

UNITARIAN UNIVERSALIST ASSOCIATION

BYLAWS AND RULES

as amended through

JULY 1, 2015



**UNITARIAN
UNIVERSALIST
ASSOCIATION**

Hard copy of these Bylaws and Rules available from
the Office of the UUA Chief Operating Officer
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UUA BYLAWS

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1 **ARTICLE I Name**

2 **Section C-1.1. Name.**

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

8 **ARTICLE II Principles and Purposes**

9 **Section C-2.1. Principles.**

10 We, the member congregations of the Unitarian Universalist
11 Association, covenant to affirm and promote

- 12 • The inherent worth and dignity of every person;
- 13 • Justice, equity and compassion in human relations;
- 14 • Acceptance of one another and encouragement to spiritual growth
15 in our congregations;
- 16 • A free and responsible search for truth and meaning;
- 17 • The right of conscience and the use of the democratic process
18 within our congregations and in society at large;
- 19 • The goal of world community with peace, liberty and justice for all;
- 20 • Respect for the interdependent web of all existence of which we
21 are a part.

22 The living tradition which we share draws from many sources:

- 23 • Direct experience of that transcending mystery and wonder,
24 affirmed in all cultures, which moves us to a renewal of the spirit
25 and an openness to the forces which create and uphold life;
- 26 • Words and deeds of prophetic 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.

43 **Section C-2.2. Purposes.**

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

50 **Section C-2.3. Inclusion.**

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

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

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

64 **ARTICLE III Membership**

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

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

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

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

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

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

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

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

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

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

- 94 (a) conducted regular religious services;
- 95 (b) held at least one business meeting of its members, elected its
96 own officers and maintained adequate records of
97 membership; and
- 98 (c) made a financial contribution to the Association.

99 Member congregations must furnish the Association with a report of
100 their activities showing compliance with subsections (a) and (b)
101 above.

102 Compliance with subsection (c) above shall be determined by
103 appropriate financial records of the Association. A member
104 congregation shall also be considered to be certified for that part of
105 any particular current fiscal year which precedes the deadline
106 established by the Board of Trustees for submitting proof of
107 compliance with subsections (a) and (b) above if during the next
108 preceding fiscal year such a congregation made a financial
109 contribution to the Association and filed the report required by this
110 Section during that year.

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

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

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

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

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

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

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

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

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

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

160 **Section C-3.9. Autonomy of Associate Member
161 Organizations and Independent Affiliate
162 Organizations.**

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

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

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

172 **ARTICLE IV General Assembly**

173 **Section C-4.1. Meetings of the Association.**

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

176 **Section C-4.2. Powers and Duties.**

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

179 **Section 4.3. Regular General Assembly.**

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

183 **Section 4.4. Special General Assembly.**

184 A special General Assembly may be called by the Board of
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.

189 **Section 4.5. Place of Meeting.**

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

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

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

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

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

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

211 **Section 4.8. Delegates.**

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

224	Membership of	Member
225	Member Congregation	Delegates
226	1-100	2
227	101-150	3
228	151-200	4
229	201-250	5
230	251-300	6
231	301-350	7
232	351-400	8
233	401-450	9
234	451-500	10
235	Over 500	One for each additional 50
236		members or fraction thereof.

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

245 (b) Minister Delegates and Religious Education Director
246 Delegates. Each certified member congregation is also
247 entitled to be represented at each General Assembly by the
248 ordained minister or ministers in ministerial fellowship with the
249 Association settled in such congregation, and by the 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.

269 ***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.

276 **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.

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

314 (g) Proposed Congregational Study/Action Issues submitted by
315 the Commission on Social Witness pursuant to Section
316 4.12(a).

317 Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be
318 received by the Board of Trustees by February 1 whenever the
319 regular General Assembly opens in June. If the General Assembly
320 opens in a month other than June, the Business Resolutions
321 submitted under (d), (e)(2), (e)(3) and (f) must be received no later
322 than 110 days before the date set for the opening of that General
323 Assembly. The UUA Statements of Conscience process deadlines
324 are established by Sections 4.12(a) and (c) and by the Board of
325 Trustees pursuant to Section 4.13 whenever one or more regular
326 General Assembly is scheduled to begin in a month other than
327 June. The Board of Trustees shall include on the Tentative Agenda
328 all items so submitted. It may submit alternative versions of
329 Business Resolutions in addition to the original ones submitted if in
330 its judgment such alternatives clarify the resolutions and may make
331 such changes in the Business Resolutions as are necessary to
332 make each conform to a standard format. It may also submit one or
333 more alternative versions for the purpose of combining two or more
334 Business Resolutions. Adoption of Business Resolutions by a
335 General Assembly shall be by two-thirds vote. The Tentative
336 Agenda shall be mailed to each member congregation, associate
337 member organization and trustee by March 1 if the General
338 Assembly opens in June; otherwise, not less than 90 days before
339 the opening of the General Assembly.

340 ***Section 4.12. UUA Statements of Conscience.**

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

349 (a) First Cycle Year

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

361 (2) The Commission on Social Witness shall by November 1
362 of that year submit to the Board of Trustees for inclusion

363 on the Tentative Agenda of the regular General Assembly
364 not more than ten proposed Congregational Study/Action
365 Issues, each of which shall be based in whole or in part
366 on the issues submitted to it as described in the previous
367 subsection. The Commission on Social Witness shall
368 verify with the proposing congregation or sponsored
369 organization that the proposed Study/Action Issue reflects
370 the intent of the proposer prior to being included in the poll
371 ballot. The ten proposed Congregational Study/Action
372 Issues shall be included for approval by the congregations
373 on the Congregational Poll ballot, such ballot to be
374 available and congregations notified of its availability by
375 November 15 of the same year. Congregational Poll
376 ballots concerning the proposed Congregational
377 Study/Action Issue shall be due by February 1 of the
378 following year (the first Cycle year).

379 (3) For the proposed Congregational Study/Action Issue to be
380 placed on the Final Agenda of the General Assembly,
381 twenty-five percent (25%) of all certified congregations
382 must participate in the ballot vote concerning the
383 proposed Congregational Study/Action Issues.

384 (4) The proposed Congregational Study/Action Issue shall be
385 ranked in the order of the votes received in the
386 Congregational Poll. The Study/Action Issues receiving
387 the most votes (not to exceed five in number) shall be
388 submitted to the General Assembly as follows:

389 (i) Each of the Proposed Congregational Study/Action
390 Issues shall be presented to the General Assembly by
391 a delegate, and one such proposed Congregational
392 Study/Action Issue shall be referred for study by virtue
393 of having received the highest number of votes
394 among all proposed Congregational Study/Action
395 votes cast by the General Assembly; provided,
396 however, that if no proposed Congregational
397 Study/Action Issue receives a majority of the votes
398 cast, then a second vote shall be taken between the
399 two issues receiving the highest number of votes cast
400 in the initial election.

401 (ii) After one Congregational Study/Action Issue has
402 been referred for study in accordance with (i), above,
403 the UUA staff shall conduct a workshop to discuss
404 processes for study and action on the selected issue.
405 By November 1 following the General Assembly, the
406 UUA staff shall have developed a resource guide
407 pertaining to the Congregational Study/Action Issue
408 selected by the General Assembly. The resource
409 guide shall be made available and congregations
410 notified of its availability.

411 (5) If a UUA Statement of Conscience has been adopted in
412 the previous year, the regular meeting of the General
413 Assembly shall also conduct workshops on the
414 implementation of such UUA Statement of Conscience.

415 (6) If no proposed Congregation Study/Action Issues are on
416 the Final Agenda in the first Cycle year, or if no
417 Congregational Study/Action Issue is referred for study by
418 the General Assembly, then following the regular meeting
419 of the General Assembly, the Cycle shall begin again as
420 set forth in this subsection.

421 (b) Second Cycle Year

422 (1) Member congregations shall submit by not later than
423 March 1 of the second Cycle year comments regarding
424 the Congregational Study/Action Issue and the related
425 resource guide to the Commission on Social Witness.

426 (2) During the meeting of the General Assembly in the
427 second Cycle year the Commission on Social Witness

428 shall conduct workshops on the Congregational
429 Study/Action Issue.

430 (c) Third Cycle Year

431 (1) Member congregations shall submit by not later than
432 March 1 of the third Cycle year comments regarding the
433 Congregational Study/Action Issue and the related
434 resource guide to the Commission on Social Witness.

435 (2) During the General Assembly in the third Cycle year, the
436 Commission on Social Witness shall conduct workshops
437 on the Congregational Study/Action Issue. Following the
438 General Assembly, the Commission on Social Witness
439 shall then compose a draft UUA Statement of
440 Conscience.

441 (3) The draft UUA Statement of Conscience, a draft
442 Statement of Conscience congregational comment form,
443 and a ballot to place the draft UUA Statement of
444 Conscience on the Final Agenda shall be included in the
445 Congregational Poll, to be made available and
446 congregations notified of its availability by November 15,
447 following the General Assembly. Notice of the availability
448 of these items shall be given to the congregations.
449 Congregational Poll ballots and the congregational
450 comment forms concerning the draft UUA Statement of
451 Conscience shall be due by February 1 of the following
452 year (the fourth Cycle year).

453 (4) The Commission on Social Witness shall then prepare a
454 revised draft of the UUA Statement of Conscience taking
455 into consideration comments received by the member
456 congregations and place this revised draft of the UUA
457 Statement of Conscience on the Final Agenda.

458 (5) For a draft UUA Statement of Conscience to be placed on
459 the Final Agenda of the General Assembly, twenty-five
460 percent (25%) of all certified congregations must
461 participate in the ballot vote concerning such draft UUA
462 Statement of Conscience.

463 (d) Fourth Cycle Year

464 (1) If the draft UUA Statement of Conscience is placed on the
465 Final Agenda for the next regular meeting of the General
466 Assembly, then the next General Assembly must debate
467 and vote on the proposed UUA Statement of Conscience.
468 Adoption of the UUA Statement of Conscience shall
469 require a two-thirds vote.

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

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

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

496 **Section 4.13. Revision of UUA Statements of**
497 **Conscience Process Schedule.**

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

504 **Section 4.14. Final Agenda for Regular General**
505 **Assemblies.**

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

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

512 (b) those Business Resolutions, including alternative versions, on
513 the Tentative Agenda which meet the requirements of Rule G-
514 4.18.3;

515 (c) Business Resolutions, amendments to Rules or Bylaws or
516 other items submitted by the Board of Trustees or the
517 Executive Committee, which did not originally appear on the
518 Tentative Agenda; provided, however, that any such items
519 appear on the Final Agenda accompanied by an explanation
520 for the delayed submission;

521 (d) additional proposed amendments to Bylaws submitted by the
522 Commission on Appraisal;

523 (e) those proposed Congregational Study/Action Issues on the
524 Tentative Agenda which meet the requirements of Rule G-
525 4.18.3, and if applicable pursuant to Section 4.12(a); and

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

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

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

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

536 (a) the Board of Trustees;

537 (b) the petition, if any, which calls the special General Assembly;
538 or

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

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

545 ***Section 4.16. Additions to the Agenda of Regular**
546 **General Assemblies.**

547 (a) Non-substantive items related to greetings and similar matters
548 may be admitted to the agenda by a regular General
549 Assembly.

550 (b) Prior to 2013, there will be no General Assembly Actions of
551 Immediate Witness on the agenda.

552 (c) (1) A General Assembly Action of Immediate Witness is
553 one concerned with a significant action, event or
554 development, the timing or specificity of which makes it
555 inappropriate to be addressed by a UUA Statement of
556 Conscience pursuant to the Study/Action process.

557 (2) Beginning with General Assembly 2013, no more than
558 three General Assembly Actions of Immediate Witness
559 may be admitted to the agenda of a regular General
560 Assembly.

561 (3) A petition to admit an Action of Immediate Witness to
562 the agenda must be submitted by a delegate and
563 signed by 150 delegates from at least 25
564 congregations. If six petitions or fewer are received, all
565 petitions received that have the requisite level of
566 delegate and congregation support are eligible to be
567 considered for possible admission to the agenda. In the
568 event more than six petitions are submitted that satisfy
569 the sponsorship requirement, the Commission on
570 Social Witness shall select six from among those which
571 meet the criteria for a General Assembly Action of
572 Immediate Witness, and shall submit those six actions
573 to the agenda of the General Assembly for possible
574 admission. The Commission on Social Witness shall
575 prepare summaries of no more than six petitions and
576 present those summaries to the General Assembly for a
577 vote to rank the petitions in order of delegate support.
578 The three petitions receiving the most votes are eligible
579 for admission to the agenda. If there are submitted
580 three or fewer petitions meeting the criteria for a
581 General Assembly Action of Immediate Witness, each
582 of the petitions is eligible for admission to the agenda.

583 (4) The motion to admit each General Assembly Action of
584 Immediate Witness ruled eligible is not debatable, but
585 an opportunity for a two-minute statement of advocacy
586 to the General Assembly for each eligible action by one
587 of its sponsors prior to any such motion shall be
588 provided. Admission of a General Assembly Action of
589 Immediate Witness shall be by a two-thirds vote.

590 (5) During the General Assembly, a mini-assembly shall be
591 held during which each admitted action shall be
592 discussed and amendments shall be accepted in
593 writing. All such amendments shall be made available
594 in writing to the General Assembly. The Commission on
595 Social Witness shall finalize each General Assembly
596 Action of Immediate Witness, and the chairperson of
597 the Commission on Social Witness, in consultation with
598 the moderator of the General Assembly, the
599 parliamentarian, and legal counsel, shall prioritize
600 unincorporated amendments for consideration by the
601 General Assembly.

602 (6) Adoption of a General Assembly Action of Immediate
603 Witness shall be by a two-thirds vote.

604 (7) Actions submitted pursuant to this Section 4.16(c) must
605 be in writing and filed with the Chair of the Commission
606 on Social Witness or the Commission's designee by the
607 deadline established by the Commission and
608 announced at the opening session of the General
609 Assembly.

610 (d) Responsive Resolutions may be admitted to the agenda of a
611 regular General Assembly and acted upon.

612 (1) A Responsive Resolution is a resolution made in
613 response to a substantive portion of a report by an
614 officer or committee reporting to a regular General
615 Assembly.

616 (2) Adoption of a Responsive Resolution shall be by two-
617 thirds vote.

618 **Section 4.17. Items Admitted to Special General**
619 **Assembly Agenda.**

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

623 ***Section 4.18. Agenda Rules.**

624 General Assemblies shall adopt rules relating to the agenda.

625 ***Section 4.19. Rules of Procedure.**

626 Rules of procedure for the conduct of the meeting shall be adopted
627 at each General Assembly.

628 **ARTICLE V Committees of the Association**

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

630 The standing committees of the Association shall be:

- 631 (a) the Nominating Committee;
- 632 (b) the Presidential Search Committee;
- 633 (c) the General Assembly Planning Committee;
- 634 (d) the Commission on Appraisal;
- 635 (e) the Commission on Social Witness; and
- 636 (f) the Board of Review.

637 The President shall be a member, without vote, of the General
638 Assembly Planning Committee, the Commission on Appraisal, and
639 the Commission on Social Witness.

640 **Section 5.2. Election and Appointment.**

641 (a) Elected members. Elected members of all standing
642 committees of the Association shall take office at the close of
643 the General Assembly at which they are elected and shall
644 serve until their successors are elected and qualified, except
645 as otherwise provided herein.

646 (b) Appointed members. The terms of any appointed members
647 of standing committees of the Association shall begin at the
648 close of the regular General Assembly in odd-numbered
649 years. The Board of Trustees shall make each appointment
650 no later than 120 days after the beginning of the term.
651 Appointed members shall take office upon the effective date
652 of their appointments and shall serve until their successors
653 are appointed and qualified, except as otherwise provided
654 herein.

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

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

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

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

669 **Section 5.5. Vacancies.**

670 A vacancy created by the death, disqualification, resignation, or
671 removal of an elected or appointed member of a standing
672 committee of the Association shall be filled by majority vote of the

673 Board of Trustees. An individual appointed to fill a vacancy in an
674 elected position shall serve until the vacancy is filled by regular or
675 special election. An individual appointed to fill a vacancy in an
676 appointed position shall serve for the balance of the unexpired term,
677 and until a successor is appointed and qualified.

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

681 **Section 5.6. Nominating Committee.**

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

689 **Section 5.7. Presidential Search Committee.**

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

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

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

713 **Section 5.9. Commission on Appraisal.**

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

719 The Commission on Appraisal shall:

- 720 (a) review any function or activity of the Association which in its
721 judgment will benefit from an independent review and report
722 its conclusions to a regular General Assembly;
- 723 (b) study and suggest approaches to issues which may be of
724 concern to the Association; and
- 725 (c) report to a regular General Assembly at least once every four
726 years on the program and accomplishments of the
727 Association.

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

729 The Commission on Social Witness shall consist of three elected
730 members and two members appointed by the Board of Trustees.
731 Each term shall be four years. After serving two terms in office, a
732 member shall not be eligible for re-election until after an interim of at
733 least four years. One member shall be appointed in each odd-

734 numbered year. In addition to any election required to fill a vacancy,
735 no fewer than one nor more than two members shall be elected at
736 the regular General Assembly held in each odd-numbered year, as
737 is required to insure a full complement of elected members.

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

739 **Section 5.11. Board of Review.**

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

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

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

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

755 (b) Election and Term. Each term shall be eight years. At each
756 regular General Assembly held in an odd-numbered year
757 there shall be elected one person who is neither a minister
758 nor a credentialed religious educator. At each regular General
759 Assembly held in an odd-numbered year there shall be
760 elected either a minister, as described in subsection (a)(1),
761 above, or a Credentialed Religious Educator – Master Level
762 as described in section (a)(2) above. After serving a term in
763 office, a member shall not be eligible for re-election until after
764 an interim of at least eight years.

765 (c) Qualifications. No member of the Board of Review shall
766 during the term of office be a member of the Ministerial
767 Fellowship Committee or the Religious Education
768 Credentialing Committee.

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

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

774 **Section 5.12. Additional Committees.**

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

778 **Section 5.13. Presiding Officer.**

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

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

785 Each committee shall hold meetings at such times and places as it
786 may determine.

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

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

794 **Section 5.16. Transition Provision.**

795 Notwithstanding the provisions of Sections 5.2 and 5.6:

796 (a) Members of the Nominating Committee elected at the regular
797 General Assembly in 2013 shall be elected to three-year
798 terms.

799 (b) Members of the Nominating Committee elected prior to the
800 regular General Assembly in 2013 may serve their full six-
801 year terms.

802 (c) For elections at any regular General Assembly before 2018,
803 no person shall be eligible for nomination for a term on the
804 Nominating Committee that would result in more than six
805 years of continuous service.

806 (d) This transition provision shall automatically be deleted from
807 the bylaws following the regular General Assembly in 2017.

808 **ARTICLE VI Board of Trustees**

809 **Section C-6.1. Responsibility.**

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

813 **Section 6.2. Powers.**

814 The Board of Trustees shall act for the Association between
815 General Assemblies.

816 **Section 6.3. Membership.**

817 The Board of Trustees shall consist of:

818 (a) the President, without vote, the Moderator and the Financial
819 Advisor; and

820 (b) eleven trustees elected at large.

821 ***Section 6.4. Election of Trustees.**

822 (a) One-third, as nearly as possible, of the members of the Board
823 of Trustees shall be elected at each regular General
824 Assembly.

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

827 **Section 6.5. Term.**

828 Trustees shall take office immediately after the close of the General
829 Assembly at which they are elected, and shall serve for terms of
830 three years and until their successors are elected and qualified. Any
831 partial term of more than two years shall be considered a full term
832 for purposes of this Section. No trustee may serve more than two
833 successive full terms. However, a trustee may at any time become
834 one of the elected officers of the Association and serve as long in
835 that office as if such trustee had not previously been a trustee. No
836 person who has served as an elected officer for a full term or as a
837 trustee for two full terms shall thereafter be elected a trustee without
838 an interim of at least three years.

839 ***Section 6.6. Qualifications of Trustees.**

840 Each elected trustee shall be a member of a member congregation.
841 A trustee who ceases to meet these qualifications shall be
842 disqualified and the office declared vacant. Not more than one
843 trustee shall be a member of the same member congregation. If a
844 trustee becomes a member of a member congregation in which
845 another trustee is already a member, such trustee shall be
846 disqualified and the office declared vacant. The Board of Trustees
847 shall adopt rules for the application of this Section to persons
848 holding membership in more than one member congregation.

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

850 A trustee may at any time resign by giving written notice to the
851 Board of Trustees. Such resignation shall take effect at the time
852 specified therein, or, if no time is specified, then on delivery. A
853 trustee may be removed by a three-fourths vote of the entire Board
854 at a meeting at which not less than three-fourths of the entire Board
855 is present if in the opinion of the Board such trustee is incapacitated
856 or unable to carry out the duties of the office or otherwise for good
857 cause.

858 **Section 6.8. Vacancies.**

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

863 **Section 6.9. Place of Meeting.**

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

866 **Section 6.10. Regular Meetings.**

867 Regular meetings of the Board of Trustees shall be held at such
868 times as the Board may determine. No fewer than three regular
869 meetings of the Board shall be held during each fiscal year of the
870 Association.

871 **Section 6.11. Special Meetings.**

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

877 **Section 6.12. Waiver of Notice.**

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

882 **Section 6.13. Quorum.**

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

885 **Section 6.14. Compensation.**

886 Except for the President, members of the Board of Trustees shall
887 not receive compensation for their services but shall be reimbursed
888 as determined by the Board of Trustees for the expenses
889 reasonably incurred by them in the performance of their duties.

890 **Section 6.15. Annual Report.**

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

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

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

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

- 897 (a) the Executive Committee;
- 898 (b) the Ministerial Fellowship Committee;
- 899 (c) the Finance Committee;
- 900 (d) the Investment Committee;
- 901 (e) the Religious Education Credentialing Committee; and
- 902 (f) the Audit Committee.

903 The President shall be a member, without vote, of the Executive
904 Committee, the Finance Committee, and the Investment
905 Committee.

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

907 Except as otherwise provided, the terms of members of standing
908 committees of the Board of Trustees shall be two years beginning at
909 the close of the regular General Assembly in odd-numbered years.
910 Members shall be appointed no later than 120 days after the
911 beginning of the term. Members shall take office upon the effective
912 date of their appointment and shall serve until their successors are
913 appointed and qualified.

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

915 Standing committee members appointed by the Board of Trustees
916 serve at the pleasure of the Board and may be removed by it at any
917 time.

918 **Section 7.4. Vacancies.**

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

921 **Section 7.5. Executive Committee.**

922 The Executive Committee shall consist of the Moderator, the First
923 Vice Moderator, the Secretary, the Financial Advisor, and the
924 **Financial Secretary**. The position on the committee occupied by
925 the First Vice Moderator shall be filled by the Second Vice
926 Moderator at any meeting of the committee from which the First
927 Vice Moderator is absent or at which the First Vice Moderator is
928 presiding in the absence of the Moderator. The position on the
929 committee occupied by the Secretary shall be filled by the Assistant
930 Secretary at any meeting of the committee from which the Secretary
931 is absent. The Executive Committee shall conduct the current and
932 ordinary business of the Association between meetings of the Board
933 of Trustees. If between meetings of the Board of Trustees, matters
934 arise which (1) in the opinion of the Executive Committee are not
935 current and ordinary business but in the best interests of the
936 Association must nevertheless be acted upon, or (2) the Executive
937 Committee has been authorized by the Board to be acted upon,
938 then the Executive Committee may act thereon for the Board of
939 Trustees, but only if four or more members vote the action.

940 **Section 7.6. Ministerial Fellowship Committee.**

941 The Ministerial Fellowship Committee shall consist of no fewer than
942 fourteen members as follows:

- 943 (a) at least six members who are not ministers appointed by the
944 Board; and
- 945 (b) at least eight members who are ministers in final fellowship
946 with the Association, four appointed by the Unitarian
947 Universalist Ministers Association and the remainder by the
948 Board.

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

953 **Section 7.7. INTENTIONALLY DELETED.**

954

955 **Section 7.8. Investment Committee.**

956 The Investment Committee shall be the Investment Committee of
957 the Unitarian Universalist Common Endowment Fund LLC. The
958 duties of the Investment Committee are set forth in Article X.

959 **Section 7.9. Additional Committees.**

960 The Board of Trustees may appoint additional committees to serve
961 at its pleasure and shall determine the membership, qualifications,
962 and duties thereof.

963 **Section 7.10. Presiding Officer.**

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

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

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

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

970 Meetings of standing committees of the Board may be called by the
971 presiding officer and shall be called by the presiding officer at the
972 request of a majority of the members of the entire committee.
973 Unless the Board of Trustees otherwise provides, notice of
974 meetings of each standing committee shall be given in such a
975 manner and within such time as the standing committee
976 determines.

977 **Section 7.13. Religious Education Credentialing
978 Committee.**

979 The Religious Education Credentialing Committee shall consist of
980 seven members as follows:

981 (a) three members, none of whom is a parish minister, minister of
982 religious education, community minister, a credentialed
983 religious educator, or a director of religious education,
984 appointed by the Board;

985 (b) one member who is a parish minister or community minister,
986 appointed by the Board;

987 (c) one member who is a minister of religious education,
988 appointed by the Board;

989 (d) one member who is a Credentialed Religious Educator –
990 Master Level, appointed by the Board; and

991 (e) one member nominated by the Board of the Liberal Religious
992 Educators Association and appointed by the Board of
993 Trustees.

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

999 **Section 7.14. Audit Committee.**

1000 The Audit Committee shall consist of **no fewer than four** members
1001 as follows:

1002 (a) persons appointed by the Board, none of whom are members
1003 of the Board or hold a salaried position with the Association;

1004 (b) the Financial Advisor.

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.

1008 **ARTICLE VIII Officers of the Association**

1009 ***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.

1021 **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.

1025 **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.

1063 **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.

1068 **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
1075 Board if it determines that such 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.

1079 **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.

1084 **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.

1094 **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.

1100 **Section 8.9. President.**

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

1102 **Section 8.10. Financial Advisor.**

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

1104 ***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.

1107 **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.

1115 **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.

1120 **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.

1126 **Section 8.15. Treasurer.**

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

1128 **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.

1138 **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.

1141 **Section 8.18. Compensation.**

1142 The Moderator, the Financial Advisor, and the appointed non-
1143 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.

1147 **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.

1151 **ARTICLE IX Nominations and Elections**

1152 **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.

1160 **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.

1165 **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.

1170 ***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.

1191 (d) The report of the Nominating Committee 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.

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.

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. A certified member congregation
1218 may authorize the signing of a petition only by vote of its
1219 governing board or by vote at a duly called meeting of its
1220 members. Such a petition shall be filed with the Secretary of
1221 the Association, only in such form as the Secretary may
1222 prescribe, not later than February 1 of the year of the election
1223 and not earlier than the preceding March 1.

1224 (b) For other Elective Positions. A nomination for any elective
1225 position, for a regular or special election, may be by petition
1226 signed by not less than fifty members of certified member
1227 congregations, with no more than ten signatures of members
1228 of any one congregation counted toward the required fifty. A
1229 separate petition, in form prescribed by the Secretary, shall
1230 be filed for each nomination not later than February 1 of the
1231 year of the election and not earlier than the preceding
1232 October 1. A petition for nomination to the Board of Trustees
1233 must designate the position number for which the person is
1234 being nominated.

1235 **Section 9.7. Qualifications of Nominees.**

1236 Each person nominated for an elective position at large shall be a
1237 member of a member congregation. No person shall be nominated
1238 for more than one such elective position. If a person is nominated
1239 for more than one such elective position, the Secretary of the
1240 Association shall so notify such person in writing and such person
1241 shall have twenty days from the date of the notice to select one
1242 nomination which is acceptable. In the absence of a timely
1243 selection, all such nominations shall be void and the person shall be
1244 so notified in writing by the Secretary.

1245 **Section 9.8. Vacancy in Nominations.**

1246 If all persons nominated for an elective position at large die, decline
1247 to serve or are disqualified after the time has expired for making any
1248 further nominations, or if no valid and timely nomination is made,
1249 the position shall be filled after the final adjournment of the regular
1250 General Assembly at which the election would have been held in
1251 the same manner as if the position had been filled by election and
1252 had then become vacant.

1253 **Section 9.9. Supervision of Elections.**

1254 The Secretary shall supervise all elections for elective positions at
1255 large. The Secretary may appoint a committee of tellers to count
1256 ballots and perform other routine duties. The Secretary shall decide
1257 any question arising during such an election concerning:

1258 (a) the interpretation of any provision of these Bylaws or of Rules
1259 made hereunder relating to election procedures;

1260 (b) any procedural problem relating to the election which is not
1261 covered by these Bylaws or by the Rules; or

1262 (c) the interpretation of the intent of a voter in marking the ballot.

1263 The Secretary's decision shall be final. The Secretary shall remain
1264 neutral in the election and shall not engage in electioneering, except
1265 for advocacy of his or her own candidacy for offices for which he or
1266 she is nominated.

1267 **Section 9.10. Conduct of Elections at Large.**

1268 (a) Election by Ballot. Voting shall be by written or electronic
1269 ballot, except that if only one person has been validly
1270 nominated for each elective position at large the persons so
1271 nominated shall be declared elected and no ballots shall be
1272 required.

1273 (b) Persons Entitled to Vote. Ballots shall be cast only by
1274 accredited delegates from certified member congregations and
1275 certified associate member organizations to the regular
1276 General Assembly at which the election is held and by
1277 trustees. No person shall cast more than one ballot.

1278 (c) Absentee Voting. Those entitled to cast ballots in an election
1279 may cast their ballots electronically or by mail. Absentee
1280 ballots shall be mailed at least forty-five days prior to the
1281 General Assembly at which the election is being held. An
1282 absentee ballot that is mailed must be received by the
1283 Secretary not less than seven calendar days before the
1284 General Assembly in order to be counted. An absentee ballot
1285 that is transmitted electronically must be received by the
1286 Secretary prior to the closing of voting at the GA location. The
1287 closing date and time shall be designated in the General
1288 Assembly meeting announcement.

1289 ***Section 9.11. Counting of Ballots.**

1290 (a) For the position of President, Moderator, Financial Advisor, or
1291 Trustee. If there are no more than two duly nominated
1292 candidates for a position, the candidate receiving the greater
1293 number of votes is elected; provided, however, that in
1294 construing the foregoing with respect to Trustee positions,
1295 each Trustee position number shall be considered a separate
1296 elective position. If there are more than two duly nominated
1297 candidates for a position, the ballot shall be designed to
1298 permit the designation of first, second, third, etc., choice. If
1299 no candidate receives a majority of the first-choice votes cast,
1300 the candidate receiving the lowest first-choice vote shall be
1301 eliminated and the ballots cast for such candidate shall be
1302 redistributed in accordance with the second choice indicated
1303 thereon. This process shall be repeated until one candidate
1304 receives a majority of all votes cast or until only two
1305 candidates remain, at which time the one receiving the
1306 greater number of votes is elected.

1307 (b) For Other Elective Positions. If there is one elective position
1308 at large to be filled, the candidate receiving the greatest
1309 number of votes is elected. If there is more than one such
1310 elective position of the same kind to be filled, the candidates
1311 respectively receiving the greatest number of votes are
1312 elected.

1313 **Section 9.12. Special Elections.**

1314 If a vacancy occurs more than 630 days before the expiration of the
1315 term of an elected officer, an elected member of a standing
1316 committee of the Association, or a trustee, a special election shall
1317 be held to fill the balance of the unexpired term. The special election
1318 shall be held at the next regular General Assembly that begins at
1319 least 270 days after the date of the vacancy.

1320 ***Section 9.13. Rules for Nominations and Elections.**

1321 Rules relating to nomination and election procedures shall be
1322 adopted by a General Assembly. Such rules shall be applicable to
1323 elections held after the close of the General Assembly at which they
1324 are adopted.

1325 **Section 9.14. Transition Provision.**

1326 (a) The amendments to Sections 6.3, 6.4(a) 6.5, 6.6, 6.8, 8.3,
1327 8.7, 9.1, 9.3, and 9.6(a) shall become effective at the close of
1328 the regular General Assembly in 2013.

1329 (b) The amendments to section 6.4(b), 9.4, 9.6(b), 9.11, 9.12,
1330 and Rule G-9.13.2 shall become effective at the close of the
1331 regular General Assembly in 2012.

1332 (c) The terms of all trustees shall expire at the close of the
1333 regular General Assembly in 2013.

1334 (d) Notwithstanding the provisions of Section 9.4., for elections at
1335 the regular General Assembly in 2013:

1336 (1) The Board of Trustees shall appoint, not later than
1337 October 31, 2012, from among its current members,
1338 four members, for specified numbered seats, to each
1339 serve a two-year term beginning immediately after the
1340 close of the regular General Assembly in 2013. No
1341 member whose service on the Board of Trustees began
1342 prior to June 2009 shall be eligible for selection for such
1343 a term.

1344 (2) The Nominating Committee shall nominate one or more
1345 candidates to run for election to each of seven
1346 additional positions: four positions with a one-year term
1347 and three positions with a three-year term. These
1348 candidates may or may not be current members of the
1349 Board of Trustees.

1350 (3) The Nominating Committee shall nominate one or more
1351 candidates for election to a three-year term as Financial
1352 Advisor.

1353 (4) Candidates may be nominated by petition for the Board
1354 of Trustees or the Financial Advisor, as specified in
1355 Section 9.6.

1356 (5) A report of the Nominating Committee shall be filed with
1357 the Secretary of the Association and be mailed to all
1358 certified member congregations, associate member
1359 organizations, and trustees on or before December 10,
1360 2012.

1361 (e) For elections at any regular General Assembly before 2019,
1362 no trustee shall be eligible for nomination for a term that
1363 would result in more than six years of continuous service.

1364 (f) This transition provision shall automatically be deleted from
1365 the bylaws following the regular General Assembly in 2018.

1366 **ARTICLE X Finance and Contracts**

1367 ***Section 10.1. Annual Budget.**

1368 The annual budget of the Association shall be adopted and may
1369 subsequently be amended by the Board of Trustees. A budget or
1370 budgets for the coming year or years shall be presented to each
1371 regular General Assembly for its consideration and such

1372 recommendation of financial priorities as the General Assembly
1373 may wish to make.

1374 **Section 10.2. Election and Duties of the Financial**
1375 **Secretary.**

1376 **The Financial Secretary shall be elected by the Board from**
1377 **among its members. The Financial Secretary facilitates the**
1378 **Board's conversations in order to fulfill its financial**
1379 **responsibilities.**

1380 **Section 10.3. Duties of Financial Advisor.**

1381 The Financial Advisor shall advise the President and the Board of
1382 Trustees on financial policy and shall assist the Board in long-range
1383 planning by reviewing the sources of funds, the application of funds
1384 designated for specific purposes, the balance between foreseeable
1385 income and proposed expenditures, and the overall financial
1386 welfare of the Association. From time to time the Financial Advisor
1387 shall report to the President and the Board findings and
1388 recommendations respecting the current financial affairs of the
1389 Association and long-range planning.

1390 **Section 10.4 Duties of Treasurer and Assistant**
1391 **Treasurers.**

1392 The Treasurer shall have custody of the corporate seal and the
1393 funds and other properties of the Association and shall have the
1394 usual duties of the Treasurer of a corporation. The Treasurer or the
1395 Board of Trustees may from time to time delegate or assign to each
1396 Assistant Treasurers specified duties and authority; and any person,
1397 firm, organization or corporation dealing with the Association may
1398 assume that any act performed by an Assistant Treasurer, including
1399 the execution, sealing and delivery of any document, has been
1400 performed pursuant to an effective delegation or assignment of
1401 authority as aforesaid, and the Association shall be bound
1402 accordingly.

1403 **Section C-10.5. Raising of Funds.**

1404 The Association shall raise capital and operating funds to carry out
1405 its purposes. It may also raise capital and operating funds for
1406 associate member organizations and independent affiliate
1407 organizations.

1408 **Section C-10.6. Authority to Hold Funds for the Benefit**
1409 **of Others.**

1410 The Association may hold for investment and distribution funds
1411 given to the Association for the benefit of a member congregation,
1412 associate member organization, independent affiliate organization,
1413 or other Unitarian Universalist organization.

1414 **Section C-10.7. Responsibility for Funds Held by the**
1415 **Association.**

1416 (a) Board of Trustees. The Board of Trustees shall have ultimate
1417 responsibility for investing the funds held by the Association.

1418 (b) President. The President shall invest the endowment funds
1419 held by the Association in the Unitarian Universalist Common
1420 Endowment Fund LLC.

1421 (c) Investment Committee. The Investment Committee shall
1422 manage the endowment funds held by the Association,
1423 subject to control by the Board of Trustees.

1424 ***Section 10.8. Contracts and Securities.**

1425 The President, Secretary, Recording Secretary, Treasurer, and
1426 Assistant Treasurer may sign and attest deeds, mortgages,
1427 contracts, and other documents to which the Association is a party.

1428 **Section C-10.9. Pension System.**

1429 The Association shall establish and maintain a pension system for
1430 ministers in fellowship with the Association.

1431 **Section 10.10. Fiscal Year.**

1432 The fiscal year of the Association shall be from July 1 to June 30.

1433 **Section C-10.11. Corporate Seal.**

1434 The seal of the Association shall be in such form as the Board of
1435 Trustees shall approve.

1436 **Section 10.12. Indemnification of Trustees, Officers,
1437 Employees, and Volunteers.**

1438 The Association, to the extent legally permissible, shall indemnify
1439 any trustee, officer, employee of the Association or volunteer
1440 elected by a General Assembly or appointed by the Board of
1441 Trustees of the Association to serve the Association, or persons
1442 formerly holding such positions, against all liabilities and expenses
1443 (including court costs, attorneys' fees, and the amount of any
1444 judgment or reasonable settlement, fines and penalties) actually
1445 and necessarily incurred by any such person, subsequent to the
1446 adoption hereof, in connection with the defense of any claim
1447 asserted or threatened to be asserted against any such person, or
1448 any action, suit or proceeding in which any such person may be
1449 involved as a party, by reason of being or having been such trustee,
1450 officer, employee or volunteer or by reason of any action alleged to
1451 have been taken or omitted by any such person as such trustee,
1452 officer, employee or volunteer, except with respect to any matter as
1453 to which he or she shall have been adjudicated in any proceeding
1454 not to have acted in good faith in the reasonable belief that his or
1455 her action was in the best interests of the Association; provided,
1456 however, that as to any matter disposed of by a compromise
1457 payment by such person, pursuant to a consent decree or
1458 otherwise, no indemnification either for said payment or for any
1459 other expenses shall be provided unless such compromise and
1460 indemnification therefore shall be approved:

1461 (a) by a majority vote of a quorum consisting of disinterested
1462 trustees;

1463 (b) if such quorum cannot be obtained, then by a majority vote of
1464 a committee of the Board of Trustees consisting of all the
1465 disinterested trustees;

1466 (c) if there are not two or more disinterested trustees in office,
1467 then by a majority of the trustees then in office, provided they
1468 have obtained a written finding by independent legal counsel
1469 appointed by a majority of the trustees to the effect that,
1470 based upon a reasonable investigation of the relevant facts
1471 as described such opinion, the person to be indemnified
1472 appears to have acted in good faith and in the reasonable
1473 belief that his or her action was in the best interests of the
1474 Association;

1475 (d) if not resolved by (a), (b) or (c), above, by a court of
1476 competent jurisdiction.

1477 If authorized in the same manner specified above for compromise
1478 payments, expenses, including attorneys' fees actually and
1479 necessarily incurred by any such person in connection with the
1480 defense or disposition of any such action, suit or other proceeding
1481 may be paid from time to time by the Association in advance of the
1482 final disposition thereof upon receipt of (a) an affidavit of such
1483 individual of his or her good faith belief that he or she has met the
1484 standard of conduct necessary for indemnification under this
1485 Section and (b) an undertaking by such individual to repay the
1486 amount so paid to the Association if such person shall be
1487 adjudicated to be not entitled to indemnification under this Section,
1488 which undertaking may be accepted without reference to the
1489 financial ability of such person to make repayment. The right of
1490 indemnification herein provided shall inure to the benefit of the
1491 heirs, executors and administrators of each such trustee, [or] officer,
1492 employee or volunteer and shall not be deemed exclusive of any
1493 other rights to which any such person may be entitled under any
1494 statute, bylaw, agreement, vote of members or otherwise or to

1495 which any such person might have been entitled were it not for this
1496 provision. As used in this Section, an "interested" trustee or officer
1497 is one against whom in such capacity the proceeding in question, or
1498 other proceeding on the same or similar grounds, is then pending.

1499 **Section 10.13. Duties of the Audit Committee.**

1500 The Audit Committee shall oversee the annual audit of the financial
1501 statements of the Association by an independent certified public
1502 accounting firm and monitor the establishment and implementation
1503 of accounting policies and internal controls. Specific duties of the
1504 Audit Committee shall be set forth in a charter adopted by the
1505 Board, which may be amended by the Board from time to time.

1506 **ARTICLE XI Ministry**

1507 **Section C-11.1. Ministerial Fellowship.**

1508 Each member congregation has the exclusive right to call and
1509 ordain its own minister or ministers, but the Association has the
1510 exclusive right to admit ministers to ministerial fellowship with the
1511 Association. Fellowship may be for the purposes of parish, religious
1512 education and/or community ministry as determined by action of the
1513 Ministerial Fellowship Committee.

1514 No minister shall be required to subscribe to any particular creed,
1515 belief, or interpretation of religion in order to obtain and hold
1516 fellowship.

1517 ***Section 11.2. Ministerial Fellowship Committee.**

1518 The Ministerial Fellowship Committee shall have exclusive
1519 jurisdiction over ministerial fellowship except as otherwise provided
1520 in these bylaws. It shall make rules governing ministerial fellowship,
1521 subject to the approval of the Board of Trustees.

1522 **Section 11.3. Admission to Fellowship.**

1523 A minister may be admitted to fellowship by the Ministerial
1524 Fellowship Committee, upon complying with the requirements of
1525 these Bylaws and the rules, policies, procedures and requests of
1526 the Committee. A minister who is admitted to fellowship shall be
1527 admitted to preliminary fellowship for a period of at least three
1528 years, be evaluated in ministry, and may thereafter be admitted to
1529 final fellowship.

1530 **Section 11.4. Fellowship Records.**

1531 The Executive Secretary of the Ministerial Fellowship Committee
1532 shall maintain up-to-date records of all ministers in fellowship with
1533 the Association. These records shall be available only to members
1534 of the committee, persons designated by the Committee, and, in
1535 cases of appeals, the Board of Review.

1536 **Section 11.5. Termination of Fellowship and
1537 Administrative Suspension.**

1538 The fellowship of a minister may be terminated by the Ministerial
1539 Fellowship Committee for unbecoming conduct, incompetence or
1540 other specified cause. Final fellowship may be terminated only after
1541 notice by the Committee and opportunity for a Fellowship Review
1542 before the Committee. During an investigation or the pendency of a
1543 complaint, the Ministerial Fellowship Committee may suspend a
1544 minister until a final determination can be made on the minister's
1545 fellowship status.

1546 **Section 11.6. Reinstatement to Fellowship.**

1547 The Ministerial Fellowship Committee may reinstate in or readmit to
1548 fellowship a minister who has previously resigned from fellowship or
1549 whose fellowship has been suspended or terminated.

1550 **Section 11.7. Appeal.**

1551 A minister in final ministerial fellowship whose fellowship is
1552 terminated may appeal the determination of the Ministerial
1553 Fellowship Committee to the Board of Review. The Board of

1554 Review shall have exclusive jurisdiction to hear and decide such
1555 appeals. No other appeal shall be allowed from any decision of the
1556 Ministerial Fellowship Committee.

1557 **Section 11.8. Procedure on Appeal.**

1558 An appeal to the Board of Review may be heard by a panel of the
1559 Board selected as provided in its rules. The Board of Review or its
1560 panel hearing an appeal shall limit its review to an examination of
1561 the Ministerial Fellowship Committee's decision, the information
1562 presented to the Committee, including the documents and other
1563 evidence compiled during the Fellowship Review, and the reasons
1564 articulated by the Ministerial Fellowship Committee for its decision
1565 terminating the minister's fellowship. If the minister requests
1566 consideration of newly discovered evidence not previously
1567 presented to the Ministerial Fellowship Committee, then the matter
1568 shall be returned to the Ministerial Fellowship Committee for
1569 consideration of that evidence before the Board proceeds with the
1570 appeal. These Bylaws and the rules of the Ministerial Fellowship
1571 Committee shall be binding upon the Board of Review or its panel.
1572 The Ministerial Fellowship Committee's determination of fact and/or
1573 credibility will not be overturned unless no reasonable fact finder
1574 could have reached such determination, and disputes of fact are to
1575 be resolved in favor of the Ministerial Fellowship Committee's
1576 determination. The Board of Review or its panel may set aside the
1577 decision of the Ministerial Fellowship Committee only where
1578 necessary to correct or prevent manifest injustice. The Board of
1579 Review or its panel may remand the case in whole or in part to the
1580 Committee or take such other action as may be just. The Board of
1581 Review or its panel shall set forth its finding and conclusions and
1582 will serve upon the affected minister and the Ministerial Fellowship
1583 Committee. The decision shall be entered in the fellowship records
1584 and shall be final and binding upon all parties. No appeal shall be
1585 allowed from the decision of the Board of Review. The Board of
1586 Review shall make rules to carry out the intent of this Section.

1587 **ARTICLE XII Religious Education Credentialing**

1588 **Section 12.1. Religious Education Credentialing.**

1589 Each member congregation has the exclusive right to employ its
1590 own religious educator, but the Association has the exclusive right
1591 to confer on religious educators a religious education credentialing
1592 status with the Association. No religious educator shall be required
1593 to subscribe to any particular creed, belief, or interpretation of
1594 religion in order to obtain and hold religious education credentialing
1595 status.

1596 **Section 12.2. Religious Education Credentialing
1597 Committee.**

1598 The Religious Education Credentialing Committee shall have
1599 exclusive jurisdiction over religious education credentialing except
1600 as otherwise provided herein. It shall make rules governing religious
1601 education credentialing, subject to the approval of the Board of
1602 Trustees.

1603 **Section 12.3. Achievement of Religious Education
1604 Credentialing Status.**

1605 A religious educator may achieve a religious education credentialing
1606 status by action of the Religious Education Credentialing
1607 Committee, upon complying with the requirements of these Bylaws
1608 and the rules, policies, procedures and requests of the committee.

1609 **Section 12.4. Religious Education Credentialing Levels.**

1610 The Religious Education Credentialing Committee shall adopt rules
1611 related to levels of religious education credentialing as follows:
1612 religious education credentialing includes Credentialed Religious
1613 Educator – Associate Level status, credentialed religious educator
1614 status, and Credentialed Religious Educator – Master Level status
1615 as determined by action of the Religious Education Credentialing
1616 Committee.

1617 **Section 12.5. Religious Education Credentialing
1618 Records.**

1619 The Executive Secretary of the Religious Education Credentialing
1620 Committee shall maintain up-to-date records of all religious
1621 educators who have achieved a status as a religious educator as
1622 described in Section 12.4 of these bylaws. These records shall be
1623 available only to members of the committee, persons designated by
1624 the Committee, and, in cases of appeals, the Board of Review.

1625 **Section 12.6. Termination or Administrative
1626 Suspension of Religious Education Credentialing
1627 Status.**

1628 The religious education credentialing status of a religious educator
1629 may be terminated by the Religious Education Credentialing
1630 Committee for unbecoming conduct, incompetence or other
1631 specified cause. Credentialing status may be terminated only after
1632 notice by the Committee and opportunity for a Religious Education
1633 Credentialing Status Review before the Committee. During an
1634 investigation or the pendency of a complaint, the Religious
1635 Education Credentialing Committee may suspend a religious
1636 educator's credentialing status until a final determination can be
1637 made.

1638 **Section 12.7. Reinstatement of Religious Education
1639 Credentialing Status.**

1640 The Religious Education Credentialing Committee may reinstate in
1641 or readmit to religious education credentialing status a religious
1642 educator who has previously resigned from religious education
1643 credentialing status or whose religious education credentialing
1644 status has lapsed, been suspended or terminated.

1645 **Section 12.8. Appeal.**

1646 A religious educator with a religious education credentialing status
1647 whose status is terminated may appeal the determination of the
1648 Religious Education Credentialing Committee to the Board of
1649 Review. The Board of Review shall have exclusive jurisdiction to
1650 hear and decide such appeals. No other appeal shall be allowed
1651 from any decision of the Religious Education Credentialing
1652 Committee.

1653 **Section 12.9. Procedure on Appeal.**

1654 An appeal to the Board of Review shall be heard by a panel of the
1655 Board selected as provided in its rules. The Board of Review or its
1656 panel hearing an appeal shall limit its review to an examination of
1657 the Religious Education Credentialing Committee's decision,
1658 including the documents and other evidence compiled during the
1659 Religious Education Credentialing Status Review, and the reasons
1660 articulated by the Religious Education Credentialing Committee for
1661 its decision terminating the religious educator's credentialing status.
1662 If the religious educator requests consideration of newly discovered
1663 evidence not previously presented to the Religious Education
1664 Credentialing Committee, then the matter shall be returned to the
1665 Religious Education Credentialing Committee for consideration of
1666 that evidence before the Board proceeds with the appeal. These
1667 Bylaws and the rules of the Religious Education Credentialing
1668 Committee shall be binding upon the Board of Review or its panel.
1669 The Religious Education Credentialing Committee's determination
1670 of fact and/or credibility will not be overturned unless no reasonable
1671 fact finder could have reached such determination, and disputes of
1672 fact are to be resolved in favor of the Religious Education
1673 Credentialing Committee's determination.

1674 The Board of Review or its panel may set aside the decision of the
1675 Religious Education Credentialing Committee only where necessary
1676 to correct or prevent manifest injustice. The Board of Review or its
1677 panel may remand the case in whole or part to the Religious
1678 Education Credentialing Committee or take such other action as
1679 may be just. The Board of Review or its panel shall set forth its
1680 finding and conclusions and shall be communicated to the affected
1681 religious educator and the Religious Education Credentialing
1682 Committee. The decision shall be entered in the religious education
1683 credentialing records and shall be final and binding upon all parties.
1684 No appeal shall be allowed from the decision of the Board of

1685 Review. The Board of Review shall make rules to carry out the
1686 intent of this Section.

1687 **ARTICLE XIII Regional Organizations**

1688 **Section C-13.1. Districts and Regions.**

1689 The Association shall support areas of regional responsibility known
1690 as districts or regions.

1691 ***Section C-13.2. Establishment.**

1692 The establishment of districts or regions and the manner of
1693 determining which congregations are included in each district or
1694 region shall be in accordance with rules adopted by the General
1695 Assembly.

1696 **Section 13.3. Members.**

1697 All member congregations of the Association located within the
1698 district **or** region shall be entitled to be member congregations of
1699 that district **or** region.

1700 **Section C-13.4. Autonomy.**

1701 Each district or region shall be autonomous and shall be controlled
1702 by its own member congregations to the extent consistent with the
1703 promotion of the welfare and interests of the Association as a whole
1704 and of its member congregations.

1705 **Section 13.5. District Bylaws.**

1706 Each district **or** region shall adopt bylaws **or** policies which are not
1707 in conflict with these Bylaws.

1708 **ARTICLE XIV Rules**

1709 **Section 14.1. Adoption and Amendment of Rules by** 1710 **General Assemblies.**

1711 A General Assembly may adopt Rules not inconsistent with these
1712 Bylaws. Adoption or amendment of Rules by a General Assembly
1713 shall be by two-thirds vote. Each Rule adopted by a General
1714 Assembly shall be identified by a "G" preceding its Rule number. A
1715 General Assembly may amend or repeal Rules adopted by prior
1716 General Assemblies or by the Board of Trustees, if the proposed
1717 Rules or amendments have been placed on the agenda. Rules and
1718 amendments thereto shall be submitted for inclusion on the agenda
1719 in the same manner as other resolutions. The provisions of this
1720 Section 14.1 do not apply to the Rules of Procedure contemplated
1721 by Section 4.19.

1722 **Section 14.2. Adoption and Amendment of Rules by** 1723 **the Board of Trustees.**

1724 The Board of Trustees may adopt Rules not inconsistent with these
1725 Bylaws and with Rules adopted by General Assemblies and may
1726 amend or repeal its Rules.

1727 **Section 14.3. Rules of Order.**

1728 The Rules contained in the current edition of *Robert's Rules of*
1729 *Order Newly Revised* shall govern the Association in all cases to
1730 which they are applicable and in which they are not inconsistent
1731 with these Bylaws and any Rules that may be adopted hereunder.

1732 **ARTICLE XV Amendment**

1733 **Section C-15.1. Amendment of Bylaws.**

1734 (a) Amendments to Bylaws. These Bylaws may be amended by
1735 a two-thirds vote at a regular General Assembly if a proposed
1736 amendment has been placed on the agenda; provided,
1737 however, that proposals to amend, repeal, or add a new
1738 section of these Bylaws whose section number is preceded
1739 by a "C" (hereinafter a "C Bylaw") shall be governed by
1740 subsections (b) or (c) hereof.

1741 (b) Amendments to C Bylaws Other Than in Article II. A
1742 proposal to amend, repeal or add a new C Bylaw, other than
1743 those C Bylaws in Article II of these Bylaws, shall be subject
1744 to a two-step approval process.

1745 (1) Such proposals must be placed on the agenda of a
1746 regular General Assembly and approved preliminarily by
1747 a majority vote at such regular General Assembly.
1748 Following such preliminary approval, the proposal to
1749 amend, repeal or add a new C Bylaw shall be placed on
1750 the agenda of the next regular General Assembly for final
1751 adoption. Final adoption shall require a two-thirds vote.

1752 (2) The text of a proposed amendment which has been
1753 approved by one General Assembly, may be amended at
1754 any time prior to final adoption. If the Moderator rules that
1755 the amendment to the proposal is substantive, final
1756 adoption shall only be by a subsequent General
1757 Assembly except that any such proposal that has been
1758 under consideration for final approval at three successive
1759 regular General Assemblies shall not be subject to
1760 substantive amendment and shall be submitted to a vote
1761 for final approval at the third such regular General
1762 Assembly.

1763 (3) Such a proposal which, on any vote for final adoption,
1764 receives a majority but not a two-thirds vote, shall be
1765 placed on the agenda of the next regular General
1766 Assembly, at which it may be finally adopted if it receives
1767 the requisite approval. If the proposal is not passed by a
1768 two-thirds vote at the third regular General Assembly at
1769 which it is considered for final approval, neither the
1770 proposal nor another proposal that is substantively similar
1771 shall be placed on the agenda of the next regular General
1772 Assembly.

1773 (c) Amendments to C Bylaws in Article II. A proposal to amend,
1774 repeal or add a new C Bylaw in Article II of these Bylaws shall
1775 be subject to the following process

1776 (1) Such a proposal shall be admitted to the agenda of a
1777 regular General Assembly for the purpose of determining
1778 whether the proposal shall be referred to a commission
1779 appointed by the Board of Trustees for study. Such a
1780 study shall involve member congregations. A majority
1781 vote at a regular General Assembly shall be required to
1782 refer such a proposal to the study commission. Once the
1783 study of the proposal is complete, which shall be
1784 completed in no more than two years, the study
1785 commission shall submit to the Board of Trustees for
1786 inclusion on the agenda of the next regular General
1787 Assembly any amendments to Article II that the study
1788 commission recommends. The Board of Trustees shall
1789 also include on the agenda any amendments that it
1790 recommends to the study commission proposal.

1791 (2) A motion to dispense with the study process and give
1792 preliminary approval to a proposal to amend, repeal or
1793 add a new C Bylaw in Article II shall be in order during the
1794 General Assembly at which consideration of a motion to
1795 refer the proposal to the study process is authorized. A
1796 motion to dispense with the study process shall require a
1797 four-fifths vote for passage. Such a proposal shall then
1798 be placed on the agenda of the next regular General
1799 Assembly for final adoption without amendment. Final
1800 adoption shall require a two-thirds vote.

1801 (3) At the first General Assembly following the completion of
1802 the study process, amendments to the Article II proposal
1803 may be considered only as follows:

1804 (i) During the General Assembly there shall be a mini-
1805 assembly held during which amendments to the

1806 Article II proposal recommended by the study
 1807 commission shall be considered.

1808 (ii) A delegate may submit in writing at the mini-
 1809 assembly an amendment to an Article II proposal.
 1810 All such amendments shall be made available in
 1811 writing to the General Assembly. The Moderator, in
 1812 consultation with the chair of the study commission,
 1813 the parliamentarian and legal counsel shall
 1814 prioritize proposed amendments for consideration
 1815 by the General Assembly. A majority vote of the
 1816 General Assembly is required for approval of any
 1817 amendment proposed in the mini-assembly.

1818 (iii) Following the vote on any amendments proposed in
 1819 the mini-assembly, the General Assembly shall
 1820 vote on any amendments proposed by the Board of
 1821 Trustees. A majority vote is required to adopt such
 1822 amendments. Following the vote on all
 1823 amendments, the General Assembly shall vote on
 1824 preliminary approval of the Article II proposal. A
 1825 majority vote is required for preliminary approval.

1826 (iv) If no amendments proposed in the mini-assembly
 1827 are adopted by the General Assembly pursuant to
 1828 subsection (c)(3)(ii) above, the Article II proposal
 1829 shall be submitted for final approval to the next
 1830 regular General Assembly. Final approval requires
 1831 a two-thirds vote of the General Assembly. No
 1832 amendments may be considered.

1833 (v) If one or more amendments proposed in the mini-
 1834 assembly are adopted by the General Assembly,
 1835 the Article II proposal shall be referred to the study
 1836 commission. Within six months after the close of
 1837 the General Assembly, the study commission,
 1838 taking into account the decisions of the General
 1839 Assembly, shall prepare the proposal to amend
 1840 Article II. The Board of Trustees shall put this
 1841 proposal on the agenda of the next regular General
 1842 Assembly.

1843 (4) At the next regular General Assembly following the
 1844 process described in subsection (c)(3)(v), above, the
 1845 Article II proposal is subject to amendment only by a
 1846 three-fourths vote in favor of an amendment submitted to
 1847 the General Assembly in writing by the Board of Trustees
 1848 or a minimum of fifteen (15) certified congregations, as
 1849 described in Section 15.2 of these Bylaws. Final approval
 1850 of the Article II proposal requires a two-thirds vote of the
 1851 General Assembly.

1852 (5) If the Article II proposal does not receive the requisite
 1853 approval at the General Assembly following the
 1854 completion of the study process described in subsection
 1855 (c)(3)(iv) or subsection (c)(4), above, neither the proposal
 1856 nor another proposal that is substantively similar shall be
 1857 placed on the agenda of the next regular General
 1858 Assembly.

1859 (6) If no study process of Article II has occurred for a period
 1860 of fifteen years, the Board of Trustees shall appoint a
 1861 commission to study Article II for not more than two years
 1862 and to recommend appropriate revisions, if any, thereto to
 1863 the Board of Trustees for inclusion on the agenda of the
 1864 next regular General Assembly. The Board of Trustees
 1865 shall also include on the agenda any amendments that it
 1866 recommends to the study commission proposal.
 1867 Notwithstanding anything to the contrary contained
 1868 herein, proposals to amend Article II which are
 1869 promulgated by a study commission in accordance with
 1870 this paragraph shall be subject to a two-step approval

1871 process as described in subsections (c)(3) and (c)(4),
 1872 above.

1873 ***Section 15.2. Submission of Proposed Amendment.**

1874 Proposed amendments to these Bylaws may be submitted only by:

1875 (a) the Board of Trustees;

1876 (b) the General Assembly Planning Committee;

1877 (c) the Commission on Appraisal; **or**

1878 (d) not less than fifteen certified member congregations by action
 1879 of their governing boards or their congregations; such
 1880 proposed amendments to Bylaws must be received by the
 1881 Board of Trustees on February 1 whenever the regular
 1882 General Assembly opens in June; otherwise, not less than
 1883 110 days before the General Assembly.

1884 **RULES* of the UNITARIAN UNIVERSALIST**
 1885 **ASSOCIATION**

1886 *Rules whose section number is preceded by a "G" are those
 1887 adopted by a General Assembly and may be amended or repealed
 1888 only by a General Assembly, as provided in Section 14.1 of the
 1889 Bylaws.

1890 **RULE I Name**

1891 No existing rules applicable to Article I.

1892 **RULE II Principles and Purposes**

1893 **Rule G-2.1. Democratic Process.**

1894 Because the Association is committed to the use of the democratic
 1895 process, because its governing institutions are accountable to our
 1896 congregations, because accessibility is critical to countering
 1897 systemic and institutional oppression and because openness and
 1898 trust are characteristics of a healthy religious community, the UUA
 1899 Board shall establish policies to allow for the maximum
 1900 transparency of its proceedings and of the proceedings of all UUA
 1901 committees, commissions and task forces, consistent with their
 1902 effective functioning. These policies shall include:

- 1903 (a) providing advance notice of dates and locations of regular
 1904 business meetings, and making agendas, reports and
 1905 minutes available promptly;
- 1906 (b) providing avenues for comment on issues on the meetings'
 1907 agendas;
- 1908 (c) accommodating observers at regular business meetings, with
 1909 the exception of executive sessions.

1910 Implementing this rule shall be the responsibility of the Board of
 1911 Trustees. The Board shall designate a specific person or
 1912 committee to whom comments about adherence to this rule may be
 1913 addressed. The Board shall report to the General Assembly
 1914 annually for the next three years on its implementation.

1915 **Rule G-2.3. Non-discrimination.**

1916 The Association declares and affirms its special responsibility, and
 1917 that of its member congregations and organizations, to promote the
 1918 full participation of persons in all of its and their activities and in the
 1919 full range of human endeavor without regard to racialized identity,
 1920 ethnicity, gender expression, gender identity, sex, disability,
 1921 affectional or sexual orientation, family and relationship structures,
 1922 age, language, citizenship status, economic status, or national
 1923 origin and without requiring adherence to any particular
 1924 interpretation of religion or to any particular religious belief or creed.

1925

RULE III Membership

1926 Section C-3.3. Admission to Membership.

1927 Rule 3.3.1. New Congregations.

1928 It is the policy of the Unitarian Universalist Association to encourage
1929 and assist the development of new congregations as well as to
1930 support and aid existing member congregations as stated in the
1931 purposes of the Association.

1932 Rule 3.3.2. Procedure for Admission.

1933 A church or fellowship may become a member of the Association
1934 upon approval by the Board of Trustees of the Association of a
1935 written application for membership.

1936 The application shall include:

- 1937 (a) a statement that the applicant subscribes to the principles of
- 1938 the Association and pledges itself to support the Association;
- 1939 (b) a copy of the articles of incorporation or other organizing
- 1940 documents and the bylaws of the applicant;
- 1941 (c) the names and addresses of the charter members sufficient in
- 1942 number to satisfy the minimum membership requirements;
- 1943 and
- 1944 (d) an initial payment in an amount of no less than the Fair Share
- 1945 contribution to the Association's Annual Program Fund, pro-
- 1946 rated for the portion of the Association's fiscal year remaining
- 1947 as of the date of application.

1948 Rule 3.3.3. Membership Requirements for Admission.

1949 A new congregation, to be recognized as a member of the
1950 Association, must have thirty (30) of its adult members be members
1951 solely of the new congregation.

1952 Rule 3.3.4. Multiple Local Congregations.

1953 In many communities the liberal religious movement may be better
1954 served by the establishment of two or more member congregations.

- 1955 (a) It is ordinarily desirable that a new congregation should have
- 1956 the active support and sponsorship of any member
- 1957 congregation or congregations located in the same
- 1958 geographic area.
- 1959 (b) The Association will neither initiate nor recognize such a new
- 1960 congregation until after the Association has consulted by mail
- 1961 or by interview with any member congregation or
- 1962 congregations located in the same geographic area. Such
- 1963 consultation shall include a request for letters from the
- 1964 presiding officer of the congregation's governing board and
- 1965 minister of such congregation(s) stating judgment regarding
- 1966 the establishment and/or recognition of the new congregation.
- 1967 The Association may proceed to assist in organizing or
- 1968 recognizing the new congregation despite local protest or
- 1969 objection if the Association believes that such action is in the
- 1970 best interests of the entire movement and that it will
- 1971 strengthen the total Unitarian Universalist position in the
- 1972 community.

1973 Rule 3.3.5. Rules and Regulations for New
1974 Congregations.

1975 It is essential that Unitarian Universalist congregations be
1976 affirmative in spirit, inclusive in fellowship, and mutually supportive
1977 in their relationships with other congregations. The following
1978 statements represent the Association's best judgment as to the
1979 meaning of this general statement and shall be used by staff and
1980 the Board in determining action upon applications for membership.

- 1981 (a) In receiving the application of a new congregation for
- 1982 membership in the Association, the Congregational Services
- 1983 staff shall satisfy itself that the group is making its application
- 1984 in good faith and that it will make a sincere effort to carry out

1985
1986

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

1987 (b)
1988
1989
1990
1991
1992

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

1993 (c)
1994
1995

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

1996 (d)
1997
1998
1999

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

2000 (e)
2001
2002

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

2003 (f)
2004
2005
2006
2007
2008
2009
2010
2011
2012
2013

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

2014 Rule 3.3.6. Order of Administrative Procedure.

2015 The order of administrative procedure:

2016 (a)
2017

Application for congregational membership in the Association
will first be referred to UUA staff.

2018 (b)
2019

UUA staff will seek information and advice with respect to all
applications as follows:

2020
2021
2022
2023

- U.S. Congregations – District President
- Other Congregations – Executive Officer of appropriate
Unitarian or Universalist or Unitarian Universalist
international group, if any.

2024 (c)
2025
2026
2027

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

2028 Section C-3.5. Certification of Membership.

2029 Rule 3.5.1. Required Annual Report.

2030 In each fiscal year of the Association (July 1 to June 30), each
2031 member congregation shall file with the Secretary of the Association
2032 an Annual Report on the form and in the manner provided by the
2033 Association. The Annual Report shall include a certification by a
2034 minister or principal officer of the member congregation stating (a)
2035 whether or not the member congregation complied with the
2036 conditions set forth in Section C-3.5 of the Bylaws during the
2037 Association's prior fiscal year and (b) that the information provided
2038 to the Association in the Annual Report is true and correct to the
2039 best of the minister's or principal officer's knowledge.

2040 For purposes of determining compliance with Section C-3.5 of the
2041 Bylaws, a member congregation shall be deemed to have
2042 conducted 'regular religious services' if it has held at least 10
2043 services during the fiscal year.

2044 A member congregation's Annual Report for a particular fiscal year
2045 and, if submitted separately, the related certification must be

2046 received by the Association on or before February 1 following the
2047 close of that fiscal year whenever the regular General Assembly
2048 opens in June and otherwise on or before the close of business on
2049 the last business day which is at least 110 days before the date of
2050 the General Assembly next following the close of that fiscal year. If
2051 a member congregation's related certification is not received by the
2052 applicable deadline, it will still be deemed timely filed if the member
2053 congregation submits to the Association proof that it was mailed in
2054 accordance with the provisions of Rule G-13.4.2. Such proof may
2055 be in the form of a stamped or validated receipt for Registered or
2056 Certified Mail or a sworn statement attesting to the proper
2057 submission of the certification signed by the person responsible for
2058 its mailing.

2059 **Rule 3.5.2. Inactive Congregations**

2060 In September of each year UUA staff shall initiate the process of
2061 contacting congregations in the inactive category to determine their
2062 status.

2063 This process includes:

- 2064 (a) requesting a list of congregations that have failed to submit
2065 an annual report for three consecutive fiscal years;
- 2066 (b) forwarding this list to the UUA's District Staff with copies to
2067 District Presidents and District Trustees for their information;
- 2068 (c) upon receipt of the annual inactive congregations list and
2069 pursuant to the UUA's by-laws section C-3.6, the UUA's
2070 District staff shall follow up with any congregation in their
2071 district;
- 2072 (d) after follow up the District staff shall make a recommendation
2073 about each congregation's status to the UUA Board for action
2074 at its April meeting.

2075 **Section C-3.7. Associate Member Organizations.**

2076 **Rule 3.7.1. Limitation of Associate Membership.**

2077 It shall be the policy of the Board of Trustees to limit admissions to
2078 associate membership to major continent-wide organizations.

2079 **Rule 3.7.2. Non-Segregation.**

2080 Each associate member organization shall in all aspects of its work
2081 refrain from the practice of segregation based on race, ethnicity,
2082 gender, disability, affectional or sexual orientation, language,
2083 citizenship status, economic status, or national origin. This rule is
2084 not intended to preclude associate member organizations designed
2085 to benefit groups organized to ensure their fuller participation in the
2086 larger society and to fulfill their unique spiritual needs.

2087 **Rule 3.7.3. Application for Associate Membership.**

2088 Each applicant for membership shall submit with its application:

- 2089 (a) an attested copy of its charter and, unless it is included in the
2090 charter, an attested copy of its purposes, objectives, and
2091 bylaws;
- 2092 (b) the approximate number of members in the organization;
- 2093 (c) a list of principal officers with their personal mail addresses
2094 and the principal mail address of the organization;
- 2095 (d) a financial statement showing income and expenses for the
2096 latest fiscal year preceding the date of filing and showing
2097 assets, liabilities and net worth as of the end of such fiscal
2098 year;
- 2099 (e) the dates upon which its governing board met during the
2100 twelve months immediately preceding the date of filing;
- 2101 (f) any yearly reports of its governing body and its principal
2102 officers sent to members during the twelve months
2103 immediately preceding the date of filing;
- 2104 (g) evidence that it enjoys tax exempt status:

- 2105 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2106 Code of 1954;
- 2107 (2) as a registered charity as provided for in the Income
2108 Tax Act (Canada); or
- 2109 (3) under the laws of the country governing the applicant's
2110 tax status;
- 2111 (h) if the applicant does not enjoy tax exempt status, the reason
2112 or reasons it does not;
- 2113 (i) a statement outlining the intended use of associate
2114 membership, if granted, and the goals and objectives of the
2115 organization that will be served by such use;
- 2116 (j) a statement outlining what advantage it is believed there
2117 would be to the Association and to the furtherance of the
2118 principles of the Association outlined in Bylaw Section C- 2.2;
- 2119 (k) any other information which the Board of Trustees of the
2120 Association shall require; and
- 2121 (l) The contribution contemplated by Rule 3.7.10.

2122 **Rule 3.7.4. Annual Report.**

2123 Except in the year when it is admitted to membership, each
2124 associate member shall send to the Association on or before April
2125 30 (i) an annual report which shall include the data required by
2126 subsections (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other
2127 information which the Board of Trustees shall require and (ii) the
2128 contribution contemplated by Rule 3.7.10. If an associate member
2129 fails to comply with the provisions of this Rule, the Board of
2130 Trustees shall at its next regular meeting consider a finding of non-
2131 compliance and the termination of the associate membership status
2132 of such organization.

2133 **Rule 3.7.5. Report of Changes.**

2134 Each associate member shall send the Association an attested
2135 copy of any changes in its charter, purposes, objectives, or bylaws
2136 as soon as any such changes are made, and shall notify the
2137 Association immediately of any change in its tax exempt status.

2138 **Rule 3.7.6. Representation of Associate Membership.**

2139 No organization shall claim or represent in any manner that it is an
2140 associate member of the Association until such membership is
2141 voted by the Board of Trustees; and if and when any organization's
2142 associate membership expires or it is terminated, that organization
2143 shall immediately cease to claim, represent or imply in any manner
2144 that it is an associate member of the Association.

2145 **Rule 3.7.7. Mailing List.**

2146 Each associated member shall place the Association on its regular
2147 mailing list.

2148 **Rule 3.7.8. Additional Criteria for Admission.**

2149 Before granting associate membership, the Board of Trustees shall
2150 determine that the granting of such associate membership is likely
2151 to be of substantial benefit to the Unitarian Universalist movement.

2152 **Rule 3.7.9. Yearly Grant of Associate Membership.**

2153 Associate membership for all new or existing associate members
2154 shall be granted by the Board of Trustees for a designated one-year
2155 period or portion thereof.

2156 **Rule 3.7.10. Associate Member Contributions.**

2157 The contribution required to be submitted with an application for
2158 associate membership is \$500 for any applicant whose budget for
2159 the twelve months preceding its application for associate
2160 membership was \$1,000,000 or more and \$250 for any applicant
2161 whose budget for the twelve months preceding its application for
2162 associate membership was less than \$1,000,000. The contribution
2163 required to be submitted with an associate member's annual report

2164 is \$500 for any associate member whose budget for the twelve
2165 months preceding the due date of the annual report was \$1,000,000
2166 or more and \$250 for any associate member whose budget for the
2167 twelve months preceding the due date of the annual report was less
2168 than \$1,000,000.

2169 **Section C-3.8. Independent Affiliate Organizations.**

2170 **Rule 3.8.1. Application for Independent Affiliate Status.**

2171 Each applicant for independent affiliate status shall submit with its
2172 application:

- 2173 (a) an attested copy of its charter, and, unless it is included in the
2174 charter, an attested copy of its purposes, objectives, and
2175 bylaws;
- 2176 (b) the number of members or member groups in the
2177 organization;
- 2178 (c) a list of the principal officers with their personal mail
2179 addresses, congregation membership or congregation where
2180 settled if the officer is a fellowshipped minister serving a
2181 Unitarian Universalist congregation, and the principal mail
2182 address of the organization;
- 2183 (d) the contribution contemplated by rule 3.8.9;
- 2184 (e) a financial statement showing income and expenses for the
2185 latest fiscal year preceding the date of filing and showing
2186 assets, liabilities and net worth as of the end of such fiscal
2187 year;
- 2188 (f) the dates upon which its governing board met during the
2189 twelve months immediately preceding the date of filing;
- 2190 (g) any yearly reports of its governing body and its principal
2191 officers sent to members during the twelve months
2192 immediately preceding the date of filing;
- 2193 (h) evidence of whether it enjoys tax exempt status:
 - 2194 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2195 Code of 1954;
 - 2196 (2) as a registered charity as provided for in the Income
2197 Tax Act (Canada); or
 - 2198 (3) under the laws of the country governing the applicant's
2199 tax status;
- 2200 (i) if the applicant does not enjoy tax exempt status, the reason
2201 or reasons it does not;
- 2202 (j) a statement outlining how its purpose, mission and structure
2203 models interdependence through engagement with our
2204 member congregations, coordination or collaboration of effort
2205 and resources; and a statement outlining how the
2206 organization supports the transformation of institutions and
2207 our world to be aligned with those values expressed in our
2208 Principles; and
- 2209 (k) any other information which the Board of Trustees of the
2210 Association shall require.

2211 **Rule 3.8.2. Non-Segregation.**

2212 Each independent affiliate organization shall in all aspects of its
2213 work refrain from the practice of segregation based on race,
2214 ethnicity, gender, disability, affectional or sexual orientation,
2215 language, citizenship status, economic status, or national origin.
2216 This rule is not intended to preclude independent affiliate
2217 organizations designed to benefit groups organized to ensure their
2218 fuller participation in the larger society and to fulfill their unique
2219 spiritual needs.

2220 **Rule 3.8.3. Annual Contribution and Report.**

2221 Except in the year when it is admitted to independent affiliate status,
2222 each independent affiliate organization shall send the Association
2223 on or before April 30 (i) an annual report which shall include the
2224 data required by subsections (b), (c), (f), (g) and (h) of Rule 3.8.1

2225 and any other information which the Board of Trustees shall require
2226 and (ii) the contribution contemplated by Rule 3.8.9. If an
2227 independent affiliate organization fails to comply with the provisions
2228 of this Rule, the Board of Trustees shall at its next regular meeting
2229 consider a finding of non-compliance and the termination of the
2230 independent affiliate status of such organization.

2231 **Rule 3.8.4. Report of Changes.**

2232 Each independent affiliate organization shall send the Association
2233 an attested copy of any changes in its charter, purposes, objectives,
2234 or bylaws as soon as any such changes are made and shall notify
2235 the Association immediately of any change in its tax-exempt status.

2236 **Rule 3.8.5. Representation of Independent Affiliate 2237 Status.**

2238 No organization shall claim or represent in any manner that it is an
2239 independent affiliate with the Association until such status is voted
2240 by the Board of Trustees; and if and when any organization's
2241 independent affiliate status expires or it is terminated, that
2242 organization shall immediately cease to claim, represent or imply in
2243 any manner that it is affiliated with the Association.

2244 **Rule 3.8.6. Mailing List.**

2245 Each independent affiliate organization shall place the Association
2246 on its regular mailing list.

2247 **Rule 3.8.7. Additional Criteria for Admission.**

2248 Before granting independent affiliate status, the Board of Trustees
2249 shall determine that such affiliation is likely to be of substantial
2250 benefit to the Unitarian Universalist movement.

2251 **Rule 3.8.8. Yearly Grant of Independent Affiliate Status.**

2252 Independent affiliate status for all new or existing independent
2253 affiliate organizations shall be granted by the Board of Trustees for
2254 a designated one-year period or portion thereof.

2255 **Rule 3.8.9. Independent Affiliate Contributions.**

2256 The contribution required to be submitted with an application for
2257 independent affiliate status and with an independent affiliate's
2258 annual report is \$100.

2259 **RULE IV General Assembly**

2260 **Section 4.6. Notice of Meetings.**

2261 **Rule 4.6.1. Mailing of Notice.**

2262 Notice of each regular and special General Assembly shall be given
2263 not less than sixty days before the date thereof to each certified
2264 member congregation, associate member organization, and trustee.
2265 Such notice shall be given by the Secretary or the Recording
2266 Secretary.

2267 **Rule 4.6.2. Time of Notice.**

2268 Notice so sent shall be sufficient if mailed at Boston,
2269 Massachusetts, sixty days before any such General Assembly,
2270 addressed to the persons who according to the records of the
2271 Association are entitled thereto hereunder and sent to the
2272 addresses which appear on said records. When the Secretary in
2273 his or her absolute discretion finds it desirable and practicable, a
2274 copy of the notice shall be inserted in the denomination's
2275 publication most widely circulated within the denomination, in the
2276 issue which will be circulated as near to sixty days before the
2277 General Assembly as possible.

2278 **Rule 4.6.3. Content of Notice.**

2279 Such notice shall contain the date, time, and place where the
2280 General Assembly is to be held and shall state only that the
2281 business to be transacted will be set forth in the official agenda

2282 issued in accordance with the Bylaws. Such agenda need not
2283 accompany the notice. The original of such notice shall be signed
2284 by the Secretary or Recording Secretary and be made a part of the
2285 minutes of the General Assembly to which it pertains. The
2286 signature of the Secretary or Recording Secretary on copies of any
2287 such notice may be printed or typewritten.

2288 **Section C-4.7. Voting.**

2289 **Rule G-4.7.1. Recording the Vote on Resolutions.**

2290 The vote on resolutions shall be recorded as having been adopted:

- 2291 (a) unanimously; or
- 2292 (b) by a vote of two-thirds or more; or
- 2293 (c) by a specified vote for or against.

2294 When any resolution is reported by the Association, the recorded
2295 vote on each resolution shall be included.

2296 **Section C-4.9. Accreditation of Delegates.**

2297 **Rule G-4.9.1. Number of Delegates.**

2298 The Secretary of the Association shall, consistent with the Bylaws of
2299 the Association, determine the number of delegates to which each
2300 certified member congregation and associate member organization
2301 is entitled. The determinations of the Secretary may be appealed to
2302 the Board of Trustees.

2303 **Rule 4.9.1A. Merged, Consolidated, or Dissolved 2304 Congregations.**

2305 In the event a certified member congregation dissolves or merges
2306 or consolidates with another congregation subsequent to its filing
2307 the certified member certification form prescribed by Rule 3.5.1, any
2308 delegate credentials outstanding on the date of dissolution or
2309 merger or consolidation are thereby rendered null and void. In the
2310 event of merger or consolidation, the merged or consolidated
2311 certified member congregation shall be entitled during the current
2312 fiscal year of the Association to the number of delegate credentials
2313 that reflects the total membership of the merged or consolidated
2314 congregation or to the number of delegate credentials that the
2315 certified member congregations merging or consolidating would
2316 have been entitled to but for the merger or consolidation, whichever
2317 is less.

2318 **Rule 4.9.2. Settled Ministers.**

2319 A settled minister for the purpose of accreditation as a delegate
2320 pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a
2321 certified member congregation in compensated ministerial activities
2322 which constitute fifty percent or more of a typical work schedule or
2323 (b) a community minister who (1) maintains active involvement in
2324 such congregation; (2) has written agreement with the
2325 congregation; (3) is in affiliation with the congregation; and (4) is
2326 compensated for community ministry work which constitutes fifty
2327 percent or more of a typical work schedule recognized by the
2328 congregation as ministry. A congregation is entitled to the number
2329 of accredited community minister delegates equal to the number of
2330 delegates to which it is entitled under Bylaw Section 4.8(a). A
2331 minister emeritus/a shall previously have settled in such
2332 congregation as described in this Rule. A certified member
2333 congregation shall certify in writing that its minister delegates meet
2334 the criteria for minister in accordance with this Rule.

2335 **Rule G-4.9.3. Mailing of Credential Cards.**

2336 Not less than forty-five days prior to each General Assembly, the
2337 Secretary of the Association shall send to each certified member
2338 congregation and associate member organization entitled to be
2339 represented by delegates the proper number of delegate
2340 credentials. The Secretary shall also furnish trustees with
2341 credentials.

2342 **Rule 4.9.4. Issuance of Duplicate Credential Card.**

2343 If a person who has been duly constituted a delegate arrives at a
2344 General Assembly without a properly executed Credential Card, the
2345 person may apply to the Secretary of the Association, or to one or
2346 more persons designated by the Secretary, for a special certificate
2347 of accreditation. The application shall be in writing on a form
2348 provided by the Secretary of the Association. It shall be signed by
2349 the applicant under the penalties of perjury. The certificate shall
2350 contain at least the following:

- 2351 (a) the name of the congregation or associate member
2352 organization involved;
- 2353 (b) in the case of a delegate representing a member
2354 congregation other than a settled minister or emerita/us
2355 minister or an accredited director of religious education, a
2356 statement that the applicant is a member of that
2357 congregation; or in the case of a delegate representing an
2358 associate member organization, a statement that the
2359 applicant is a member of a certified member congregation;
- 2360 (c) a statement that the person was designated as a delegate
2361 under established procedures of the congregation or is a
2362 settled minister or emerita/us minister thereof or is an
2363 accredited director of religious education employed in the
2364 congregation, or was designated as a delegate of an
2365 associate member organization; and
- 2366 (d) a brief statement as to why the applicant is not able to
2367 present an official and properly executed accrediting card.

2368 **Rule 4.9.5. Alternate Delegates.**

2369 Each certified member congregation may, in accordance with its
2370 own Bylaws or procedures, designate alternate delegates to any
2371 General Assembly in such number, not in excess of the number of
2372 delegates to which it is entitled, as it may determine. Alternate
2373 delegates shall be members of the certified member congregation
2374 they represent. All alternates appointed must be provided by the
2375 member congregation with a certification of their appointment
2376 signed by an officer of the congregation.

2377 **Rule G-4.9.6. Delegate Status.**

2378 Delegates and alternates may be designated to attend each
2379 General Assembly to be held in any fiscal year of the Association or
2380 only a particular General Assembly as each member congregation
2381 shall determine.

2382 **Rule 4.9.7. Issuance of Alternate Credentials.**

2383 In order to be issued credentials admitting the alternate as a
2384 delegate to the General Assembly, the alternate must present such
2385 certification and credential card and delegate badge of the delegate
2386 for whom such person is serving as alternate.

2387 **Rule G-4.9.8. Payment of Registration Fee.**

2388 All delegates, alternates and trustees must pay a registration fee in
2389 order to be admitted to the floor and vote at the General Assembly.

2390 **Rule 4.9.9. Amount of Fees.**

2391 The registration fee shall be set by the Board of Trustees.

2392 **Section 4.12. UUA Statements of Conscience and 2393 Study/Action Issues for Social Justice.**

2394 **Rule G-4.12.1. Report of Comments on UUA 2395 Statements of Conscience.**

2396 The Commission on Social Witness shall report to the General
2397 Assembly in summary fashion those comments on UUA Statements
2398 of Conscience submitted to it by member congregations.

2399 **Rule G-4.12.2. Study/Action Issues for Social Justice.**

2400 The Commission on Social Witness shall prepare (and the Board of
2401 Trustees shall include with the Tentative Agenda) a report
2402 summarizing the numbers and topics of the proposed
2403 Congregational Study/Action Issues submitted by the certified
2404 member congregations and sponsored organizations as defined in
2405 Section 4.12(a)(1), and the criteria which it used in selecting
2406 proposed Congregational Study/Action Issues included in the
2407 Congregational Poll. Each proposed Congregational Study/Action
2408 Issue that appears on the Tentative Agenda shall be accompanied
2409 by previous General Resolutions, actions and statements on related
2410 issues, with dates (if applicable), and the names or number of
2411 congregations submitting issues included within such proposed
2412 Congregational Study/Action Issue.

2413 **Rule G-4.12.3 Report on Implementation of UUA**
2414 **Statements of Conscience.**

2415 The UUA Administration shall report at each regular General
2416 Assembly regarding implementation of UUA Statements of
2417 Conscience with particular reference to the most recently adopted
2418 Statement of Conscience. Such report shall summarize
2419 implementation by member congregations, UUA staff and other
2420 Unitarian Universalist groups.

2421 **Rule 4.12.4 Mini-Assembly on UUA Statement of**
2422 **Conscience**

2423 During the regular General Assembly referred to in Section
2424 4.12(d)(1), a mini-assembly shall be held during which the proposed
2425 amendments to the revised UUA Statement of Conscience shall be
2426 accepted in writing. All such amendments shall be made available
2427 in writing to the General Assembly. The Commission on Social
2428 Witness shall finalize the UUA Statement of Conscience, and the
2429 chairperson of the Commission on Social Witness, in consultation
2430 with the moderator of the General Assembly, the parliamentarian
2431 and legal counsel, shall prioritize unincorporated amendments for
2432 consideration by the General Assembly.

2433 **Section 4.16. Additions to the Agenda of Regular**
2434 **General Assemblies.**

2435 **Rule G-4.16.1. General Assembly Actions of Immediate**
2436 **Witness, and Responsive Resolutions.**

2437 The Moderator shall take such steps as the Moderator considers
2438 practical to advise delegates and other persons or bodies as early
2439 as possible, preferably in writing, of the contents of any actions or
2440 resolutions presented to the General Assembly which are not on the
2441 Final Agenda and which are admitted to the agenda pursuant to
2442 Article IV, Section 4.16 of the Bylaws; and some time shall be
2443 scheduled when the sponsor(s) of the action(s) or resolution(s) can
2444 discuss the action or resolution with those interested.

2445 **Section 4.18. Agenda Rules.**

2446 **Rule G-4.18.1. Notice to Member Congregations and**
2447 **Districts.**

2448 By November 1 whenever in the fiscal year the General Assembly
2449 opens in June, otherwise not less than two hundred and ten days
2450 before each regular General Assembly, each certified member
2451 congregation shall be notified of the dates for submitting items for
2452 the Tentative and Final Agenda, the procedure to be followed, and
2453 the forms to be used.

2454 **Rule G-4.18.2. Business Resolutions and Study/Action**
2455 **Issues for Social Justice.**

2456 A Study/Action Issue for Social Justice is one that deals with issues
2457 of public policy within the province of the Department of Faith in
2458 Action. A Business Resolution directly involves the administration
2459 and structure of the Association.

2460 Any resolution submitted which, taken as a whole, has as its
2461 purpose the making of a statement of social concern or principle
2462 shall be deemed to be a Study/Action Issue for Social Justice.

2463 A Study/Action Issue for Social Justice or a UUA Statement of
2464 Conscience appearing on the Final Agenda shall not be amended
2465 so as to become a Business Resolution.

2466 **Rule G-4.18.3. Congregational Poll.**

2467 At the time of the mailing of the Tentative Agenda, each certified
2468 member congregation shall be requested to report by February 1,
2469 on a form provided, whether it recommends or does not recommend
2470 for action by the General Assembly the Business Resolutions,
2471 proposed Congregational Study/Action Issues in the first Cycle year
2472 and draft UUA Statements of Conscience in the Fourth Cycle year,
2473 or any additional years thereto pursuant to Section 4.12(d)(2)
2474 appearing on the Tentative Agenda, including the alternative
2475 versions of Business Resolutions (if any) submitted by the Board of
2476 Trustees. The recommendation with respect to each proposed
2477 resolution or issue must be certified by the minister, clerk or
2478 president of that congregation as being within the procedures of that
2479 congregation. Only a Business Resolution which a majority of the
2480 congregations voting on the resolution recommends for the action
2481 shall be eligible to be included on the Final Agenda from the
2482 Congregational Poll. If there is more than one version of a Business
2483 Resolution on the Tentative Agenda, the subject of the resolution
2484 shall be considered a single item on the Tentative Agenda and the
2485 Congregational Poll. All versions shall be listed consecutively within
2486 that item. An aye vote by a congregation for one or more versions
2487 shall be counted an aye vote for inclusion of a resolution on the
2488 subject in the Final Agenda. If support for the subject matter of the
2489 resolution is sufficient to make it eligible for inclusion on the Final
2490 Agenda, the version that receives the highest number of votes by
2491 the participating congregations shall be the one eligible for inclusion
2492 on the Final Agenda. From the Business Resolutions eligible from
2493 the Congregational Poll, the Board of Trustees shall include on the
2494 Final Agenda not more than the eight Business Resolutions
2495 receiving the highest number of "recommended for action" votes on
2496 the Congregational Poll. The Board of Trustees may also include
2497 on the Final Agenda alternative versions of Business Resolutions
2498 which are germane to those selected through the Congregational
2499 Poll. In the first Cycle year, the Board of Trustees also shall include
2500 on the Final Agenda not more than the five proposed
2501 Congregational Study/Action Issues receiving a majority of votes
2502 and the highest number of "recommended for action" votes on the
2503 Congregational Directives for General Assembly Action, provided
2504 that at least twenty-five percent (25%) of the congregations
2505 participated in the ballot vote for such proposed Congregational
2506 Study/Action Issues. If the number of proposed Congregational
2507 Study/Action Issues recommended for action in the Congregational
2508 Poll exceeds five and there is more than one such issue in fifth
2509 position as a result of a tie vote, all issues in fifth position shall be
2510 referred to the Final Agenda by the Commission on Social Witness.
2511 In the fourth Cycle year, or any additional years thereto pursuant to
2512 Section 4.12(d)(2), the Board of Trustees shall further include on the
2513 Final Agenda a proposed UUA Statement of Conscience, provided
2514 that at least twenty-five percent (25%) of the congregations
2515 participated in the ballot vote for such draft UUA Statement of
2516 Conscience. A report of the vote by which each resolution on the
2517 Tentative Agenda was or was not "recommended for action" shall
2518 be included on the Final Agenda. All Business Resolutions that are
2519 included on the Final Agenda shall be discussed during the General
2520 Assembly in a mini-assembly.

2521 **Rule 4.18.4. Matters Submitted by Districts**

2522 In the event that a proposed amendment to a Rule or to a Business
2523 Resolution that was submitted by a district is to be considered at a
2524 General Assembly, the district that submitted the proposed

2525 amendment or resolution may, in accordance with its own
2526 procedures, designate a representative to speak in support of the
2527 amendment or resolution at the General Assembly. The
2528 representative must be provided by the district with a certification of
2529 the representative's appointment signed by an officer of the district.

2530 **Section 4.19. Rules of Procedure.**

2531 **Rule G-4.19.1. Adoption of Rules of Procedure.**

2532 The Board of Trustees shall offer rules of procedure for adoption at
2533 the first session of each General Assembly.

2534 **RULE V Committees of the Association**

2535 No existing rules applicable to Article V.

2536 **RULE VI Board of Trustees**

2537 **Section 6.4. Election of Trustees.**

2538 **Rule 6.4.1. Division of Districts for Election Purposes.**

2539 The Trustees representing districts are divided into the following two
2540 groups:

2541	GROUP A	GROUP B
2542	Clara Barton	Ballou Channing
2543	Florida	Central Midwest
2544	Mid-South	Heartland
2545	Mountain Desert	Joseph Priestley
2546	Ohio Meadville	Massachusetts Bay
2547	Pacific Northwest	Metropolitan New York
2548	Pacific Southwest	Northern New England
2549	Southwest	Pacific Central
2550	St. Lawrence	Prairie Star
2551		Southeast

2552 **Rule 6.6. Qualification of Trustees.**

2553 **Rule 6.6.1. Multiple Memberships.**

2554 For purposes of applying the Bylaw provision that no more than one
2555 trustee shall be a member of the same member congregation, a
2556 person holding membership in more than one member congregation
2557 shall be treated as being a member only of that member
2558 congregation whose services such person most regularly attends.
2559 The Secretary shall make any determinations required by this rule,
2560 subject to appeal to the Board of Trustees, with the affected trustee
2561 or trustees not voting.

2562 **Rule 6.6.2. Implementation of Section 6.6.**

2563 If at the close of a General Assembly election, the results are such
2564 that, except for the provisions of Section 6.6, more than one person
2565 from the same congregation would serve at the same time on the
2566 Board of Trustees,

2567 (a) if the conflict arises solely from the election just held, the
2568 Secretary of the Association shall thereupon declare that the
2569 persons so elected are disqualified and that the offices to
2570 which they have been so elected are vacant and are to be
2571 filled as provided in the Bylaws.

2572 (b) if the conflict arises because one person from a congregation
2573 is already serving on the Board of Trustees and another
2574 person from that congregation has just been so elected, the
2575 Secretary of the Association shall declare that the person just
2576 elected is disqualified and the office to which such person has
2577 been elected is vacant and that the vacancy is to be filled as
2578 provided in the Bylaws.

2579 **RULE VII Committees of the Board of Trustees**

2580 No existing rules applicable to Article VII.

2581 **RULE VIII Officers of the Association**

2582 **Section 8.1. Officers Enumerated.**

2583 **Rule 8.1.1. Officers Enumerated.**

2584 The appointed salaried officers of the Association shall include an
2585 Executive Vice President.

2586 **Section 8.11. Executive Vice President.**

2587 **Rule 8.11.1. Executive Vice President.**

2588 The Executive Vice President shall have responsibility under the
2589 President for the administrative affairs of the Association and shall
2590 perform such other duties as may be assigned to such officer.

2591 **Section 8.17. Other Appointed Officers.**

2592 **Rule 8.17. Other Appointed Officers.**

2593 The members serving without pay on the Ministerial Fellowship
2594 Committee, Finance Committee, and Investment Committees are
2595 designated as officers of the Association for the purposes, only, of
2596 carrying out their duties as members of such committees. The
2597 powers and duties of such members are as defined in the Bylaws,
2598 Rules, and Policies adopted by the Board of Trustees.

2599 **RULE IX Nominations and Elections**

2600 **Section 9.4. Nomination by Nominating Committee.**

2601 **Rule G-9.4.1. Report of the Nominating Committee.**

2602 (a) Any person who applies to the Nominating Committee for
2603 nomination for the position of Financial Advisor or trustee
2604 shall submit by the application deadline a one-page statement
2605 of qualifications.

2606 (b) The report of the Nominating Committee required by Section
2607 9.4(d) may be mailed to certified member congregations,
2608 associate member organizations, and trustees either
2609 electronically or in hard copy. The report shall promptly be
2610 posted on the Association's website. The report shall include
2611 the statement of qualifications submitted by each nominee for
2612 Financial Advisor or trustee.

2613 **Section 9.11. Counting of Ballots.**

2614 **Rule G-9.11.1. Tie Vote-Elected Committee Position.**

2615 If a tie vote occurs in filling an elected committee position when only
2616 one person is to be elected, or occurs in filling a slate when the
2617 slate cannot be completed without resolving the tie, then as soon as
2618 possible before the final adjournment of the General Assembly
2619 involved, additional ballots shall be cast by those present and
2620 entitled to vote, except that initially the Moderator shall not vote.
2621 The additional ballots shall contain only the names of the
2622 candidates who are tied. These ballots shall be counted along with
2623 a recounting of the ballots cast for the tied candidates by absentee
2624 ballots, and the result of the foregoing procedures shall determine
2625 the election, unless there is still a tie, in which case the Moderator
2626 shall then cast a ballot to resolve it.

2627 **Rule G-9.11.2. Tie Vote-Moderator.**

2628 If the tie involves the election of a Moderator, the proceedings to
2629 resolve the tie shall be presided over by the Secretary of the
2630 Association who, in all matters involving the resolutions of the tie,
2631 shall have the rights and duties of the Moderator.

2632 **Rule G-9.11.3. Tie Vote-President, Moderator, Financial**
2633 **Advisor, or Trustee.**

2634 If, in the election of a President, Moderator, Financial Advisor, or
2635 Trustee, in any particular counting of the preferential ballots,
2636 including absentee ballots, there is a tie vote among candidates
2637 having the least number of votes, then each such tied candidate
2638 shall be eliminated, and in the next counting, the ballots
2639 accumulated for said candidate shall be redistributed among the
2640 remaining candidates on the basis of the highest effective
2641 preferences marked on all the ballots that have been cast.
2642 However, if in this process, such elimination leaves only a single
2643 candidate who in that counting still does not have a majority of the
2644 counted votes, or if only two candidates remain in the contest and
2645 they are tied, then there shall be as many run-off election
2646 procedures, conducted under the provision of Rule G-9.11.1, as are
2647 necessary to result in the election of a President, Moderator,
2648 Financial Advisor, or Trustee by at least a majority of the votes cast.

2649 **Section 9.13. Rules for Nominations and Elections.**

2650 **Rule G-9.13.1. Preparation and Mailing of Ballot.**

2651 Unless no ballot is required according to Section 9.9(a), prior to
2652 each regular General Assembly at which an election is to be held,
2653 the Secretary shall prepare ballots upon which shall appear the
2654 names of all persons who have been nominated for office in
2655 accordance with these Bylaws. One such ballot shall be sent with
2656 each credential card issued by the Secretary.

2657 **Rule G-9.13.2. Order of Names on Ballot.**

2658 On all ballots used in elections held by the Association, the order of
2659 names shall be determined by the drawing of lots done by the
2660 Secretary and witnessed by two other persons; provided, however,
2661 that the order of names for elections to the Board of Trustees shall
2662 be by Board position number first, and then as determined above.
2663 The Secretary shall certify the results of the drawing of lots, the
2664 certificate shall be attested by the witnesses, and the certificate
2665 shall be filed in the Secretary's office. This Rule shall be printed on
2666 all official ballots or on the instructions accompanying them.

2667 **Rule G-9.13.3. Write-ins Prohibited.**

2668 In any election, the use of stickers or the writing in of the name of
2669 any person on a ballot shall not be permitted and no vote so
2670 attempted shall be counted.

2671 **Rule G-9.13.4. Absentee Ballots.**

2672 A mailed absentee ballot shall be counted only if accompanied by
2673 the signed and certified ballot stub of the credential card of the
2674 person casting the ballot. An electronic absentee ballot shall be
2675 counted only if the delegate has complied with established secure
2676 voting protocols.

2677 **Rule G-9.13.5. Balloting at General Assembly.**

2678 A person shall be qualified to cast a ballot at General Assembly only
2679 if that person presents to the Secretary of the Association or those
2680 employed by him or her a properly certified ballot stub plus a badge
2681 issued to that person and containing the same name as the name
2682 on the ballot stub. An electronic ballot shall be counted only if the
2683 delegate has complied with established secure voting protocols.

2684 **Rule G-9.13.6. Campaigns for Elective Office.**

2685 Each candidate for an at-large elective position may submit to the
2686 Association a campaign statement. The Association will post
2687 electronically the statements of all candidates. Notice of the posting
2688 shall be distributed to the congregations with the absentee
2689 ballots and electronically, and to the delegates as a part of the final
2690 agenda.

2691 **Rule G-9.13.7. Length of Campaigns for President and**
2692 **Moderator.**

2693 (a) Campaigns for President and Moderator may appropriately
2694 begin with small campaign committee organizational
2695 meetings and mass mailing letters no earlier than November 1
2696 of the second year preceding the election.

2697 (b) Active campaigning and solicitation of endorsements shall not
2698 begin prior to January 1 of the year preceding these elections.

2699 (c) No electioneering (defined as publicly announced meetings,
2700 rallies or exploratory events) of any sort shall occur at the
2701 General Assembly two years preceding the elections for
2702 President and Moderator. Private meetings about campaign
2703 organization that take place outside of General Assembly-
2704 booked meeting spaces are permissible.

2705 **Rule G-9.13.8 Campaign Finances Disclosures and**
2706 **Limitations.**

2707 **Candidates for UUA President are limited to spending no more**
2708 **than \$100,000 on their campaign for election. No single donor,**
2709 **including the candidate themselves and any organization or**
2710 **group, may contribute more than \$5,000 in total, to a**
2711 **presidential campaign. In-kind donations of greater than \$500**
2712 **equivalent cash value are reportable, but do not count against**
2713 **these totals.**

2714 All candidates for at-large elective positions shall keep detailed and
2715 accurate records of:

2716 (a) their campaign expenses (stated in United States dollars) by
2717 categories of travel, postage, telephone, printing and other
2718 such categories as seem appropriate; and

2719 (b) the number of contributors to their campaigns, including the
2720 number of contributors in each of the following categories:

2721 (1) under \$50.00;

2722 (2) \$50.00 to **\$250.00**;

2723 (3) **\$251.00 to \$1,000.00**;

2724 (4) **over \$1,000**; and

2725 (5) **In-kind donations with an equivalent cash value of**
2726 **\$500 or more.**

2727 No candidate for any elective position shall solicit or knowingly
2728 accept any contribution that is given through a tax-exempt entity
2729 with the purpose of conferring tax-exempt status to the contribution
2730 to which it would not otherwise be entitled. Such exempt entities
2731 include but are not limited to member congregations, associate
2732 member organizations and independent UUA affiliates.

2733 The names of contributors shall be disclosed. Each such report
2734 shall identify by name any member congregation, associate
2735 member organization or independent affiliate of the Association and
2736 any other tax exempt organization (including specifically, but without
2737 limitation to, any minister's discretionary fund or similar account)
2738 that has made any contribution to the campaign and shall state the
2739 amount of each such contribution. Such reports shall be filed with
2740 the Secretary of the Association. A preliminary report shall be due
2741 at the close of the first day of the regular General Assembly at
2742 which the election occurs. A final report shall be due 60 days
2743 thereafter. The Secretary shall, upon written request from a
2744 member of a member congregation, furnish such information from
2745 these reports as requested. These reports shall be made available
2746 for inspection by any member of a member congregation at the
2747 principal offices of the Association and shall be brought by the
2748 Secretary to the next General Assembly and made available for
2749 inspection there by any delegate.

2750 **Rule G-9.13.9. Separation of Campaigns from Conduct**
2751 **of Official Business.**

- 2752 (a) When running for office, candidates shall be prohibited from
2753 engaging in any electioneering or campaigning during the
2754 conduct of official business of the Unitarian Universalist
2755 Association.
- 2756 (b) Financial accounting and bookkeeping procedures shall be
2757 established which make it explicit that no monies of the
2758 Association were used in the financing of a candidate's
2759 campaigning or electioneering activities.

2760 **Rule G-9.13.10 Election Campaign Practices**
2761 **Committee.**

- 2762 (a) An Election Campaign Practices Committee is hereby
2763 established and shall consist of three persons to be appointed
2764 by the Board of Trustees for a term of two years each, and
2765 the Secretary, ex-officio, without vote. The Board shall
2766 designate one of the appointed members to chair the
2767 Committee. The appointed members' terms shall begin at the
2768 close of General Assembly in odd-numbered years. The
2769 Board may appoint an individual to fill a vacancy in
2770 membership of the Committee; persons appointed to fill a
2771 vacancy shall serve the balance of the vacating member's
2772 term. Persons appointed to the Committee shall remain
2773 neutral in elections held while they are serving and shall not
2774 engage in electioneering. Persons who seek nomination
2775 pursuant to Bylaw Sections 9.4, 9.5, or 9.6 are ineligible to
2776 serve on the Committee once they begin seeking nomination,
2777 and shall be deemed to have resigned from the Committee
2778 effective upon seeking nomination if they are then serving.
- 2779 (b) The duties of the Election Campaign Practices Committee
2780 shall be:
- 2781 (1) to distribute the campaign practices guidelines and
2782 financial disclosure rules to candidates for at-large
2783 elective positions not later than thirty days after
2784 nomination by the nominating committee or receipt of
2785 petition;
- 2786 (2) to receive and consider written complaints of alleged
2787 violations of such guidelines or rules; if the committee
2788 finds probable cause to establish that a violation exists,
2789 to notify a candidate or a number of candidates how
2790 they may voluntarily comply with guidelines or rules and
2791 how long they have to do so; to attempt to mediate
2792 disputes arising from such complaints; and, if no
2793 satisfactory resolution of a complaint is achieved, to
2794 adjudicate the dispute and report the adjudication in
2795 writing to the candidates affected;
- 2796 (3) to hold such hearings as may, at the Committee's
2797 discretion, be necessary or desirable to carry out the
2798 intent of subsection 2 above; and
- 2799 (4) to report on its activities and any recommendations it
2800 may have to the Board of Trustees at its October
2801 meeting following the elections.
- 2802 (c) If compliance to an adjudicated decision is not implemented
2803 by the stated deadline, the Committee is authorized to block
2804 or remove Association-subsidized privileges from the
2805 candidate's campaign.
- 2806 Candidates adjudicated to be in serious violation of Rule G-
2807 9.13.6(c) may have their names removed from the ballot. Any such
2808 action pursuant to rule G-9.13.10(c) shall be reported to the Board
2809 and to the General Assembly. Such adjudication by the ECPC
2810 would be subject to automatic review by the Board Executive
2811 Committee according to the provisions of Rule G-9.13.10(d).

- 2812 (d) Any candidate aggrieved by the Committee's adjudication
2813 may, within ten days of the mailing of the adjudication, appeal
2814 in writing to the Executive Committee of the Board of
2815 Trustees, which shall have exclusive jurisdiction to hear and
2816 determine such an appeal. The Executive Committee shall
2817 report its decision on the appeal in writing to the affected
2818 candidates as expeditiously as feasible. The Executive
2819 Committee of the Board of Trustees is authorized to issue any
2820 order or ruling it deems appropriate in connection with such a
2821 decision.
- 2822 (e) Any member of the Executive Committee of the Board of
2823 Trustees who is a candidate for UUA elective office shall not
2824 participate in any manner in the determination of any appeal
2825 from an adjudication of the Election Campaign Practices
2826 Committee.

2827 **RULE X Finance and Contracts**

2828 **Section 10.1. Annual Budget.**

2829 **Rule G-10.1.1 Presentation of Association Budget.**

2830 At each regular General Assembly the Board of Trustees shall
2831 present budgets for both the Current Fiscal Year and the
2832 Succeeding Fiscal Year. Current Fiscal Year means the fiscal year
2833 of the Association which has just begun or which is about to begin
2834 at the time when the Assembly is held. Succeeding Fiscal Year
2835 means the year following the Current Fiscal Year.

2836 **Rule G-10.1.2. Expense Categories.**

- 2837 (a) Expense estimates in budgets presented by the Board shall
2838 be broken down by major categories or functions in such
2839 manner as the Board shall determine.
- 2840 (b) The Current Fiscal Year budget shall contain a separate
2841 expense category provision for contingencies, the amount of
2842 which shall be a minimum of 3% of the total of all unrestricted
2843 expense categories, exclusive of the provision for
2844 contingencies.

2845 **Rule G-10.1.3. Estimated Income.**

2846 Income amounts in the budget for the Current Fiscal Year shall
2847 represent the Board's best estimates of income from all sources.
2848 Income from the Annual Fund as so estimated shall be an amount
2849 which is not more than 7 percent greater than the actual Annual
2850 Fund income of the fiscal year preceding the Current Fiscal Year.
2851 In the budget for the Succeeding Fiscal Year, income from the
2852 Annual Fund shall be estimated at an amount which represents the
2853 Board's best estimate of the achievable results for such year.

2854 **Rule G-10.1.4. Procedures for Budget Consideration.**

- 2855 Any action by a General Assembly with respect to budgets shall be
2856 taken under the following procedure:
- 2857 (a) A budget hearing shall be held as part of the General
2858 Assembly program at a time when the Assembly is not in
2859 formal business session.
- 2860 (b) Main motions concerning budgets which are to be made in a
2861 formal business session shall be filed in writing with a person
2862 or persons designated by the Moderator as early as possible
2863 prior to or during the General Assembly but in any event on or
2864 before the day prior to the Business Session at which the
2865 proposed motion will be in order for adoption. The Moderator
2866 shall take such steps as the Moderator considers practical to
2867 advise delegates and other persons or bodies as early as
2868 possible, preferably in writing, of the contents of the motions
2869 so filed.
- 2870 (c) Any action with respect to the budget for the Current Fiscal
2871 Year calling for increased spending in any category shall

2872 provide for equivalent reductions in other categories of
2873 spending and specify the categories in which such reductions
2874 are to be made.

2875 (d) No action may be taken with respect to the Current Fiscal
2876 Year budget which shall be inconsistent with either Rule G-
2877 10.1.2(b) or G-10.1.3.

2878 **Rule G-10.1.5. Board of Trustees Report.**

2879 At each General Assembly the Board of Trustees shall make an
2880 accounting of its actions taken since the preceding General
2881 Assembly with respect to any budget votes of the preceding
2882 General Assembly.

2883 **Section 10.8. Contracts and Securities.**

2884 **Rule 10.8.1. Contracts and Securities.**

2885 The Executive Vice President may sign and attest deeds,
2886 mortgages, contracts, and other documents to which the
2887 Association is a party.

2888 **RULE XI Ministry**

2889 **Section 11.2. Ministerial Fellowship Committee.**

2890 **Rule 11.2. Ministerial Fellowship Committee.**

2891 The rules of the Ministerial Fellowship Committee are printed
2892 separately and are available on request.

2893 **Section 11.8 Procedure on Appeal.**

2894 **Rule 11.8. Procedure on Appeal.**

2895 The rules of the Ministerial Fellowship Board of Review are
2896 available on request.

2897 **RULE XII Religious Education Credentialing**

2898 **RULE XIII Regional Organizations**

2899 **Section C-13.2. Establishment.**

2900 **Rule G-13.2.1. Establishing Districts or Regions.**

2901 (a) **Authority to recognize a new district or region as a unit of**
2902 **the UUA, or to remove that recognition, shall reside with**
2903 **the General Assembly; provided, however, that a district**
2904 **or region may request that the UUA cease to recognize it**
2905 **without approval from the General Assembly. The UUA**
2906 **Secretary shall maintain a current list of the districts and**
2907 **regions of the UUA as recognized by the General**
2908 **Assembly.**

2909 (b) Each district **or region** shall be composed of the
2910 congregations assigned to that district **or region** by the Board
2911 of Trustees

2912 (c) The boundaries of each district **or region** encompass the
2913 areas served by its member congregations.

2914 (d) 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**
2917 **regional** membership with approval of the Board of Trustees.

2918 (e) The Map **of Districts and Regions published on the UUA**
2919 **Website** contains boundaries that are an approximation only
2920 of the boundary lines determined pursuant to subparagraph
2921 (c) above and are intended primarily as a guide for the newly
2922 admitted congregation in determining its membership.

2923 (f) 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

2930

RULE XIV Rules

2931 **Section 14.4. Miscellaneous Rules.**

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.

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.

2946

RULE XV Amendments

2947 **Section 15.2. Submission of Proposed Amendments.**

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.