



BOARD OF TRUSTEES MEETING AGENDA

THURSDAY, JANUARY 15, 2015

24 Farnsworth St., President's Council Room



4:00 – TBD	Executive Committee	
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BOARD OF TRUSTEES MEETING AGENDA

FRIDAY, JANUARY 16, 2015

24 Farnsworth St., Chapel

9:00 – 9:30	Check-In Without Observers	
9:30 – 9:45	Opening Worship	Susan Ritchie
9:45 – 9:55	Call to Order, Welcome, and Introductions	Jim Key
9:55 – 10:10	Approve Consent Agenda	Jim Key
10:10 – 10:20	President's Report	Peter Morales
10:20 – 10:25	Moderator's Report	Jim Key
10:25 – 10:30	Vice-Moderator's Report	Donna Harrison
10:30 – 10:35	Secretary's Report	Susan Ritchie
10:35 – 10:50	Break	
10:50 – 11:45	Finance Committee	Sarah Stewart
11:45 – 12:15	Congregational Boundaries Working Group	Susan Weaver
12:15 – 1:00	Lunch	
1:00 – 1:45	Inclusion Working Group	Julian Sharp
1:45 – 2:45	Inclusion Training	TBD
2:45 – 3:00	Break	
3:00 – 3:45	Linkage Working Group	Susan Weaver
3:45 – 4:30	Re-Imagining Governance Working Group	Donna Harrison
4:30 – 4:45	Review Pending Motions	Donna Harrison
4:45 – 5:00	Process Observation with Reflection on Board Covenant	Susan Weaver
5:00	Closing Words	Donna Harrison
6:00 – 7:00	Dinner Together at 24 Farnsworth	
7:00 – 7:30	Vespers in the Commons	Sarah Stewart



BOARD OF TRUSTEES MEETING AGENDA

SATURDAY, JANUARY 17, 2015

24 Farnsworth St., Chapel

9:00 – 9:15	Opening Worship	Christina Rivera
9:15 – 10:45	Monitoring & Policies Working Group	Rob Eller-Isaacs
	– Ends Data Update	Peter Morales
	– Proposed Policy Manual Changes	
	– Executive Limitations Monitoring (if needed)	
10:45 – 11:00	Break	
11:00 – 11:30	Committees Working Group	Sarah Stewart
11:30 – 12:15	Campaign Financing	Presidential Search Committee
12:15 – 1:00	Lunch	
1:00 – 1:45	Emerging Congregations Working Group	James Snell
1:45 – 2:30	2015 Tentative Agenda	Donna Harrison
2:30 – 2:45	Break	
2:45 – 4:00	Executive Session	
	– Appointments	Michael Sallwasser
	– Finance (if required)	Tim Brennan
	– Presidential Performance Review	Jim Key
4:00 – 4:10	Report Out of Executive Session	Jim Key
4:10 – 4:30	Review and Approve Pending Motions	Donna Harrison
4:30 – 5:00	Process Observation with Reflection on Board Covenant	Michael Sallwasser
5:00	Closing Words	Julian Sharp
	Dinner on Your Own	



BOARD OF TRUSTEES MEETING AGENDA

SUNDAY, JANUARY 18, 2015

24 Farnsworth St., Chapel

9:00 – 9:15	Opening Worship	Rob Eller-Isaacs
9:15 – 9:45	Approve Any Motions	Donna Harrison
	Review Actions for March Meeting	
9:45 – 9:55	Old Business	
9:55 – 10:00	New Business	
	January 27 Board Webinar Participants	Lew Phinney
10:00 – 10:25	Process Observation and Reflections	Christina Rivera
10:25 – 10:30	Closing Words	Jim Key
10:30	Adjourn for Services of Choice	

Changes in Congregational Status
January 2015 UUA Board of Trustees Meeting

ITEMS FOR BOARD ACTION:

Applications for Membership of the UUA

The MidAmerica Region of the Unitarian Universalist Association recommends that the **Unitarian Universalist Bay de Noc Fellowship in Escanaba, MI** be accepted into congregational membership with the Unitarian Universalist Association as a member congregation.

ITEMS FOR INFORMATION, AND REPORTING TO THE BOARD:

Kodiak UU Fellowship (Kodiak, AK) has dissolved.

UU Congregation of Florence (Florence, SC) has dissolved

Paint Branch UU (Rochester, MI) and Emerson UU (Troy, MI) have merged to form Beacon UU Congregation (Troy, MI)

Brent Jurgess
Administrator, Congregational Life

Check List

Use this list to make sure your application is complete. Please include this checklist with your application.

Name of Congregation: UU Bay de Noc Fellowship

- ☒ Application from the congregation
- ☒ List of charter members
- ☒ The congregation's Articles of Incorporation
- ☒ The congregation's Bylaws
- ☒ Check to the UUA for the Annual Program Fund 1440.⁰⁰
- ☒ Recommendation from the Regional Lead
- ☒ Recommendation from the District or Regional President
- ☒ Recommendation from a local UUMA chapter minister
- ☒ Recommendation from a UUA Growth Specialist

✓ COVENANT

UUA Membership Application

Date of application: DEC. 10, 2014

On October 20, 2014, the UNITARIAN UNIVERSALIST Bay de Noc Fellowship
Date Name of Congregation

of ESCANABA, MICHIGAN
City, State

was organized with 48 charter members.
Number

The following are the elected officers (Please print) :

President: JOSEPH MOLD

Address: 9195 Stageloch Q.5 Av., GLADSTONE, MI 49837

Phone/
email : 906-426-8351; josephmold@gmail.com

Secretary: DEBBIE LACEY

Address: 1219 9TH Av. S., Escanaba, MI 49829

Phone/
email : 906-399-8579; djayers54@gmail.com

Treasurer: ERIK LACEY

Address: 1219 9TH Av. S., Escanaba, MI 49829

Phone/
email : 906-399-7460; erikire55@gmail.com

Name and Address of Meeting Place:

Wm. Bonifas Fine Arts Center
700 1st Ave S.
Escanaba, MI 49829

Official Mailing Address (will be used in UUA Directory):

1110 8TH Ave. S., Escanaba, MI 49829

Name and Address of Nearby Congregations/ Ministers:

Marquette U.U. Congregation
1510 M28 East, P.O. Box 687
Marquette, MI 49855

906-249-9450

President: Sarah Redmond

Keweenaw UU Fellowship
700 PARK AV.
Houghton, MI 49931

906-482-5586

Rev. Gabrielle Parks - interim

President: Will Cantrell

Subscribing to the principles of the Association, including the stated policy of the UUA that applying congregations welcome into membership all qualified persons "without regard to race, color, sex, affectional or sexual orientation, age, or national origin," and pledging to support the Association, it is the desire of this congregation to become a member of the Unitarian Universalist Association. We herein enclose with this application: 1) a list of charter members; 2) the Articles of incorporation with the appropriate dissolution clause; 3) the Bylaws of the congregation, and; 4) an initial contribution of \$ 1,440, which is not less than the suggested Fair Share of the Annual Program Fund, pro-rated for the portion of the UUA fiscal year remaining as to the date of this application.

Respectfully submitted,

<u>Joseph Mold</u>		<u>5/25/2014</u>
President or Leader	Sign Full Name & Print Last Name	Date
<u>Deborah Ayers</u>		<u>5-25-14</u>
Secretary	Sign Full Name & Print Last Name	Date

Charter Members (48) October 2014

Unitarian Universalist Bay de Noc Fellowship

Name	Address
Pamela Allsopp	1128 S. 13 th St., Escanaba, MI 49829
Brian Black	1222 8 th Ave. S, Escanaba, MI 49829
Claudia Bradfield	2992 Blacksmith Lane, Gladstone, MI 49837
Paul Bradfield	2992 Blacksmith Lane, Gladstone, MI 49837
Nora Cardinal	508 S. 18 th St., Escanaba, MI 49829
Margaret Carignan	602 S. 16 th St., Escanaba, MI 49829
Kathy Creten	E4929 State Hwy M-35, Escanaba, MI 49829
Sharon Fosmo	1408 S. 14 th St., Escanaba, MI 49829
Patricia Frueh	1222 8 th Ave. S, Escanaba, MI 49829
John Gagnon	1128 S. 13 th St., Escanaba, MI 49829
James Gehling	3855 K Road, Bark River, MI 49807
Bruce Hansen	5683 Portage Point, Escanaba, MI 49829
Heather Jensen	802 Michigan Avenue, Gladstone, MI 49837
Thomas Jensen	802 Michigan Avenue, Gladstone, MI 49837
Emily Johnson	5706 Chaison Rd., Gladstone, MI 49837
Laurie Johnson	5708 Chaison Rd., Gladstone, MI 49837
Lynn Johnson	1600 S 30 th St. #123, Escanaba, MI 49827
Thomas Johnson, Jr.	5708 Chaison Rd., Gladstone, MI 49837
Caitlin Kirchenwitz	6850 N Road, Escanaba, MI 49829
Debbie Lacey	1219 9 th Ave. S, Escanaba, MI 49829
Erik Lacey	1219 9 th Ave. S, Escanaba, MI 49829
Scott Maki	5411 Chaison Rd., Gladstone, MI 49837
Darby Mitchell	1610 Highway M-35, Bark River, MI 49807
Laurie Mold	9195 Stagecoach Q.5 Ave., Gladstone, MI 49837
Joseph Mold	9195 Stagecoach Q.5 Ave., Gladstone, MI 49837
Brian Morski	7279 Squaw Cr. 18 th Rd., Rapid River, MI 49878
Kathryn Morski	7279 Squaw Cr. 18 th Rd., Rapid River, MI 49878
Steven Morski	7279 Squaw Cr. 18 th Rd., Rapid River, MI 49878
Maggie Murphy-Pomeroy	1010 6 th Ave. S, Escanaba, MI 49829
Gerry Nelson	Bark River, MI 49829
Russell Peterson	720 Lake Shore Drive, Escanaba, MI 49829
Susan Peterson	720 Lake Shore Drive., Escanaba, MI 49829
Gary Pfister	512 N. 21 st St., Escanaba, MI 49829
Shannon Philemon	W313 Oak Road, Wilson, MI 49896
James Rettig	342 Carpenter NW, Grand Rapids, MI 49504
Christine Rhue	1110 8 th Ave. S, Escanaba, MI 49829
William Rhue	1110 8 th Ave., S, Escanaba, MI 49829
Elizabeth Royer	512 N. 21 st St., Escanaba, MI 49829
Gene Schlueter	6575 Days River Rd., Gladstone, MI 49837
Sheryl Schrot	N7869 US Hwy. 41, Stephenson, MI 49887

Charter Members (48) October 2014
Unitarian Universalist Bay de Noc Fellowship

Helen Sherman	2416 South 22 nd St., Escanaba, MI 49829
Roberta Stacey	1509 Lake Shore Dr., Escanaba, MI 49829
Jeremiah Swee	825 26 th St. #202, Escanaba, MI 49829
Suzanne Voeks	E5011 Hwy M-35, Escanaba, MI 49829
Vicki Volk-McGaffigan	E4603 M-35, Escanaba, MI 49829
Pasqua Warstler	127 1 st Ave. S, Escanaba, MI 49829
Daniel Young	2416 S. 22 nd St., Escanaba, MI 49829
Gina Zanon	926 South 18 th St., Escanaba, MI 49829

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

FILED

Date Received

**ADJUSTED PURSUANT TO
TELEPHONE AUTHORIZATION**

MAY 08 2014

MAY 08 2014

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

**ADMINISTRATOR
CORPORATIONS DIVISION**

Name

Unitarian Universalist Bay de Noc Fellowship

Address

1110 8th Avenue South

City

State

ZIP Code

Escanaba, MI 49829

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

71503T

ARTICLES OF INCORPORATION

For use by Domestic Nonprofit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

Unitarian Universalist Bay de Noc Fellowship

ARTICLE II

The purpose or purposes for which the corporation is organized are:

To foster spiritual community where any individual can experience fellowship and acceptance; to cultivate a sense of connectedness and responsibility to all creation; to find support in a journey toward spiritual truth; to benefit the community by participating in community service projects; to join the national Unitarian Universalist Association (UUA) to which any and all assets will be transferred should dissolution of the Unitarian Universalist Bay de Noc Fellowship occur; to further the mission of the UUA worldwide.

ARTICLE III

1. The corporation is organized upon a Nonstock basis.
(Stock or Nonstock)

2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is _____ If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

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ARTICLE III (cont.)

3. a. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
Approximately \$13,000 in checking and savings in the Peninsula Federal Credit Union, Escanaba, MI
- b. The description and value of its personal property assets are: (if none, insert "none")
none
- c. The corporation is to be financed under the following general plan:
Membership contributions
- d. The corporation is organized on a membership basis.
(Membership or Directorship)

ARTICLE IV

1. The name of the resident agent at the registered office is:
Russell Peterson
2. The address of its registered office in Michigan is:
1110 8th Avenue South, Escanaba, Michigan 49829
(Street Address) (City) (ZIP Code)
3. The mailing address of the registered office in Michigan if different than above:
_____, Michigan _____
(Street Address or PO Box) (City) (ZIP Code)

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name

Residence or Business Address

Russell Peterson, 720 Lake Shore Drive, Escanaba, MI 49829

Debbie Ayers, 1219 9th Avenue South, Escanaba, MI 49829

Roberta Stacey, 1509 Lake Shore Drive, Escanaba, MI 49829

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

I, (We), the incorporator(s) sign my (our) name(s) this 27th day of April, 2014

Ramon O. Pefano

President of the Board

Debbie Myers

Secretary of the Board

Carla A. Stracy

Vice President of the Board

UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP

BYLAWS

2.10.10

UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP
BYLAWS 2.10.10

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UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP
BYLAWS
2.10.10

1. **NAME:** Unitarian Universalist Bay de Noc Fellowship which is a religious fellowship.
2. **PURPOSE:** Our mission is to foster spiritual community where any individual can experience fellowship and acceptance; cultivate a sense of connectedness and responsibility to all creation; and find support in a journey toward spiritual truth.
3. **NONDISCRIMINATION CLAUSE:** We are a welcoming Fellowship that embraces diversity. We welcome all people into its membership without regard to race, color, national origin, disability, sexual orientation, gender, or gender identity. Membership cannot be based upon or denied due to any of those factors.
4. **MEMBERSHIP REQUIREMENTS, FRIENDS, AND VISITORS:** Full voting membership in this Fellowship is open to any person, 14 years or older, who is in sympathy with the purpose and program of the Unitarian Universalist Fellowship. To join as a Fellowship member entitled to vote, a person shall sign and date the Membership Book with requirements as determined by the Fellowship Board (hereinafter referred to as the Board). All individuals, aged 14 years and older, will become "Voting Members" after having signed and dated the Membership Book. Membership for individuals under age 18 years is subject to approval by their parent(s) or legal guardian(s). This Fellowship shall be open to voting members, as defined above, and to their immediate families; non-voting participants of any age, self-designated as Friends (or Visitors) having sympathy with the purpose and program of this Fellowship.
5. **REMOVAL OF MEMBERSHIP:** A member's name may be removed from the Membership Book in case of:
 - A. The member's death;
 - B. Written request by the member to the Board;
 - C. A period of inactivity over one year with notice of same provided to the member followed by action of the Board;
 - D. One who has membership terminated by the Board for cause, as determined by a vote of two-thirds of the Board, provided that the member has the right to appear before the Board and the right of appeal to a meeting of the Fellowship;
 - E. For any member under the age of 18, upon receipt by the Board of a signed written request by a parent or legal guardian of said member requesting the removal of membership.
6. **OFFICER COMPOSITION:** The Officers of the Fellowship are the President, the Vice President, the Secretary and the Treasurer.
7. **RESPONSIBILITIES OF THE PRESIDENT:** The President shall be the chief executive officer of the Fellowship. The President shall preside at all meetings of the Fellowship and the Board.

8. **RESPONSIBILITIES OF THE VICE PRESIDENT:** The Vice President shall act in the absence of or at the request of the President, at which time the Vice President shall have all powers and functions applicable to the President.
9. **RESPONSIBILITIES OF THE SECRETARY:** The Secretary shall be the official Secretary of the Board, shall see that proper records are maintained, and shall see that the proceedings of the Board are regularly reported to the Fellowship. All records of the Fellowship produced and maintained by the Secretary for the Fellowship shall be deemed the property of the Fellowship.
10. **RESPONSIBILITIES OF THE TREASURER:** The Treasurer shall have custody of, or control over, all money belonging to the Fellowship; will keep careful and accurate records of income, receipts, and expenditures of the Fellowship; will pay the bills and charges that are in the approved budget or are approved by the Board; and will report to the Board periodically and to the Fellowship at least annually.
11. **ADDITIONAL OFFICER RESPONSIBILITIES:** Each Officer shall also have any further powers and duties assigned to them by the Board of Directors.
12. **COMPOSITION OF THE BOARD:** The Board shall consist of five (5) members including four (4) Officers: President, Vice President, Secretary, Treasurer; and one (1) Member-At-Large, currently the Immediate Past President of the Board, until the election following the adoption of these Bylaws.
13. **RESPONSIBILITIES OF THE BOARD:** The Board shall administer and manage the business of the Fellowship, have general charge of the property of the Fellowship, of its business affairs, and have control of its administration.
14. **BOARD MEETINGS:** Board Meetings are open to all members of the Fellowship. Members who are not Board Members may speak at Board Meetings, but may not make motions or vote at Board Meetings. Minutes shall be available to the Fellowship. Regular Meetings of the Board of Directors should be held at once per month. A majority of the voting members of the Board shall constitute a quorum. Notice of all regular Board Meetings should be published in the Fellowship Newsletter and announced during the Fellowship Services.
15. **BOARD DECISION-MAKING AND VOTING:** The Board shall endeavor to make decisions by consensus of all Board members present at the meeting. If, however, consensus cannot be reached, the President, with support of one other Board member, may so declare and actions shall be taken by majority vote of the Board members present. All Members of the Board are expected to disclose any Conflict of Interest.
16. **ANNUAL AND OTHER MEETINGS:** Fellowship Meetings will be held at the time or times established by the Board, provided that at least one meeting of the

Fellowship will be held annually. The agenda for Fellowship Meetings will be prepared by the President.

- 17. ELECTION PROVISION:** Fellowship Officers and the Member-At-Large Board Member are elected at the Annual Meeting of the Fellowship by a simple majority and will serve from July 1 to June 30, or until their successor(s) shall have been duly elected. All elected Officers and the Member-At-Large Board Member positions are subject to re-election term limits of four (4) consecutive terms in a single position. After one year of not having served on the Board, a member shall become eligible for re-election or appointment as any Officer or as the Member-At-Large.
- 18. NOMINATION COMMITTEE AND PROCEDURE:** A Nomination Committee consisting of three (3) Fellowship members shall be appointed by the Board following each Annual Meeting to serve until the next annual election. The Nomination Committee shall nominate members to stand for annual elections. For an annual election, they shall prepare a list of people who have agreed to serve and publish this list at least two (2) weeks prior to the election. Fellowship members may add their own names to the list. Nominations shall be accepted at the Annual Meeting prior to each election subject to acceptance by the nominee prior to, or at the time of, the nomination. Any name submitted for nomination must be included as long as all eligibility requirements are met. Members of the Nomination Committee shall serve as Clerks in the election.
- 19. VACANCIES:** The Board shall appoint members to fill vacancies in the Offices of Vice President, Secretary, Treasurer, and the Board Member-At-Large. If the Office of President becomes vacant, the Vice President shall serve in that position and the Office of Vice President shall be filled by a Member of the Fellowship appointed by the Board.
- 20. REMOVAL OF BOARD MEMBERS OR OFFICERS:** Any Board Member or Officer who is absent from all meetings of the Board throughout a three (3) month period (assuming a minimum of three (3) meetings in that period) may be removed from the Board upon the vote of a majority of those members of the Board present at a Regular Meeting of the Board. The vacancy shall then be filled pursuant to these Bylaws.
- 21. SPECIAL FELLOWSHIP MEETINGS:** Except as otherwise provided in these Bylaws, Special Fellowship Meetings shall be by written request stating the date, time, and purpose of the Special Fellowship Meeting, signed by at least twenty percent (20%) of the Voting Members, and delivered to any Member of the Board.
- 22. METHOD OF NOTIFICATION:** Notice of call of a Fellowship Annual or other Special Fellowship Meeting should be published in the official Fellowship newsletter at least fourteen (14) days before the date of the meeting and shall be announced at a Fellowship Service prior to that Meeting.

- 23. QUORUM:** A quorum at any Fellowship meeting shall consist of forty percent (40%) of the voting membership.
- 24. FELLOWSHIP VOTING:** A majority vote of the voting members present shall be required to carry any motion at a Fellowship Meeting. A sixty percent (60%) vote of the voting members present shall be required to carry any motion at a Special Fellowship Meeting. All voting at both regular and Special Fellowship Meetings must be in person.
- 25. BASIC PROVISIONS ON COMMITTEES:** The Board shall create and dissolve committees and may appoint and remove committee members as necessary. Committees may include people who are not Fellowship members. The duties of such committees shall be prescribed by the Board. Committees shall report to the Board at the time and in the form determined by the Board.
- 26. FELLOWSHIP SERVICE SCHEDULE:** Fellowship Services shall be held regularly at such time and place as shall be determined by the Board.
- 27. PROFESSIONAL AND SUPPORT STAFF:** All staff shall be responsible to the Board which shall determine direct lines of reporting as appropriate to a staff member's job duties and responsibilities.
- 28. FISCAL YEAR:** The fiscal year of the Fellowship is from January 1 to December 31.
- 29. EXECUTION OF INSTRUMENTS:** Checks and other orders on the funds or credit of the Fellowship and all contracts and instruments in writing by the Fellowship shall be valid and binding upon the Fellowship only when executed by such Officers as shall be designated and authorized by the Board.
- 30. DISSOLUTION CLAUSE:** Should this Fellowship cease to function and the membership vote to disband, any accrued assets of the Fellowship will be assigned to the Unitarian Universalist Association if any remain after payment of debts.
- 31. RULES OF PROCEDURE:** The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Fellowship in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Fellowship may adopt.
- 32. OPEN RECORDS:** All records of the Fellowship other than those of a personal nature shall be made available for inspection by any Fellowship member.
- 33. PROTECTION OF NON-PROFIT STATUS:** Neither the Fellowship, the Board, nor any officer or staff of the Fellowship shall take any action or allow any activity or use of Fellowship property which shall endanger the non-profit corporate status or charitable, tax-exempt status of the Fellowship or its property. Nothing in these Bylaws shall be construed to allow a violation of this section.

34. REPRESENTATION: The President, or any other member of the Fellowship who is specifically authorized by the Fellowship or the Board, may represent the entire Fellowship to the public or in a private meeting.

35. INITIAL ADOPTION OF BYLAWS: The adoption of these Bylaws shall be by majority vote of Fellowship members attending a meeting called and held for such purpose.

36. AMENDMENTS: These Bylaws, so far as allowed by law, may be amended at any meeting of the Fellowship by a two-thirds (2/3) vote of those members present and voting. Notice of any proposed change shall be contained in the notice of the meeting.



MidAmerica Region
2355 Fairview Avenue #312
Roseville MN 55113

June 1, 2014

To Whom It May Concern:

It is with great pleasure that I write in support of the application of Bay de Noc Unitarian Universalist Congregation in Escanaba, Michigan to become a member congregation of the Unitarian Universalist Association.

The tag line that Bay de Noc Congregation uses is: Spiritually Alive, Radically Inclusive, Justice Centered. This expresses well who they are and who they aspire to be. The Bay de Noc congregation has established for itself a reputation in its area as a reliable partner in work for social justice. On my last visit—in the midst of a very cold winter—I can recall that the talk of the morning had been about participation in an effort to stop the heat from getting cut off from low income home owners. On the same visit I recall leading a conversation about what the congregation meant to the area. One woman commented that it was a long drive for her to the congregation and so she was irregular in her attendance. However, even when she did not come, the community was an important support to her. And the fellowship was indeed just about unique in giving support to those pursuing a path of spiritually progressive religion in an otherwise rather conservative area.

Yesterday, to prepare to write this letter I talked with our regional consultant Dan Wiseman who has worked with the congregation on issues of strategic planning. He was excited to hear that Bay de Noc has made this application and wants to lend his support also. He comments that he has been particularly impressed by the strength of the leadership of the group and impressed also at the creativity and inventiveness in creating strong sustainable structure for their ministries that work for them in their unique environment.

Thanks from all of us for considering this application. If I can assist you further, please contact me.

In faith,

Ian S. Evison
Congregational Life Consultant, Staff Lead
ievison@uua.org; 773-326-9787



MidAmerica Region
2355 Fairview Avenue #312
Roseville MN 55113

July 30, 2014

To Whom It May Concern:

As President of the MidAmerica Region, UUA, I offer my enthusiastic endorsement of the application of Bay de Noc Unitarian Universalist Congregation in Escanaba, Michigan, to become a member congregation of the Unitarian Universalist Association. We in MidAmerica look forward to celebrating with the congregation as it takes this step forward!

The Bay de Noc Congregation has committed itself to be "Spiritually Alive, Radically Inclusive, Justice Centered." They have worked hard to live those values over the past several years. In doing so, they have come to the place where they are ready to apply for UUA membership. Their location at the north end of Lake Michigan's Green Bay brings a UU presence to an area where our faith has significant potential to grow but very few congregations to serve as catalysts and homes for that growth. Bay de Noc has already begun to make Unitarian Universalism more visible in this area. In these ways, and in others, their membership will strengthen both our UUA and our MidAmerica Region.

On behalf of the Board and Staff of the MidAmerica Region, I thank you for considering Bay de Noc's application. If I can assist you further, please feel free to contact me at bsasso@juno.com or 618-529-7808 (home).

Sincerely,

Rev. William C. Sasso
President

102 Wintergreen Trail
Marquette, MI 49855

June 17, 2014

Unitarian Universalist Association
24 Farnsworth Street
Boston, MA 02210-1409

Dear UUA Board:

As a Unitarian Universalist for over 40 years and the current Board president of a neighboring UU congregation, I would like to support the affiliation with the UU Association of Congregations of the Bay de Noc Unitarian Universalist Fellowship in Escanaba, Michigan.

It has been a joy to watch them grow and connect with members and friends through shared services and summer Upper Peninsula UU gatherings at Van Riper State Park with members of their Fellowship, the Marquette UU Congregation, and the Keweenaw UU Fellowship.

The Bay de Noc Fellowship meets on every 2nd and 4th Sundays at this point. They offer an RE program during the school year and child care during the summer. A regular Buddhist sangha is hosted by the Fellowship. Other programs are also held in the space which they rent, the Bonifas Fine Arts Center, a well-known location to people in the area.

Several years ago I asked two of the members if they were considering affiliation. The response of these long-time UU's was purposefully deliberate as they sensed the needs of congregation members and friends which included understanding more about the UUA and the benefits of membership. They are ready now, as evidenced by their recent vote.

I recommend them for affiliation and look forward to next year's General Assembly when they hopefully will be welcomed into the Unitarian Universalist Association of Congregations.

Sincerely,

Barbara Michael

Board President, Marquette UU Congregation

Recommendation Letter for UU Bay de Noc, Escanaba, MI

May 21, 2014

Greetings...

I am pleased to write this recommendation letter for the UU Bay du Noc Fellowship in Escanaba, MI that they be considered for affiliation in the Unitarian Universalist Association. During the past 7-8 years, they have been meeting on a regular schedule and offering religious education for children. In addition to worship services, they also have had a variety of other activities to strengthen their Fellowship.

Their members have attended events in the former Central Midwest District (now MidAmerica Region) and visited other Unitarian Universalist congregations, taking advantage of the opportunities to network and learn from others. Their leadership has been in close contact with the field staff here over these years and they've contracted our adjunct consultants to work with them on developing strategic plans, goals and priorities as they've taken steps to get to this point.

While there were occasionally individual members who questioned the need to go through the affiliation process, the leadership of the Fellowship has remained consistent in their desire to continue in the process and they have thoroughly explored their options and possibilities.

The adjunct consultants who have facilitated meetings with them report back that they are an engaged, enthusiastic and dedicated group of people! Therefore, I recommend the Unitarian Universalist Bay du Noc Fellowship be accepted for affiliation with the UUA. Please feel free to contact me if there are any questions.

Sincerely,

Dori Davenport Thexton

COVENANT
UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP

We, the Members and Friends of the Unitarian Universalist Bay de Noc Fellowship covenant to:

- Willingly share our time, our talents, and our resources to promote the seven principles;
- Encourage spiritual growth for each of us individually and for us as a fellowship;
- Serve our community and the larger world; and
- Promote caring, honest, and inclusively open relationships both with and beyond our fellowship.



Unitarian Universalist

Bay de Noc Fellowship

700 1st Ave S, Escanaba, MI 49829

Note Regarding Covenant Inclusions

The members of the UU Bay de Noc Fellowship recently wrote, revised and voted on covenant language. There were three submissions offered for vote. One of these, being unusual and particularly beautiful was very well liked despite not being voted in as the official covenant. It was decided to designate this offering as an official litany for our fellowship. I was asked to include a copy of it with our UUA membership application materials.

At the time of the announcement to the fellowship of the need for a covenant, members pointed out that we do have an existing covenant for Conflict Resolution. I was asked to include a copy this with our UUA membership application materials as well.

While these documents are not requested nor required for membership in the UUA, there inclusion seemed important to some members as a way of demonstrating more fully who we are.

And so, in covenant with my fellowship, I have honored these requests.

Christine Rhue
UU Bay de Noc Fellowship Coordinator

Our Covenant for Conflict Resolution

Unitarian Universalist Bay de Noc Fellowship

We agree to resolve conflicts within our Fellowship in a manner consistent with our seven principles. This includes the intention to respect the inherent worth and dignity of every person, and the affirmation of justice, equity and compassion in human relations. The process of how we resolve our conflicts is just as important as content of the conflict. To that end, we agree to abide by the following guidelines in our efforts to work out differences with members, friends and guests of the Fellowship.

1. **Accept imperfections** in ourselves and others. No dissatisfaction can be resolved with unrealistic expectations of others.
2. **Carefully choose issues** you will advocate for, so you and others are not constantly trying to work out differences on several fronts.
3. **Limit your communications to the current issue at hand.** Avoid bringing up past grievances or attacking someone's personality. Focus on specific matters, avoiding exaggeration ("always", "never").
4. **Be respectful of others persons in the conflict**, even when you fully disagree with someone's thoughts or behavior. We can "disagree without being disagreeable" or "agree to disagree". Make it easy for the other person(s) to save face/dignity. **Avoid sarcasm, yelling, threatening, cursing, insulting or other forms of humiliation.**
5. **Physical altercations are strictly forbidden.** Do not shove, hit or restrain a person, unless restraint is absolutely necessary for immediate safety.
6. Respectfully address the conflict *with the person(s) involved*, using **direct and calm** communications.

To maintain the dignity and peace of all members of the Fellowship, **address the conflict with as few people as possible.** Communicate with the persons involved in private settings. Ask "confidants" to keep things confidential.

7. **Avoid communications when you are hostile and agitated**, as you may communicate in ways that are destructive to you and/or others. Take a break, and come back to the issue later. Some issues are too important to deal with when we are not inclined to think and communicate clearly.
8. **Be open to different views of the issue, be willing to listen as well as talk or write.**
9. **Be willing to let go an issue that has little chance of being resolved at this time.**
10. **Don't use personal dislikes as an excuse for non-cooperation.** It is not necessary to like someone to deal with them.
11. **Be respectful even when others are not.** You are responsible for your own behavior, regardless of what others do. There is dignity in the refusal to be aggressive. As Mahatma Gandhi said, "An eye for an eye only ends up making the whole world blind".
12. **When reasonable and sincere efforts to resolve conflicts are truly exhausted (or a party feels unsafe), issues may be brought to the board or board members.** The board or board president may elect to address, mediate, defer or delegate the issue to other reasonable people. If a member of the board is a party in the conflict, other board or Fellowship members may be asked to assist with conflict resolution.
13. The board can **exclude** a person from attending Board meetings or other Fellowship functions if they refuse to honor this covenant.
14. As noted in the Fellowship bylaws, the board can **deny or remove a person's membership** privileges with the right to respectfully appeal the decision with the board or the full Fellowship. Removal of membership might need to proceed if a person or persons are seen to be threatening to people or property, disruptive of Fellowship functions, or driving people away.
15. If the board or Fellowship excludes participation or membership, these privileges **can be restored later** if the person shows readiness to abide by this covenant and the board or Fellowship agrees.

3/25/2012

FELLOWSHIP LITANY
UNITARIAN UNIVERSALIST BAY DE NOC

I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

I will act from kindness
Celebrating grace
Seeing it reflected
In all the human race
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

I will follow wisdom
Knock on many doors
As I honor each path
I will honor yours
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

I will find my home here
With stars and birds and trees
I will nurture balance
I will further peace
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

Here within our circle
Or in the cosmos wide
This will be our covenant
This our prayer and guide:
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!
May it be so!

Check List

Use this list to make sure your application is complete. Please include this checklist with your application.

Name of Congregation: UU Bay de Noc Fellowship



Application from the congregation



List of charter members



The congregation's Articles of Incorporation



The congregation's Bylaws



Check to the UUA for the Annual Program Fund

1440.⁰⁰



Recommendation from the Regional Lead



Recommendation from the District or Regional President



Recommendation from a local UUMA chapter minister



Recommendation from a UUA Growth Specialist



COVENANT

UUA Membership Application

Date of application: DEC. 10, 2014

On October 20, 2014 the UNITARIAN UNIVERSALIST Bay de Noc Fellowship
Date Name of Congregation

of ESCANABA, MICHIGAN
City, State

was organized with 48 charter members.
Number

The following are the elected officers (Please print):

President: JOSEPH MOLD

Address: _____

Phone/
email: _____

Secretary: DEBBIE LACEY

Address: _____

Phone/
email: _____

Treasurer: ERIK LACEY

Address: _____

Phone/
email: _____

Name and Address of Meeting Place:

Wm. Bonifas Fine Arts Center
700 1st Ave S.
Escanaba, MI 49829

Official Mailing Address (will be used in UUA Directory):

1110 8TH Ave. S., Escanaba, MI 49829

Name and Address of Nearby Congregations/ Ministers:

Marquette U.U. Congregation
1510 M28 East, P.O. Box 687
Marquette, MI 49855

906-249-9450

President: Sarah Redmond

Keweenaw UU Fellowship
700 PARK AV.
Houghton, MI 49931

906-482-5586

Rev. Gabrielle Parks - interim

President: Will Cantrell

Subscribing to the principles of the Association, including the stated policy of the UUA that applying congregations welcome into membership all qualified persons "without regard to race, color, sex, affectional or sexual orientation, age, or national origin," and pledging to support the Association, it is the desire of this congregation to become a member of the Unitarian Universalist Association. We herein enclose with this application: 1) a list of charter members; 2) the Articles of incorporation with the appropriate dissolution clause; 3) the Bylaws of the congregation, and; 4) an initial contribution of \$ 1,440, which is not less than the suggested Fair Share of the Annual Program Fund, pro-rated for the portion of the UUA fiscal year remaining as to the date of this application.

Respectfully submitted,

President or Leader

Sign Full Name & Print Last Name

Date

Secretary

Sign Full Name & Print Last Name

Date

Joseph Mold

Joseph Mold

5/25/2014

Deborah Ayers

Deborah Ayers

5-25-14

Charter Members (48) October 2014
Unitarian Universalist Bay de Noc Fellowship

Name	Address
Pamela Allsopp	
Brian Black	
Claudia Bradfield	
Paul Bradfield	
Nora Cardinal	
Margaret Carignan	
Kathy Creten	
Sharon Fosmo	
Patricia Frueh	
John Gagnon	
James Gehling	
Bruce Hansen	
Heather Jensen	
Thomas Jensen	
Emily Johnson	
Laurie Johnson	
Lynn Johnson	
Thomas Johnson, Jr.	
Caitlin Kirchenwitz	
Debbie Lacey	
Erik Lacey	
Scott Maki	
Darby Mitchell	
Laurie Mold	
Joseph Mold	
Brian Morski	
Kathryn Morski	
Steven Morski	
Maggie Murphy-Pomeroy	
Gerry Nelson	
Russell Peterson	
Susan Peterson	
Gary Pfister	
Shannon Philemon	
James Rettig	
Christine Rhue	
William Rhue	
Elizabeth Royer	
Gene Schlueter	
Sheryl Schrot	

Charter Members (48) October 2014
Unitarian Universalist Bay de Noc Fellowship

Helen Sherman	
Roberta Stacey	
Jeremiah Swee	
Suzanne Voeks	
Vicki Volk-McGaffigan	
Pasqua Warstler	
Daniel Young	
Gina Zanon	

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

FILED

Date Received

**ADJUSTED PURSUANT TO
TELEPHONE AUTHORIZATION**

MAY 06 2014

MAY 02 2014

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

**ADMINISTRATOR
CORPORATIONS DIVISION**

Name

Unitarian Universalist Bay de Noc Fellowship

Address

1110 8th Avenue South

City

State

ZIP Code

Escanaba, MI 49829

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.
If left blank, document will be returned to the registered office.

71503T

ARTICLES OF INCORPORATION

For use by Domestic Nonprofit Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is:

Unitarian Universalist Bay de Noc Fellowship

ARTICLE II

The purpose or purposes for which the corporation is organized are:

To foster spiritual community where any individual can experience fellowship and acceptance; to cultivate a sense of connectedness and responsibility to all creation; to find support in a journey toward spiritual truth; to benefit the community by participating in community service projects; to join the national Unitarian Universalist Association (UUA) to which any and all assets will be transferred should dissolution of the Unitarian Universalist Bay de Noc Fellowship occur; to further the mission of the UUA worldwide.

ARTICLE III

1. The corporation is organized upon a Nonstock basis.
(Stock or Nonstock)

2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is

_____. If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

54

ARTICLE III (cont.)

3. a. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
Approximately \$13,000 in checking and savings in the Peninsula Federal Credit Union, Escanaba, MI
- b. The description and value of its personal property assets are: (if none, insert "none")
none
- c. The corporation is to be financed under the following general plan:
Membership contributions
- d. The corporation is organized on a membership basis.
(Membership or Directorship)

ARTICLE IV

1. The name of the resident agent at the registered office is:
- Russell Peterson
2. The address of its registered office in Michigan is:
- 1110 8th Avenue South, Escanaba, Michigan 49829
- (Street Address) (City) (ZIP Code)
3. The mailing address of the registered office in Michigan if different than above:
- _____, Michigan _____
- (Street Address or PO Box) (City) (ZIP Code)

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name

Residence or Business Address

Russell Peterson, 720 Lake Shore Drive, Escanaba, MI 49829

Debbie Ayers, 1219 9th Avenue South, Escanaba, MI 49829

Roberta Stacey, 1509 Lake Shore Drive, Escanaba, MI 49829

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

I, (We), the incorporator(s) sign my (our) name(s) this 27th day of April, 2014

Russell O. Robson

President of the Board

Debbie Myers

Secretary of the Board

Carla A. Stracy

Vice President of the Board

UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP

BYLAWS

2.10.10

UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP
BYLAWS 2.10.10

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**UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP
BYLAWS
2.10.10**

1. **NAME:** Unitarian Universalist Bay de Noc Fellowship which is a religious fellowship.
2. **PURPOSE:** Our mission is to foster spiritual community where any individual can experience fellowship and acceptance; cultivate a sense of connectedness and responsibility to all creation; and find support in a journey toward spiritual truth.
3. **NONDISCRIMINATION CLAUSE:** We are a welcoming Fellowship that embraces diversity. We welcome all people into its membership without regard to race, color, national origin, disability, sexual orientation, gender, or gender identity. Membership cannot be based upon or denied due to any of those factors.
4. **MEMBERSHIP REQUIREMENTS, FRIENDS, AND VISITORS:** Full voting membership in this Fellowship is open to any person, 14 years or older, who is in sympathy with the purpose and program of the Unitarian Universalist Fellowship. To join as a Fellowship member entitled to vote, a person shall sign and date the Membership Book with requirements as determined by the Fellowship Board (hereinafter referred to as the Board). All individuals, aged 14 years and older, will become "Voting Members" after having signed and dated the Membership Book. Membership for individuals under age 18 years is subject to approval by their parent(s) or legal guardian(s). This Fellowship shall be open to voting members, as defined above, and to their immediate families; non-voting participants of any age, self-designated as Friends (or Visitors) having sympathy with the purpose and program of this Fellowship.
5. **REMOVAL OF MEMBERSHIP:** A member's name may be removed from the Membership Book in case of:
 - A. The member's death;
 - B. Written request by the member to the Board;
 - C. A period of inactivity over one year with notice of same provided to the member followed by action of the Board;
 - D. One who has membership terminated by the Board for cause, as determined by a vote of two-thirds of the Board, provided that the member has the right to appear before the Board and the right of appeal to a meeting of the Fellowship;
 - E. For any member under the age of 18, upon receipt by the Board of a signed written request by a parent or legal guardian of said member requesting the removal of membership.
6. **OFFICER COMPOSITION:** The Officers of the Fellowship are the President, the Vice President, the Secretary and the Treasurer.
7. **RESPONSIBILITIES OF THE PRESIDENT:** The President shall be the chief executive officer of the Fellowship. The President shall preside at all meetings of the Fellowship and the Board.

- 8. RESPONSIBILITIES OF THE VICE PRESIDENT:** The Vice President shall act in the absence of or at the request of the President, at which time the Vice President shall have all powers and functions applicable to the President.
- 9. RESPONSIBILITIES OF THE SECRETARY:** The Secretary shall be the official Secretary of the Board, shall see that proper records are maintained, and shall see that the proceedings of the Board are regularly reported to the Fellowship. All records of the Fellowship produced and maintained by the Secretary for the Fellowship shall be deemed the property of the Fellowship.
- 10. RESPONSIBILITIES OF THE TREASURER:** The Treasurer shall have custody of, or control over, all money belonging to the Fellowship; will keep careful and accurate records of income, receipts, and expenditures of the Fellowship; will pay the bills and charges that are in the approved budget or are approved by the Board; and will report to the Board periodically and to the Fellowship at least annually.
- 11. ADDITIONAL OFFICER RESPONSIBILITIES:** Each Officer shall also have any further powers and duties assigned to them by the Board of Directors.
- 12. COMPOSITION OF THE BOARD:** The Board shall consist of five (5) members including four (4) Officers: President, Vice President, Secretary, Treasurer; and one (1) Member-At-Large, currently the Immediate Past President of the Board, until the election following the adoption of these Bylaws.
- 13. RESPONSIBILITIES OF THE BOARD:** The Board shall administer and manage the business of the Fellowship, have general charge of the property of the Fellowship, of its business affairs, and have control of its administration.
- 14. BOARD MEETINGS:** Board Meetings are open to all members of the Fellowship. Members who are not Board Members may speak at Board Meetings, but may not make motions or vote at Board Meetings. Minutes shall be available to the Fellowship. Regular Meetings of the Board of Directors should be held at once per month. A majority of the voting members of the Board shall constitute a quorum. Notice of all regular Board Meetings should be published in the Fellowship Newsletter and announced during the Fellowship Services.
- 15. BOARD DECISION-MAKING AND VOTING:** The Board shall endeavor to make decisions by consensus of all Board members present at the meeting. If, however, consensus cannot be reached, the President, with support of one other Board member, may so declare and actions shall be taken by majority vote of the Board members present. All Members of the Board are expected to disclose any Conflict of Interest.
- 16. ANNUAL AND OTHER MEETINGS:** Fellowship Meetings will be held at the time or times established by the Board, provided that at least one meeting of the

Fellowship will be held annually. The agenda for Fellowship Meetings will be prepared by the President.

- 17. ELECTION PROVISION:** Fellowship Officers and the Member-At-Large Board Member are elected at the Annual Meeting of the Fellowship by a simple majority and will serve from July 1 to June 30, or until their successor(s) shall have been duly elected. All elected Officers and the Member-At-Large Board Member positions are subject to re-election term limits of four (4) consecutive terms in a single position. After one year of not having served on the Board, a member shall become eligible for re-election or appointment as any Officer or as the Member-At-Large.
- 18. NOMINATION COMMITTEE AND PROCEDURE:** A Nomination Committee consisting of three (3) Fellowship members shall be appointed by the Board following each Annual Meeting to serve until the next annual election. The Nomination Committee shall nominate members to stand for annual elections. For an annual election, they shall prepare a list of people who have agreed to serve and publish this list at least two (2) weeks prior to the election. Fellowship members may add their own names to the list. Nominations shall be accepted at the Annual Meeting prior to each election subject to acceptance by the nominee prior to, or at the time of, the nomination. Any name submitted for nomination must be included as long as all eligibility requirements are met. Members of the Nomination Committee shall serve as Clerks in the election.
- 19. VACANCIES:** The Board shall appoint members to fill vacancies in the Offices of Vice President, Secretary, Treasurer, and the Board Member-At-Large. If the Office of President becomes vacant, the Vice President shall serve in that position and the Office of Vice President shall be filled by a Member of the Fellowship appointed by the Board.
- 20. REMOVAL OF BOARD MEMBERS OR OFFICERS:** Any Board Member or Officer who is absent from all meetings of the Board throughout a three (3) month period (assuming a minimum of three (3) meetings in that period) may be removed from the Board upon the vote of a majority of those members of the Board present at a Regular Meeting of the Board. The vacancy shall then be filled pursuant to these Bylaws.
- 21. SPECIAL FELLOWSHIP MEETINGS:** Except as otherwise provided in these Bylaws, Special Fellowship Meetings shall be by written request stating the date, time, and purpose of the Special Fellowship Meeting, signed by at least twenty percent (20%) of the Voting Members, and delivered to any Member of the Board.
- 22. METHOD OF NOTIFICATION:** Notice of call of a Fellowship Annual or other Special Fellowship Meeting should be published in the official Fellowship newsletter at least fourteen (14) days before the date of the meeting and shall be announced at a Fellowship Service prior to that Meeting.

- 23. QUORUM:** A quorum at any Fellowship meeting shall consist of forty percent (40%) of the voting membership.
- 24. FELLOWSHIP VOTING:** A majority vote of the voting members present shall be required to carry any motion at a Fellowship Meeting. A sixty percent (60%) vote of the voting members present shall be required to carry any motion at a Special Fellowship Meeting. All voting at both regular and Special Fellowship Meetings must be in person.
- 25. BASIC PROVISIONS ON COMMITTEES:** The Board shall create and dissolve committees and may appoint and remove committee members as necessary. Committees may include people who are not Fellowship members. The duties of such committees shall be prescribed by the Board. Committees shall report to the Board at the time and in the form determined by the Board.
- 26. FELLOWSHIP SERVICE SCHEDULE:** Fellowship Services shall be held regularly at such time and place as shall be determined by the Board.
- 27. PROFESSIONAL AND SUPPORT STAFF:** All staff shall be responsible to the Board which shall determine direct lines of reporting as appropriate to a staff member's job duties and responsibilities.
- 28. FISCAL YEAR:** The fiscal year of the Fellowship is from January 1 to December 31.
- 29. EXECUTION OF INSTRUMENTS:** Checks and other orders on the funds or credit of the Fellowship and all contracts and instruments in writing by the Fellowship shall be valid and binding upon the Fellowship only when executed by such Officers as shall be designated and authorized by the Board.
- 30. DISSOLUTION CLAUSE:** Should this Fellowship cease to function and the membership vote to disband, any accrued assets of the Fellowship will be assigned to the Unitarian Universalist Association if any remain after payment of debts.
- 31. RULES OF PROCEDURE:** The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Fellowship in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Fellowship may adopt.
- 32. OPEN RECORDS:** All records of the Fellowship other than those of a personal nature shall be made available for inspection by any Fellowship member.
- 33. PROTECTION OF NON-PROFIT STATUS:** Neither the Fellowship, the Board, nor any officer or staff of the Fellowship shall take any action or allow any activity or use of Fellowship property which shall endanger the non-profit corporate status or charitable, tax-exempt status of the Fellowship or its property. Nothing in these Bylaws shall be construed to allow a violation of this section.

- 34. REPRESENTATION:** The President, or any other member of the Fellowship who is specifically authorized by the Fellowship or the Board, may represent the entire Fellowship to the public or in a private meeting.
- 35. INITIAL ADOPTION OF BYLAWS:** The adoption of these Bylaws shall be by majority vote of Fellowship members attending a meeting called and held for such purpose.
- 36. AMENDMENTS:** These Bylaws, so far as allowed by law, may be amended at any meeting of the Fellowship by a two-thirds (2/3) vote of those members present and voting. Notice of any proposed change shall be contained in the notice of the meeting.



MidAmerica Region
2355 Fairview Avenue #312
Roseville MN 55113

June 1, 2014

To Whom It May Concern:

It is with great pleasure that I write in support of the application of Bay de Noc Unitarian Universalist Congregation in Escanaba, Michigan to become a member congregation of the Unitarian Universalist Association.

The tag line that Bay de Noc Congregation uses is: Spiritually Alive, Radically Inclusive, Justice Centered. This expresses well who they are and who they aspire to be. The Bay de Noc congregation has established for itself a reputation in its area as a reliable partner in work for social justice. On my last visit—in the midst of a very cold winter—I can recall that the talk of the morning had been about participation in an effort to stop the heat from getting cut off from low income home owners. On the same visit I recall leading a conversation about what the congregation meant to the area. One woman commented that it was a long drive for her to the congregation and so she was irregular in her attendance. However, even when she did not come, the community was an important support to her. And the fellowship was indeed just about unique in giving support to those pursuing a path of spiritually progressive religion in an otherwise rather conservative area.

Yesterday, to prepare to write this letter I talked with our regional consultant Dan Wiseman who has worked with the congregation on issues of strategic planning. He was excited to hear that Bay de Noc has made this application and wants to lend his support also. He comments that he has been particularly impressed by the strength of the leadership of the group and impressed also at the creativity and inventiveness in creating strong sustainable structure for their ministries that work for them in their unique environment.

Thanks from all of us for considering this application. If I can assist you further, please contact me.

In faith,

Ian S. Evison
Congregational Life Consultant, Staff Lead
ievison@uua.org; 773-326-9787



MidAmerica Region
2355 Fairview Avenue #312
Roseville MN 55113

July 30, 2014

To Whom It May Concern:

As President of the MidAmerica Region, UUA, I offer my enthusiastic endorsement of the application of Bay de Noc Unitarian Universalist Congregation in Escanaba, Michigan, to become a member congregation of the Unitarian Universalist Association. We in MidAmerica look forward to celebrating with the congregation as it takes this step forward!

The Bay de Noc Congregation has committed itself to be "Spiritually Alive, Radically Inclusive, Justice Centered." They have worked hard to live those values over the past several years. In doing so, they have come to the place where they are ready to apply for UUA membership. Their location at the north end of Lake Michigan's Green Bay brings a UU presence to an area where our faith has significant potential to grow but very few congregations to serve as catalysts and homes for that growth. Bay de Noc has already begun to make Unitarian Universalism more visible in this area. In these ways, and in others, their membership will strengthen both our UUA and our MidAmerica Region.

On behalf of the Board and Staff of the MidAmerica Region, I thank you for considering Bay de Noc's application. If I can assist you further, please feel free to contact me at bsasso@juno.com or 618-529-7808 (home).

Sincerely,

Rev. William C. Sasso
President

102 Wintergreen Trail
Marquette, MI 49855

June 17, 2014

Unitarian Universalist Association
24 Farnsworth Street
Boston, MA 02210-1409

Dear UUA Board:

As a Unitarian Universalist for over 40 years and the current Board president of a neighboring UU congregation, I would like to support the affiliation with the UU Association of Congregations of the Bay de Noc Unitarian Universalist Fellowship in Escanaba, Michigan.

It has been a joy to watch them grow and connect with members and friends through shared services and summer Upper Peninsula UU gatherings at Van Riper State Park with members of their Fellowship, the Marquette UU Congregation, and the Keweenaw UU Fellowship.

The Bay de Noc Fellowship meets on every 2nd and 4th Sundays at this point. They offer an RE program during the school year and child care during the summer. A regular Buddhist sangha is hosted by the Fellowship. Other programs are also held in the space which they rent, the Bonifas Fine Arts Center, a well-known location to people in the area.

Several years ago I asked two of the members if they were considering affiliation. The response of these long-time UU's was purposefully deliberate, as they sensed the needs of congregation members and friends which included understanding more about the UUA and the benefits of membership. They are ready now, as evidenced by their recent vote.

I recommend them for affiliation and look forward to next year's General Assembly when they hopefully will be welcomed into the Unitarian Universalist Association of Congregations.

Sincerely,

Barbara Michael

Board President, Marquette UU Congregation

Recommendation Letter for UU Bay de Noc, Escanaba, MI

May 21, 2014

Greetings...

I am pleased to write this recommendation letter for the UU Bay du Noc Fellowship in Escanaba, MI that they be considered for affiliation in the Unitarian Universalist Association. During the past 7-8 years, they have been meeting on a regular schedule and offering religious education for children. In addition to worship services, they also have had a variety of other activities to strengthen their Fellowship.

Their members have attended events in the former Central Midwest District (now MidAmerica Region) and visited other Unitarian Universalist congregations, taking advantage of the opportunities to network and learn from others. Their leadership has been in close contact with the field staff here over these years and they've contracted our adjunct consultants to work with them on developing strategic plans, goals and priorities as they've taken steps to get to this point.

While there were occasionally individual members who questioned the need to go through the affiliation process, the leadership of the Fellowship has remained consistent in their desire to continue in the process and they have thoroughly explored their options and possibilities.

The adjunct consultants who have facilitated meetings with them report back that they are an engaged, enthusiastic and dedicated group of people! Therefore, I recommend the Unitarian Universalist Bay du Noc Fellowship be accepted for affiliation with the UUA. Please feel free to contact me if there are any questions.

Sincerely,

Dori Davenport Thexton

Dori Davenport Thexton | Congregational Life Consultant, MidAmerica Region
Cell (708) 805-1866 | Phone (414) 774-4199 | dthexton@uua.org

COVENANT
UNITARIAN UNIVERSALIST BAY DE NOC FELLOWSHIP

We, the Members and Friends of the Unitarian Universalist Bay de Noc Fellowship covenant to:

- Willingly share our time, our talents, and our resources to promote the seven principles;
- Encourage spiritual growth for each of us individually and for us as a fellowship;
- Serve our community and the larger world; and
- Promote caring, honest, and inclusively open relationships both with and beyond our fellowship.



Unitarian Universalist

Bay de Noc Fellowship

700 1st Ave S, Escanaba, MI 49829

Note Regarding Covenant Inclusions

The members of the UU Bay de Noc Fellowship recently wrote, revised and voted on covenant language. There were three submissions offered for vote. One of these, being unusual and particularly beautiful was very well liked despite not being voted in as the official covenant. It was decided to designate this offering as an official litany for our fellowship. I was asked to include a copy of it with our UUA membership application materials.

At the time of the announcement to the fellowship of the need for a covenant, members pointed out that we do have an existing covenant for Conflict Resolution. I was asked to include a copy this with our UUA membership application materials as well.

While these documents are not requested nor required for membership in the UUA, there inclusion seemed important to some members as a way of demonstrating more fully who we are.

And so, in covenant with my fellowship, I have honored these requests.

Christine Rhue
UU Bay de Noc Fellowship Coordinator

Our Covenant for Conflict Resolution

Unitarian Universalist Bay de Noc Fellowship

We agree to resolve conflicts within our Fellowship in a manner consistent with our seven principles. This includes the intention to respect the inherent worth and dignity of every person, and the affirmation of justice, equity and compassion in human relations. The process of how we resolve our conflicts is just as important as content of the conflict. To that end, we agree to abide by the following guidelines in our efforts to work out differences with members, friends and guests of the Fellowship.

1. **Accept imperfections** in ourselves and others. No dissatisfaction can be resolved with unrealistic expectations of others.
2. **Carefully choose issues** you will advocate for, so you and others are not constantly trying to work out differences on several fronts.
3. **Limit your communications to the current issue at hand.** Avoid bringing up past grievances or attacking someone's personality. Focus on specific matters, avoiding exaggeration ("always", "never").
4. **Be respectful of others persons in the conflict**, even when you fully disagree with someone's thoughts or behavior. We can "disagree without being disagreeable" or "agree to disagree". Make it easy for the other person(s) to save face/dignity. **Avoid sarcasm, yelling, threatening, cursing, insulting or other forms of humiliation.**
5. **Physical altercations are strictly forbidden.** Do not shove, hit or restrain a person, unless restraint is absolutely necessary for immediate safety.
6. Respectfully address the conflict *with the person(s) involved*, using **direct and calm** communications.
To maintain the dignity and peace of all members of the Fellowship, **address the conflict with as few people as possible.** Communicate with the persons involved in private settings. Ask "confidants" to keep things confidential.
7. **Avoid communications when you are hostile and agitated**, as you may communicate in ways that are destructive to you and/or others. Take a break, and come back to the issue later. Some issues are too important to deal with when we are not inclined to think and communicate clearly.
8. **Be open to different views of the issue, be willing to listen as well as talk or write.**
9. **Be willing to let go an issue that has little chance of being resolved at this time.**
10. **Don't use personal dislikes as an excuse for non-cooperation.** It is not necessary to like someone to deal with them.
11. **Be respectful even when others are not.** You are responsible for your own behavior, regardless of what others do. There is dignity in the refusal to be aggressive. As Mahatma Gandhi said, "An eye for an eye only ends up making the whole world blind".
12. **When reasonable and sincere efforts to resolve conflicts are truly exhausted (or a party feels unsafe), issues may be brought to the board or board members.** The board or board president may elect to address, mediate, defer or delegate the issue to other reasonable people. If a member of the board is a party in the conflict, other board or Fellowship members may be asked to assist with conflict resolution.
13. The board can **exclude** a person from attending Board meetings or other Fellowship functions if they refuse to honor this covenant.
14. As noted in the Fellowship bylaws, the board can **deny or remove a person's membership** privileges with the right to respectfully appeal the decision with the board or the full Fellowship. Removal of membership might need to proceed if a person or persons are seen to be threatening to people or property, disruptive of Fellowship functions, or driving people away.
15. If the board or Fellowship excludes participation or membership, these privileges **can be restored later** if the person shows readiness to abide by this covenant and the board or Fellowship agrees.

3/25/2012

FELLOWSHIP LITANY
UNITARIAN UNIVERSALIST BAY DE NOC

I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

I will act from kindness
Celebrating grace
Seeing it reflected
In all the human race
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

I will follow wisdom
Knock on many doors
As I honor each path
I will honor yours
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

I will find my home here
With stars and birds and trees
I will nurture balance
I will further peace
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!

Here within our circle
Or in the cosmos wide
This will be our covenant
This our prayer and guide:
I will work for justice
I will speak the truth
I will stand on love
This I pledge to you.
May it be so!
May it be so!

UUA Board of Trustees
October 16-19, 2014

DRAFT - NOT YET APPROVED BY UUA BOARD.

MINUTES
BOARD OF TRUSTEES
UNITARIAN UNIVERSALIST ASSOCIATION

October 16-19, 2014

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held on October 16-19, 2014 Boston, Massachusetts.

MEMBERS

PRESENT: Burnette, Eller-Isaacs, Harrison, Key, Ladd, Morales, Phinney, Ritchie, Rivera, Sallwasser, Sharp, Snell, Stewart, and Weaver.

MEMBERS

ABSENT: None.

ALSO

PRESENT: Brennan, Cooley, Janapol, Limpert, and observers.

Susan Ritchie led a centering exercise.

Jim Key, Moderator, called the meeting to order at 9:55 AM on Thursday, October 16, 2014. He welcomed guests and board members introduced themselves to guests, and guests were invited to introduce themselves.

Lew Phinney moved and Susan Weaver seconded a motion to approve the agenda, including the consent agenda.

PRESIDENT'S REPORT

Peter Morales presented his president's report.

MODERATOR'S REPORT

Jim Key presented his moderator's report.

VICE MODERATOR'S REPORT

UUA Board of Trustees
October 16-19, 2014
Donna Harrison presented her vice moderator's report.

SECRETARY'S REPORT

Susan Ritchie presented her secretary's report.

EMERGING CONGREGATION'S REPORT

James Snell led a conversation about emerging congregations.

PRESENTATION BY STEWARDSHIP AND DEVELOPMENT

Mary Katherine Morn presented information and facilitated a conversation about stewardship, the UUA's Life's Calling campaign, the collaborative campaign, the Annual Program Fund, and other stewardship related matters.

FINANCE COMMITTEE'S REPORT

Sarah Stewart presented the Finance Committee's Report.

PROCESS OBSERVATION AND RECESS

Lew Phinney provided process observations and the meeting was recessed until Friday morning at 9:00 AM EDT.

On Friday morning, October 17, 2014, Sarah Stewart led a chapel service.

Jim Key, Moderator, called the meeting back to order at 9:20 AM on Friday, October 17, 2014. He welcomed guests, board members introduced themselves to guests, and guests were invited to introduce themselves.

INCLUSION WORKING GROUP REPORT

Julian Sharp presented the Inclusion Working Group's Report and facilitated a conversation.

LINKAGE WORKING GROUP REPORT

Susan Weaver presented the Linkage Working Group's Report and facilitated a conversation.

PROCESS FOR PRESIDENT'S PERFORMANCE REVIEW

Rob Eller-Isaacs proposed a process for evaluation of the president. It will be proposed as a motion on Sunday morning. He requested information about the process for evaluation of senior administration staff and suggested it could be part of a future report by the president.

DISCUSSION OF JOSEPH PRIESTLEY DISTRICT PROPOSAL

The board listened to a proposal by the Joseph Priestley District regarding a structural change to the board and agreed to incorporate the suggestion into later conversations.

PRESIDENTIAL SEARCH COMMITTEE REPORT

Jacqui Williams presented a report on behalf of the Presidential Search Committee and the report was discussed. Appreciation was expressed for their work.

DISCUSSION OF MONITORING REPORTS

A discussion of monitoring reports took place. Motions will be made on Sunday.

PROCESS OBSERVATION AND RECESS

Michael Sallwasser provided process observations and the meeting was recessed until Saturday morning at 9:00 AM EDT. It was noted that Mark Morrison-Reed would facilitate a conversation later on Friday evening about experiences at Selma in 1964.

On Saturday morning, October 18, 2014, Rob Eller-Isaacs led opening worship.

Jim Key, Moderator, called the meeting back to order at 9:29 AM on Saturday, October 18, 2014. He welcomed guests, board members introduced themselves to guests, and guests were invited to introduce themselves.

PREPARING FOR SELMA

Mark Morrison Reed continued leading a process and conversation to help prepare the board for its March board meeting and witness in Selma, Alabama.

EXECUTIVE SESSION

UUA Board of Trustees

October 16-19, 2014

Sarah Stewart moved and Julian Sharp seconded a motion to go into Executive Session for the purpose of approving appointments and discussing real estate matters.

Upon leaving Executive Session it was reported that the board discussed a sensitive matter involving a volunteer and also discussed confidential real estate matters.

TRANSFORMING GOVERNANCE WORKING GROUP REPORT

Donna Harrison presented the report of the Transforming Governance Working Group and facilitated a conversation on the topic.

COMMISSION ON APPRAISAL REPORT

John Hawkins, member of the Commission on Appraisal, presented an update from the Commission on Appraisal.

COMMITTEES WORKING GROUP REPORT

Sarah Stewart presented the report of the Committees Working Group and facilitated a conversation on the topic.

PROCESS OBSERVATION AND RECESS

Julian Sharp provided process observations and the meeting was recessed until Sunday morning at 9:00 AM EDT.

On Sunday morning, October 19, 2014, Sarah Gibb Millspough, UUA staff member, led a chapel service.

Jim Key, Moderator, called the meeting back to order at 9:31 AM on Sunday, October 19, 2014. He welcomed guests, board members introduced themselves to guests, and guests were invited to introduce themselves.

CONGREGATIONAL BOUNDARIES WORKING GROUP

Susan Weaver led a discussion of a proposed Ministerial Fellowship Committee rule change. The Board decided that amendments and clarifications needed to be made to the rule change and that Susan Weaver would bring the Board's comments and questions about this back to the Ministerial Fellowship Committee for further edits.

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PRESENTATION AND VOTING ON MOTIONS

Donna Harrison led the discussion of motions that are being proposed for passage.

Moved by the Governance Working Group (and therefore not needed a second): The Board rejects the reports listed below and requests that revised reports including rationale and appropriate data and/or remediation plan be submitted to the board no later than December 20, 2014:

- 2.1 Treatment of People
- 2.1.2 Cultural Misappropriation
- 2.1.3 Confidentiality, Safety & Privacy
- 2.1.4 Response to Misconduct

It is understood that a generative conversation between staff and board is necessary to further our efforts in this regard.

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): Accept the special Audit Committee report, "Revision of Financial Policies" of September 12, 2014, with the Board's gratitude for their carefully considered policy change recommendations.

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): The Board rejects the report, 2.1.1. "Full Participation" and requests that revised reports to include revised Operational Definition and appropriate data and/or remediation plan be submitted to the board no later than December 20, 2014.

It is understood that a generative conversation between staff and board is necessary to further our efforts in this regard.

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): Change the text of Policy 2.3 to read:

2.3 Treatment of Staff:

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With respect to the treatment of paid and volunteer staff, the President may not cause or allow conditions that are inequitable, undignified, disrespectful, disorganized, unclear, or discriminatory.

Further, without limiting the scope of the foregoing by this enumeration, the President shall not fail to: permit and provide emotional space for the non-disruptive expression of dissent by any staff member; ensure staff-appointed committees and task forces reflect the full diversity of the Association; ensure staff is provided safe working conditions; operate without written personnel rules which include:

1. Confidentiality requirements
2. Prohibition of disclosure about the Association's internal affairs
3. Guidelines for internet, email and computer use.
4. Provision for effective handling of grievances, and
5. Policies addressing unethical conditions, real or having the appearance of being real, such as nepotism and preferential treatment for personal reasons.
6. Procedures to implement the Association's [Conflict of Interest policies](#) (Appendix 2J).
7. Procedures to implement the Association's [Whistleblower policies](#) (Appendix 2K).
8. Safety and ethics policies."

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): Delete Policy 2.7.3, "Provide less for the Board's budget than the amount determined pursuant to policies on "Cost of Governance" in "Section 3 Governance Process."

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): Delete all sub-policies under Policy 2.7.6.

1. Explain how facilities support the Association's Shared Vision, including the benefits and impacts of facilities on stakeholders, and including but not limited to historically marginalized voices.
2. Evaluate facilities needs within a long term strategic plan (at least 10-15 years).
3. Analyze the financial impact of facilities, including any savings or costs associated with changes.
4. Assess potential liabilities, including environmental remediation costs.
5. Ensure that facilities meet defined standards of accessibility, ease of logistics, and welcome.

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6. Consider the symbolic and historic value of facilities in balance with future needs.
7. Assess the environmental impact of facilities.

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): in Policy 2.9, Delete sub-policies 2.9.1 through 2.9.4.

1. Unnecessarily expose the Association's tangible and intangible assets to loss or damage by theft, embezzlement or other financial fraud, casualty, lack of maintenance, or other cause.
2. Allow the Association to be unprepared to respond to disasters and other crises.
3. Unnecessarily expose the Association, or its Board, volunteers, or staff, to claims of liability.
4. Unnecessarily expose the Association's intellectual property, information, and files to loss, damage, premature destruction, or improper disclosure.

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): Delete Policy 2.7.2, "Commit the Association to any initiative that lacks a clear and comprehensive funding plan."

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): that Policy, Section 4 be changed to read:

Section 4 Policy

4.0 Global Board-President Linkage

As amended Oct 2014.

The Board's sole official connection to the operational organization, its achievements and conduct will be through the President.

4.1 Unity of Control

Only officially passed motions of the Board are binding on the President.

4.2 Accountability of the President

UUA Board of Trustees
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1. The President is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the President.
2. The Board will direct the President through written policies that prescribe the Shared Vision (ENDS) to be achieved, and describe organizational situations and actions to be avoided, allowing the President to use any reasonable interpretation of these policies.

4.3 Monitoring President Performance

Systematic and rigorous monitoring of President job performance will be solely against the only expected President job outputs: organizational accomplishment of the Shared Vision (Ends) as defined by Board policies, and organizational operation within the boundaries established in Board policies on Leadership Covenant and Expectations.

4.4 President Compensation & Benefits

The Board shall negotiate a contract with the President that will stipulate compensation and benefits for the President.

President's compensation and benefits will be reviewed in each calendar year after a review of monitoring reports received in the prior twelve months."

(Unanimously approved.)

Moved by the Governance Working Group (and therefore not needed a second): that the procedures pursuant to Policy Section 4 established to read:

Section 4 Proposed Procedures

4.0 Global Board-President Linkage

As created Oct 2014

Policy: The Board's sole official connection to the operational organization, its achievements and conduct will be through the President.

4.1 Unity of Control

Policy: Only officially passed motions of the Board are binding on the President.

Procedures:

1. Decisions or instructions of individual Trustees, officers, or committees are not binding on the President except in rare instances when the Board has specifically authorized such exercise of authority.
2. In the case of Trustees or committees requesting information or assistance without Board authorization, the President can refuse such requests that require, in the President's opinion, a material amount of staff time or funds or is disruptive.

4.2 Accountability of the President

Policy: The President is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the President.

Policy: The Board will direct the President through written policies that prescribe the Shared Vision (ENDS) to be achieved, and describe organizational situations and actions to be avoided, allowing the President to use any reasonable interpretation of these policies.

Procedures:

1. The Board will never give instructions to persons who report directly or indirectly to the President.
2. The Board will not evaluate, either formally or informally, any staff other than the President.
3. The Board will view President performance as identical to organizational performance, so that organizational accomplishment of Board stated Ends and avoidance of Board proscribed means will be viewed as successful President performance.
4. The Board will develop policies instructing the President to achieve certain results, for certain recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called the Shared Vision (Ends).
5. The Board will develop policies that limit the latitude the President may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Leadership Covenant and Expectations policies (Executive Limitations).
6. Only the Board may determine what constitutes a reasonable interpretation of its policies. As long as the President uses any reasonable interpretation of the Board's Shared Vision the President is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.
7. The Board may change its Shared Vision (Ends) and Leadership Covenant and Expectations policies, thereby shifting the boundary between Board and President domains. By doing so, the Board changes the latitude of choice

given to the President. But as long as any particular delegation is in place, the Board will respect and support the President's choices.

8. The Board delegates to the President the responsibility to recommend, for approval by the Board, slates of candidates for the Ministerial Fellowship Committee and its subcommittees until the bylaws are changed to give the President the responsibility for such appointments.

4.3 Monitoring President Performance

Policy: Systematic and rigorous monitoring of President job performance will be solely against the only expected President job outputs: organizational accomplishment of the Shared Vision (Ends) as defined by Board policies, and organizational operation within the boundaries established in Board policies on Leadership Covenant and Expectations.

Procedures:

1. Monitoring is to determine the degree to which Board policies are being met. Data that do not do this will not be considered to be monitoring data.
2. The Board will acquire monitoring data by one or more of three methods:
 1. by internal report, in which the President discloses compliance information to the Board,
 2. by external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies, and
 3. by direct Board inspection, in which a designated Trustee or Trustees assess compliance with the appropriate policy criteria.
3. In its review of internal monitoring reports, the board will require a standard of excellence in monitoring where the interpretation includes the presentation of the President's established operational definition, details the standard for successful performance, and includes a rationale to justify the reasonableness of the definition. The interpretation will be followed by data and evidence that demonstrates both results and compliance with the operational definition, and includes the President's declaration of compliance or non-compliance. In every case, the standard for compliance shall be any reasonable interpretation by the President of the Board policy being monitored. Only the Board may decide what constitutes a reasonable interpretation.
 1. We will view the monitoring process as a learning opportunity, identifying and processing teaching moments produced by our work.
 2. The Board may accept or reject a monitoring report based on the reasonableness of the interpretation and adequacy of the supporting data and/or information. Rejection would require a rewrite of the interpretation or a rehabilitation plan toward full compliance to be submitted within a specified period of time.
 3. The Board has several options in addressing a monitoring report:

UUA Board of Trustees
October 16-19, 2014

1. Accept a report, finding that the interpretation is reasonable and that the data is in compliance with the metrics in the interpretation.
 2. Accept a report with acknowledgement of concerns and broad direction for the next rotation of monitoring reports. It would be expected that the board concern expressed will be integrated into the next rotation of reporting for that policy in order for the board to accept the subsequent report.
 3. Reject a report, expecting the report to be rewritten outside of the monitoring schedule, with a new interpretation and compliance, by a date specified.
 4. Reject a report when the data is not in compliance with the interpretation's metrics, expecting the report to include a reasonable rehabilitation plan.
4. All policies that instruct the President will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule, following the monitoring schedule in Appendix 3.A."

(Unanimously approved.)

Proposed Addendum #1 to the Charge to the Emerging Congregations Working Group

Sunday, October 19, 2014

The Emerging Congregations Working Group is further charged to bring to the Board before the January 2015 meeting a pilot program to formally recognize congregations and communities (collectively "Recognized Communities") previously identified by the UUA as "Emerging Congregations."

The goals of the pilot program are:

1. To provide formal recognition from the UUA.
2. To further the End of growing our Faith.
3. To foster relationship between the larger Unitarian Universalism movement and the Recognized Communities; and
4. To foster healthy stewardship in the Recognized Communities, not only for their own organization, but to the UUA.

The Working Group will require each Recognized Community to complete an application that, in addition to providing identification information, confirms how they are embodied as Unitarian Universalist, including support for the UUA's Purposes and Principles. The application should also specify the nature of their relationship with other Unitarian Universalist congregations or communities.

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Each Recognized Community will be required to meet with a Stewardship officer of the UUA and make a pledge to the UUA appropriate to their size and means, but in no event less than \$100.

The Working Group will present as many Recognized Community applications as it deems are appropriate.

The Working Group should suggest a designation for the Recognized Communities other than "Emerging" or "Covenanted" Communities.

For clarity, Recognized Communities will not be Members of the UUA and will not possess voting privileges.

(Unanimously approved.)

Moved by the Congregational Boundaries Working Group (and therefore not needed a second): that the Congregational Boundaries Working Group is charged to:

1. Provide to the Board and the Ministerial Fellowship Committee a set of best practices for receiving, investigating and resolving complaints of clergy sexual misconduct.
2. Report to the Board and Ministerial Fellowship Committee where rules, policies and communications may not reflect those best practices.
3. Request a report from the Ministerial Fellowship Committee and Director of Ministries and Faith Development suggesting revisions to such rules, policies and communications to reflect those best practices. The report shall also note the need for and availability of additional resources to implement such practices.

Best practices, as developed by the Working Group in consultation with a professional consultant and Advisory Group, shall reflect UU principles of justice, equity and compassion in human relations, and the inherent worth and dignity of each person. They shall be consistent with achievement of relevant Ends of the Association.

(Unanimously approved.)

PROCESS OBSERVATION AND ADJOURNMENT

Lew Phinney provided process observations and the meeting was adjourned by Moderator Jim Key at 11:39 AM EDT on Sunday, October 19, 2014.

UUA Board of Trustees
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Respectfully submitted,

/s/ Harlan Limpert
Clerk

BOARD OF TRUSTEES SCHEDULE

November Monthly Board Conference Call

November 20, 2014 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903586

December Monthly Board Conference Call

December 18, 2014 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903810

January 2015, Boston, MA

Thursday, January 15– Sunday January 18

February Monthly Board Conference Call

February 26, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903742

March 2015, Selma, AL

Thursday, March 6 and Saturday, March 8 - More details to come.

March Monthly Board Conference Call

March 26, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903850

April Monthly Board Conference Call

April 23, 2015 8:00 to 9:30 PM EST

UUA Board of Trustees

October 16-19, 2014

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903942

May Monthly Board Conference Call

May 28, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903998

June 2015, Portland, OR

Tuesday, June 23 – Wednesday, June 24 – Board of Trustees meeting

Wednesday, June 24 – Sunday June 28– General Assembly

Monday, June 29 – Board of Trustees

October 2015, Boston, MA

Thursday, October 15 –Sunday October 18

UUA Board of Trustees
November 20, 2014

DRAFT - NOT YET APPROVED BY UUA BOARD.

**MINUTES
BOARD OF TRUSTEES
UNITARIAN UNIVERSALIST ASSOCIATION**

November 20, 2014

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held electronically on Thursday, November 20, 2014 at 8:00 PM EDT.

MEMBERS

PRESENT: Burnette, Eller-Isaacs, Harrison, Key, Ladd, Morales, Phinney Ritchie, Rivera, Sallwasser, Sharp, Snell, Stewart, and Weaver.

MEMBERS

ABSENT: None

ALSO

PRESENT: Brennan, Cooley, Limpert, Janapol, and observers.

The meeting was called to order by Moderator Jim Key at 8:00 PM EST.

Larry Ladd made the following motion which was seconded by Sarah Stewart and passed unanimously:

Moved: That the Board of Trustees authorize the Treasurer to increase the payout rate for the Murray Grove Lot 8 fund from 5.0% to 5.5% for a period not to exceed three years.

Sean Rush, chair of the Audit Committee, presented the audit committees report. Sarah Stewart moved and Rob Eller-Isaacs seconded the motion to accept the Audit Committees Report with gratitude.

Rob Eller-Isaacs moved and Andy Burnette seconded a motion to move into Executive Session for the purpose of considering nominations for board appointed committees. Motion carried.

Upon returning from Executive Session, they reported that the following motion was made, seconded and approved unanimously:

That the board unanimously approved the nomination of Jesse King as MFC chair, Robert Jensen for the Western Regional Subcommittee on Candidacy Committee (RSCC) and Kelly Mason to the pool of candidates for the Eastern RSCC.

UUA Board of Trustees
November 20, 2014

A motion was made to adjourn by Lew Phinney at 8:42 PM EST and the motion passed.

Respectfully submitted,

/s/ Harlan Limpert
Clerk

BOARD OF TRUSTEES SCHEDULE

December Monthly Board Conference Call

December 18, 2014 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903810

January 2015, Boston, MA

Thursday, January 15– Sunday January 18

February Monthly Board Conference Call

February 26, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903742

March 2015, Selma, AL

Thursday, March 6 and Saturday, March 8 - More details to come.

March Monthly Board Conference Call

March 26, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903850

April Monthly Board Conference Call

UUA Board of Trustees
November 20, 2014
April 23, 2015 8:00 to 9:30 PM EST
Call in information:
Toll Number: (201) 479-4595
Meeting Number: 26903942

May Monthly Board Conference Call
May 28, 2015 8:00 to 9:30 PM EST
Call in information:
Toll Number: (201) 479-4595
Meeting Number: 26903998

June 2015, Portland, OR
Tuesday, June 23 – Wednesday, June 24 – Board of Trustees meeting
Wednesday, June 24 – Sunday June 28– General Assembly
Monday, June 29 – Board of Trustees

October 2015, Boston, MA
Thursday, October 15 –Sunday October

UUA Board of Trustees
December 18, 2014

DRAFT - NOT YET APPROVED BY UUA BOARD.

**MINUTES
BOARD OF TRUSTEES
UNITARIAN UNIVERSALIST ASSOCIATION**

December 18, 2014

Pursuant to notice duly given, a meeting of the Board of Trustees of the Unitarian Universalist Association was held electronically on Thursday, December 18, 2014 at 8:00 PM EDT.

MEMBERS

PRESENT: Eller-Isaacs, Key, Morales, Phinney Ritchie, Rivera, Sallwasser, Snell, Stewart, and Weaver.

MEMBERS

ABSENT: Burnette, Harrison, Ladd, Sharp

ALSO

PRESENT: Brennan, Cooley, Limpert, Janapol, and observers.

The meeting was called to order by Moderator Jim Key at 8:00 PM EST.

A discussion was led by Sarah Stewart regarding the role of the Commission on Appraisal in the life of the Association. No motions were proposed and no actions were taken.

A motion was made to adjourn by Rob Eller-Isaacs at 8:56 PM EST and the motion passed.

Respectfully submitted,

/s/ Harlan Limpert
Clerk

BOARD OF TRUSTEES SCHEDULE

UUA Board of Trustees

December 18, 2014

January 2015, Boston, MA

Thursday, January 15– Sunday January 18

February Monthly Board Conference Call

February 26, 2015 8:00 to 9:30 PM EST

Call in information:

Toll Number: (201) 479-4595

Meeting Number: 26903742

March 2015, Selma, AL

Thursday, March 6 and Saturday, March 8 - More details to come.

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Tuesday, June 23 – Wednesday, June 24 – Board of Trustees meeting

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October 2015, Boston, MA

Thursday, October 15 –Sunday October

Memorandum

To: UUA Board of Trustees

Subject: President's Report for January, 2015 meeting

From: Peter Morales

Date: January 11, 2015



Context

Rather than outline a number of activities, most of which are covered in other documents, I will use this President's Report to update the Board on key UUA initiatives with important long term implications.

First, however, let me give some background and context. A core conviction of this administration is that Unitarian Universalism has enormous untapped potential. A second conviction is that this potential can only be realized by means of collaboration—collaboration within our congregations, across our congregations, among our UU organizations and, finally, collaboration with organizations outside our movement.

All of the major initiatives we have undertaken have involved new levels of partnership. Just as importantly, all of our most important initiatives have succeeded to the extent that we have created true partnerships. Here is a short list of important initiatives:

- **Strategic Review of Professional Ministries (SRPM)**—This has led to a number of subsequent projects. Among the most important is the development of *Fulfilling the Call*, a new way of looking at the most important abilities required for ministry. This is now the basis for the MFC's review of its core competencies.
- **Partnership with the UUMA**—The UUA and the UUMA do not have a history of collaboration. In the last five years we have



worked together to revamp ministerial continuing education and mentoring.

- **Partnership with the UUSC**—This has led not only to the formation of the College for Social Justice, but to close coordination in public witness. The new Commit 2 Respond effort is the latest example.
- **Justice GA**—Justice GA is important because it set a new standard for integration of public witness, worship, workshops, speakers and advance resources. It was made possible by an unprecedented level of partnership among local congregations, UUA field staff, UUA headquarters staff, local grassroots organizations, national immigrant rights organizations and interfaith partners like the UCC.

Upcoming initiatives

With this as background, I want to update the board on significant two initiatives: the entrepreneurial ministry training program and a new interfaith outreach effort.

Entrepreneurial Ministry—This program, which you have heard mentioned before, will begin later this month in California. This is a collaboration of the UUA and the UUMA, with important participation and consultation from business school faculty from Stanford, Chicago, Northwestern, Harvard, Duke and Wake Forest. This program has been in development for almost two years. It will involve 28 students, including UCC ministers and Union for Reform Judaism rabbis. The program will continue for two years. It will involve intensive four day meetings in Chicago, North Carolina (city to be determined) and Boston.

Interfaith Outreach—This effort is in the very early stages. Let me provide some context that goes into a little more depth than my abbreviated descriptions of other initiatives.

Many observers of contemporary religion have suggested that the future of progressive religion is in an “interfaith” future. Indeed, both of



our identity seminars (Starr King and Meadville Lombard) have a strong interfaith component. Many of the students in the entrepreneurial ministry program proposed projects that aim at creating interfaith communities. And, of course, our congregations have a long history of promoting interfaith understanding, respect, appreciation and cooperation.

In addition, it is clear that the progressive elements in Protestantism, Catholicism, Judaism, Islam, Buddhism and other traditions have much more in common with one another than they do with the most conservative and reactionary elements of their own tradition. In truth, religious progressives from across traditions share values and a world view.

We have a long history of interfaith collaboration on matters of public witness and in work for tolerance and understanding. Examples include the Interfaith Alliance, Religions for Peace and the International Association for Religious Freedom. We work closely with interfaith partners on public witness on issues including marriage equality, immigration, racial equality and environmental justice.

However, religious liberals have never worked together to reach out spiritually to the growing population of the religiously unaffiliated (the now famous “nones”). We have many ways of engaging people who are already in our movements. We do not have ways of offering spiritual foundation and community to those who are not now in our movements.

In conversations with other leaders over the last several months I have explored the idea of working together to reach out. The response has been enthusiastic.

In May the UUA will host a day and a half meeting of a small number of progressive religious leaders to explore alternative next steps. Thus far the leaders coming include:

- Geoffrey Black—president, United Church of Christ
- Rick Jacobs—president, Union for Reform Judaism
- Aaron Stauffer—executive director, Religions for Peace, USA

- Victor Kazanjian—director, United Religions Initiative
- Brad Braxton—Ford Foundation, Religion in Public Life

We still need a Muslim leader. Eboo Patel of the Interfaith Youth Core (and recent Ware Lecturer) wants to be involved but cannot attend.

I should also mention that in a recent meeting of GAMAP, there was consensus on an interfaith focus for GA in 2016. We have not yet worked out what the theme should be called or the details of the framing.

I am convinced that there is enormous potential here. The culture is moving quickly in the direction of interfaith spirituality. Ours has always been an interfaith faith—going back to Transcendentalists’ openness to eastern religion to humanism to today’s embracing of “hyphenated” UU’s: Christian, Jewish, Pagan, Buddhist, etc. We UUs are in a unique position to convene this effort. I will keep the board informed as this initiative develops.



January 1, 2015

Jim Key
UUA Moderator
Chief Governance Officer

January 4, 2015

Report to the UUA Board of Trustees

For some time I have been focused on ways to make our delegates to General Assemblies more diverse and more accountable to their congregations. I offer this proposal for the Trustee's consideration.

Background:

There is a desire and need to enhance our democratic process and for our delegates to the General Sessions of our General Assemblies to be more diverse and representative of our membership.

Generally, our delegate bodies represent only 40 percent of our congregations, meaning that as many as 600 congregations have no voice in the governance process of our Association. Additionally, approximately 80 percent of those attending are self-funded with no financial support from congregations. As a result, those on the margins are under-represented: youth, young adults, people of color, people of the LGBTQ community, and those unable to attend due to economic and other constraints. Moreover, few delegates are elected or charged by their congregations, and many arrive with little awareness of the business agenda, rules of debate, or sense of their congregation's views on the issues to be debated.

As a result of this self-selection process, delegates tend to come from the dominant culture creating the fiction of a democratic process that does not represent the multi-cultural, multi-racial, and multi-generational delegate body we seek or the Beloved Community we seek to live into.

Therefore, as a pilot project, I propose establishing a scholarship fund of \$50,000. This is an unbudgeted item and requires the approval of the Board of Trustees and would be charged to the cost of governance. The Treasurer and CFO advises there are sufficient unrestricted funds to support this pilot program.

January 1, 2015

The fund would be administered as follows:

1. \$10,000 designated for each of the five regions
2. Expectation that additional grants to these funds will be made from regional/district assets
3. Expectation that congregations will contribute to the financial support of the delegates which are selected
4. Selection of delegates to be administered by the regional lead in consultation with a representative(s) from the district boards within each region
5. Selection of delegates will ultimately be the responsibility of congregational called and lay leadership who will make the final selection of any delegates representing their congregation
6. Selection of potential delegates to be made in consultation with Y/YA leadership, DRUUMM, TrUUst, and other groups as appropriate with selection priorities as follows:
 - a. Youth and young adults
 - b. People of color
 - c. LGBTQ community
 - d. People with accessibility concerns, both physical and economic
 - e. Consideration of development opportunities' for new or future leaders
 - f. Focus on geographic diversity within the region
 - g. Focus on congregations that have not sent delegates in recent years
 - h. Preference to congregations that are Fair Share
7. Expectations of delegates receiving scholarships
 - a. Charged by the congregation as a delegate accountable to that congregation and is expected to report back at a congregational service or meeting
 - b. Attendance at a pre-GA video conference to review the agenda and business that will be discussed, debated, and voted
 - c. Attendance at the orientation on the first day of GA
 - d. Completion of a post-GA survey to assess this pilot program
8. Expectation of a check-in and support process during General Assembly for delegates chosen under this program

The Moderator will host a videoconference or meeting in the late summer or fall of 2015 with the selection teams to assess this pilot program.

January 1, 2015

Should the board approve the motion below, I will need to engage the DPA and Director of Congregational to ensure our engagement with congregations is clear.

Moved: That the board of trustees approve the establishment of a \$50,000 scholarship fund for the purpose of selecting, charging, training, and debriefing delegates who would otherwise not be chosen nor able to attend General Assembly as an accountable delegate from their congregation.

Since my last report of October 2014, I have participated in scores of audio and video meetings with board working groups and many other passionate Unitarian Universalists about a wide range of interests and concerns. I would like to call the board's attention to four of these conversations.

In the first, a minister in New England wants the Board and Administration to begin thinking about how the 400th anniversary (2020) of the Pilgrims landing in Plymouth might be best celebrated or noted. Both Unitarians (UUA) and Congregationalists (UCC) lay claim to this heritage, and it would be in the interests of both institutions to work on this commemoration together with consideration of any celebration's impact on Native Americans who might approach the anniversary as a time of national mourning. The minister is suggesting one approach would be to bring a Business Resolution to the 2015 General Assembly that would call for a commission to be created to recommend appropriate ways to commemorate this potentially sensitive event.

In the second, a caller who had lodged a complaint of non-sexual abuse against a minister wanted me to know of her continued deep pain, several years later. She felt strongly that my apology should have come from a minister rather than the Moderator and that the apology was not broad enough; that it only covered sexual misconduct and not abuse of power or bullying. Moreover, she finds the current web site and instructions on how to file a complaint, hard to find and opaque once found. I reported on the status of the Boundaries Working Group and activities that would soon lead to an improved process.

In the third, Bill Sasso, President of MidAmerican Region, wanted to express the Region's desire that any by-law changes being considered-

January 1, 2015

-as a result of the Southern Region's actions--ensure that regions retain the same rights as districts currently have under our bylaws. The MidAmerica Region provided this resolution:

"Resolution Requesting Recognition of Inheritance by the MidAmerica Region of UUA District Rights"

Whereas the Bylaws and Rules of the Unitarian Universalist Association (UUA) recognize the MidAmerica Region as "autonomous and shall be controlled by its own member congregations to the extent consistent with the promotion of the welfare and interests of the Association as a whole and of its member congregations" (Section C13.4);" and

Whereas the Bylaws of the UUA (1) define districts more specifically, recognizing their bylaws, geography, and member congregations (Rule G-13.2.1); (2) reserve to districts the specific ability to add business resolutions to the General Assembly Agenda (section 4.11); and (3) reference districts in several congregational capabilities regarding business items for consideration by Special General Assembly (section 4.15) and nomination by petition of candidates for UUA office (section 9.6); and

Whereas the UUA Bylaws in their current form do not specifically recognize or empower governance regions in an equivalent manner; and the MidAmerica Region was created by a dissolution and merger of the Districts contained therein;

Therefore, be it resolved the Board of Trustees of the MidAmerica Region hereby requests that the UUA recognize that the MidAmerica Region has inherited the rights and responsibilities of the former districts that now comprise the region."

In the fourth call, I spoke with Rev. Leslie Takahashi about Youth and Young Adult Leadership Development programing in general and for Y/YA people of color specifically. I agreed to engage the Board's Inclusion Working Group and the Administration's Office of Youth and Young Adult Ministries to assess what additional board focus might be appropriate.

January 1, 2015

Congregational and other visits

October 24, Berkeley, CA – Conducted a leadership workshop for Pacific Central District

October 25, Oakland, CA – Preached at First UU Church of Oakland

November 1, Athens, GA – Was Keynote speaker at 60th Anniversary Celebration of First UU Congregation of Athens

November 2, Athens, GA – Conducted town hall meeting between services

Meetings with committees and organizations

November 6-8, Boston, MA – Met with District Presidents Association

November 13, San Diego, CA – Met with Susan Weaver on board business

November 14-16, Boston, MA – Met with President's Council

January 8-10, Columbus, OH – Met with GAPC

January 12-13, Boston, MA – Met with Appointments Committee

Vice Moderator's Report

We have several items that should be targeted for the tentative agenda for GA2015:

- 1) Elimination of Committees. These proposals are coming to the Board through the Finance Committee
- 2) Proposal for Campaign Finance Reform. Several changes to the rules are being proposed by the Presidential Search Committee. These are included as the Vice Moderator Report – Attachment 1 Campaign Finance.
- 3) Proposed changes to make the Bylaws consistent with the evolving nature of Districts and Regions. The proposed changes are described below and the specific language is included as the Vice Moderator Report – Attachment 2 Districts and Regions.

As was discussed at the October Board Meeting, the Southern Region District Boards are moving forward with plans to dissolve the legal structure of the 4 Districts in the Southern Region without replacing those entities with a new regional legal entity or governance structure. The vote to move forward or not on this will be taken on April 18 at the District Assembly meetings that will be held concurrently throughout the Southern Region.

This step by the Southern Region is one approach to the charge that was given by the UUA Board in its [2010 Motion on Transforming Governance](#). The planned actions by the Southern Region take that charge to its fullest logical conclusion. If adopted, governance of the UUA staff will be overseen solely by the UUA Board of Trustees through its monitoring. Elders and other volunteers in the Southern Region will continue to work together in a regional framework to strengthen the ties between congregations. You can see a more complete description of the plans in the Southern Region [on their website](#).

This is one model of response to the UUA charge, but it is only one. For example, the Central Midwest, Heartland and Prairie Star Districts merged to form the MidAmerica Region with a governing board and a nonprofit legal entity status. Other districts are considering various models.

The proposed amendments are intended to put the Bylaws in position of neutrality regardless of the decisions that individual Districts or Regions make regarding their path (or not) towards regionalization. At this meeting the Board will be asked to vote on whether or not to put the proposed changes on the Tentative Agenda.

The attached document is a full copy of the UUA Bylaws as there are changes needed in quite a few sections. Proposed changes are in red with deletions shown with a strike out and insertions as red text.

Overview of the proposed changes:

- 1) Retain the concept of Districts or Regions in the UUA Bylaws in Section 13.5. This is beneficial for several reasons. First, some Districts or Regions do not have independent 501(c)(3) status, and being explicit in the bylaws that they are part of the UUA helps enable them maintain their

ability to use the UUA tax exempt status. In addition, many Districts and Regions continue to operate in the traditional way, and making it clear in our Bylaws that this is acceptable and expected supports them in this decision.

- 2) In order to recognize that not all Districts or Regions may have District Boards or even District Assemblies, we would remove the special provisions that allow District Boards or Assemblies to place items on the UUA agenda. The ability for congregations by action of their Boards to work together to place items on the GA agenda so would remain in place. This accomplishes two things. First, it pushes accountability and power more directly to the congregations and encourages direct collaboration among congregations. This is consistent and even supportive of our Ends. It makes it easier for Districts or Regions to take the kind of steps the Southern Region is contemplating and the MidAmerica region has already taken as all areas of the country will be on a more equal footing regardless of the type of structure they select for their District or Regional governance.
- 3) Wherever the concept of District remains in the Bylaws, it is replaced with "District or Region."
- 4) Leave intact the role of Districts or Regions regarding the admission of new congregations into the UUA or the termination of a congregational membership in the UUA. Where the requirement was to contact the District President, replace add "or other official designated by the District or Region."
- 5) The G Rule Changes that are needed to implement the proposed Bylaws Changes are also included and should be included in the consideration of whether to place this on the Tentative Agenda. Most of those changes are to either eliminated Districts from the entities providing agenda items or to expand the concept of Districts" to "Districts and Regions." It is also proposed to remove the list of district names from the Rule G-13.1 and have the list maintained by the Board. In practice I expect that this would be done by the Staff in its support of the Board. The benefit of this is that we would not be required to have a vote of the GA every time there is a change such as the districts combining into a region or even just changing their name. The Districts would be able to make those decisions themselves as long as it was consistent with the other provisions of the Bylaws and Rules.
- 6) A modification to Rule 6.4.1 is included in this document that reflects the assignments of numbers to each trustee slot that we agreed to at the October meeting. The Rule that assigns Trustees to Regions can be modified by the Board. This should be voted separately from the other items as it is an actual adoption of a rule by the Board rather than a vote to put something on the Tentative Agenda. This is highlighted in light blue in the attached document.
- 7) There are some Rules changes that need to be adopted by the Board only after these changes are adopted by the General Assembly. Those are included in the attached document, highlighted in green. These should not be voted on until the June meeting after GA or the October 2015 meeting.

The only C Bylaws that is proposed for amendment is:

C -15.1 – Amendment to the Bylaws where District Boards are listed among those allowed to submit proposed amendments to Article II "as described in Section 15.2." However, Section 15.2 is not a C

bylaw and thus can be amended with just one vote. Presumably bringing 15.1 into alignment with 15.2 will then be a simple matter in 2016.

Campaign Finance Proposed Rules Changes

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

- a. Campaigns for President and Moderator may ~~appropriately begin with small campaign committee organizational meetings and mass mailing letters no earlier than November-February 1 of the second calendar year preceding the election year in which the election is to be held.~~
- b. ~~Notwithstanding the provisions of sub-paragraph "a.," potential candidates may communicate with individuals to discern their fitness for office, their potential level of support, and ability to raise funds should they be nominated~~
- b. ~~Active campaigning and solicitation of endorsements shall not begin prior to January 1 of the year preceding these elections.~~
- c. ~~No electioneering (defined as publicly announced meetings, rallies or exploratory events) of any sort shall occur at the General Assembly two years preceding the elections for President and Moderator. Private meetings about campaign organization that take place outside of General Assembly booked meeting spaces are permissible.~~

Rule G-9.13.8 Campaign Finances Limits and Disclosure.

273B2714 Rule G-9.13.8 Campaign Finances Disclosure.

2715 All candidates for at-large elective positions shall keep detailed and
2716 accurate records of:

2717 (a) their campaign expenses (stated in United States dollars) by
2718 categories of travel, postage, telephone, printing and other
2719 such categories as seem appropriate;

2720 (b) the number of contributors to their campaigns, including the
2721 number of contributors in each of the following categories:

2722 (1) under \$50.00;
2723 (2) \$50.00 to \$100.00;
2724 (3) \$101.00 to \$250.00;
2725 (4) \$251.00 to \$500.00; and
2726 (5) over \$500.00; and

2727 (c) the number of contributions and the total amount of
2728 contributions received from each group or organization
2729 supporting the campaign.

2730 No candidate for any elective position shall solicit or knowingly
2731 accept any contribution that is given through a tax-exempt entity
2732 with the purpose of conferring tax-exempt status to the contribution
2733 to which it would not otherwise be entitled. Such exempt entities
2734 include but are not limited to member congregations, associate
2735 member organizations and independent UUA affiliates.

2736 The names of contributors shall be disclosed. Each such report
2737 shall identify by name any member congregation, associate
2738 member organization or independent affiliate of the Association and
2739 any other tax exempt organization (including specifically, but without
2740 limitation to, any minister's discretionary fund or similar account)
2741 that has made any contribution to the campaign and shall state the
2742 amount of each such contribution. Such reports shall be filed with
2743 the Secretary of the Association. A preliminary report shall be due
2744 at the close of the first day of the regular General Assembly at

2745 which the election occurs. A final report shall be due 60 days
2746 thereafter. The Secretary shall, upon written request from a
2747 member of a member congregation, furnish such information from
2748 these reports as requested. These reports shall be made available
2749 for inspection by any member of a member congregation at the
2750 principal offices of the Association and shall be brought by the
2751 Secretary to the next General Assembly and made available for
2752 inspection there by any delegate.

Candidates for the office of President may, though the duration of the campaign, collect no more than \$5,000 from any individual or entity, including contributions from self, and no more than \$100,000 in total. These limits shall be enforced by the Election Campaign Practices Committee.

UNITARIAN UNIVERSALIST ASSOCIATION BYLAWS AND RULES

as amended through

JULY 1, 2014

Hard copy of these Bylaws
and Rules available from
Office of the UUA Chief
Operating Officer
(617) 742-2100
administration@uua.org

54089151

UUA BYLAWS

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1 08 **ARTICLE I Name**

3082 **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.

188 **ARTICLE II Principles and Purposes**

3189 **Section C-2.1. Principles.**

10 We, the member congregations of the Unitarian Universalist
11 Association, covenant to affirm and promote
12 ☐ The inherent worth and dignity of every person;
13 ☐ Justice, equity and compassion in human relations;
14 ☐ Acceptance of one another and encouragement to spiritual
growth
15 in our congregations;
16 ☐ A free and responsible search for truth and meaning;
17 ☐ The right of conscience and the use of the democratic process
18 within our congregations and in society at large;
19 ☐ The goal of world community with peace, liberty and justice for
all;
20 ☐ Respect for the interdependent web of all existence of which we
21 are a part.
22 The living tradition which we share draws from many sources:
23 ☐ Direct experience of that transcending mystery and wonder,
24 affirmed in all cultures, which moves us to a renewal of the spirit
25 and an openness to the forces which create and uphold life;
26 ☐ Words and deeds of prophetic women and men which challenge
27 us to confront powers and structures of evil with justice,
28 compassion and the transforming power of love;
29 ☐ Wisdom from the world's religions which inspires us in our
ethical
30 and spiritual life;
31 ☐ Jewish and Christian teachings which call us to respond to
God's
32 love by loving our neighbors as ourselves;
33 ☐ Humanist teachings which counsel us to heed the guidance of
34 reason and the results of science, and warn us against idolatries
35 of the mind and spirit;
36 ☐ Spiritual teachings of Earth-centered traditions which celebrate
37 the sacred circle of life and instruct us to live in harmony with the
38 rhythms of nature.
39 Grateful for the religious pluralism which enriches and ennobles
our
40 faith, we are inspired to deepen our understanding and expand
our
41 vision. As free congregations we enter into this covenant,
42 promising to one another our mutual trust and support.

32843 **Section C-2.2. Purposes.**

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

33850 **Section C-2.3. Inclusion.**

51 Systems of power, privilege, and oppression have traditionally
52 created barriers for persons and groups with particular identities,

53 ages, abilities, and histories. We pledge to replace such barriers
54 with ever-widening circles of solidarity and mutual respect. We
55 strive to be an association of congregations that truly welcome all
56 persons and commit to structuring congregational and
associational

57 life in ways that empower and enhance everyone's participation.

34858 **Section C-2.4. Freedom of Belief.**

59 Nothing herein shall be deemed to infringe upon the individual
60 freedom of belief which is inherent in the Universalist and
Unitarian

61 heritages or to conflict with any statement of purpose, covenant, or
62 bond of union used by any congregation unless such is used as a
63 creedal test.

2864 **ARTICLE III Membership**

35865 **Section C-3.1. Member Congregations.**

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

36869 **Section C-3.2. Congregational Polity.**

70 Nothing in these Bylaws shall be construed as infringing upon the
71 congregational polity or internal self-government of member
72 congregations, including the exclusive right of each such
73 congregation to call and ordain its own minister or ministers, and
to

74 control its own property and funds. Any action by a member
75 congregation called for by these Bylaws shall be deemed to have
76 been taken if certified by an authorized officer of the congregation
77 as having been duly and regularly taken in accordance with its
own

78 procedures and the laws which govern it.

37879 ***Section C-3.3. Admission to Membership.**

80 A congregation becomes a member upon acceptance by the
Board

81 of Trustees of the Association of its written application for
82 membership in which it subscribes to the principles of and pledges
83 to support the Association. The Board of Trustees shall adopt
rules

84 to carry out the intent of this Section.

38885 **Section 3.4. Church of the Larger Fellowship.**

86 The Church of the Larger Fellowship, Unitarian Universalist, shall
87 be a member congregation-which is not considered to be located
in

88 any particular district or region.

39889 ***Section C-3.5. Certification of Membership.**

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

94 (a) conducted regular religious services;
95 (b) held at least one business meeting of its members, elected its
96 own officers and maintained adequate records of
97 membership; and

98 (c) made a financial contribution to the Association.

99 Member congregations must furnish the Association with a report
of

100 their activities showing compliance with subsections (a) and (b)
101 above.

102 Compliance with subsection (c) above shall be determined by

103 appropriate financial records of the Association. A member

104 congregation shall also be considered to be certified for that part
of

105 any particular current fiscal year which precedes the deadline

106 established by the Board of Trustees for submitting proof of

107 compliance with subsections (a) and (b) above if during the next

108 preceding fiscal year such a congregation made a financial

109 contribution to the Association and filed the report required by
this

110 Section during that year.

111 A member congregation which has not been certified for three

112 consecutive fiscal years shall be deemed inactive and placed in
an

113 "inactive congregation" category.

114 The Board of Trustees shall make rules to carry out the intent of
this

115 Section and shall determine which member congregations meet
the

116 requirements set forth herein for any fiscal year of the
Association.

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Section C-3.6. Termination 117 of Membership.

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

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

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

128 The Board of Trustees may admit to associate membership in the
129 Association any major organization whose membership or
130 constituency consists of individuals located throughout the
131 Association and whose purposes and programs it finds to be
132 auxiliary to and supportive of the principles of the Association and
133 and
134 which pledges itself to support the Association. The Board of
135 Trustees may terminate such associate membership upon a finding
136 that the organization no longer meets the foregoing qualifications.
137 The Board of Trustees may adopt rules governing the requirements
138 for admission to and retention of associate membership. An
139 associate member organization shall be recognized as certified
140 during the fiscal year in which it becomes a member, and during
141 each subsequent fiscal year if it has made a financial contribution to
142 the Association during the immediately preceding fiscal year. The
143 Association shall neither exercise control over nor assume
144 responsibility for the programs, activities or finances of any
145 associate member.

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

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

Section C-3.9. Autonomy of Associate Member

Organizations and Independent Affiliate

Organizations.

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

Section C-3.10. Members of Member Congregations.

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

ARTICLE IV General Assembly

Section C-4.1. Meetings of the Association.

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

Section C-4.2. Powers and Duties.

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

Section 4.3. Regular General Assembly.

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

Section 4.4. Special General Assembly.

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

Section 4.5. Place of Meeting.

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

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

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

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

204 Voting at each regular and special General Assembly shall be by
205 accredited delegates from certified member congregations, certified
206 associate member organizations, and trustees.
207 Each delegate and trustee shall have only one vote, even if present
208 in more than one capacity. Proxy voting is prohibited except when
209 the amendment being processed is an amendment of the articles of
210 organization.

Section 4.8. Delegates.

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

224 Membership of Member

225 Member Congregation Delegates

226 1-100 2

227 101-150 3

228 151-200 4

229 201-250 5

230 251-300 6

231 301-350 7

232 351-400 8

233 401-450 9

234 451-500 10

235 Over 500 One for each additional 50

236 members or fraction thereof.

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The number of members 237 of a certified member congregation
238 which is a member of more than one denomination shall be
239 determined for the purposes of this Section either (i) by

240 dividing the number of members of the federated church by
 241 the number of denominations included in the federation, or, at
 242 the option of the federated church, (ii) by reporting the actual
 243 number of members who identify themselves as Unitarian
 244 Universalists.

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

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

⁵³⁸269 ***Section C-4.9. Accreditation of Delegates.**
 270 The Board of Trustees shall make rules for the accreditation of
 271 delegates and voting procedures. Such rules may include the
 272 requirements of payment of a registration fee, a travel fund fee,
 or
 273 both, in order to vote at a General Assembly, except that these
 274 requirements shall not apply to the right to cast a ballot for any
 275 elective position at large.

⁵⁴⁸276 **Section 4.10. Quorum.**
 277 Not less than 300 accredited delegates representing not less
 than
 278 100 certified member congregations located in not less than 10
 279 states or provinces shall constitute a quorum at any regular or
 280 special General Assembly.

⁵⁵⁶281 **Section 4.11. Tentative Agenda for Regular General**
 282 **Assemblies.**
 283 The Board of Trustees shall prepare a Tentative Agenda for each
 284 regular General Assembly which shall include:
 285 (a) reports and other matters required by these Bylaws to be
 286 submitted to the General Assembly;
 287 (b) proposed amendments to these Bylaws which are submitted
 288 as prescribed in Article XV, Section 15.2;
 289 (c) items referred by the preceding General Assembly;
 290 (d) Business Resolutions and proposed amendments to Bylaws
 291 and Rules submitted by the Commission on Appraisal;
 292 (e) all proposed amendments to Rules and all Business
 293 Resolutions as defined in Rule G-4.18.2, submitted by:
 294 (1) the Board of Trustees or the Executive Committee;
 295 (2) not less than fifteen certified member congregations by
 296 action of their governing boards or their congregations;
 297 or
 298 (3) a petition by not less than 250 members of certified
 299 member congregations with no more than 10 members
 300 of any one member congregation counted as part of the
 301 250;
 302 (f) ~~proposed amendments to Rules and Business Resolutions~~
 303 ~~submitted by a district by official action at a duly called~~
 304 ~~meeting at which a quorum is present but not in excess of~~
 305 ~~three Business Resolutions per district;~~ and
 306 (g) Proposed Congregational Study/Action Issues submitted by
 307 the Commission on Social Witness pursuant to Section
 308 4.12(a).
 309 Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be
 310 received by the Board of Trustees by February 1 whenever the
 311 regular General Assembly opens in June. If the General
 Assembly
 312 opens in a month other than June, the Business Resolutions
 313 submitted under (d), (e)(2), (e)(3) and (f) must be received no
 later
 314 than 110 days before the date set for the opening of that General

315 Assembly. The UUA Statements of Conscience process
 deadlines
 316 are established by Sections 4.12(a) and (c) and by the Board of
 317 Trustees pursuant to Section 4.13 whenever one or more regular
 318 General Assembly is scheduled to begin in a month other than
 319 June. The Board of Trustees shall include on the Tentative
 Agenda
 320 all items so submitted. It may submit alternative versions of
 321 Business Resolutions in addition to the original ones submitted if
 in
 322 its judgment such alternatives clarify the resolutions and may
 make
 323 such changes in the Business Resolutions as are necessary to
 324 make each conform to a standard format. It may also submit one
 or
 325 more alternative versions for the purpose of combining two or
 more
 326 Business Resolutions. Adoption of Business Resolutions by a
 327 General Assembly shall be by two-thirds vote. The Tentative
 328 Agenda shall be mailed to each member congregation, associate
 329 member organization and trustee by March 1 if the General
 330 Assembly opens in June; otherwise, not less than 90 days before
 331 the opening of the General Assembly.

⁵⁶⁸332 ***Section 4.12. UUA Statements of Conscience.**
 333 The purpose of the Congregational Study/Action Process is to
 provide
 334 the member congregations of the Association with an opportunity
 to
 335 mobilize energy, ideas, and resources around a common issue.
 The
 336 end result will be a deeper understanding of our religious position
 on
 337 the issue, a clear statement of Association policy as expressed in
 a
 338 Statement of Conscience, and a greater capacity for the
 339 congregations to take effective action. The process for adoption
 of
 340 UUA Statements of Conscience shall be as follows:
 341 (a) First Cycle Year
 342 (1) Each member congregation, ~~district~~, and sponsored
 343 organization (as designated by the Board of Trustees),
 344 may submit to the Commission on Social Witness by
 345 October 1 in the year preceding a General Assembly one
 346 proposed Congregational Study/Action Issue, such
 347 proposed Congregational Study/Action Issue to be
 348 approved at a duly called meeting of its members or its
 349 governing board at which a quorum is present. This
 350 commences the process of a four year UUA Statement of
 351 Conscience cycle ("the Cycle"). A Cycle year ends at the
 352 close of General Assembly.
 353 (2) The Commission on Social Witness shall by November 1
 354 of that year submit to the Board of Trustees for inclusion
 355 on the Tentative Agenda of the regular General Assembly
 356 not more than ten proposed Congregational Study/Action
 357 Issues, each of which shall be based in whole or in part
 358 on the issues submitted to it as described in the previous
 359 subsection. The Commission on Social Witness shall
 360 verify with the proposing congregation, ~~district~~, or
 361 sponsored organization that the proposed Study/Action
 362 Issue reflects the intent of the proposer prior to being
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 included in the poll ballot. 363 The ten proposed
 364 Congregational Study/Action Issues shall be included for
 365 approval by the congregations on the Congregational Poll
 366 ballot, such ballot to be available and congregations
 367 notified of its availability by November 15 of the same
 368 year. Congregational Poll ballots concerning the proposed
 369 Congregational Study/Action Issue shall be due by
 370 February 1 of the following year (the first Cycle year).
 371 (3) For the proposed Congregational Study/Action Issue to be
 372 placed on the Final Agenda of the General Assembly,
 373 twenty-five percent (25%) of all certified congregations
 374 must participate in the ballot vote concerning the
 375 proposed Congregational Study/Action Issues.
 376 (4) The proposed Congregational Study/Action Issue shall be
 377 ranked in the order of the votes received in the
 378 Congregational Poll. The Study/Action Issues receiving
 379 the most votes (not to exceed five in number) shall be
 380 submitted to the General Assembly as follows:

381 (i) Each of the Proposed Congregational Study/Action
382 Issues shall be presented to the General Assembly by
383 a delegate, and one such proposed Congregational
384 Study/Action Issue shall be referred for study by virtue
385 of having received the highest number of votes
386 among all proposed Congregational Study/Action
387 votes cast by the General Assembly; provided,
388 however, that if no proposed Congregational
389 Study/Action Issue receives a majority of the votes
390 cast, then a second vote shall be taken between the
391 two issues receiving the highest number of votes cast
392 in the initial election.

393 (ii) After one Congregational Study/Action Issue has
394 been referred for study in accordance with (i), above,
395 the UUA staff shall conduct a workshop to discuss
396 processes for study and action on the selected issue.
397 By November 1 following the General Assembly, the
398 UUA staff shall have developed a resource guide
399 pertaining to the Congregational Study/Action Issue
400 selected by the General Assembly. The resource
401 guide shall be made available and congregations
402 notified of its availability.

403 (5) If a UUA Statement of Conscience has been adopted in
404 the previous year, the regular meeting of the General
405 Assembly shall also conduct workshops on the
406 implementation of such UUA Statement of Conscience.

407 (6) If no proposed Congregation Study/Action Issues are on
408 the Final Agenda in the first Cycle year, or if no
409 Congregational Study/Action Issue is referred for study by
410 the General Assembly, then following the regular meeting
411 of the General Assembly, the Cycle shall begin again as
412 set forth in this subsection.

413 (b) Second Cycle Year

414 (1) Member congregations ~~and the districts~~ shall submit by
415 not later than March 1 of the second Cycle year
416 comments regarding the Congregational Study/Action
417 Issue and the related resource guide to the Commission
418 on Social Witness.

419 (2) During the meeting of the General Assembly in the
420 second Cycle year the Commission on Social Witness
421 shall conduct workshops on the Congregational
422 Study/Action Issue.

423 (c) Third Cycle Year

424 (1) Member congregations ~~and the districts~~ shall submit by
425 not later than March 1 of the third Cycle year comments
426 regarding the Congregational Study/Action Issue and the
427 related resource guide to the Commission on Social
428 Witness.

429 (2) During the General Assembly in the third Cycle year, the
430 Commission on Social Witness shall conduct workshops
431 on the Congregational Study/Action Issue. Following the
432 General Assembly, the Commission on Social Witness
433 shall then compose a draft UUA Statement of
434 Conscience.

435 (3) The draft UUA Statement of Conscience, a draft
436 Statement of Conscience congregational comment form,
437 and a ballot to place the draft UUA Statement of
438 Conscience on the Final Agenda shall be included in the
439 Congregational Poll, to be made available and
440 congregations notified of its availability by November 15,
441 following the General Assembly. Notice of the availability
442 of these items shall be given to the congregations.

443 Congregational Poll ballots and the congregational
444 comment forms concerning the draft UUA Statement of
445 Conscience shall be due by February 1 of the following
446 year (the fourth Cycle year).

447 (4) The Commission on Social Witness shall then prepare a
448 revised draft of the UUA Statement of Conscience taking
449 into consideration comments received by the member
450 congregations ~~and districts~~ and place this revised draft of
451 the UUA Statement of Conscience on the Final Agenda.

452 (5) For a draft UUA Statement of Conscience to be placed on
453 the Final Agenda for the next regular meeting of the General
454 Assembly, twenty-five
455 percent (25%) of all certified congregations must
456 participate in the ballot vote concerning such draft UUA
457 Statement of Conscience.

458 (d) Fourth Cycle Year

459 (1) If the draft UUA Statement of Conscience is placed on the
460 Final Agenda for the next regular meeting of the General
461 Assembly, then the next General Assembly must debate

461 and vote on the proposed UUA Statement of Conscience.

462 Adoption of the UUA Statement of Conscience shall
463 require a two-thirds vote.

464 (2) If (i) the proposed UUA Statement of Conscience is not
465 placed on the Final Agenda for the next regular meeting of
466 the General Assembly; or (ii) the General Assembly
467 chooses, by a two-thirds vote, to refer the proposed UUA
468 Statement of Conscience to the Commission on Social
469 Witness for one additional year of study/action, then the
470 Commission of Social Witness shall continue the study
471 and revision of the proposed UUA Statement of
472 Conscience for one more year. The revised UUA
473 Statement of Conscience may be placed on the Final
474 Agenda for the next regular meeting of the General
475 Assembly pursuant to subsections (c)(3), (c)(4) and (c)(5)
476 above. If by the regular meeting of the General Assembly
477 following the additional year the Commission on Social
478 Witness has been unable to find support to generate an
479 acceptable UUA Statement of Conscience, the
480 Congregational Study/Action Issue may be placed on the
481 Final Agenda with a proposal to drop such Congregational
482 Study/Action Issue.

483 (3) Following the regular meeting of the General Assembly in
484 the fourth Cycle year, the Cycle shall begin again as set
485 forth in Section 4.12(a) above.

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

Section 4.13. Revision of 490 UUA Statements of 491 Conscience Process Schedule.

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

499 Section 4.14. Final Agenda for Regular General 500 Assemblies.

501 The Board of Trustees shall prepare a Final Agenda for each
502 General Assembly which shall include:
503 (a) all reports and other matters required by these Bylaws to be
504 submitted to the General Assembly and all proposed
505 amendments to Bylaws and Rules appearing on the Tentative
506 Agenda that meet the requirements of Rule G-4.18.3;
507 (b) those Business Resolutions, including alternative versions, on
508 the Tentative Agenda which meet the requirements of Rule G-
509 4.18.3;
510 (c) Business Resolutions, amendments to Rules or Bylaws or
511 other items submitted by the Board of Trustees or the
512 Executive Committee, which did not originally appear on the
513 Tentative Agenda; provided, however, that any such items
514 appear on the Final Agenda accompanied by an explanation
515 for the delayed submission;
516 (d) additional proposed amendments to Bylaws submitted by the
517 Commission on Appraisal;
518 (e) those proposed Congregational Study/Action Issues on the
519 Tentative Agenda which meet the requirements of Rule G-
520 4.18.3, and if applicable pursuant to Section 4.12(a); and
521 (f) the UUA Statement of Conscience submitted by the
522 Commission on Social Witness pursuant to Section 4.12(c)
523 and (d), if applicable.

524 The Board of Trustees shall mail the Final Agenda to each
525 member
526 congregation, associate member organization and trustee not
527 less
528 than 30 days before the General Assembly.

529 Section 4.15. Agenda for Special General 530 Assemblies.

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

531 (a) the Board of Trustees;
 532 (b) the petition, if any, which calls the special General Assembly;
 533 or
 534 (c) not less than 50 certified member congregations by action of
 535 their governing boards or their congregations, with no more
 536 than 20 of the 50 congregations from the same district **or region**.
 537 The agenda shall be mailed to each member congregation,
 538 associate member organization and trustee not less than 30 days
 539 before the General Assembly.
 606 ***Section 4.16. Additions to the Agenda of Regular**
 541 **General Assemblies.**
 542 (a) Non-substantive items related to greetings and similar
 matters
 543 may be admitted to the agenda by a regular General
 544 Assembly.
 545 (b) Prior to 2013, there will be no General Assembly Actions of
 546 Immediate Witness on the agenda.
 547 (c) (1) A General Assembly Action of Immediate Witness is
 548 one concerned with a significant action, event or
 549 development, the timing or specificity of which makes it
 550 inappropriate to be addressed by a UUA Statement of
 551 Conscience pursuant to the Study/Action process.
 552 (2) Beginning with General Assembly 2013, no more than
 553 three General Assembly Actions of Immediate Witness
 554 may be admitted to the agenda of a regular General
 555 Assembly.
 556 (3) A petition to admit an Action of Immediate Witness to
 557 the agenda must be submitted by a delegate and
 558 signed by 150 delegates from at least 25 congregations
 559 in at least five districts **or regions**. If six petitions or fewer are
 560 received, all petitions received that have the requisite
 561 level of delegate and congregation support are eligible
 562 to be considered for possible admission to the agenda.
 563 In the event more than six petitions are submitted that
 564 satisfy the sponsorship requirement, the Commission
 565 on Social Witness shall select six from among those
 566 which meet the criteria for a General Assembly Action
 567 of Immediate Witness, and shall submit those six
 568 actions to the agenda of the General Assembly for
 569 possible admission. The Commission on Social Witness
 570 shall prepare summaries of no more than six petitions
 571 and present those summaries to the General Assembly
 572 for a vote to rank the petitions in order of delegate
 573 support. The three petitions receiving the most votes
 574 are eligible for admission to the agenda. If there are
 575 submitted three or fewer petitions meeting the criteria
 576 for a General Assembly Action of Immediate Witness,
 577 each of the petitions is eligible for admission to the
 578 agenda.
 579 (4) The motion to admit each General Assembly Action of
 580 Immediate Witness ruled eligible is not debatable, but
 581 an opportunity for a two-minute statement of advocacy
 582 to the General Assembly for each eligible action by one
 583 of its sponsors prior to any such motion shall be
 584 provided. Admission of a General Assembly Action of
 585 Immediate Witness shall be by a two-thirds vote.
 586 (5) During the General Assembly, a mini-assembly shall be
 587 held during which each admitted action shall be
 588 discussed and amendments shall be accepted in
 589 writing. All such amendments shall be made available
 590 in writing to the General Assembly. The Commission on
 591 Social Witness shall finalize each General Assembly
 592 Action of Immediate Witness, and the chairperson of
 593 the Commission on Social Witness, in consultation with
 594 the moderator of the General Assembly, the
 595 parliamentarian, and legal counsel, shall prioritize
 596 unincorporated amendments for consideration by the
 597 General Assembly.
 598 (6) Adoption of a General Assembly Action of Immediate
 599 Witness shall be by a two-thirds vote.
 600 (7) Actions submitted pursuant to this Section 4.16(c) must
 601 be in writing and filed with the Chair of the Commission
 602 on Social Witness or the Commission's designee by the
 603 deadline established by the Commission and
 604 announced at the opening session of the General
 605 Assembly.
 606 (d) Responsive Resolutions may be admitted to the agenda of a
 607 regular General Assembly and acted upon.
 608 (1) A Responsive Resolution is a resolution made in
 609 response to a substantive portion of a report by an

610 officer or committee reporting to a regular General
 611 Assembly.
 612 (2) Adoption of a Responsive Resolution shall be by two-thirds
 vote.

Section 4.17. Items Admitted 614 to Special General 615 Assembly Agenda.

616 Except for non-substantive items related to greetings and similar
 617 matters, no item not on the agenda for a Special General
 Assembly
 618 shall be admitted to the agenda of that Assembly.
 619 ***Section 4.18. Agenda Rules.**
 620 General Assemblies shall adopt rules relating to the agenda.
 621 ***Section 4.19. Rules of Procedure.**
 622 Rules of procedure for the conduct of the meeting shall be
 adopted
 623 at each General Assembly.

ARTICLE V Committees of the Association **625 Section 5.1. Committees of the Association.**

626 The standing committees of the Association shall be:
 627 (a) the Nominating Committee;
 628 (b) the Presidential Search Committee;
 629 (c) the General Assembly Planning Committee;
 630 (d) the Commission on Appraisal;
 631 (e) the Commission on Social Witness; and
 632 (f) the Board of Review.
 633 The President shall be a member, without vote, of the General
 634 Assembly Planning Committee, the Commission on Appraisal,
 and
 635 the Commission on Social Witness.

656 Section 5.2. Election and Appointment.

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

666 Section 5.3. Qualifications of Committee Members.

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

676 Section 5.4. Removal of Committee Member.

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

688 Section 5.5. Vacancies.

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

675 office for more than one-half of a full term shall be deemed to have
676 completed a full term for the purposes of re-election.
698 **Section 5.6. Nominating Committee.**
678 The Nominating Committee shall consist of nine members
elected
679 to terms of three years. One-third of the members shall be
elected
680 at the regular General Assembly held in each year. After serving
681 two terms in office, a member shall not be eligible for re-election
682 until after an interim of at least three years. The Nominating
683 Committee shall submit nominations for certain elective positions
of
684 the Association, as provided in Article IX.

708 **Section 5.7. Presidential Search Committee.**
686 The Presidential Search Committee shall consist of five elected
687 members and two members appointed by the Board of Trustees.
688 Each term shall be six years. The elected members shall be
elected
689 at the regular General Assembly held four years prior to the
690 expiration of a President's term. The terms of appointed
members
691 shall begin at the close of the regular General Assembly at which
692 members were elected. After serving a term in office, a member
693 shall not be eligible for re-election until after an interim of at least
six
694 years. The Committee shall nominate candidates for the office of
695 President, as provided in Section 9.5.

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

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

728 **Section 5.9. Commission on Appraisal.**

710 The Commission on Appraisal shall consist of nine members
711 elected to terms of six years. One-third of the members shall be
712 elected at the regular General Assembly held in each odd⁷¹³
numbered year. After serving a term in office, a member shall not
714 be eligible for re-election until after an interim of at least six
years.
715 The Commission on Appraisal shall:
716 (a) review any function or activity of the Association which in its
717 judgment will benefit from an independent review and report
718 its conclusions to a regular General Assembly;
719 (b) study and suggest approaches to issues which may be of
720 concern to the Association; and
721 (c) report to a regular General Assembly at least once every four
722 years on the program and accomplishments of the
723 Association.

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

725 The Commission on Social Witness shall consist of three elected
726 members and two members appointed by the Board of Trustees.
727 Each term shall be four years. After serving two terms in office, a
728 member shall not be eligible for re-election until after an interim
of at
729 least four years. One member shall be appointed in each odd⁷³⁰
numbered year. In addition to any election required to fill a vacancy,
731 no fewer than one nor more than two members shall be elected
at the regular General Assembly held in each
732 odd-numbered year, as
733 is required to insure a full complement of elected members.
734 The duties of the Commission are described in Article IV.

748 **Section 5.11. Board of Review.**

736 (a) Members. The Board of Review shall consist of eight
737 members, as follows:
738 (1) Three members who are ministers, each of whom at the

739 time of election is in final ministerial fellowship with the
740 Association and has held such fellowship continuously
741 for the preceding seven years; and
742 (2) One member who is a Credentialed Religious
743 Educator – Master Level; and
744 (3) Four members who are not ministers or credentialed
745 religious educators, each of whom at the time of election
746 is a member of a certified member congregation and has
747 been a member of one or more such congregations for
748 not less than three years as an officer or a member of
749 the governing bodies of one or more such
750 congregations.
751 (b) Election and Term. Each term shall be eight years. At each
752 regular General Assembly held in an odd-numbered year
753 there shall be elected one person who is neither a minister
754 nor a credentialed religious educator. At each regular General
755 Assembly held in an odd-numbered year there shall be
756 elected either a minister, as described in subsection (a)(1),
757 above, or a Credentialed Religious Educator – Master Level
758 as described in section (a)(2) above. After serving a term in
759 office, a member shall not be eligible for re-election until after
760 an interim of at least eight years.
761 (c) Qualifications. No member of the Board of Review shall
762 during the term of office be a member of the Ministerial
763 Fellowship Committee or the Religious Education
764 Credentialing Committee.
765 (d) Removal. A member of the Board of Review may be
766 removed without hearing by the vote of six other members, or
767 as provided by Section 5.4.
768 (e) Duties. The duties of the Board of Review are described in
769 Articles XI and XII.

758 **Section 5.12. Additional Committees.**

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

768 **Section 5.13. Presiding Officer.**

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

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

781 Each committee shall hold meetings at such times and places as
it
782 may determine.

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

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

790 **Section 5.16. Transition Provision.**

791 Notwithstanding the provisions of Sections 5.2 and 5.6:
792 (a) Members of the Nominating Committee elected at the regular
793 General Assembly in 2013 shall be elected to three-year
794 terms.
795 (b) Members of the Nominating Committee elected prior to the
796 regular General Assembly in 2013 may serve their full six⁷⁹⁷
year terms.
798 (c) For elections at any regular General Assembly before 2018,
799 no person shall be eligible for nomination for a term on the
800 Nominating Committee that would result in more than six
801 years of continuous service.
802 (d) This transition provision shall automatically be deleted from
803 the bylaws following the regular General Assembly in 2017.

804 **ARTICLE VI Board of Trustees**

805 **Section C-6.1. Responsibility.**

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

809 **Section 6.2. Powers.**

810 The Board of Trustees shall act for the Association between

811 General Assemblies.

812 Section 6.3. Membership.

813 The Board of Trustees shall consist of:

814 (a) the President, without vote, the Moderator and the Financial

815 Advisor; and

816 (b) eleven trustees elected at large.

817 *Section 6.4. Election of Trustees.

818 (a) One-third, as nearly as possible, of the members of the Board

819 of Trustees shall be elected at each regular General

820 Assembly.

821 (b) The Board of Trustees shall assign a number to each trustee

822 position for the purposes of electing trustees.

823 Section 6.5. Term.

824 Trustees shall take office immediately after the close of the
General

825 Assembly at which they are elected, and shall serve for terms of
826 three years and until their successors are elected and qualified.

Any

827 partial term of more than two years shall be considered a full
term

828 for purposes of this Section. No trustee may serve more than two
829 successive full terms. However, a trustee may at any time
become

830 one of the elected officers of the Association and serve as long in
831 that office as if such trustee had not previously been a trustee.

No

832 person who has served as an elected officer for a full term or as
a

833 trustee for two full terms shall thereafter be elected a trustee
without

834 an interim of at least three years.

835 *Section 6.6. Qualifications of Trustees.

836 Each elected trustee shall be a member of a member
congregation.

837 A trustee who ceases to meet these qualifications shall be

838 disqualified and the office declared vacant. Not more than one
839 trustee shall be a member of the same member congregation. If

a

840 trustee becomes a member of a member congregation in which

841 another trustee is already a member, such trustee shall be

842 disqualified and the office declared vacant. The Board of
Trustees

843 shall adopt rules for the application of this Section to persons

844 holding membership in more than one member congregation.

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845 Section 6.7. Resignation and Removal of Trustees.

846 A trustee may at any time resign by giving written notice to the

847 Board of Trustees. Such resignation shall take effect at the time

848 specified therein, or, if no time is specified, then on delivery. A

849 trustee may be removed by a three-fourths vote of the entire
Board

850 at a meeting at which not less than three-fourths of the entire
Board

851 is present if in the opinion of the Board such trustee is
incapacitated

852 or unable to carry out the duties of the office or otherwise for
good

853 cause.

854 Section 6.8. Vacancies.

855 A vacancy created by the death, disqualification, resignation, or

856 removal of a trustee shall be filled by majority vote of the
remaining

857 trustees. An individual appointed to fill a vacancy shall serve until

858 the vacancy is filled by regular or special election.

859 Section 6.9. Place of Meeting.

860 The Board of Trustees shall hold its meetings at such places as
the

861 Board may determine.

862 Section 6.10. Regular Meetings.

863 Regular meetings of the Board of Trustees shall be held at such

864 times as the Board may determine. No fewer than three regular

865 meetings of the Board shall be held during each fiscal year of the

866 Association.

867 Section 6.11. Special Meetings.

868 Special meetings of the Board of Trustees may be called by the

869 Moderator or President, and shall be called by the Moderator at
the

870 request of eight trustees. Notice of special meetings shall be
given

871 in writing not less than five nor more than sixty days before the
872 meeting and shall state the agenda, time and place of the
meeting.

873 Section 6.12. Waiver of Notice.

874 Notice of a meeting need not be given to any trustee who
submits a

875 signed waiver of notice whether before or after the meeting, or
who

876 attends the meeting without protesting, prior thereto or at its
877 commencement, the lack of notice.

878 Section 6.13. Quorum.

879 A majority plus one of the entire voting membership of the Board
of

880 Trustees shall constitute a quorum for the transaction of
business.

881 Section 6.14. Compensation.

882 Except for the President, members of the Board of Trustees shall

883 not receive compensation for their services but shall be
reimbursed

884 as determined by the Board of Trustees for the expenses

885 reasonably incurred by them in the performance of their duties.

886 Section 6.15. Annual Report.

887 The Secretary shall on behalf of the Board of Trustees present an

888 annual report of its activities to the member congregations and at
889 each regular General Assembly.

890 ARTICLE VII Committees of the Board of Trustees

891 Section 7.1. Committees of the Board of Trustees.

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

893 (a) the Executive Committee;

894 (b) the Ministerial Fellowship Committee;

895 (c) the Finance Committee;

896 (d) the Investment Committee;

897 (e) the Religious Education Credentialing Committee; and

898 (f) the Audit Committee.

899 The President shall be a member, without vote, of the Executive

900 Committee, the Finance Committee, and the Investment

901 Committee.

902 Section 7.2. Appointment and Term of Office.

903 Except as otherwise provided, the terms of members of standing

904 committees of the Board of Trustees shall be two years

beginning at

905 the close of the regular General Assembly in odd-numbered
years.

906 Members shall be appointed no later than 120 days after the

907 beginning of the term. Members shall take office upon the
effective

908 date of their appointment and shall serve until their successors
are

909 appointed and qualified.

910 Section 7.3. Removal of Committee Member.

911 Standing committee members appointed by the Board of
Trustees

912 serve at the pleasure of the Board and may be removed by it at
any

913 time.

914 Section 7.4. Vacancies.

915 A vacancy on any committee of the Board among members

916 appointed by the Board of Trustees shall be filled by it.

917 Section 7.5. Executive Committee.

918 The Executive Committee shall consist of the Moderator, the
First

919 Vice Moderator, the Secretary, the Financial Advisor, and the
Chair

920 of the Finance Committee. The position on the committee
occupied

921 by the First Vice Moderator shall be filled by the Second Vice

922 Moderator at any meeting of the committee from which the First

923 Vice Moderator is absent or at which the First Vice Moderator is

924 presiding in the absence of the Moderator. The position on the

925 committee occupied by the Secretary shall be filled by the

Assistant

926 Secretary at any meeting of the committee from which the
Secretary

927 is absent. The Executive Committee shall conduct the current and
928 ordinary business of the Association between meetings of the Board
929 of Trustees. If between meetings of the Board of Trustees, matters
930 arise which (1) in the opinion of the Executive Committee are not
931 current and ordinary business but in the best interests of the
932 Association must nevertheless be acted upon, or (2) the Executive
933 Committee has been authorized by the Board to be acted upon,
934 then the Executive Committee may act thereon for the Board of
935 Trustees, but only if four or more members vote the action.
100e936 **Section 7.6. Ministerial Fellowship Committee.**
937 The Ministerial Fellowship Committee shall consist of no fewer than
938 fourteen members as follows:
939 (a) at least six members who are not ministers appointed by the
940 Board; and
941 (b) at least eight members who are ministers in final fellowship
942 with the Association, four appointed by the Unitarian
943 Universalist Ministers Association and the remainder by the
944 Board.
945 The committee shall have jurisdiction over ministerial fellowship
946 with the Association as provided in Article XI hereof. The Board of
947 Trustees shall designate a person who is not a member of the
948 committee to be its Executive Secretary and keep its records.
101e949 **Section 7.7. Finance Committee.**
950 The Finance Committee shall consist of the Financial Advisor, the
951 Treasurer, five trustees, and the Moderator without vote. The duties
952 of the Finance Committee are set forth in Article X.
102e953 **Section 7.8. Investment Committee.**
954 The Investment Committee shall be the Investment Committee of
955 the Unitarian Universalist Common Endowment Fund LLC. The
956 duties of the Investment Committee are set forth in Article X.
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103e957 **Section 7.9. Additional Committees.**
958 The Board of Trustees may appoint additional committees to serve
959 at its pleasure and shall determine the membership, qualifications,
960 and duties thereof.
104e961 **Section 7.10. Presiding Officer.**
962 The Board of Trustees shall appoint one member of each standing
963 committee of the Board to be its presiding officer.
105e964 **Section 7.11. Time and Place of Meetings.**
965 Each standing committee of the Board shall hold meetings at such
966 times and places as it may determine.
106e967 **Section 7.12. Call and Notice of Meetings.**
968 Meetings of standing committees of the Board may be called by the
969 presiding officer and shall be called by the presiding officer at the
970 request of a majority of the members of the entire committee.
971 Unless the Board of Trustees otherwise provides, notice of
972 meetings of each standing committee shall be given in such a
973 manner and within such time as the standing committee
974 determines.
107e975 **Section 7.13. Religious Education Credentialing Committee.**
976 **Committee.**
977 The Religious Education Credentialing Committee shall consist of
978 seven members as follows:
979 (a) three members, none of whom is a parish minister, minister of
980 religious education, community minister, a credentialed
981 religious educator, or a director of religious education,
982 appointed by the Board;
983 (b) one member who is a parish minister or community minister,
984 appointed by the Board;
985 (c) one member who is a minister of religious education,
986 appointed by the Board;
987 (d) one member who is a Credentialed Religious Educator –
988 Master Level, appointed by the Board; and
989 (e) one member nominated by the Board of the Liberal Religious

990 Educators Association and appointed by the Board of
991 Trustees.
992 The Committee shall have jurisdiction over religious education
993 credentialing with the Association as provided in Article XII
thereof.
994 The Board of Trustees shall designate a person who is not a
995 member of the committee to be its Executive Secretary and keep
its
996 records.
108e997 **Section 7.14. Audit Committee.**
998 The Audit Committee shall consist of five members as follows:
999 (a) three persons appointed by the Board, none of whom are
1000 members of the Board or hold a salaried position with the
1001 Association;
1002 (b) the Financial Advisor; and
1003 (c) a member of the Finance Committee, who shall be
appointed
1004 by the Board.
1005 No member of the Audit Committee shall serve for more than
four
1006 terms on the Audit Committee.
1007 The duties of the Audit Committee are set forth in Article X.
751008 **ARTICLE VIII Officers of the Association**
109e1009 ***Section 8.1. Officers Enumerated.**
1010 (a) Elected Officers. The elected officers of the Association shall
1011 be a Moderator, a President, and a Financial Advisor.
1012 (b) Appointed Non-salaried Officers. The appointed non-1013
salaried officers of the Association shall include one or more
1014 Vice Moderators, a Secretary, and a Recording Secretary and
1015 may include such other officers as the Board of Trustees may
1016 appoint.
1017 (c) Appointed Salaried Officers. The appointed salaried officers
1018 of the Association shall include a Treasurer, and may include
1019 one or more vice presidents, assistant treasurers, and such
1020 other officers as the Board of Trustees may determine.
110e1021 **Section C-8.2. Control by Board of Trustees.**
1022 All officers shall be subject to the direction and control of the
Board
1023 of Trustees. All appointed officers shall be appointed by the
Board
1024 of Trustees and shall serve at its pleasure.
111e1025 **Section 8.3. Term of Office.**
1026 (a) Elected Officers. The elected officers shall be elected at a
1027 regular General Assembly and shall take office immediately
1028 after the close of such General Assembly.
1029 (1) President. The President shall serve for a term of six
1030 years and until his or her successor is elected and
1031 qualified. No President shall serve more than one term;
1032 and any partial term of more than two years served by
1033 reason of appointment and/or election to office pursuant
1034 to subsection 8.7(a) below shall be considered a full
1035 term for purposes of this subsection.
1036 (2) Moderator. The Moderator shall serve for a term of six
1037 years and until his or her successor is elected and
1038 qualified. No Moderator shall serve more than one term;
1039 and any partial term of more than two years served by
1040 reason of appointment and/or election to office pursuant
1041 to subsection 8.7(a) below shall be considered a full
1042 term for purposes of this subsection.
1043 (3) Financial Advisor. The Financial Advisor shall serve for
1044 a term of three years and until his or her successor is
1045 elected and qualified. No Financial Advisor shall serve
1046 more than two successive terms; and any partial term
1047 of more than two years served by reason of
1048 appointment and/or election to office pursuant to
1049 subsection 8.7(a) below shall be considered a full term
1050 for purposes of this subsection.
1051 (b) Appointed Non-salaried Officers. The appointed non-
salaried
1052 officers shall serve for one or more terms of two years and
1053 until their successors are appointed and qualified.
1054 (c) Transition Provision. The bylaw amendment changing the
1055 term of office of the President from four years to a single term
1056 of six years shall become effective for the election of the
1057 President at the regular General Assembly in 2017. The
1058 President elected at the regular General Assembly in 2013
1059 shall not be eligible for election in 2017. The first two
1060 sentences of this transition provision shall automatically be
1061 deleted from the bylaws following the regular General

1062 Assembly in 2017.

112B1063 Section 8.4. Qualification of Officers.

1064 Each officer of the Association shall be a member of a member
1065 congregation. If an officer ceases to be a member of any
member

1066 congregation, such officer shall be disqualified and the office
1067 declared vacant.

113B1068 Section 8.5. Removal of Officers.

1069 (a) Elected Officers. An elected officer may be removed by a
1070 three-fourths vote of the entire Board of Trustees at a meeting
1071 at which not less than three-fourths of the entire Board is
1072 present if in the opinion of the Board such officer is
1073 incapacitated or unable to carry out the duties of the office.
1074 The President may also be removed by such a vote of the
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Board if it determines that such 1075 removal is in the best
1076 interests of the Association.

1077 (b) Appointed Officers. An appointed officer may be removed by
1078 the Board of Trustees at any time.

114B1079 Section 8.6. Resignation.

1080 An officer may resign at any time by giving written notice to the
1081 Moderator, who shall immediately forward copies to the Board
of

1082 Trustees. Any such resignation shall take effect at the time
1083 specified therein, or, if no time is specified, then upon delivery.

115B1084 Section 8.7. Vacancies.

1085 (a) Elected Officers. A vacancy created by the death,
1086 disqualification, resignation, or removal of an elected officer
1087 shall be filled by majority vote of the Board of Trustees. An
1088 individual appointed to fill a vacancy shall serve until the
1089 vacancy is filled by regular or special election.
1090 (b) Appointed Non-salaried Officers. A vacancy created by the
1091 death, disqualification, resignation, or removal of an
1092 appointed non-salaried officer may be filled by the Board of
1093 Trustees for the balance of the unexpired term.

116B1094 Section 8.8. Moderator.

1095 The Moderator shall preside at General Assemblies and
meetings
1096 of the Board of Trustees and the Executive Committee. The
1097 Moderator shall represent the Association on special occasions
and
1098 shall assist in promoting its welfare. The Moderator shall serve
as
1099 Chief Governance Officer of the Association.

117B1100 Section 8.9. President.

1101 The President shall be the chief executive officer of the
Association.

118B1102 Section 8.10. Financial Advisor.

1103 The duties of the Financial Advisor are set forth in Article X.

119B1104 *Section 8.11. Executive Vice President.

1105 In the event an Executive Vice President should be appointed,
the

1106 Board of Trustees shall describe his or her duties.

120B1107 Section 8.12. Vice Moderators.

1108 The Vice Moderator or Moderators shall be elected from among
the

1109 members of the Board of Trustees by its members. In the
absence

1110 of the Moderator a Vice Moderator shall preside at meetings
and

1111 perform the duties of the Moderator. A Vice Moderator shall
1112 perform such other duties as may be assigned by the Board. In
the

1113 event that more than one Vice Moderator is elected, one of the
Vice

1114 Moderators shall be designated First Vice Moderator.

121B1115 Section 8.13. Vice Presidents.

1116 Any Vice President appointed shall have such powers and shall
1117 perform such duties as may be assigned by the Board of
Trustees

1118 or as assigned by the President in conformity with any
provisions of

1119 the Board appointment.

122B1120 Section 8.14. Secretary.

1121 The Secretary shall be appointed from among the members of
the

1122 Board of Trustees and shall perform all duties usually pertaining
to

1123 the office, except those of a Clerk under Massachusetts law.

The

1124 Secretary shall represent the Association on special occasions
and

1125 shall assist in promoting the welfare of the Association.

123B1126 Section 8.15. Treasurer.

1127 The duties of the Treasurer are set forth in Article X.

124B1128 Section 8.16. Recording Secretary.

1129 The Recording Secretary shall at all times be a resident of the
1130 Commonwealth of Massachusetts and upon being appointed
shall

1131 be sworn to the faithful performance of the duties of the office. If
the

1132 Recording Secretary ceases to be a resident of the
Commonwealth

1133 of Massachusetts, such person shall be disqualified and the
office

1134 declared vacant. The Recording Secretary shall keep an
accurate

1135 record of all meetings of the Association and the Board of
Trustees,

1136 shall perform such other duties as may be assigned by the
Board,

1137 and shall perform the duties of a Clerk under Massachusetts
law.

125B1138 Section 8.17. Other Appointed Officers.

1139 The Board of Trustees may appoint such other officers as it
deems

1140 necessary and shall fix their powers and duties.

126B1141 Section 8.18. Compensation.

1142 The Moderator, the Financial Advisor, and the appointed
non1143

salaried officers shall not receive compensation for their services

1144 but shall be reimbursed as determined by the Board of Trustees
for

1145 expenses reasonably incurred by them in the performance of
their

1146 duties.

127B1147 Section 8.19. Reports by Officers.

1148 The Moderator, the President, the Financial Advisor, and the

1149 Treasurer shall each make an annual report to the member

1150 congregations and to each regular General Assembly.

8B1151 ARTICLE IX Nominations and Elections

128B1152 Section 9.1. Elective Positions.

1153 The elective positions of the Association are those of the
elected

1154 officers, the trustees, and the elected members of the standing
1155 committees of the Association. No person shall hold more than

one

1156 elective position at a time whether by election or appointment.

Ex

1157 officio positions for the purposes of this Bylaw provision shall be

1158 deemed part of the elected position from which the ex officio

1159 position is derived.

129B1160 Section 9.2. Nomination Procedures.

1161 The nomination procedures set forth in these Bylaws and the
Rules

1162 adopted hereunder are exclusive, and no person who is not

1163 nominated in accordance with such procedures can be elected
to

1164 any elective position.

130B1165 Section 9.3. Notice by Nominating Committee.

1166 On or before August 1 of each year, the Nominating Committee

1167 shall notify all certified member congregations in writing of the

1168 elective positions and vacancies to be filled at the next regular

1169 General Assembly.

131B1170 *Section 9.4. Nomination by Nominating Committee.

1171 (a) The Nominating Committee shall submit one or more

1172 nominations for each elective position to be filled, except

1173 Moderator and President, including positions to be filled by

1174 special election. With respect to Board positions, the

1175 Nominating Committee shall designate the position number

1176 for which each person is being nominated.

1177 (b) The Nominating Committee shall endeavor to nominate

1178 individuals so that the membership of the Board of Trustees

1179 and each elected committee reflects the full diversity of the
1180 Association, especially in regard to historically marginalized
1181 communities, but also balancing amongst size of
1182 congregation, lay and ordained, geography, age (including
1183 youth and young adults), and gender, among others. The
1184 Nominating Committee shall consult with groups and
1185 organizations including those traditionally underrepresented
1186 in Unitarian Universalist leadership, to help inform the
1187 nominating process.

1188 (c) Only one person from any one member congregation shall
be

1189 nominated to serve on the Nominating Committee or the
1190 Board of Trustees.

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(d) The report of the Nominating Committee 1191 shall be filed with
the

1192 Secretary of the Association and mailed to all certified
1193 member congregations, associate member organizations, and
1194 trustees on or before December 10 of each year.

^{132B}1195 **Section 9.5. Nomination of President and Moderator.**

1196 (a) President. The Presidential Search Committee shall submit
1197 no fewer than two nominations for the office of President for
1198 an election at the end of a presidential term or for a special
1199 election. The report of the Presidential Search Committee
1200 shall be announced by February 1 of the year before the
1201 General Assembly at which there is to be a presidential
1202 election, except in the case of a special election, in which
1203 case the report of the Presidential Search Committee shall be
1204 announced by December 10 of the year before the election.
1205 (b) Moderator. The Board of Trustees shall submit one or more
1206 nominations for the office of Moderator for an election at the
1207 end of a Moderator term or for a special election. The report
1208 of the Board of Trustees shall be announced by February 1 of
1209 the year before the General Assembly at which there is to be
1210 a Moderator election, except in the case of a special election,
1211 in which case the report of the Board of Trustees shall be
1212 announced by December 10 of the year before the election.

^{133B}1213 **Section 9.6. Nomination by Petition.**

1214 (a) For Moderator and President. A nomination for the office of
1215 Moderator or President, for a regular or special election, may
1216 be by petition signed by no fewer than twenty-five certified
1217 member congregations, including no fewer than five certified
1218 member congregations located in each of no fewer than five
1219 different districts or regions. A certified member congregation
may

1220 authorize the signing of a petition only by vote of its governing
1221 board or by vote at a duly called meeting of its members.

1222 Such a petition shall be filed with the Secretary of the
1223 Association, only in such form as the Secretary may
1224 prescribe, not later than February 1 of the year of the election
1225 and not earlier than the preceding March 1.

1226 (b) For other Elective Positions. A nomination for any elective
1227 position, for a regular or special election, may be by petition
1228 signed by not less than fifty members of certified member
1229 congregations, with no more than ten signatures of members
1230 of any one congregation counted toward the required fifty. A
1231 separate petition, in form prescribed by the Secretary, shall
1232 be filed for each nomination not later than February 1 of the
1233 year of the election and not earlier than the preceding
1234 October 1. A petition for nomination to the Board of Trustees
1235 must designate the position number for which the person is
1236 being nominated.

^{134B}1237 **Section 9.7. Qualifications of Nominees.**

1238 Each person nominated for an elective position at large shall be
a

1239 member of a member congregation. No person shall be
nominated

1240 for more than one such elective position. If a person is
nominated

1241 for more than one such elective position, the Secretary of the
1242 Association shall so notify such person in writing and such
person

1243 shall have twenty days from the date of the notice to select one
1244 nomination which is acceptable. In the absence of a timely

1245 selection, all such nominations shall be void and the person
shall be

1246 so notified in writing by the Secretary.

^{135B}1247 **Section 9.8. Vacancy in Nominations.**

1248 If all persons nominated for an elective position at large die,
decline

1249 to serve or are disqualified after the time has expired for making
any

1250 further nominations, or if no valid and timely nomination is
made,

1251 the position shall be filled after the final adjournment of the
regular

1252 General Assembly at which the election would have been held
in

1253 the same manner as if the position had been filled by election
and

1254 had then become vacant.

^{136B}1255 **Section 9.9. Supervision of Elections.**

1256 The Secretary shall supervise all elections for elective positions
at

1257 large. The Secretary may appoint a committee of tellers to
count

1258 ballots and perform other routine duties. The Secretary shall
decide

1259 any question arising during such an election concerning:

1260 (a) the interpretation of any provision of these Bylaws or of
Rules

1261 made hereunder relating to election procedures;

1262 (b) any procedural problem relating to the election which is not

1263 covered by these Bylaws or by the Rules; or

1264 (c) the interpretation of the intent of a voter in marking the
ballot.

1265 The Secretary's decision shall be final. The Secretary shall
remain

1266 neutral in the election and shall not engage in electioneering,
except

1267 for advocacy of his or her own candidacy for offices for which
he or

1268 she is nominated.

^{137B}1269 **Section 9.10. Conduct of Elections at Large.**

1270 (a) Election by Ballot. Voting shall be by written or electronic

1271 ballot, except that if only one person has been validly

1272 nominated for each elective position at large the persons so

1273 nominated shall be declared elected and no ballots shall be
1274 required.

1275 (b) Persons Entitled to Vote. Ballots shall be cast only by

1276 accredited delegates from certified member congregations and

1277 certified associate member organizations to the regular

1278 General Assembly at which the election is held and by

1279 trustees. No person shall cast more than one ballot.

1280 (c) Absentee Voting. Those entitled to cast ballots in an election

1281 may cast their ballots electronically or by mail. Absentee

1282 ballots shall be mailed at least forty-five days prior to the

1283 General Assembly at which the election is being held. An

1284 absentee ballot that is mailed must be received by the

1285 Secretary not less than seven calendar days before the

1286 General Assembly in order to be counted. An absentee ballot

1287 that is transmitted electronically must be received by the

1288 Secretary prior to the closing of voting at the GA location. The

1289 closing date and time shall be designated in the General

1290 Assembly meeting announcement.

^{138B}1291 ***Section 9.11. Counting of Ballots.**

1292 (a) For the position of President, Moderator, Financial Advisor,
or

1293 Trustee. If there are no more than two duly nominated

1294 candidates for a position, the candidate receiving the greater

1295 number of votes is elected; provided, however, that in

1296 construing the foregoing with respect to Trustee positions,

1297 each Trustee position number shall be considered a separate

1298 elective position. If there are more than two duly nominated

1299 candidates for a position, the ballot shall be designed to

1300 permit the designation of first, second, third, etc., choice. If

1301 no candidate receives a majority of the first-choice votes cast,

1302 the candidate receiving the lowest first-choice vote shall be

1303 eliminated and the ballots cast for such candidate shall be

1304 redistributed in accordance with the second choice indicated

1305 thereon. This process shall be repeated until one candidate

1306 receives a majority of all votes cast or until only two

1307 candidates remain, at which time the one receiving the

1308 greater number of votes is elected.

1309 (b) For Other Elective Positions. If there is one elective position

1310 at large to be filled, the candidate receiving the greatest

1311 number of votes is elected. If there is more than one such
1312 elective position of the same kind to be filled, the candidates
1313 respectively receiving the greatest number of votes are
1314 elected.

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^{1308B} **Section 9.12. 1315 Special Elections.**

1316 If a vacancy occurs more than 630 days before the expiration of
the

1317 term of an elected officer, an elected member of a standing
1318 committee of the Association, or a trustee, a special election
shall

1319 be held to fill the balance of the unexpired term. The special
election

1320 shall be held at the next regular General Assembly that begins
at

1321 least 270 days after the date of the vacancy.

^{40B} ¹³²² ***Section 9.13. Rules for Nominations and Elections.**

1323 Rules relating to nomination and election procedures shall be
1324 adopted by a General Assembly. Such rules shall be applicable
to

1325 elections held after the close of the General Assembly at which
they

1326 are adopted.

Section 9.14. Transition Provision.

1328 (a) The amendments to Sections 6.3, 6.4(a) 6.5, 6.6, 6.8, 8.3,
1329 8.7, 9.1, 9.3, and 9.6(a) shall become effective at the close of
1330 the regular General Assembly in 2013.

1331 (b) The amendments to section 6.4(b), 9.4, 9.6(b), 9.11, 9.12,
1332 and Rule G-9.13.2 shall become effective at the close of the
1333 regular General Assembly in 2012.

1334 (c) The terms of all trustees shall expire at the close of the
1335 regular General Assembly in 2013.

1336 (d) Notwithstanding the provisions of Section 9.4., for elections
at

1337 the regular General Assembly in 2013:

1338 (1) The Board of Trustees shall appoint, not later than

1339 October 31, 2012, from among its current members,

1340 four members, for specified numbered seats, to each

1341 serve a two-year term beginning immediately after the

1342 close of the regular General Assembly in 2013. No

1343 member whose service on the Board of Trustees began

1344 prior to June 2009 shall be eligible for selection for such

1345 a term.

1346 (2) The Nominating Committee shall nominate one or more

1347 candidates to run for election to each of seven

1348 additional positions: four positions with a one-year term

1349 and three positions with a three-year term. These

1350 candidates may or may not be current members of the

1351 Board of Trustees.

1352 (3) The Nominating Committee shall nominate one or more

1353 candidates for election to a three-year term as Financial

1354 Advisor.

1355 (4) Candidates may be nominated by petition for the Board

1356 of Trustees or the Financial Advisor, as specified in

1357 Section 9.6.

1358 (5) A report of the Nominating Committee shall be filed with

1359 the Secretary of the Association and be mailed to all

1360 certified member congregations, associate member

1361 organizations, and trustees on or before December 10,

1362 2012.

1363 (e) For elections at any regular General Assembly before 2019,

1364 no trustee shall be eligible for nomination for a term that

1365 would result in more than six years of continuous service.

1366 (f) This transition provision shall automatically be deleted from

1367 the bylaws following the regular General Assembly in 2018.

^{9B} ¹³⁶⁸ **ARTICLE X Finance and Contracts**

^{141B} ¹³⁶⁹ ***Section 10.1. Annual Budget.**

1370 The annual budget of the Association shall be adopted and may

1371 subsequently be amended by the Board of Trustees. A budget
or

1372 budgets for the coming year or years shall be presented to each

1373 regular General Assembly for its consideration and such

1374 recommendation of financial priorities as the General Assembly

1375 may wish to make.

^{142B} ¹³⁷⁶ **Section 10.2. Duties of Finance Committee.**

1377 The Finance Committee shall submit proposed annual budgets
for

1378 the Association to the Board of Trustees and make

1379 recommendations to the Board with respect to major financial

1380 policies of the Association other than those pertaining to

1381 investments. It shall review the use made of specific funds held
by

1382 the Association and shall also recommend long-range financial
1383 plans.

^{143B} ¹³⁸⁴ **Section 10.3. Duties of Financial Advisor.**

1385 The Financial Advisor shall advise the President and the Board
of

1386 Trustees on financial policy and shall assist the Board in long-
range

1387 planning by reviewing the sources of funds, the application of
funds

1388 designated for specific purposes, the balance between
foreseeable

1389 income and proposed expenditures, and the overall financial

1390 welfare of the Association. From time to time the Financial
Advisor

1391 shall report to the President and the Board findings and

1392 recommendations respecting the current financial affairs of the

1393 Association and long-range planning.

^{144B} ¹³⁹⁴ **Section 10.4 Duties of Treasurer and Assistant**

1395 Treasurers.

1396 The Treasurer shall have custody of the corporate seal and the
1397 funds and other properties of the Association and shall have the

1398 usual duties of the Treasurer of a corporation. The Treasurer or
the

1399 Board of Trustees may from time to time delegate or assign to
each

1400 Assistant Treasurer specified duties and authority; and any
person,

1401 firm, organization or corporation dealing with the Association
may

1402 assume that any act performed by an Assistant Treasurer,
including

1403 the execution, sealing and delivery of any document, has been

1404 performed pursuant to an effective delegation or assignment of

1405 authority as aforesaid, and the Association shall be bound

1406 accordingly.

^{145B} ¹⁴⁰⁷ **Section C-10.5. Raising of Funds.**

1408 The Association shall raise capital and operating funds to carry
out

1409 its purposes. It may also raise capital and operating funds for
1410 associate member organizations and independent affiliate

1411 organizations.

^{146B} ¹⁴¹² **Section C-10.6. Authority to Hold Funds for the Benefit**

1413 of Others.

1414 The Association may hold for investment and distribution funds

1415 given to the Association for the benefit of a member

congregation,

1416 associate member organization, independent affiliate

organization,

1417 or other Unitarian Universalist organization.

^{147B} ¹⁴¹⁸ **Section C-10.7. Responsibility for Funds Held by the**

1419 Association.

1420 (a) Board of Trustees. The Board of Trustees shall have
ultimate

1421 responsibility for investing the funds held by the Association.

1422 (b) President. The President shall invest the endowment funds

1423 held by the Association in the Unitarian Universalist Common

1424 Endowment Fund LLC.

1425 (c) Investment Committee. The Investment Committee shall

1426 manage the endowment funds held by the Association,

1427 subject to control by the Board of Trustees.

^{148B} ¹⁴²⁸ ***Section 10.8. Contracts and Securities.**

1429 The President, Secretary, Recording Secretary, Treasurer, and
1430 Assistant Treasurer may sign and attest deeds, mortgages,

1431 contracts, and other documents to which the Association is a
party.

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^{149B} **Section 1432 C-10.9. Pension System.**

1433 The Association shall establish and maintain a pension system
for

1434 ministers in fellowship with the Association.

^{150B}1435 **Section 10.10. Fiscal Year.**

1436 The fiscal year of the Association shall be from July 1 to June 30.

^{151B}1437 **Section C-10.11. Corporate Seal.**

1438 The seal of the Association shall be in such form as the Board of

1439 Trustees shall approve.

^{152B}1440 **Section 10.12. Indemnification of Trustees, Officers,**

1441 Employees, and Volunteers.

1442 The Association, to the extent legally permissible, shall indemnify

1443 any trustee, officer, employee of the Association or volunteer

1444 elected by a General Assembly or appointed by the Board of

1445 Trustees of the Association to serve the Association, or persons

1446 formerly holding such positions, against all liabilities and expenses

1447 (including court costs, attorneys' fees, and the amount of any

1448 judgment or reasonable settlement, fines and penalties) actually

1449 and necessarily incurred by any such person, subsequent to the

1450 adoption hereof, in connection with the defense of any claim

1451 asserted or threatened to be asserted against any such person,

or

1452 any action, suit or proceeding in which any such person may be

1453 involved as a party, by reason of being or having been such

trustee,

1454 officer, employee or volunteer or by reason of any action

alleged to

1455 have been taken or omitted by any such person as such

trustee,

1456 officer, employee or volunteer, except with respect to any matter as

1457 to which he or she shall have been adjudicated in any

proceeding

1458 not to have acted in good faith in the reasonable belief that his

or

1459 her action was in the best interests of the Association; provided,

1460 however, that as to any matter disposed of by a compromise

1461 payment by such person, pursuant to a consent decree or

1462 otherwise, no indemnification either for said payment or for any

1463 other expenses shall be provided unless such compromise and

1464 indemnification therefore shall be approved:

1465 (a) by a majority vote of a quorum consisting of disinterested

1466 trustees;

1467 (b) if such quorum cannot be obtained, then by a majority vote

of

1468 a committee of the Board of Trustees consisting of all the

1469 disinterested trustees;

1470 (c) if there are not two or more disinterested trustees in office,

1471 then by a majority of the trustees then in office, provided they

1472 have obtained a written finding by independent legal counsel

1473 appointed by a majority of the trustees to the effect that,

1474 based upon a reasonable investigation of the relevant facts

1475 as described such opinion, the person to be indemnified

1476 appears to have acted in good faith and in the reasonable

1477 belief that his or her action was in the best interests of the

1478 Association;

1479 (d) if not resolved by (a), (b) or (c), above, by a court of

1480 competent jurisdiction.

1481 If authorized in the same manner specified above for

compromise

1482 payments, expenses, including attorneys' fees actually and

1483 necessarily incurred by any such person in connection with the

1484 defense or disposition of any such action, suit or other

proceeding

1485 may be paid from time to time by the Association in advance of

the

1486 final disposition thereof upon receipt of (a) an affidavit of such

1487 individual of his or her good faith belief that he or she has met

the

1488 standard of conduct necessary for indemnification under this

1489 Section and (b) an undertaking by such individual to repay the

1490 amount so paid to the Association if such person shall be

1491 adjudicated to be not entitled to indemnification under this

Section,

1492 which undertaking may be accepted without reference to the

1493 financial ability of such person to make repayment. The right of

1494 indemnification herein provided shall inure to the benefit of the

1495 heirs, executors and administrators of each such trustee, [or]

officer,

1496 employee or volunteer and shall not be deemed exclusive of

any

1497 other rights to which any such person may be entitled under any

1498 statute, bylaw, agreement, vote of members or otherwise or to

1499 which any such person might have been entitled were it not for

this

1500 provision. As used in this Section, an "interested" trustee or

officer

1501 is one against whom in such capacity the proceeding in

question, or

1502 other proceeding on the same or similar grounds, is then

pending.

^{153B}1503 **Section 10.13. Duties of the Audit Committee.**

1504 The Audit Committee shall oversee the annual audit of the

financial

1505 statements of the Association by an independent certified public

1506 accounting firm and monitor the establishment and

implementation

1507 of accounting policies and internal controls. Specific duties of

the

1508 Audit Committee shall be set forth in a charter adopted by the

1509 Board, which may be amended by the Board from time to time.

^{10B}1510 **ARTICLE XI Ministry**

^{154B}1511 **Section C-11.1. Ministerial Fellowship.**

1512 Each member congregation has the exclusive right to call and

1513 ordain its own minister or ministers, but the Association has the

1514 exclusive right to admit ministers to ministerial fellowship with

the

1515 Association. Fellowship may be for the purposes of parish,

religious

1516 education and/or community ministry as determined by action of

the

1517 Ministerial Fellowship Committee.

1518 No minister shall be required to subscribe to any particular

creed,

1519 belief, or interpretation of religion in order to obtain and hold

1520 fellowship.

^{155B}1521 ***Section 11.2. Ministerial Fellowship Committee.**

1522 The Ministerial Fellowship Committee shall have exclusive

1523 jurisdiction over ministerial fellowship except as otherwise

provided

1524 in these bylaws. It shall make rules governing ministerial

fellowship,

1525 subject to the approval of the Board of Trustees.

^{156B}1526 **Section 11.3. Admission to Fellowship.**

1527 A minister may be admitted to fellowship by the Ministerial

1528 Fellowship Committee, upon complying with the requirements of

1529 these Bylaws and the rules, policies, procedures and requests

of

1530 the Committee. A minister who is admitted to fellowship shall be

1531 admitted to preliminary fellowship for a period of at least three

1532 years, be evaluated in ministry, and may thereafter be admitted

to

1533 final fellowship.

^{157B}1534 **Section 11.4. Fellowship Records.**

1535 The Executive Secretary of the Ministerial Fellowship

Committee

1536 shall maintain up-to-date records of all ministers in fellowship

with

1537 the Association. These records shall be available only to

members

1538 of the committee, persons designated by the Committee, and, in

1539 cases of appeals, the Board of Review.

^{158B}1540 **Section 11.5. Termination of Fellowship and**

1541 Administrative Suspension.

1542 The fellowship of a minister may be terminated by the

Ministerial

1543 Fellowship Committee for unbecoming conduct, incompetence

or

1544 other specified cause. Final fellowship may be terminated only

after

1545 notice by the Committee and opportunity for a Fellowship

Review

1546 before the Committee. During an investigation or the pendency

of a

1547 complaint, the Ministerial Fellowship Committee may suspend a

1548 minister until a final determination can be made on the minister's
1549 fellowship status.

^{159B}1550 **Section 11.6. Reinstatement to Fellowship.**

1551 The Ministerial Fellowship Committee may reinstate in or readmit to

1552 fellowship a minister who has previously resigned from fellowship or

1553 whose fellowship has been suspended or terminated.

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^{160B}1554 **Section 11.7. Appeal.**

1555 A minister in final ministerial fellowship whose fellowship is

1556 terminated may appeal the determination of the Ministerial

1557 Fellowship Committee to the Board of Review. The Board of

1558 Review shall have exclusive jurisdiction to hear and decide such

1559 appeals. No other appeal shall be allowed from any decision of the

1560 Ministerial Fellowship Committee.

^{161B}1561 **Section 11.8. Procedure on Appeal.**

1562 An appeal to the Board of Review may be heard by a panel of the

1563 Board selected as provided in its rules. The Board of Review or its

1564 panel hearing an appeal shall limit its review to an examination of

1565 the Ministerial Fellowship Committee's decision, the information

1566 presented to the Committee, including the documents and other

1567 evidence compiled during the Fellowship Review, and the reasons

1568 articulated by the Ministerial Fellowship Committee for its decision

1569 terminating the minister's fellowship. If the minister requests

1570 consideration of newly discovered evidence not previously

1571 presented to the Ministerial Fellowship Committee, then the matter

1572 shall be returned to the Ministerial Fellowship Committee for

1573 consideration of that evidence before the Board proceeds with the

1574 appeal. These Bylaws and the rules of the Ministerial Fellowship

1575 Committee shall be binding upon the Board of Review or its panel.

1576 The Ministerial Fellowship Committee's determination of fact and/or

1577 credibility will not be overturned unless no reasonable fact finder

1578 could have reached such determination, and disputes of fact are to

1579 be resolved in favor of the Ministerial Fellowship Committee's

1580 determination. The Board of Review or its panel may set aside the

1581 decision of the Ministerial Fellowship Committee only where

1582 necessary to correct or prevent manifest injustice. The Board of

1583 Review or its panel may remand the case in whole or in part to the

1584 Committee or take such other action as may be just. The Board of

1585 Review or its panel shall set forth its finding and conclusions and

1586 will serve upon the affected minister and the Ministerial Fellowship

1587 Committee. The decision shall be entered in the fellowship records

1588 and shall be final and binding upon all parties. No appeal shall be

1589 allowed from the decision of the Board of Review. The Board of

1590 Review shall make rules to carry out the intent of this Section.

^{11B}1591 **ARTICLE XII Religious Education**

Credentialing

^{162B}1592 **Section 12.1. Religious Education Credentialing.**

1593 Each member congregation has the exclusive right to employ its

1594 own religious educator, but the Association has the exclusive

right

1595 to confer on religious educators a religious education

credentialing

1596 status with the Association. No religious educator shall be

required

1597 to subscribe to any particular creed, belief, or interpretation of

1598 religion in order to obtain and hold religious education

credentialing

1599 status.

^{163B}1600 **Section 12.2. Religious Education Credentialing**

1601 Committee.

1602 The Religious Education Credentialing Committee shall have

1603 exclusive jurisdiction over religious education credentialing

except

1604 as otherwise provided herein. It shall make rules governing religious

1605 education credentialing, subject to the approval of the Board of

1606 Trustees.

^{164B}1607 **Section 12.3. Achievement of Religious**

Education

1608 Credentialing Status.

1609 A religious educator may achieve a religious education credentialing

1610 status by action of the Religious Education Credentialing

1611 Committee, upon complying with the requirements of these

Bylaws

1612 and the rules, policies, procedures and requests of the

committee.

^{165B}1613 **Section 12.4. Religious Education Credentialing**

Levels.

1614 The Religious Education Credentialing Committee shall adopt rules

1615 related to levels of religious education credentialing as follows:

1616 religious education credentialing includes Credentialed Religious

1617 Educator – Associate Level status, credentialed religious educator

1618 status, and Credentialed Religious Educator – Master Level status

1619 as determined by action of the Religious Education Credentialing

1620 Committee.

^{166B}1621 **Section 12.5. Religious Education Credentialing**

1622 Records.

1623 The Executive Secretary of the Religious Education

Credentialing

1624 Committee shall maintain up-to-date records of all religious

1625 educators who have achieved a status as a religious educator as

1626 described in Section 12.4 of these bylaws. These records shall be

1627 available only to members of the committee, persons designated by

1628 the Committee, and, in cases of appeals, the Board of Review.

^{167B}1629 **Section 12.6. Termination or Administrative**

1630 Suspension of Religious Education Credentialing

1631 Status.

1632 The religious education credentialing status of a religious

educator

1633 may be terminated by the Religious Education Credentialing

1634 Committee for unbecoming conduct, incompetence or other

1635 specified cause. Credentialing status may be terminated only

after

1636 notice by the Committee and opportunity for a Religious Education

1637 Credentialing Status Review before the Committee. During an

1638 investigation or the pendency of a complaint, the Religious

1639 Education Credentialing Committee may suspend a religious

1640 educator's credentialing status until a final determination can be

1641 made.

^{168B}1642 **Section 12.7. Reinstatement of Religious**

Education

1643 Credentialing Status.

1644 The Religious Education Credentialing Committee may reinstate in

1645 or readmit to religious education credentialing status a religious

1646 educator who has previously resigned from religious education

1647 credentialing status or whose religious education credentialing

1648 status has lapsed, been suspended or terminated.

^{169B}1649 **Section 12.8. Appeal.**

1650 A religious educator with a religious education credentialing status

1651 whose status is terminated may appeal the determination of the

1652 Religious Education Credentialing Committee to the Board of
1653 Review. The Board of Review shall have exclusive jurisdiction
to
1654 hear and decide such appeals. No other appeal shall be
allowed
1655 from any decision of the Religious Education Credentialing
1656 Committee.
¹⁷⁰⁸1657 **Section 12.9. Procedure on Appeal.**
1658 An appeal to the Board of Review shall be heard by a panel of
the
1659 Board selected as provided in its rules. The Board of Review or
its
1660 panel hearing an appeal shall limit its review to an examination
of
1661 the Religious Education Credentialing Committee's decision,
1662 including the documents and other evidence compiled during
the
1663 Religious Education Credentialing Status Review, and the
reasons
1664 articulated by the Religious Education Credentialing Committee
for
1665 its decision terminating the religious educator's credentialing
status.
1666 If the religious educator requests consideration of newly
discovered
1667 evidence not previously presented to the Religious Education
1668 Credentialing Committee, then the matter shall be returned to
the
1669 Religious Education Credentialing Committee for consideration
of
1670 that evidence before the Board proceeds with the appeal.
These
1671 Bylaws and the rules of the Religious Education Credentialing
1672 Committee shall be binding upon the Board of Review or its
panel.
1673 The Religious Education Credentialing Committee's
determination
1674 of fact and/or credibility will not be overturned unless no
reasonable
1675 fact finder could have reached such determination, and disputes
of
1676 fact are to be resolved in favor of the Religious Education
1677 Credentialing Committee's determination.
1678 The Board of Review or its panel may set aside the decision of
the
1679 Religious Education Credentialing Committee only where
necessary
1680 to correct or prevent manifest injustice. The Board of Review or
its
1681 panel may remand the case in whole or part to the Religious
1682 Education Credentialing Committee or take such other action as
1683 may be just. The Board of Review or its panel shall set forth its
1684 finding and conclusions and shall be communicated to the
affected
1685 religious educator and the Religious Education Credentialing
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Committee. The decision shall be entered in the religious 1686
education
1687 credentialing records and shall be final and binding upon all
parties.
1688 No appeal shall be allowed from the decision of the Board of
1689 Review. The Board of Review shall make rules to carry out the
1690 intent of this Section.
1691 **ARTICLE XIII Regional Organizations**
1692 **Section C-13.1. Districts and Regions.**
1693 The Association shall support areas of regional responsibility
known
1694 as districts or regions.
1695 ***Section C-13.2. Establishment.**
1696 The establishment of districts or regions and the manner of
1697 determining which congregations are included in each district or
1698 region shall be in accordance with rules adopted by the General
1699 Assembly.
1700 **Section 13.3. Members.**
1701 All member congregations of the Association located within the
1702 district **or region** shall be entitled to be member congregations
of that district **or region**.
1703 **Section C-13.4. Autonomy.**

1704 Each district or region shall be autonomous and shall be
controlled
1705 by its own member congregations to the extent consistent with
the
1706 promotion of the welfare and interests of the Association as a
whole
1707 and of its member congregations.
1708 **Section 13.5. District or Region Bylaws or Policies.**
1709 Each district or region shall adopt bylaws **or policies** which are
not in conflict with these
1710 Bylaws.
1711 **ARTICLE XIV Rules**
1712 **Section 14.1. Adoption and Amendment of Rules by**
1713 **General Assemblies.**
1714 A General Assembly may adopt Rules not inconsistent with
these
1715 Bylaws. Adoption or amendment of Rules by a General
Assembly
1716 shall be by two-thirds vote. Each Rule adopted by a General
1717 Assembly shall be identified by a "G" preceding its Rule
number. A
1718 General Assembly may amend or repeal Rules adopted by prior
1719 General Assemblies or by the Board of Trustees, if the
proposed
1720 Rules or amendments have been placed on the agenda. Rules
and
1721 amendments thereto shall be submitted for inclusion on the
agenda
1722 in the same manner as other resolutions. The provisions of this
1723 Section 14.1 do not apply to the Rules of Procedure
contemplated
1724 by Section 4.19.
¹⁷⁷⁸1725 **Section 14.2. Adoption and Amendment of Rules**
by
1726 **the Board of Trustees.**
1727 The Board of Trustees may adopt Rules not inconsistent with
these
1728 Bylaws and with Rules adopted by General Assemblies and
may
1729 amend or repeal its Rules.
¹⁷⁸⁸1730 **Section 14.3. Rules of Order.**
1731 The Rules contained in the current edition of *Robert's Rules of*
1732 *Order Newly Revised* shall govern the Association in all cases
to
1733 which they are applicable and in which they are not inconsistent
1734 with these Bylaws and any Rules that may be adopted
hereunder.
¹⁴⁸1735 **ARTICLE XV Amendment**
¹⁷⁹⁸1736 **Section C-15.1. Amendment of Bylaws.**
1737 (a) Amendments to Bylaws. These Bylaws may be amended by
1738 a two-thirds vote at a regular General Assembly if a proposed
1739 amendment has been placed on the agenda; provided,
1740 however, that proposals to amend, repeal, or add a new
1741 section of these Bylaws whose section number is preceded
1742 by a "C" (hereinafter a "C Bylaw") shall be governed by
1743 subsections (b) or (c) hereof.
1744 (b) Amendments to C Bylaws Other Than in Article II. A
1745 proposal to amend, repeal or add a new C Bylaw, other than
1746 those C Bylaws in Article II of these Bylaws, shall be subject
1747 to a two-step approval process.
1748 (1) Such proposals must be placed on the agenda of a
1749 regular General Assembly and approved preliminarily by
1750 a majority vote at such regular General Assembly.
1751 Following such preliminary approval, the proposal to
1752 amend, repeal or add a new C Bylaw shall be placed on
1753 the agenda of the next regular General Assembly for final
1754 adoption. Final adoption shall require a two-thirds vote.
1755 (2) The text of a proposed amendment which has been
1756 approved by one General Assembly, may be amended at
1757 any time prior to final adoption. If the Moderator rules that
1758 the amendment to the proposal is substantive, final
1759 adoption shall only be by a subsequent General
1760 Assembly except that any such proposal that has been
1761 under consideration for final approval at three successive
1762 regular General Assemblies shall not be subject to
1763 substantive amendment and shall be submitted to a vote
1764 for final approval at the third such regular General
1765 Assembly.

1766 (3) Such a proposal which, on any vote for final adoption, 1767 receives a majority but not a two-thirds vote, shall be 1768 placed on the agenda of the next regular General 1769 Assembly, at which it may be finally adopted if it receives 1770 the requisite approval. If the proposal is not passed by a 1771 two-thirds vote at the third regular General Assembly at 1772 which it is considered for final approval, neither the 1773 proposal nor another proposal that is substantively similar 1774 shall be placed on the agenda of the next regular General 1775 Assembly.

1776 (c) Amendments to C Bylaws in Article II. A proposal to amend, 1777 repeal or add a new C Bylaw in Article II of these Bylaws shall 1778 be subject to the following process

1779 (1) Such a proposal shall be admitted to the agenda of a 1780 regular General Assembly for the purpose of determining 1781 whether the proposal shall be referred to a commission 1782 appointed by the Board of Trustees for study. Such a 1783 study shall involve member congregations. A majority 1784 vote at a regular General Assembly shall be required to 1785 refer such a proposal to the study commission. Once the 1786 study of the proposal is complete, which shall be 1787 completed in no more than two years, the study 1788 commission shall submit to the Board of Trustees for 1789 inclusion on the agenda of the next regular General 1790 Assembly any amendments to Article II that the study 1791 commission recommends. The Board of Trustees shall 1792 also include on the agenda any amendments that it 1793 recommends to the study commission proposal.

1794 (2) A motion to dispense with the study process and give 1795 preliminary approval to a proposal to amend, repeal or 1796 add a new C Bylaw in Article II shall be in order during the 1797 General Assembly at which consideration of a motion to 1798 refer the proposal to the study process is authorized. A 1799 motion to dispense with the study process shall require a 1800 four-fifths vote for passage. Such a proposal shall then 1801 be placed on the agenda of the next regular General 1802 Assembly for final adoption without amendment. Final 1803 adoption shall require a two-thirds vote.

1804 (3) At the first General Assembly following the completion of 1805 the study process, amendments to the Article II proposal 1806 may be considered only as follows:

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(i) During the General Assembly there 1807 shall be a mini 1808 assembly held during which amendments to the 1809 Article II proposal recommended by the study 1810 commission shall be considered.

1811 (ii) A delegate may submit in writing at the mini1812 assembly an amendment to an Article II proposal.

1813 All such amendments shall be made available in 1814 writing to the General Assembly. The Moderator, in 1815 consultation with the chair of the study commission, 1816 the parliamentarian and legal counsel shall 1817 prioritize proposed amendments for consideration 1818 by the General Assembly. A majority vote of the 1819 General Assembly is required for approval of any 1820 amendment proposed in the mini-assembly.

1821 (iii) Following the vote on any amendments proposed in 1822 the mini-assembly, the General Assembly shall 1823 vote on any amendments proposed by the Board of 1824 Trustees. A majority vote is required to adopt such 1825 amendments. Following the vote on all 1826 amendments, the General Assembly shall vote on 1827 preliminary approval of the Article II proposal. A 1828 majority vote is required for preliminary approval.

1829 (iv) If no amendments proposed in the mini-assembly 1830 are adopted by the General Assembly pursuant to 1831 subsection (c)(3)(ii) above, the Article II proposal 1832 shall be submitted for final approval to the next 1833 regular General Assembly. Final approval requires 1834 a two-thirds vote of the General Assembly. No 1835 amendments may be considered.

1836 (v) If one or more amendments proposed in the mini1837 assembly are adopted by the General Assembly, 1838 the Article II proposal shall be referred to the study 1839 commission. Within six months after the close of 1840 the General Assembly, the study commission, 1841 taking into account the decisions of the General 1842 Assembly, shall prepare the proposal to amend

1843 Article II. The Board of Trustees shall put this 1844 proposal on the agenda of the next regular General 1845 Assembly.

1846 (4) At the next regular General Assembly following the 1847 process described in subsection (c)(3)(v), above, the 1848 Article II proposal is subject to amendment only by a 1849 three-fourths vote in favor of an amendment submitted to 1850 the General Assembly in writing by ~~the Board of Trustees,~~ 1851 ~~a district, or~~ a minimum of fifteen (15) certified 1852 congregations, as described in Section 15.2 of these 1853 Bylaws. Final approval of the Article II proposal requires 1854 a two-thirds vote of the General Assembly.

1855 (5) If the Article II proposal does not receive the requisite 1856 approval at the General Assembly following the 1857 completion of the study process described in subsection 1858 (c)(3)(iv) or subsection (c)(4), above, neither the proposal 1859 nor another proposal that is substantively similar shall be 1860 placed on the agenda of the next regular General 1861 Assembly.

1862 (6) If no study process of Article II has occurred for a period 1863 of fifteen years, the Board of Trustees shall appoint a 1864 commission to study Article II for not more than two years 1865 and to recommend appropriate revisions, if any, thereto to 1866 the Board of Trustees for inclusion on the agenda of the 1867 next regular General Assembly. The Board of Trustees 1868 shall also include on the agenda any amendments that it 1869 recommends to the study commission proposal.

1870 Notwithstanding anything to the contrary contained 1871 herein, proposals to amend Article II which are 1872 promulgated by a study commission in accordance with 1873 this paragraph shall be subject to a two-step approval 1874 process as described in subsections (c)(3) and (c)(4), 1875 above.

¹⁸⁰⁸1876 ***Section 15.2. Submission of Proposed Amendment.**

1877 Proposed amendments to these Bylaws may be submitted only by:

1878 (a) the Board of Trustees;

1879 (b) the General Assembly Planning Committee;

1880 (c) the Commission on Appraisal;

1881 (d) not less than fifteen certified member congregations by action

1882 of their governing boards or their congregations; such 1883 proposed amendments to Bylaws must be received by the 1884 Board of Trustees on February 1 whenever the regular 1885 General Assembly opens in June; otherwise, not less than 1886 110 days before the General Assembly.;~~or~~

~~1887 (e) a district by official action at a duly called district meeting at~~

~~1888 which a quorum is present, such proposed amendment to be~~

~~1889 received by the Board of Trustees on February 1 whenever~~

~~1890 the regular General Assembly opens in June; otherwise, not~~

~~1891 less than 110 days before the next General Assembly.~~

1892 **RULES* of the UNITARIAN UNIVERSALIST**

1893 **ASSOCIATION**

1894 "Rules whose section number is preceded by a "G" are those 1895 adopted by a General Assembly and may be amended or 1896 repealed

1897 only by a General Assembly, as provided in Section 14.1 of the 1897 Bylaws.

¹⁵⁸1898 **RULE I Name**

1899 No existing rules applicable to Article I.

¹⁶⁸1900 **RULE II Principles and Purposes**

²⁰⁵⁸1901 **Rule G-2.1. Democratic Process.**

1902 Because the Association is committed to the use of the 1903 democratic

1904 process, because its governing institutions are accountable to 1905 our

1906 congregations, because accessibility is critical to countering 1907 systemic and institutional oppression and because openness 1908 and

1909 trust are characteristics of a healthy religious community, the 1910 UUA

1911 Board shall establish policies to allow for the maximum 1912 transparency of its proceedings and of the proceedings of all 1913 UUA

1914 committees, commissions and task forces, consistent with their 1915 effective functioning. These policies shall include:

1916 (a) providing advance notice of dates and locations of regular

1912 business meetings, and making agendas, reports and
1913 minutes available promptly;
1914 (b) providing avenues for comment on issues on the meetings'
1915 agendas;
1916 (c) accommodating observers at regular business meetings,
with
1917 the exception of executive sessions.
1918 Implementing this rule shall be the responsibility of the Board of
1919 Trustees. The Board shall designate a specific person or
1920 committee to whom comments about adherence to this rule
may be
1921 addressed. The Board shall report to the General Assembly
1922 annually for the next three years on its implementation.

205B 1923 **Rule G-2.3. Non-discrimination.**
1924 The Association declares and affirms its special responsibility,
and
1925 that of its member congregations and organizations, to promote
the
1926 full participation of persons in all of its and their activities and in
the
1927 full range of human endeavor without regard to racialized
identity,
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ethnicity, gender expression, 1928 gender identity, sex, disability,
1929 affectional or sexual orientation, family and relationship
structures,
1930 age, language, citizenship status, economic status, or national
1931 origin and without requiring adherence to any particular
1932 interpretation of religion or to any particular religious belief or
creed.

17B 1933 **RULE III Membership**
181B 1934 **Section C-3.3. Admission to Membership.**
206B 1935 **Rule 3.3.1. New Congregations.**
1936 It is the policy of the Unitarian Universalist Association to
encourage
1937 and assist the development of new congregations as well as to
1938 support and aid existing member congregations as stated in the
1939 purposes of the Association.

207B 1940 **Rule 3.3.2. Procedure for Admission.**
1941 A church or fellowship may become a member of the
Association
1942 upon approval by the Board of Trustees of the Association of a
1943 written application for membership.
1944 The application shall include:
1945 (a) a statement that the applicant subscribes to the principles of
1946 the Association and pledges itself to support the Association;
1947 (b) a copy of the articles of incorporation or other organizing
1948 documents and the bylaws of the applicant;
1949 (c) the names and addresses of the charter members sufficient
in
1950 number to satisfy the minimum membership requirements;
1951 and
1952 (d) an initial payment in an amount of no less than the Fair
Share
1953 contribution to the Association's Annual Program Fund, pro 1954
rated for the portion of the Association's fiscal year remaining
1955 as of the date of application.

208B 1956 **Rule 3.3.3. Membership Requirements for Admission.**
1957 A new congregation, to be recognized as a member of the
1958 Association, must have thirty (30) of its adult members be
members
1959 solely of the new congregation.

209B 1960 **Rule 3.3.4. Multiple Local Congregations.**
1961 In many communities the liberal religious movement may be
better
1962 served by the establishment of two or more member
congregations.
1963 (a) It is ordinarily desirable that a new congregation should have
1964 the active support and sponsorship of any member
1965 congregation or congregations located in the same
1966 geographic area.
1967 (b) The Association will neither initiate nor recognize such a
new
1968 congregation until after the Association has consulted by mail
1969 or by interview with any member congregation or
1970 congregations located in the same geographic area. Such
1971 consultation shall include a request for letters from the

1972 presiding officer of the congregation's governing board and
1973 minister of such congregation(s) stating judgment regarding
1974 the establishment and/or recognition of the new congregation.
1975 The Association may proceed to assist in organizing or
1976 recognizing the new congregation despite local protest or
1977 objection if the Association believes that such action is in the
1978 best interests of the entire movement and that it will
1979 strengthen the total Unitarian Universalist position in the
1980 community.

210B 1981 **Rule 3.3.5. Rules and Regulations for New
1982 Congregations.**

1983 It is essential that Unitarian Universalist congregations be
1984 affirmative in spirit, inclusive in fellowship, and mutually
supportive
1985 in their relationships with other congregations. The following
1986 statements represent the Association's best judgment as to the
1987 meaning of this general statement and shall be used by staff
and
1988 the Board in determining action upon applications for
membership.
1989 (a) In receiving the application of a new congregation for
1990 membership in the Association, the Congregational Services
1991 staff shall satisfy itself that the group is making its application
1992 in good faith and that it will make a sincere effort to carry out
1993 the purposes of the Association. (See specifically Article II of
1994 the Bylaws.)
1995 (b) The Association interprets its statements of purpose to
mean
1996 that no congregation may be accepted into membership if its
1997 bylaws exclude from its local membership any person
1998 because of race, ethnicity, gender, disability, affectional or
1999 sexual orientation, language, citizenship status, economic
2000 status, or national origin.
2001 (c) All member congregations must be congregational in polity;
2002 the final authority to make decisions must be vested in the
2003 legal membership of the congregation.
2004 (d) Member congregations shall project and embark upon a
2005 balanced program of religious activity including adult worship
2006 and/or discussion and when feasible establishment of a
2007 church school in the Unitarian Universalist tradition.
2008 (e) New congregations are expected to establish and maintain
2009 cooperative relations with Unitarian Universalist agencies, as
2010 appropriate and feasible.
2011 (f) A congregation should be incorporated when possible under
2012 the laws of the state in which it exists. A congregation shall
2013 include in its articles of incorporation or other organizing
2014 documents a clause providing that the assets of the
2015 congregation will be transferred upon dissolution to the
2016 Association. Notwithstanding the foregoing, if a congregation
2017 obtains the prior written consent of the Association's Board of
2018 Trustees, the congregation may name an organization that is
2019 affiliated with the Association (such as a district or region,
camp,
2020 conference center or other congregation) as the recipient of
2021 the congregation's assets upon dissolution.

211B 2022 **Rule 3.3.6. Order of Administrative Procedure.**
2023 The order of administrative procedure:
2024 (a) Application for congregational membership in the
Association
2025 will first be referred to UUA staff.
2026 (b) UUA staff will seek information and advice with respect to all
2027 applications as follows:
2028 U.S. Congregations – District or Regional President or other
Official as designated in writing to the UUA Board or Trustees by the
District or Region.
2029 Other Congregations – Executive Officer of appropriate
2030 Unitarian or Universalist or Unitarian Universalist
2031 international group, if any.
2 032 (c) UUA staff will make its recommendation to the President of
2033 the Association, and the President shall then make
2034 recommendations to the Board of Trustees of the UUA for its
2035 final action.

182B 2036 **Section C-3.5. Certification of Membership.**
212B 2037 **Rule 3.5.1. Required Annual Report.**
2038 In each fiscal year of the Association (July 1 to June 30), each
2039 member congregation shall file with the Secretary of the
Association
2040 an Annual Report on the form and in the manner provided by
the

2041 Association. The Annual Report shall include a certification by a
2042 minister or principal officer of the member congregation stating
(a)
2043 whether or not the member congregation complied with the
2044 conditions set forth in Section C-3.5 of the Bylaws during the
2045 Association's prior fiscal year and (b) that the information
provided
2046 to the Association in the Annual Report is true and correct to the
2047 best of the minister's or principal officer's knowledge.
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For purposes of determining compliance with 2048 Section C-3.5 of
the
2049 Bylaws, a member congregation shall be deemed to have
2050 conducted 'regular religious services' if it has held at least 10
2051 services during the fiscal year.
2052 A member congregation's Annual Report for a particular fiscal
year
2053 and, if submitted separately, the related certification must be
2054 received by the Association on or before February 1 following
the
2055 close of that fiscal year whenever the regular General Assembly
2056 opens in June and otherwise on or before the close of business
on
2057 the last business day which is at least 110 days before the date
of
2058 the General Assembly next following the close of that fiscal
year. If
2059 a member congregation's related certification is not received by
the
2060 applicable deadline, it will still be deemed timely filed if the
member
2061 congregation submits to the Association proof that it was mailed
in
2062 accordance with the provisions of Rule G-13.4.2. Such proof
may
2063 be in the form of a stamped or validated receipt for Registered
or
2064 Certified Mail or a sworn statement attesting to the proper
2065 submission of the certification signed by the person responsible
for
2066 its mailing.

21382067 Rule 3.5.2. Inactive Congregations

2068 In September of each year UUA staff shall initiate the process
of
2069 contacting congregations in the inactive category to determine
their
2070 status.
2071 This process includes:
2072 (a) requesting a list of congregations that have failed to submit
2073 an annual report for three consecutive fiscal years;
2074 (b) forwarding this list to the UUA's District Staff with copies to
2075 District or Regional Presidents or other appropriate District or
Regional Official and District Trustees for their information;
2076 (c) upon receipt of the annual inactive congregations list and
2077 pursuant to the UUA's by-laws section C-3.6, the UUA's
2078 District staff shall follow up with any congregation in their
2079 district;
2080 (d) after follow up the District or Regional staff shall make a
recommendation
2081 about each congregation's status to the UUA Board for action
2082 at its April meeting.

18382083 Section C-3.7. Associate Member Organizations.

21482084 Rule 3.7.1. Limitation of Associate Membership.

2085 It shall be the policy of the Board of Trustees to limit admissions
to

2086 associate membership to major continent-wide organizations.

21582087 Rule 3.7.2. Non-Segregation.

2088 Each associate member organization shall in all aspects of its
work
2089 refrain from the practice of segregation based on race, ethnicity,
2090 gender, disability, affectional or sexual orientation, language,
2091 citizenship status, economic status, or national origin. This rule
is
2092 not intended to preclude associate member organizations
designed
2093 to benefit groups organized to ensure their fuller participation in
the
2094 larger society and to fulfill their unique spiritual needs.

21682095 Rule 3.7.3. Application for Associate Membership.

2096 Each applicant for membership shall submit with its application:

2097 (a) an attested copy of its charter and, unless it is included in
the
2098 charter, an attested copy of its purposes, objectives, and
2099 bylaws;
2100 (b) the approximate number of members in the organization;
2101 (c) a list of principal officers with their personal mail addresses
2102 and the principal mail address of the organization;
2103 (d) a financial statement showing income and expenses for the
2104 latest fiscal year preceding the date of filing and showing
2105 assets, liabilities and net worth as of the end of such fiscal
2106 year;
2107 (e) the dates upon which its governing board met during the
2108 twelve months immediately preceding the date of filing;
2109 (f) any yearly reports of its governing body and its principal
2110 officers sent to members during the twelve months
2111 immediately preceding the date of filing;
2112 (g) evidence that it enjoys tax exempt status:
2113 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2114 Code of 1954;
2115 (2) as a registered charity as provided for in the Income
2116 Tax Act (Canada); or
2117 (3) under the laws of the country governing the applicant's
2118 tax status;
2119 (h) if the applicant does not enjoy tax exempt status, the reason
2120 or reasons it does not;
2121 (i) a statement outlining the intended use of associate
2122 membership, if granted, and the goals and objectives of the
2123 organization that will be served by such use;
2124 (j) a statement outlining what advantage it is believed there
2125 would be to the Association and to the furtherance of the
2126 principles of the Association outlined in Bylaw Section C- 2.2;
2127 (k) any other information which the Board of Trustees of the
2128 Association shall require; and
2129 (l) The contribution contemplated by Rule 3.7.10.

21782130 Rule 3.7.4. Annual Report.

2131 Except in the year when it is admitted to membership, each
2132 associate member shall send to the Association on or before
April
2133 30 (i) an annual report which shall include the data required by
2134 subsections (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other
2135 information which the Board of Trustees shall require and (ii)
the
2136 contribution contemplated by Rule 3.7.10. If an associate
member
2137 fails to comply with the provisions of this Rule, the Board of
2138 Trustees shall at its next regular meeting consider a finding of
non2139
compliance and the termination of the associate membership status
2140 of such organization.

21882141 Rule 3.7.5. Report of Changes.

2142 Each associate member shall send the Association an attested
2143 copy of any changes in its charter, purposes, objectives, or
bylaws

2144 as soon as any such changes are made, and shall notify the
2145 Association immediately of any change in its tax exempt status.

21982146 Rule 3.7.6. Representation of Associate Membership.

2147 No organization shall claim or represent in any manner that it is
an

2148 associate member of the Association until such membership is
2149 voted by the Board of Trustees; and if and when any
organization's

2150 associate membership expires or it is terminated, that
organization

2151 shall immediately cease to claim, represent or imply in any
manner

2152 that it is an associate member of the Association.

22082153 Rule 3.7.7. Mailing List.

2154 Each associated member shall place the Association on its
regular

2155 mailing list.

22182156 Rule 3.7.8. Additional Criteria for Admission.

2157 Before granting associate membership, the Board of Trustees
shall

2158 determine that the granting of such associate membership is
likely

2159 to be of substantial benefit to the Unitarian Universalist movement.

^{222b}**2160 Rule 3.7.9. Yearly Grant of Associate Membership.**

2161 Associate membership for all new or existing associate members

2162 shall be granted by the Board of Trustees for a designated one-year

2163 period or portion thereof.

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^{223b}**Rule 3.7.10. Associate 2164 Member Contributions.**

2165 The contribution required to be submitted with an application for 2166 associate membership is \$500 for any applicant whose budget for

2167 the twelve months preceding its application for associate

2168 membership was \$1,000,000 or more and \$250 for any applicant

2169 whose budget for the twelve months preceding its application for

2170 associate membership was less than \$1,000,000. The contribution

2171 required to be submitted with an associate member's annual report

2172 is \$500 for any associate member whose budget for the twelve 2173 months preceding the due date of the annual report was

\$1,000,000

2174 or more and \$250 for any associate member whose budget for the

2175 twelve months preceding the due date of the annual report was less

2176 than \$1,000,000.

^{184b}**2177 Section C-3.8. Independent Affiliate Organizations.**

^{224b}**2178 Rule 3.8.1. Application for Independent Affiliate Status.**

2179 Each applicant for independent affiliate status shall submit with its

2180 application:

2181 (a) an attested copy of its charter, and, unless it is included in the

2182 charter, an attested copy of its purposes, objectives, and 2183 bylaws;

2184 (b) the number of members or member groups in the 2185 organization;

2186 (c) a list of the principal officers with their personal mail

2187 addresses, congregation membership or congregation where 2188 settled if the officer is a fellowshipped minister serving a

2189 Unitarian Universalist congregation, and the principal mail 2190 address of the organization;

2191 (d) the contribution contemplated by rule 3.8.9;

2192 (e) a financial statement showing income and expenses for the 2193 latest fiscal year preceding the date of filing and showing

2194 assets, liabilities and net worth as of the end of such fiscal 2195 year;

2196 (f) the dates upon which its governing board met during the 2197 twelve months immediately preceding the date of filing;

2198 (g) any yearly reports of its governing body and its principal 2199 officers sent to members during the twelve months

2200 immediately preceding the date of filing;

2201 (h) evidence of whether it enjoys tax exempt status:

2202 (1) under Section 501(c)(3) of the U.S. Internal Revenue 2203 Code of 1954;

2204 (2) as a registered charity as provided for in the Income

2205 Tax Act (Canada); or

2206 (3) under the laws of the country governing the applicant's

2207 tax status;

2208 (i) if the applicant does not enjoy tax exempt status, the reason 2209 or reasons it does not;

2210 (j) a statement outlining how its purpose, mission and structure

2211 models interdependence through engagement with our 2212 member congregations, coordination or collaboration of effort

2213 and resources; and a statement outlining how the

2214 organization supports the transformation of institutions and

2215 our world to be aligned with those values expressed in our 2216 Principles; and

2217 (k) any other information which the Board of Trustees of the 2218 Association shall require.

^{225b}**2219 Rule 3.8.2. Non-Segregation.**

2220 Each independent affiliate organization shall in all aspects of its 2221 work refrain from the practice of segregation based on race,

2222 ethnicity, gender, disability, affectional or sexual orientation, 2223 language, citizenship status, economic status, or national origin.

2224 This rule is not intended to preclude independent affiliate 2225 organizations designed to benefit groups organized to ensure their

2226 fuller participation in the larger society and to fulfill their unique 2227 spiritual needs.

^{226b}**2228 Rule 3.8.3. Annual Contribution and Report.**

2229 Except in the year when it is admitted to independent affiliate status,

2230 each independent affiliate organization shall send the Association

2231 on or before April 30 (i) an annual report which shall include the 2232 data required by subsections (b), (c), (f), (g) and (h) of Rule 3.8.1

2233 and any other information which the Board of Trustees shall require

2234 and (ii) the contribution contemplated by Rule 3.8.9. If an 2235 independent affiliate organization fails to comply with the provisions

2236 of this Rule, the Board of Trustees shall at its next regular meeting

2237 consider a finding of non-compliance and the termination of the 2238 independent affiliate status of such organization.

^{227b}**2239 Rule 3.8.4. Report of Changes.**

2240 Each independent affiliate organization shall send the Association

2241 an attested copy of any changes in its charter, purposes, objectives,

2242 or bylaws as soon as any such changes are made and shall notify

2243 the Association immediately of any change in its tax-exempt status.

^{228b}**2244 Rule 3.8.5. Representation of Independent Affiliate**

2245 Status.

2246 No organization shall claim or represent in any manner that it is an

2247 independent affiliate with the Association until such status is voted

2248 by the Board of Trustees; and if and when any organization's 2249 independent affiliate status expires or it is terminated, that

2250 organization shall immediately cease to claim, represent or imply in

2251 any manner that it is affiliated with the Association.

^{229b}**2252 Rule 3.8.6. Mailing List.**

2253 Each independent affiliate organization shall place the Association

2254 on its regular mailing list.

^{230b}**2255 Rule 3.8.7. Additional Criteria for Admission.**

2256 Before granting independent affiliate status, the Board of Trustees

2257 shall determine that such affiliation is likely to be of substantial 2258 benefit to the Unitarian Universalist movement.

^{231a}**2259 Rule 3.8.8. Yearly Grant of Independent Affiliate Status.**

2260 Independent affiliate status for all new or existing independent 2261 affiliate organizations shall be granted by the Board of Trustees for

2262 a designated one-year period or portion thereof.

^{232b}**2263 Rule 3.8.9. Independent Affiliate Contributions.**

2264 The contribution required to be submitted with an application for 2265 independent affiliate status and with an independent affiliate's

2266 annual report is \$100.

¹⁸⁶**2267 RULE IV General Assembly**

^{185b}**2268 Section 4.6. Notice of Meetings.**

^{233b}**2269 Rule 4.6.1. Mailing of Notice.**

2270 Notice of each regular and special General Assembly shall be given

2271 not less than sixty days before the date thereof to each certified 2272 member congregation, associate member organization, and trustee.

2273 Such notice shall be given by the Secretary or the Recording 2274 Secretary.

^{234b}**2275 Rule 4.6.2. Time of Notice.**

2276 Notice so sent shall be sufficient if mailed at Boston,

2277 Massachusetts, sixty days before any such General Assembly,
2278 addressed to the persons who according to the records of the
2279 Association are entitled thereto hereunder and sent to the
2280 addresses which appear on said records. When the Secretary
in

2281 his or her absolute discretion finds it desirable and practicable,
a

2282 copy of the notice shall be inserted in the denomination's
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publication most widely circulated 2283 within the denomination, in
the

2284 issue which will be circulated as near to sixty days before the
2285 General Assembly as possible.

^{235b}2286 **Rule 4.6.3. Content of Notice.**

2287 Such notice shall contain the date, time, and place where the
2288 General Assembly is to be held and shall state only that the
2289 business to be transacted will be set forth in the official agenda
2290 issued in accordance with the Bylaws. Such agenda need not
2291 accompany the notice. The original of such notice shall be
signed

2292 by the Secretary or Recording Secretary and be made a part of
the

2293 minutes of the General Assembly to which it pertains. The
2294 signature of the Secretary or Recording Secretary on copies of
any

2295 such notice may be printed or typewritten.

^{186b}2296 **Section C-4.7. Voting.**

^{236b}2297 **Rule G-4.7.1. Recording the Vote on Resolutions.**

2298 The vote on resolutions shall be recorded as having been
adopted:

2299 (a) unanimously; or

2300 (b) by a vote of two-thirds or more; or

2301 (c) by a specified vote for or against.

2302 When any resolution is reported by the Association, the
recorded

2303 vote on each resolution shall be included.

^{187b}2304 **Section C-4.9. Accreditation of Delegates.**

^{237b}2305 **Rule G-4.9.1. Number of Delegates.**

2306 The Secretary of the Association shall, consistent with the
Bylaws of

2307 the Association, determine the number of delegates to which
each

2308 certified member congregation and associate member
organization

2309 is entitled. The determinations of the Secretary may be
appealed to

2310 the Board of Trustees.

^{238b}2311 **Rule 4.9.1A. Merged, Consolidated, or Dissolved
2312 Congregations.**

2313 In the event a certified member congregation dissolves or
merges

2314 or consolidates with another congregation subsequent to its
filing

2315 the certified member certification form prescribed by Rule 3.5.1,
any

2316 delegate credentials outstanding on the date of dissolution or
2317 merger or consolidation are thereby rendered null and void. In
the

2318 event of merger or consolidation, the merged or consolidated
2319 certified member congregation shall be entitled during the
current

2320 fiscal year of the Association to the number of delegate
credentials

2321 that reflects the total membership of the merged or consolidated
2322 congregation or to the number of delegate credentials that the

2323 certified member congregations merging or consolidating would
2324 have been entitled to but for the merger or consolidation,
whichever

2325 is less.

^{239b}2326 **Rule 4.9.2. Settled Ministers.**

2327 A settled minister for the purpose of accreditation as a delegate
2328 pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a
2329 certified member congregation in compensated ministerial
activities

2330 which constitute fifty percent or more of a typical work schedule
or

2331 (b) a community minister who (1) maintains active involvement
in

2332 such congregation; (2) has written agreement with the
2333 congregation; (3) is in affiliation with the congregation; and (4) is
2334 compensated for community ministry work which constitutes
fifty

2335 percent or more of a typical work schedule recognized by the
2336 congregation as ministry. A congregation is entitled to the
number

2337 of accredited community minister delegates equal to the
number of

2338 delegates to which it is entitled under Bylaw Section 4.8(a). A

2339 minister emeritus/a shall previously have settled in such

2340 congregation as described in this Rule. A certified member

2341 congregation shall certify in writing that its minister delegates
meet

2342 the criteria for minister in accordance with this Rule.

^{240b}2343 **Rule G-4.9.3. Mailing of Credential Cards.**

2344 Not less than forty-five days prior to each General Assembly,
the

2345 Secretary of the Association shall send to each certified
member

2346 congregation and associate member organization entitled to be
2347 represented by delegates the proper number of delegate

2348 credentials. The Secretary shall also furnish trustees with

2349 credentials.

^{241b}2350 **Rule 4.9.4. Issuance of Duplicate Credential Card.**

2351 If a person who has been duly constituted a delegate arrives at
a

2352 General Assembly without a properly executed Credential Card,
the

2353 person may apply to the Secretary of the Association, or to one
or

2354 more persons designated by the Secretary, for a special
certificate

2355 of accreditation. The application shall be in writing on a form
2356 provided by the Secretary of the Association. It shall be signed
by

2357 the applicant under the penalties of perjury. The certificate shall
2358 contain at least the following:

2359 (a) the name of the congregation or associate member

2360 organization involved;

2361 (b) in the case of a delegate representing a member

2362 congregation other than a settled minister or emerita/us

2363 minister or an accredited director of religious education, a

2364 statement that the applicant is a member of that

2365 congregation; or in the case of a delegate representing an

2366 associate member organization, a statement that the

2367 applicant is a member of a certified member congregation;

2368 (c) a statement that the person was designated as a delegate

2369 under established procedures of the congregation or is a

2370 settled minister or emerita/us minister thereof or is an

2371 accredited director of religious education employed in the

2372 congregation, or was designated as a delegate of an

2373 associate member organization; and

2374 (d) a brief statement as to why the applicant is not able to

2375 present an official and properly executed accrediting card.

^{242b}2376 **Rule 4.9.5. Alternate Delegates.**

2377 Each certified member congregation may, in accordance with its
2378 own Bylaws or procedures, designate alternate delegates to

any

2379 General Assembly in such number, not in excess of the number
of

2380 delegates to which it is entitled, as it may determine. Alternate

2381 delegates shall be members of the certified member

congregation

2382 they represent. All alternates appointed must be provided by the

2383 member congregation with a certification of their appointment

2384 signed by an officer of the congregation.

^{243b}2385 **Rule G-4.9.6. Delegate Status.**

2386 Delegates and alternates may be designated to attend each

2387 General Assembly to be held in any fiscal year of the

Association or

2388 only a particular General Assembly as each member

congregation

2389 shall determine.

^{244b}2390 **Rule 4.9.7. Issuance of Alternate Credentials.**

2391 In order to be issued credentials admitting the alternate as a

2392 delegate to the General Assembly, the alternate must present
such

2393 certification and credential card and delegate badge of the delegate
2394 for whom such person is serving as alternate.

^{2458b}2395 **Rule G-4.9.8. Payment of Registration Fee.**

2396 All delegates, alternates and trustees must pay a registration fee in

2397 order to be admitted to the floor and vote at the General Assembly.

^{2468b}2398 **Rule 4.9.9. Amount of Fees.**

2399 The registration fee shall be set by the Board of Trustees.

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^{1888b}**Section 4.12. UUA Statements of Conscience and Study/Action Issues for Social Justice.**

^{2478b}2402 **Rule G-4.12.1. Report of Comments on UUA**

Statements of Conscience.

2404 The Commission on Social Witness shall report to the General

2405 Assembly in summary fashion those comments on UUA

Statements

2406 of Conscience submitted to it by member congregations **and**
2407-districts.

^{2488b}2408 **Rule G-4.12.2. Study/Action Issues for Social Justice.**

2409 The Commission on Social Witness shall prepare (and the Board of

2410 Trustees shall include with the Tentative Agenda) a report

2411 summarizing the numbers and topics of the proposed

2412 Congregational Study/Action Issues submitted by the certified

2413 member congregations **districts**, and sponsored organizations as

2414 defined in Section 4.12(a)(1), and the criteria which it used in

2415 selecting proposed Congregational Study/Action Issues

included in

2416 the Congregational Poll. Each proposed Congregational

2417 Study/Action Issue that appears on the Tentative Agenda shall be

2418 accompanied by previous General Resolutions, actions and

2419 statements on related issues, with dates (if applicable), and the

2420 names or number of congregations submitting issues included

2421 within such proposed Congregational Study/Action Issue.

^{2498b}2422 **Rule G-4.12.3 Report on Implementation of UUA Statements of Conscience.**

2424 The UUA Administration shall report at each regular General

2425 Assembly regarding implementation of UUA Statements of

2426 Conscience with particular reference to the most recently

adopted

2427 Statement of Conscience. Such report shall summarize

2428 implementation by member congregations, **Districts**, UUA staff and

2429 other Unitarian Universalist groups.

^{2508b}2430 **Rule 4.12.4 Mini-Assembly on UUA Statement of Conscience**

2432 During the regular General Assembly referred to in Section

2433 4.12(d)(1), a mini-assembly shall be held during which the proposed

2434 amendments to the revised UUA Statement of Conscience shall be

2435 accepted in writing. All such amendments shall be made available

2436 in writing to the General Assembly. The Commission on Social

2437 Witness shall finalize the UUA Statement of Conscience, and the

2438 chairperson of the Commission on Social Witness, in consultation

2439 with the moderator of the General Assembly, the

parliamentarian

2440 and legal counsel, shall prioritize unincorporated amendments for

2441 consideration by the General Assembly.

^{1898b}2442 **Section 4.16. Additions to the Agenda of Regular General Assemblies.**

^{2518b}2444 **Rule G-4.16.1. General Assembly Actions of Immediate**

Witness, and Responsive Resolutions.

2446 The Moderator shall take such steps as the Moderator

considers

2447 practical to advise delegates and other persons or bodies as early

2448 as possible, preferably in writing, of the contents of any actions or

2449 resolutions presented to the General Assembly which are not on the

2450 Final Agenda and which are admitted to the agenda pursuant to

2451 Article IV, Section 4.16 of the Bylaws; and some time shall be

2452 scheduled when the sponsor(s) of the action(s) or resolution(s) can

2453 discuss the action or resolution with those interested.

^{1908b}2454 **Section 4.18. Agenda Rules.**

^{2528b}2455 **Rule G-4.18.1. Notice to Member Congregations and**

2456-Districts.

2457 By November 1 whenever in the fiscal year the General Assembly

2458 opens in June, otherwise not less than two hundred and ten days

2459 before each regular General Assembly, each certified member

2460 congregation **and-district** shall be notified of the dates for submitting

2461 items for the Tentative and Final Agenda, the procedure to be

2462 followed, and the forms to be used.

^{2538b}2463 **Rule G-4.18.2. Business Resolutions and Study/Action**

2464 Issues for Social Justice.

2465 A Study/Action Issue for Social Justice is one that deals with issues

2466 of public policy within the province of the Department of Faith in

2467 Action. A Business Resolution directly involves the administration

2468 and structure of the Association.

2469 Any resolution submitted which, taken as a whole, has as its

2470 purpose the making of a statement of social concern or principle

2471 shall be deemed to be a Study/Action Issue for Social Justice.

2472 A Study/Action Issue for Social Justice or a UUA Statement of

2473 Conscience appearing on the Final Agenda shall not be amended

2474 so as to become a Business Resolution.

^{2548b}2475 **Rule G-4.18.3. Congregational Poll.**

2476 At the time of the mailing of the Tentative Agenda, each certified

2477 member congregation shall be requested to report by February 1,

2478 on a form provided, whether it recommends or does not recommend

2479 for action by the General Assembly the Business Resolutions,

2480 proposed Congregational Study/Action Issues in the first Cycle year

2481 and draft UUA Statements of Conscience in the Fourth Cycle

year,

2482 or any additional years thereto pursuant to Section 4.12(d)(2)

2483 appearing on the Tentative Agenda, including the alternative

2484 versions of Business Resolutions (if any) submitted by the Board of

2485 Trustees. The recommendation with respect to each proposed

2486 resolution or issue must be certified by the minister, clerk or

2487 president of that congregation as being within the procedures of that

2488 congregation. Only a Business Resolution which a majority of the

2489 congregations voting on the resolution recommends for the action

2490 shall be eligible to be included on the Final Agenda from the

2491 Congregational Poll. If there is more than one version of a Business

2492 Resolution on the Tentative Agenda, the subject of the resolution

2493 shall be considered a single item on the Tentative Agenda and the

2494 Congregational Poll. All versions shall be listed consecutively within

2495 that item. An aye vote by a congregation for one or more versions

2496 shall be counted an aye vote for inclusion of a resolution on the

2497 subject in the Final Agenda. If support for the subject matter of the

2498 resolution is sufficient to make it eligible for inclusion on the Final

Agenda

2499 Agenda, the version that receives the highest number of votes by
 2500 the participating congregations shall be the one eligible for inclusion
 2501 on the Final Agenda. From the Business Resolutions eligible from
 2502 the Congregational Poll, the Board of Trustees shall include on the
 2503 Final Agenda not more than the eight Business Resolutions
 2504 receiving the highest number of "recommended for action" votes on
 2505 the Congregational Poll. The Board of Trustees may also include
 2506 on the Final Agenda alternative versions of Business Resolutions
 2507 which are germane to those selected through the Congregational
 2508 Poll. In the first Cycle year, the Board of Trustees also shall include
 2509 on the Final Agenda not more than the five proposed
 2510 Congregational Study/Action Issues receiving a majority of votes
 2511 and the highest number of "recommended for action" votes on the
 2512 Congregational Directives for General Assembly Action, provided
 2513 that at least twenty-five percent (25%) of the congregations
 2514 participated in the ballot vote for such proposed Congregational
 2515 Study/Action Issues. If the number of proposed Congregational
 2516 Study/Action Issues recommended for action in the Congregational
 2517 Poll exceeds five and there is more than one such issue in fifth
 2518 position as a result of a tie vote, all issues in fifth position shall be
 2519 referred to the Final Agenda by the Commission on Social Witness.
 2520 In the fourth Cycle year, or any additional years thereto pursuant to
 2521 Section 4.12(d)(2), the Board of Trustees shall further include on the
 2522 Final Agenda a proposed UUA Statement of Conscience, provided
 2523 that at least twenty-five percent (25%) of the congregations
 2524 participated in the ballot vote for such draft UUA Statement of
 2525 Conscience. A report of the vote by which each resolution on the
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 Tentative Agenda was or was not "recommended 2526 for action" shall
 2527 be included on the Final Agenda. All Business Resolutions that are
 2528 included on the Final Agenda shall be discussed during the General
 2529 Assembly in a mini-assembly.

~~2530 Rule 4.18.4. Matters Submitted by Districts~~

~~2531 In the event that a proposed amendment to a Rule or to a Business
 2532 Resolution that was submitted by a district is to be considered at a
 2533 General Assembly, the district that submitted the proposed
 2534 amendment or resolution may, in accordance with its own
 2535 procedures, designate a representative to speak in support of the
 2536 amendment or resolution at the General Assembly. The
 2537 representative must be provided by the district with a certification of
 2538 the representative's appointment signed by an officer of the district.~~

^{191B}2539 Section 4.19. Rules of Procedure.

^{256B}2540 Rule G-4.19.1. Adoption of Rules of Procedure.

2541 The Board of Trustees shall offer rules of procedure for adoption at
 2542 the first session of each General Assembly.

^{19B}2543 RULE V Committees of the Association

2544 No existing rules applicable to Article V.

^{20B}2545 RULE VI Board of Trustees

^{192B}2546 Section 6.4. Election of Trustees.

^{257B}2547 Rule 6.4.1. Division of Districts Assignment of Trustees for Election Purposes.

~~2548 The Trustees representing districts are divided into the following two~~

~~2549 groups:~~

~~2550 GROUP A GROUP B~~

~~2551 Clara Barton Ballou Channing~~

~~2552 Florida Central Midwest~~

~~2553 Mid-South Heartland~~

~~2554 Mountain Desert Joseph Priestley~~

~~2555 Ohio Meadville Massachusetts Bay~~

~~2556 Pacific Northwest Metropolitan New York~~

~~2557 Pacific Southwest Northern New England~~

~~2558 Southwest Pacific Central~~

~~2559 St. Lawrence Prairie Star~~

~~2560 Southeast~~

~~As of April 2014, the Trustee slots were assigned numbers as follows:~~

~~1 Natalia Averett~~

~~2 Rob Eller-Isaacs~~

~~3 Clyde Grubbs~~

~~4 Susan Weaver~~

~~5 Donna Harrison~~

~~6 Lew Phinney~~

~~7 Susan Ritchie~~

~~8 Sarah Stewart~~

~~9 Michael Salwasser~~

~~10 Julian Sharp~~

~~11 James Snell~~

^{259B}2561 Rule 6.6. Qualification of Trustees.

^{258B}2562 Rule 6.6.1. Multiple Memberships.

2563 For purposes of applying the Bylaw provision that no more than one
 2564 trustee shall be a member of the same member congregation, a
 2565 person holding membership in more than one member congregation
 2566 shall be treated as being a member only of that member
 2567 congregation whose services such person most regularly attends.
 2568 The Secretary shall make any determinations required by this rule,
 2569 subject to appeal to the Board of Trustees, with the affected trustee
 2570 or trustees not voting.

^{259B}2571 Rule 6.6.2. Implementation of Section 6.6.

2572 If at the close of a General Assembly election, the results are such
 2573 that, except for the provisions of Section 6.6, more than one person
 2574 from the same congregation would serve at the same time on the
 2575 Board of Trustees,
 2576 (a) if the conflict arises solely from the election just held, the
 2577 Secretary of the Association shall thereupon declare that the
 2578 persons so elected are disqualified and that the offices to
 2579 which they have been so elected are vacant and are to be
 2580 filled as provided in the Bylaws.
 2581 (b) if the conflict arises because one person from a congregation
 2582 is already serving on the Board of Trustees and another
 2583 person from that congregation has just been so elected, the
 2584 Secretary of the Association shall declare that the person just
 2585 elected is disqualified and the office to which such person has
 2586 been elected is vacant and that the vacancy is to be filled as
 2587 provided in the Bylaws.

^{21B}2588 RULE VII Committees of the Board of Trustees

2589 No existing rules applicable to Article VII.

^{22B}2590 RULE VIII Officers of the Association

^{193B}2591 Section 8.1. Officers Enumerated.

^{260B}2592 Rule 8.1.1. Officers Enumerated.

2593 The appointed salaried officers of the Association shall include an

2594 Executive Vice President.

^{194B}2595 Section 8.11. Executive Vice President.

^{261B}2596 Rule 8.11.1. Executive Vice President.

2597 The Executive Vice President shall have responsibility under the
2598 President for the administrative affairs of the Association and shall
2599 perform such other duties as may be assigned to such officer.
195b2600 **Section 8.17. Other Appointed Officers.**
262b2601 **Rule 8.17. Other Appointed Officers.**
2602 The members serving without pay on the Ministerial Fellowship
2603 Committee, Finance Committee, and Investment Committees are
2604 designated as officers of the Association for the purposes, only,
of
2605 carrying out their duties as members of such committees. The
2606 powers and duties of such members are as defined in the Bylaws,
2607 Rules, and Policies adopted by the Board of Trustees.
23b2608 **RULE IX Nominations and Elections**
195b2609 **Section 9.4. Nomination by Nominating Committee.**
258b2610 **Rule G-9.4.1. Report of the Nominating Committee.**
2611 (a) Any person who applies to the Nominating Committee for
2612 nomination for the position of Financial Advisor or trustee
2613 shall submit by the application deadline a one-page statement
2614 of qualifications.
2615 (b) The report of the Nominating Committee required by Section
2616 9.4(d) may be mailed to certified member congregations,
2617 associate member organizations, and trustees either
2618 electronically or in hard copy. The report shall promptly be
2619 posted on the Association's website. The report shall include
2620 the statement of qualifications submitted by each nominee for
2621 Financial Advisor or trustee.
196b2622 **Section 9.11. Counting of Ballots.**
263b2623 **Rule G-9.11.1. Tie Vote-Elected Committee Position.**
2624 If a tie vote occurs in filling an elected committee position when
only
2625 one person is to be elected, or occurs in filling a slate when the
2626 slate cannot be completed without resolving the tie, then as soon as
2627 possible before the final adjournment of the General Assembly
2628 involved, additional ballots shall be cast by those present and
2629 entitled to vote, except that initially the Moderator shall not vote.
2630 The additional ballots shall contain only the names of the
2631 candidates who are tied. These ballots shall be counted along with
2632 a recounting of the ballots cast for the tied candidates by
absentee
2633 ballots, and the result of the foregoing procedures shall determine
2634 the election, unless there is still a tie, in which case the
Moderator
2635 shall then cast a ballot to resolve it.
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264b**Rule G-9.11.2. 2636 Tie Vote-Moderator.**
2637 If the tie involves the election of a Moderator, the proceedings to
2638 resolve the tie shall be presided over by the Secretary of the
2639 Association who, in all matters involving the resolutions of the tie,
2640 shall have the rights and duties of the Moderator.
265b2641 **Rule G-9.11.3. Tie Vote-President, Moderator, Financial**
Advisor, or Trustee.
2642 If, in the election of a President, Moderator, Financial Advisor,
or
2644 Trustee, in any particular counting of the preferential ballots,
2645 including absentee ballots, there is a tie vote among candidates
2646 having the least number of votes, then each such tied candidate
2647 shall be eliminated, and in the next counting, the ballots
2648 accumulated for said candidate shall be redistributed among the
2649 remaining candidates on the basis of the highest effective
2650 preferences marked on all the ballots that have been cast.
2651 However, if in this process, such elimination leaves only a single
2652 candidate who in that counting still does not have a majority of the

2653 counted votes, or if only two candidates remain in the contest and
2654 they are tied, then there shall be as many run-off election
2655 procedures, conducted under the provision of Rule G-9.11.1, as are
2656 necessary to result in the election of a President, Moderator,
2657 Financial Advisor, or Trustee by at least a majority of the votes cast.
197b2658 **Section 9.13. Rules for Nominations and Elections.**
266b2659 **Rule G-9.13.1. Preparation and Mailing of Ballot.**
2660 Unless no ballot is required according to Section 9.9(a), prior to
2661 each regular General Assembly at which an election is to be held,
2662 the Secretary shall prepare ballots upon which shall appear the
2663 names of all persons who have been nominated for office in
2664 accordance with these Bylaws. One such ballot shall be sent with
2665 each credential card issued by the Secretary.
267b2666 **Rule G-9.13.2. Order of Names on Ballot.**
2667 On all ballots used in elections held by the Association, the order of
2668 names shall be determined by the drawing of lots done by the
2669 Secretary and witnessed by two other persons; provided, however,
2670 that the order of names for elections to the Board of Trustees shall
2671 be by Board position number first, and then as determined above.
2672 The Secretary shall certify the results of the drawing of lots, the
2673 certificate shall be attested by the witnesses, and the certificate
2674 shall be filed in the Secretary's office. This Rule shall be printed on
2675 all official ballots or on the instructions accompanying them.
268b2676 **Rule G-9.13.3. Write-ins Prohibited.**
2677 In any election, the use of stickers or the writing in of the name of
2678 any person on a ballot shall not be permitted and no vote so
2679 attempted shall be counted.
269b2680 **Rule G-9.13.4. Absentee Ballots.**
2681 A mailed absentee ballot shall be counted only if accompanied by
2682 the signed and certified ballot stub of the credential card of the
2683 person casting the ballot. An electronic absentee ballot shall be
2684 counted only if the delegate has complied with established secure
2685 voting protocols.
270b2686 **Rule G-9.13.5. Balloting at General Assembly.**
2687 A person shall be qualified to cast a ballot at General Assembly only
2688 if that person presents to the Secretary of the Association or those
2689 employed by him or her a properly certified ballot stub plus a badge
2690 issued to that person and containing the same name as the name
2691 on the ballot stub. An electronic ballot shall be counted only if the
2692 delegate has complied with established secure voting protocols.
271b2693 **Rule G-9.13.6. Campaigns for Elective Office.**
2694 Each candidate for an at-large elective position may submit to the
2695 Association a campaign statement. The Association will post
2696 electronically the statements of all candidates. Notice of the posting
2697 shall be distributed to the congregations with the absentee
2698 ballots and electronically, and to the delegates as a part of the final
2699 agenda.
272b2700 **Rule G-9.13.7. Length of Campaigns for President and**
Moderator.
2702 (a) Campaigns for President and Moderator may appropriately
2703 begin with small campaign committee organizational
2704 meetings and mass mailing letters no earlier than November 1
2705 of the second year preceding the election.
2706 (b) Active campaigning and solicitation of endorsements shall not

2707 begin prior to January 1 of the year preceding these elections.
2708 (c) No electioneering (defined as publicly announced meetings,
2709 rallies or exploratory events) of any sort shall occur at the
2710 General Assembly two years preceding the elections for
2711 President and Moderator. Private meetings about campaign
2712 organization that take place outside of General Assembly 2713
booked meeting spaces are permissible.

²⁷³⁶2714 **Rule G-9.13.8 Campaign Finances Disclosure.**

2715 All candidates for at-large elective positions shall keep detailed and
2716 accurate records of:
2717 (a) their campaign expenses (stated in United States dollars) by
2718 categories of travel, postage, telephone, printing and other
2719 such categories as seem appropriate;
2720 (b) the number of contributors to their campaigns, including the
2721 number of contributors in each of the following categories:
2722 (1) under \$50.00;
2723 (2) \$50.00 to \$100.00;
2724 (3) \$101.00 to \$250.00;
2725 (4) \$251.00 to \$500.00; and
2726 (5) over \$500.00; and
2727 (c) the number of contributions and the total amount of
2728 contributions received from each group or organization
2729 supporting the campaign.
2730 No candidate for any elective position shall solicit or knowingly
2731 accept any contribution that is given through a tax-exempt entity
2732 with the purpose of conferring tax-exempt status to the
contribution
2733 to which it would not otherwise be entitled. Such exempt entities
2734 include but are not limited to member congregations, associate
2735 member organizations and independent UUA affiliates.
2736 The names of contributors shall be disclosed. Each such report
2737 shall identify by name any member congregation, associate
2738 member organization or independent affiliate of the Association
and
2739 any other tax exempt organization (including specifically, but
without
2740 limitation to, any minister's discretionary fund or similar account)
2741 that has made any contribution to the campaign and shall state the
2742 amount of each such contribution. Such reports shall be filed with
2743 the Secretary of the Association. A preliminary report shall be due
2744 at the close of the first day of the regular General Assembly at
2745 which the election occurs. A final report shall be due 60 days
2746 thereafter. The Secretary shall, upon written request from a
2747 member of a member congregation, furnish such information from
2748 these reports as requested. These reports shall be made available
2749 for inspection by any member of a member congregation at the
2750 principal offices of the Association and shall be brought by the
2751 Secretary to the next General Assembly and made available for
2752 inspection there by any delegate.

²⁷⁴⁶2753 **Rule G-9.13.9. Separation of Campaigns from Conduct**

2754 of Official Business.

2755 (a) When running for office, candidates shall be prohibited from
2756 engaging in any electioneering or campaigning during the
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conduct of official business of the Unitarian 2757 Universalist
2758 Association.

2759 (b) Financial accounting and bookkeeping procedures shall be
2760 established which make it explicit that no monies of the
2761 Association were used in the financing of a candidate's
2762 campaigning or electioneering activities.

²⁷⁵⁶2763 **Rule G-9.13.10 Election Campaign Practices Committee.**

2765 (a) An Election Campaign Practices Committee is hereby
2766 established and shall consist of three persons to be appointed
2767 by the Board of Trustees for a term of two years each, and
2768 the Secretary, ex-officio, without vote. The Board shall
2769 designate one of the appointed members to chair the
2770 Committee. The appointed members' terms shall begin at the
2771 close of General Assembly in odd-numbered years. The
2772 Board may appoint an individual to fill a vacancy in
2773 membership of the Committee; persons appointed to fill a

2774 vacancy shall serve the balance of the vacating member's
2775 term. Persons appointed to the Committee shall remain
2776 neutral in elections held while they are serving and shall not
2777 engage in electioneering. Persons who seek nomination
2778 pursuant to Bylaw Sections 9.4, 9.5, or 9.6 are ineligible to
2779 serve on the Committee once they begin seeking nomination,
2780 and shall be deemed to have resigned from the Committee
2781 effective upon seeking nomination if they are then serving.
2782 (b) The duties of the Election Campaign Practices Committee
2783 shall be:

2784 (1) to distribute the campaign practices guidelines and
2785 financial disclosure rules to candidates for at-large
2786 elective positions not later than thirty days after
2787 nomination by the nominating committee or receipt of
2788 petition;
2789 (2) to receive and consider written complaints of alleged
2790 violations of such guidelines or rules; if the committee
2791 finds probable cause to establish that a violation exists,
2792 to notify a candidate or a number of candidates how
2793 they may voluntarily comply with guidelines or rules and
2794 how long they have to do so; to attempt to mediate
2795 disputes arising from such complaints; and, if no
2796 satisfactory resolution of a complaint is achieved, to
2797 adjudicate the dispute and report the adjudication in
2798 writing to the candidates affected;
2799 (3) to hold such hearings as may, at the Committee's
2800 discretion, be necessary or desirable to carry out the
2801 intent of subsection 2 above; and
2802 (4) to report on its activities and any recommendations it
2803 may have to the Board of Trustees at its October
2804 meeting following the elections.
2805 (c) If compliance to an adjudicated decision is not implemented
2806 by the stated deadline, the Committee is authorized to block
2807 or remove Association-subsidized privileges from the
2808 candidate's campaign.
2809 Candidates adjudicated to be in serious violation of Rule G-
2810 9.13.6(c) may have their names removed from the ballot. Any
such
2811 action pursuant to rule G-9.13.10(c) shall be reported to the
Board
2812 and to the General Assembly. Such adjudication by the ECPC
2813 would be subject to automatic review by the Board Executive
2814 Committee according to the provisions of Rule G-9.13.10(d).
2815 (d) Any candidate aggrieved by the Committee's adjudication
2816 may, within ten days of the mailing of the adjudication, appeal
2817 in writing to the Executive Committee of the Board of
2818 Trustees, which shall have exclusive jurisdiction to hear and
2819 determine such an appeal. The Executive Committee shall
2820 report its decision on the appeal in writing to the affected
2821 candidates as expeditiously as feasible. The Executive
2822 Committee of the Board of Trustees is authorized to issue any
2823 order or ruling it deems appropriate in connection with such a
2824 decision.
2825 (e) Any member of the Executive Committee of the Board of
2826 Trustees who is a candidate for UUA elective office shall not
2827 participate in any manner in the determination of any appeal
2828 from an adjudication of the Election Campaign Practices
2829 Committee.

²⁴⁶2830 **RULE X Finance and Contracts**

¹⁹⁸⁶2831 **Section 10.1. Annual Budget.**

²⁷⁶⁶2832 **Rule G-10.1.1 Presentation of Association Budget.**

2833 At each regular General Assembly the Board of Trustees shall
2834 present budgets for both the Current Fiscal Year and the
2835 Succeeding Fiscal Year. Current Fiscal Year means the fiscal
year
2836 of the Association which has just begun or which is about to
begin

2837 at the time when the Assembly is held. Succeeding Fiscal Year
2838 means the year following the Current Fiscal Year.

²⁷⁷⁶2839 **Rule G-10.1.2. Expense Categories.**

2840 (a) Expense estimates in budgets presented by the Board shall
2841 be broken down by major categories or functions in such
2842 manner as the Board shall determine.

2843 (b) The Current Fiscal Year budget shall contain a separate
2844 expense category provision for contingencies, the amount of
2845 which shall be a minimum of 3% of the total of all unrestricted
2846 expense categories, exclusive of the provision for
2847 contingencies.

^{278b}**2848 Rule G-10.1.3. Estimated Income.**

2849 Income amounts in the budget for the Current Fiscal Year shall
2850 represent the Board's best estimates of income from all
sources.

2851 Income from the Annual Fund as so estimated shall be an
amount

2852 which is not more than 7 percent greater than the actual Annual
2853 Fund income of the fiscal year preceding the Current Fiscal
Year.

2854 In the budget for the Succeeding Fiscal Year, income from the
2855 Annual Fund shall be estimated at an amount which represents
the

2856 Board's best estimate of the achievable results for such year.

^{279b}**2857 Rule G-10.1.4. Procedures for Budget
Consideration.**

2858 Any action by a General Assembly with respect to budgets shall
be

2859 taken under the following procedure:

2860 (a) A budget hearing shall be held as part of the General
2861 Assembly program at a time when the Assembly is not in
2862 formal business session.

2863 (b) Main motions concerning budgets which are to be made in a
2864 formal business session shall be filed in writing with a person
2865 or persons designated by the Moderator as early as possible
2866 prior to or during the General Assembly but in any event on or
2867 before the day prior to the Business Session at which the
2868 proposed motion will be in order for adoption. The Moderator
2869 shall take such steps as the Moderator considers practical to
2870 advise delegates and other persons or bodies as early as
2871 possible, preferably in writing, of the contents of the motions
2872 so filed.

2873 (c) Any action with respect to the budget for the Current Fiscal
2874 Year calling for increased spending in any category shall
2875 provide for equivalent reductions in other categories of
2876 spending and specify the categories in which such reductions
2877 are to be made.

2878 (d) No action may be taken with respect to the Current Fiscal
2879 Year budget which shall be inconsistent with either Rule G-
2880 10.1.2(b) or G-10.1.3.

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^{280b}**Rule G-2881 10.1.5. Board of Trustees Report.**

2882 At each General Assembly the Board of Trustees shall make an
2883 accounting of its actions taken since the preceding General
2884 Assembly with respect to any budget votes of the preceding
2885 General Assembly.

^{199b}**2886 Section 10.8. Contracts and Securities.**

^{281b}**2887 Rule 10.8.1. Contracts and Securities.**

2888 The Executive Vice President may sign and attest deeds,
2889 mortgages, contracts, and other documents to which the
2890 Association is a party.

^{25b}**2891 RULE XI Ministry**

^{200b}**2892 Section 11.2. Ministerial Fellowship Committee.**

^{282b}**2893 Rule 11.2. Ministerial Fellowship Committee.**

2894 The rules of the Ministerial Fellowship Committee are printed
2895 separately and are available on request.

^{201b}**2896 Section 11.8 Procedure on Appeal.**

^{283b}**2897 Rule 11.8. Procedure on Appeal.**

2898 The rules of the Ministerial Fellowship Board of Review are
2899 available on request.

^{26b}**2900 RULE XII Religious Education Credentialing**

^{27b}**2901 RULE XIII Regional Organizations**

^{202b}**2902 Section C-13.2. Establishment.**

^{284b}**2903 Rule G-13.2.1. Establishing Districts or Regions.**

~~2904 (a) There shall be districts named Ballou-Channing,, Clara
2905 Barton, Florida, Joseph Priestley, Massachusetts Bay,
2906 Metropolitan New York, MidAmerica, Mountain Desert, Mid-
2907 South, Northern New England, Ohio Meadville, Pacific
2908 Central, Pacific Northwest, Pacific Southwest, St. Lawrence,
2909 Southeast, and Southwestern.~~

2910 (ba) Each district or region shall be composed of the
congregations

2911 assigned to that district or region by the Board of Trustees

2912 (eb) The boundaries of each district or region encompass the
areas served

2913 by its member congregations.

2914 (dc) Upon application to the Board of Trustees and after notice

2915 and an opportunity to be heard is afforded the affected

2916 districts or regions, a congregation may change its district or
regional membership

2917 with approval of the Board of Trustees.

2918 (ed) The District Map of Districts or Regions published in the
Annual Directory contains

2919 boundaries that are an approximation only of the boundary

2920 lines determined pursuant to subparagraph (c) above and are

2921 intended primarily as a guide for the newly admitted

2922 congregation in determining its membership.

2923 (fe) Transition Provision. The amendments to Rule G-13.2.1

2924 deleting the Central Midwest, Heartland, and Prairie Star

2925 Districts shall not become effective until those Districts

2926 dissolve. This transition provision shall automatically be

2927 deleted from the bylaws following the first regular General

2928 Assembly occurring after all of those districts have dissolved.

2929

^{28b}**2930 RULE XIV Rules**

^{203b}**2931 Section 14.4. Miscellaneous Rules.**

^{285b}**2932 Rule G-14.4.1. Performance of Acts.**

2933 When the last day for the performance of any act required
under the

2934 Bylaws or Rules falls on a Saturday, Sunday, or a day which is
a

2935 legal holiday in the place where the act is to be performed, the
act

2936 may be performed on the next succeeding business day.

^{286b}**2937 Rule G-14.4.2. Receipt of Documents.**

2938 When any ballot, petition, notice, document, or material of any
kind

2939 whatsoever is required to be filed with, delivered to, or received
by

2940 the Association or an officer, board, committee, or agent thereof
on

2941 or before a certain day, the same shall be considered to have
been

2942 so filed, delivered, or received only if it is postmarked seven
days

2943 prior to said certain day or actually received at the office of the
2944 Association at 25 Beacon Street, Boston, Massachusetts

02108, on

2945 an earlier day or not later than 5:00 p.m. on said certain day.

^{29b}**2946 RULE XV Amendments**

^{204b}**2947 Section 15.2. Submission of Proposed
Amendments.**

^{287b}**2948 Rule G-15.2.1. Form of Submission.**

2949 A proposed amendment to the Bylaws submitted by certified
2950 member congregations or a district must include:

2951 (a) the Article and Section which it is proposed to amend or
2952 repeal;

2953 (b) a concise summary of the principal arguments on which the
2954 proponents rely; and

2955 (c) other Articles (or Sections) or "G" Rules affected by the
2956 proposed amendment and proposed text of any necessary

2957 conforming amendments and "G" Rules.

2958 PRINTED IN THE U.S.A.

2959 Unitarian Universalist Association was given corporate status in
2960 May 1961 under special acts of legislature of The

Commonwealth of

2961 Massachusetts and the State of New York. See Chapter 148 of
the

2962 acts of 1960 of the Massachusetts legislature and Chapter 827
of

2963 the Acts of 1960 of the New York legislature. Copies of said
Acts

2964 are attached to the minutes of the organizing meeting of the
2965 Association held in Boston, Massachusetts, in May 1961 and

also

2966 are printed in the 1961-62 Directory of the Association.

Finance Committee Agenda
UUA Board of Trustees
January 2015

Opening remarks. Sarah Stewart. 2 minutes.

Treasurer's report. Tim Brennan. 10 minutes.

Income "deep dive." Mary Katherine-Morn. 30 minutes.

Some questions the Board had in October 2014:

- What could help APF grow?
- Interim evaluations of GIFT and plans for expansion
- What is our history of receiving major gifts once we have budgeted for them?
- How much risk is present in our income line items?

If there's time, we'll begin discussing the transition of the Finance Committee in the bylaws.



Treasurer's Report to the Board of Trustees

January 16, 2015

**Tim Brennan
Treasurer & Chief Financial Officer**



Agenda

- Implementation of Business Resolution
- 2nd Quarter Budget Forecast
- Property update



Business resolution

“Invest an appropriate share of UUCEF holdings in securities that will support the transition to a clean energy economy.”

- Hired Breckinridge to manage fixed income account; includes green bonds, infrastructure bonds
- Investment Committee directed our consultants, NEPC, to research private capital opportunities
- Looking for investments in green real estate, sustainable businesses, impact investments



Business resolution

“The UUA may retain investments in CT200 companies in which it is engaged in shareholder activism”

- Filed climate resolutions with Marathon, Newfield, Chesapeake, Chevron, Conoco
- Addressing carbon asset risk, executive compensation, public policy on climate, lobbying
- Ceres: “The UU's should get some sort of award for CAR engagement overachievement.”
- Represented UUA in dialogues with Apache, Occidental, Exxon, Conoco
- Supported BCAM in engagement with Statoil



Business resolution

“Continue to divest its UUCEF holdings of directly-held securities of CT200 companies.”

- Portfolio includes only **eight** oil and gas producers included on the **Carbon Tracker 200** list
- All positions in coal companies sold
- Small positions in 6 CT 200 companies held in shareholder advocacy account



Business resolution

“The President and the Treasurer of the UUA shall report to each General Assembly from 2015 through 2019 on our Association’s progress on the above resolutions.”

- Report in general session at 2015 General Assembly in Portland
- Workshop to provide more detail and answer questions
- Written report will be published before GA



2nd Quarter Forecast

- Headline: Projecting breakeven for the year
- Major gift campaign fundraising ahead of schedule
- APF projected to be within 1% of budget (-\$77K)
- Anticipated interest earnings from property sale proceeds not realized (-\$125K)
- No contingency remains
- Next year will be much more predictable



Real estate transaction

- Option to purchase 24 Farnsworth Street from the Davis Companies exercised on January 8, 2015
- Purchase price \$25.4 million
- Deed registered on January 9, 2015
- Issued RFP for building management services; received four proposals
- Hired Barkan Management Company – original developer of 24 Farnsworth St.



Energy Efficiency Loans

- Plan to refocus Small Project Loans Program on energy efficiency and sustainability
- Current program: “financing for relatively inexpensive projects in three broad categories: congregational mission, environmental stewardship, and critical/emergency.”
- Purposes: “Energy efficient windows, doors, furnaces, and low flow toilets, Solar Panel Installation”
- Up to \$100,000 following current guidelines

<http://www.uua.org/finance/buildings/120472.shtml>



Top Priorities

- Move assets to UUCEF LLC by 7/1/15
- Management of building as landlord
 - Tax issues
 - Loan security
- Climate change business resolution implementation

Proposed Changes to Finance Leadership on the UUA Board of Trustees
Proposed Bylaw Amendments
Insertions are underlined; deletions are struck through

7.1 Committees of the Board of Trustees

The standing committees of the Board of Trustees shall be:

- a. the Executive Committee;
- b. the Ministerial Fellowship Committee;
- c. ~~the Finance Committee;~~
- d. the Investment Committee;
- e. the Religious Education Credentialing Committee; and
- f. the Audit Committee.

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

7.5 Executive Committee

The Executive Committee shall consist of the Moderator, the First Vice Moderator, the Secretary, the Financial Advisor, and the Vice Moderator for Finance. ~~Chair of the Finance Committee~~. The position on the committee occupied by the First Vice Moderator shall be filled by the Second Vice Moderator at any meeting of the committee from which the First Vice Moderator is absent or at which the First Vice Moderator is presiding in the absence of the Moderator. The position on the committee occupied by the Secretary shall be filled by the Assistant Secretary at any meeting of the committee from which the Secretary is absent. The Executive Committee shall conduct the current and ordinary business of the Association between

meetings of the Board of Trustees. If between meetings of the Board of Trustees, matters arise which (1) in the opinion of the Executive Committee are not current and ordinary business but in the best interests of the Association must nevertheless be acted upon, or (2) the Executive Committee has been authorized by the Board to be acted upon, then the Executive Committee may act thereon for the Board of Trustees, but only if four or more members vote the action.

~~Section 7.7 Finance Committee~~

~~The Finance Committee shall consist of the Financial Advisor, the Treasurer, five trustees, and the Moderator without vote. The duties of the Finance Committee are set forth in Article X.~~

Section 7.14 Audit Committee

The Audit Committee shall consist of five members as follows:

three persons appointed by the Board, none of whom are members of the Board or hold a salaried position with the Association;

the Financial Advisor; and

a person appointed by the Board from among its own membership.

~~member of the Finance Committee, who shall be appointed by the Board.~~

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

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

10.2 Duties of the Finance Committee Vice Moderator for Finance

The Vice Moderator for Finance shall ensure that the Board fulfills its financial duties:

- to pass annual budgets for the Association;
- to consider the major financial policies of the Association (other than those pertaining to investments);
- to review the use made of specific funds held by the Association
- to make long-range financial plans.

~~The Finance Committee shall submit proposed annual budgets for the Association to the Board of Trustees and make recommendations to the Board with respect to major financial policies of the Association other than those pertaining to investments. It shall review the use made of specific funds held by the Association and shall also recommend long-range financial plans.~~

(According to bylaw 14.2, the Board may amend Rule 8.17 following passage of the above changes at General Assembly.)

Rule 8.17 Other Appointed Officers

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

	C	D	E	F	G	H	I
2	Unitarian Universalist Association	FY13	FY14	FY15	FY15	FY15	Percent
3	Budget Overview	Results	Results	Budget	1Q15 Fcst	2Q15 Fcst	Inc/(Dec)
4	Current Operations						G to H
5							
6	\$ in Thousands						
7	Income:						
8	Income for General Support						
9	Annual Program Fund	6,724	6,657	7,000	6,800	6,723	-1.1%
10	Unrestricted Gifts	1,234	1,437	1,365	1,365	1,250	-8.4%
11	Bequest Income	936	698	450	450	450	0.0%
12	Administrative Fees	1,868	2,007	2,124	1,994	2,101	5.4%
13	Investment Income	2,216	2,293	3,687	4,067	3,456	-15.0%
14	Other Current Fund Income	2,652	2,595	1,978	1,975	1,929	-2.3%
15	Total Income for General Support	15,629	15,688	16,604	16,651	15,909	-4.5%
16							
17	Income for Designated Purposes						
18	Campaign Income	1,202	698	2,209	1,414	1,819	28.6%
19	UUCSR Veatch Grants	2,307	2,207	2,241	2,241	2,242	0.1%
20	Grants and Scholarships	884	927	1,038	1,085	1,055	-2.8%
21	Ministerial Aid Funds	454	531	506	506	539	6.5%
22	Holdeen and International Trusts	1,412	1,448	1,516	1,587	1,662	4.7%
23	Income for Other Purposes	724	835	777	755	978	29.4%
24	Total Inc for Designated Purposes	6,983	6,645	8,287	7,588	8,294	9.3%
25	Total Income	22,612	22,333	24,891	24,239	24,203	-0.1%
26							
27	Expenses:						
28	Board & Volunteer Leadership	613	568	527	477	489	2.7%
29							
30	Programs:						
31	Program and Strategy Office	248	899	991	932	821	-11.9%
32	Multicultural Growth and Witness	1,406	1,242	1,214	1,149	1,174	2.1%
33	International Programs	1,473	1,367	1,451	1,463	1,520	3.9%
34	Congregational Life	3,673	2,912	3,076	2,916	3,004	3.0%
35	Ministries and Faith Development	4,895	4,864	4,892	4,846	4,850	0.1%
36	UU Funding Program	1,298	1,207	1,241	1,243	1,242	0.0%
37	Crisis Relief & Misc. Programs	417	401	47	20	49	145.2%
38	Communications	2,676	2,733	2,702	2,672	2,653	-0.7%
39							
40	Total Programs	16,085	15,624	15,614	15,241	15,313	0.5%
41							
42	Administration	1,525	1,626	1,661	1,659	1,578	-4.9%
43	Contingency/Salary Increase	66	22	388	98	0	-100.0%
44							
45	Infrastructure						
46	Stewardship and Development	2,030	2,343	2,126	2,089	2,090	0.0%
47	Information Technology Services	1,415	1,419	1,477	1,401	1,474	5.3%
48	Internal Services	1,833	1,874	3,850	4,024	4,008	-0.4%
49	Total Infrastructure	5,278	5,636	7,452	7,514	7,572	0.8%
50							
51	Total Expenses	23,567	23,476	25,641	24,989	24,953	-0.1%
52							
53	Transition Funding	0	0	750	750	750	
54							
55	Current Section Excess/(Deficit)	(955)	(1,143)	0	0	0	
56							

	D	E	F	G	H	I	J
1	Unitarian Universalist Association	FY13	FY14	FY15	FY15	FY15	Percent
2	Forecast Summary	Results	Results	Budget	1Q15 Fcst	2Q15 Fcst	Inc/(Dec)
3	Current Operations Expenses						H to I
4							
5	\$ in Thousands						
6	Income:						
7	Income for UUA General Support						
8	Annual Program Fund	6,724	6,657	7,000	6,800	6,723	-1.1%
9	Unrestricted Gifts	1,234	1,437	1,365	1,365	1,250	-8.4%
10	Bequest Income	936	698	450	450	450	0.0%
11	Administrative Fees	1,868	2,007	2,124	1,994	2,101	5.4%
12	Endowment Income	2,216	2,254	3,140	3,539	3,140	-11.3%
13	Lease Income	0	0	377	477	394	-17.4%
14	Investment Income	0	39	170	51	(78)	-252.9%
15	Other Current Income	2,652	2,595	1,978	1,975	1,929	-2.3%
16		15,629	15,688	16,604	16,651	15,909	-4.5%
17	Income for Designated Purposes						
18	Campaign Income	1,202	698	2,209	1,414	1,819	28.6%
19	Veatch Grants	2,307	2,207	2,241	2,241	2,242	0.1%
20	Grants and Scholarships	884	927	1,038	1,085	1,055	-2.8%
21	Ministerial Aid Funds	454	531	506	506	539	6.5%
22	Holdeen & International Trusts	1,412	1,448	1,516	1,587	1,662	4.7%
23	Income for Other Purposes	724	835	777	755	978	29.4%
24		6,983	6,645	8,287	7,588	8,294	9.3%
25	Total Income	22,612	22,333	24,891	24,239	24,203	-0.1%
26							
27	Board & Volunteer Leadership						
28	Board of Trustees	325	249	150	135	146	8.3%
29	Board Committees	53	102	113	102	100	-1.1%
30	Board Task Forces	11	8	6	4	4	0.0%
31	Moderator	17	26	20	20	26	27.5%
32	Nominating Committee	31	21	23	19	19	2.7%
33	Commission on Appraisal	23	26	27	22	19	-14.8%
34	Ministerial Fellowship Committee	122	111	155	145	145	0.0%
35	Commission on Social Witness	31	24	33	31	30	0.0%
36	Total Board & Volunteer Leadership	613	568	527	477	489	2.7%
37							
38	Programs:						
39	Program Strategy Office (former Growth Strategies)	248	899	991	932	821	-11.9%
40							
41	Multicultural Growth and Witness	1,406	1,242	1,214	1,149	1,174	2.1%
42							
43	International Office	228	233	202	211	220	4.4%
44	Holdeen International Partners	209	139	151	151	153	1.3%
45	Holdeen India Program	707	686	782	784	850	8.4%
46	UU-UNO	328	310	316	318	297	-6.3%
47	Total International	1,473	1,367	1,451	1,463	1,520	3.9%
48							
49	Congregational Life						
50	Congregational Life	3,293	2,633	2,670	2,677	2,794	4.4%
51	Office of Congregational Stewardship Services	380	278	405	239	211	-12.1%
52	Total Congregational Life	3,673	2,912	3,076	2,916	3,004	3.0%
53							
54	Ministries and Faith Development						
55	Resource Development Director	264	131	141	146	145	-1.0%
56	Resource Development Office	629	624	588	538	507	-5.8%
57	Youth and Young Adult Ministries	466	442	500	526	543	3.2%
58	Director of Ministries and Faith Development	564	569	372	374	393	5.1%
59	Director of RE Credentialing	89	96	99	72	72	-0.1%
60	Director of Ministerial Credentialing	190	208	215	197	198	0.8%
61	Director of Transitions	344	343	313	313	311	-0.7%
62	Office of Church Staff Finances	563	572	580	584	585	0.3%
63	Office of UUA Health Plan	192	195	226	235	236	0.6%
64	Director of Professional Development	185	158	198	202	197	-2.2%
65	Scholarships and Ministerial Ed Grants	323	328	350	350	350	0.0%
66	Continuing Education	50	48	85	85	85	0.0%
67	Aid Funds	519	595	573	573	575	0.3%
68	Panel on Theological Education	514	552	651	651	651	0.0%
69	Total Ministries and Faith Development	4,893	4,862	4,892	4,846	4,849	0.1%
70							

	D	E	F	G	H	I	J
1	Unitarian Universalist Association	FY13	FY14	FY15	FY15	FY15	Percent
2	Forecast Summary	Results	Results	Budget	1Q15 Fcst	2Q15 Fcst	Inc/(Dec)
3	Current Operations Expenses						H to I
71	UU Funding Program	1,298	1,207	1,241	1,243	1,242	0.0%
72	Crisis Relief & Misc. Programs	417	401	47	20	49	145.2%
73							
74	Communications						
75	IPW Office	477	500	372	376	374	-0.5%
76	Periodicals Office	946	960	984	944	926	-1.9%
77	Publications Administration	553	504	541	539	541	0.4%
78	UUA Bookstore	699	769	805	813	812	-0.1%
79	Total Communications	2,676	2,733	2,702	2,672	2,653	-0.7%
80							
81	Total Programs	16,083	15,622	15,614	15,241	15,312	0.5%
82							
83	Administration						
84	Office of the President	535	460	531	535	535	0.0%
85	Office of the Executive Vice President	485	651	418	420	419	-0.1%
86	Contingency Expense	66	22	388	98	0	-100.0%
87	Human Resources	505	514	711	705	625	-11.4%
88	Total Administration	1,591	1,648	2,049	1,757	1,578	-10.2%
89							
90	Infrastructure:						
91	Stewardship and Development						
92	Vice President, Development	183	288	61	63	59	-6.9%
93	APF Campaign	226	291	303	308	305	-0.8%
94	Friends Campaign	326	414	368	340	325	-4.3%
95	Charitable Gift and Estate Planning	125	140	171	172	171	-0.9%
96	Comprehensive Campaign	1,169	1,210	1,223	1,206	1,230	2.0%
97	Total Stewardship and Development	2,030	2,343	2,126	2,089	2,090	0.0%
98							
99	Information Technology Services	1415	1419	1477	1401	1474	5.3%
100							
101	Internal Services:						
102	Finance						
103	Treasurer and Vice President of Finance	524	529	373	376	376	-0.2%
104	Financial Services	714	601	627	622	608	-2.3%
105	Total Finance	1,238	1,130	1,001	998	983	-1.5%
106							
107	Facilities						
108	Facilities - General	60	78	776	74	(0)	-100.0%
109	25 Beacon Street	56	(27)	0	3	0	-100.0%
110	41 Mt Vernon Street	3	(7)	0	28	28	1.4%
111	Eliot & Pickett House	469	416	25	11	31	182.6%
112	24 Farnworth Street	8	284	2,048	2,911	2,965	1.9%
113	Total Operations Services	596	743	2,849	3,026	3,025	0.0%
114							
115	Total Internal Services	1,833	1,874	3,850	4,024	4,008	-0.4%
116							
117	Total Infrastructure	6,869	7,284	9,501	9,272	9,151	-1.3%
118	Total Expenses	23,565	23,474	25,641	24,989	24,953	-0.1%
119							
120	Transition Funding	0	0	750	750	750	
121							
122	Current Section Excess/(Deficit)	(953)	(1,141)	0	0	0	
123							



MEMORANDUM

TO: Finance Committee

FROM: Tim Brennan

RE: UUA Budget Forecast 2nd Quarter FY 15

CC: Board of Trustees, Peter Morales, Harlan Limpert, Terasa Cooley, Mary Katherine Morn

DATE: January 12, 2015

Summary

This memorandum describes the key differences between the first quarter budget forecast for Fiscal Year 2015 and the second quarter forecast. At this time, we are forecasting breakeven outcome for the year. The principle factors driving changes from the earlier forecast are as follows:

- 1) Investment income from the building sale proceeds is less than originally budgeted and below the first quarter forecast. The sale proceeds from 25 Beacon and 6-7 Mount Vernon Place were invested through Eastern Wealth Management with two objectives: first, to protect against loss, and second to generate a return of 1.0 to 1.5%. While the first goal was met, the second was not. A late year downturn in high yield bonds triggered by the rapid fall in oil prices caused the high yield ETFs in the portfolio to lose approximately \$127,000 in value.
- 2) Expectations for APF are \$77,000 below budget.
- 3) Both income and expenses are on budget.
- 4) The result of these factors is that all of the contingency has been committed.

Budgeting and forecasting for this fiscal year has been extremely challenging. Unusual and difficult to predict factors include: investment income from building proceeds (described above), operating expenses of the new building, building management fees, depreciation calculations, and the transition from lessee to ownership. Fiscal year 2016 should be much more predictable since many of these moving pieces will be settled and knowable.

Notes on Variances from 1st Quarter FY15 forecast to 2nd Quarter Forecast

Overall Income – on budget

Except as noted below, there are no material changes from the first quarter report.

Unrestricted Gifts – down \$115,000

Results from recognizing the President's Council donations as restricted income rather than unrestricted, as was done in the past. This has no bottom line effect.

Investment Income – down 15%

The original budget required an additional endowment draw of \$400,000 to offset the budgeted operating deficit. The sale of mineral rights earlier in the year (recognized in Campaign Income below) makes this unnecessary. In addition, there was a shortfall in investment income from building sale proceeds described above.

Campaign income – up 28.6%

Reflects \$400,000 from the sale of mineral rights (the remaining \$540,000 is classified as temporarily restricted) and the President's Council donations described above.

Income for other purposes – up 29.4%

Reflects additional occupancy fees from Beacon Press.

Overall Expenses – on budget

Savings from unfilled positions are reflected throughout.

Program and strategy office – down 11.9%

Reflects the reclassification of one employee from this department to Congregational Life with no bottom line effect.

Administration – down 4.9%

Caused by unfilled positions in Human Resources.

Information Technology Services – up 5.3%

Forecast is back to original budget. The lower first quarter forecast resulted from an error in calculating depreciation. The second quarter forecast corrects this error.

Contingency – down 100%

The investment shortfall and decline in expected APF revenue is offset by the contingency, but none remains for the remainder of the year.

Current Section Excess (Deficit) – breakeven

The Leadership Council is continuing to seek expense savings to offset any unforeseen unfavorable variances.

UUA Board of Trustees
Congregational Boundaries Working Group
January 16, 2014

Recommended Rule Changes

The January Board Packet includes a memorandum from the Ministerial Fellowship Committee regarding proposed changes to MFC Rules 16, 20 and 21. The proposed changes are in response to the Board's questions in the October 2014 meeting.

I will be proposing the following motion for the Board to accept these changes:

"Moved, that the Board approve the amendments to Rules 16, 20, 21A, 21B and 21D of the Rules of the Ministerial Fellowship Committee, as approved and recommended to the UUA Board by the Ministerial Fellowship Committee on September 21, 2014 and January 1, 2015."

Full text of the changes are also in the January packet.

Proposed Ministerial Fellowship Committee
Rules 21A, B and D Amendments Approved Unanimously and Recommended to the
UUA Board September 21, 2014
Revisions to Rules 16B, 20, 21A and 21B Proposed January 1, 2015

~~STRIKETHROUGH~~ indicates deletions recommended September 21, 2014. **Bold Type** indicates new language proposed on September 21, 2014.

~~STRIKETHROUGH~~ indicates deletion proposed January 1, 2015. **Bold Red Type** indicates new language proposed to be added January 1, 2015.

16B. PROCEDURES FOR REMOVING MINISTERS FROM PRELIMINARY FELLOWSHIP.

When warranted the staff of Ministries and Faith Development Staff Group may handle situations that arise concerning a minister's performance.

If the Executive Committee deems that evidence warrants a review of the minister's Preliminary Fellowship, it will ask the minister to meet with the Executive Committee for a Fellowship Review at the next most convenient meeting. The Executive Committee shall give the minister a minimum of 30 days notice. The minister may submit any relevant material prior to the Executive Committee's decision. The minister must be accompanied by a Good Offices person of the UUMA, who must be a minister in Final Fellowship. Expenses for both ministers' travel will be borne by the MFC. **The Executive Committee shall also invite the person filing the complaint to consider meeting personally with the Executive Committee, accompanied by an advocate designated by the Office of Ethics and Safety. The option to appear before the committee shall be in person or by secured teleconference software. The choice between such methods of appearance shall be in the discretion of the invitee. All expenses involved in the travel and appearance of the person filing the complaint, or individual representatives of classes of victims, will be borne by the Committee.**

Following the Fellowship Review with the Executive Committee, the minister will be informed of the decision of the Executive Committee as to whether the minister will be continued in Preliminary Fellowship and/or any contingencies that have been voted before the minister can continue in Fellowship.

A recommendation by the Executive Committee to terminate a minister's preliminary fellowship will be referred to the full Committee for a vote.

If the Executive Committee established contingencies or makes requests of the minister, the minister's failure to satisfactorily fulfill the contingencies and/or requests shall constitute grounds for termination of Preliminary Fellowship.

20. COMPLAINT PROCEDURES (revisions to first paragraph only)

Complaints or issues regarding a minister's conduct or performance may be raised by the MFC at any time through the initiation of a Fellowship Review. Any individual wishing to file a complaint against a minister must contact the Intake Person for the Office of Ethics and Safety. Complaints must be in writing and contain first hand knowledge or experience. At the "intake" stage, the Intake Person for the Office of Ethics and Safety hears the complaint, provides information on the

process, responds to questions from the complainant and conducts an assessment of the complaint to determine whether the complaint should be referred on to the MFC. **The assessment shall include any statements by the persons filing the complaint about any other victims, or classes of victims, that should receive consideration if the complaint is referred to the MFC.**

21. PROCEDURES FOR REVIEW OF FINAL FELLOWSHIP.

The Committee may call for a Fellowship Review on its own motion or upon the receipt of a complaint regarding a minister's conduct or competence. Action may be taken by the Ministerial Fellowship Committee regarding a minister's Final Fellowship status for unbecoming conduct, incompetence or other specified cause after notice and opportunity for a Fellowship Review before the Committee.

A. The MFC shall give the minister notice and an opportunity to be heard before the MFC. The minister may submit any relevant material to the Committee and will be given copies of any documents upon which the Committee may rely. The minister will be invited to meet with the Executive Committee of the MFC and is expected to be accompanied by a UUMA Good Offices person in Final Fellowship. **The Executive Committee shall also invite the person filing the complaint to consider meeting personally with the Executive Committee, accompanied by an advocate designated by the Office of Ethics and Safety. The option to appear before the committee shall be in person or by secured teleconference software. The choice between such methods of appearance shall be in the discretion of the invitee.** The Executive Committee may determine that no further action is warranted, may propose to the full Committee a mutually agreed upon course of redress, or may determine that further investigation and a full Committee Fellowship Review is warranted.

B. If a full Committee Fellowship Review is called for the Executive Committee will assign an investigative team from ~~within~~ **outside** the Committee's membership, ~~or individuals charged by the Committee~~ **the Committee's membership,** to be in contact with complainants and other individuals the team deems relevant. Information gathered by the investigative team will be shared with the Committee and with the minister.

D. All expenses involved in the travel and appearance of the minister and the minister's Good Offices person will be borne by the Committee. **All expenses involved in the travel and appearance of the person filing the complaint, or individual representatives of classes of victims, will be borne by the Committee.**

January 1, 2015

To: Susan Weaver, UUA Board of Trustees

From: Rev. Wayne Arnason on behalf of UUA Ministerial Fellowship Committee (MFC)

Re: Recommended Amendments to Rules 16, 20 and 21 of the MFC

Dear Ms. Weaver:

The Ministerial Fellowship Committee appreciates this dialogue and collaboration with the Board of the UUA and its Congregational Boundaries Working Group and Advisory Group about our Rule 21 governing procedures in ministerial misconduct cases. You have requested in an email on October 29 2014 further clarification and consideration on our recommended changes to Rule 21, and brought forward concerns that have an impact on two other Rules 16 and 20. At our December meeting the MFC discussed your emailed letter and our detailed responses follow, in italicized font, below each quoted question you raised. Where language changes to be added to your motion on MFC Rules Changes appear, they appear in **bold**.

“ 1. Rule 21A. The proposed amendment to Rule 21A states "The option to appear before the committee shall be in person or by secured teleconference software." It isn't clear whether the discretion to appear **either** in person or by secured teleconference software is held by invitee or by the MFC. A suggested clarification might be to add a sentence after "The option to appear before the committee shall be in person or by secured teleconference software," such as "**The choice between such methods of appearance shall be in the discretion of [the MFC] [the invitee].**"

*It was the MFC's intent to leave to the victim identified in the complaint the decision about appearing before the committee, and if the desire is to appear, whether to appear in person or by teleconference. Therefore the language you suggest above, with the choice "**in the discretion of the invitee**" inserted would be acceptable to us. We note the comment in the Advisory Group memo that teleconference might be a difficult medium for a victim to communicate through, and so we hope that making clear that the choice is ultimately the victim's helps respond to that concern.*

“2. Rule 21B. The Board noted that the phrase "the Committee's membership" appears twice; one should be deleted.”

Thanks for noticing this. Agreed.

“ 3. Rule 21D. The Board requests the MFC clarify in writing, in the amendment, whether the phrase "individual representative of classes of victims" is intended to permit appearance by legal counsel for classes of victims. (My own belief is that was not the intent, since the minister invited before the Executive Committee does not have the option of appearing by or with a legal representative. Similarly, the person filing the complaint is not provided an option of appearing by or with a legal representative.) “

Your belief about the MFC's intent is correct. It was not our intent to open the disciplinary proceedings of the MFC to legal counsels. We have been careful in our own

review of misconduct proceedings to create consistency between the MFC's understanding of entry into preliminary and final fellowship as a UU minister, and restriction or termination of that fellowship. In both cases, the issue is basic competency to serve. We are not engaged in a judicial process of gathering evidence, referencing case law, or proving that certain behaviors (legal or illegal) occurred. The minister named in a complaint does not have a lawyer. We would not interpret the phrase "individual representative of classes of victims" to refer to legal counsel. At this time, since there is no reference in Rule 21 that affirms or denies any role for lawyers in this credentialing procedure, the MFC does not wish to recommend to you such language, believing it opens up an inappropriate equivalency between credentialing and a criminal or civil procedure that involve attorneys. Our intent was to insert language that could help us, in the case of multiple self-identified victims, to negotiate whether all of them would be heard from individually in person, or whether a single representative of a class of victims might be able to satisfy the spirit as well as the letter of our desire to hear a personal victim impact statement while we deliberate.

"4. Comments by Advisory Group. I attach comments from members of the Advisory Group on the proposed change. One comment addresses the MFC's issue of invitations to possible victims who haven't filed a complaint. I also hope the Board's "best practices" report (discussed below) will provide further guidance on this question."

The comments by the two people from the Advisory Group are very helpful to read. Please pass on our thanks to them and the fact that their comments were directly sent to us. They are very much a part of this conversation. The comment that presents us with the greatest challenge, however, is this one:

"If the investigation uncovered more than one victim or the individual who filed the complaint stated that there were multiple victims, I do think it would be helpful for the MFC Exec to make clear (in some fashion--perhaps via the office receiving the complaint or with the help of the advocate) that they are open to hearing from anyone affected and will make accommodations as necessary to ensure that that happens."

The Advisory Group members do seem to appreciate that we are trying to both honor the rights and voices of victims and operate within the limits of the budgets that the Board assigns the MFC for disciplinary procedures. We believe that the new language we've proposed in Rule 21 D does express our openness to hearing from anyone affected and to make accommodations within the limits of UUA resources to ensure that this happens. If the Board wishes to give us a message that the UUA will bear any cost involved in accommodating expenses and volunteer time for appearances of multiple victims before the MFC Exec beyond our budgeted limits, we would be glad to draft language for the rule based on that new information.

The comment above from the Advisory Group does, however, suggest that a reference should be included in Rule 20 to our understanding that multiple victims or classes of victims could be involved. Here is our proposal for such a reference, inserted at the end of the first paragraph of Rule 20:

"The assessment shall include any statements by the person filing the complaint about any other victims, or classes of victims, that should receive consideration if the complaint is referred to the MFC."

"4. Appearance by Complainant in Other Misconduct Investigations. Rule 21 addresses the investigation process in cases of complaints brought against ministers in Final Fellowship. I don't know if the MFC discussed whether similar invitations to appear could be provided in complaints brought against ministers in Preliminary Fellowship (Rule 16) or candidates (Policy 20B (relating to candidates' meeting with Ministerial Credentialing Director and Director of Ministries and Faith Development)). The MFC doesn't need to respond now to this question; the Board will more fully raise it in its "best practices" report (discussed below)."

We agree that the same provisions for appearance by victims before the MFC Executive Committee at the time that the Executive Committee is deliberating about a complaint against a minister in preliminary fellowship should apply. Here is some language that we would recommend adding to Rule 16 B at the end of the first paragraph:

The Executive Committee shall also invite the person filing the complaint to consider meeting personally with the Executive Committee, accompanied by an advocate designated by the Office of Ethics and Safety. The option to appear before the committee shall be in person or by secured teleconference software. All expenses involved in the travel and appearance of the person filing the complaint, or individual representatives of classes of victims, will be borne by the Committee.

"5. Policies. I simply note that once the proposed Rule 21 amendments are approved, for consistency the applicable MFC policies should be similarly amended."

Of course, we agree. This would also apply to Policy 20 B cited in # 4 above related to candidates appearing before the MFC for a disciplinary complaint that has victims.

"6. "Best Practices" Report. The Board in October charged the Congregational Boundaries Working Group to "provide to the Board and the Ministerial Fellowship Committee a set of best practices for receiving, investigating and resolving complaints of clergy sexual misconduct." (full charge attached.)

Recognizing the MFC's and staff's considerable expertise, efforts, and dedicated concern for professional ministry and congregations in this area, we'd like to structure this as an observations-and-response dialogue, rather than a set of final recommendations by the Working Group.

The Board plans to engage a consultant to review the draft before it goes to the Board (Debra Haffner has expressed a willingness, provided someone with more focus on

victim impact, such as Rev. Deborah Pope-Lance, also reviews.) It would help to have a staff member review a draft, particularly to avoid any misstatements. Although a target date for the report is the January Board meeting, it may not reach the Board before March.”

The Ministerial Fellowship Committee would welcome the opportunity to work with you during 2015 on a set of best practices for receiving, investigating, and resolving complaints of clergy sexual misconduct. We extend an invitation to you and to Moderator Jim Key to join the MFC Executive Committee on Wednesday morning April 8, 2015 to hear our input about best practices. I'd be glad to discuss this with you in more depth at your convenience.

Please let me know whether you can now work with the original changes to the MFC Rules and the new ones suggested in this letter. If I can be of help compiling all this into motions I would be glad to assist. We trust you will inform us following the January meeting whether any of these recommendations are approved by the UUA Board so that we can update our Rules and make them publicly available in the new form.

With much appreciation for your work, I remain

Faithfully yours

Rev. Wayne Arnason

Chair, Ministerial Fellowship Committee