

Important Note

These slides were designed to help illustrate the overall story the Bylaws Renewal Team will tell in its GA 2026 report about its work this past year and in future years. Please consider these slides, in full, to be a detailed outline of what we'll share. The slides offer a range of ideas, examples, and visuals that will help ground and clarify that story.

We will not use every slide. Instead, we'll treat these slides as a shared pool we can draw from as we shape the final presentation. Our goal is to stay focused on the narrative, using only the slides that best support it and move the story forward.



UNITARIAN
UNIVERSALIST
ASSOCIATION

Bylaws Renewal Team Update for General Assembly for Board Approval

April 24, 2026

uua.org

DRAFT



INTRODUCTIONS

Members of the Bylaws Renewal Team

- **Rev. Ariel Aaronson-Eves** (minister, appointed 2022)
- **Kathy Burek** (lay leader, recent trustee, appointed 2020)
- **Barbara de Leeuw** (trustee, chair, appointed 2020)
- **Larry Ladd** (lay leader, appointed 2022)
- **John Simmonds** (trustee, appointed 2024)
- **Rev. Tom Schade** (minister, recent trustee, appointed 2020)

- **Rev. Kimberly Quinn Johnson**, Co-Moderator, ex-officio
- **Bill Young**, Co-Moderator, ex-officio
- **Stephanie Carey Maron**, Governance Manager
- **Carey McDonald**, Executive Vice President, ex-officio

About the Bylaws Renewal Team

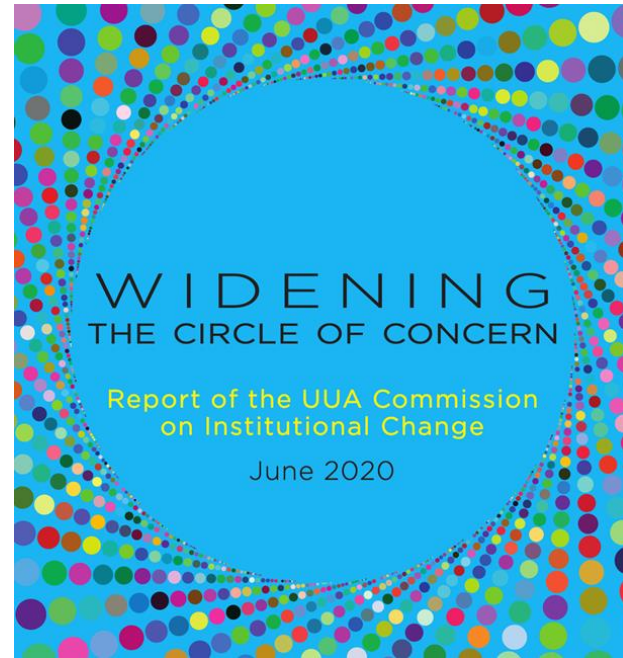
- The Bylaws Renewal Team is an ad-hoc committee of the Board, created by the Board, and accountable to the Board.
- The Board decides what is presented to the General Assembly, both reporting and action items (bylaw amendments).
- For functions no longer described in bylaws, the Board is responsible for developing alternatives. (There may be some cases where the Bylaws Renewal Team will recommend alternatives to the Board.)



WHY WE'RE DOING THIS WORK

Governance Feedback and Direction

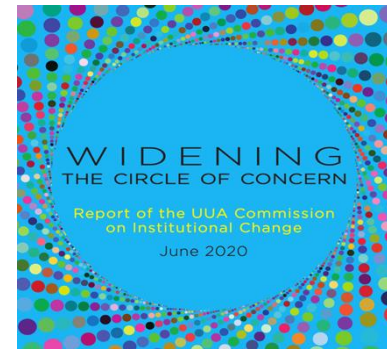
The Commission on Institutional Change's 2020 evaluation identified deep, structural challenges in UUA governance and charted a path forward. Their findings remain a central guide for the Bylaws Renewal Team.



“The unnecessary complexity of the current UU governance structured is biased toward the more privileged, who have the time and resources for extensive volunteerism.”

“Black people, Indigenous people, and people of color encounter ignorance and aggression in many UU organizations, and the lack of a common commitment to anti-oppression and cultural work makes such service hazardous.”

“In the effort to bring about the Beloved Community, we often err on the side of the individual as the primary agent of change over and against systemic change.”

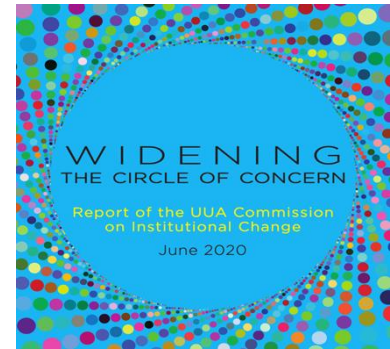


“GA is not really democratic in that delegates are neither representative of their congregations, other than being members, nor are they accountable to them. GA is economically discriminator and therefore generationally discriminatory.”

“The UUA has too many organizations with disparate leadership, which makes the kind of change needed difficult and slow.”

“Misconceptions about the nature of our congregational polity should be addressed as they are used to maintain a stagnant and exclusionary status quo.”

“We still too often confuse social customs among us with theology.”



The 2022 Business Resolution Asked for Bylaws That:

- Reflect our theological **commitment to liberation and inclusion**.
- Provide **accountability to our long-standing anti-racist and anti-oppressive commitments**.
- Create **flexibility**, allowing for innovation and experimentation.
- Provide **clarity of role and authority** among leaders and groups that support diverse leadership.

The 2022 Business Resolution Asked for Bylaws That:

- Enhance **meaningful participation** in governance by UU congregations, delegates, stakeholders.
- **Address foundational areas of governance required in bylaws**, leaving details of policy and procedures to documents that can be revised between General Assemblies.
- **Reflect our long-established institutional experience** with a free and responsible search for truth and meaning, religious pluralism, congregational polity and other aspects of the democratic process.
- Written in **plain language** to be understandable and clear.



HOW WE'RE DOING THIS WORK

Two Factors That are Front of Mind for the Team as It Does Its Work:

- The core values, or lenses, through which we view all our governance work (based on the 2022 GA resolution)
- What pieces of governance should go into bylaws and what should be covered, instead, by policies and procedures

Values/Lenses That Guide Proposed Governance Changes

- Interdependence over individualism
- Trusting leadership over fear of authority
- Ending the centering of white culture
- Freedom to act over risk avoidance
- Strategy, objectives, and plans over monitoring and oversight
- Clarity and simplicity over complexity
- Authority placed where it best serves the mission
- Effective use of volunteer and staff time in service of the Association

The Values/Lenses, One by One:

- Interdependence over individualism
 - *Shifting more towards interdependence*
- Trusting leadership over fear of authority
 - *Giving leadership more latitude to take initiative and risks*
- Ending the centering of white culture
 - *Breaking barriers to full engagement by people of color, people less educated, and people of less economic resources*

The Values/Lenses, One by One:

- Freedom to act over risk avoidance
 - *Creating a system where initiative and risk-taking are possible*
- Strategy, objectives, and plans over monitoring and oversight
 - *Creating a system in which seeking opportunity and taking initiative are more valued*
- Clarity and simplicity over complexity
 - *Creating a system that is easily understandable and can work for people unwilling or able to invest extraordinary amounts of time*

The Values/Lenses, One by One:

- Authority placed where it best serves the mission
 - *Ending multiple and unclear decision points where information may not be available and responsibility is diffuse*
- Effective use of volunteer and staff time in service of the Association
 - *Giving volunteers the opportunity to feel valued and effective*



BYLAWS OR RULES OR POLICIES OR PROCEDURES

Context for Bylaws Inclusion

- Our criteria is consistent with the recommendations of governance experts, professional associations that serve the not-for-profit sector, and law firms. The groups include BoardSource, the Congregational Consulting Group, CharityLawyer, and the Legal Center for Nonprofits.
- The UUA is a relatively large organization, with an annual meeting, a governing board, a large staff that provides services, and a complex financial structure. It cannot be run like a church, not even a large one.

What *Should* Go Into Bylaws?

- Name and purpose
- Membership (categories & responsibilities)
- Board (election, size)
- Committees (standing committees *if any*; process for creating other committees)
- Officers including CEO (title, role, method of selection)
- Roles and terms of board and officers
- Elections
- Membership meetings (kinds, notice, quorum)
- Conflict of interest policy
- Amendment of bylaws
- Dissolution of organization

What Should *Not* Go Into Bylaws?

- The premise that any problem can be solved by putting new, prohibitive language in the bylaws rather than by engaging in the hard work of conversation and collaboration in a covenant-based organization.
- Constraints that limit flexibility to adapt to changing circumstances or available financial, staff, or volunteer resources

Where Will All the Pieces Go?

In Bylaws (adopted by the General Assembly)

- Core governance principles and structures such as roles, responsibilities, and accountabilities of member congregations, the General Assembly, Board of Trustees, and the President.
- These should be *difficult* to change!

In Rules/Policies/Procedures (adopted by the Board of Trustees)

- Everything else.
- This is where we'll document *how* we do things.
- These should be *easier* to change!



FOCUS: YEAR 1, WAVE 1

Multi-Year Bylaws Renewal Framework

- We'll go through each stage for each article or area of the bylaws.
- Related articles can be grouped in waves/classes.
- Waves/classes will overlap with one at each stage at the same time.

Year 1 – Study

Year 2 – Develop

Year 3 – Decide: Vote & Implement

Year 4 – Second Vote (when required)

2025 – 2026 is Year 1 of Wave 1

- Wave 1 – Committees: portions of Article IV (focused on the Commission on Social Witness' General Assembly process) and all of Article V

Year 1 – Study

What Does “Year 1” Really Mean?

- The Bylaws Renewal Team develops “framework” for the issues, i.e. identifying the key issues (and potential options) through the framework.
 - Governance Stakeholder listening sessions were part of the development.
- Board adds perspective and accountability (March and April 2026 meetings).
- With Board guidance, the Bylaws Renewal Team reports to General Assembly delegates about the framework (in abbreviated/summarized form), adding further transparency and accountability.

Specific Sections of Article IV – General Assembly

(The Commission on Social Witness's Process for General Assemblies)

- Section 4.12 – **Statements of Conscience** (SOCs)
- Section 4.13 – Revision of Statements of Conscience Process Schedule
- Section 4.14 (e) and (f) – The Final Agenda for GA will include **Congregational Study/Action Issues** (CSAIs) and Statements of Conscience.
- Section 4.16 (b) – Additions of **Actions of Immediate Witness** (AIW) to the GA Agenda

Article V – Committees

(Committees Elected by the General Assembly)

- Board of Review
- Commission on Appraisal
- Commission on Social Witness
- General Assembly Planning Committee
- Nominating Committee
- Presidential Search Committee



THE PROCESS: YEAR 1, WAVE 1

Process So Far:

- We listened (multiple governance stakeholder listening sessions with current and former committee members and UUs, generally)
- We discussed how best to achieve the purposes of the committees, before considering the committee structures, themselves
- We prepared a framework with options for the UUA Board of Trustees

Our Assessment Methodology:

- We reviewed the **purpose** each committee is intended to fulfill and considered, fresh, how best that purpose might be achieved.
- We evaluated that purpose through the **core values/lenses** we had adopted and then looked at the specific bylaw provisions of each committee relative to those values.
- We then, and only then, asked ourselves what should or should not be included in the bylaws.

What We Heard from Participants in the Listening Sessions:

- Pride in their work, and appreciation, and gratitude for the opportunity to serve
- Frustration with:
 - recruitment and retention
 - rigid bylaws rules
 - lack of institutional history
 - inadequate resources
- Elections are seen as important, but low participation, limited voter information, and barriers to candidacy reduce their effectiveness and equity.

What We Heard from Participants in the Listening Sessions:

- Confusion and misunderstanding between bylaw language and lived practice among committees and the board, including:
 - Unclear charges
 - Misunderstood authority
 - Misaligned expectations

Broad Agreement Between Listening Session Participants and the Bylaws Renewal Team on Hopes/Intentions in Renewing Governance:

- Clarifying roles and expectations
- Strengthening covenantal accountability
- Improving transparency and accessibility
- Standardized support
- Naming committee service explicitly as ministry



OUR OBSERVATIONS

An Important Caveat to Our Observations That Follow:

While the Bylaws Renewal Team makes definitive statements, these statements are intended to encourage reflection and provoke discussion, and do not represent conclusions.

Our Observations: *Overall*

- The purposes of the committees are important, but many bylaw provisions constrain rather than enable that work.
- Highly specific rules in the bylaws prevent agility and flexibility as circumstances change
- The UUA bylaws are full of topics and details not typically found in not-for-profit bylaws
- Charters and policies enacted by the Board may be a better alternative, allowing the flexibility that bylaws limit.

Our Observations: *Accountability*

- Accountability to the General Assembly is a relationship of responsibility: to communicate with the GA, to be responsive to the interests of the GA, and to refer some decisions back to the GA. The Board functions with accountability more than any other governance body other than the General Assembly itself.
- The Board can work more closely with appointed committees through regular reports and direct involvement (Bylaws Renewal Team as an example!). The Board can request reports, provide support, and adjust membership throughout the year. Elections don't provide that same degree of relationship or accountability.

Our Observations: *Bylaws*

- Inclusion in the bylaws is seen as giving status, but that status may be misguided.
- Charters and policies enacted by the Board may allow the flexibility that bylaws limit.

Our Observations: Bylaw Inclusion

- Some committees could be named in the bylaws with their purpose, but without delineating detailed charges, membership, or terms that limit flexibility.
- The Board can establish charters that provide that detail and which can change as circumstances change.
- Function(s) of the committees, instead of committee names, could be listed in the bylaws to allow for flexibility in how various committees work in ways which achieve those functions.
- Volunteers should feel joy and impact by serving on committees, with clarity about their role, flexibility in pursuit of the purpose, and staff support in support of the task.

The Case for Naming *In* the Bylaws is:

- Strongest for the Nominating Committee, given its purely governance role.
- Next strongest for the Presidential Search Committee, although most organizations vest that function in the Board.
- The case is weakest for the other committees, which can be seen as performing functions for which the Board should be accountable.

Our Observations: Board of Review

- The Board of Review is the most restrictive of all of the committees in terms of qualifications of members. Finding individuals willing and qualified has been consistently challenging.
- There is no legal reason to have the Board of Review in the bylaws.
- The Board of Review can have guidelines (rather than requirements) for members and be appointed by the Board of Trustees to allow for more flexibility.

Our Observations: Commission on Appraisal

- The work of the Commission on Appraisal could be, and is currently, conducted by a variety of other entities: stakeholder groups, and ad-hoc board-appointed committees and task forces.
- The Commission's structure makes it hard to be flexible, ensuring the right people are at the table for each focus conversation. It is also isolated from the communications channels that most UUs use online, through related UU groups, etc.
- The original American Unitarian Association's Commission of Appraisal (1936) was a board-appointed commission created to accomplish a specific task, without the intention for it to become a long-standing committee of the Association.

Our Observations: Commission on Social Witness

- The Board should be accountable for a transparent and simple process, acting through the Commission on Social Witness as a board committee with greater flexibility.
- The Commission is hampered by detailed bylaws provisions including membership and terms that can inhibit effectiveness. Its work is highly variable, but the structure doesn't reflect that reality.
- The Board manages all other GA processes. There's no obvious reason why it shouldn't also be accountable for processes currently performed by the Commission on Social Witness.

Our Observations: Social Witness Process

- The process by which social witness positions are taken at GA should be described in GA Procedures, not the Bylaws
- Social Witness Procedures should be (for example):
 - Flexible, to allow for rapidly changing conditions in society.
 - Well-publicized in advance of GA, so those interested know how to take part.
 - Structured for taking positions on urgent issues and for longer-term study on complex issues.

Our Observations: General Assembly Planning Committee

- Suspended by the 2022 General Assembly (reaffirmed in 2025)
- Responsibility for managing General Assembly is now rests with professional staff at the UUA supplemented by volunteers (and that process works)
- The GA Planning Committee should be removed from the bylaws.

Our Observations: Nominating Committee

- Nominating Committee should remain in the bylaws, as the most critical function other than that of the Board itself.
- The Nominating nominates candidates for GA-elected committees.
- The Board should nominate the members of the Nominating Committee (keeping the petition option open) for election by the General Assembly.
- If other committees become appointed by the Board instead of elected by GA, the work of the Nominating Committee can focus on recruiting and selecting the best possible candidates for Board service.

Our Observations: Presidential Search Committee

- The Presidential Search Committee is isolated from the rest of the governance process, having to invent a process every six years.
- Core principles and a clear statement of scope of authority should be stated in the bylaws, but the detailed process need not be.
- Responsibility for chartering (to establish a flexible process) and membership appointment should rest with the Board of Trustees, which has stronger accountability to the General Assembly and other stakeholders.

Our Observations: Other Issues

- The Board should have responsibility for appointing members and hold accountability for the committees' results.
- Committees need consistent support from UUA staff.
- Special commissions, or task forces should do the special studies, as needed, that the Commission on Appraisal now undertakes.
- Wherever items such as meeting logistics, notice details, vacancy procedures appear in the bylaws, board policy and charters are more suitable.



NEXT STEPS

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Review/Discussion with Board at its April 2026 Meeting

- Bylaws Renewal Team considers the responses and advice to the framework we have offered.
- Team Presents a Proposal re Its Process with Board in April 2027
 - Team makes specific bylaw (including any process) proposals to the Board of Trustees.
 - Board considers those proposals.
 - Board decides upon any bylaw amendments to be presented to the 2027 General Assembly.



**NEXT YEAR AND BEYOND:
WAVE 1, YEAR 2 AND WAVE 2, YEAR 1
INFORMATION ABOUT WAVES 3 AND 4**

Next Year (2026–2027)

	GA 2026	Year 2026/27	GA 2027	Year 2027/28
WAVE 1				
Article IV - General Assembly (Sections 4.12, 4.13, 4.14 e & f, and 4.16 b) Article V - Committees of the Association		Year 2 - DEVELOP	Year 3 - VOTE	Year 3 - IMPLEMENT
WAVE 2				
Article VI - Board of Trustees Article VII - Committees of the Board of Trustees Article VIII - Officers of the Association Article IX - Nominations & Elections		Year 1 - STUDY	Year 2 - DEVELOP	

Next Year (2026–2027)

Wave 1, Year 2 – *DEVELOP*

- The Bylaws Renewal Team will continue to focus on:
 - Article IV – General Assembly
 - Section 4.12
 - Section 4.13
 - Section 4.14 (e) and (f)
 - 4.16 (b)
 - Article V – Committees of the Association

Next Year (2026–2027)

Wave 1, Year 2 – *DEVELOP*

- The Bylaws Renewal Team will:
 - receive feedback to framework presented at General Assembly
 - revise framework and draft language for Bylaws and G Rules
- The Board of Trustees approves revised framework and endorses draft language to Bylaws and G Rules for General Assembly 2027 agenda

Next Year (2026–2027)

Wave 2, Year 1 – *STUDY*

- The Bylaws Renewal Team will begin its focus on:
 - Article VI – Board of Trustees
 - Article VII – Committees of the Board of Trustees
 - Article VIII – Officers of the Association
 - Article IX – Nominations & Elections

Next Year (2026–2027)

Wave 2, Year 1 – *STUDY*

- The Bylaws Renewal Team will:
 - announce articles/areas of study and define guiding questions
 - engage stakeholders in guiding questions
 - develop an initial framework
- The Board of Trustees approves framework which is presented at General Assembly 2027

And Beyond...

	GA 2027	Year 2027/28	GA 2028	Year 2028/29	GA 2029	Year 2029/30	GA 2030	Year 2030/11	GA 2031
WAVE 1									
Article IV - General Assembly (Sections 4.12, 4.13, 4.14 e & f, and 4.16 b)		Year 3 - VOTE	Year 3 - IMPLEMENT	Year 4 - SECOND VOTE (if/where needed)					
Article V - Committees of the Association									
WAVE 2									
Article VI - Board of Trustees		Year 2 - DEVELOP		Year 3 - IMPLEMENT	Year 4 - SECOND VOTE (if/where needed)				
Article VII - Committees of the Board of Trustees									
Article VIII - Officers of the Association									
Article IX - Nominations & Elections									
WAVE 3									
Article X - Finance & Contracts		Year 1 - STUDY	Year 2 - DEVELOP	Year 3 - VOTE	Year 3 - IMPLEMENT	Year 4 - SECOND VOTE (if/where needed)			
Article XI - Ministry									
Article XII - Religious Education Credentialing									
Article XIII - Regional Organizations									
WAVE 4									
Article I - Name		Year 1 - STUDY	Year 2 - DEVELOP	Year 3 - VOTE	Year 3 - IMPLEMENT	Year 4 - SECOND VOTE (if/where needed)			
Article III - Membership									
Article IV - General Assembly									
Article XIV - Rules									
Article XV - Amendment									

Note:

- The Board of Trustees may:
 - slow down this renewal process at any time.
 - change the order in which these Articles will be renewed.
 - add extra Waves to complete this work.
- The Bylaws Renewal Team may:
 - engage with various key partners during each wave in order to best and thoroughly complete its work.

Thank you for the opportunity to serve!