UNITARIAN UNIVERSALIST ASSOCIATION

BYLAWS AND RULES
as amended through
FEBRUARY 14, 2022

Hard copy of these Bylaws and Rules available from
the Office of the UUA Executive Vice President
(617) 742-2100
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.
ARTICLE I Name

Section C-1.1. Name.

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

ARTICLE II Principles and Purposes

Section C-2.1. Principles.

We, the member congregations of the Unitarian Universalist 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 in our congregations;
15. A free and responsible search for truth and meaning;
16. The right of conscience and the use of the democratic process within our congregations and in society at large;
17. The goal of world community with peace, liberty and justice for all;
18. Respect for the interdependent web of all existence of which we are a part.
19. The living tradition which we share draws from many sources:
20. Direct experience of transcending mystery and wonder, affirmed in all cultures, which moves us to a renewal of the spirit and to creative participation in this reality;
21. Words and deeds of prophetic people which challenge us to confront powers and structures of evil with justice, compassion, and the transforming power of love;
22. Wisdom from the world's religions which inspires us in our ethical and spiritual life;
23. Jewish and Christian teachings which call us to respond to God's love by loving our neighbors as ourselves;
24. Humanist teachings which counsel us to heed the guidance of reason and the results of science, and warn us against idolatries of the mind and spirit;
25. Spiritual teachings of Earth-centered traditions which celebrate the sacred circle of life and instruct us to live in harmony with the rhythms of nature.
26. Grateful for the religious pluralism which enriches and ennobles our faith, we are inspired to deepen our understanding and expand our vision. As free congregations we enter into this covenant, promising to one another our mutual trust and support.

Section C-2.2. Purposes.

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

Section C-2.3. Inclusion.

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

Section C-2.4. Freedom of Belief.

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

ARTICLE III Membership

Section C-3.1. Member Congregations.

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

Section C-3.2. Congregational Polity.

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

*Section C-3.3. Admission to Membership.

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

Section 3.4. Church of the Larger Fellowship.

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

*Section C-3.5. Certification of Membership.

90. A member congregation shall be recognized as certified during the fiscal year of the Association in which it becomes a member and during each subsequent fiscal year in which it established that it conducted regular religious services; held at least one business meeting of its members, elected its own officers and maintained adequate records of membership; and made a financial contribution to the Association.

99. Member congregations must furnish the Association with a report of their activities showing compliance with subsections (a) and (b) above.
Compliance with subsection (c) above shall be determined by appropriate financial records of the Association. A member congregation shall also be considered to be certified for that part of any particular current fiscal year which precedes the deadline established by the Board of Trustees for submitting proof of compliance with subsections (a) and (b) above if during the next preceding fiscal year such a congregation made a financial contribution to the Association and filed the report required by this Section during that year.

A member congregation which has not been certified for three consecutive fiscal years shall be deemed inactive and placed in an "inactive congregation" category. The Board of Trustees shall make rules to carry out the intent of this Section and shall determine which member congregations meet the requirements set forth herein for any fiscal year of the Association.

Section C-3.6. Termination of Membership.

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

(a) the congregation in question, whenever possible; and

(b) the President of the district or region in which the congregation is located or such other authorized official as the district or region designates in writing to the Association.

Section C-3.7. Associate Member Qualifications.

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

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

Section C-3.8. Independent Affiliate Organizations.

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

Section C-3.9. Autonomy of Associate Member Organizations and Independent Affiliate Organizations.

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

Section C-3.10. Members of Member Congregations.

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

ARTICLE IV General Assembly

Section C-4.1. Meetings of the Association.

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

Section C-4.2. Powers and Duties.

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

Section C-4.3. Regular General Assembly.

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

Section C-4.4. Special General Assembly.

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

Section C-4.5. Place of Meeting.

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

Section C-4.6. Notice of Meetings.

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

Section C-4.7. Voting.

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

Each delegate and trustee shall have only one vote, even if present in more than one capacity. Proxy voting is prohibited except when the amendment being processed is an amendment of the articles of organization.
**Section 4.8. Delegates.**

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

<table>
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<tr>
<th>Membership of Member Congregation</th>
<th>Member Delegates</th>
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| Over 500                          | One for each additional 50 members or fraction thereof.

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

(b) Minister Delegates and Religious Education Director Delegates. Each certified member congregation is also entitled to be represented at each General Assembly by the ordained minister or ministers in ministerial fellowship with the Association settled in such congregation, and by the religious educators who are active members of the Liberal Religious Educators Association and employed in such congregation. In addition, each certified member congregation is also entitled to be represented at each General Assembly by any minister emeritus or minister emerita of such congregation in ministerial fellowship with the Association and by any religious educator emeritus or emerita designated as such by a vote at a meeting of the member congregation not less than six months prior to the General Assembly, provided that any such minister has been settled previously in such congregation, and any such religious educator emeritus or emerita who has been previously employed in such congregation.

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

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

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

**Section 4.10. Quorum.**

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

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

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

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

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

(c) items referred by the preceding General Assembly;

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

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

1. the Board of Trustees or the Executive Committee;

2. not less than fifteen certified member congregations by action of their governing boards or their congregations; or

3. a petition by not less than 250 members of certified member congregations with no more than 10 members of any one congregation counted as part of the 250;

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

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

315 Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be received by the Board of Trustees by February 1 whenever the 317 regular General Assembly opens in June. If the General Assembly opens in a month other than June, the Business Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be received no later than 110 days before the date set for the opening of that General 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 (c) not less than 50 certified member congregations by action of
463 their governing boards or their congregations, with no more
464 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 of
484 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 writing and filed with the Chair of the Commission on
495 Social Witness or the Commission’s designee by the
496 deadline established by the Commission and
497 announced on the UUA website and through UUA
498 communications.
499 (c) Responsive Resolutions may be admitted to the agenda of a
500 regular General Assembly and acted upon.
501 (1) A Responsive Resolution is a resolution made in
502 response to a substantive portion of a report by an
503 officer or committee reporting to a regular General
504 Assembly.
505 (2) Affirmation of a Responsive Resolution shall be by
506 two-thirds
507 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.

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.

UUA Bylaws: 5
Section 5.3. Qualifications of Committee Members.

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

Section 5.4. Removal of Committee Member.

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

Section 5.5. Vacancies.

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

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

Section 5.6. Nominating Committee.

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

Section 5.7. Presidential Search Committee.

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

Section 5.8. General Assembly Planning Committee.

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

Section 5.9. Commission on Appraisal.

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

The Commission on Appraisal shall:

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

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

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

Section 5.10. Commission on Social Witness.

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

The duties of the Commission are described in Article IV.

Section 5.11. Board of Review.

Members. The Board of Review shall consist of eight members, as follows:

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

(2) One member who is a Credentialed Religious Educator at the highest level granted by the Religious Education Credentialing Committee;

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

Election and Term. Each term shall be eight years. At each regular General Assembly held in an odd-numbered year there shall be elected one person who is neither a minister nor a credentialed religious educator. At each regular General Assembly held in an odd-numbered year there shall be elected either a minister, as described in subsection (a)(1), above, or a Credentialed Religious Educator at the highest level granted by the Religious Education Credentialing Committee as described in section (a)(2) above. After serving a term in office, a member shall not be eligible for re-election until after an interim of at least eight years.

Qualifications. No member of the Board of Review shall during the term of office be a member of the Ministerial...
665 Section 6.5. Term.
666 (a) Each elected trustee shall be a member of a member congregation. A trustee who ceases to meet these qualifications shall be disqualified and the office declared vacant. Not more than one trustee shall be a member of the same member congregation. If a trustee becomes a member of a member congregation in which another trustee is already a member, such Trustee shall be disqualified and the office declared vacant. The Board of Trustees shall adopt rules for the application of this Section to persons holding membership in more than one member congregation.
667 (b) Youth trustees shall be a member of a member congregation if their congregation allows for youth membership. If their congregation does not allow for youth membership, the President, Minister or Religious Educator of that congregation shall submit a written notice to the Nominating Committee of the Youth trustee's affiliation with the congregation before the person may be nominated to serve as a Youth trustee. A Youth trustee shall not be a Member of or be affiliated with the same congregation as any other trustee.

670 Section 6.4. Election of Trustees.
671 (a) One-third, as nearly as possible, of the non-Youth members of the Board of Trustees shall be elected at each regular General Assembly.
672 (b) The Board of Trustees shall assign a number to each trustee position for the purposes of electing trustees.
673 (c) One Youth Trustee shall be elected at each regular General Assembly.

676 Section 5.14. Time and Place of Meetings.
677 Each committee shall hold meetings at such times and places as it may determine.

679 Section 5.15. Call and Notice of Meetings.
680 Meetings of committees may be called by the presiding officer and shall be called by the presiding officer at the request of a majority of the members of the entire committee. Notice of committee meetings shall be given in writing not less than ten nor more than sixty days before the meeting and shall state the time and place of the meeting.

ARTICLE VI Board of Trustees

686 Section C-6.1. Responsibility.
687 The Board of Trustees shall conduct the affairs of the Association and, subject to these Bylaws, shall carry out the Association's policies and directives as provided by law.

691 Section 6.2. Powers.
692 The Board of Trustees shall act for the Association between General Assemblies.

694 Section 6.3. Membership.
695 The Board of Trustees shall consist of:
696 (a) the President, without vote, the Moderator and the Financial Advisor; and
697 (b) Eleven trustees; and
698 (c) two youth trustees who, as of the date they commence service as trustees, are of high school age, or the equivalent, and are able to complete their term while of high school age.

692 (d) Removal. A member of the Board of Review may be removed without hearing by the vote of six other members, or as provided by Section 5.4.
693 (e) Duties. The duties of the Board of Review are described in Articles XI and XII.

666 Section 5.12. Additional Committees.
667 Additional committees may be created by any General Assembly by adoption of a resolution which shall state the membership, terms, qualification, method of selection, and duties thereof.

670 Section 5.13. Presiding Officer.
671 Each committee shall elect a presiding officer from among its members at its first meeting following the regular General Assembly in each odd-numbered year. In the absence of such election the Board of Trustees may designate a temporary presiding officer from among its members of the committee.

676 Section 5.14. Time and Place of Meetings.
677 Each committee shall hold meetings at such times and places as it may determine.

679 Section 5.15. Call and Notice of Meetings.
680 Meetings of committees may be called by the presiding officer and shall be called by the presiding officer at the request of a majority of the members of the entire committee. Notice of committee meetings shall be given in writing not less than ten nor more than sixty days before the meeting and shall state the time and place of the meeting.

UUA Bylaws: 7
764 Section 6.9. Place of Meeting.
765 The Board of Trustees shall hold its meetings at such places as the
766 Board may determine.

767 Section 6.10. Regular Meetings.
768 Regular meetings of the Board of Trustees shall be held at such
769 times as the Board may determine. No fewer than three regular
770 meetings of the Board shall be held during each fiscal year of the
771 Association.

772 Section 6.11. Special Meetings.
773 Special meetings of the Board of Trustees may be called by the
774 Moderator or President, and shall be called by the Moderator at the
775 request of eight trustees. Notice of special meetings shall be given
776 in writing not less than five nor more than sixty days before the
777 meeting and shall state the agenda, time and place of the meeting.

778 Section 6.12. Waiver of Notice.
779 Notice of a meeting need not be given to any trustee who submits a
780 signed waiver of notice whether before or after the meeting, or who
781 attends the meeting without protesting, prior thereto or at its
782 commencement, the lack of notice.

783 Section 6.13. Quorum.
784 A majority plus one of the entire voting membership of the Board of
785 Trustees shall constitute a quorum for the transaction of business.

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

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

795 ARTICLE VII Committees of the Board of Trustees

796 Section 7.1. Committees of the Board of Trustees.
797 The standing committees of the Board of Trustees shall be:
798 (a) the Executive Committee;
799 (b) the Ministerial Fellowship Committee;
800 (c) the Finance Committee;
801 (d) the Investment Committee;
802 (e) the Religious Education Credentialing Committee; and
803 (f) the Audit Committee.
804 The President shall be a member, without vote, of the Executive
805 Committee, the Finance Committee, and the Investment
806 Committee.

807 Section 7.2. Appointment and Term of Office.
808 Except as otherwise provided, the terms of members of standing
809 committees of the Board of Trustees shall be two years beginning at
810 the close of the regular General Assembly. Members shall be
811 appointed no later than 120 days after the beginning of the term.
812 Members shall take office upon the effective date of their

813 appointment and shall serve until their successors are appointed
814 and qualified.

815 Section 7.3. Removal of Committee Member.
816 Standing committee members appointed by the Board of Trustees
817 serve at the pleasure of the Board and may be removed by it at any
818 time.

819 Section 7.4. Vacancies.
820 A vacancy on any committee of the Board among members
821 appointed by the Board of Trustees shall be filled by it.

822 Section 7.5. Executive Committee.
823 The Executive Committee shall consist of the Moderator, the First
824 Vice Moderator, the Secretary, the Financial Advisor, and the
825 Financial Secretary. The position on the committee occupied by the
826 First Vice Moderator shall be filled by the Second Vice Moderator at
827 any meeting of the committee from which the First Vice Moderator
828 is absent or at which the First Vice Moderator is presiding in the
829 absence of the Moderator. The position on the committee occupied
830 by the Secretary shall be filled by the Assistant Secretary at any
831 meeting of the committee from which the Secretary is absent. The
832 Executive Committee shall conduct the current and ordinary
833 business of the Association between meetings of the Board of
834 Trustees. If between meetings of the Board of Trustees, matters
835 arise which (1) in the opinion of the Executive Committee are not
836 current and ordinary business but in the best interests of the
837 Association must nevertheless be acted upon, or (2) the Executive
838 Committee has been authorized by the Board to be acted upon,
839 then the Executive Committee may act thereon for the Board of
840 Trustees, but only if four or more members vote the action.

841 Section 7.6. Ministerial Fellowship Committee.
842 The Ministerial Fellowship Committee shall consist of no fewer than
843 fourteen members as follows:
844 (a) at least six members who are not ministers appointed by the
845 Board; and
846 (b) at least eight members who are ministers in full fellowship
847 with the Association, four appointed by the Unitarian
848 Universalist Ministers Association and the remainder by the
849 Board.
850 The committee shall have jurisdiction over ministerial fellowship with
851 the Association as provided in Article XI hereof. The Board of
852 Trustees shall designate a person who is not a member of the
853 committee to be its Executive Secretary and keep its records.

854 Section 7.7. INTENTIONALLY DELETED.

855 Section 7.8. Investment Committee.
856 The Investment Committee shall be the Investment Committee of
857 the Unitarian Universalist Common Endowment Fund LLC. The
858 duties of the Investment Committee are set forth in Article X.

859 Section 7.9. Additional Committees.
860 The Board of Trustees may appoint additional committees to serve
861 at its pleasure and shall determine the membership, qualifications,
862 and duties thereof.

863 Section 7.10. Presiding Officer.
864 The Board of Trustees shall appoint one member of each standing
865 committee of the Board to be its presiding officer.

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918 (c) Appointed Salaried Officers. The appointed salaried officers of the Association shall include a Treasurer, and may include one or more vice presidents, assistant treasurers, and such other officers as the Board of Trustees may determine.

922 Section C-8.2. Control by Board of Trustees.

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

926 Section 8.3. Term of Office.

927 (a) Elected Officers. The elected officers shall be elected at a regular General Assembly. The President shall take office no later than 45 days after the close of such General Assembly. All other officers shall take office immediately after the close of such General Assembly.

928 (1) President. The President shall serve for a term of six years and until their successor is elected, qualified and takes office. No President shall serve more than one term; and any partial term of more than two years served by reason of appointment and/or election to office pursuant to subsection 8.7(a) below shall be considered a full term for purposes of this subsection.

929 (2) Moderator. The Moderator shall serve for a term of six years and until their successor is elected and qualified. No Moderator shall serve more than one term; and any partial term of more than two years served by reason of appointment and/or election to office pursuant to subsection 8.7(a) below shall be considered a full term for purposes of this subsection.

930 (3) Financial Advisor. The Financial Advisor shall serve for a term of three years and until their successor is elected and qualified. No Financial Advisor shall serve more than two successive terms; and any partial term of more than two years served by reason of appointment and/or election to office pursuant to subsection 8.7(a) below shall be considered a full term for purposes of this subsection.

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

957 Section 8.4. Qualification of Officers.

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

962 Section 8.5. Removal of Officers.

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

971 (b) Appointed Officers. An appointed officer may be removed by the Board of Trustees at any time.
Section 8.6. Resignation.

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

Section 8.7. Vacancies.

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

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

Section 8.8. Moderator.

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

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

Section 8.9. President.

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

Section 8.10. Financial Advisor.

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

Section 8.11. Executive Vice President.

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

Section 8.12. Vice Moderators.

The Vice Moderator or Moderators shall be elected from among the members of the Board of Trustees by its members. In the absence of the Moderator a Vice Moderator shall preside at meetings and perform the duties of the Moderator. A Vice Moderator shall perform such other duties as may be assigned by the Board.

Event that more than one Vice Moderator is elected, one of the Vice Moderators shall be designated First Vice Moderator.

Section 8.13. Vice Presidents.

Any Vice President appointed shall have such powers and shall perform such duties as may be assigned by the Board of Trustees.

Section 8.14. Secretary.

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

Section 8.15. Treasurer.

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

Section 8.16. Recording Secretary.

The Recording Secretary shall at all times represent the Association on special occasions and shall assist in promoting the welfare of the Association.

Section 8.17. Other Appointed Officers.

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

Section 8.18. Compensation.

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

Section 8.19. Reports by Officers.

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

ARTICLE IX Nominations and Elections

Section 9.1. Elective Positions.

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

Section 9.2. Nomination Procedures.

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

Section 9.3. Notice by Nominating Committee.

On or before August 1 of each year, the Nominating Committee shall notify all certified member congregations in writing of the elective positions and vacancies to be filled at the next regular General Assembly.
Section 9.4. Nomination by Nominating Committee.

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

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

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

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

Section 9.5. Nomination of President and Moderator.

(a) President. The Presidential Search Committee shall submit no fewer than two nominations for the office of President for an election at the end of a presidential term or for a special election. The report of the Presidential Search Committee shall be announced by November 15 of the year before the General Assembly at which there is to be a presidential election, except in the case of a special election, in which case the report of the Presidential Search Committee shall be announced by December 10 of the year before the election.

(b) Moderator. The Board of Trustees shall submit one or more nominations for the office of Moderator for an election at the end of a Moderator term or for a special election. The report of the Board of Trustees shall be announced by November 15 of the year before the General Assembly at which there is to be a Moderator election, except in the case of a special election, in which case the report of the Board of Trustees shall be announced by December 10 of the year before the election.

Section 9.6. Nomination by Petition.

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

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

Section 9.7. Qualifications of Nominees.

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

Section 9.8. Vacancy in Nominations.

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

Section 9.9. Supervision of Elections.

The Secretary shall supervise all elections for elective positions at large. The Secretary may appoint a committee of tellers to count ballots and perform other routine duties. The Secretary shall decide any question arising during such an election concerning: the interpretation of any provision of these Bylaws or of Rules made hereunder relating to election procedures; any procedural problem relating to the election which is not covered by these Bylaws or by the Rules; or the interpretation of the intent of a voter in marking the ballot.

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

Section 9.10. Conduct of Elections at Large.

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

(b) Eligible Voters. Votes shall be cast only by accredited delegates from certified member congregations and certified associate member organizations to the regular General Assembly at which the election is held and by trustees. No person shall cast more than one vote.
Mail Ballots. Accredited delegates may cast their ballots as paper ballots by mail, if they request to do so. Mail ballots can be requested through the Secretary, and shall be requested at least forty-five days prior to the General Assembly at which the election is being held. A mail ballot that is returned must be received by the Secretary by the last business day before the close of voting at General Assembly in order to be counted.

Electronic Voting. Accredited delegates may vote electronically either onsite at General Assembly or remotely. The Secretary shall designate the electronic voting period in the General Assembly meeting announcement and may add more time if justified. Electronic voting systems must be auditable, accessible, and secure.

*Section 9.11. Counting of Ballots.

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

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

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


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


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

ARTICLE X  Finance and Contracts

*Section 10.1. Annual Budget.

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

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

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

*Section 10.3. Duties of Financial Advisor.

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

*Section 10.4 Duties of Treasurer and Assistant Treasurers.

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

*Section C-10.5. Raising of Funds.

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

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

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

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

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

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

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

*Section 10.8. Contracts and Securities.

The President, Secretary, Recording Secretary, Treasurer, and Assistant Treasurer may sign and attest deeds, mortgages, contracts, and other documents to which the Association is a party.
Section C-10.9. Pension System.

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

Section 10.10. Fiscal Year.

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

Section C-10.11. Corporate Seal.

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

Section 10.12. Indemnification of Trustees, Officers, Employees, and Volunteers.

The Association, to the extent legally permissible, shall indemnify any trustee, officer, employee of the Association or volunteer elected by a General Assembly or appointed by the Board of Trustees of the Association to serve the Association, or persons formerly holding such positions, against all liabilities and expenses (including court costs, attorneys' fees, and the amount of any judgment or reasonable settlement, fines and penalties) actually and necessarily incurred by any such person, subsequent to the adoption hereof, in connection with the defense of any claim asserted or threatened to be asserted against any such person, or any action, suit or proceeding in which any such person may be involved as a party, by reason of being or having been such trustee, officer, employee or volunteer or by reason of any action alleged to have been taken or omitted by any such person as such trustee, officer, employee or volunteer, except with respect to any matter as to which they shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that their action was in the best interests of the Association; provided, however, that as to any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise and indemnification therefore shall be approved:

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

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

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

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

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

Section 10.13. Duties of the Audit Committee.

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

ARTICLE XI Ministry

Section C-11.1. Ministerial Fellowship.

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

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

Section 11.2. Ministerial Fellowship Committee.

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

Section 11.3. Admission to Fellowship.

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

Section 11.4. Fellowship Records.

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

Section 11.5. Termination of Fellowship and Administrative Suspension.

The fellowship of a minister may be terminated by the Ministerial Fellowship Committee for unbecoming conduct, incompetence or other specified cause. Full fellowship may be terminated only after
1417 notice by the Committee and opportunity for a Fellowship Review
1418 before the Committee. During an investigation or the pendency of a
1419 complaint, the Ministerial Fellowship Committee may suspend a
1420 minister until a final determination can be made on the minister's
1421 fellowship status.

1422 **Section 11.6. Reinstatement to Fellowship.**

1423 The Ministerial Fellowship Committee may reinstate in or readmit to
1424 fellowship a minister who has previously resigned from fellowship or
1425 whose fellowship has been suspended or terminated.

1426 **Section 11.7. Appeal.**

1427 A minister in full ministerial fellowship whose fellowship is
1428 terminated may appeal the determination of the Ministerial
1429 Fellowship Committee to the Board of Review. The Board of
1430 Review shall have exclusive jurisdiction to hear and decide such
1431 appeals. No other appeal shall be allowed from any decision of the
1432 Ministerial Fellowship Committee.

1433 **Section 11.8. Procedure on Appeal.**

1434 An appeal to the Board of Review may be heard by a panel of the
1435 Board selected as provided in its rules. The Board of Review or its
1436 panel hearing an appeal shall limit its review to an examination of
1437 the Ministerial Fellowship Committee's decision, the information
1438 presented to the Committee, including the documents and other
1439 evidence compiled during the Fellowship Review, and the reasons
1440 articulated by the Ministerial Fellowship Committee for its decision
1441 terminating the minister's fellowship. If the minister requests
1442 consideration of newly discovered evidence not previously
1443 presented to the Ministerial Fellowship Committee, then the matter
1444 shall be returned to the Ministerial Fellowship Committee for
1445 consideration of that evidence before the Board proceeds with the
1446 appeal. These Bylaws and the rules of the Ministerial Fellowship
1447 Committee shall be binding upon the Board of Review or its panel.
1448 The Ministerial Fellowship Committee's determination of fact and/or
1449 credibility will not be overturned unless no reasonable fact finder
1450 could have reached such determination, and disputes of fact are to
1451 be resolved in favor of the Ministerial Fellowship Committee's
1452 determination. The Board of Review or its panel may set aside the
1453 decision of the Ministerial Fellowship Committee only where
1454 necessary to correct or prevent manifest injustice. The Board of
1455 Review or its panel may remand the case in whole or in part to the
1456 Committee or take such other action as may be just. The Board of
1457 Review or its panel shall set forth its finding and conclusions and
1458 will serve upon the affected minister and the Ministerial Fellowship
1459 Committee. The decision shall be entered in the fellowship records
1460 and shall be final and binding upon all parties. No appeal shall be
1461 allowed from the decision of the Board of Review. The Board of
1462 Review shall make rules to carry out the intent of this Section.

1463 **ARTICLE XII Religious Education Credentialing**

1464 **Section 12.1. Religious Education Credentialing.**

1465 Each member congregation has the exclusive right to employ its
1466 own religious educator, but the Association has the exclusive right
1467 to confer on religious educators a religious education credentialing
1468 status with the Association. No religious educator shall be required
1469 to subscribe to any particular creed, belief, or interpretation of
1470 religion in order to obtain and hold religious education credentialing
1471 status.

1472 **Section 12.2. Religious Education Credentialing Committee.**

1473 The Religious Education Credentialing Committee shall have
1474 exclusive jurisdiction over religious education credentialing except
1475 as otherwise provided herein. It shall make rules governing religious
1476 education credentialing, subject to the approval of the Board of
1477 Trustees.

1478 **Section 12.3. Achievement of Religious Education Credentialing Status.**

1479 A religious educator may achieve a religious education credentialing
1480 status by action of the Religious Education Credentialing
1481 Committee, upon complying with the requirements of these Bylaws
1482 and the rules, policies, procedures and requests of the committee.

1483 **Section 12.4. Religious Education Credentialing Levels.**

1484 The Religious Education Credentialing Committee shall adopt rules
1485 related to levels of religious education credentialing.

1486 **Section 12.5. Religious Education Credentialing Records.**

1487 The Executive Secretary of the Religious Education Credentialing
1488 Committee shall maintain up-to-date records of all religious
1489 educators who have achieved a status as a religious educator as
1490 described in Section 12.4 of these bylaws. These records shall be
1491 available only to members of the committee, persons designated by
1492 the Committee, and, in cases of appeals, the Board of Review.

1493 **Section 12.6. Termination or Administrative Suspension of Religious Education Credentialing Status.**

1494 The religious education credentialing status of a religious educator
1495 may be terminated by the Religious Education Credentialing
1496 Committee for unbecoming conduct, incompetence or other
1497 specified cause. Credentialing status may be terminated only after
1498 notice by the Committee and opportunity for a Religious Education
1499 Credentialing Status Review before the Committee. During an
1500 investigation or the pendency of a complaint, the Religious
1501 Education Credentialing Committee may suspend a religious
1502 educator’s credentialing status until a final determination can be
1503 made.

1504 **Section 12.7. Reinstatement of Religious Education Credentialing Status.**

1505 The Religious Education Credentialing Committee may reinstate in
1506 or readmit to religious education credentialing status a religious
1507 educator who has previously resigned from religious education
1508 credentialing status or whose religious education credentialing
1509 status has lapsed, been suspended or terminated.

1510 **Section 12.8. Appeal.**

1511 A religious educator with a religious education credentialing status
1512 whose status is terminated may appeal the determination of the
1513 Religious Education Credentialing Committee to the Board of
1514 Review. The Board of Review shall have exclusive jurisdiction to
1515 hear and decide such appeals. No other appeal shall be allowed
1516 from any decision of the Religious Education Credentialing
1517 Committee.

1518 **Section 12.9. Procedure on Appeal.**

1519 An appeal to the Board of Review shall be heard by a panel of the
1520 Board selected as provided in its rules. The Board of Review or its
1521 panel hearing an appeal shall limit its review to an examination of
1522 the Religious Education Credentialing Committee’s decision,
1528 including the documents and other evidence compiled during the
1529 Religious Education Credentialing Status Review, and the reasons
1530 articulated by the Religious Education Credentialing Committee for
1531 its decision terminating the religious educator’s credentialing status.
1532 If the religious educator requests consideration of newly discovered
1533 evidence not previously presented to the Religious Education
1534 Credentialing Committee, then the matter shall be returned to the
1535 Religious Education Credentialing Committee for consideration of
1536 that evidence before the Board proceeds with the appeal. These
1537 Bylaws and the rules of the Religious Education Credentialing
1538 Committee shall be binding upon the Board of Review or its panel.
1539 The Religious Education Credentialing Committee’s determination
1540 of fact and/or credibility will not be overturned unless no reasonable
1541 fact finder could have reached such determination, and disputes of
1542 fact are to be resolved in favor of the Religious Education
1543 Credentialing Committee’s determination.
1544 The Board of Review or its panel may set aside the decision of the
1545 Religious Education Credentialing Committee only where necessary
1546 to correct or prevent manifest injustice. The Board of Review or its
1547 panel may remand the case in whole or part to the Religious
1548 Education Credentialing Committee or take such other action as
1549 may be just. The Board of Review or its panel shall set forth its
1550 finding and conclusions and shall be communicated to the affected
1551 religious educator and the Religious Education Credentialing
1552 Committee. The decision shall be entered in the religious education
1553 credentialing records and shall be final and binding upon all parties.
1554 No appeal shall be allowed from the decision of the Board of
1555 Review. The Board of Review shall make rules to carry out the
1556 intent of this Section.

ARTICLE XIII Regional Organizations
1557
1558 Section C-13.1. Districts and Regions.
1559 The Association shall support areas of regional responsibility known
1560 as districts or regions.
1561 *Section C-13.2. Establishment.
1562 The establishment of districts or regions and the manner of
1563 determining which congregations are included in each district or
1564 region shall be in accordance with rules adopted by the General
1565 Assembly.
1566
1567 Section C-13.3. Members.
1568 All member congregations of the Association located within the
1569 district or region shall be entitled to be member congregations of
1570 that district or region.
1571 *Section C-13.4. Autonomy.
1572 Each district or region shall be autonomous and shall be controlled
1573 by its own member congregations to the extent consistent with the
1574 promotion of the welfare and interests of the Association as a whole
1575 and of its member congregations.
1576 Section C-13.5. District and Region Bylaws.
1577 Each district or region shall adopt bylaws or policies which are not
1578 in conflict with these Bylaws.

ARTICLE XIV Rules

1579 Section C-14.1. Adoption and Amendment of Rules by
1580 General Assemblies.
1581 A General Assembly may adopt Rules not inconsistent with these
1582 Bylaws. Adoption or amendment of Rules by a General Assembly
1583 shall be by two-thirds vote. Each Rule adopted by a General
1584 Assembly shall be identified by a “G” preceding its Rule number. A
1585 General Assembly may amend or repeal Rules adopted by prior
1586 General Assemblies or by the Board of Trustees, if the proposed
1587 Rules or amendments have been placed on the agenda. Rules and
1588 amendments thereto shall be submitted for inclusion on the agenda
1589 in the same manner as other resolutions. The provisions of this
1590 Section 14.1 do not apply to the Rules of Procedure contemplated
1591 by Section 4.19.
1592
1593 Section 14.2. Adoption and Amendment of Rules by the
1594 Board of Trustees.
1595 The Board of Trustees may adopt Rules not inconsistent with these
1596 Bylaws and with Rules adopted by General Assemblies and may
1597 amend or repeal its Rules.

ARTICLE XV Amendment

1598 Section C-15.1. Amendment of Bylaws.
1599 (a) Amendments to Bylaws. These Bylaws may be amended by
1600 a two-thirds vote at a regular General Assembly if a proposed
1601 amendment has been placed on the agenda; provided, however, that proposals to amend, repeal, or add a new
1602 section of these Bylaws whose section number is preceded
1603 by a “C” (hereinafter a “C Bylaw”) shall be governed by
1604 subsections (b) or (c) hereof.
1605 (b) Amendments to C Bylaws Other Than in Article II. A
1606 proposal to amend, repeal or add a new C Bylaw, other than
1607 those C Bylaws in Article II of these Bylaws, shall be subject
1608 to a two-step approval process.
1609 (1) Such proposals must be placed on the agenda of a
1610 regular General Assembly and approved preliminarily by
1611 a majority vote at such regular General Assembly.
1612 Following such preliminary approval, the proposal to
1613 amend, repeal or add a new C Bylaw shall be placed on
1614 the agenda of the next regular General Assembly for final
1615 adoption. Final adoption shall require a two-thirds vote.
1616 (2) The text of a proposed amendment which has been
1617 approved by one General Assembly, may be amended at
1618 any time prior to final adoption. If the Moderator rules that
1619 the amendment to the proposal is substantive, final
1620 adoption shall only be by a subsequent General
1621 Assembly except that any such proposal that has been
1622 under consideration for final approval at three successive
1623 regular General Assemblies shall not be subject to
1624 substantive amendment and shall be submitted to a vote
1625 for final approval at the third such regular General
1626 Assembly.
1627 (3) Such a proposal which, on any vote for final adoption,
1628 receives a majority but not a two-thirds vote, shall be
1629 placed on the agenda of the next regular General
1630 Assembly, at which it may be finally adopted if it receives
1631 the requisite approval. If the proposal is not passed by a
1632 two-thirds vote at the third regular General Assembly at
1633 which it is considered for final approval, neither the proposal nor another proposal that is substantively similar

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shall be placed on the agenda of the next regular General Assembly.

Amendments to C Bylaws in Article II. A proposal to amend, repeal or add a new C Bylaw in Article II of these Bylaws shall be subject to the following process:

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

(2) A motion to dispense with the study process and give preliminary approval to a proposal to amend, repeal or add a new C Bylaw in Article II shall be in order during the General Assembly at which consideration of a motion to refer the proposal to the study process is authorized. A motion to dispense with the study process shall require a four-fifths vote for passage. Such a proposal shall then be placed on the agenda of the next regular General Assembly for final adoption without amendment. Final adoption shall require a two-thirds vote.

(3) At the first General Assembly following the completion of the study process, amendments to the Article II proposal may be considered only as follows:

(i) During the General Assembly there shall be a mini-assembly held during which amendments to the Article II proposal recommended by the study commission shall be considered.

(ii) A delegate may submit in writing at the mini-assembly an amendment to an Article II proposal. All such amendments shall be made available in writing to the General Assembly. The Moderator, in consultation with the chair of the study commission, the parliamentary and legal counsel shall prioritize proposed amendments for consideration by the General Assembly. A majority vote of the General Assembly is required for approval of any amendment proposed in the mini-assembly.

(iii) Following the vote on any amendments proposed in the mini-assembly, the General Assembly shall vote on any amendments proposed by the Board of Trustees. A majority vote is required to adopt such amendments. Following the vote on all amendments, the General Assembly shall vote on preliminary approval of the Article II proposal. A majority vote is required for preliminary approval.

(iv) If no amendments proposed in the mini-assembly are adopted by the General Assembly pursuant to subsection (c)(3)(ii) above, the Article II proposal shall be submitted for final approval to the next regular General Assembly. Final approval requires a two-thirds vote of the General Assembly. No amendments may be considered.

(v) If one or more amendments proposed in the mini-assembly are adopted by the General Assembly, the Article II proposal shall be referred to the study commission. Within six months after the close of the General Assembly, the study commission, taking into account the decisions of the General Assembly, shall prepare the proposal to amend Article II. The Board of Trustees shall put this proposal on the agenda of the next regular General Assembly.

(4) At the next regular General Assembly following the process described in subsection (c)(3)(v), above, the Article II proposal is subject to amendment only by a three-fourths vote in favor of an amendment submitted to the General Assembly in writing by the Board of Trustees or a minimum of fifteen (15) certified congregations, as described in Section 15.2 of these Bylaws. Final approval of the Article II proposal requires a two-thirds vote of the General Assembly.

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

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

Section 15.2. Submission of Proposed Amendment.

Proposed amendments to these Bylaws may be submitted only by:

(a) the Board of Trustees;
(b) the General Assembly Planning Committee;
(c) the Commission on Appraisal;
(d) not less than fifteen certified member congregations by action of their governing boards or their congregations; such proposed amendments to Bylaws must be received by the Board of Trustees on February 1 whenever the regular General Assembly opens in June; otherwise, not less than 110 days before the General Assembly; or
(e) a district or region by official action at a duly called meeting at which a quorum is present, such proposed amendment to be received by the Board of Trustees on February 1 whenever the regular General Assembly opens in June; otherwise, not less than 110 days before the next General Assembly. In a
district or region that does not maintain a formal governance structure, a meeting for this purpose may be convened by vote of the governing bodies or membership of at least fifteen congregations in that district or region in good standing with the UUA. A quorum for such a meeting shall require that at least one-third of the congregations of the district or region be represented by one or more formally credentialed delegates.

RULES* of the UNITARIAN UNIVERSALIST ASSOCIATION

RULE I  Name

No existing rules applicable to Article I.

RULE II  Principles and Purposes


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

(a) providing advance notice of dates and locations of regular business meetings, and making agendas, reports and minutes available promptly;
(b) providing avenues for comment on issues on the meetings’ agendas;
(c) accommodating observers at regular business meetings, with the exception of executive sessions.

Rule G-2.3.  Non-discrimination.

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

RULE III  Membership

Section C-3.3.  Admission to Membership.

Rule 3.3.1.  New Congregations.

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

Rule 3.3.2.  Procedure for Admission.

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

The application shall include:

(a) a statement that the applicant subscribes to the principles of the Association and pledges itself to support the Association;
(b) a copy of the articles of incorporation or other organizing documents and the bylaws of the applicant;
(c) the names and addresses of the charter members sufficient in number to satisfy the minimum membership requirements; and
(d) an initial payment in an amount of no less than the Fair Share contribution to the Association’s Annual Program Fund, prorated for the portion of the Association’s fiscal year remaining as of the date of application.

Rule 3.3.3.  Membership Requirements for Admission.

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

Rule 3.3.4.  Multiple Local Congregations.

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

Rule 3.3.5.  Rules and Regulations for New Congregations.

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

The Association will neither initiate nor recognize such a new congregation until after the Association has consulted by mail or by interview with any member congregation or congregations located in the same geographic area. Such consultation shall include a request for letters from the presiding officer of the congregation’s governing board and minister of such congregation(s) stating judgment regarding the establishment and/or recognition of the new congregation.

The Association may proceed to assist in organizing or recognizing the new congregation despite local protest or objection if the Association believes that such action is in the best interests of the entire movement and that it will strengthen the total Unitarian Universalist position in the community.

Rule 3.3.5.  Rules and Regulations for New Congregations.

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

(a) In receiving the application of a new congregation for membership in the Association, the Congregational Services staff shall satisfy itself that the group is making its application in good faith and that it will make a sincere effort to carry out

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### UUA Bylaws: 18

1867 the purposes of the Association. (See specifically Article II of the Bylaws.)

1868

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

1870 All member congregations must be congregational in polity; the final authority to make decisions must be vested in the legal membership of the congregation.

1871 (c) Member congregations shall project and embark upon a balanced program of religious activity including adult worship and/or discussion and when feasible establishment of a church school in the Unitarian Universalist tradition.

1872 (d) New congregations are expected to establish and maintain cooperative relations with Unitarian Universalist agencies, as appropriate and feasible.

1873 (e) A congregation should be incorporated when possible under the laws of the state in which it exists. A congregation shall include in its articles of incorporation or other organizing documents a clause providing that the assets of the congregation will be transferred upon dissolution to the Association. Notwithstanding the foregoing, if a congregation obtains the prior written consent of the Association’s Board of Trustees, the congregation may name an organization that is affiliated with the Association (such as a district, camp, conference center or other congregation) as the recipient of the congregation’s assets upon dissolution.

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

1897 The order of administrative procedure:

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

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

1902 U.S. Congregations – District President

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

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

1910 Section C-3.5. Certification of Membership.

1911 Rule 3.5.1. Required Annual Report.

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

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

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

1941 Rule 3.5.2. Inactive Congregations

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

1945 This process includes:

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

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

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

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

1957 Section C-3.7. Associate Member Organizations.

1958 Rule 3.7.1. Limitation of Associate Membership.

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


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

1969 Rule 3.7.3. Application for Associate Membership.

1970 Each applicant for membership shall submit with its application:

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

1973 (b) the approximate number of members in the organization;
1975 (c) a list of principal officers with their personal mail addresses and the principal mail address of the organization;
1976
1977 (d) a financial statement showing income and expenses for the latest fiscal year preceding the date of filing and showing assets, liabilities and net worth as of the end of such fiscal year;
1978
1979
1980
1981 (e) the dates upon which its governing board met during the twelve months immediately preceding the date of filing;
1982
1983 (f) any yearly reports of its governing body and its principal officers sent to members during the twelve months immediately preceding the date of filing;
1984
1985
1986 (g) evidence that it enjoys tax exempt status:
1987 (1) under Section 501(c)(3) of the U.S. Internal Revenue Code of 1954;
1988 (2) as a registered charity as provided for in the Income Tax Act (Canada); or
1989 (3) under the laws of the country governing the applicant’s tax status;
1990
1991 (h) if the applicant does not enjoy tax exempt status, the reason or reasons it does not;
1992 (i) a statement outlining the intended use of associate membership, if granted, and the goals and objectives of the organization that will be served by such use;
1993
1994 (j) a statement outlining what advantage it is believed there would be to the Association and to the furtherance of the principles of the Association outlined in Bylaw Section C.2.2;
1995
1996
1997
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1999 (k) any other information which the Board of Trustees of the Association shall require; and
2000
2001 (l) The contribution contemplated by Rule 3.7.10.
2002
2003
2005 Except in the year when it is admitted to membership, each associate member shall send to the Association an annual report which shall include the data required by subsections (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other information which the Board of Trustees shall require and (ii) the contribution contemplated by Rule 3.7.10. If an associate member fails to comply with the provisions of this Rule, the Board of Trustees shall at its next regular meeting consider a finding of non-compliance and the termination of the associate membership status.
2006
2008 Each associate member shall place the Association on its regular mailing list.
2009 Rule 3.7.6. Representation of Associate Membership.
2010 A person applying for independent affiliate status shall submit with its application:
2011 (a) an attested copy of its charter, and, unless it is included in the charter, an attested copy of its purposes, objectives, and bylaws;
2012 (b) the number of members or member groups in the organization;
2013 (c) a list of the principal officers with their personal mail addresses, congregation membership or congregation where settled if the officer is a fellowshipped minister serving a Unitarian Universalist congregation, and the principal mail address of the organization;
2014 (d) the contribution contemplated by rule 3.8.9;
2015 (e) a financial statement showing income and expenses for the latest fiscal year preceding the date of filing and showing assets, liabilities and net worth as of the end of such fiscal year;
2016
2017 (f) the dates upon which its governing board met during the twelve months immediately preceding the date of filing;
2018 (g) any yearly reports of its governing body and its principal officers sent to members during the twelve months immediately preceding the date of filing;
2019 (h) evidence of whether it enjoys tax exempt status:
2020 (1) under Section 501(c)(3) of the U.S. Internal Revenue Code of 1954;
2021 (2) as a registered charity as provided for in the Income Tax Act (Canada); or

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2080 (3) under the laws of the country governing the applicant's
tax status;  
2081
2082 (i) if the applicant does not enjoy tax exempt status, the reason
or reasons it does not;  
2083
2084 (j) a statement outlining how its purpose, mission and structure
models interdependence through engagement with our
member congregations, coordination or collaboration of effort
resources; and a statement outlining how the
organization supports the transformation of institutions and the
our world to be aligned with those values expressed in our
Principles; and
2090
2091 (k) any other information which the Board of Trustees of the
2092 Association shall require.

2093 Rule 3.8.2. Non-Segregation.

2094 Each independent affiliate organization shall in all aspects of its
2095 work refrain from the practice of segregation based on race,
2096 ethnicity, gender, disability, affectional or sexual orientation,
2097 language, citizenship status, economic status, or national origin.
2098 This rule is not intended to preclude independent affiliate
2099 organizations designed to benefit groups organized to ensure their
2100 fuller participation in the larger society and to fulfill their unique
2101 spiritual needs.

2102 Rule 3.8.3. Annual Contribution and Report.

2103 Except in the year when it is admitted to independent affiliate status,
2104 each independent affiliate organization shall send the Association
2105 on or before April 30 (i) an annual report which shall include the
2106 data required by subsections (b), (c), (f), (g) and (h) of Rule 3.8.1
2107 and any other information which the Board of Trustees shall require
2108 and (ii) the contribution contemplated by Rule 3.8.9. If an
2109 independent affiliate organization fails to comply with the provisions
2110 of this Rule, the Board of Trustees shall at its next regular meeting
2111 consider a finding of non-compliance and the termination of the
2112 independent affiliate status of such organization.


2114 Each independent affiliate organization shall send the Association
2115 an attested copy of any changes in its charter, purposes, objectives,
2116 or bylaws as soon as any such changes are made and shall notify
2117 the Association immediately of any change in its tax-exempt status.

2118 Rule 3.8.5. Representation of Independent Affiliate
2119 Status.

2120 No organization shall claim or represent in any manner that it is an
2121 independent affiliate with the Association until such status is voted
2122 by the Board of Trustees; and if and when any organization's
2123 independent affiliate status expires or it is terminated, that
2124 organization shall immediately cease to claim, represent or imply in
2125 any manner that it is affiliated with the Association.

2126 Rule 3.8.6. Mailing List.

2127 Each independent affiliate organization shall place the Association
2128 on its regular mailing list.

2129 Rule 3.8.7. Additional Criteria for Admission.

2130 Before granting independent affiliate status, the Board of Trustees
2131 shall determine that such affiliation is likely to be of substantial
2132 benefit to the Unitarian Universalist movement.


2134 Independent affiliate status for all new or existing independent
2135 affiliate organizations shall be granted by the Board of Trustees for
2136 a designated one-year period or portion thereof.


2138 The contribution required to be submitted with an application for
2139 independent affiliate status and with an independent affiliate's
2140 annual report is $100.

2141 RULE IV General Assembly

2142 Section 4.6. Notice of Meetings.

2143 Rule 4.6.1. Mailing of Notice.

2144 Notice of each regular and special General Assembly shall be given
2145 not less than sixty days before the date thereof to each certified
2146 member congregation, associate member organization, and trustee.
2147 Such notice shall be given by the Secretary or the Recording
2148 Secretary.

2149 Rule 4.6.2. Time of Notice.

2150 Notice so sent shall be sufficient if mailed at Boston,
2151 Massachusetts, sixty days before any such General Assembly,
2152 addressed to the persons who according to the records of the
2153 Association are entitled thereto hereunder and sent to the
2154 addresses which appear on said records. When the Secretary in
2155 their absolute discretion finds it desirable and practicable, a copy of
2156 the notice shall be inserted in the denomination's publication most
2157 widely circulated within the denomination, in the issue which will be
2158 circulated as near to sixty days before the General Assembly as
2159 possible.

2160 Rule 4.6.3. Content of Notice.

2161 Such notice shall contain the date, time, and place where the
2162 General Assembly is to be held and shall state only that the
2163 business to be transacted will be set forth in the official agenda
2164 issued in accordance with the Bylaws. Such agenda need not
2165 accompany the notice. The original of such notice shall be signed
2166 by the Secretary or Recording Secretary and be made a part of the
2167 minutes of the General Assembly to which it pertains. The
2168 signature of the Secretary or Recording Secretary on copies of any
2169 such notice may be printed or typewritten.

2170 Section C-4.7. Voting.

2171 Rule G-4.7.1. Recording the Vote on Resolutions.

2172 The vote on resolutions shall be recorded as having been adopted:
2173 (a) unanimously; or
2174 (b) by a vote of two-thirds or more; or
2175 (c) by a specified vote for or against.

2176 When any resolution is reported by the Association, the recorded
2177 vote on each resolution shall be included.

2178 Section C-4.9. Accreditation of Delegates.

2179 Rule G-4.9.1. Number of Delegates.

2180 The Secretary of the Association shall, consistent with the Bylaws of
2181 the Association, determine the number of delegates to which each
2182 certified member congregation and associate member organization
2183 is entitled. The determinations of the Secretary may be appealed to
2184 the Board of Trustees.
Rule 4.9.1A. Merged, Consolidated, or Dissolved Congregations.

In the event a certified member congregation dissolves or merges or consolidates with another congregation subsequent to its filing of its current fiscal year of the Association to the number of delegate credentials provided by the Secretary of the Association. It shall be signed by more persons designated by the Secretary, for a special certificate person may apply to the Secretary of the General Assembly without a properly executed Credential Card, the statement that the applicant is a member of a certified member congregation merging or consolidating would include at least the following:

(a) a minister engaged by a certified member congregation in compensated ministerial activities which constitute fifty percent or more of a typical work schedule or (b) a community minister who (1) maintains active involvement in such congregation; (2) has written agreement with the congregation; (3) is in affiliation with the congregation; and (4) is compensated for community ministry work which constitutes fifty percent or more of a typical work schedule recognized by the congregation as ministry. A congregation is entitled to the number of accredited community minister delegates equal to the number of delegates to which it is entitled under Bylaw Section 4.8(a). A minister emeritus/a shall previously have settled in such congregation as described in this Rule. A certified member or emerita/us minister of an accredited director of religious education employed in the congregation, or was designated as a delegate of an associate member organization; and a brief statement as to why the applicant is not able to present an official and properly executed accrediting card.

Rule 4.9.5. Alternate Delegates.

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

Rule G-4.9.6. Delegate Status.

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


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

Rule G-4.9.8. Registration Fee.

All delegates, alternates and trustees must register in order to be admitted to the floor and vote at the General Assembly.

Rule 4.9.9. Amount of Fees.

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


The Commission on Social Witness shall prepare (and the Board of Study/Action Issues for Social Justice.


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


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

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

Rule G-4.12.4 Mini-Assembly on UUA Statement of Conscience

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

Section 4.16. Additions to the Agenda of Regular General Assemblies.


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

Rule G-4.16.2. Responsive Resolutions

Responsive resolutions are brief, advisory statements that express the sentiment of the delegates. They must be in response to a substantive portion of a report by an officer or committee reporting to a regular General Assembly, per Section 4.16. Responsive resolutions are not binding and do not set policy for the Association. They may not act as a substitute for other types of business items, such as business resolutions, budget motions, study/action issues, bylaw amendments, or actions of immediate witness. The Moderator will determine whether a proposed responsive resolution may be added to the final agenda under this rule.

Section 4.18. Agenda Rules.

Rule G-4.18.1. Notice to Member Congregations and Districts.

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


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

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

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

Rule G-4.18.3. Congregational Poll.

At the time of the mailing of the Tentative Agenda, each certified member congregation shall be requested to report by February 1, on a form provided, whether it recommends or does not recommend for action by the General Assembly the Business Resolutions, proposed Congregational Study/Action Issues in the first Cycle year and draft UUA Statements of Conscience in the Fourth Cycle year, or any additional years thereto pursuant to Section 4.12(d)(2) appearing on the Tentative Agenda, including the alternative versions of Business Resolutions (if any) submitted by the Board of Trustees. The recommendation with respect to each proposed resolution or issue must be certified by the minister, clerk or president of that congregation as being within the procedures of that congregation. Only a Business Resolution which a majority of the congregations voting on the resolution recommends for the action shall be eligible to be included on the Final Agenda from the Congregational Poll. If there is more than one version of a Business Resolution on the Tentative Agenda, the subject of the resolution shall be considered a single item on the Tentative Agenda and the Congregational Poll. All versions shall be listed consecutively within that item. An aye vote by a congregation for one or more versions shall be counted an aye vote for inclusion of a resolution on the subject in the Final Agenda. If support for the subject matter of the resolution is sufficient to make it eligible for inclusion on the Final Agenda, the version that receives the highest number of votes by the participating congregations shall be the one eligible for inclusion on the Final Agenda. From the Business Resolutions eligible from the Congregational Poll, the Board of Trustees shall include on the Final Agenda not more than the eight Business Resolutions receiving the highest number of “recommended for action” votes on the Congregational Poll. The Board of Trustees may also include on the Final Agenda alternative versions of Business Resolutions which are germane to those selected through the Congregational Poll. In the first Cycle year, the Board of Trustees also shall include on the Final Agenda not more than the five proposed Congregational Study/Action Issues receiving a majority of votes and the highest number of “recommended for action” votes on the Congregational Directives for General Assembly Action, provided that at least twenty-five percent (25%) of the congregations participated in the ballot vote for such proposed Congregational Study/Action Issues. If the number of proposed Congregational Study/Action Issues recommended for action in the Congregational Poll exceeds five and there is more than one such issue in fifth position as a result of a tie vote, all issues in fifth position shall be referred to the Final Agenda by the Commission on Social Witness. In the fourth Cycle year, or any additional years thereto pursuant to Section 4.12(d)(2), the Board of Trustees shall further include on the Final Agenda a proposed UUA Statement of Conscience, provided that at least twenty-five percent (25%) of the congregations participated in the ballot vote for such draft UUA Statement of Conscience. A report of the vote by which each resolution on the Tentative Agenda was or was not recommended for action shall be included on the Final Agenda.

All Business Resolutions that are included on the Final Agenda.
shall be discussed during the General Assembly in a mini-
assembly.

Rule 4.18.4. Matters Submitted by Districts
In the event that a proposed amendment to a Rule or to a Business Resolution that was submitted by a district is to be considered at a General Assembly, the district that submitted the proposed amendment or resolution may, in accordance with its own procedures, designate a representative to speak in support of the amendment or resolution at the General Assembly. The representative must be provided by the district with a certification of the representative’s appointment signed by an officer of the district.

Rule 4.18.5. Amendments to Business Agenda Items on the Final Agenda
This rule defines the process for amending items on the General Assembly final agenda under Section 4.14. This rule does not address any proposed changes to Article II under Section C-15.1(c).

(a) Delegates may submit amendments to any item which is scheduled for a vote on the General Assembly final agenda.

Proposed amendments are due to the Secretary fourteen (14) days after the Board of Trustees has published the final agenda; amendments received after that date will not be considered. The Secretary will determine the format for amendments to be submitted, and a description of this format will be included in the final agenda. Each delegate may submit up to three amendments in total for all business items.

Amendments will be considered by mini-assemblies according to this rule. Amendments must meet the following standards to be considered:

(1) They must address the same topic and goal as the item they are amending;

(2) They cannot reverse or invalidate the item;

(3) They must match the structure of the UUA Bylaws and Rules; and

(4) They cannot conflict with other rules, bylaws, or adopted statements.

(b) The Moderator will review all submitted amendments to determine whether they meet the standards in this rule. If so, they will be considered at a business amendment mini-assembly. The Board of Trustees will promptly post all amendments that will be considered.

(c) The Board of Trustees will host one or more online business amendment mini-assemblies to discuss and vote on proposed amendments. These mini-assemblies must be held at least ten days before the start of General Assembly, and be open to all delegates. If an amendment receives sufficient delegate support, it may be considered on the General Assembly final agenda. That support will be determined by the following process:

(1) Delegates will use an online poll to vote on whether to add a proposed amendment to the General Assembly final agenda.

(2) Proposed amendments that receive support from at least 33% of delegates voting in the mini-assembly will be added to the General Assembly final agenda. This support is based on the total number of delegates who vote for or against the proposed amendment, and does not include abstentions.

Rule 4.18.6. Schedule and Ballot Voting on Agenda Items
Delegates will use electronic ballots to vote on items on the General Assembly agenda. These ballots must individually verify delegate credentials. The agenda will list when items will be considered for discussion and voting, which must be during a scheduled business session. Ballot voting will remain open for at least one hour after the end of the business session when the items on the ballot are considered. The Moderator will determine the composition of each ballot.

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

RULE V Committees of the Association
No existing rules applicable to Article V.

RULE VI Board of Trustees
Section 6.4. Election of Trustees.
No existing rules applicable to Section 6.4.

Section 6.6. Qualification of Trustees.
Rule 6.6.1. Multiple Memberships.
For purposes of applying the Bylaw provision that no more than one trustee shall be a member of the same member congregation, a person holding membership in more than one member congregation shall be treated as being a member only of that member congregation whose services such person most regularly attends. The Secretary shall make any determinations required by this rule subject to appeal to the Board of Trustees, with the affected trustee or trustees not voting.

Rule 6.6.2. Implementation of Section 6.6.
If at the close of a General Assembly election, the results are such that, except for the provisions of Section 6.6, more than one person from the same congregation would serve at the same time on the Board of Trustees,

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

(b) if the conflict arises because one person from a congregation is already serving on the Board of Trustees and another person from that congregation has just been so elected, the Secretary of the Association shall declare that the person just elected is disqualified and the office to which such person has
had any candidate with the fewest number of first preference votes, et cetera. Should a tie still persist, a candidate shall be eliminated by random draw.


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


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


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


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


A person shall be qualified to vote at General Assembly only if that person presents to the Secretary of the Association a campaign statement.


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

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

(a) Non-public planning for campaigns for President and Moderator, such as strategic, organizational or communications meetings, shall not begin earlier than October 1 of the year preceding the election.

(b) Active campaigning, including public announcements or communication, virtual or in person public meetings, rallies, or events, and solicitation of endorsements, shall not begin until a nomination has been announced or November 15 of the year preceding these elections.

(c) Active campaigning during GA is permitted only during the General Assembly at which the President or Moderator is elected. Active and passive campaigning for President or Moderator during any other General Assembly is prohibited.
Rule G-9.13.8 Campaign Finances Disclosures and Limitations.

2629 Candidates for UUA President are limited to spending no more than $100,000 on their campaign for election. No single donor, including the candidate themselves and any organization or group, may contribute more than $5,000 in total, to a presidential campaign. In-kind donations of greater than $500 equivalent cash value are reportable, but do not count against these totals.

2635 All candidates for at-large elective positions shall keep detailed and accurate records of:

2637 (a) their campaign expenses (stated in United States dollars) by categories of travel, postage, telephone, printing and other such categories as seem appropriate; and

2640 (b) the number of contributors to their campaigns, including the number of contributors in each of the following categories:

2642 (1) under $50.00;

2643 (2) $50.00 to $250.00;

2644 (3) $251.00 to $1,000.00;

2645 (4) over $1,000; and

2646 (5) In-kind donations with an equivalent cash value of $500 or more.

2648 No candidate for any elective position shall solicit or knowingly accept any contribution that is given through a tax-exempt entity with the purpose of conferring tax-exempt status to the contribution or to which it would not otherwise be entitled. Such exempt entities include but are not limited to member congregations, associate member organizations and independent UUA affiliates.

2654 The names of contributors shall be disclosed. Each such report shall identify by name any member congregation, associate member organization or independent affiliate of the Association and any other tax exempt organization (including specifically, but without limitation to, any minister's discretionary fund or similar account) that has made any contribution to the campaign and shall state the amount of each such contribution. Such reports shall be filed with the Secretary of the Association. A preliminary report shall be due at the close of the first day of the regular General Assembly at which the election occurs. A final report shall be due 60 days thereafter. The Secretary shall, upon written request from a member of a member congregation, furnish such information from these reports as requested. These reports shall be made available for inspection by any member of a member congregation at the principal offices of the Association and shall be brought by the Secretary to the next General Assembly and made available for inspection there by any delegate.


2673 (a) When running for office, candidates shall be prohibited from engaging in any electioneering or campaigning during the conduct of official business of the Unitarian Universalist Association.

2677 (b) Financial accounting and bookkeeping procedures shall be established which make it explicit that no monies of the Association were used in the financing of a candidate's campaigning or electioneering activities.


2683 (a) An Election Campaign Practices Committee is hereby established and shall consist of three persons to be appointed by the Board of Trustees for a term of two years each, and the Secretary, ex-officio, without vote. The Board shall designate one of the appointed members to chair the Committee. The appointed members' terms shall begin at the close of General Assembly in odd-numbered years. The Board may appoint an individual to fill a vacancy in membership of the Committee; persons appointed to fill a vacancy shall serve the balance of the vacant member's term. Persons appointed to the Committee shall remain neutral in elections held while they are serving and shall not engage in electioneering. Persons who seek nomination pursuant to Bylaw Sections 9.4, 9.5, or 9.6 are ineligible to serve on the Committee once they begin seeking nomination, and shall be deemed to have resigned from the Committee effective upon seeking nomination if they are then serving.

2699 (b) The duties of the Election Campaign Practices Committee shall be:

2702 (1) to distribute the campaign practices guidelines and financial disclosure rules to candidates for at-large elective positions not later than thirty days after nomination by the nominating committee or receipt of petition;

2706 (2) to receive and consider written complaints of alleged violations of such guidelines or rules; if the committee finds probable cause to establish that a violation exists, to notify a candidate or a number of candidates how they may voluntarily comply with guidelines or rules and how long they have to do so; to attempt to mediate disputes arising from such complaints; and, if no satisfactory resolution of a complaint is achieved, to adjudicate the dispute and report the adjudication in writing to the candidates affected;

2716 (3) to hold such hearings as may, at the Committee's discretion, be necessary or desirable to carry out the intent of subsection 2 above; and

2720 (4) to report on its activities and any recommendations it may have to the Board of Trustees at its October meeting following the elections.

2732 Committee according to the provisions of Rule G-9.13.10(d).

2733 (c) If compliance to an adjudicated decision is not implemented by the stated deadline, the Committee is authorized to block or remove Association-subsidized privileges from the candidate's campaign.

2737 Candidates adjudicated to be in serious violation of Rule G-9.13.6(c) may have their names removed from the ballot. Any such action pursuant to rule G-9.13.10(c) shall be reported to the Board and to the General Assembly. Such adjudication by the ECPC would be subject to automatic review by the Board Executive Committee according to the provisions of Rule G-9.13.10(d).

2739 (d) Any candidate aggrieved by the Committee's adjudication may, within ten days of the mailing of the adjudication, appeal in writing to the Executive Committee of the Board of Trustees, which shall have exclusive jurisdiction to hear and determine such an appeal. The Executive Committee shall report its decision on the appeal in writing to the affected candidates as expeditiously as feasible. The Executive
2740 Committee of the Board of Trustees is authorized to issue any
2741 order or ruling it deems appropriate in connection with such a
decision.
2742
2743 (e) Any member of the Executive Committee of the Board of
2744 Trustees who is a candidate for UUA elective office shall not
2745 participate in any manner in the determination of any appeal
2746 from an adjudication of the Election Campaign Practices
2747 Committee.
2748
2749 RULE X Finance and Contracts
2750 Section 10.1. Annual Budget.
2751 Rule G-10.1.1 Presentation of Association Budget.
2752 At each regular General Assembly the Board of Trustees shall
2753 present budgets for both the Current Fiscal Year and the
2754 Succeeding Fiscal Year. Current Fiscal Year means the fiscal year
2755 of the Association which has just begun or which is about to begin
2756 at the time when the Assembly is held. Succeeding Fiscal Year
2757 means the year following the Current Fiscal Year.
2758
2759 Rule G-10.1.2. Expense Categories.
2760 (a) Expense estimates in budgets presented by the Board shall
2761 be broken down by major categories or functions in such
2762 manner as the Board shall determine.
2763 (b) The Current Fiscal Year budget shall contain a separate
2764 expense category provision for contingencies, the amount of
2765 which shall be a minimum of 3% of the total of all unrestricted
2766 expense categories, exclusive of the provision for
2767 contingencies.
2768
2769 Rule G-10.1.3. Estimated Income.
2770 Income amounts in the budget for the Current Fiscal Year shall
2771 represent the Board's best estimates of income from all sources.
2772 Income from the Annual Fund as so estimated shall be an amount
2773 which is not more than 7 percent greater than the actual Annual
2774 Fund income of the fiscal year preceding the Current Fiscal Year.
2775 In the budget for the Succeeding Fiscal Year, income from the
2776 Annual Fund shall be estimated at an amount which represents the
2777 Board's best estimate of the achievable results for such year.
2778
2779 Rule G-10.1.4. Procedures for Budget Consideration.
2780 Any action by a General Assembly with respect to budgets shall be
2781 taken under the following procedure:
2782 (a) A budget hearing shall be held as part of the General
2783 Assembly program at a time when the Assembly is not in
2784 formal business session.
2785 (b) Main motions concerning budgets which are to be made in a
2786 formal business session shall be filed in writing with a person
2787 or persons designated by the Moderator as early as possible
2788 prior to or during the General Assembly but in any event on or
2789 before the day prior to the Business Session at which the
2790 proposed motion will be in order for adoption. The Moderator
2791 shall take such steps as the Moderator considers practical to
2792 advise delegates and other persons or bodies as early as
2793 possible, preferably in writing, of the contents of the motions
2794 so filed.
2795 (c) Any action with respect to the budget for the Current Fiscal Year calling for increased spending in any category shall provide for equivalent reductions in other categories of spending and specify the categories in which such reductions are to be made.
2796 (d) No action may be taken with respect to the Current Fiscal Year budget which shall be inconsistent with either Rule G-10.1.2(b) or G-10.1.3.
2797
2798 Rule G-10.1.5. Board of Trustees Report.
2799 At each General Assembly the Board of Trustees shall make an
2800 accounting of its actions taken since the preceding General
2801 Assembly with respect to any budget votes of the preceding
2802 General Assembly.
2803
2804 Section 10.8. Contracts and Securities.
2806 The Executive Vice President may sign and attest deeds, mortgages, contracts, and other documents to which the
2807 Association is a party.
2808
2809 RULE XI Ministry
2810 Section 11.2. Ministerial Fellowship Committee.
2811 Rule 11.2.1. Ministerial Fellowship Committee.
2812 The rules of the Ministerial Fellowship Committee are printed
2813 separately and are available on request.
2814
2815 Section 11.8 Procedure on Appeal.
2817 The rules of the Ministerial Fellowship Board of Review are
2818 available on request.
2819
2820 RULE XII Religious Education Credentialing
2821 RULE XIII Regional Organizations
2822 Section C-13.2. Establishment.
2823 Rule G-13.2.1. Establishing Districts or Regions.
2824 (a) Authority to recognize a new district or region as a unit of the
2825 UUA, or to remove that recognition, shall reside with the
2826 General Assembly; provided, however, that a district or region
2827 may request that the UUA cease to recognize it without
2828 approval from the General Assembly. The UUA Secretary
2829 shall maintain a current list of the districts and regions of the
2830 UUA as recognized by the General Assembly.
2831 (b) Each district or region shall be composed of the
2832 congregations assigned to that district or region by the Board
2833 of Trustees
2834 (c) The boundaries of each district or region encompass the
2835 areas served by its member congregations.
2836 (d) Upon application to the Board of Trustees and after notice
2837 and an opportunity to be heard is afforded the affected
2838 districts or regions, a congregation may change its district or
2839 regional membership with approval of the Board of Trustees.
2840 (e) The Map of Districts and Regions published on the UUA
2841 Website contains boundaries that are an approximation only
2842 of the boundary lines determined pursuant to subparagraph
2843 (c) above and are intended primarily as a guide for the newly
2844 admitted congregation in determining its membership.
2845 (f) Transition Provision. The amendments to Rule G-13.2.1
2846 deleting the Central Midwest, Heartland, and Prairie Star
2847 Districts shall not become effective until those Districts
2848 dissolve. This transition provision shall automatically be

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

RULE XIV Rules

Section 14.4. Miscellaneous Rules.


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

Rule G-14.4.2. Receipt of Documents.

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

RULE XV Amendments

Section 15.2. Submission of Proposed Amendments.

Rule G-15.2.1. Form of Submission.

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

(a) the Article and Section which it is proposed to amend or repeal;

(b) a concise summary of the principal arguments on which the proponents rely; and

(c) other Articles (or Sections) or “G” Rules affected by the proposed amendment and proposed text of any necessary conforming amendments and “G” Rules.

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

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