by trustees. No  
1188 person shall cast more than one vote.

1189 (c) Mail Ballots. Accredited delegates may cast their ballots as  
1190 paper ballots by mail, if they request to do so. Mail ballots can  
1191 be requested through the Secretary, and shall be requested at  
1192 least forty-five days prior to the General Assembly at which the  
1193 election is being held. A mail ballot that is returned must be  
1194 received by the Secretary by the last business day before the  
1195 close of voting at General Assembly in order to be counted.

1196 (d) Electronic Voting. Accredited delegates may vote electronically  
1197 either onsite at General Assembly or remotely. The Secretary  
1198 shall designate the electronic voting period in the General

1199 Assembly meeting announcement and may add more time if  
1200 justified. Electronic voting systems must be auditable,  
1201 accessible, and secure.

1202 **\*Section 9.11. Counting of Ballots.**

1203 (a) Singular Positions. If there is more than one duly nominated  
1204 candidate for a single position, not including the candidates for  
1205 the position of Moderator and President, the candidate  
1206 receiving the greatest number of votes is elected.

1207 (b) Multiple Positions of the Same Kind. If there is more than one  
1208 such elective position of the same kind to be filled, the  
1209 candidates respectively receiving the greatest number of votes  
1210 are elected.

1211 (c) Moderator and President Voting. For the positions of Moderator  
1212 and President, if there are two duly nominated candidates, the  
1213 candidate receiving the greater number of votes will be  
1214 elected. If there are more than two duly nominated candidates  
1215 a ranked vote will be held in which voters indicate their ranked  
1216 choices for candidates. If no candidate receives a majority of  
1217 the first-choice votes cast, the candidate receiving the lowest  
1218 first-choice vote shall be eliminated and the ballots cast for  
1219 such candidate shall be redistributed in accordance with the  
1220 second choice indicated thereon. This process shall be  
1221 repeated until one candidate receives a majority of all votes  
1222 cast or until only two candidates remain, at which time the one  
1223 receiving the greater number of votes is elected.

1224 **Section 9.12. Special Elections.**

1225 If a vacancy occurs more than 630 days before the expiration of the  
1226 term of an elected officer, an elected member of a standing  
1227 committee of the Association, or a trustee, a special election shall  
1228 be held to fill the balance of the unexpired term. The special  
1229 election shall be held at the next regular General Assembly that  
1230 begins at least 270 days after the date of the vacancy.

1231 **\*Section 9.13. Rules for Nominations and Elections.**

1232 Rules relating to nomination and election procedures shall be  
1233 adopted by a General Assembly. Such rules shall be applicable to  
1234 elections held after the close of the General Assembly at which they  
1235 are adopted.

1236 **ARTICLE X Finance and Contracts**

1237 **\*Section 10.1. Annual Budget.**

1238 The annual budget of the Association shall be adopted and may  
1239 subsequently be amended by the Board of Trustees. A budget or  
1240 budgets for the coming year or years shall be presented to each  
1241 regular General Assembly for its consideration and such  
1242 recommendation of financial priorities as the General Assembly  
1243 may wish to make.

1244 **Section 10.2. Election and Duties of the Financial  
1245 Secretary.**

1246 The Financial Secretary shall be elected by the Board from among  
1247 its members. The Financial Secretary facilitates the Board's  
1248 conversations in order to fulfill its financial responsibilities.

1249 **Section 10.3. Duties of Financial Advisor.**

1250 The Financial Advisor shall advise the President and the Board of  
1251 Trustees on financial policy and shall assist the Board in long-range  
1252 planning by reviewing the sources of funds, the application of funds  
1253 designated for specific purposes, the balance between foreseeable  
1254 income and proposed expenditures, and the overall financial  
1255 welfare of the Association. From time to time the Financial Advisor

1256 shall report to the President and the Board findings and  
1257 recommendations respecting the current financial affairs of the  
1258 Association and long-range planning.

1259 **Section 10.4 Duties of Treasurer and Assistant  
1260 Treasurers.**

1261 The Treasurer shall have custody of the corporate seal and the  
1262 funds and other properties of the Association and shall have the  
1263 usual duties of the Treasurer of a corporation. The Treasurer or the  
1264 Board of Trustees may from time to time delegate or assign to each  
1265 Assistant Treasurer specified duties and authority; and any person,  
1266 firm, organization or corporation dealing with the Association may  
1267 assume that any act performed by an Assistant Treasurer, including  
1268 the execution, sealing and delivery of any document, has been  
1269 performed pursuant to an effective delegation or assignment of  
1270 authority as aforesaid, and the Association shall be bound  
1271 accordingly.

1272 **Section C-10.5. Raising of Funds.**

1273 The Association shall raise capital and operating funds to carry out  
1274 its purposes. It may also raise capital and operating funds for  
1275 associate member organizations and independent affiliate  
1276 organizations.

1277 **Section C-10.6. Authority to Hold Funds for the Benefit  
1278 of Others.**

1279 The Association may hold for investment and distribution funds  
1280 given to the Association for the benefit of a member congregation,  
1281 associate member organization, independent affiliate organization,  
1282 or other Unitarian Universalist organization.

1283 **Section C-10.7. Responsibility for Funds Held by the  
1284 Association.**

1285 (a) Board of Trustees. The Board of Trustees shall have ultimate  
1286 responsibility for investing the funds held by the Association.

1287 (b) President. The President shall invest the endowment funds  
1288 held by the Association in the Unitarian Universalist Common  
1289 Endowment Fund LLC.

1290 (c) Investment Committee. The Investment Committee shall  
1291 manage the endowment funds held by the Association,  
1292 subject to control by the Board of Trustees.

1293 **\*Section 10.8. Contracts and Securities.**

1294 The President, Secretary, Recording Secretary, Treasurer, and  
1295 Assistant Treasurer may sign and attest deeds, mortgages,  
1296 contracts, and other documents to which the Association is a party.

1297 **Section C-10.9. Pension System.**

1298 The Association shall establish and maintain a pension system for  
1299 ministers in fellowship with the Association.

1300 **Section 10.10. Fiscal Year.**

1301 The fiscal year of the Association shall be from July 1 to June 30.

1302 **Section C-10.11. Corporate Seal.**

1303 The seal of the Association shall be in such form as the Board of  
1304 Trustees shall approve.

1305 **Section 10.12. Indemnification of Trustees, Officers,  
1306 Employees, and Volunteers.**

1307 The Association, to the extent legally permissible, shall indemnify  
1308 any trustee, officer, employee of the Association or volunteer  
1309 elected by a General Assembly or appointed by the Board of



1310 Trustees of the Association to serve the Association, or persons  
1311 formerly holding such positions, against all liabilities and expenses  
1312 (including court costs, attorneys' fees, and the amount of any  
1313 judgment or reasonable settlement, fines and penalties) actually  
1314 and necessarily incurred by any such person, subsequent to the  
1315 adoption hereof, in connection with the defense of any claim  
1316 asserted or threatened to be asserted against any such person, or  
1317 any action, suit or proceeding in which any such person may be  
1318 involved as a party, by reason of being or having been such trustee,  
1319 officer, employee or volunteer or by reason of any action alleged to  
1320 have been taken or omitted by any such person as such trustee,  
1321 officer, employee or volunteer, except with respect to any matter as  
1322 to which they shall have been adjudicated in any proceeding not to  
1323 have acted in good faith in the reasonable belief that their action  
1324 was in the best interests of the Association; provided, however, that  
1325 as to any matter disposed of by a compromise payment by such  
1326 person, pursuant to a consent decree or otherwise, no  
1327 indemnification either for said payment or for any other expenses  
1328 shall be provided unless such compromise and indemnification  
1329 therefore shall be approved:

1330 (a) by a majority vote of a quorum consisting of disinterested  
1331 trustees;

1332 (b) if such quorum cannot be obtained, then by a majority vote of  
1333 a committee of the Board of Trustees consisting of all the  
1334 disinterested trustees;

1335 (c) if there are not two or more disinterested trustees in office,  
1336 then by a majority of the trustees then in office, provided they  
1337 have obtained a written finding by independent legal counsel  
1338 appointed by a majority of the trustees to the effect that,  
1339 based upon a reasonable investigation of the relevant facts  
1340 as described such opinion, the person to be indemnified  
1341 appears to have acted in good faith and in the reasonable  
1342 belief that their action was in the best interests of the  
1343 Association;

1344 (d) if not resolved by (a), (b) or (c), above, by a court of  
1345 competent jurisdiction.

1346 If authorized in the same manner specified above for compromise  
1347 payments, expenses, including attorneys' fees actually and  
1348 necessarily incurred by any such person in connection with the  
1349 defense or disposition of any such action, suit or other proceeding  
1350 may be paid from time to time by the Association in advance of the  
1351 final disposition thereof upon receipt of (a) an affidavit of such  
1352 individual of their good faith belief that they have met the standard  
1353 of conduct necessary for indemnification under this Section and (b)  
1354 an undertaking by such individual to repay the amount so paid to  
1355 the Association if such person shall be adjudicated to be not entitled  
1356 to indemnification under this Section, which undertaking may be  
1357 accepted without reference to the financial ability of such person to  
1358 make repayment. The right of indemnification herein provided shall  
1359 inure to the benefit of the heirs, executors and administrators of  
1360 each such trustee, officer, employee or volunteer and shall not be  
1361 deemed exclusive of any other rights to which any such person may  
1362 be entitled under any statute, bylaw, agreement, vote of members  
1363 or otherwise or to which any such person might have been entitled  
1364 were it not for this provision. As used in this Section, an "interested"  
1365 trustee or officer is one against whom in such capacity the  
1366 proceeding in question, or other proceeding on the same or similar  
1367 grounds, is then pending.

#### 1368 **Section 10.13. Duties of the Audit Committee.**

1369 The Audit Committee shall oversee the annual audit of the financial  
1370 statements of the Association by an independent certified public

1371 accounting firm and monitor the establishment and implementation  
1372 of accounting policies and internal controls. Specific duties of the  
1373 Audit Committee shall be set forth in a charter adopted by the  
1374 Board, which may be amended by the Board from time to time.

## 1375 **ARTICLE XI Ministry**

### 1376 **Section C-11.1. Ministerial Fellowship.**

1377 Each member congregation has the exclusive right to call and  
1378 ordain its own minister or ministers, but the Association has the  
1379 exclusive right to admit ministers to ministerial fellowship with the  
1380 Association. Fellowship may be for the purposes of parish, religious  
1381 education and/or community ministry as determined by action of the  
1382 Ministerial Fellowship Committee.

1383 No minister shall be required to subscribe to any particular creed,  
1384 belief, or interpretation of religion in order to obtain and hold  
1385 fellowship.

### 1386 **\*Section 11.2. Ministerial Fellowship Committee.**

1387 The Ministerial Fellowship Committee shall have exclusive  
1388 jurisdiction over ministerial fellowship except as otherwise provided  
1389 in these bylaws. It shall make rules governing ministerial fellowship,  
1390 subject to the approval of the Board of Trustees.

### 1391 **Section 11.3. Admission to Fellowship.**

1392 A minister may be admitted to fellowship by the Ministerial  
1393 Fellowship Committee, upon complying with the requirements of  
1394 these Bylaws and the rules, policies, procedures and requests of  
1395 the Committee. A minister who is admitted to fellowship shall be  
1396 admitted to preliminary fellowship for a period that allows the  
1397 Committee to evaluate ministry, and may thereafter be admitted to  
1398 full fellowship. The term of preliminary fellowship shall be defined in  
1399 the rules of the Committee.

### 1400 **Section 11.4. Fellowship Records.**

1401 The Executive Secretary of the Ministerial Fellowship Committee  
1402 shall maintain up-to-date records of all ministers in fellowship with  
1403 the Association. These records shall be available only to members  
1404 of the committee, persons designated by the Committee, and, in  
1405 cases of appeals, the Board of Review.

### 1406 **Section 11.5. Termination of Fellowship and 1407 Administrative Suspension.**

1408 The fellowship of a minister may be terminated by the Ministerial  
1409 Fellowship Committee for unbecoming conduct, incompetence or  
1410 other specified cause. Full fellowship may be terminated only after  
1411 notice by the Committee and opportunity for a Fellowship Review  
1412 before the Committee. During an investigation or the pendency of a  
1413 complaint, the Ministerial Fellowship Committee may suspend a  
1414 minister until a final determination can be made on the minister's  
1415 fellowship status.

### 1416 **Section 11.6. Reinstatement to Fellowship.**

1417 The Ministerial Fellowship Committee may reinstate in or readmit to  
1418 fellowship a minister who has previously resigned from fellowship or  
1419 whose fellowship has been suspended or terminated.

### 1420 **Section 11.7. Appeal.**

1421 A minister in full ministerial fellowship whose fellowship is  
1422 terminated may appeal the determination of the Ministerial  
1423 Fellowship Committee to the Board of Review. The Board of  
1424 Review shall have exclusive jurisdiction to hear and decide such  
1425 appeals. No other appeal shall be allowed from any decision of the  
1426 Ministerial Fellowship Committee.

1427 **Section 11.8. Procedure on Appeal.**

1428 An appeal to the Board of Review may be heard by a panel of the  
1429 Board selected as provided in its rules. The Board of Review or its  
1430 panel hearing an appeal shall limit its review to an examination of  
1431 the Ministerial Fellowship Committee's decision, the information  
1432 presented to the Committee, including the documents and other  
1433 evidence compiled during the Fellowship Review, and the reasons  
1434 articulated by the Ministerial Fellowship Committee for its decision  
1435 terminating the minister's fellowship. If the minister requests  
1436 consideration of newly discovered evidence not previously  
1437 presented to the Ministerial Fellowship Committee, then the matter  
1438 shall be returned to the Ministerial Fellowship Committee for  
1439 consideration of that evidence before the Board proceeds with the  
1440 appeal. These Bylaws and the rules of the Ministerial Fellowship  
1441 Committee shall be binding upon the Board of Review or its panel.  
1442 The Ministerial Fellowship Committee's determination of fact and/or  
1443 credibility will not be overturned unless no reasonable fact finder  
1444 could have reached such determination, and disputes of fact are to  
1445 be resolved in favor of the Ministerial Fellowship Committee's  
1446 determination. The Board of Review or its panel may set aside the  
1447 decision of the Ministerial Fellowship Committee only where  
1448 necessary to correct or prevent manifest injustice. The Board of  
1449 Review or its panel may remand the case in whole or in part to the  
1450 Committee or take such other action as may be just. The Board of  
1451 Review or its panel shall set forth its finding and conclusions and  
1452 will serve upon the affected minister and the Ministerial Fellowship  
1453 Committee. The decision shall be entered in the fellowship records  
1454 and shall be final and binding upon all parties. No appeal shall be  
1455 allowed from the decision of the Board of Review. The Board of  
1456 Review shall make rules to carry out the intent of this Section.

1457 **ARTICLE XII Religious Education Credentialing**

1458 **Section 12.1. Religious Education Credentialing.**

1459 Each member congregation has the exclusive right to employ its  
1460 own religious educator, but the Association has the exclusive right  
1461 to confer on religious educators a religious education credentialing  
1462 status with the Association. No religious educator shall be required  
1463 to subscribe to any particular creed, belief, or interpretation of  
1464 religion in order to obtain and hold religious education credentialing  
1465 status.

1466 **Section 12.2. Religious Education Credentialing**  
1467 **Committee.**

1468 The Religious Education Credentialing Committee shall have  
1469 exclusive jurisdiction over religious education credentialing except  
1470 as otherwise provided herein. It shall make rules governing religious  
1471 education credentialing, subject to the approval of the Board of  
1472 Trustees.

1473 **Section 12.3. Achievement of Religious Education**  
1474 **Credentialing Status.**

1475 A religious educator may achieve a religious education credentialing  
1476 status by action of the Religious Education Credentialing  
1477 Committee, upon complying with the requirements of these Bylaws  
1478 and the rules, policies, procedures and requests of the committee.

1479 **Section 12.4. Religious Education Credentialing Levels.**

1480 The Religious Education Credentialing Committee shall adopt rules  
1481 related to levels of religious education credentialing as follows:  
1482 religious education credentialing includes Credentialed Religious  
1483 Educator – Associate Level status, credentialed religious educator  
1484 status, and Credentialed Religious Educator – Master Level status  
1485 as determined by action of the Religious Education Credentialing  
1486 Committee.

1487 **Section 12.5. Religious Education Credentialing**  
1488 **Records.**

1489 The Executive Secretary of the Religious Education Credentialing  
1490 Committee shall maintain up-to-date records of all religious  
1491 educators who have achieved a status as a religious educator as  
1492 described in Section 12.4 of these bylaws. These records shall be  
1493 available only to members of the committee, persons designated by  
1494 the Committee, and, in cases of appeals, the Board of Review.

1495 **Section 12.6. Termination or Administrative Suspension**  
1496 **of Religious Education Credentialing Status.**

1497 The religious education credentialing status of a religious educator  
1498 may be terminated by the Religious Education Credentialing  
1499 Committee for unbecoming conduct, incompetence or other  
1500 specified cause. Credentialing status may be terminated only after  
1501 notice by the Committee and opportunity for a Religious Education  
1502 Credentialing Status Review before the Committee. During an  
1503 investigation or the pendency of a complaint, the Religious  
1504 Education Credentialing Committee may suspend a religious  
1505 educator's credentialing status until a final determination can be  
1506 made.

1507 **Section 12.7. Reinstatement of Religious Education**  
1508 **Credentialing Status.**

1509 The Religious Education Credentialing Committee may reinstate in  
1510 or readmit to religious education credentialing status a religious  
1511 educator who has previously resigned from religious education  
1512 credentialing status or whose religious education credentialing  
1513 status has lapsed, been suspended or terminated.

1514 **Section 12.8. Appeal.**

1515 A religious educator with a religious education credentialing status  
1516 whose status is terminated may appeal the determination of the  
1517 Religious Education Credentialing Committee to the Board of  
1518 Review. The Board of Review shall have exclusive jurisdiction to  
1519 hear and decide such appeals. No other appeal shall be allowed  
1520 from any decision of the Religious Education Credentialing  
1521 Committee.

1522 **Section 12.9. Procedure on Appeal.**

1523 An appeal to the Board of Review shall be heard by a panel of the  
1524 Board selected as provided in its rules. The Board of Review or its  
1525 panel hearing an appeal shall limit its review to an examination of  
1526 the Religious Education Credentialing Committee's decision,  
1527 including the documents and other evidence compiled during the  
1528 Religious Education Credentialing Status Review, and the reasons  
1529 articulated by the Religious Education Credentialing Committee for  
1530 its decision terminating the religious educator's credentialing status.  
1531 If the religious educator requests consideration of newly discovered  
1532 evidence not previously presented to the Religious Education  
1533 Credentialing Committee, then the matter shall be returned to the  
1534 Religious Education Credentialing Committee for consideration of  
1535 that evidence before the Board proceeds with the appeal. These  
1536 Bylaws and the rules of the Religious Education Credentialing  
1537 Committee shall be binding upon the Board of Review or its panel.  
1538 The Religious Education Credentialing Committee's determination  
1539 of fact and/or credibility will not be overturned unless no reasonable  
1540 fact finder could have reached such determination, and disputes of  
1541 fact are to be resolved in favor of the Religious Education  
1542 Credentialing Committee's determination.

1543 The Board of Review or its panel may set aside the decision of the  
1544 Religious Education Credentialing Committee only where necessary  
1545 to correct or prevent manifest injustice. The Board of Review or its  
1546 panel may remand the case in whole or part to the Religious

1547 Education Credentialing Committee or take such other action as  
1548 may be just. The Board of Review or its panel shall set forth its  
1549 finding and conclusions and shall be communicated to the affected  
1550 religious educator and the Religious Education Credentialing  
1551 Committee. The decision shall be entered in the religious education  
1552 credentialing records and shall be final and binding upon all parties.  
1553 No appeal shall be allowed from the decision of the Board of  
1554 Review. The Board of Review shall make rules to carry out the  
1555 intent of this Section.

## 1556 **ARTICLE XIII Regional Organizations**

### 1557 **Section C-13.1. Districts and Regions.**

1558 The Association shall support areas of regional responsibility known  
1559 as districts or regions.

### 1560 **\*Section C-13.2. Establishment.**

1561 The establishment of districts or regions and the manner of  
1562 determining which congregations are included in each district or  
1563 region shall be in accordance with rules adopted by the General  
1564 Assembly.

### 1565 **Section 13.3. Members.**

1566 All member congregations of the Association located within the  
1567 district **or** region shall be entitled to be member congregations of  
1568 that district **or** region.

### 1569 **Section C-13.4. Autonomy.**

1570 Each district or region shall be autonomous and shall be controlled  
1571 by its own member congregations to the extent consistent with the  
1572 promotion of the welfare and interests of the Association as a whole  
1573 and of its member congregations.

### 1574 **Section 13.5. District and Region Bylaws.**

1575 Each district or region shall adopt bylaws or policies which are not  
1576 in conflict with these Bylaws.

## 1577 **ARTICLE XIV Rules**

### 1578 **Section 14.1. Adoption and Amendment of Rules by** 1579 **General Assemblies.**

1580 A General Assembly may adopt Rules not inconsistent with these  
1581 Bylaws. Adoption or amendment of Rules by a General Assembly  
1582 shall be by two-thirds vote. Each Rule adopted by a General  
1583 Assembly shall be identified by a "G" preceding its Rule number. A  
1584 General Assembly may amend or repeal Rules adopted by prior  
1585 General Assemblies or by the Board of Trustees, if the proposed  
1586 Rules or amendments have been placed on the agenda. Rules and  
1587 amendments thereto shall be submitted for inclusion on the agenda  
1588 in the same manner as other resolutions. The provisions of this  
1589 Section 14.1 do not apply to the Rules of Procedure contemplated  
1590 by Section 4.19.

### 1591 **Section 14.2. Adoption and Amendment of Rules by the** 1592 **Board of Trustees.**

1593 The Board of Trustees may adopt Rules not inconsistent with these  
1594 Bylaws and with Rules adopted by General Assemblies and may  
1595 amend or repeal its Rules.

### 1596 **Section 14.3. Rules of Order.**

1597 The Rules contained in the current edition of *Robert's Rules of*  
1598 *Order Newly Revised* shall govern the Association in all cases to  
1599 which they are applicable and in which they are not inconsistent  
1600 with these Bylaws and any Rules that may be adopted hereunder.

## **ARTICLE XV Amendment**

1601

### 1602 **Section C-15.1. Amendment of Bylaws.**

1603 (a) Amendments to Bylaws. These Bylaws may be amended by  
1604 a two-thirds vote at a regular General Assembly if a proposed  
1605 amendment has been placed on the agenda; provided,  
1606 however, that proposals to amend, repeal, or add a new  
1607 section of these Bylaws whose section number is preceded  
1608 by a "C" (hereinafter a "C Bylaw") shall be governed by  
1609 subsections (b) or (c) hereof.

1610 (b) Amendments to C Bylaws Other Than in Article II. A  
1611 proposal to amend, repeal or add a new C Bylaw, other than  
1612 those C Bylaws in Article II of these Bylaws, shall be subject  
1613 to a two-step approval process.

1614 (1) Such proposals must be placed on the agenda of a  
1615 regular General Assembly and approved preliminarily by  
1616 a majority vote at such regular General Assembly.  
1617 Following such preliminary approval, the proposal to  
1618 amend, repeal or add a new C Bylaw shall be placed on  
1619 the agenda of the next regular General Assembly for final  
1620 adoption. Final adoption shall require a two-thirds vote.

1621 (2) The text of a proposed amendment which has been  
1622 approved by one General Assembly, may be amended at  
1623 any time prior to final adoption. If the Moderator rules that  
1624 the amendment to the proposal is substantive, final  
1625 adoption shall only be by a subsequent General  
1626 Assembly except that any such proposal that has been  
1627 under consideration for final approval at three successive  
1628 regular General Assemblies shall not be subject to  
1629 substantive amendment and shall be submitted to a vote  
1630 for final approval at the third such regular General  
1631 Assembly.

1632 (3) Such a proposal which, on any vote for final adoption,  
1633 receives a majority but not a two-thirds vote, shall be  
1634 placed on the agenda of the next regular General  
1635 Assembly, at which it may be finally adopted if it receives  
1636 the requisite approval. If the proposal is not passed by a  
1637 two-thirds vote at the third regular General Assembly at  
1638 which it is considered for final approval, neither the  
1639 proposal nor another proposal that is substantively similar  
1640 shall be placed on the agenda of the next regular General  
1641 Assembly.

1642 (c) Amendments to C Bylaws in Article II. A proposal to amend,  
1643 repeal or add a new C Bylaw in Article II of these Bylaws shall  
1644 be subject to the following process

1645 (1) Such a proposal shall be admitted to the agenda of a  
1646 regular General Assembly for the purpose of determining  
1647 whether the proposal shall be referred to a commission  
1648 appointed by the Board of Trustees for study. Such a  
1649 study shall involve member congregations. A majority  
1650 vote at a regular General Assembly shall be required to  
1651 refer such a proposal to the study commission. Once the  
1652 study of the proposal is complete, which shall be  
1653 completed in no more than two years, the study  
1654 commission shall submit to the Board of Trustees for  
1655 inclusion on the agenda of the next regular General  
1656 Assembly any amendments to Article II that the study  
1657 commission recommends. The Board of Trustees shall  
1658 also include on the agenda any amendments that it  
1659 recommends to the study commission proposal.

- 1660 (2) A motion to dispense with the study process and give  
1661 preliminary approval to a proposal to amend, repeal or  
1662 add a new C Bylaw in Article II shall be in order during the  
1663 General Assembly at which consideration of a motion to  
1664 refer the proposal to the study process is authorized. A  
1665 motion to dispense with the study process shall require a  
1666 four-fifths vote for passage. Such a proposal shall then  
1667 be placed on the agenda of the next regular General  
1668 Assembly for final adoption without amendment. Final  
1669 adoption shall require a two-thirds vote.
- 1670 (3) At the first General Assembly following the completion of  
1671 the study process, amendments to the Article II proposal  
1672 may be considered only as follows:
- 1673 (i) During the General Assembly there shall be a mini-  
1674 assembly held during which amendments to the  
1675 Article II proposal recommended by the study  
1676 commission shall be considered.
- 1677 (ii) A delegate may submit in writing at the mini-  
1678 assembly an amendment to an Article II proposal.  
1679 All such amendments shall be made available in  
1680 writing to the General Assembly. The Moderator, in  
1681 consultation with the chair of the study commission,  
1682 the parliamentarian and legal counsel shall  
1683 prioritize proposed amendments for consideration  
1684 by the General Assembly. A majority vote of the  
1685 General Assembly is required for approval of any  
1686 amendment proposed in the mini-assembly.
- 1687 (iii) Following the vote on any amendments proposed in  
1688 the mini-assembly, the General Assembly shall  
1689 vote on any amendments proposed by the Board of  
1690 Trustees. A majority vote is required to adopt such  
1691 amendments. Following the vote on all  
1692 amendments, the General Assembly shall vote on  
1693 preliminary approval of the Article II proposal. A  
1694 majority vote is required for preliminary approval.
- 1695 (iv) If no amendments proposed in the mini-assembly  
1696 are adopted by the General Assembly pursuant to  
1697 subsection (c)(3)(ii) above, the Article II proposal  
1698 shall be submitted for final approval to the next  
1699 regular General Assembly. Final approval requires  
1700 a two-thirds vote of the General Assembly. No  
1701 amendments may be considered.
- 1702 (v) If one or more amendments proposed in the mini-  
1703 assembly are adopted by the General Assembly,  
1704 the Article II proposal shall be referred to the study  
1705 commission. Within six months after the close of  
1706 the General Assembly, the study commission,  
1707 taking into account the decisions of the General  
1708 Assembly, shall prepare the proposal to amend  
1709 Article II. The Board of Trustees shall put this  
1710 proposal on the agenda of the next regular General  
1711 Assembly.
- 1712 (4) At the next regular General Assembly following the  
1713 process described in subsection (c)(3)(v), above, the  
1714 Article II proposal is subject to amendment only by a  
1715 three-fourths vote in favor of an amendment submitted to  
1716 the General Assembly in writing by the Board of Trustees  
1717 or a minimum of fifteen (15) certified congregations, as  
1718 described in Section 15.2 of these Bylaws. Final approval  
1719 of the Article II proposal requires a two-thirds vote of the  
1720 General Assembly.
- 1721 (5) If the Article II proposal does not receive the requisite  
1722 approval at the General Assembly following the  
1723 completion of the study process described in subsection  
1724 (c)(3)(iv) or subsection (c)(4), above, neither the proposal  
1725 nor another proposal that is substantively similar shall be  
1726 placed on the agenda of the next regular General  
1727 Assembly.
- 1728 (6) If no study process of Article II has occurred for a period  
1729 of fifteen years, the Board of Trustees shall appoint a  
1730 commission to study Article II for not more than two years  
1731 and to recommend appropriate revisions, if any, thereto to  
1732 the Board of Trustees for inclusion on the agenda of the  
1733 next regular General Assembly. The Board of Trustees  
1734 shall also include on the agenda any amendments that it  
1735 recommends to the study commission proposal.  
1736 Notwithstanding anything to the contrary contained  
1737 herein, proposals to amend Article II which are  
1738 promulgated by a study commission in accordance with  
1739 this paragraph shall be subject to a two-step approval  
1740 process as described in subsections (c)(3) and (c)(4),  
1741 above.
- 1742 **\*Section 15.2. Submission of Proposed Amendment.**
- 1743 Proposed amendments to these Bylaws may be submitted only by:
- 1744 (a) the Board of Trustees;
- 1745 (b) the General Assembly Planning Committee;
- 1746 (c) the Commission on Appraisal;
- 1747 (d) not less than fifteen certified member congregations by action  
1748 of their governing boards or their congregations; such  
1749 proposed amendments to Bylaws must be received by the  
1750 Board of Trustees on February 1 whenever the regular  
1751 General Assembly opens in June; otherwise, not less than  
1752 110 days before the General Assembly; or
- 1753 (e) a district or region by official action at a duly called meeting at  
1754 which a quorum is present, such proposed amendment to be  
1755 received by the Board of Trustees on February 1 whenever  
1756 the regular General Assembly opens in June; otherwise, not  
1757 less than 110 days before the next General Assembly. In a  
1758 district or region that does not maintain a formal governance  
1759 structure, a meeting for this purpose may be convened by  
1760 vote of the governing bodies or membership of at least fifteen  
1761 congregations in that district or region in good standing with  
1762 the UUA. A quorum for such a meeting shall require that at  
1763 least one-third of the congregations of the district or region be  
1764 represented by one or more formally credentialed delegates.
- 
- 1765 **RULES\* of the UNITARIAN UNIVERSALIST**  
1766 **ASSOCIATION**
- 1767 \*Rules whose section number is preceded by a "G" are those  
1768 adopted by a General Assembly and may be amended or repealed  
1769 only by a General Assembly, as provided in Section 14.1 of the  
1770 Bylaws.
- 1771 **RULE I Name**
- 1772 No existing rules applicable to Article I.

1773 **RULE II Principles and Purposes**

1774 **Rule G-2.1. Democratic Process.**

1775 Because the Association is committed to the use of the democratic  
1776 process, because its governing institutions are accountable to our  
1777 congregations, because accessibility is critical to countering  
1778 systemic and institutional oppression and because openness and  
1779 trust are characteristics of a healthy religious community, the UUA  
1780 Board shall establish policies to allow for the maximum  
1781 transparency of its proceedings and of the proceedings of all UUA  
1782 committees, commissions and task forces, consistent with their  
1783 effective functioning. These policies shall include:

1784 (a) providing advance notice of dates and locations of regular  
1785 business meetings, and making agendas, reports and  
1786 minutes available promptly;

1787 (b) providing avenues for comment on issues on the meetings'  
1788 agendas;

1789 (c) accommodating observers at regular business meetings, with  
1790 the exception of executive sessions.

1791 Implementing this rule shall be the responsibility of the Board of  
1792 Trustees. The Board shall designate a specific person or  
1793 committee to whom comments about adherence to this rule may be  
1794 addressed. The Board shall report to the General Assembly  
1795 annually for the next three years on its implementation.

1796 **Rule G-2.3. Non-discrimination.**

1797 The Association declares and affirms its special responsibility, and  
1798 that of its member congregations and organizations, to promote the  
1799 full participation of persons in all of its and their activities and in the  
1800 full range of human endeavor without regard to racialized identity,  
1801 ethnicity, gender expression, gender identity, sex, disability,  
1802 affectional or sexual orientation, family and relationship structures,  
1803 age, language, citizenship status, economic status, or national  
1804 origin and without requiring adherence to any particular  
1805 interpretation of religion or to any particular religious belief or creed.

1806 **RULE III Membership**

1807 **Section C-3.3. Admission to Membership.**

1808 **Rule 3.3.1. New Congregations.**

1809 It is the policy of the Unitarian Universalist Association to encourage  
1810 and assist the development of new congregations as well as to  
1811 support and aid existing member congregations as stated in the  
1812 purposes of the Association.

1813 **Rule 3.3.2. Procedure for Admission.**

1814 A church or fellowship may become a member of the Association  
1815 upon approval by the Board of Trustees of the Association of a  
1816 written application for membership.

1817 The application shall include:

1818 (a) a statement that the applicant subscribes to the principles of  
1819 the Association and pledges itself to support the Association;

1820 (b) a copy of the articles of incorporation or other organizing  
1821 documents and the bylaws of the applicant;

1822 (c) the names and addresses of the charter members sufficient in  
1823 number to satisfy the minimum membership requirements;  
1824 and

1825 (d) an initial payment in an amount of no less than the Fair Share  
1826 contribution to the Association's Annual Program Fund, pro-

1827 rated for the portion of the Association's fiscal year remaining  
1828 as of the date of application.

1829 **Rule 3.3.3. Membership Requirements for Admission.**

1830 A new congregation, to be recognized as a member of the  
1831 Association, must have thirty (30) of its adult members be members  
1832 solely of the new congregation.

1833 **Rule 3.3.4. Multiple Local Congregations.**

1834 In many communities the liberal religious movement may be better  
1835 served by the establishment of two or more member congregations.

1836 (a) It is ordinarily desirable that a new congregation should have  
1837 the active support and sponsorship of any member  
1838 congregation or congregations located in the same  
1839 geographic area.

1840 (b) The Association will neither initiate nor recognize such a new  
1841 congregation until after the Association has consulted by mail  
1842 or by interview with any member congregation or  
1843 congregations located in the same geographic area. Such  
1844 consultation shall include a request for letters from the  
1845 presiding officer of the congregation's governing board and  
1846 minister of such congregation(s) stating judgment regarding  
1847 the establishment and/or recognition of the new congregation.  
1848 The Association may proceed to assist in organizing or  
1849 recognizing the new congregation despite local protest or  
1850 objection if the Association believes that such action is in the  
1851 best interests of the entire movement and that it will  
1852 strengthen the total Unitarian Universalist position in the  
1853 community.

1854 **Rule 3.3.5. Rules and Regulations for New  
1855 Congregations.**

1856 It is essential that Unitarian Universalist congregations be  
1857 affirmative in spirit, inclusive in fellowship, and mutually supportive  
1858 in their relationships with other congregations. The following  
1859 statements represent the Association's best judgment as to the  
1860 meaning of this general statement and shall be used by staff and  
1861 the Board in determining action upon applications for membership.

1862 (a) In receiving the application of a new congregation for  
1863 membership in the Association, the Congregational Services  
1864 staff shall satisfy itself that the group is making its application  
1865 in good faith and that it will make a sincere effort to carry out  
1866 the purposes of the Association. (See specifically Article II of  
1867 the Bylaws.)

1868 (b) The Association interprets its statements of purpose to mean  
1869 that no congregation may be accepted into membership if its  
1870 bylaws exclude from its local membership any person  
1871 because of race, ethnicity, gender, disability, affectional or  
1872 sexual orientation, language, citizenship status, economic  
1873 status, or national origin.

1874 (c) All member congregations must be congregational in polity;  
1875 the final authority to make decisions must be vested in the  
1876 legal membership of the congregation.

1877 (d) Member congregations shall project and embark upon a  
1878 balanced program of religious activity including adult worship  
1879 and/or discussion and when feasible establishment of a  
1880 church school in the Unitarian Universalist tradition.

1881 (e) New congregations are expected to establish and maintain  
1882 cooperative relations with Unitarian Universalist agencies, as  
1883 appropriate and feasible.

1884 (f) A congregation should be incorporated when possible under  
1885 the laws of the state in which it exists. A congregation shall  
1886 include in its articles of incorporation or other organizing  
1887 documents a clause providing that the assets of the  
1888 congregation will be transferred upon dissolution to the  
1889 Association. Notwithstanding the foregoing, if a congregation  
1890 obtains the prior written consent of the Association's Board of  
1891 Trustees, the congregation may name an organization that is  
1892 affiliated with the Association (such as a district, camp,  
1893 conference center or other congregation) as the recipient of  
1894 the congregation's assets upon dissolution.

### 1895 **Rule 3.3.6. Order of Administrative Procedure.**

1896 The order of administrative procedure:

1897 (a) Application for congregational membership in the Association  
1898 will first be referred to UUA staff.

1899 (b) UUA staff will seek information and advice with respect to all  
1900 applications as follows:

1901 U.S. Congregations – District President

1902 Other Congregations – Executive Officer of appropriate  
1903 Unitarian or Universalist or Unitarian Universalist international  
1904 group, if any.

1905 (c) UUA staff will make its recommendation to the President of  
1906 the Association, and the President shall then make  
1907 recommendations to the Board of Trustees of the UUA for its  
1908 final action.

### 1909 **Section C-3.5. Certification of Membership.**

#### 1910 **Rule 3.5.1. Required Annual Report.**

1911 In each fiscal year of the Association (July 1 to June 30), each  
1912 member congregation shall file with the Secretary of the Association  
1913 an Annual Report on the form and in the manner provided by the  
1914 Association. The Annual Report shall include a certification by a  
1915 minister or principal officer of the member congregation stating (a)  
1916 whether or not the member congregation complied with the  
1917 conditions set forth in Section C-3.5 of the Bylaws during the  
1918 Association's prior fiscal year and (b) that the information provided  
1919 to the Association in the Annual Report is true and correct to the  
1920 best of the minister's or principal officer's knowledge.

1921 For purposes of determining compliance with Section C-3.5 of the  
1922 Bylaws, a member congregation shall be deemed to have  
1923 conducted 'regular religious services' if it has held at least 10  
1924 services during the fiscal year.

1925 A member congregation's Annual Report for a particular fiscal year  
1926 and, if submitted separately, the related certification must be  
1927 received by the Association on or before February 1 following the  
1928 close of that fiscal year whenever the regular General Assembly  
1929 opens in June and otherwise on or before the close of business on  
1930 the last business day which is at least 110 days before the date of  
1931 the General Assembly next following the close of that fiscal year. If  
1932 a member congregation's related certification is not received by the  
1933 applicable deadline, it will still be deemed timely filed if the member  
1934 congregation submits to the Association proof that it was mailed in  
1935 accordance with the provisions of Rule G-13.4.2. Such proof may  
1936 be in the form of a stamped or validated receipt for Registered or  
1937 Certified Mail or a sworn statement attesting to the proper  
1938 submission of the certification signed by the person responsible for  
1939 its mailing.

### 1940 **Rule 3.5.2. Inactive Congregations**

1941 In September of each year UUA staff shall initiate the process of  
1942 contacting congregations in the inactive category to determine their  
1943 status.

1944 This process includes:

1945 (a) requesting a list of congregations that have failed to submit  
1946 an annual report for three consecutive fiscal years;

1947 (b) forwarding this list to the UUA's District Staff with copies to  
1948 District Presidents and District Trustees for their information;

1949 (c) upon receipt of the annual inactive congregations list and  
1950 pursuant to the UUA's by-laws section C-3.6, the UUA's  
1951 District staff shall follow up with any congregation in their  
1952 district;

1953 (d) after follow up the District staff shall make a recommendation  
1954 about each congregation's status to the UUA Board for action  
1955 at its April meeting.

### 1956 **Section C-3.7. Associate Member Organizations.**

#### 1957 **Rule 3.7.1. Limitation of Associate Membership.**

1958 It shall be the policy of the Board of Trustees to limit admissions to  
1959 associate membership to major continent-wide organizations.

#### 1960 **Rule 3.7.2. Non-Segregation.**

1961 Each associate member organization shall in all aspects of its work  
1962 refrain from the practice of segregation based on race, ethnicity,  
1963 gender, disability, affectional or sexual orientation, language,  
1964 citizenship status, economic status, or national origin. This rule is  
1965 not intended to preclude associate member organizations designed  
1966 to benefit groups organized to ensure their fuller participation in the  
1967 larger society and to fulfill their unique spiritual needs.

#### 1968 **Rule 3.7.3. Application for Associate Membership.**

1969 Each applicant for membership shall submit with its application:

1970 (a) an attested copy of its charter and, unless it is included in the  
1971 charter, an attested copy of its purposes, objectives, and  
1972 bylaws;

1973 (b) the approximate number of members in the organization;

1974 (c) a list of principal officers with their personal mail addresses  
1975 and the principal mail address of the organization;

1976 (d) a financial statement showing income and expenses for the  
1977 latest fiscal year preceding the date of filing and showing  
1978 assets, liabilities and net worth as of the end of such fiscal  
1979 year;

1980 (e) the dates upon which its governing board met during the  
1981 twelve months immediately preceding the date of filing;

1982 (f) any yearly reports of its governing body and its principal  
1983 officers sent to members during the twelve months  
1984 immediately preceding the date of filing;

1985 (g) evidence that it enjoys tax exempt status:

1986 (1) under Section 501(c)(3) of the U.S. Internal Revenue  
1987 Code of 1954;

1988 (2) as a registered charity as provided for in the Income  
1989 Tax Act (Canada); or

1990 (3) under the laws of the country governing the applicant's  
1991 tax status;

- 1992 (h) if the applicant does not enjoy tax exempt status, the reason  
1993 or reasons it does not;
- 1994 (i) a statement outlining the intended use of associate  
1995 membership, if granted, and the goals and objectives of the  
1996 organization that will be served by such use;
- 1997 (j) a statement outlining what advantage it is believed there  
1998 would be to the Association and to the furtherance of the  
1999 principles of the Association outlined in Bylaw Section C- 2.2;
- 2000 (k) any other information which the Board of Trustees of the  
2001 Association shall require; and
- 2002 (l) The contribution contemplated by Rule 3.7.10.

2003 **Rule 3.7.4. Annual Report.**

2004 Except in the year when it is admitted to membership, each  
2005 associate member shall send to the Association on or before April  
2006 30 (i) an annual report which shall include the data required by  
2007 subsections (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other  
2008 information which the Board of Trustees shall require and (ii) the  
2009 contribution contemplated by Rule 3.7.10. If an associate member  
2010 fails to comply with the provisions of this Rule, the Board of  
2011 Trustees shall at its next regular meeting consider a finding of non-  
2012 compliance and the termination of the associate membership status  
2013 of such organization.

2014 **Rule 3.7.5. Report of Changes.**

2015 Each associate member shall send the Association an attested  
2016 copy of any changes in its charter, purposes, objectives, or bylaws  
2017 as soon as any such changes are made, and shall notify the  
2018 Association immediately of any change in its tax exempt status.

2019 **Rule 3.7.6. Representation of Associate Membership.**

2020 No organization shall claim or represent in any manner that it is an  
2021 associate member of the Association until such membership is  
2022 voted by the Board of Trustees; and if and when any organization's  
2023 associate membership expires or it is terminated, that organization  
2024 shall immediately cease to claim, represent or imply in any manner  
2025 that it is an associate member of the Association.

2026 **Rule 3.7.7. Mailing List.**

2027 Each associated member shall place the Association on its regular  
2028 mailing list.

2029 **Rule 3.7.8. Additional Criteria for Admission.**

2030 Before granting associate membership, the Board of Trustees shall  
2031 determine that the granting of such associate membership is likely  
2032 to be of substantial benefit to the Unitarian Universalist movement.

2033 **Rule 3.7.9. Yearly Grant of Associate Membership.**

2034 Associate membership for all new or existing associate members  
2035 shall be granted by the Board of Trustees for a designated one-year  
2036 period or portion thereof.

2037 **Rule 3.7.10. Associate Member Contributions.**

2038 The contribution required to be submitted with an application for  
2039 associate membership is \$500 for any applicant whose budget for  
2040 the twelve months preceding its application for associate  
2041 membership was \$1,000,000 or more and \$250 for any applicant  
2042 whose budget for the twelve months preceding its application for  
2043 associate membership was less than \$1,000,000. The contribution  
2044 required to be submitted with an associate member's annual report  
2045 is \$500 for any associate member whose budget for the twelve  
2046 months preceding the due date of the annual report was \$1,000,000

2047 or more and \$250 for any associate member whose budget for the  
2048 twelve months preceding the due date of the annual report was less  
2049 than \$1,000,000.

2050 **Section C-3.8. Independent Affiliate Organizations.**

2051 **Rule 3.8.1. Application for Independent Affiliate Status.**

2052 Each applicant for independent affiliate status shall submit with its  
2053 application:

- 2054 (a) an attested copy of its charter, and, unless it is included in the  
2055 charter, an attested copy of its purposes, objectives, and  
2056 bylaws;
- 2057 (b) the number of members or member groups in the  
2058 organization;
- 2059 (c) a list of the principal officers with their personal mail  
2060 addresses, congregation membership or congregation where  
2061 settled if the officer is a fellowshipped minister serving a  
2062 Unitarian Universalist congregation, and the principal mail  
2063 address of the organization;
- 2064 (d) the contribution contemplated by rule 3.8.9;
- 2065 (e) a financial statement showing income and expenses for the  
2066 latest fiscal year preceding the date of filing and showing  
2067 assets, liabilities and net worth as of the end of such fiscal  
2068 year;
- 2069 (f) the dates upon which its governing board met during the  
2070 twelve months immediately preceding the date of filing;
- 2071 (g) any yearly reports of its governing body and its principal  
2072 officers sent to members during the twelve months  
2073 immediately preceding the date of filing;
- 2074 (h) evidence of whether it enjoys tax exempt status:
- 2075 (1) under Section 501(c)(3) of the U.S. Internal Revenue  
2076 Code of 1954;
- 2077 (2) as a registered charity as provided for in the Income  
2078 Tax Act (Canada); or
- 2079 (3) under the laws of the country governing the applicant's  
2080 tax status;
- 2081 (i) if the applicant does not enjoy tax exempt status, the reason  
2082 or reasons it does not;
- 2083 (j) a statement outlining how its purpose, mission and structure  
2084 models interdependence through engagement with our  
2085 member congregations, coordination or collaboration of effort  
2086 and resources; and a statement outlining how the  
2087 organization supports the transformation of institutions and  
2088 our world to be aligned with those values expressed in our  
2089 Principles; and
- 2090 (k) any other information which the Board of Trustees of the  
2091 Association shall require.

2092 **Rule 3.8.2. Non-Segregation.**

2093 Each independent affiliate organization shall in all aspects of its  
2094 work refrain from the practice of segregation based on race,  
2095 ethnicity, gender, disability, affectional or sexual orientation,  
2096 language, citizenship status, economic status, or national origin.  
2097 This rule is not intended to preclude independent affiliate  
2098 organizations designed to benefit groups organized to ensure their  
2099 fuller participation in the larger society and to fulfill their unique  
2100 spiritual needs.

2101 **Rule 3.8.3. Annual Contribution and Report.**

2102 Except in the year when it is admitted to independent affiliate status,  
2103 each independent affiliate organization shall send the Association  
2104 on or before April 30 (i) an annual report which shall include the  
2105 data required by subsections (b), (c), (f), (g) and (h) of Rule 3.8.1  
2106 and any other information which the Board of Trustees shall require  
2107 and (ii) the contribution contemplated by Rule 3.8.9. If an  
2108 independent affiliate organization fails to comply with the provisions  
2109 of this Rule, the Board of Trustees shall at its next regular meeting  
2110 consider a finding of non-compliance and the termination of the  
2111 independent affiliate status of such organization.

2112 **Rule 3.8.4. Report of Changes.**

2113 Each independent affiliate organization shall send the Association  
2114 an attested copy of any changes in its charter, purposes, objectives,  
2115 or bylaws as soon as any such changes are made and shall notify  
2116 the Association immediately of any change in its tax-exempt status.

2117 **Rule 3.8.5. Representation of Independent Affiliate**  
2118 **Status.**

2119 No organization shall claim or represent in any manner that it is an  
2120 independent affiliate with the Association until such status is voted  
2121 by the Board of Trustees; and if and when any organization's  
2122 independent affiliate status expires or it is terminated, that  
2123 organization shall immediately cease to claim, represent or imply in  
2124 any manner that it is affiliated with the Association.

2125 **Rule 3.8.6. Mailing List.**

2126 Each independent affiliate organization shall place the Association  
2127 on its regular mailing list.

2128 **Rule 3.8.7. Additional Criteria for Admission.**

2129 Before granting independent affiliate status, the Board of Trustees  
2130 shall determine that such affiliation is likely to be of substantial  
2131 benefit to the Unitarian Universalist movement.

2132 **Rule 3.8.8. Yearly Grant of Independent Affiliate Status.**

2133 Independent affiliate status for all new or existing independent  
2134 affiliate organizations shall be granted by the Board of Trustees for  
2135 a designated one-year period or portion thereof.

2136 **Rule 3.8.9. Independent Affiliate Contributions.**

2137 The contribution required to be submitted with an application for  
2138 independent affiliate status and with an independent affiliate's  
2139 annual report is \$100.

2140 **RULE IV General Assembly**

2141 **Section 4.6. Notice of Meetings.**

2142 **Rule 4.6.1. Mailing of Notice.**

2143 Notice of each regular and special General Assembly shall be given  
2144 not less than sixty days before the date thereof to each certified  
2145 member congregation, associate member organization, and trustee.  
2146 Such notice shall be given by the Secretary or the Recording  
2147 Secretary.

2148 **Rule 4.6.2. Time of Notice.**

2149 Notice so sent shall be sufficient if mailed at Boston,  
2150 Massachusetts, sixty days before any such General Assembly,  
2151 addressed to the persons who according to the records of the  
2152 Association are entitled thereto hereunder and sent to the  
2153 addresses which appear on said records. When the Secretary in  
2154 their absolute discretion finds it desirable and practicable, a copy of

2155 the notice shall be inserted in the denomination's publication most  
2156 widely circulated within the denomination, in the issue which will be  
2157 circulated as near to sixty days before the General Assembly as  
2158 possible.

2159 **Rule 4.6.3. Content of Notice.**

2160 Such notice shall contain the date, time, and place where the  
2161 General Assembly is to be held and shall state only that the  
2162 business to be transacted will be set forth in the official agenda  
2163 issued in accordance with the Bylaws. Such agenda need not  
2164 accompany the notice. The original of such notice shall be signed  
2165 by the Secretary or Recording Secretary and be made a part of the  
2166 minutes of the General Assembly to which it pertains. The  
2167 signature of the Secretary or Recording Secretary on copies of any  
2168 such notice may be printed or typewritten.

2169 **Section C-4.7. Voting.**

2170 **Rule G-4.7.1. Recording the Vote on Resolutions.**

2171 The vote on resolutions shall be recorded as having been adopted:

2172 (a) unanimously; or

2173 (b) by a vote of two-thirds or more; or

2174 (c) by a specified vote for or against.

2175 When any resolution is reported by the Association, the recorded  
2176 vote on each resolution shall be included.

2177 **Section C-4.9. Accreditation of Delegates.**

2178 **Rule G-4.9.1. Number of Delegates.**

2179 The Secretary of the Association shall, consistent with the Bylaws of  
2180 the Association, determine the number of delegates to which each  
2181 certified member congregation and associate member organization  
2182 is entitled. The determinations of the Secretary may be appealed to  
2183 the Board of Trustees.

2184 **Rule 4.9.1A. Merged, Consolidated, or Dissolved**  
2185 **Congregations.**

2186 In the event a certified member congregation dissolves or merges  
2187 or consolidates with another congregation subsequent to its filing  
2188 the certified member certification form prescribed by Rule 3.5.1, any  
2189 delegate credentials outstanding on the date of dissolution or  
2190 merger or consolidation are thereby rendered null and void. In the  
2191 event of merger or consolidation, the merged or consolidated  
2192 certified member congregation shall be entitled during the current  
2193 fiscal year of the Association to the number of delegate credentials  
2194 that reflects the total membership of the merged or consolidated  
2195 congregation or to the number of delegate credentials that the  
2196 certified member congregations merging or consolidating would  
2197 have been entitled to but for the merger or consolidation, whichever  
2198 is less.

2199 **Rule 4.9.2. Settled Ministers.**

2200 A settled minister for the purpose of accreditation as a delegate  
2201 pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a  
2202 certified member congregation in compensated ministerial activities  
2203 which constitute fifty percent or more of a typical work schedule or  
2204 (b) a community minister who (1) maintains active involvement in  
2205 such congregation; (2) has written agreement with the  
2206 congregation; (3) is in affiliation with the congregation; and (4) is  
2207 compensated for community ministry work which constitutes fifty  
2208 percent or more of a typical work schedule recognized by the  
2209 congregation as ministry. A congregation is entitled to the number  
2210 of accredited community minister delegates equal to the number of



2211 delegates to which it is entitled under Bylaw Section 4.8(a). A  
2212 minister emeritus/a shall previously have settled in such  
2213 congregation as described in this Rule. A certified member  
2214 congregation shall certify in writing that its minister delegates meet  
2215 the criteria for minister in accordance with this Rule.

2216 **Rule G-4.9.3. Mailing of Credential Cards.**

2217 Not less than forty-five days prior to each General Assembly, the  
2218 Secretary of the Association shall send to each certified member  
2219 congregation and associate member organization entitled to be  
2220 represented by delegates the proper number of delegate  
2221 credentials. The Secretary shall also furnish trustees with  
2222 credentials.

2223 **Rule 4.9.4. Issuance of Duplicate Credential Card.**

2224 If a person who has been duly constituted a delegate arrives at a  
2225 General Assembly without a properly executed Credential Card, the  
2226 person may apply to the Secretary of the Association, or to one or  
2227 more persons designated by the Secretary, for a special certificate  
2228 of accreditation. The application shall be in writing on a form  
2229 provided by the Secretary of the Association. It shall be signed by  
2230 the applicant under the penalties of perjury. The certificate shall  
2231 contain at least the following:

2232 (a) the name of the congregation or associate member  
2233 organization involved;

2234 (b) in the case of a delegate representing a member  
2235 congregation other than a settled minister or emerita/us  
2236 minister or an accredited director of religious education, a  
2237 statement that the applicant is a member of that  
2238 congregation; or in the case of a delegate representing an  
2239 associate member organization, a statement that the  
2240 applicant is a member of a certified member congregation;

2241 (c) a statement that the person was designated as a delegate  
2242 under established procedures of the congregation or is a  
2243 settled minister or emerita/us minister thereof or is an  
2244 accredited director of religious education employed in the  
2245 congregation, or was designated as a delegate of an  
2246 associate member organization; and

2247 (d) a brief statement as to why the applicant is not able to  
2248 present an official and properly executed accrediting card.

2249 **Rule 4.9.5. Alternate Delegates.**

2250 Each certified member congregation may, in accordance with its  
2251 own Bylaws or procedures, designate alternate delegates to any  
2252 General Assembly in such number, not in excess of the number of  
2253 delegates to which it is entitled, as it may determine. Alternate  
2254 delegates shall be members of the certified member congregation  
2255 they represent. All alternates appointed must be provided by the  
2256 member congregation with a certification of their appointment  
2257 signed by an officer of the congregation.

2258 **Rule G-4.9.6. Delegate Status.**

2259 Delegates and alternates may be designated to attend each  
2260 General Assembly to be held in any fiscal year of the Association or  
2261 only a particular General Assembly as each member congregation  
2262 shall determine.

2263 **Rule 4.9.7. Issuance of Alternate Credentials.**

2264 In order to be issued credentials admitting the alternate as a  
2265 delegate to the General Assembly, the alternate must present such  
2266 certification and credential card and delegate badge of the delegate  
2267 for whom such person is serving as alternate.

2268 **Rule G-4.9.8. Payment of Registration Fee.**

2269 All delegates, alternates and trustees must pay a registration fee in  
2270 order to be admitted to the floor and vote at the General Assembly.

2271 **Rule 4.9.9. Amount of Fees.**

2272 The registration fee shall be set by the Board of Trustees.

2273 **Section 4.12. UUA Statements of Conscience and**  
2274 **Study/Action Issues for Social Justice.**

2275 **Rule G-4.12.1. Report of Comments on UUA Statements**  
2276 **of Conscience.**

2277 The Commission on Social Witness shall report to the General  
2278 Assembly in summary fashion those comments on UUA Statements  
2279 of Conscience submitted to it by member congregations.

2280 **Rule G-4.12.2. Study/Action Issues for Social Justice.**

2281 The Commission on Social Witness shall prepare (and the Board of  
2282 Trustees shall include with the Tentative Agenda) a report  
2283 summarizing the numbers and topics of the proposed  
2284 Congregational Study/Action Issues submitted by the certified  
2285 member congregations and sponsored organizations as defined in  
2286 Section 4.12(a)(1), and the criteria which it used in selecting  
2287 proposed Congregational Study/Action Issues included in the  
2288 Congregational Poll. Each proposed Congregational Study/Action  
2289 Issue that appears on the Tentative Agenda shall be accompanied  
2290 by previous General Resolutions, actions and statements on related  
2291 issues, with dates (if applicable), and the names or number of  
2292 congregations submitting issues included within such proposed  
2293 Congregational Study/Action Issue.

2294 **Rule G-4.12.3 Report on Implementation of UUA**  
2295 **Statements of Conscience.**

2296 The UUA Administration shall report at each regular General  
2297 Assembly regarding implementation of UUA Statements of  
2298 Conscience with particular reference to the most recently adopted  
2299 Statement of Conscience. Such report shall summarize  
2300 implementation by member congregations, UUA staff and other  
2301 Unitarian Universalist groups.

2302 **Rule 4.12.4 Mini-Assembly on UUA Statement of**  
2303 **Conscience**

2304 During the regular General Assembly referred to in Section  
2305 4.12(d)(1), a mini-assembly shall be held during which the proposed  
2306 amendments to the revised UUA Statement of Conscience shall be  
2307 accepted in writing. All such amendments shall be made available  
2308 in writing to the General Assembly. The Commission on Social  
2309 Witness shall finalize the UUA Statement of Conscience, and the  
2310 chairperson of the Commission on Social Witness, in consultation  
2311 with the moderator of the General Assembly, the parliamentarian  
2312 and legal counsel, shall prioritize unincorporated amendments for  
2313 consideration by the General Assembly.

2314 **Section 4.16. Additions to the Agenda of Regular**  
2315 **General Assemblies.**

2316 **Rule G-4.16.1. General Assembly Actions of Immediate**  
2317 **Witness, and Responsive Resolutions.**

2318 The Moderator shall take such steps as the Moderator considers  
2319 practical to advise delegates and other persons or bodies as early  
2320 as possible, preferably in writing, of the contents of any actions or  
2321 resolutions presented to the General Assembly which are not on the  
2322 Final Agenda and which are admitted to the agenda pursuant to  
2323 Article IV, Section 4.16 of the Bylaws; and some time shall be

2324 scheduled when the sponsor(s) of the action(s) or resolution(s) can  
2325 discuss the action or resolution with those interested.

#### 2326 **Section 4.18. Agenda Rules.**

##### 2327 **Rule G-4.18.1. Notice to Member Congregations and** 2328 **Districts.**

2329 By November 1 whenever in the fiscal year the General Assembly  
2330 opens in June, otherwise not less than two hundred and ten days  
2331 before each regular General Assembly, each certified member  
2332 congregation shall be notified of the dates for submitting items for  
2333 the Tentative and Final Agenda, the procedure to be followed, and  
2334 the forms to be used.

##### 2335 **Rule G-4.18.2. Business Resolutions and Study/Action** 2336 **Issues for Social Justice.**

2337 A Study/Action Issue for Social Justice is one that deals with issues  
2338 of public policy within the province of the Department of Faith in  
2339 Action. A Business Resolution directly involves the administration  
2340 and structure of the Association.

2341 Any resolution submitted which, taken as a whole, has as its  
2342 purpose the making of a statement of social concern or principle  
2343 shall be deemed to be a Study/Action Issue for Social Justice.

2344 A Study/Action Issue for Social Justice or a UUA Statement of  
2345 Conscience appearing on the Final Agenda shall not be amended  
2346 so as to become a Business Resolution.

##### 2347 **Rule G-4.18.3. Congregational Poll.**

2348 At the time of the mailing of the Tentative Agenda, each certified  
2349 member congregation shall be requested to report by February 1,  
2350 on a form provided, whether it recommends or does not recommend  
2351 for action by the General Assembly the Business Resolutions,  
2352 proposed Congregational Study/Action Issues in the first Cycle year  
2353 and draft UUA Statements of Conscience in the Fourth Cycle year,  
2354 or any additional years thereto pursuant to Section 4.12(d)(2)  
2355 appearing on the Tentative Agenda, including the alternative  
2356 versions of Business Resolutions (if any) submitted by the Board of  
2357 Trustees. The recommendation with respect to each proposed  
2358 resolution or issue must be certified by the minister, clerk or  
2359 president of that congregation as being within the procedures of that  
2360 congregation. Only a Business Resolution which a majority of the  
2361 congregations voting on the resolution recommends for the action  
2362 shall be eligible to be included on the Final Agenda from the  
2363 Congregational Poll. If there is more than one version of a  
2364 Business Resolution on the Tentative Agenda, the subject of the  
2365 resolution shall be considered a single item on the Tentative  
2366 Agenda and the Congregational Poll. All versions shall be listed  
2367 consecutively within that item. An aye vote by a congregation for  
2368 one or more versions shall be counted an aye vote for inclusion of a  
2369 resolution on the subject in the Final Agenda. If support for the  
2370 subject matter of the resolution is sufficient to make it eligible for  
2371 inclusion on the Final Agenda, the version that receives the highest  
2372 number of votes by the participating congregations shall be the one  
2373 eligible for inclusion on the Final Agenda. From the Business  
2374 Resolutions eligible from the Congregational Poll, the Board of  
2375 Trustees shall include on the Final Agenda not more than the eight  
2376 Business Resolutions receiving the highest number of  
2377 "recommended for action" votes on the Congregational Poll. The  
2378 Board of Trustees may also include on the Final Agenda alternative  
2379 versions of Business Resolutions which are germane to those  
2380 selected through the Congregational Poll. In the first Cycle year,  
2381 the Board of Trustees also shall include on the Final Agenda not  
2382 more than the five proposed Congregational Study/Action Issues  
2383 receiving a majority of votes and the highest number of

2384 "recommended for action" votes on the Congregational Directives  
2385 for General Assembly Action, provided that at least twenty-five  
2386 percent (25%) of the congregations participated in the ballot vote for  
2387 such proposed Congregational Study/Action Issues. If the number  
2388 of proposed Congregational Study/Action Issues recommended for  
2389 action in the Congregational Poll exceeds five and there is more  
2390 than one such issue in fifth position as a result of a tie vote, all  
2391 issues in fifth position shall be referred to the Final Agenda by the  
2392 Commission on Social Witness. In the fourth Cycle year, or any  
2393 additional years thereto pursuant to Section 4.12(d)(2), the Board of  
2394 Trustees shall further include on the Final Agenda a proposed UUA  
2395 Statement of Conscience, provided that at least twenty-five percent  
2396 (25%) of the congregations participated in the ballot vote for such  
2397 draft UUA Statement of Conscience. A report of the vote by which  
2398 each resolution on the Tentative Agenda was or was not  
2399 "recommended for action" shall be included on the Final Agenda.  
2400 All Business Resolutions that are included on the Final Agenda  
2401 shall be discussed during the General Assembly in a mini-  
2402 assembly.

##### 2403 **Rule 4.18.4. Matters Submitted by Districts**

2404 In the event that a proposed amendment to a Rule or to a Business  
2405 Resolution that was submitted by a district is to be considered at a  
2406 General Assembly, the district that submitted the proposed  
2407 amendment or resolution may, in accordance with its own  
2408 procedures, designate a representative to speak in support of the  
2409 amendment or resolution at the General Assembly. The  
2410 representative must be provided by the district with a certification of  
2411 the representative's appointment signed by an officer of the district.

##### 2412 **Section 4.19. Rules of Procedure.**

###### 2413 **Rule G-4.19.1. Adoption of Rules of Procedure.**

2414 The Board of Trustees shall offer rules of procedure for adoption at  
2415 the first session of each General Assembly.

##### 2416 **RULE V Committees of the Association**

2417 No existing rules applicable to Article V.

##### 2418 **RULE VI Board of Trustees**

###### 2419 **Section 6.4. Election of Trustees.**

2420 No existing rules applicable to Section 6.4.

###### 2421 **Section 6.6. Qualification of Trustees.**

###### 2422 **Rule 6.6.1. Multiple Memberships.**

2423 For purposes of applying the Bylaw provision that no more than one  
2424 trustee shall be a member of the same member congregation, a  
2425 person holding membership in more than one member congregation  
2426 shall be treated as being a member only of that member  
2427 congregation whose services such person most regularly attends.  
2428 The Secretary shall make any determinations required by this rule,  
2429 subject to appeal to the Board of Trustees, with the affected trustee  
2430 or trustees not voting.

###### 2431 **Rule 6.6.2. Implementation of Section 6.6.**

2432 If at the close of a General Assembly election, the results are such  
2433 that, except for the provisions of Section 6.6, more than one person  
2434 from the same congregation would serve at the same time on the  
2435 Board of Trustees,

2436 (a) if the conflict arises solely from the election just held, the  
2437 Secretary of the Association shall thereupon declare that the  
2438 persons so elected are disqualified and that the offices to

2439 which they have been so elected are vacant and are to be  
2440 filled as provided in the Bylaws.

2441 (b) if the conflict arises because one person from a congregation  
2442 is already serving on the Board of Trustees and another  
2443 person from that congregation has just been so elected, the  
2444 Secretary of the Association shall declare that the person just  
2445 elected is disqualified and the office to which such person has  
2446 been elected is vacant and that the vacancy is to be filled as  
2447 provided in the Bylaws.

## 2448 **RULE VII Committees of the Board of Trustees**

2449 No existing rules applicable to Article VII.

## 2450 **RULE VIII Officers of the Association**

### 2451 **Section 8.1. Officers Enumerated.**

#### 2452 **Rule 8.1.1. Officers Enumerated.**

2453 The appointed salaried officers of the Association shall include an  
2454 Executive Vice President.

#### 2455 **Section 8.11. Executive Vice President.**

##### 2456 **Rule 8.11.1. Executive Vice President.**

2457 The Executive Vice President shall have responsibility under the  
2458 President for the administrative affairs of the Association and shall  
2459 perform such other duties as may be assigned to such officer.

#### 2460 **Section 8.17. Other Appointed Officers.**

##### 2461 **Rule 8.17. Other Appointed Officers.**

2462 The members serving without pay on the Ministerial Fellowship  
2463 Committee, Finance Committee, and Investment Committees are  
2464 designated as officers of the Association for the purposes, only, of  
2465 carrying out their duties as members of such committees. The  
2466 powers and duties of such members are as defined in the Bylaws,  
2467 Rules, and Policies adopted by the Board of Trustees.

## 2468 **RULE IX Nominations and Elections**

### 2469 **Section 9.4. Nomination by Nominating Committee.**

#### 2470 **Rule G-9.4.1. Report of the Nominating Committee.**

2471 (a) Any person who applies to the Nominating Committee for  
2472 nomination for the position of Financial Advisor or trustee  
2473 shall submit by the application deadline a one-page statement  
2474 of qualifications.

2475 (b) The report of the Nominating Committee required by Section  
2476 9.4(d) may be mailed to certified member congregations,  
2477 associate member organizations, and trustees either  
2478 electronically or in hard copy. The report shall promptly be  
2479 posted on the Association's website. The report shall include  
2480 the statement of qualifications submitted by each nominee for  
2481 Financial Advisor or trustee.

#### 2482 **Section 9.11. Counting of Ballots.**

##### 2483 **Rule G-9.11.1. Tie Vote-Elected Committee Position.**

2484 If a tie vote occurs in filling an elected position when only one  
2485 person is to be elected and when ranked voting is not being used,  
2486 or occurs in filling a slate when the slate cannot be completed  
2487 without resolving the tie, then a candidate or candidates shall be  
2488 eliminated by random draw to determine the winner.

##### 2489 **Rule G-9.11.2. Tie Vote- Ranked Voting.**

2490 Should there be a tie for the fewest number of first preference  
2491 votes, including mail ballots, then among these, the candidate with  
2492 the fewest number of second preference votes shall be eliminated.  
2493 Should a tie persist, the procedure shall continue with third  
2494 preference votes, et cetera. Should a tie still persist, the candidate  
2495 with the fewest number of original first preference votes, shall be  
2496 eliminated. Should a tie still persist, the procedures shall continue  
2497 with original second preference votes, et cetera. Should a tie still  
2498 persist, a candidate shall be eliminated by random draw.

### 2499 **Section 9.13. Rules for Nominations and Elections.**

#### 2500 **Rule G-9.13.1. Election Preparation.**

2501 Unless no voting is required according to Section 9.9(a), prior to  
2502 each regular General Assembly at which an election is to be held,  
2503 the Secretary shall prepare the voting system and ballots which  
2504 shall include the names of all candidates who have been nominated  
2505 for office in accordance with these Bylaws and whose nomination is  
2506 contested by at least one other candidate. Voting instructions shall  
2507 be sent with each credential issued by the Secretary.

#### 2508 **Rule G-9.13.2. Order of Candidate Names.**

2509 In elections held by the Association, the order of names shall be  
2510 determined by the Secretary; provided, however, that the order of  
2511 names for elections to the Board of Trustees, other than Youth  
2512 trustee, shall be by Board position number first, and then as  
2513 determined above. For electronic voting, candidates shall be listed  
2514 in random order for each separate ballot.

#### 2515 **Rule G-9.13.3. Write-ins Prohibited.**

2516 In any election, the use of stickers or the writing in of the name of  
2517 any person shall not be permitted and no vote so attempted shall be  
2518 counted.

#### 2519 **Rule G-9.13.4. Mail Ballots.**

2520 A mailed paper ballot shall be counted only if accompanied by a  
2521 valid credential of the person casting the ballot.

#### 2522 **Rule G-9.13.5. Voting at General Assembly.**

2523 A person shall be qualified to vote at General Assembly only if that  
2524 person presents to the Secretary of the Association or those  
2525 employed by them a valid credential plus a badge issued to that  
2526 person and containing the same name as the name on the  
2527 credential.

#### 2528 **Rule G-9.13.6. Campaigns for Elective Office.**

2529 Each candidate for an at-large elective position may submit to the  
2530 Association a campaign statement. The Association will post  
2531 electronically the statements of all candidates. Notice of the posting  
2532 shall be distributed to the congregations with the absentee  
2533 ballots and electronically, and to the delegates as a part of the final  
2534 agenda.

#### 2535 **Rule G-9.13.7. Length of Campaigns for President and 2536 Moderator.**

2537 (a) Campaigns for President and Moderator may appropriately  
2538 begin with small campaign committee organizational  
2539 meetings and mass mailing letters no earlier than November 1  
2540 of the second year preceding the election.

2541 (b) Active campaigning and solicitation of endorsements shall not  
2542 begin prior to January 1 of the year preceding these elections.

2543 (c) No electioneering (defined as publicly announced meetings,  
2544 rallies or exploratory events) of any sort shall occur at the

2545 General Assembly two years preceding the elections for  
2546 President and Moderator. Private meetings about campaign  
2547 organization that take place outside of General Assembly-  
2548 booked meeting spaces are permissible.

2549 **Rule G-9.13.8 Campaign Finances Disclosures and**  
2550 **Limitations.**

2551 Candidates for UUA President are limited to spending no more than  
2552 \$100,000 on their campaign for election. No single donor, including  
2553 the candidate themselves and any organization or group, may  
2554 contribute more than \$5,000 in total, to a presidential campaign. In-  
2555 kind donations of greater than \$500 equivalent cash value are  
2556 reportable, but do not count against these totals.

2557 All candidates for at-large elective positions shall keep detailed and  
2558 accurate records of:

2559 (a) their campaign expenses (stated in United States dollars) by  
2560 categories of travel, postage, telephone, printing and other  
2561 such categories as seem appropriate; and

2562 (b) the number of contributors to their campaigns, including the  
2563 number of contributors in each of the following categories:

2564 (1) under \$50.00;

2565 (2) \$50.00 to \$250.00;

2566 (3) \$251.00 to \$1,000.00;

2567 (4) over \$1,000; and

2568 (5) In-kind donations with an equivalent cash value of \$500  
2569 or more.

2570 No candidate for any elective position shall solicit or knowingly  
2571 accept any contribution that is given through a tax-exempt entity  
2572 with the purpose of conferring tax-exempt status to the contribution  
2573 to which it would not otherwise be entitled. Such exempt entities  
2574 include but are not limited to member congregations, associate  
2575 member organizations and independent UUA affiliates.

2576 The names of contributors shall be disclosed. Each such report  
2577 shall identify by name any member congregation, associate  
2578 member organization or independent affiliate of the Association and  
2579 any other tax exempt organization (including specifically, but without  
2580 limitation to, any minister's discretionary fund or similar account)  
2581 that has made any contribution to the campaign and shall state the  
2582 amount of each such contribution. Such reports shall be filed with  
2583 the Secretary of the Association. A preliminary report shall be due  
2584 at the close of the first day of the regular General Assembly at  
2585 which the election occurs. A final report shall be due 60 days  
2586 thereafter. The Secretary shall, upon written request from a  
2587 member of a member congregation, furnish such information from  
2588 these reports as requested. These reports shall be made available  
2589 for inspection by any member of a member congregation at the  
2590 principal offices of the Association and shall be brought by the  
2591 Secretary to the next General Assembly and made available for  
2592 inspection there by any delegate.

2593 **Rule G-9.13.9. Separation of Campaigns from Conduct**  
2594 **of Official Business.**

2595 (a) When running for office, candidates shall be prohibited from  
2596 engaging in any electioneering or campaigning during the  
2597 conduct of official business of the Unitarian Universalist  
2598 Association.

2599 (b) Financial accounting and bookkeeping procedures shall be  
2600 established which make it explicit that no monies of the

2601 Association were used in the financing of a candidate's  
2602 campaigning or electioneering activities.

2603 **Rule G-9.13.10 Election Campaign Practices**  
2604 **Committee.**

2605 (a) An Election Campaign Practices Committee is hereby  
2606 established and shall consist of three persons to be appointed  
2607 by the Board of Trustees for a term of two years each, and  
2608 the Secretary, ex-officio, without vote. The Board shall  
2609 designate one of the appointed members to chair the  
2610 Committee. The appointed members' terms shall begin at the  
2611 close of General Assembly in odd-numbered years. The  
2612 Board may appoint an individual to fill a vacancy in  
2613 membership of the Committee; persons appointed to fill a  
2614 vacancy shall serve the balance of the vacating member's  
2615 term. Persons appointed to the Committee shall remain  
2616 neutral in elections held while they are serving and shall not  
2617 engage in electioneering. Persons who seek nomination  
2618 pursuant to Bylaw Sections 9.4, 9.5, or 9.6 are ineligible to  
2619 serve on the Committee once they begin seeking nomination,  
2620 and shall be deemed to have resigned from the Committee  
2621 effective upon seeking nomination if they are then serving.

2622 (b) The duties of the Election Campaign Practices Committee  
2623 shall be:

2624 (1) to distribute the campaign practices guidelines and  
2625 financial disclosure rules to candidates for at-large  
2626 elective positions not later than thirty days after  
2627 nomination by the nominating committee or receipt of  
2628 petition;

2629 (2) to receive and consider written complaints of alleged  
2630 violations of such guidelines or rules; if the committee  
2631 finds probable cause to establish that a violation exists,  
2632 to notify a candidate or a number of candidates how  
2633 they may voluntarily comply with guidelines or rules and  
2634 how long they have to do so; to attempt to mediate  
2635 disputes arising from such complaints; and, if no  
2636 satisfactory resolution of a complaint is achieved, to  
2637 adjudicate the dispute and report the adjudication in  
2638 writing to the candidates affected;

2639 (3) to hold such hearings as may, at the Committee's  
2640 discretion, be necessary or desirable to carry out the  
2641 intent of subsection 2 above; and

2642 (4) to report on its activities and any recommendations it  
2643 may have to the Board of Trustees at its October  
2644 meeting following the elections.

2645 (c) If compliance to an adjudicated decision is not implemented  
2646 by the stated deadline, the Committee is authorized to block  
2647 or remove Association-subsidized privileges from the  
2648 candidate's campaign.

2649 Candidates adjudicated to be in serious violation of Rule G-  
2650 9.13.6(c) may have their names removed from the ballot. Any such  
2651 action pursuant to rule G-9.13.10(c) shall be reported to the Board  
2652 and to the General Assembly. Such adjudication by the ECPC  
2653 would be subject to automatic review by the Board Executive  
2654 Committee according to the provisions of Rule G-9.13.10(d).

2655 (d) Any candidate aggrieved by the Committee's adjudication  
2656 may, within ten days of the mailing of the adjudication, appeal  
2657 in writing to the Executive Committee of the Board of  
2658 Trustees, which shall have exclusive jurisdiction to hear and  
2659 determine such an appeal. The Executive Committee shall  
2660 report its decision on the appeal in writing to the affected

2661 candidates as expeditiously as feasible. The Executive  
2662 Committee of the Board of Trustees is authorized to issue any  
2663 order or ruling it deems appropriate in connection with such a  
2664 decision.

2665 (e) Any member of the Executive Committee of the Board of  
2666 Trustees who is a candidate for UUA elective office shall not  
2667 participate in any manner in the determination of any appeal  
2668 from an adjudication of the Election Campaign Practices  
2669 Committee.

## 2670 **RULE X Finance and Contracts**

### 2671 **Section 10.1. Annual Budget.**

#### 2672 **Rule G-10.1.1 Presentation of Association Budget.**

2673 At each regular General Assembly the Board of Trustees shall  
2674 present budgets for both the Current Fiscal Year and the  
2675 Succeeding Fiscal Year. Current Fiscal Year means the fiscal year  
2676 of the Association which has just begun or which is about to begin  
2677 at the time when the Assembly is held. Succeeding Fiscal Year  
2678 means the year following the Current Fiscal Year.

#### 2679 **Rule G-10.1.2. Expense Categories.**

2680 (a) Expense estimates in budgets presented by the Board shall  
2681 be broken down by major categories or functions in such  
2682 manner as the Board shall determine.

2683 (b) The Current Fiscal Year budget shall contain a separate  
2684 expense category provision for contingencies, the amount of  
2685 which shall be a minimum of 3% of the total of all unrestricted  
2686 expense categories, exclusive of the provision for  
2687 contingencies.

#### 2688 **Rule G-10.1.3. Estimated Income.**

2689 Income amounts in the budget for the Current Fiscal Year shall  
2690 represent the Board's best estimates of income from all sources.  
2691 Income from the Annual Fund as so estimated shall be an amount  
2692 which is not more than 7 percent greater than the actual Annual  
2693 Fund income of the fiscal year preceding the Current Fiscal Year.  
2694 In the budget for the Succeeding Fiscal Year, income from the  
2695 Annual Fund shall be estimated at an amount which represents the  
2696 Board's best estimate of the achievable results for such year.

#### 2697 **Rule G-10.1.4. Procedures for Budget Consideration.**

2698 Any action by a General Assembly with respect to budgets shall be  
2699 taken under the following procedure:

2700 (a) A budget hearing shall be held as part of the General  
2701 Assembly program at a time when the Assembly is not in  
2702 formal business session.

2703 (b) Main motions concerning budgets which are to be made in a  
2704 formal business session shall be filed in writing with a person  
2705 or persons designated by the Moderator as early as possible  
2706 prior to or during the General Assembly but in any event on or  
2707 before the day prior to the Business Session at which the  
2708 proposed motion will be in order for adoption. The Moderator  
2709 shall take such steps as the Moderator considers practical to  
2710 advise delegates and other persons or bodies as early as  
2711 possible, preferably in writing, of the contents of the motions  
2712 so filed.

2713 (c) Any action with respect to the budget for the Current Fiscal  
2714 Year calling for increased spending in any category shall  
2715 provide for equivalent reductions in other categories of  
2716 spending and specify the categories in which such reductions  
2717 are to be made.

2718 (d) No action may be taken with respect to the Current Fiscal  
2719 Year budget which shall be inconsistent with either Rule G-  
2720 10.1.2(b) or G-10.1.3.

### 2721 **Rule G-10.1.5. Board of Trustees Report.**

2722 At each General Assembly the Board of Trustees shall make an  
2723 accounting of its actions taken since the preceding General  
2724 Assembly with respect to any budget votes of the preceding  
2725 General Assembly.

### 2726 **Section 10.8. Contracts and Securities.**

#### 2727 **Rule 10.8.1. Contracts and Securities.**

2728 The Executive Vice President may sign and attest deeds,  
2729 mortgages, contracts, and other documents to which the  
2730 Association is a party.

## 2731 **RULE XI Ministry**

### 2732 **Section 11.2. Ministerial Fellowship Committee.**

#### 2733 **Rule 11.2. Ministerial Fellowship Committee.**

2734 The rules of the Ministerial Fellowship Committee are printed  
2735 separately and are available on request.

### 2736 **Section 11.8 Procedure on Appeal.**

#### 2737 **Rule 11.8. Procedure on Appeal.**

2738 The rules of the Ministerial Fellowship Board of Review are  
2739 available on request.

## 2740 **RULE XII Religious Education Credentialing**

## 2741 **RULE XIII Regional Organizations**

### 2742 **Section C-13.2. Establishment.**

#### 2743 **Rule G-13.2.1. Establishing Districts or Regions.**

2744 (a) Authority to recognize a new district or region as a unit of the  
2745 UUA, or to remove that recognition, shall reside with the  
2746 General Assembly; provided, however, that a district or region  
2747 may request that the UUA cease to recognize it without  
2748 approval from the General Assembly. The UUA Secretary  
2749 shall maintain a current list of the districts and regions of the  
2750 UUA as recognized by the General Assembly.

2751 (b) Each district or region shall be composed of the  
2752 congregations assigned to that district or region by the Board  
2753 of Trustees

2754 (c) The boundaries of each district or region encompass the  
2755 areas served by its member congregations.

2756 (d) Upon application to the Board of Trustees and after notice  
2757 and an opportunity to be heard is afforded the affected  
2758 districts or regions, a congregation may change its district or  
2759 regional membership with approval of the Board of Trustees.

2760 (e) The Map of Districts and Regions published on the UUA  
2761 Website contains boundaries that are an approximation only  
2762 of the boundary lines determined pursuant to subparagraph  
2763 (c) above and are intended primarily as a guide for the newly  
2764 admitted congregation in determining its membership.

2765 (f) Transition Provision. The amendments to Rule G-13.2.1  
2766 deleting the Central Midwest, Heartland, and Prairie Star  
2767 Districts shall not become effective until those Districts  
2768 dissolve. This transition provision shall automatically be

2769 deleted from the bylaws following the first regular General  
2770 Assembly occurring after all of those districts have dissolved.

2771

2772 **RULE XIV Rules**

2773 **Section 14.4. Miscellaneous Rules.**

2774 **Rule G-14.4.1. Performance of Acts.**

2775 When the last day for the performance of any act required under the  
2776 Bylaws or Rules falls on a Saturday, Sunday, or a day which is a  
2777 legal holiday in the place where the act is to be performed, the act  
2778 may be performed on the next succeeding business day.

2779 **Rule G-14.4.2. Receipt of Documents.**

2780 When any ballot, petition, notice, document, or material of any kind  
2781 whatsoever is required to be filed with, delivered to, or received by  
2782 the Association or an officer, board, committee, or agent thereof on  
2783 or before a certain day, the same shall be considered to have been  
2784 so filed, delivered, or received only if it is postmarked seven days  
2785 prior to said certain day or actually received at the office of the  
2786 Association at 24 Farnsworth Street, Boston, MA 02210, on an  
2787 earlier day or not later than 5:00 p.m. on said certain day.

2788 **RULE XV Amendments**

2789 **Section 15.2. Submission of Proposed Amendments.**

2790 **Rule G-15.2.1. Form of Submission.**

2791 A proposed amendment to the Bylaws submitted by certified  
2792 member congregations or a district must include:

- 2793 (a) the Article and Section which it is proposed to amend or  
2794 repeal;
- 2795 (b) a concise summary of the principal arguments on which the  
2796 proponents rely; and
- 2797 (c) other Articles (or Sections) or "G" Rules affected by the  
2798 proposed amendment and proposed text of any necessary  
2799 conforming amendments and "G" Rules.

2800

2801 Unitarian Universalist Association was given corporate status in  
2802 May 1961 under special acts of legislature of The Commonwealth of  
2803 Massachusetts and the State of New York. See Chapter 148 of the  
2804 acts of 1960 of the Massachusetts legislature and Chapter 827 of  
2805 the Acts of 1960 of the New York legislature. Copies of said Acts  
2806 are attached to the minutes of the organizing meeting of the  
2807 Association held in Boston, Massachusetts, in May 1961 and also  
2808 are printed in the 1961-62 Directory of the Association.