

UNITARIAN UNIVERSALIST ASSOCIATION

BYLAWS AND RULES

as amended through

DECEMBER 8, 2025



**UNITARIAN
UNIVERSALIST
ASSOCIATION**

Hard copy of these Bylaws and Rules available from
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UUA BYLAWS and RULES

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

1 ARTICLE I Name

2 Section C-1.1. Name.

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

8 ARTICLE II Purposes and Covenant

9 Section C-2.1. Purposes.

10 The Unitarian Universalist Association will devote its resources to
11 and use its organizational powers for religious, educational, and
12 humanitarian purposes. Its primary purposes are:

- 13 (a) to assist congregations in their vital ministries,
- 14 (b) to support and train leaders both lay and professional,
- 15 (c) to foster lifelong faith formation and spiritual development,
- 16 (d) to heal historic injustices,
- 17 (e) to support and encourage the creation of new Unitarian
18 Universalist communities, and
- 19 (f) to advance our Unitarian Universalist values in the world.

20 The Unitarian Universalist Association will actively engage its
21 members in the transformation of the world through liberating Love.

22 Section C-2.2. Values and Covenant.

23 As Unitarian Universalists, we covenant, congregation-to-
24 congregation and through our Association, to support and assist one
25 another in our ministries. We draw from our heritages of freedom,
26 reason, hope, and courage, building on the foundation of love.

27 Love is the power that holds us together and is at the center of our
28 shared values. We are accountable to one another for doing the work
29 of living our shared values through the spiritual discipline of Love.

30 Inseparable from one another, these shared values are:

31 Shared Unitarian Universalist Values

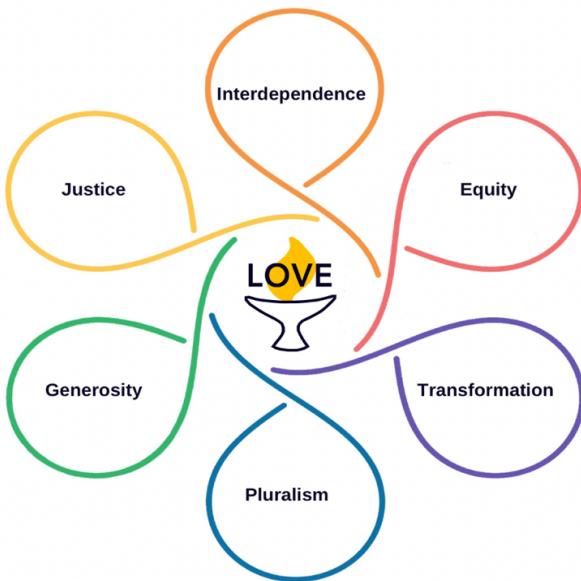


Image Description: A chalice with an overlay of the word Love over the flame, with six outstretched arms that create a circle around each

of the core values and form a six-petal flower shape. Each arm is a different color, and clockwise they are: Interdependence (Orange), Equity (Red), Transformation (Purple), Pluralism (Blue), Generosity (Green), and Justice (Yellow).

32 **Interdependence.** We honor the interdependent web of all
33 existence. With reverence for the great web of life and with humility,
34 we acknowledge our place in it.

35 We covenant to protect Earth and all beings from exploitation. We will
36 create and nurture sustainable relationships of care and respect,
37 mutuality and justice. We will work to repair harm and damaged
38 relationships.

39 **Pluralism.** We celebrate that we are all sacred beings, diverse in
40 culture, experience, and theology.

41 We covenant to learn from one another in our free and responsible
42 search for truth and meaning. We embrace our differences and
43 commonalities with Love, curiosity, and respect.

44 **Justice.** We work to be diverse multicultural Beloved Communities
45 where all thrive.

46 We covenant to dismantle racism and all forms of systemic
47 oppression. We support the use of inclusive democratic processes to
48 make decisions within our congregations, our Association, and
49 society at large.

50 **Transformation.** We adapt to the changing world.

51 We covenant to collectively transform and grow spiritually and
52 ethically. Openness to change is fundamental to our Unitarian and
53 Universalist heritages, never complete and never perfect.

54 **Generosity.** We cultivate a spirit of gratitude and hope.

55 We covenant to freely and compassionately share our faith,
56 presence, and resources. Our generosity connects us to one another
57 in relationships of interdependence and mutuality.

58 **Equity.** We declare that every person is inherently worthy and has
59 the right to flourish with dignity, love and compassion.

60 We covenant to use our time, wisdom, attention, and money to build
61 and sustain fully accessible and inclusive communities.

62 Section C-2.3. Inspirations.

63 Direct experiences of transcending mystery and wonder are primary
64 sources of Unitarian Universalist inspiration. These experiences
65 open our hearts, renew our spirits, and transform our lives. We draw
66 upon, and are inspired by, sacred, secular, and scientific
67 understandings that help us make meaning and live into our values.
68 These sources ground us and sustain us in ordinary, difficult, and
69 joyous times. We respect the histories, contexts, and cultures in
70 which these sources were created and are currently practiced.
71 Grateful for the experiences that move us, aware of the religious
72 ancestries we inherit, and enlivened by the diversity which enriches
73 our faith, we are called to ever deepen and expand our wisdom.

74 Section C-2.4. Inclusion.

75 Systems of power, privilege, and oppression have traditionally
76 created barriers for persons and groups with particular identities,
77 ages, abilities, and histories. We pledge to replace such barriers with
78 ever-widening circles of solidarity and mutual respect. We strive to
79 be an Association of congregations that truly welcome all persons
80 who share our values. We commit to being an Association of
81 congregations that empowers and enhances everyone's
82 participation, especially those with historically marginalized identities.

83 **Section C-2.5. Freedom of Belief.**

84 Congregational freedom and the individual's right of conscience are
85 central to our Unitarian Universalist heritage.

86 Congregations may establish statements of purpose, covenants, and
87 bonds of union so long as they do not require that members adhere
88 to a particular creed.

89 **ARTICLE III Membership**

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

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

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

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

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

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

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

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

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

115 A member congregation shall be recognized as certified during the
116 fiscal year of the Association in which it becomes a member and
117 during each subsequent fiscal year in which it established that during
118 the immediately preceding fiscal year it:

- 119 (a) conducted regular religious services;
- 120 (b) held at least one business meeting of its members, elected its
121 own officers and maintained adequate records of membership;
122 and
- 123 (c) made a financial contribution to the Association.

124 Member congregations must furnish the Association with a report of
125 their activities showing compliance with subsections (a) and (b)
126 above.

127 Compliance with subsection (c) above shall be determined by
128 appropriate financial records of the Association. A member
129 congregation shall also be considered to be certified for that part of
130 any particular current fiscal year which precedes the deadline
131 established by the Board of Trustees for submitting proof of
132 compliance with subsections (a) and (b) above if during the next
133 preceding fiscal year such a congregation made a financial
134 contribution to the Association and filed the report required by this
135 Section during that year.

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

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

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

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

- 149 (a) the congregation in question, whenever possible; and
- 150 (b) other authorized official the region designates in writing to the
151 Association.

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

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

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

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

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

184 **Section C-3.9. Autonomy of Associate Member
185 Organizations and Independent Affiliate
186 Organizations.**

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

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

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

195	ARTICLE IV General Assembly	251	201-250	5
196	Section C-4.1. Meetings of the Association.	252	251-300	6
197	Each meeting of the Association for the conduct of business shall be	253	301-350	7
198	called a General Assembly.	254	351-400	8
199	Section C-4.2. Powers and Duties.	255	401-450	9
200	General Assemblies shall make overall policy for carrying out the	256	451-500	10
201	purposes of the Association and shall direct and control its affairs.	257	Over 500	One for each additional 50
202	Section 4.3. Regular General Assembly.	258	members or fraction thereof.	
203	A regular General Assembly shall be held at such time during each	259	The number of members of a certified member congregation	
204	fiscal year of the Association as the Board of Trustees shall	260	which is a member of more than one denomination shall be	
205	determine.	261	determined for the purposes of this Section either (i) by dividing	
206	Section 4.4. Special General Assembly.	262	the number of members of the federated church by the number	
207	A special General Assembly may be called by the Board of Trustees	263	of denominations included in the federation, or, at the option of	
208	at any time, and shall be called upon petition of not less than fifty	264	the federated church, (ii) by reporting the actual number of	
209	certified member congregations by action of the governing boards or	265	members who identify themselves as Unitarian Universalists.	
210	their congregations. No more than twenty of the fifty congregations	266 (b)	Minister Delegates and Religious Education Director	
211	may be from the same region..	267	Delegates. Each certified member congregation is also entitled	
212	Section 4.5. Place of Meeting.	268	to be represented at each General Assembly by the ordained	
213	Each regular and special General Assembly shall be held at such	269	minister or ministers in ministerial fellowship with the	
214	place in the United States or Canada as the Board of Trustees shall	270	Association settled in such congregation, and by the religious	
215	determine. Subject to procedures and guidelines adopted by the	271	educators who are active members of the Liberal Religious	
216	Board of Trustees, delegates not physically present at General	272	Educators Association and employed in such congregation. In	
217	Assembly may be deemed present in person to participate in and	273	addition, each certified member congregation is also entitled to	
218	vote at General Assembly by means of remote communication.	274	be represented at each General Assembly by any minister	
219	*Section 4.6. Notice of Meetings.	275	emeritus or minister emerita of such congregation in ministerial	
220	Notice of each regular and special General Assembly shall be given	276	fellowship with the Association and by any religious educator	
221	not less than sixty days before the date thereof in such form and	277	emeritus or emerita designated as such by a vote at a meeting	
222	manner as the Board of Trustees shall determine. Such notice shall	278	of the member congregation not less than six months prior to	
223	state the place, date, and hour of the meeting. Notice of each special	279	the General Assembly, provided that any such minister has	
224	General Assembly shall indicate at whose direction it is being called.	280	been settled previously in such congregation, and any such	
225	*Section C-4.7. Voting.	281	religious educator emeritus or emerita who has been	
226	Voting at each regular and special General Assembly shall be by	282	previously employed in such congregation.	
227	accredited delegates from certified member congregations, certified	283 (c)	Associate Member Delegates. Each certified associate	
228	associate member organizations, and trustees.	284	member organization is entitled to be represented at each	
229	Each delegate and trustee shall have only one vote, even if present	285	General Assembly by two delegates who are members of a	
230	in more than one capacity. Proxy voting is prohibited except when	286	certified congregation.	
231	the amendment being processed is an amendment of the articles of	287	*Section C-4.9. Accreditation of Delegates.	
232	organization.	288	The Board of Trustees shall make rules for the accreditation of	
233	Section 4.8. Delegates.	289	delegates and voting procedures. Such rules may include the	
234 (a)	Member Delegates. Each certified member congregation is	290	requirements of payment of a registration fee, a travel fund fee, or	
235	entitled to be represented at each General Assembly by	291	both, in order to vote at a General Assembly, except that these	
236	delegates who are members of such congregation, selected in	292	requirements shall not apply to the right to cast a ballot for any	
237	accordance with its bylaws or procedures. The Church of the	293	elective position at large.	
238	Larger Fellowship is entitled to 22 such delegates. Other	294	Section 4.10. Quorum.	
239	certified member congregations are entitled to that number of	295	Not less than 300 accredited delegates representing not less than	
240	such delegates determined as follows: the number of	296	100 certified member congregations located in not less than 10 states	
241	delegates of a certified member congregation shall be equal to	297	or provinces shall constitute a quorum at any regular or special	
242	the number of members of the congregation divided by fifty,	298	General Assembly.	
243	plus one delegate for any fraction remaining, provided that	299	Section 4.11. Tentative Agenda for Regular General	
244	each certified member congregation shall be entitled to at least	300	Assemblies.	
245	two delegates.	301	The Board of Trustees shall prepare a Tentative Agenda for each	
246	Membership of	302	regular General Assembly which shall include:	
247	Member Congregation	303 (a)	reports and other matters required by these Bylaws to be	
248	1-100	304	submitted to the General Assembly;	
249	101-150	305 (b)	proposed amendments to these Bylaws which are submitted	
250	151-200	306	as prescribed in Article XV, Section 15.2;	
	Member	307 (c)	items referred by the preceding General Assembly;	
	Delegates			

308 (d)	Business Resolutions and proposed amendments to Bylaws and Rules submitted by the Commission on Appraisal;	369	proposed Congregational Study/Action Issue, such proposed Congregational Study/Action Issue to be approved at a duly called meeting of its members or its governing board at which a quorum is present. This commences the process of a three year UUA Statement of Conscience cycle ("the Cycle"). A Cycle year ends at the close of General Assembly.
309		370	
310 (e)	all proposed amendments to Rules and all Business Resolutions as defined in Rule G-4.18.2, submitted by:	371	
311		372	
312	(1) the Board of Trustees or the Executive Committee;	373	
313	(2) not less than fifteen certified member congregations by action of their governing boards or their congregations; or	374	
314		375	
315		376	
316	(3) a petition by not less than 250 members of certified member congregations with no more than 10 members of any one member congregation counted as part of the 250;	377	
317		378	
318		379	
319		380	
320 (f)	proposed amendments to Rules and Business Resolutions submitted by a region by official action at a duly called meeting at which a quorum is present. In a 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 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 region be represented by one or more formally credentialed delegates; and	381	
321		382	
322		383	
323		384	
324		385	
325		386	
326		387	
327		388	
328		389	
329		390	
330 (g)	Proposed Congregational Study/Action Issues submitted by the Commission on Social Witness pursuant to Section 4.12(a).	391	
331		392	
332		393	
333	Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be received by the Board of Trustees by February 1 whenever the 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 are established by Sections 4.12(a) and (c) and by the Board of Trustees pursuant to Section 4.13 whenever one or more regular General Assemblies are scheduled to begin in a month other than June. The Board of Trustees shall include on the Tentative Agenda all items so submitted. It may submit alternative versions of Business Resolutions in addition to the original ones submitted if in its judgment such alternatives clarify the resolutions and may make such changes in the Business Resolutions as are necessary to make each conform to a standard format. It may also submit one or more alternative versions for the purpose of combining two or more Business Resolutions. Adoption of Business Resolutions by a General Assembly shall be by two-thirds vote. The Tentative Agenda shall be mailed to each member congregation, associate member organization and trustee by March 1 if the General Assembly opens in June; otherwise, not less than 90 days before the opening of the General Assembly.	394	
334		395	
335		396	
336		397	
337		398 (b)	Second Cycle Year
338		399	(1) During the meeting of the General Assembly in the second Cycle year the Commission on Social Witness shall conduct workshops on the Congregational Study/Action Issue.
339		400	
340		401	
341		402	
342		403 (c)	Third Cycle Year
343		404	(1) The Commission on Social Witness shall then compose a draft UUA Statement of Conscience. The draft UUA Statement of Conscience, and a ballot to place the draft UUA Statement of Conscience on the Final Agenda during General Assembly in the third Cycle year shall be included in the Congregational Poll.
344		405	
345		406	
346		407	
347		408	
348		409	
349		410	(2) If the draft UUA Statement of Conscience is placed on the Final Agenda for the next regular meeting of the General Assembly, then the next General Assembly must debate and vote on the proposed UUA Statement of Conscience. Adoption of the UUA Statement of Conscience shall require a two-thirds vote.
350		411	
351		412	
352		413	
353		414	
354		415	
355		416	(3) If (a) the proposed UUA Statement of Conscience is not placed on the Final Agenda for the next regular meeting of the General Assembly; or (b) the General Assembly chooses, by a two-thirds vote, to refer the proposed UUA Statement of Conscience to the Commission on Social Witness for one additional year of study/action, then the Commission of Social Witness shall continue the study and revision of the proposed UUA Statement of Conscience for one more year. The revised UUA Statement of Conscience may be placed on the Final Agenda for the next regular meeting of the General Assembly pursuant to subsection (b) above. If by the regular meeting of the General Assembly following the additional year the Commission on Social Witness has been unable to find support to generate an acceptable UUA Statement of Conscience, the
356 (a)	First Cycle Year	417	
365		418	
366	(1) Each member congregation or covenanting community may submit to the Commission on Social Witness by October 1 in the year preceding a General Assembly one	419	
367		420	
368		421	
369		422	
370		423	
371		424	
372		425	
373		426	
374		427	
375		428	
376		429	
377		430	

431 Congregational Study/Action Issue may be placed on the
432 Final Agenda with a proposal to drop such Congregational
433 Study/Action Issue.

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

437 **Section 4.13. Revision of UUA Statements of 438 Conscience Process Schedule.**

439 If the Board of Trustees votes to schedule one or more regular
440 General Assemblies to begin in a month other than June, the Board
441 of Trustees shall forthwith revise the UUA Statements of Conscience
442 process schedule set forth in Section 4.12 accordingly and shall
443 immediately notify the member congregations and the Commission
444 on Social Witness of the revised schedule in writing.

445 **Section 4.14. Final Agenda for Regular General 446 Assemblies.**

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

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

453 (b) those Business Resolutions, including alternative versions, on
454 the Tentative Agenda which meet the requirements of Rule G-
455 4.18.3;

456 (c) Business Resolutions, amendments to Rules or Bylaws or
457 other items submitted by the Board of Trustees or the
458 Executive Committee, which did not originally appear on the
459 Tentative Agenda; provided, however, that any such items
460 appear on the Final Agenda accompanied by an explanation
461 for the delayed submission;

462 (d) additional proposed amendments to Bylaws submitted by the
463 Commission on Appraisal;

464 (e) those proposed Congregational Study/Action Issues on the
465 Tentative Agenda which meet the requirements of Rule G-
466 4.18.3, and if applicable pursuant to Section 4.12(a); and

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

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

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

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

477 (a) the Board of Trustees;

478 (b) the petition, if any, which calls the special General Assembly;
479 or

480 (c) not less than 50 certified member congregations by action of
481 their governing boards or their congregations, with no more
482 than 20 of the 50 congregations from the same region.

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

486 ***Section 4.16. Additions to the Agenda of Regular 487 General Assemblies.**

488 (a) Non-substantive items related to greetings and similar matters
489 may be admitted to the agenda by a regular General
490 Assembly.

491 (b) Actions of Immediate Witness

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

497 (2) No more than three General Assembly Actions of
498 Immediate Witness may be admitted to the agenda of
499 a regular General Assembly.

500 (3) The motion to admit each General Assembly Action of
501 Immediate Witness ruled eligible is not debatable, but
502 an opportunity for a two-minute statement of advocacy
503 to the General Assembly for each eligible action by one
504 of its sponsors prior to any such motion shall be
505 provided. Admission of a General Assembly Action of
506 Immediate Witness shall be by a two-thirds vote.

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

509 (5) Actions submitted pursuant to this Section 4.16(b) must
510 be
511 in writing and filed with the Chair of the Commission on
512 Social Witness or the Commission's designee by the
513 deadline established by the Commission and
514 announced on the UUA website and through UUA
515 communications.

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

518 (1) A Responsive Resolution is a resolution made in
519 response to a substantive portion of a report by an
520 officer or committee reporting to a regular General
521 Assembly.

522 (2) Affirmation of a Responsive Resolution shall be by two-
523 thirds
524 vote.

525 **Section 4.17. Items Admitted to Special General 526 Assembly Agenda.**

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

530 ***Section 4.18. Agenda Rules.**

531 General Assemblies shall adopt rules relating to the agenda.

532 ***Section 4.19. Rules of Procedure.**

533 Rules of procedure for the conduct of the meeting shall be adopted
534 at each General Assembly.

535 **ARTICLE V Committees of the Association**

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

537 The standing committees of the Association shall be:

538 (a) the Nominating Committee;

539 (b) the Presidential Search Committee;

540 (c) the General Assembly Planning Committee;
541 (d) the Commission on Appraisal;
542 (e) the Commission on Social Witness; and
543 (f) the Board of Review.

544 The President shall be a member, without vote, of the General
545 Assembly Planning Committee, the Commission on Appraisal, and
546 the Commission on Social Witness.

547 **Section 5.2. Election and Appointment.**

548 (a) Elected members. Elected members of all standing
549 committees of the Association shall take office at the close of
550 the General Assembly at which they are elected and shall
551 serve until their successors are elected and qualified, except
552 as otherwise provided herein.

553 (b) Appointed members. The terms of any appointed members of
554 standing committees of the Association shall begin at the close
555 of the regular General Assembly. The Board of Trustees shall
556 make each appointment no later than 120 days after the
557 beginning of the term. Appointed members shall take office
558 upon the effective date of their appointments and shall serve
559 until their successors are appointed and qualified, except as
560 otherwise provided herein.

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

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

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

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

575 **Section 5.5. Vacancies.**

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

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

587 **Section 5.6. Nominating Committee.**

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

595 **Section 5.7. Presidential Search Committee.**

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

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

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

618 **Section 5.9. Commission on Appraisal.**

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

624 The Commission on Appraisal shall:

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

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

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

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

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

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

643 **Section 5.11. Board of Review.**

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

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

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

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

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

670 (c) Qualifications. No member of the Board of Review shall during
 671 the term of office be a member of the Ministerial Fellowship
 672 Committee or the Religious Education Credentialing
 673 Committee.

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

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

679 Section 5.12. Additional Committees.

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

683 Section 5.13. Presiding Officer.

684 Each committee shall elect a presiding officer from among its
 685 members at its first meeting following the regular General Assembly
 686 in each odd-numbered year. In the absence of such election the
 687 Board of Trustees may designate a temporary presiding officer from
 688 among members of the committee.

689 Section 5.14. Time and Place of Meetings.

690 Each committee shall hold meetings at such times and places as it
 691 may determine.

692 Section 5.15. Call and Notice of Meetings.

693 Meetings of committees may be called by the presiding officer and
 694 shall be called by the presiding officer at the request of a majority of
 695 the members of the entire committee. Notice of committee meetings
 696 shall be given in writing not less than ten nor more than sixty days
 697 before the meeting and shall state the time and place of the meeting.

698 ARTICLE VI Board of Trustees

699 Section C-6.1. Responsibility.

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

703 Section 6.2. Powers.

704 The Board of Trustees shall act for the Association between General
 705 Assemblies.

706 Section 6.3. Membership.

707 The Board of Trustees shall consist of:

708 (a) the President, without vote, the Moderator and the Financial
 709 Advisor; and

710 (b) Eleven trustees; and

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

714 *Section 6.4. Election of Trustees.

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

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

720 (c) One Youth Trustee shall be elected at each regular General
 721 Assembly.

722 Section 6.5. Term.

723 (a) Trustees shall take office immediately after the close of the
 724 General Assembly at which they are elected, and shall serve
 725 for terms of three years and until their successors are elected
 726 and qualified. Any partial term of more than two years shall be
 727 considered a full term for purposes of this Section. No trustee
 728 may serve more than two successive full terms. However, a
 729 trustee may at any time become one of the elected officers of
 730 the Association and serve as long in that office as if such
 731 trustee had not previously been a trustee. No person who has
 732 served as an elected officer for a full term or as a trustee for
 733 two full terms shall thereafter be elected a trustee without an
 734 interim of at least three years.

735 (b) A Youth trustee shall take office immediately after the close of
 736 the General Assembly at which they are elected, and shall serve
 737 for a term of two years and until their successors are
 738 elected and qualified. No Youth trustee may serve more than
 739 one term. The term of a Youth trustee is equivalent to one full
 740 term as defined in Section 6.5, for the purposes of eligibility for
 741 election as a trustee.

742 *Section 6.6. Qualifications of Trustees.

743 (a) Each elected trustee shall be a member of a member
 744 congregation. A trustee who ceases to meet these
 745 qualifications shall be disqualified and the office declared
 746 vacant. Not more than one trustee shall be a member of the
 747 same member congregation. If a trustee becomes a member
 748 of a member congregation in which another trustee is already
 749 a member, such Trustee shall be disqualified and the office
 750 declared vacant. The Board of Trustees shall adopt rules for
 751 the application of this Section to persons holding membership
 752 in more than one member congregation.

753 (b) Youth trustees shall be a member of a member congregation
 754 if their congregation allows for youth membership. If their
 755 congregation does not allow for youth membership, the
 756 President, Minister or Religious Educator of that congregation
 757 shall submit a written notice to the Nominating Committee of
 758 the Youth trustee's affiliation with the congregation before the
 759 person may be nominated to serve as a Youth trustee. A Youth
 760 trustee shall not be a Member of or be affiliated with the same
 761 congregation as any other trustee.

762 Section 6.7. Resignation and Removal of Trustees.

763 A trustee may at any time resign by giving written notice to the Board
 764 of Trustees. Such resignation shall take effect at the time specified
 765 therein, or, if no time is specified, then on delivery. A trustee may be
 766 removed by a three-fourths vote of the entire Board at a meeting at

767 which not less than three-fourths of the entire Board is present if in
768 the opinion of the Board such trustee is incapacitated or unable to
769 carry out the duties of the office or otherwise for good cause.

770 Section 6.8. Vacancies.

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

775 Section 6.9. Place of Meeting.

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

778 Section 6.10. Regular Meetings.

779 Regular meetings of the Board of Trustees shall be held at such times
780 as the Board may determine. No fewer than three regular meetings
781 of the Board shall be held during each fiscal year of the Association.

782 Section 6.11. Special Meetings.

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

788 Section 6.12. Waiver of Notice.

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

793 Section 6.13. Quorum.

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

796 Section 6.14. Compensation.

797 Except for the President, members of the Board of Trustees shall not
798 receive compensation for their services but shall be reimbursed as
799 determined by the Board of Trustees for the expenses reasonably
800 incurred by them in the performance of their duties.

801 Section 6.15. Annual Report.

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

805 ARTICLE VII Committees of the Board of Trustees

806 Section 7.1. Committees of the Board of Trustees.

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

- 808 (a) the Executive Committee;
- 809 (b) the Ministerial Fellowship Committee;
- 810 (c) the Finance Committee;
- 811 (d) the Investment Committee;
- 812 (e) the Religious Education Credentialing Committee; and
- 813 (f) the Audit Committee.

814 The President shall be a member, without vote, of the Executive
815 Committee, the Finance Committee, and the Investment Committee.

816 Section 7.2. Appointment and Term of Office.

817 Except as otherwise provided, the terms of members of standing
818 committees of the Board of Trustees shall be two years beginning at
819 the close of the regular General Assembly. Members shall be
820 appointed no later than 120 days after the beginning of the term.
821 Members shall take office upon the effective date of their
822 appointment and shall serve until their successors are appointed and
823 qualified.

824 Section 7.3. Removal of Committee Member.

825 Standing committee members appointed by the Board of Trustees
826 serve at the pleasure of the Board and may be removed by it at any
827 time.

828 Section 7.4. Vacancies.

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

831 Section 7.5. Executive Committee.

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

850 Section 7.6. Ministerial Fellowship Committee.

851 The Ministerial Fellowship Committee shall consist of no fewer than
852 fourteen members as follows:

- 853 (a) at least six members who are not ministers appointed by the
854 Board; and
- 855 (b) at least eight members who are ministers in full fellowship with
856 the Association, four appointed by the Unitarian Universalist
857 Ministers Association and the remainder by the Board.

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

862 Section 7.7. Investment Committee.

863 The Investment Committee shall be the Investment Committee of the
864 Unitarian Universalist Common Endowment Fund LLC. The duties
865 of the Investment Committee are set forth in Article X.

866 Section 7.8. Additional Committees.

867 The Board of Trustees may appoint additional committees to serve
868 at its pleasure and shall determine the membership, qualifications,
869 and duties thereof.

870 Section 7.9. Presiding Officer.

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

873 **Section 7.10. Time and Place of Meetings.**

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

876 **Section 7.11. Call and Notice of Meetings.**

877 Meetings of standing committees of the Board may be called by the
878 presiding officer and shall be called by the presiding officer at the
879 request of a majority of the members of the entire committee. Unless
880 the Board of Trustees otherwise provides, notice of meetings of each
881 standing committee shall be given in such a manner and within such
882 time as the standing committee determines.

883 **Section 7.12. Religious Education Credentialing
884 Committee.**

885 The Religious Education Credentialing Committee shall consist of no
886 fewer than seven members appointed by the Board of Trustees as
887 follows:

- 888 (a) three members, none of whom is a parish minister, minister of
889 religious education, community minister, a credentialed
890 religious educator, or a director of religious education,
891 appointed by the Board;
- 892 (b) one member who is a parish minister or community minister,
893 appointed by the Board;
- 894 (c) one member who is a minister of religious education, appointed
895 by the Board;
- 896 (d) one member who is a Credentialed Religious Educator at the
897 highest level granted by the Religious Education Credentialing
898 Committee, appointed by the Board; and
- 899 (e) one member nominated by the Board of the Liberal Religious
900 Educators Association and appointed by the Board of
901 Trustees.

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

906 **Section 7.13. Audit Committee.**

907 The Audit Committee shall consist of **no fewer than four** members
908 as follows:

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

912 No member of the Audit Committee shall serve for more than four
913 terms on the Audit Committee.

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

915 **ARTICLE VIII Officers of the Association**

916 ***Section 8.1. Officers Enumerated.**

- 917 (a) Elected Officers. The elected officers of the Association shall
918 be a Moderator, a President, and a Financial Advisor.
- 919 (b) Appointed Non-salaried Officers. The appointed non-salaried
920 officers of the Association shall include one or more Vice
921 Moderators, a Secretary, and a Recording Secretary and may
922 include such other officers as the Board of Trustees may
923 appoint.
- 924 (c) Appointed Salaried Officers. The appointed salaried officers of
925 the Association shall include a Treasurer, and may include one

926 or more vice presidents, assistant treasurers, and such other
927 officers as the Board of Trustees may determine.

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

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

932 **Section 8.3. Term of Office.**

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

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

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

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

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

963 **Section 8.4. Qualification of Officers.**

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

968 **Section 8.5. Removal of Officers.**

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

977 (b) **Appointed Officers.** An appointed officer may be removed by
978 the Board of Trustees at any time.

979 **Section 8.6. Resignation.**

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

984 **Section 8.7. Vacancies.**

985 (a) Elected Officers. A vacancy created by the death, disqualification, 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.

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

1000 **Section 8.8. Moderator.**

1001 (a) 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.

1007 (b) 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).

1015 **Section 8.9. President.**

1016 The President shall be the chief executive officer of the Association.

1017 **Section 8.10. Financial Advisor.**

1018 The duties of the Financial Advisor are set forth in Article X.

1019 ***Section 8.11. Executive Vice President.**

1020 In the event an Executive Vice President should be appointed, the Board of Trustees shall describe their duties.

1022 **Section 8.12. Vice Moderators.**

1023 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. In the event that more than one Vice Moderator is elected, one of the Vice Moderators shall be designated First Vice Moderator.

1030 **Section 8.13. Vice Presidents.**

1031 Any Vice President appointed shall have such powers and shall perform such duties as may be assigned by the Board of Trustees or as assigned by the President in conformity with any provisions of the Board appointment.

1035 **Section 8.14. Secretary.**

1036 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.

1041 **Section 8.15. Treasurer.**

1042 The duties of the Treasurer are set forth in Article X.

1043 **Section 8.16. Recording Secretary.**

1044 The Recording Secretary shall at all times be a resident of the Commonwealth of Massachusetts and upon being appointed shall be sworn to the faithful performance of the duties of the office. If the Recording Secretary ceases to be a resident of the Commonwealth of Massachusetts, such person shall be disqualified and the office declared vacant. The Recording Secretary shall keep an accurate record of all meetings of the Association and the Board of Trustees, shall perform such other duties as may be assigned by the Board, and shall perform the duties of a Clerk under Massachusetts law.

1053 **Section 8.17. Other Appointed Officers.**

1054 The Board of Trustees may appoint such other officers as it deems necessary and shall fix their powers and duties.

1056 **Section 8.18. Compensation.**

1057 The Moderator, 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.

1062 **Section 8.19. Reports by Officers.**

1063 The Moderator, the President, the Financial Advisor, and the Treasurer shall each make an annual report to the member congregations and to each regular General Assembly.

1066 **ARTICLE IX Nominations and Elections**

1067 **Section 9.1. Elective Positions.**

1068 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.

1075 **Section 9.2. Nomination Procedures.**

1076 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.

1080 **Section 9.3. Notice by Nominating Committee.**

1081 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.

1085 ***Section 9.4. Nomination by Nominating Committee.**

1086 (a) The Nominating Committee shall submit one or more nominations for each elective position to be filled, except 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.

1092 (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 congregation,

1097 lay and ordained, geography, age (including youth and young
1098 adults), and gender, among others. The Nominating
1099 Committee shall consult with groups and organizations
1100 including those traditionally underrepresented in Unitarian
1101 Universalist leadership, to help inform the nominating process.

1102 (c) Only one person from any one member congregation shall be
1103 nominated to serve on the Nominating Committee or the Board
1104 of Trustees.

1105 (d) The Nominating Committee shall issue a report with its
1106 nominations on or before March 15 of the year in which the
1107 nominees will be candidates for election. Nominations shall be
1108 filed with the Secretary of the Association and distributed to all
1109 certified member congregations, associate member
1110 organizations, and trustees.

1111 Section 9.5. Nomination of President and Moderator.

1112 (a) President. The Presidential Search Committee shall submit no
1113 fewer than two nominations for the office of President for an
1114 election at the end of a presidential term or for a special
1115 election. The report of the Presidential Search Committee shall
1116 be announced by November 15 of the year before the General
1117 Assembly at which there is to be a presidential election, except
1118 in the case of a special election, in which case the report of the
1119 Presidential Search Committee shall be announced by
1120 December 10 of the year before the election.

1121 (b) Moderator. The Board of Trustees shall submit one or more
1122 nominations for the office of Moderator for an election at the
1123 end of a Moderator term or for a special election. The report of
1124 the Board of Trustees shall be announced by November 15 of
1125 the year before the General Assembly at which there is to be
1126 a Moderator election, except in the case of a special election,
1127 in which case the report of the Board of Trustees shall be
1128 announced by December 10 of the year before the election.

1129 Section 9.6. Nomination by Petition.

1130 (a) For Moderator and President. A nomination for the office of
1131 Moderator or President, for a regular or special election, may
1132 be by petition signed by no fewer than fifty certified member
1133 congregations, including at least one congregation from three
1134 of the regions of the Association. A certified member
1135 congregation may authorize the signing of a petition only by
1136 vote of its governing board or by vote at a duly called meeting
1137 of its members. Such a petition shall be filed with the Secretary
1138 of the Association, only in such form as the Secretary may
1139 prescribe, not later than February 1 of the year of the election
1140 and not earlier than the preceding December 1.

1141 (b) For other Elective Positions. A nomination for any elective
1142 position, for a regular or special election, may be by petition
1143 signed by not less than fifty members of certified member
1144 congregations, with no more than ten signatures of members
1145 of any one congregation counted toward the required fifty. A
1146 separate petition, in form prescribed by the Secretary, shall be
1147 filed for each nomination not later than May 1 of the year of the
1148 election and not earlier than the preceding October 1. A
1149 petition for nomination to the Board of Trustees must designate
1150 the position number for which the person is being nominated.

1151 Section 9.7. Qualifications of Nominees.

1152 Each person nominated for an elective position at large shall be a
1153 member of a member congregation. No person shall be nominated
1154 for more than one such elective position. If a person is nominated for
1155 more than one such elective position, the Secretary of the
1156 Association shall so notify such person in writing and such person
1157 shall have twenty days from the date of the notice to select one

1158 nomination which is acceptable. In the absence of a timely selection,
1159 all such nominations shall be void and the person shall be so notified
1160 in writing by the Secretary.

1161 Section 9.8. Vacancy in Nominations.

1162 If all persons nominated for an elective position at large die, decline
1163 to serve or are disqualified after the time has expired for making any
1164 further nominations, or if no valid and timely nomination is made, the
1165 position shall be filled after the final adjournment of the regular
1166 General Assembly at which the election would have been held in the
1167 same manner as if the position had been filled by election and had
1168 then become vacant.

1169 Section 9.9. Supervision of Elections.

1170 The Secretary shall supervise all elections for elective positions at
1171 large. The Secretary may appoint a committee of tellers to count
1172 ballots and perform other routine duties. The Secretary shall decide
1173 any question arising during such an election concerning:

1174 (a) the interpretation of any provision of these Bylaws or of Rules
1175 made hereunder relating to election procedures;

1176 (b) any procedural problem relating to the election which is not
1177 covered by these Bylaws or by the Rules; or

1178 (c) the interpretation of the intent of a voter in marking the
1179 ballot.

1180 The decision of the Secretary may be changed by a two-thirds vote
1181 of the Board of Trustees. The Secretary shall remain neutral in the
1182 election and shall not engage in electioneering, except for advocacy
1183 of their own candidacy for offices for which they are nominated.

1184 Section 9.10. Conduct of Elections at Large.

1185 (a) Election by Ballot. Voting shall be by ballot, except that if only
1186 one person has been validly nominated for an elective position
1187 at large the persons so nominated shall be declared elected
1188 and no voting shall be required. Delegates will have access to
1189 electronic voting onsite at General Assembly or remotely, as
1190 described in Section 9.10(d), or by mail ballot as described in
1191 Section 9.10(c).

1192 (b) Eligible Voters. Votes shall be cast only by accredited
1193 delegates from certified member congregations and certified
1194 associate member organizations to the regular General
1195 Assembly at which the election is held and by trustees. No
1196 person shall cast more than one vote.

1197 (c) Mail Ballots. Accredited delegates may cast their ballots as
1198 paper ballots by mail, if they request to do so. Mail ballots can
1199 be requested through the Secretary, and shall be requested at
1200 least forty-five days prior to the General Assembly at which the
1201 election is being held. A mail ballot that is returned must be
1202 received by the Secretary by the last business day before the
1203 close of voting at General Assembly in order to be counted.

1204 (d) Electronic Voting. Accredited delegates may vote electronically
1205 either onsite at General Assembly or remotely. The Secretary
1206 shall designate the electronic voting period in the General
1207 Assembly meeting announcement and may add more time if
1208 justified. Electronic voting systems must be auditable,
1209 accessible, and secure.

1210 *Section 9.11. Counting of Ballots.

1211 (a) Singular Positions. If there is more than one duly nominated
1212 candidate for a single position, not including the candidates for
1213 the position of Moderator and President, the candidate receiving
1214 the greatest number of votes is elected.

1215 (b) Multiple Positions of the Same Kind. If there is more than one
1216 such elective position of the same kind to be filled, the
1217 candidates respectively receiving the greatest number of votes
1218 are elected.

1219 (c) Moderator and President Voting. For the positions of Moderator
1220 and President, if there are two duly nominated candidates, the
1221 candidate receiving the greater number of votes will be elected.
1222 If there are more than two duly nominated candidates a ranked
1223 vote will be held in which voters indicate their ranked choices for
1224 candidates. If no candidate receives a majority of the first-choice
1225 votes cast, the candidate receiving the lowest first-choice vote
1226 shall be eliminated and the ballots cast for such candidate shall
1227 be redistributed in accordance with the second choice indicated
1228 thereon. This process shall be repeated until one candidate
1229 receives a majority of all votes cast or until only two candidates
1230 remain, at which time the one receiving the greater number of
1231 votes is elected.

1232 **Section 9.12. Special Elections.**

1233 If a vacancy occurs more than 630 days before the expiration of the
1234 term of an elected officer, an elected member of a standing
1235 committee of the Association, or a trustee, a special election shall be
1236 held to fill the balance of the unexpired term. The special election
1237 shall be held at the next regular General Assembly that begins at
1238 least 270 days after the date of the vacancy.

1239 ***Section 9.13. Rules for Nominations and Elections.**

1240 Rules relating to nomination and election procedures shall be
1241 adopted by a General Assembly. Such rules shall be applicable to
1242 elections held after the close of the General Assembly at which they
1243 are adopted.

1244 **ARTICLE X Finance and Contracts**

1245 ***Section 10.1. Annual Budget.**

1246 The annual budget of the Association shall be adopted and may
1247 subsequently be amended by the Board of Trustees. A budget or
1248 budgets for the coming year or years shall be presented to each
1249 regular General Assembly for its consideration and such
1250 recommendation of financial priorities as the General Assembly may
1251 wish to make.

1252 **Section 10.2. Election and Duties of the Financial 1253 Secretary.**

1254 The Financial Secretary shall be elected by the Board from among
1255 its members. The Financial Secretary facilitates the Board's
1256 conversations in order to fulfill its financial responsibilities.

1257 **Section 10.3. Duties of Financial Advisor.**

1258 The Financial Advisor shall advise the President and the Board of
1259 Trustees on financial policy and shall assist the Board in long-range
1260 planning by reviewing the sources of funds, the application of funds
1261 designated for specific purposes, the balance between foreseeable
1262 income and proposed expenditures, and the overall financial welfare
1263 of the Association. From time to time the Financial Advisor shall
1264 report to the President and the Board findings and recommendations
1265 respecting the current financial affairs of the Association and long-
1266 range planning.

1267 **Section 10.4 Duties of Treasurer and Assistant 1268 Treasurers.**

1269 The Treasurer shall have custody of the corporate seal and the funds
1270 and other properties of the Association and shall have the usual
1271 duties of the Treasurer of a corporation. The Treasurer or the Board
1272 of Trustees may from time to time delegate or assign to each
1273 Assistant Treasurer specified duties and authority; and any person,

1274 firm, organization or corporation dealing with the Association may
1275 assume that any act performed by an Assistant Treasurer, including
1276 the execution, sealing and delivery of any document, has been
1277 performed pursuant to an effective delegation or assignment of
1278 authority as aforesaid, and the Association shall be bound
1279 accordingly.

1280 **Section C-10.5. Raising of Funds.**

1281 The Association shall raise capital and operating funds to carry out
1282 its purposes. It may also raise capital and operating funds for
1283 associate member organizations and independent affiliate
1284 organizations.

1285 **Section C-10.6. Authority to Hold Funds for the Benefit 1286 of Others.**

1287 The Association may hold for investment and distribution funds given
1288 to the Association for the benefit of a member congregation,
1289 associate member organization, independent affiliate organization,
1290 or other Unitarian Universalist organization.

1291 **Section C-10.7. Responsibility for Funds Held by the 1292 Association.**

1293 (a) Board of Trustees. The Board of Trustees shall have ultimate
1294 responsibility for investing the funds held by the Association.

1295 (b) President. The President shall invest the endowment funds
1296 held by the Association in the Unitarian Universalist Common
1297 Endowment Fund LLC.

1298 (c) Investment Committee. The Investment Committee shall
1299 manage the endowment funds held by the Association, subject
1300 to control by the Board of Trustees.

1301 ***Section 10.8. Contracts and Securities.**

1302 The President, Secretary, Recording Secretary, Treasurer, and
1303 Assistant Treasurer may sign and attest deeds, mortgages,
1304 contracts, and other documents to which the Association is a party.

1305 **Section C-10.9. Pension System.**

1306 The Association shall establish and maintain a pension system for
1307 ministers in fellowship with the Association.

1308 **Section 10.10. Fiscal Year.**

1309 The fiscal year of the Association shall be from July 1 to June 30.

1310 **Section C-10.11. Corporate Seal.**

1311 The seal of the Association shall be in such form as the Board of
1312 Trustees shall approve.

1313 **Section 10.12. Indemnification of Trustees, Officers, 1314 Employees, and Volunteers.**

1315 The Association, to the extent legally permissible, shall indemnify any
1316 trustee, officer, employee of the Association or volunteer elected by
1317 a General Assembly or appointed by the Board of Trustees of the
1318 Association to serve the Association, or persons formerly holding
1319 such positions, against all liabilities and expenses (including court
1320 costs, attorneys' fees, and the amount of any judgment or reasonable
1321 settlement, fines and penalties) actually and necessarily incurred by
1322 any such person, subsequent to the adoption hereof, in connection
1323 with the defense of any claim asserted or threatened to be asserted
1324 against any such person, or any action, suit or proceeding in which
1325 any such person may be involved as a party, by reason of being or
1326 having been such trustee, officer, employee or volunteer or by reason
1327 of any action alleged to have been taken or omitted by any such
1328 person as such trustee, officer, employee or volunteer, except with
1329 respect to any matter as to which they shall have been adjudicated
1330 in any proceeding not to have acted in good faith in the reasonable

1331 belief that their action was in the best interests of the Association;
1332 provided, however, that as to any matter disposed of by a
1333 compromise payment by such person, pursuant to a consent decree
1334 or otherwise, no indemnification either for said payment or for any
1335 other expenses shall be provided unless such compromise and
1336 indemnification therefore shall be approved:

1337 (a) by a majority vote of a quorum consisting of disinterested
1338 trustees;

1339 (b) if such quorum cannot be obtained, then by a majority vote of
1340 a committee of the Board of Trustees consisting of all the
1341 disinterested trustees;

1342 (c) if there are not two or more disinterested trustees in office, then
1343 by a majority of the trustees then in office, provided they have
1344 obtained a written finding by independent legal counsel
1345 appointed by a majority of the trustees to the effect that, based
1346 upon a reasonable investigation of the relevant facts as
1347 described such opinion, the person to be indemnified appears
1348 to have acted in good faith and in the reasonable belief that
1349 their action was in the best interests of the Association;

1350 (d) if not resolved by (a), (b) or (c), above, by a court of competent
1351 jurisdiction.

1352 If authorized in the same manner specified above for compromise
1353 payments, expenses, including attorneys' fees actually and
1354 necessarily incurred by any such person in connection with the
1355 defense or disposition of any such action, suit or other proceeding
1356 may be paid from time to time by the Association in advance of the
1357 final disposition thereof upon receipt of (a) an affidavit of such
1358 individual of their good faith belief that they have met the standard
1359 of conduct necessary for indemnification under this Section and (b)
1360 an undertaking by such individual to repay the amount so paid to the
1361 Association if such person shall be adjudicated to be not entitled to
1362 indemnification under this Section, which undertaking may be
1363 accepted without reference to the financial ability of such person to
1364 make repayment. The right of indemnification herein provided shall
1365 inure to the benefit of the heirs, executors and administrators of each
1366 such trustee, officer, employee or volunteer and shall not be deemed
1367 exclusive of any other rights to which any such person may be
1368 entitled under any statute, bylaw, agreement, vote of members or
1369 otherwise or to which any such person might have been entitled were
1370 it not for this provision. As used in this Section, an "interested" trustee
1371 or officer is one against whom in such capacity the proceeding in
1372 question, or other proceeding on the same or similar grounds, is then
1373 pending.

1374 **Section 10.13. Duties of the Audit Committee.**

1375 The Audit Committee shall oversee the annual audit of the financial
1376 statements of the Association by an independent certified public
1377 accounting firm and monitor the establishment and implementation
1378 of accounting policies and internal controls. Specific duties of the
1379 Audit Committee shall be set forth in a charter adopted by the Board,
1380 which may be amended by the Board from time to time.

1381 **ARTICLE XI Ministry**

1382 **Section C-11.1. Ministerial Fellowship.**

1383 Each member congregation has the exclusive right to call and ordain
1384 its own minister or ministers, but the Association has the exclusive
1385 right to admit ministers to ministerial fellowship with the Association.
1386 Fellowship may be for the purposes of parish, religious education
1387 and/or community ministry as determined by action of the Ministerial
1388 Fellowship Committee.

1389 No minister shall be required to subscribe to any particular creed,
1390 belief, or interpretation of religion in order to obtain and hold
1391 fellowship.

1392 ***Section 11.2. Ministerial Fellowship Committee.**

1393 The Ministerial Fellowship Committee shall have exclusive
1394 jurisdiction over ministerial fellowship except as otherwise provided
1395 in these bylaws. It shall make rules governing ministerial fellowship,
1396 subject to the approval of the Board of Trustees.

1397 **Section 11.3. Admission to Fellowship.**

1398 A minister may be admitted to fellowship by the Ministerial Fellowship
1399 Committee, upon complying with the requirements of these Bylaws
1400 and the rules, policies, procedures and requests of the Committee.
1401 A minister who is admitted to fellowship shall be admitted to
1402 preliminary fellowship for a period that allows the Committee to
1403 evaluate ministry, and may thereafter be admitted to full fellowship.
1404 The term of preliminary fellowship shall be defined in the rules of the
1405 Committee.

1406 **Section 11.4. Fellowship Records.**

1407 The Executive Secretary of the Ministerial Fellowship Committee
1408 shall maintain up-to-date records of all ministers in fellowship with the
1409 Association. These records shall be available only to members of the
1410 committee, persons designated by the Committee, and, in cases of
1411 appeals, the Board of Review.

1412 **Section 11.5. Termination of Fellowship and 1413 Administrative Suspension.**

1414 The fellowship of a minister may be terminated by the Ministerial
1415 Fellowship Committee for unbecoming conduct, incompetence or
1416 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 terminated
1428 may appeal the determination of the Ministerial Fellowship
1429 Committee to the Board of Review. The Board of Review shall have
1430 exclusive jurisdiction to hear and decide such appeals. No other
1431 appeal shall be allowed from any decision of the Ministerial
1432 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 the
1437 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 presented
1443 to the Ministerial Fellowship Committee, then the matter shall be
1444 returned to the Ministerial Fellowship Committee for consideration of
1445 that evidence before the Board proceeds with the appeal. These
1446 Bylaws and the rules of the Ministerial Fellowship Committee shall be
1447 binding upon the Board of Review or its panel. The Ministerial
1448 Fellowship Committee's determination of fact and/or credibility will
1449 not be overturned unless no reasonable fact finder could have
1450 reached such determination, and disputes of fact are to be resolved
1451 in favor of the Ministerial Fellowship Committee's determination. The

1452 Board of Review or its panel may set aside the decision of the
1453 Ministerial Fellowship Committee only where necessary to correct or
1454 prevent manifest injustice. The Board of Review or its panel may
1455 remand the case in whole or in part to the Committee or take such
1456 other action as may be just. The Board of Review or its panel shall
1457 set forth its finding and conclusions and will serve upon the affected
1458 minister and the Ministerial Fellowship Committee. The decision
1459 shall be entered in the fellowship records and shall be final and
1460 binding upon all parties. No appeal shall be allowed from the decision
1461 of the Board of Review. The Board of Review shall make rules to
1462 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 own
1466 religious educator, but the Association has the exclusive right to
1467 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 religion
1470 in order to obtain and hold religious education credentialing status.

1471 Section 12.2. Religious Education Credentialing Committee.

1473 The Religious Education Credentialing Committee shall have
1474 exclusive jurisdiction over religious education credentialing except as
1475 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.

1480 A religious educator may achieve a religious education credentialing
1481 status by action of the Religious Education Credentialing Committee,
1482 upon complying with the requirements of these Bylaws and the rules,
1483 policies, procedures and requests of the committee.

1484 Section 12.4. Religious Education Credentialing Levels.

1485 The Religious Education Credentialing Committee shall adopt rules
1486 related to levels of religious education credentialing.

1487 Section 12.5. Religious Education Credentialing Records.

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

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

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

1506 Section 12.7. Reinstatement of Religious Education Credentialing Status.

1508 The Religious Education Credentialing Committee may reinstate in
1509 or readmit to religious education credentialing status a religious

1510 educator who has previously resigned from religious education
1511 credentialing status or whose religious education credentialing status
1512 has lapsed, been suspended or terminated.

1513 Section 12.8. Appeal.

1514 A religious educator with a religious education credentialing status
1515 whose status is terminated may appeal the determination of the
1516 Religious Education Credentialing Committee to the Board of
1517 Review. The Board of Review shall have exclusive jurisdiction to hear
1518 and decide such appeals. No other appeal shall be allowed from any
1519 decision of the Religious Education Credentialing Committee.

1520 Section 12.9. Procedure on Appeal.

1521 An appeal to the Board of Review shall be heard by a panel of the
1522 Board selected as provided in its rules. The Board of Review or its
1523 panel hearing an appeal shall limit its review to an examination of the
1524 Religious Education Credentialing Committee's decision, including
1525 the documents and other evidence compiled during the Religious
1526 Education Credentialing Status Review, and the reasons articulated
1527 by the Religious Education Credentialing Committee for its decision
1528 terminating the religious educator's credentialing status. If the
1529 religious educator requests consideration of newly discovered
1530 evidence not previously presented to the Religious Education
1531 Credentialing Committee, then the matter shall be returned to the
1532 Religious Education Credentialing Committee for consideration of
1533 that evidence before the Board proceeds with the appeal. These
1534 Bylaws and the rules of the Religious Education Credentialing
1535 Committee shall be binding upon the Board of Review or its panel.
1536 The Religious Education Credentialing Committee's determination of
1537 fact and/or credibility will not be overturned unless no reasonable fact
1538 finder could have reached such determination, and disputes of fact
1539 are to be resolved in favor of the Religious Education Credentialing
1540 Committee's determination.

1541 The Board of Review or its panel may set aside the decision of the
1542 Religious Education Credentialing Committee only where necessary
1543 to correct or prevent manifest injustice. The Board of Review or its
1544 panel may remand the case in whole or part to the Religious
1545 Education Credentialing Committee or take such other action as may
1546 be just. The Board of Review or its panel shall set forth its finding and
1547 conclusions and shall be communicated to the affected religious
1548 educator and the Religious Education Credentialing Committee. The
1549 decision shall be entered in the religious education credentialing
1550 records and shall be final and binding upon all parties. No appeal
1551 shall be allowed from the decision of the Board of Review. The Board
1552 of Review shall make rules to carry out the intent of this Section.

1553 ARTICLE XIII Regional Organizations

1554 Section C-13.1. Regions.

1555 The Association shall support areas of regional responsibility known
1556 as regions.

1557 *Section C-13.2. Establishment.

1558 The establishment of regions and the manner of determining which
1559 congregations are included in each region shall be in accordance
1560 with rules adopted by the General Assembly.

1561 Section 13.3. Members.

1562 All member congregations of the Association located within the
1563 region shall be entitled to be member congregations of that region.

1564 Section C-13.4. Autonomy.

1565 Each region shall be autonomous and shall be controlled by its own
1566 member congregations to the extent consistent with the promotion of
1567 the welfare and interests of the Association as a whole and of its
1568 member congregations.

1569 **Section 13.5. Region Bylaws.**

1570 Each region shall adopt bylaws or policies which are not in conflict
1571 with these Bylaws.

1572 **ARTICLE XIV Rules**

1573 **Section 14.1. Adoption and Amendment of Rules by
1574 General Assemblies.**

1575 A General Assembly may adopt Rules not inconsistent with these
1576 Bylaws. Adoption or amendment of Rules by a General Assembly
1577 shall be by two-thirds vote. Each Rule adopted by a General
1578 Assembly shall be identified by a "G" preceding its Rule number. A
1579 General Assembly may amend or repeal Rules adopted by prior
1580 General Assemblies or by the Board of Trustees, if the proposed
1581 Rules or amendments have been placed on the agenda. Rules and
1582 amendments thereto shall be submitted for inclusion on the agenda
1583 in the same manner as other resolutions. The provisions of this
1584 Section 14.1 do not apply to the Rules of Procedure contemplated by
1585 Section 4.19.

1586 **Section 14.2. Adoption and Amendment of Rules by the
1587 Board of Trustees.**

1588 The Board of Trustees may adopt Rules not inconsistent with these
1589 Bylaws and with Rules adopted by General Assemblies and may
1590 amend or repeal its Rules.

1591 **Section 14.3. Rules of Order.**

1592 The Rules contained in the current edition of *Robert's Rules of Order*
1593 *Newly Revised* shall govern the Association in all cases to which they
1594 are applicable and in which they are not inconsistent with these
1595 Bylaws and any Rules that may be adopted hereunder.

1596 **ARTICLE XV Amendment**

1597 **Section C-15.1. Amendment of Bylaws.**

1598 (a) Amendments to Bylaws. These Bylaws may be amended by a
1599 two-thirds vote at a regular General Assembly if a proposed
1600 amendment has been placed on the agenda; provided,
1601 however, that proposals to amend, repeal, or add a new
1602 section of these Bylaws whose section number is preceded by
1603 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 proposal
1606 to amend, repeal or add a new C Bylaw, other than those C
1607 Bylaws in Article II of these Bylaws, shall be subject to a two-
1608 step approval process.

1609 (1) Such proposals must be placed on the agenda of a regular
1610 General Assembly and approved preliminarily by a majority
1611 vote at such regular General Assembly. Following such
1612 preliminary approval, the proposal to amend, repeal or add
1613 a new C Bylaw shall be placed on the agenda of the next
1614 regular General Assembly for final adoption. Final adoption
1615 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 Assembly
1621 except that any such proposal that has been under
1622 consideration for final approval at three successive regular
1623 General Assemblies shall not be subject to substantive
1624 amendment and shall be submitted to a vote for final
1625 approval at the third such regular General Assembly.

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

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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

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(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.

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(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.

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(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:

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(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.

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

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(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.

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1689	(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.	1750 purpose may be convened by vote of the governing bodies or 1751 membership of at least fifteen congregations in that region in 1752 good standing with the UUA. A quorum for such a meeting 1753 shall require that at least one-third of the congregations of the 1754 region be represented by one or more formally credentialed 1755 delegates.
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1696	(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.	
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1705	(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.	
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1714	(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.	
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1720	(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.	
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1733	*Section 15.2. Submission of Proposed Amendment.	
1734	Proposed amendments to these Bylaws may be submitted only by:	
1735	(a) the Board of Trustees;	
1736	(b) the General Assembly Planning Committee;	
1737	(c) the Commission on Appraisal;	
1738	(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	
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1744	(e) a 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 region that does not maintain a formal governance structure, a meeting for this	
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1756	RULES* of the UNITARIAN UNIVERSALIST ASSOCIATION	
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1758	1758 *Rules whose section number is preceded by a "G" are those	
1759	1759 adopted by a General Assembly and may be amended or repealed	
1760	1760 only by a General Assembly, as provided in Section 14.1 of the	
1761	1761 Bylaws.	
1762	RULE I Name	
1763	No existing rules applicable to Article I.	
1764	RULE II Principles and Purposes	
1765	Rule G-2.1. Democratic Process.	
1766	1766 Because the Association is committed to the use of the democratic	
1767	1767 process, because its governing institutions are accountable to our	
1768	1768 congregations, because accessibility is critical to countering systemic	
1769	1769 and institutional oppression and because openness and trust are	
1770	1770 characteristics of a healthy religious community, the UUA Board shall	
1771	1771 establish policies to allow for the maximum transparency of its	
1772	1772 proceedings and of the proceedings of all UUA committees,	
1773	1773 commissions and task forces, consistent with their effective	
1774	1774 functioning. These policies shall include:	
1775	(a) providing advance notice of dates and locations of regular	
1776	1776 business meetings, and making agendas, reports and minutes	
1777	1777 available promptly;	
1778	(b) providing avenues for comment on issues on the meetings'	
1779	1779 agendas;	
1780	(c) accommodating observers at regular business meetings, with	
1781	1781 the exception of executive sessions.	
1782	1782 Implementing this rule shall be the responsibility of the Board of	
1783	1783 Trustees. The Board shall designate a specific person or committee	
1784	1784 to whom comments about adherence to this rule may be addressed.	
1785	1785 The Board shall report to the General Assembly annually for the next	
1786	1786 three years on its implementation.	
1787	Rule G-2.3. Non-discrimination.	
1788	1788 The Association declares and affirms its special responsibility, and	
1789	1789 that of its member congregations and organizations, to promote the	
1790	1790 full participation of persons in all of its and their activities and in the	
1791	1791 full range of human endeavor without regard to racialized identity,	
1792	1792 ethnicity, gender expression, gender identity, sex, disability,	
1793	1793 affectional or sexual orientation, family and relationship structures,	
1794	1794 age, language, citizenship status, economic status, or national origin	
1795	1795 and without requiring adherence to any particular interpretation of	
1796	1796 religion or to any particular religious belief or creed.	
1797	RULE III Membership	
1798	Section C-3.3. Admission to Membership.	
1799	Rule 3.3.1. New Congregations.	
1800	1800 It is the policy of the Unitarian Universalist Association to encourage	
1801	1801 and assist the development of new congregations as well as to	
1802	1802 support and aid existing member congregations as stated in the	
1803	1803 purposes of the Association.	

1804 Rule 3.3.2. Procedure for Admission.

1805 A church or fellowship may become a member of the Association
1806 upon approval by the Board of Trustees of the Association of a written
1807 application for membership.

1808 The application shall include:

1809 (a) a statement that the applicant subscribes to the principles of
1810 the Association and pledges itself to support the Association;
1811 (b) a copy of the articles of incorporation or other organizing
1812 documents and the bylaws of the applicant;
1813 (c) the names and addresses of the charter members sufficient in
1814 number to satisfy the minimum membership requirements; and
1815 (d) an initial payment in an amount of no less than the Fair Share
1816 contribution to the Association's Annual Program Fund, pro-
1817 rorated for the portion of the Association's fiscal year remaining
1818 as of the date of application.

1819 Rule 3.3.3. Membership Requirements for Admission.

1820 A new congregation, to be recognized as a member of the
1821 Association, must have thirty (30) of its adult members be members
1822 solely of the new congregation.

1823 Rule 3.3.4. Multiple Local Congregations.

1824 In many communities the liberal religious movement may be better
1825 served by the establishment of two or more member congregations.

1826 (a) It is ordinarily desirable that a new congregation should have
1827 the active support and sponsorship of any member
1828 congregation or congregations located in the same geographic
1829 area.
1830 (b) The Association will neither initiate nor recognize such a new
1831 congregation until after the Association has consulted by mail
1832 or by interview with any member congregation or
1833 congregations located in the same geographic area. Such
1834 consultation shall include a request for letters from the
1835 presiding officer of the congregation's governing board and
1836 minister of such congregation(s) stating judgment regarding
1837 the establishment and/or recognition of the new congregation.
1838 The Association may proceed to assist in organizing or
1839 recognizing the new congregation despite local protest or
1840 objection if the Association believes that such action is in the
1841 best interests of the entire movement and that it will strengthen
1842 the total Unitarian Universalist position in the community.

**1843 Rule 3.3.5. Rules and Regulations for New
1844 Congregations.**

1845 It is essential that Unitarian Universalist congregations be affirmative
1846 in spirit, inclusive in fellowship, and mutually supportive in their
1847 relationships with other congregations. The following statements
1848 represent the Association's best judgment as to the meaning of this
1849 general statement and shall be used by staff and the Board in
1850 determining action upon applications for membership.

1851 (a) In receiving the application of a new congregation for
1852 membership in the Association, the Congregational Life staff
1853 shall satisfy itself that the group is making its application in
1854 good faith and that it will make a sincere effort to carry out the
1855 purposes of the Association. (See specifically Article II of the
1856 Bylaws.)
1857 (b) The Association interprets its statements of purpose to mean
1858 that no congregation may be accepted into membership if its
1859 bylaws exclude from its local membership any person because
1860 of race, ethnicity, gender, disability, affectional or sexual

1861 orientation, language, citizenship status, economic status, or
1862 national origin.

1863 (c) All member congregations must be congregational in polity; the
1864 final authority to make decisions must be vested in the legal
1865 membership of the congregation.

1866 (d) Member congregations shall project and embark upon a
1867 balanced program of religious activity including adult worship
1868 and/or discussion and when feasible establishment of a church
1869 school in the Unitarian Universalist tradition.

1870 (e) New congregations are expected to establish and maintain
1871 cooperative relations with Unitarian Universalist agencies, as
1872 appropriate and feasible.

1873 (f) A congregation should be incorporated when possible under
1874 the laws of the state in which it exists. A congregation shall
1875 include in its articles of incorporation or other organizing
1876 documents a clause providing that the assets of the
1877 congregation will be transferred upon dissolution to the
1878 Association. Notwithstanding the foregoing, if a congregation
1879 obtains the prior written consent of the Association's Board of
1880 Trustees, the congregation may name an organization that is
1881 affiliated with the Association (such as a camp, conference
1882 center or other congregation) as the recipient of the
1883 congregation's assets upon dissolution.

1884 Rule 3.3.6. Order of Administrative Procedure.

1885 The order of administrative procedure:

1886 (a) Application for congregational membership in the Association
1887 will first be referred to UUA staff.
1888 (b) UUA staff will seek information and advice with respect to all
1889 applications as follows:
1890 U.S. Congregations
1891 Executive Officer of appropriate Unitarian or Universalist or
1892 Unitarian Universalist international group, if any.
1893 (c) UUA staff will make its recommendation to the President of the
1894 Association, and the President shall then make
1895 recommendations to the Board of Trustees of the UUA for its
1896 final action.

1897 Section C-3.5. Certification of Membership.**1898 Rule 3.5.1. Required Annual Report.**

1899 In each fiscal year of the Association (July 1 to June 30), each
1900 member congregation shall file with the Secretary of the Association
1901 an Annual Report on the form and in the manner provided by the
1902 Association. The Annual Report shall include a certification by a
1903 minister or principal officer of the member congregation stating (a)
1904 whether or not the member congregation complied with the
1905 conditions set forth in Section C-3.5 of the Bylaws during the
1906 Association's prior fiscal year and (b) that the information provided to
1907 the Association in the Annual Report is true and correct to the best of
1908 the minister's or principal officer's knowledge.

1909 For purposes of determining compliance with Section C-3.5 of the
1910 Bylaws, a member congregation shall be deemed to have conducted
1911 'regular religious services' if it has held at least 10 services during the
1912 fiscal year.

1913 A member congregation's Annual Report for a particular fiscal year
1914 and, if submitted separately, the related certification must be received
1915 by the Association on or before February 1 following the close of that
1916 fiscal year whenever the regular General Assembly opens in June
1917 and otherwise on or before the close of business on the last business
1918 day which is at least 110 days before the date of the General

1919 Assembly next following the close of that fiscal year. If a member 1920 congregation's related certification is not received by the applicable 1921 deadline, it will still be deemed timely filed if the member 1922 congregation submits to the Association proof that it was mailed in 1923 accordance with the provisions of Rule G-13.4.2. Such proof may be 1924 in the form of a stamped or validated receipt for Registered or 1925 Certified Mail or a sworn statement attesting to the proper submission 1926 of the certification signed by the person responsible for its mailing.

1927 Rule 3.5.2. Inactive Congregations

1928 In September of each year UUA staff shall initiate the process of 1929 contacting congregations in the inactive category to determine their 1930 status.

1931 This process includes:

- 1932 (a) requesting a list of congregations that have failed to submit an 1933 annual report for three consecutive fiscal years;
- 1934 (b) forwarding this list to the UUA's Regional Staff;
- 1935 (c) upon receipt of the annual inactive congregations list and 1936 pursuant to the UUA's by-laws section C-3.6, the UUA's 1937 Regional staff shall follow up with any congregation in their 1938 region;
- 1939 (d) after follow up the Regional staff shall make a recommendation 1940 about each congregation's status to the UUA Board for action 1941 at its April meeting.

1942 Section C-3.7. Associate Member Organizations.

1943 Rule 3.7.1. Limitation of Associate Membership.

1944 It shall be the policy of the Board of Trustees to limit admissions to 1945 associate membership to major continent-wide organizations.

1946 Rule 3.7.2. Non-Segregation.

1947 Each associate member organization shall in all aspects of its work 1948 refrain from the practice of segregation based on race, ethnicity, 1949 gender, disability, affectional or sexual orientation, language, 1950 citizenship status, economic status, or national origin. This rule is not 1951 intended to preclude associate member organizations designed to 1952 benefit groups organized to ensure their fuller participation in the 1953 larger society and to fulfill their unique spiritual needs.

1954 Rule 3.7.3. Application for Associate Membership.

1955 Each applicant for membership shall submit with its application:

- 1956 (a) an attested copy of its charter and, unless it is included in the 1957 charter, an attested copy of its purposes, objectives, and 1958 bylaws;
- 1959 (b) the approximate number of members in the organization;
- 1960 (c) a list of principal officers with their personal mail addresses and 1961 the principal mail address of the organization;
- 1962 (d) a financial statement showing income and expenses for the 1963 latest fiscal year preceding the date of filing and showing 1964 assets, liabilities and net worth as of the end of such fiscal year;
- 1965 (e) the dates upon which its governing board met during the twelve 1966 months immediately preceding the date of filing;
- 1967 (f) any yearly reports of its governing body and its principal 1968 officers sent to members during the twelve months immediately 1969 preceding the date of filing;
- 1970 (g) evidence that it enjoys tax exempt status:
 - 1971 (1) under Section 501(c)(3) of the U.S. Internal Revenue 1972 Code of 1954;

- 1973 (2) as a registered charity as provided for in the Income Tax Act (Canada); or
- 1974 (3) under the laws of the country governing the applicant's tax status;
- 1975 (h) if the applicant does not enjoy tax exempt status, the reason or 1976 reasons it does not;
- 1977 (i) a statement outlining the intended use of associate 1980 membership, if granted, and the goals and objectives of the 1981 organization that will be served by such use;
- 1982 (j) a statement outlining what advantage it is believed there 1983 would be to the Association and to the furtherance of the 1984 principles of the Association outlined in Bylaw Section C- 2.2;
- 1985 (k) any other information which the Board of Trustees of the 1986 Association shall require; and
- 1987 (l) The contribution contemplated by Rule 3.7.10.

1988 Rule 3.7.4. Annual Report.

1989 Except in the year when it is admitted to membership, each associate 1990 member shall send to the Association on or before April 30 (i) an 1991 annual report which shall include the data required by subsections 1992 (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other information which 1993 the Board of Trustees shall require and (ii) the contribution 1994 contemplated by Rule 3.7.10. If an associate member fails to comply 1995 with the provisions of this Rule, the Board of Trustees shall at its next 1996 regular meeting consider a finding of non-compliance and the 1997 termination of the associate membership status of such organization.

1998 Rule 3.7.5. Report of Changes.

1999 Each associate member shall send the Association an attested copy 2000 of any changes in its charter, purposes, objectives, or bylaws as soon 2001 as any such changes are made, and shall notify the Association 2002 immediately of any change in its tax exempt status.

2003 Rule 3.7.6. Representation of Associate Membership.

2004 No organization shall claim or represent in any manner that it is an 2005 associate member of the Association until such membership is voted 2006 by the Board of Trustees; and if and when any organization's 2007 associate membership expires or it is terminated, that organization 2008 shall immediately cease to claim, represent or imply in any manner 2009 that it is an associate member of the Association.

2010 Rule 3.7.7. Mailing List.

2011 Each associated member shall place the Association on its regular 2012 mailing list.

2013 Rule 3.7.8. Additional Criteria for Admission.

2014 Before granting associate membership, the Board of Trustees shall 2015 determine that the granting of such associate membership is likely to 2016 be of substantial benefit to the Unitarian Universalist movement.

2017 Rule 3.7.9. Yearly Grant of Associate Membership.

2018 Associate membership for all new or existing associate members 2019 shall be granted by the Board of Trustees for a designated one-year 2020 period or portion thereof.

2021 Rule 3.7.10. Associate Member Contributions.

2022 The contribution required to be submitted with an application for 2023 associate membership is \$500 for any applicant whose budget for the 2024 twelve months preceding its application for associate membership 2025 was \$1,000,000 or more and \$250 for any applicant whose budget 2026 for the twelve months preceding its application for associate 2027 membership was less than \$1,000,000. The contribution required to

2028 be submitted with an associate member's annual report is \$500 for
2029 any associate member whose budget for the twelve months
2030 preceding the due date of the annual report was \$1,000,000 or more
2031 and \$250 for any associate member whose budget for the twelve
2032 months preceding the due date of the annual report was less than
2033 \$1,000,000.

2034 Section C-3.8. Independent Affiliate Organizations.

2035 Rule 3.8.1. Application for Independent Affiliate Status.

2036 Each applicant for independent affiliate status shall submit with its
2037 application:

- 2038 (a) an attested copy of its charter, and, unless it is included in the
2039 charter, an attested copy of its purposes, objectives, and
2040 bylaws;
- 2041 (b) the number of members or member groups in the organization;
- 2042 (c) a list of the principal officers with their personal mail addresses,
2043 congregation membership or congregation where settled if the
2044 officer is a fellowshipped minister serving a Unitarian
2045 Universalist congregation, and the principal mail address of the
2046 organization;
- 2047 (d) the contribution contemplated by rule 3.8.9;
- 2048 (e) a financial statement showing income and expenses for the
2049 latest fiscal year preceding the date of filing and showing
2050 assets, liabilities and net worth as of the end of such fiscal year;
- 2051 (f) the dates upon which its governing board met during the twelve
2052 months immediately preceding the date of filing;
- 2053 (g) any yearly reports of its governing body and its principal
2054 officers sent to members during the twelve months immediately
2055 preceding the date of filing;
- 2056 (h) evidence of whether it enjoys tax exempt status:
 - 2057 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2058 Code of 1954;
 - 2059 (2) as a registered charity as provided for in the Income Tax
2060 Act (Canada); or
 - 2061 (3) under the laws of the country governing the applicant's
2062 tax status;
- 2063 (i) if the applicant does not enjoy tax exempt status, the reason or
2064 reasons it does not;
- 2065 (j) a statement outlining how its purpose, mission and structure
2066 models interdependence through engagement with our
2067 member congregations, coordination or collaboration of effort
2068 and resources; and a statement outlining how the organization
2069 supports the transformation of institutions and our world to be
2070 aligned with those values expressed in our Principles; and
- 2071 (k) any other information which the Board of Trustees of the
2072 Association shall require.

2073 Rule 3.8.2. Non-Segregation.

2074 Each independent affiliate organization shall in all aspects of its work
2075 refrain from the practice of segregation based on race, ethnicity,
2076 gender, disability, affectional or sexual orientation, language,
2077 citizenship status, economic status, or national origin. This rule is not
2078 intended to preclude independent affiliate organizations designed to
2079 benefit groups organized to ensure their fuller participation in the
2080 larger society and to fulfill their unique spiritual needs.

2081 Rule 3.8.3. Annual Contribution and Report.

2082 Except in the year when it is admitted to independent affiliate status,
2083 each independent affiliate organization shall send the Association on
2084 or before April 30 (i) an annual report which shall include the data
2085 required by subsections (b), (c), (f), (g) and (h) of Rule 3.8.1 and any
2086 other information which the Board of Trustees shall require and (ii)
2087 the contribution contemplated by Rule 3.8.9. If an independent
2088 affiliate organization fails to comply with the provisions of this Rule,
2089 the Board of Trustees shall at its next regular meeting consider a
2090 finding of non-compliance and the termination of the independent
2091 affiliate status of such organization.

2092 Rule 3.8.4. Report of Changes.

2093 Each independent affiliate organization shall send the Association an
2094 attested copy of any changes in its charter, purposes, objectives, or
2095 bylaws as soon as any such changes are made and shall notify the
2096 Association immediately of any change in its tax-exempt status.

2097 Rule 3.8.5. Representation of Independent Affiliate Status.

2099 No organization shall claim or represent in any manner that it is an
2100 independent affiliate with the Association until such status is voted by
2101 the Board of Trustees; and if and when any organization's
2102 independent affiliate status expires or it is terminated, that
2103 organization shall immediately cease to claim, represent or imply in
2104 any manner that it is affiliated with the Association.

2105 Rule 3.8.6. Mailing List.

2106 Each independent affiliate organization shall place the Association
2107 on its regular mailing list.

2108 Rule 3.8.7. Additional Criteria for Admission.

2109 Before granting independent affiliate status, the Board of Trustees
2110 shall determine that such affiliation is likely to be of substantial benefit
2111 to the Unitarian Universalist movement.

2112 Rule 3.8.8. Yearly Grant of Independent Affiliate Status.

2113 Independent affiliate status for all new or existing independent
2114 affiliate organizations shall be granted by the Board of Trustees for a
2115 designated one-year period or portion thereof.

2116 Rule 3.8.9. Independent Affiliate Contributions.

2117 The contribution required to be submitted with an application for
2118 independent affiliate status and with an independent affiliate's annual
2119 report is \$100.

2120 RULE IV General Assembly

2121 Section 4.6. Notice of Meetings.

2122 Rule 4.6.1. Mailing of Notice.

2123 Notice of each regular and special General Assembly shall be given
2124 not less than sixty days before the date thereof to each certified
2125 member congregation, associate member organization, and trustee.
2126 Such notice shall be given by the Secretary or the Recording
2127 Secretary.

2128 Rule 4.6.2. Time of Notice.

2129 Notice so sent shall be sufficient if mailed at Boston, Massachusetts,
2130 sixty days before any such General Assembly, addressed to the
2131 persons who according to the records of the Association are entitled
2132 thereto hereunder and sent to the addresses which appear on said
2133 records. When the Secretary in their absolute discretion finds it
2134 desirable and practicable, a copy of the notice shall be inserted in the
2135 denomination's publication most widely circulated within the

2136 denomination, in the issue which will be circulated as near to sixty
2137 days before the General Assembly as possible.

2138 **Rule 4.6.3. Content of Notice.**

2139 Such notice shall contain the date, time, and place where the General
2140 Assembly is to be held and shall state only that the business to be
2141 transacted will be set forth in the official agenda issued in accordance
2142 with the Bylaws. Such agenda need not accompany the notice. The
2143 original of such notice shall be signed by the Secretary or Recording
2144 Secretary and be made a part of the minutes of the General
2145 Assembly to which it pertains. The signature of the Secretary or
2146 Recording Secretary on copies of any such notice may be printed or
2147 typewritten.

2148 **Section C-4.7. Voting.**

2149 **Rule G-4.7.1. Recording the Vote on Resolutions.**

2150 The vote on resolutions shall be recorded as having been adopted:

- 2151 (a) unanimously; or
- 2152 (b) by a vote of two-thirds or more; or
- 2153 (c) by a specified vote for or against.

2154 When any resolution is reported by the Association, the recorded
2155 vote on each resolution shall be included.

2156 **Section C-4.9. Accreditation of Delegates.**

2157 **Rule G-4.9.1. Number of Delegates.**

2158 The Secretary of the Association shall, consistent with the Bylaws of
2159 the Association, determine the number of delegates to which each
2160 certified member congregation and associate member organization
2161 is entitled. The determinations of the Secretary may be appealed to
2162 the Board of Trustees.

2163 **Rule 4.9.1A. Merged, Consolidated, or Dissolved 2164 Congregations.**

2165 In the event a certified member congregation dissolves or merges or
2166 consolidates with another congregation subsequent to its filing the
2167 certified member certification form prescribed by Rule 3.5.1, any
2168 delegate credentials outstanding on the date of dissolution or merger
2169 or consolidation are thereby rendered null and void. In the event of
2170 merger or consolidation, the merged or consolidated certified
2171 member congregation shall be entitled during the current fiscal year
2172 of the Association to the number of delegate credentials that reflects
2173 the total membership of the merged or consolidated congregation or
2174 to the number of delegate credentials that the certified member
2175 congregations merging or consolidating would have been entitled to
2176 but for the merger or consolidation, whichever is less.

2177 **Rule 4.9.2. Settled Ministers.**

2178 A settled minister for the purpose of accreditation as a delegate
2179 pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a
2180 certified member congregation in compensated ministerial activities
2181 which constitute fifty percent or more of a typical work schedule or
2182 (b) a community minister who (1) maintains active involvement in
2183 such congregation; (2) has written agreement with the congregation;
2184 (3) is in affiliation with the congregation; and (4) is compensated for
2185 community ministry work which constitutes fifty percent or more of a
2186 typical work schedule recognized by the congregation as ministry. A
2187 congregation is entitled to the number of accredited community
2188 minister delegates equal to the number of delegates to which it is
2189 entitled under Bylaw Section 4.8(a). A minister emeritus/a shall
2190 previously have settled in such congregation as described in this
2191 Rule. A certified member congregation shall certify in writing that its
2192 minister delegates meet the criteria for minister in accordance with
2193 this Rule.

2194 **Rule G-4.9.3. Mailing of Credential Cards.**

2195 Not less than forty-five days prior to each General Assembly, the
2196 Secretary of the Association shall send to each certified member
2197 congregation and associate member organization entitled to be
2198 represented by delegates the proper number of delegate credentials.
2199 The Secretary shall also furnish trustees with credentials.

2200 **Rule 4.9.4. Issuance of Duplicate Credential Card.**

2201 If a person who has been duly constituted a delegate arrives at a
2202 General Assembly without a properly executed Credential Card, the
2203 person may apply to the Secretary of the Association, or to one or
2204 more persons designated by the Secretary, for a special certificate of
2205 accreditation. The application shall be in writing on a form provided
2206 by the Secretary of the Association. It shall be signed by the applicant
2207 under the penalties of perjury. The certificate shall contain at least
2208 the following:

- 2209 (a) the name of the congregation or associate member
2210 organization involved;
- 2211 (b) in the case of a delegate representing a member congregation
2212 other than a settled minister or emerita/us minister or an
2213 accredited director of religious education, a statement that the
2214 applicant is a member of that congregation; or in the case of a
2215 delegate representing an associate member organization, a
2216 statement that the applicant is a member of a certified member
2217 congregation;
- 2218 (c) a statement that the person was designated as a delegate
2219 under established procedures of the congregation or is a
2220 settled minister or emerita/us minister thereof or is an
2221 accredited director of religious education employed in the
2222 congregation, or was designated as a delegate of an associate
2223 member organization; and
- 2224 (d) a brief statement as to why the applicant is not able to present
2225 an official and properly executed accrediting card.

2226 **Rule 4.9.5. Alternate Delegates.**

2227 Each certified member congregation may, in accordance with its own
2228 Bylaws or procedures, designate alternate delegates to any General
2229 Assembly in such number, not in excess of the number of delegates
2230 to which it is entitled, as it may determine. Alternate delegates shall
2231 be members of the certified member congregation they represent. All
2232 alternates appointed must be provided by the member congregation
2233 with a certification of their appointment signed by an officer of the
2234 congregation.

2235 **Rule G-4.9.6. Delegate Status.**

2236 Delegates and alternates may be designated to attend each General
2237 Assembly to be held in any fiscal year of the Association or only a
2238 particular General Assembly as each member congregation shall
2239 determine.

2240 **Rule 4.9.7. Issuance of Alternate Credentials.**

2241 In order to be issued credentials admitting the alternate as a delegate
2242 to the General Assembly, the alternate must present such
2243 certification and credential card and delegate badge of the delegate
2244 for whom such person is serving as alternate.

2245 **Rule G-4.9.8. Registration Fee.**

2246 All delegates, alternates and trustees must register in order to be
2247 admitted to the floor and vote at the General Assembly.

2248 **Rule 4.9.9. Amount of Fees.**

2249 The registration fee shall be set by the Board of Trustees.

2250 **Section 4.12. UUA Statements of Conscience and**
2251 **Study/Action Issues for Social Justice.**

2252 **Rule G-4.12.1. Report of Comments on UUA Statements**
2253 **of Conscience.**

2254 The Commission on Social Witness shall report to the General
2255 Assembly in summary fashion those comments on UUA Statements
2256 of Conscience submitted to it by member congregations.

2257 **Rule G-4.12.2. Study/Action Issues for Social Justice.**

2258 The Commission on Social Witness shall prepare (and the Board of
2259 Trustees shall include with the Tentative Agenda) a report
2260 summarizing the numbers and topics of the proposed Congregational
2261 Study/Action Issues submitted by the certified member
2262 congregations and sponsored organizations as defined in Section
2263 4.12(a)(1), and the criteria which it used in selecting proposed
2264 Congregational Study/Action Issues included in the Congregational
2265 Poll. Each proposed Congregational Study/Action Issue that appears
2266 on the Tentative Agenda shall be accompanied by previous General
2267 Resolutions, actions and statements on related issues, with dates (if
2268 applicable), and the names or number of congregations submitting
2269 issues included within such proposed Congregational Study/Action
2270 Issue.

2271 **Rule G-4.12.3 Report on Implementation of UUA**
2272 **Statements of Conscience.**

2273 The UUA Administration shall report at each regular General
2274 Assembly regarding implementation of UUA Statements of
2275 Conscience with particular reference to the most recently adopted
2276 Statement of Conscience. Such report shall summarize
2277 implementation by member congregations, UUA staff and other
2278 Unitarian Universalist groups.

2279 **Rule 4.12.4 Mini-Assembly on UUA Statement of**
2280 **Conscience**

2281 During the regular General Assembly referred to in Section
2282 4.12(d)(1), a mini-assembly shall be held during which the proposed
2283 amendments to the revised UUA Statement of Conscience shall be
2284 accepted in writing. All such amendments shall be made available in
2285 writing to the General Assembly. The Commission on Social Witness
2286 shall finalize the UUA Statement of Conscience, and the chairperson
2287 of the Commission on Social Witness, in consultation with the
2288 moderator of the General Assembly, the parliamentarian and legal
2289 counsel, shall prioritize unincorporated amendments for
2290 consideration by the General Assembly.

2291 **Section 4.16. Additions to the Agenda of Regular**
2292 **General Assemblies.**

2293 **Rule G-4.16.1. General Assembly Actions of Immediate**
2294 **Witness, and Responsive Resolutions.**

2295 The Moderator shall take such steps as the Moderator considers
2296 practical to advise delegates and other persons or bodies as early as
2297 possible, preferably in writing, of the contents of any actions or
2298 resolutions presented to the General Assembly which are not on the
2299 Final Agenda and which are admitted to the agenda pursuant to
2300 Article IV, Section 4.16 of the Bylaws; and some time shall be
2301 scheduled when the sponsor(s) of the action(s) or resolution(s) can
2302 discuss the action or resolution with those interested.

2303 **Rule 4.16.2. Responsive Resolutions**

2304 Responsive resolutions are brief, advisory statements that express
2305 the sentiment of the delegates. They must be in response to a
2306 substantive portion of a report by an officer or committee reporting to
2307 a regular General Assembly, per Section 4.16. Responsive
2308 resolutions are not binding and do not set policy for the Association.
2309 They may not act as a substitute for other types of business items,

2310 such as business resolutions, budget motions, study/action issues,
2311 bylaw amendments, or actions of immediate witness. The Moderator
2312 will determine whether a proposed responsive resolution may be
2313 added to the final agenda under this rule.

2314 **Section 4.18. Agenda Rules.**

2315 **Rule G-4.18.1. Notice to Member Congregations**

2316 By November 1 whenever in the fiscal year the General Assembly
2317 opens in June, otherwise not less than two hundred and ten days
2318 before each regular General Assembly, each certified member
2319 congregation shall be notified of the dates for submitting items for the
2320 Tentative and Final Agenda, the procedure to be followed, and the
2321 forms to be used.

2322 **Rule G-4.18.2. Business Resolutions and Study/Action**
2323 **Issues for Social Justice.**

2324 A Study/Action Issue for Social Justice is one that deals with issues
2325 of public policy within the province of the Department of Faith in
2326 Action. A Business Resolution directly involves the administration
2327 and structure of the Association.

2328 Any resolution submitted which, taken as a whole, has as its purpose
2329 the making of a statement of social concern or principle shall be
2330 deemed to be a Study/Action Issue for Social Justice.

2331 A Study/Action Issue for Social Justice or a UUA Statement of
2332 Conscience appearing on the Final Agenda shall not be amended so
2333 as to become a Business Resolution.

2334 **Rule G-4.18.3. Congregational Poll.**

2335 At the time of the mailing of the Tentative Agenda, each certified
2336 member congregation shall be requested to report by February 1, on
2337 a form provided, whether it recommends or does not recommend for
2338 action by the General Assembly the Business Resolutions, proposed
2339 Congregational Study/Action Issues in the first Cycle year and draft
2340 UUA Statements of Conscience in the Fourth Cycle year, or any
2341 additional years thereto pursuant to Section 4.12(d)(2) appearing on
2342 the Tentative Agenda, including the alternative versions of Business
2343 Resolutions (if any) submitted by the Board of Trustees. The
2344 recommendation with respect to each proposed resolution or issue
2345 must be certified by the minister, clerk or president of that
2346 congregation as being within the procedures of that congregation.
2347 Only a Business Resolution which a majority of the congregations
2348 voting on the resolution recommends for the action shall be eligible
2349 to be included on the Final Agenda from the Congregational Poll. If
2350 there is more than one version of a Business Resolution on the
2351 Tentative Agenda, the subject of the resolution shall be considered a
2352 single item on the Tentative Agenda and the Congregational Poll. All
2353 versions shall be listed consecutively within that item. An aye vote
2354 by a congregation for one or more versions shall be counted an aye
2355 vote for inclusion of a resolution on the subject in the Final Agenda.

2356 If support for the subject matter of the resolution is sufficient to make
2357 it eligible for inclusion on the Final Agenda, the version that receives
2358 the highest number of votes by the participating congregations shall
2359 be the one eligible for inclusion on the Final Agenda. From the
2360 Business Resolutions eligible from the Congregational Poll, the
2361 Board of Trustees shall include on the Final Agenda not more than
2362 the eight Business Resolutions receiving the highest number of
2363 "recommended for action" votes on the Congregational Poll. The
2364 Board of Trustees may also include on the Final Agenda alternative
2365 versions of Business Resolutions which are germane to those
2366 selected through the Congregational Poll. In the first Cycle year, the
2367 Board of Trustees also shall include on the Final Agenda not more
2368 than the five proposed Congregational Study/Action Issues receiving
2369 a majority of votes and the highest number of "recommended for
2370 action" votes on the Congregational Directives for General Assembly
2371 Action, provided that at least twenty-five percent (25%) of the

2372 congregations participated in the ballot vote for such proposed
2373 Congregational Study/Action Issues. If the number of proposed
2374 Congregational Study/Action Issues recommended for action in the
2375 Congregational Poll exceeds five and there is more than one such
2376 issue in fifth position as a result of a tie vote, all issues in fifth position
2377 shall be referred to the Final Agenda by the Commission on Social
2378 Witness. In the fourth Cycle year, or any additional years thereto
2379 pursuant to Section 4.12(d)(2), the Board of Trustees shall further
2380 include on the Final Agenda a proposed UUA Statement of
2381 Conscience, provided that at least twenty-five percent (25%) of the
2382 congregations participated in the ballot vote for such draft UUA
2383 Statement of Conscience. A report of the vote by which each
2384 resolution on the Tentative Agenda was or was not "recommended
2385 for action" shall be included on the Final Agenda. All Business
2386 Resolutions that are included on the Final Agenda shall be discussed
2387 during the General Assembly in a mini-assembly.

2388 Rule 4.18.4. Matters Submitted by Regions

2389 In the event that a proposed amendment to a Rule or to a Business
2390 Resolution that was submitted by a region is to be considered at a
2391 General Assembly, the region that submitted the proposed
2392 amendment or resolution may, in accordance with its own
2393 procedures, designate a representative to speak in support of the
2394 amendment or resolution at the General Assembly. The
2395 representative must be provided by the region with a certification of
2396 the representative's appointment signed by an officer of the region.

2397 Rule 4.18.5. Amendments to Business Agenda Items on 2398 the Final Agenda

2399 This rule defines the process for amending items on the General
2400 Assembly final agenda under Section 4.14. This rule does not
2401 address any proposed changes to Article II under Section C-15.1(c).

2402 (a) Delegates may submit amendments to any item which is
2403 scheduled for a vote on the General Assembly final agenda.
2404 Proposed amendments are due to the Secretary by the
2405 deadline published in the agenda, which will be at least
2406 fourteen (14) days before the start of General Assembly.
2407 Amendments received after the published deadline will not be
2408 considered. The Secretary will also determine the format for
2409 amendments to be submitted, and include a description of this
2410 in the final agenda. Each delegate may submit up to three
2411 amendments in total for all business items.

2412 Amendments will be considered by mini-assemblies according
2413 to this rule. Amendments must meet the following standards to
2414 be considered:

- 2415 (1) They must address the same topic and goal as the item
2416 they are amending;
- 2417 (2) They cannot reverse or invalidate the item;
- 2418 (3) They must match the structure of the UUA Bylaws and
2419 Rules; and
- 2420 (4) They cannot conflict with other rules, bylaws, or
2421 adopted statements.

2422 (b) The Moderator will review all submitted amendments to
2423 determine whether they meet the standards in this rule. If so,
2424 they will be considered at a business amendment mini-
2425 assembly. The Board of Trustees will promptly post all the
2426 amendments that will be considered.

2427 (c) The Board of Trustees will host one or more online business
2428 amendment mini-assemblies to discuss and vote on proposed
2429 amendments. These mini-assemblies must be held at least ten
2430 days before the start of General Assembly, and be open to all
2431 delegates. If an amendment receives sufficient delegate
2432 support, it may be considered on the General Assembly final

2433 agenda. That support will be determined by the following
2434 process:

- 2435 (1) Delegates will use an online poll to vote on whether to
2436 add a proposed amendment to the General Assembly
2437 final agenda.
- 2438 (2) Proposed amendments that receive support from at least
2439 50% of delegates voting in the mini-assembly will be
2440 added to the General Assembly final agenda. This
2441 support is based on the total number of delegates who
2442 vote for or against the proposed amendment, and does
2443 not include abstentions.

2444 (d) Regardless of the level of support in the mini-assembly online
2445 poll, the Board of Trustees may choose to incorporate any
2446 proposed amendment into the final agenda for items it has
2447 submitted.

2448 (e) The Board of Trustees must publish the final language for all
2449 items on the final agenda at least seven days before the start
2450 of the General Assembly. This will include any proposed
2451 amendments that received sufficient support at a business
2452 amendment mini-assembly, unless the amendment is
2453 withdrawn by the initial delegate who submitted it. The Board
2454 of Trustees may also include any additional amendments it
2455 proposes.

2456 Rule 4.18.6. Schedule and Ballot Voting on Agenda 2457 Items

2458 Delegates will use electronic ballots to vote on items on the General
2459 Assembly agenda. These ballots must individually verify delegate
2460 credentials. The agenda will list when items will be considered for
2461 discussion and voting, which must be during a scheduled business
2462 session. Ballot voting will remain open for at least one hour after the
2463 end of the business session when the items on the ballot are
2464 considered. The Moderator will determine the composition of each
2465 ballot.

2466 Section 4.19. Rules of Procedure.

2467 Rule G-4.19.1. Adoption of Rules of Procedure.

2468 The Board of Trustees shall offer rules of procedure for adoption at
2469 the first session of each General Assembly.

2470 RULE V Committees of the Association

2471 Section 5.5. Vacancies

2472 A vacancy created by the death, disqualification, resignation, or
2473 removal of an elected or appointed member of a standing committee
2474 of the Association shall be filled by majority vote of the Board of
2475 Trustees. An individual appointed to fill a vacancy in an elected
2476 position shall serve until the vacancy is filled by regular or special
2477 election. An individual appointed to fill a vacancy in an appointed
2478 position shall serve for the balance of the unexpired term, and until a
2479 successor is appointed and qualified. An elected member of a
2480 standing committee of the Association in office for more than one-half
2481 of a full term shall be deemed to have completed a full term for the
2482 purposes of re-election.

2483 Rule 5.5.1. Committee Member Resignations

2484 A member of a committee of the Association may resign at any time
2485 by giving written notice to the Moderator. This resignation will take
2486 effect at the time specified in the written notice. If no effective time is
2487 specified, the resignation will take effect immediately when it is
2488 received.

2489 **RULE VI Board of Trustees**

2490 **Section 6.4. Election of Trustees.**

2491 No existing rules applicable to Section 6.4.

2492 **Section 6.6. Qualification of Trustees.**

2493 **Rule 6.6.1. Multiple Memberships.**

2494 For purposes of applying the Bylaw provision that no more than one
2495 trustee shall be a member of the same member congregation, a
2496 person holding membership in more than one member congregation
2497 shall be treated as being a member only of that member congregation
2498 whose services such person most regularly attends. The Secretary
2499 shall make any determinations required by this rule, subject to appeal
2500 to the Board of Trustees, with the affected trustee or trustees not
2501 voting.

2502 **Rule 6.6.2. Implementation of Section 6.6.**

2503 If at the close of a General Assembly election, the results are such
2504 that, except for the provisions of Section 6.6, more than one person
2505 from the same congregation would serve at the same time on the
2506 Board of Trustees,

2507 (a) if the conflict arises solely from the election just held, the
2508 Secretary of the Association shall thereupon declare that the
2509 persons so elected are disqualified and that the offices to which
2510 they have been so elected are vacant and are to be filled as
2511 provided in the Bylaws.

2512 (b) if the conflict arises because one person from a congregation
2513 is already serving on the Board of Trustees and another person
2514 from that congregation has just been so elected, the Secretary
2515 of the Association shall declare that the person just elected is
2516 disqualified and the office to which such person has been
2517 elected is vacant and that the vacancy is to be filled as provided
2518 in the Bylaws.

2519 **Rule 6.7 Resignation and Removal of Trustees**

2520 A trustee may at any time resign by giving written notice to the Board
2521 of Trustees. Such resignation shall take effect at the time
2522 specified therein, or, if not time is specified, then on delivery. A
2523 trustee may be removed by a three-fourths vote of the entire
2524 Board at a meeting at which not less than three-fourths of the
2525 entire Board is present if in the opinion of the Board such
2526 trustee is incapacitated or unable to carry out the duties of the
2527 office or otherwise for good cause.

2528 **RULE VII Committees of the Board of Trustees**

2529 **Section 7.4 Vacancies**

2530 **Rule 7.4.1. Committee Member Resignations**

2531 A member of a committee of the Board of Trustees may resign at any
2532 time by giving written notice to the Moderator. This resignation will
2533 take effect at the time specified in the written notice. If no effective
2534 time is specified, the resignation will take effect immediately when it
2535 is received.

2536 **RULE VIII Officers of the Association**

2537 **Section 8.1. Officers Enumerated.**

2538 **Rule 8.1.1. Officers Enumerated.**

2539 The appointed salaried officers of the Association shall include an
2540 Executive Vice President.

2541 **Section 8.11. Executive Vice President.**

2542 **Rule 8.11.1. Executive Vice President.**

2543 The Executive Vice President shall have responsibility under the
2544 President for the administrative affairs of the Association and shall
2545 perform such other duties as may be assigned to such officer.

2546 **Section 8.17. Other Appointed Officers.**

2547 **Rule 8.17. Other Appointed Officers.**

2548 The members serving without pay on the Ministerial Fellowship
2549 Committee, Finance Committee, and Investment Committees are
2550 designated as officers of the Association for the purposes, only, of
2551 carrying out their duties as members of such committees. The
2552 powers and duties of such members are as defined in the Bylaws,
2553 Rules, and Policies adopted by the Board of Trustees.

2554 **Section 8.6 Resignation**

2555 **Rule 8.6.1. Resignation of the Moderator**

2556 The Moderator may resign at any time by giving written notice to the
2557 Secretary. This resignation will take effect at the time specified in the
2558 written notice. If no effective time is specified, the resignation will take
2559 effect immediately when it is received.

2560 **RULE IX Nominations and Elections**

2561 **Section 9.4. Nomination by Nominating Committee.**

2562 **Rule G-9.4.1. Report of the Nominating Committee.**

2563 (a) Any person who applies to the Nominating Committee for
2564 nomination for the position of Financial Advisor or trustee shall
2565 submit by the application deadline a one-page statement of
2566 qualifications.

2567 (b) The report of the Nominating Committee required by Section
2568 9.4(d) may be mailed to certified member congregations,
2569 associate member organizations, and trustees either
2570 electronically or in hard copy. The report shall promptly be
2571 posted on the Association's website. The report shall include
2572 the statement of qualifications submitted by each nominee for
2573 Financial Advisor or trustee.

2574 **Section 9.11. Counting of Ballots.**

2575 **Rule G-9.11.1. Tie Vote-Elected Committee Position.**

2576 If a tie vote occurs in filling an elected position when only one
2577 person is to be elected and when ranked voting is not being used,
2578 or occurs in filling a slate when the slate cannot be completed
2579 without resolving the tie, then a candidate or candidates shall be
2580 eliminated by random draw to determine the winner.

2581 **Rule G-9.11.2. Tie Vote- Ranked Voting.**

2582 Should there be a tie for the fewest number of first preference
2583 votes, including mail ballots, then among these, the candidate with
2584 the fewest number of second preference votes shall be eliminated.
2585 Should a tie persist, the procedure shall continue with third
2586 preference votes, et cetera. Should a tie still persist, the candidate
2587 with the fewest number of original first preference votes, shall be
2588 eliminated. Should a tie still persist, the procedures shall continue
2589 with original second preference votes, et cetera. Should a tie still
2590 persist, a candidate shall be eliminated by random draw.

2591 **Section 9.13. Rules for Nominations and Elections.**

2592 **Rule G-9.13.1. Election Preparation.**

2593 Unless no voting is required according to Section 9.9(a), prior to
2594 each regular General Assembly at which an election is to be held,
2595 the Secretary shall prepare the voting system and ballots which

2596 shall include the names of all candidates who have been nominated
2597 for office in accordance with these Bylaws and whose nomination is
2598 contested by at least one other candidate. Voting instructions shall
2599 be sent with each credential issued by the Secretary.

2600 Rule G-9.13.2. Order of Candidate Names.

2601 In elections held by the Association, the order of names shall be
2602 determined by the Secretary; provided, however, that the order of
2603 names for elections to the Board of Trustees, other than Youth
2604 trustee, shall be by Board position number first, and then as
2605 determined above. For electronic voting, candidates shall be listed in
2606 random order for each separate ballot.

2607 Rule G-9.13.3. Write-ins Prohibited.

2608 In any election, the use of stickers or the writing in of the name of any
2609 person shall not be permitted and no vote so attempted shall be
2610 counted.

2611 Rule G-9.13.4. Mail Ballots.

2612 A mailed paper ballot shall be counted only if accompanied by a
2613 valid credential of the person casting the ballot.

2614 Rule G-9.13.5. Voting at General Assembly.

2615 A person shall be qualified to vote at General Assembly only if that
2616 person presents to the Secretary of the Association or those
2617 employed by them a valid credential plus a badge issued to that
2618 person and containing the same name as the name on the
2619 credential.

2620 Rule G-9.13.6. Campaigns for Elective Office.

2621 Each candidate for an at-large elective position may submit to the
2622 Association a campaign statement. The Association will post
2623 electronically the statements of all candidates. Notice of the posting
2624 shall be distributed to the congregations with the absentee
2625 ballots and electronically, and to the delegates as a part of the final
2626 agenda.

**2627 Rule G-9.13.7. Length of Campaigns for President and
2628 Moderator.**

2629 (a) Non-public planning for campaigns for President and
2630 Moderator, such as strategic, organizational or
2631 communications meetings, shall not begin earlier than October
2632 1 of the year preceding the election.

2633 (b) Active campaigning, including public announcements or
2634 communication, virtual or in person public meetings, rallies, or
2635 events, and solicitation of endorsements, shall not begin until
2636 a nomination has been announced or November 15 of the year
2637 preceding these elections.

2638 (c) Active campaigning during GA is permitted only during the
2639 General Assembly at which the President or Moderator is
2640 elected. Active and passive campaigning for President or
2641 Moderator during any other General Assembly is prohibited.

**2642 Rule G-9.13.8 Campaign Finances Disclosures and
2643 Limitations.**

2644 Candidates for UUA President are limited to spending no more than
2645 \$100,000 on their campaign for election. No single donor, including
2646 the candidate themselves and any organization or group, may
2647 contribute more than \$5,000 in total, to a presidential campaign. In-
2648 kind donations of greater than \$500 equivalent cash value are
2649 reportable, but do not count against these totals.

2650 All candidates for at-large elective positions shall keep detailed and
2651 accurate records of:

2652 (a) their campaign expenses (stated in United States dollars) by
2653 categories of travel, postage, telephone, printing and other
2654 such categories as seem appropriate; and

2655 (b) the number of contributors to their campaigns, including the
2656 number of contributors in each of the following categories:

2657 (1) under \$50.00;

2658 (2) \$50.00 to \$250.00;

2659 (3) \$251.00 to \$1,000.00;

2660 (4) over \$1,000; and

2661 (5) In-kind donations with an equivalent cash value of \$500
2662 or more.

2663 No candidate for any elective position shall solicit or knowingly accept
2664 any contribution that is given through a tax-exempt entity with the
2665 purpose of conferring tax-exempt status to the contribution to which
2666 it would not otherwise be entitled. Such exempt entities include but
2667 are not limited to member congregations, associate member
2668 organizations and independent UUA affiliates.

2669 The names of contributors shall be disclosed. Each such report shall
2670 identify by name any member congregation, associate member
2671 organization or independent affiliate of the Association and any other
2672 tax exempt organization (including specifically, but without limitation
2673 to, any minister's discretionary fund or similar account) that has made
2674 any contribution to the campaign and shall state the amount of each
2675 such contribution. Such reports shall be filed with the Secretary of
2676 the Association. A preliminary report shall be due at the close of the
2677 first day of the regular General Assembly at which the election
2678 occurs. A final report shall be due 60 days thereafter. The Secretary
2679 shall, upon written request from a member of a member
2680 congregation, furnish such information from these reports as
2681 requested. These reports shall be made available for inspection by
2682 any member of a member congregation at the principal offices of the
2683 Association and shall be brought by the Secretary to the next General
2684 Assembly and made available for inspection there by any delegate.

**2685 Rule G-9.13.9. Separation of Campaigns from Conduct
2686 of Official Business.**

2687 (a) When running for office, candidates shall be prohibited from
2688 engaging in any electioneering or campaigning during the
2689 conduct of official business of the Unitarian Universalist
2690 Association.

2691 (b) Financial accounting and bookkeeping procedures shall be
2692 established which make it explicit that no monies of the
2693 Association were used in the financing of a candidate's
2694 campaigning or electioneering activities.

**2695 Rule G-9.13.10 Election Campaign Practices
2696 Committee.**

2697 (a) An Election Campaign Practices Committee is hereby
2698 established and shall consist of three persons to be appointed
2699 by the Board of Trustees for a term of two years each, and the
2700 Secretary, ex-officio, without vote. The Board shall designate
2701 one of the appointed members to chair the Committee. The
2702 appointed members' terms shall begin at the close of General
2703 Assembly in odd-numbered years. The Board may appoint an
2704 individual to fill a vacancy in membership of the Committee;
2705 persons appointed to fill a vacancy shall serve the balance of
2706 the vacating member's term. Persons appointed to the
2707 Committee shall remain neutral in elections held while they are
2708 serving and shall not engage in electioneering. Persons who
2709 seek nomination pursuant to Bylaw Sections 9.4, 9.5, or 9.6
2710 are ineligible to serve on the Committee once they begin
2711 seeking nomination, and shall be deemed to have resigned

2712 from the Committee effective upon seeking nomination if they
2713 are then serving.

2714 (b) The duties of the Election Campaign Practices Committee shall
2715 be:

2716 (1) to distribute the campaign practices guidelines and
2717 financial disclosure rules to candidates for at-large
2718 elective positions not later than thirty days after
2719 nomination by the nominating committee or receipt of
2720 petition;

2721 (2) to receive and consider written complaints of alleged
2722 violations of such guidelines or rules; if the committee
2723 finds probable cause to establish that a violation exists,
2724 to notify a candidate or a number of candidates how they
2725 may voluntarily comply with guidelines or rules and how
2726 long they have to do so; to attempt to mediate disputes
2727 arising from such complaints; and, if no satisfactory
2728 resolution of a complaint is achieved, to adjudicate the
2729 dispute and report the adjudication in writing to the
2730 candidates affected;

2731 (3) to hold such hearings as may, at the Committee's
2732 discretion, be necessary or desirable to carry out the
2733 intent of subsection 2 above; and

2734 (4) to report on its activities and any recommendations it
2735 may have to the Board of Trustees at its October meeting
2736 following the elections.

2737 (c) If compliance to an adjudicated decision is not implemented by
2738 the stated deadline, the Committee is authorized to block or
2739 remove Association-subsidized privileges from the candidate's
2740 campaign.

2741 Candidates adjudicated to be in serious violation of Bylaw rules under
2742 Section 9.13 may have their names removed from the ballot. Any
2743 such removal shall be reported to the Board and to the General
2744 Assembly. Such removal by the ECPC would be subject to automatic
2745 review by the Board Executive Committee according to the provisions
2746 of Rule G-9.13.10(d).

2747 (d) Any candidate aggrieved by the Committee's adjudication may,
2748 within ten days of the mailing of the adjudication, appeal in
2749 writing to the Executive Committee of the Board of Trustees,
2750 which shall have exclusive jurisdiction to hear and determine
2751 such an appeal. The Executive Committee shall report its
2752 decision on the appeal in writing to the affected candidates as
2753 expeditiously as feasible. The Executive Committee of the
2754 Board of Trustees is authorized to issue any order or ruling it
2755 deems appropriate in connection with such a decision.

2756 (e) Any member of the Executive Committee of the Board of
2757 Trustees who is a candidate for UUA elective office shall not
2758 participate in any manner in the determination of any appeal
2759 from an adjudication of the Election Campaign Practices
2760 Committee.

2761 **RULE X Finance and Contracts**

2762 **Section 10.1. Annual Budget.**

2763 **Rule G-10.1.1 Presentation of Association Budget.**

2764 At each regular General Assembly the Board of Trustees shall
2765 present budgets for both the Current Fiscal Year and the Succeeding
2766 Fiscal Year. Current Fiscal Year means the fiscal year of the
2767 Association which has just begun or which is about to begin at the
2768 time when the Assembly is held. Succeeding Fiscal Year means the
2769 year following the Current Fiscal Year.

2770 **Rule G-10.1.2. Expense Categories.**

2771 (a) Expense estimates in budgets presented by the Board shall be
2772 broken down by major categories or functions in such manner
2773 as the Board shall determine.

2774 (b) The Current Fiscal Year budget shall contain a separate
2775 expense category provision for contingencies, the amount of
2776 which shall be a minimum of 3% of the total of all unrestricted
2777 expense categories, exclusive of the provision for
2778 contingencies.

2779 **Rule G-10.1.3. Estimated Income.**

2780 Income amounts in the budget for the Current Fiscal Year shall
2781 represent the Board's best estimates of income from all sources.
2782 Income from the Annual Fund as so estimated shall be an amount
2783 which is not more than 7 percent greater than the actual Annual Fund
2784 income of the fiscal year preceding the Current Fiscal Year. In the
2785 budget for the Succeeding Fiscal Year, income from the Annual Fund
2786 shall be estimated at an amount which represents the Board's best
2787 estimate of the achievable results for such year.

2788 **Rule G-10.1.4. Procedures for Budget Consideration.**

2789 Any action by a General Assembly with respect to budgets shall be
2790 taken under the following procedure:

2791 (a) A budget hearing shall be held as part of the General Assembly
2792 program at a time when the Assembly is not in formal business
2793 session.

2794 (b) Main motions concerning budgets which are to be made in a
2795 formal business session shall be filed in writing with a person
2796 or persons designated by the Moderator as early as possible
2797 prior to or during the General Assembly but in any event on or
2798 before the day prior to the Business Session at which the
2799 proposed motion will be in order for adoption. The Moderator
2800 shall take such steps as the Moderator considers practical to
2801 advise delegates and other persons or bodies as early as
2802 possible, preferably in writing, of the contents of the motions so
2803 filed.

2804 (c) Any action with respect to the budget for the Current Fiscal
2805 Year calling for increased spending in any category shall
2806 provide for equivalent reductions in other categories of
2807 spending and specify the categories in which such reductions
2808 are to be made.

2809 (d) No action may be taken with respect to the Current Fiscal Year
2810 budget which shall be inconsistent with either Rule G-10.1.2(b)
2811 or G-10.1.3.

2812 **Rule G-10.1.5. Board of Trustees Report.**

2813 At each General Assembly the Board of Trustees shall make an
2814 accounting of its actions taken since the preceding General
2815 Assembly with respect to any budget votes of the preceding General
2816 Assembly.

2817 **Section 10.8. Contracts and Securities.**

2818 **Rule 10.8.1. Contracts and Securities.**

2819 The Executive Vice President may sign and attest deeds, mortgages,
2820 contracts, and other documents to which the Association is a party.

2821 **Rule 10.9. UU Organizations Retirement Plan.**

2822 The UU Organizations Retirement Plan, maintained by the
2823 Association as a defined-contribution retirement savings program
2824 for the participation of Unitarian Universalist religious professionals,
2825 shall be considered to satisfy the purposes of the requirement of

2826 Section C 10.9, which is to support the financial wellbeing of retired
2827 ministers in fellowship.

2828 **RULE XI Ministry**

2829 **Section 11.2. Ministerial Fellowship Committee.**

2830 **Rule 11.2. Ministerial Fellowship Committee.**

2831 The rules of the Ministerial Fellowship Committee are printed
2832 separately and are available on request.

2833 **Section 11.8 Procedure on Appeal.**

2834 **Rule 11.8. Procedure on Appeal.**

2835 The rules of the Board of Review are available on request.

2836 **RULE XII Religious Education Credentialing**

2837 **RULE XIII Regional Organizations**

2838 **Section C-13.2. Establishment.**

2839 **Rule G-13.2.1. Establishing Regions.**

2840 (a) Authority to recognize a new region as a unit of the UUA, or to
2841 remove that recognition, shall reside with the General
2842 Assembly; provided, however, that a region may request that
2843 the UUA cease to recognize it without approval from the
2844 General Assembly. The UUA Secretary shall maintain a
2845 current list of the regions of the UUA as recognized by the
2846 General Assembly.

2847 (b) Each region shall be composed of the congregations assigned
2848 to that region by the Board of Trustees

2849 (c) The boundaries of each region encompass the areas served
2850 by its member congregations.

2851 (d) Upon application to the Board of Trustees and after notice and
2852 an opportunity to be heard is afforded the affected regions, a
2853 congregation may change its regional membership with
2854 approval of the Board of Trustees.

2855 (e) The Map of Regions published on the UUA Website contains
2856 boundaries that are an approximation only of the boundary
2857 lines determined pursuant to subparagraph (c) above and are
2858 intended primarily as a guide for the newly admitted
2859 congregation in determining its membership.

2860 **RULE XIV Rules**

2861 **Section 14.4. Miscellaneous Rules.**

2862 **Rule G-14.4.1. Performance of Acts.**

2863 When the last day for the performance of any act required under the
2864 Bylaws or Rules falls on a Saturday, Sunday, or a day which is a legal
2865 holiday in the place where the act is to be performed, the act may be
2866 performed on the next succeeding business day.

2867 **Rule G-14.4.2. Receipt of Documents.**

2868 When any ballot, petition, notice, document, or material of any kind
2869 whatsoever is required to be filed with, delivered to, or received by
2870 the Association or an officer, board, committee, or agent thereof on
2871 or before a certain day, the same shall be considered to have been
2872 so filed, delivered, or received only if it is postmarked seven days
2873 prior to said certain day or actually received at the office of the
2874 Association at 24 Farnsworth Street, Boston, MA 02210, on an earlier
2875 day or not later than 5:00 p.m. on said certain day.

2876 **RULE XV Amendments**

2877 **Section C.15.1. Amendment of Bylaws.**

2878 **Rule 15.1.1. Amending a Proposal for Changes to 2879 Article II by a Study Commission.**

2880 This rule defines the process for amending a proposal for changes to
2881 Article II made by a study commission under Section C-15.1(c).

2882 (a) Each delegate may submit only one amendment to the
2883 proposal for consideration at the first General Assembly after
2884 the study process is complete, under Section C-15.1(c)(3). The
2885 Secretary will determine the format in which amendments can
2886 be submitted. The Secretary may also allow delegates to pre-
2887 submit amendments to be considered at the mini-assembly
2888 required under 15.1(c)(3)(i). Amendments must meet the
2889 following standards to be considered:

- 2890 (1) They must only apply to a single section of the Article II
2891 proposal;
- 2892 (2) They must match the structure of the UUA Bylaws and
2893 Rules; and
- 2894 (3) They cannot conflict with other rules, bylaws, or adopted
2895 statements.

2896 The final agenda will include a description of the format and
2897 requirements for delegates to submit amendments.

2898 (b) The mini-assembly during General Assembly required under
2899 15.1(c)(3)(i) will be organized by the Moderator to offer
2900 opportunities to present and discuss amendments. The
2901 Moderator may use this discussion to assist in prioritizing
2902 amendments, but no vote will be required during the mini-
2903 assembly.

2904 (c) Each amendment submitted by congregational petition under
2905 Section C-15.1(c)(4) must have a primary congregational
2906 sponsor. Each congregation may only be the primary sponsor
2907 of one amendment to the proposal. The Secretary will
2908 determine the format in which amendments by congregational
2909 petition can be submitted. Amendments must meet the
2910 following standards to be considered:

- 2911 (1) They must only apply to a single section of the Article II
2912 proposal;
- 2913 (2) They must match the structure of the UUA Bylaws and
2914 Rules; and
- 2915 (3) They cannot conflict with other rules, bylaws, or adopted
2916 statements.

2917 (d) The Moderator will review all submitted amendments to
2918 determine whether they meet the standards in this rule. All
2919 submitted amendments which meet these standards will be
2920 publicly posted.

2921 **Section 15.2. Submission of Proposed Amendments.**

2922 **Rule G-15.2.1. Form of Submission.**

2923 A proposed amendment to the Bylaws submitted by certified member
2924 congregations must include:

- 2925 (a) the Article and Section which it is proposed to amend or repeal;
- 2926 (b) a concise summary of the principal arguments on which the
2927 proponents rely; and
- 2928 (c) other Articles (or Sections) or "G" Rules affected by the
2929 proposed amendment and proposed text of any necessary
2930 conforming amendments and "G" Rules.

2931 Unitarian Universalist Association was given corporate status in May
2932 1961 under special acts of legislature of The Commonwealth of
2933 Massachusetts and the State of New York. See Chapter 148 of the
2934 acts of 1960 of the Massachusetts legislature and Chapter 827 of the
2935 Acts of 1960 of the New York legislature. Copies of said Acts are
2936 attached to the minutes of the organizing meeting of the Association
2937 held in Boston, Massachusetts, in May 1961 and also are printed in
2938 the 1961-62 Directory of the Association.