UNITARIAN UNIVERSALIST ASSOCIATION

BYLAWS AND RULES

as amended through

JULY 1, 2015

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

TABLE OF CONTENTS
As amended through July 1, 2015

0 ARTICLE I NAME .................................................. 1
0B Section C-1.1. NAME ........................................ 1

1 ARTICLE II PRINCIPLES AND PURPOSES .............. 1
1B Section C-2.1. PRINCIPLES ...................................... 1
1B Section C-2.2. PURPOSES ...................................... 1
1B Section C-2.3. INCLUSION ...................................... 1
1B Section C-2.4. FREEDOM OF BELIEF .................... 1

2 ARTICLE III MEMBERSHIP ........................................ 1
3B Section C-3.1. MEMBER CONGREGATIONS ............... 1
3B Section C-3.2. CONGREGATIONAL POLICY .................. 1
3B Section C-3.3. ADMISSION TO MEMBERSHIP ............ 1
3B Section C-3.4. CHURCH OF THE LARGER FELLOWSHIP ... 1
3B Section C-3.5. CERTIFICATION OF MEMBERSHIP ...... 1
4B Section C-3.6. TERMINATION OF MEMBERSHIP ........ 2
4B Section C-3.7. ASSOCIATE MEMBER QUALIFICATIONS ... 2
4B Section C-3.8. INDEPENDENT AFFILIATE ORGANIZATIONS ... 2
4B Section C-3.9. AUTONOMY OF ASSOCIATE MEMBER ORGANIZATIONS AND INDEPENDENT AFFILIATE ORGANIZATIONS ........................................ 2
4B Section C-3.10. MEMBERS OF MEMBER CONGREGATIONS ... 2

3 ARTICLE IV GENERAL ASSEMBLY ......................... 2
4B Section C-4.1. MEETINGS OF THE ASSEMBLY ......... 2
4B Section C-4.2. POWERS AND DUTIES ......................... 2
4B Section C-4.3. REGULAR GENERAL ASSEMBLY .......... 2
4B Section C-4.4. SPECIAL GENERAL ASSEMBLY .......... 2
4B Section C-4.5. PLACE OF MEETING ....................... 2
5B Section C-4.6. NOTICE OF MEETINGS .................... 2
5B Section C-4.7. VOTING .................................... 2
5B Section C-4.8. DELEGATES .................................. 2
5B Section C-4.9. ACCREDITATION OF DELEGATES ....... 3
5B Section C-4.10. QUORUM .................................. 3
5B Section C-4.11. TENTATIVE AGENDA FOR REGULAR GENERAL ASSEMBLIES ........................................ 3
5B Section C-4.12. UUA STATEMENTS OF CONSCIENCE .... 3
5B Section C-4.13. REVISION OF UUA STATEMENTS OF CONSCIENCE PROCESS SCHEDULE ................. 5
5B Section C-4.14. FINAL AGENDA FOR REGULAR GENERAL ASSEMBLY ........................................ 5
5B Section C-4.15. AGENDA FOR SPECIAL GENERAL ASSEMBLIES ........................................ 5
5B Section C-4.16. ADDITIONS TO THE AGENDA OF REGULAR GENERAL ASSEMBLIES ........................................ 5
6B Section C-4.17. ITEMS ADMITTED TO SPECIAL GENERAL ASSEMBLY AGENDA ........................................ 6
6B Section C-4.18. AGENDA RULES ......................... 6
6B Section C-4.19. RULES OF PROCEDURE .................. 6

4 ARTICLE V COMMITTEES OF THE ASSOCIATION .............. 6
6B Section 5.1. COMMITTEES OF THE ASSOCIATION ....... 6
6B Section 5.2. ELECTION AND APPOINTMENT ............ 6
6B Section 5.3. QUALIFICATIONS OF COMMITTEE MEMBERS ...... 6
6B Section 5.4. REMOVAL OF COMMITTEE MEMBER ........ 6
6B Section 5.5. VACANCIES ................................ 6
6B Section 5.6. NOMINATING COMMITTEE ................... 6
7B Section 5.7. PRESIDENTIAL SEARCH COMMITTEE .......... 6
7B Section 5.8. GENERAL ASSEMBLY PLANNING COMMITTEE .... 6
7B Section 5.9. COMMISSION ON APPRAISAL .............. 6
7B Section 5.10. COMMISSION ON SOCIAL WITNESS .......... 6
7B Section 5.11. BOARD OF REVIEW ....................... 7
7B Section 5.12. ADDITIONAL COMMITTEES .............. 7
7B Section 5.13. PRESIDING OFFICER .................... 7
7B Section 5.14. TIME AND PLACE OF MEETINGS ............ 7
7B Section 5.15. CALL AND NOTICE OF MEETINGS ........ 7
7B Section 5.16. TRANSITION PROVISION .................... 7

5 ARTICLE VI BOARD OF TRUSTEES ......................... 7
8B Section 6.1. RESPONSIBILITY ....................... 7
8B Section 6.2. POWERS .................................. 7
8B Section 6.3. MEMBERSHIP .................................. 7
8B Section 6.4. ELECTION OF TRUSTEES .............. 7
8B Section 6.5. TERM .................................... 8
8B Section 6.6. QUALIFICATIONS OF TRUSTEES .......... 7
8B Section 6.7. RESIGNATION AND REMOVAL OF TRUSTEES ... 8
8B Section 6.8. VACANCIES .................................. 8
8B Section 6.9. PLACE OF MEETING ....................... 8
8B Section 6.10. REGULAR MEETINGS ................... 8
8B Section 6.11. SPECIAL MEETINGS .................... 8
8B Section 6.12. WAIVER OF NOTICE ................... 8
8B Section 6.13. QUORUM ................................ 8
8B Section 6.14. COMPENSATION ......................... 8
8B Section 6.15. ANNUAL REPORT ......................... 8

6 ARTICLE VII COMMITTEES OF THE BOARD OF TRUSTEES ....... 8
9B Section 7.1. COMMITTEES OF THE BOARD OF TRUSTEES ... 8
9B Section 7.2. APPOINTMENT AND TERM OF OFFICE .......... 8
9B Section 7.3. REMOVAL OF COMMITTEE MEMBER .......... 8
9B Section 7.4. VACANCIES .................................. 8
9B Section 7.5. EXECUTIVE COMMITTEE .................... 8
9B Section 7.6. MINISTERIAL FELLOWSHIP COMMITTEE .......... 8
9B Section 7.7. INTENTIONALLY DELETED .............. 8
9B Section 7.8. INVESTMENT COMMITTEE .................. 8
9B Section 7.9. ADDITIONAL COMMITTEES .................. 9
9B Section 7.10. PRESIDING OFFICER .................... 9
9B Section 7.11. TIME AND PLACE OF MEETINGS .......... 9
9B Section 7.12. CALL AND NOTICE OF MEETINGS .......... 9
9B Section 7.13. RELIGIOUS EDUCATION CREDENTIALING COMMITTEE ........................................ 9
9B Section 7.14. AUDIT COMMITTEE ....................... 9

7 ARTICLE VIII OFFICERS OF THE ASSOCIATION. 9
10B Section 8.1. OFFICERS ENUMERATED .................. 9
10B Section 8.2. CONTROL BY BOARD OF TRUSTEES .......... 9
10B Section 8.3. TERM OF OFFICE ....................... 9
10B Section 8.4. QUALIFICATION OF OFFICERS .......... 9
10B Section 8.5. REMOVAL OF OFFICERS .............. 9
10B Section 8.6. RESIGNATION ......................... 10
10B Section 8.7. VACANCIES .................................. 10
10B Section 8.8. MODERATOR ................................ 10
8ARTICLE IX NOMINATIONS AND ELECTIONS ... 10
12BSection 9.1. Elective Positions. .......................... 10
129BSection 9.2. Nomination Procedures. .................... 10
130BSection 9.3. Notice by Nominating Committee. ......... 10
131B*Section 9.4. Nomination by Nominating Committee. .. 10
132BSection 9.5. Nomination of President and Moderator. 11
133BSection 9.6. Nomination by Petition. .................... 11
134BSection 9.7. Qualifications of Nominees. ................. 11
135BSection 9.8. Vacancy in Nominations. .................. 11
136BSection 9.9. Supervision of Elections, .................... 11
137BSection 9.10. Conduct of Elections at Large. .......... 11
138B*Section 9.11. Counting of Ballots. .................... 11
139BSection 9.12. Special Elections. ........................ 12
40B*Section 9.13. Rules for Nominations and Elections. 12
Section 9.14. Transition Provision. ........................ 12
9ARTICLE X FINANCE AND CONTRACTS ............... 12
141B*Section 10.1. Annual Budget. ........................ 12
142BSection 10.2. Election and Duties of the Financial Secretary. .................. 12
143BSection 10.3. Duties of Financial Advisor.............. 12
144BSection 10.4. Duties of Treasurer and Assistant Treasurers. .................. 12
145BSection C-10.5. Raising of Funds. ...................... 12
146BSection C-10.6. Authority to Hold Funds for the Benefit of Others. ............ 12
147BSection C-10.7. Responsibility for Funds Held by the Association. .............. 12
148B*Section 10.8. Contracts and Securities ................ 12
149BSection C-10.9. Pension System. ........................ 12
150BSection 10.10. Fiscal Year. ............................ 13
151BSection C-10.11. Corporate Seal. ...................... 13
152BSection 10.12. Indemnification of Trustees, Officers, Employees, and Volunteers. ............... 13
153BSection 10.13. Duties of the Audit Committee. ........ 13
10BARTICLE XI MINISTRY ................................. 13
154BSection C-11.1. Ministerial Fellowship. ............... 13
155B*Section 11.2. Ministerial Fellowship Committee .... 13
156BSection 11.3. Admission to Fellowship. ............... 13
157BSection 11.4. Fellowship Records. ..................... 13
158BSection 11.5. Termination of Fellowship and Administrative Suspension. .......... 13
159BSection 11.6. Reinstatement to Fellowship. .......... 13
160BSection 11.7. Appeal. .................................. 13
161BSection 11.8. Procedure on Appeal. .................... 14
11BARTICLE XII RELIGIOUS EDUCATION CREDENTIALING ........................................ 14
162BSection 12.1. Religious Education Credentialing ....... 14
163BSection 12.2. Religious Education Credentialing Committee ........................................ 14
164BSection 12.3. Achievement of Religious Education Credentialing Status. .............. 14
165BSection 12.4. Religious Education Credentialing Levels. ........................................ 14
166BSection 12.5. Religious Education Credentialing Records. ................................. 14
167BSection 12.6. Termination or Administrative Suspension of Religious Education Credentialing Status. ........................................ 14
168BSection 12.7. Reinstatement of Religious Education Credentialing Status. .............. 14
169BSection 12.8. Appeal. .................................. 14
170BSection 12.9. Procedure on Appeal. ..................... 14
12BARTICLE XIII REGIONAL ORGANIZATIONS .... 15
171BSection C-13.1. Districts and Regions. ................. 15
172B*Section C-13.2. Establishment. ...................... 15
173BSection C-13.3. Members. ............................. 15
174BSection C-13.4. Autonomy. ............................ 15
175BSection C-13.5. District Bylaws. ...................... 15
13BARTICLE XIV RULES .................................. 15
176BSection 14.1. Adoption and Amendment of Rules by General Assemblies. .................. 15
177BSection 14.2. Adoption and Amendment of Rules by the Board of Trustees. .............. 15
178BSection 14.3. Rules of Order. .......................... 15
14BARTICLE XV AMENDMENT ......................... 15
179BSection C-15.1. Amendment of Bylaws. ............... 15
180B*Section 15.2. Submission of Proposed Amendment .... 16
15BRULE I NAME ........................................ 16
16BRULE II PRINCIPLES AND PURPOSES ........... 16
205BRule G-2.1. Democratic Process. ....................... 16
205BRule G-2.3. Non-discrimination. ....................... 16
17BRULE III MEMBERSHIP ............................ 17
181BSection C-3.3. Admission to Membership. ............ 17
206BRule 3.3.1. New Congregations. ...................... 17
207BRule 3.3.2. Procedure for Admission. ................. 17
208BRule 3.3.3. Membership Requirements for Admission. .................. 17
209BRule 3.3.4. Multiple Local Congregations. .......... 17
210BRule 3.3.5. Rules and Regulations for New Congregations. .................. 17
211BRule 3.3.6. Order of Administrative Procedure. .... 17
182BSection C-3.5. Certification of Membership. .......... 17
212BRule 3.5.1. Required Annual Report. ................ 17
213BRule 3.5.2. Inactive Congregations. ................. 18
183BSection C-3.7. Associate Member Organizations. .... 18
214BRule 3.7.1. Limitation of Associate Membership. .... 18
215BRule 3.7.2. Non-Segregation. ....................... 18
216BRule 3.7.3. Application for Associate Membership. ............... 18
217BRule 3.7.4. Annual Report. .......................... 18
218BRule 3.7.5. Report of Changes. ...................... 18
219BRule 3.7.6. Representation of Associate Membership. .................. 18
220BRule 3.7.7. Mailing List. ............................ 18
221BRule 3.7.8. Additional Criteria for Admission. .......... 18
222BRule 3.7.9. Yearly Grant of Associate Membership. .................. 18
18RB Rule 3.7.10. Associate Member Contributions..........................18
184B Section C-3.8. INDEPENDENT AFFILIATE ORGANIZATIONS...19
22BRule 3.8.1. Application for Independent Affiliate Status............19
225BRule 3.8.2. Non-Segregation..................................................19
226B Rule 3.8.3. Annual Contribution and Report...........................19
227B Rule 3.8.4. Report of Changes...............................................19
228B Rule 3.8.5. Representation of Independent Affiliate Status........19
229B Rule 3.8.6. Mailing List......................................................19
230B Rule 3.8.7. Additional Criteria for Admission............................19
231B Rule 3.8.8. Yearly Grant of Independent Affiliate Status...........19
232B Rule 3.8.9. Independent Affiliate Contributions........................19

18RB RULE IV GENERAL ASSEMBLY...........................................19
185B Section 4.6. NOTICE OF MEETINGS.....................................19
233B Rule 4.6.1. Mailing of Notice..............................................19
234B Rule 4.6.2. Time of Notice..................................................19
235B Rule 4.6.3. Content of Notice..............................................19
186B Section C-4.7. VOTING.......................................................20
236B Rule G-4.7.1. Recording the Vote on Resolutions......................20
187B Section C-4.9. ACCREDITATION OF DELEGATES.......................20
237B Rule G-4.9.1. Number of Delegates......................................20
238B Rule G-4.9.1A. Merged, Consolidated, or Dissolved Congregations..........................20
239B Rule G-4.9.2. Settled Ministers............................................20
240B Rule G-4.9.3. Mailing of Credential Cards..............................20
241B Rule G-4.9.4. Issuance of Duplicate Credential Card..................20
242B Rule G-4.9.5. Alternate Delegates.........................................20
243B Rule G-4.9.6. Delegate Status.............................................20
244B Rule G-4.9.7. Issuance of Alternate Credentials........................20
245B Rule G-4.9.8. Payment of Registration Fee.............................20
246B Rule G-4.9.9. Amount of Fees.............................................20

188B Section 4.12. UUA STATEMENTS OF CONSCIENCE AND
STUDY/ACTION ISSUES FOR SOCIAL JUSTICE...............................20
247B Rule G-4.12.1. Report of Comments on UUA Statements of
Conscience..................................................................................20
249B Rule G-4.12.3 Report on Implementation of UUA Statements of
Conscience..................................................................................21
250B Rule 4.12.4 Mini-Assembly on UUA Statement of Conscience21
189B Section 4.16. ADDITIONS TO THE AGENDA OF REGULAR
GENERAL ASSEMBLIES...............................................................21
251B Rule G-4.16.1. General Assembly Actions of Immediate
Witness, and Responsive Resolutions........................................21
190B Section 4.18. AGENDA RULES............................................21
252B Rule G-4.18.1. Notice to Member Congregations and
Districts.........................................................................................21
253B Rule G-4.18.2. Business Resolutions and Study/Action
Issues for Social Justice.................................................................21
254B Rule G-4.18.3. Congregational Poll........................................21
255B Rule G-4.18.4. Matters Submitted by Districts.........................21
191B Section 4.19. RULES OF PROCEDURE.................................22
256B Rule G-4.19.1. Adoption of Rules of Procedure.......................22

19B RULE V COMMITTEES OF THE ASSOCIATION22
20B RULE VI BOARD OF TRUSTEES.............................22
192B Section 6.4. ELECTION OF TRUSTEES.........................22
257B Rule 6.4.1. Division of Districts for Election Purposes............22
259B Rule 6.6. Qualification of Trustees.......................................22
258B Rule 6.6.1. Multiple Memberships.......................................22
259B Rule 6.6.2. Implementation of Section 6.6..........................22

21B RULE VII COMMITTEES OF THE BOARD OF
TRUSTEES.......................................................................................22
22B RULE VIII OFFICERS OF THE ASSOCIATION..................22
193B Section 8.1. OFFICERS ENUMERATED..............................22
260B Rule 8.1.1. Officers Enumerated........................................22
194B Section 8.11. EXECUTIVE VICE PRESIDENT....................22
261B Rule 8.11.1. Executive Vice President................................22
195B Section 8.17. OTHER APPOINTED OFFICERS..................22
262B Rule 8.17. Other Appointed Officers....................................22

23B RULE IX NOMINATIONS AND ELECTIONS......................22
195B Section 9.4. NOMINATION BY NOMINATING COMMITTEE........22
258B Rule G-9.4.1. Report of the Nominating Committee..............22
196B Section 9.11. COUNTING OF BALLOTS..............................22
263B Rule G-9.11.1. Tie Vote-Elected Committee Position..............22
264B Rule G-9.11.2. Tie Vote-Mediator........................................22
265B Rule G-9.11.3. Tie Vote-President, Moderator, Financial
Advisor, or Trustee....................................................................23
197B Section 9.13. RULES FOR NOMINATIONS AND ELECTIONS....23
267B Rule G-9.13.2. Order of Names on Ballot............................23
268B Rule G-9.13.3. Write-ins Prohibited.....................................23
269B Rule G-9.13.4. Absentee Ballots............................................23
270B Rule G-9.13.5. Balloting at General Assembly........................23
272B Rule G-9.13.7. Length of Campaigns for President and
Moderator....................................................................................23
273B Rule G-9.13.8 Campaign Finances Disclosures and
Limitations...................................................................................23
274B Rule G-9.13.9. Separation of Campaigns from Conduct of
Official Business.........................................................................24
275B Rule G-9.13.10 Election Campaign Practices Committee........24

24B RULE X FINANCE AND CONTRACTS.................................24
198B Section 10.1. ANNUAL BUDGET........................................24
276B Rule G-10.1.1. Presentation of Association Budget................24
277B Rule G-10.1.2. Expense Categories........................................24
278B Rule G-10.1.3. Estimated Income...........................................24
279B Rule G-10.1.4. Procedures for Budget Consideration..............24
280B Rule G-10.1.5. Board of Trustees Report.................................25
199B Section 10.8. CONTRACTS AND SECURITIES..................25
281B Rule 10.8.1. Contracts and Securities...................................25

25B RULE XI MINISTRY..............................................................25
200B Section 11.2. MINISTERIAL FELLOWSHIP COMMITTEE........25
282B Rule 11.2. Ministerial Fellowship Committee........................25
201B Section 11.8 PROCEDURE ON APPEAL..............................25
283B Rule 11.8. Procedure on Appeal............................................25

26B RULE XII RELIGIOUS EDUCATION
CREDENTIALING.......................................................................25
27B RULE XIII REGIONAL ORGANIZATIONS.......................25
202B Section C-13.2. ESTABLISHMENT..................................25
284B Rule G-13.2.1. Establishing Districts or Regions....................25

28B RULE XIV RULES...............................................................25
203B Section 14.4. MISCELLANEOUS RULES............................25
286B Rule 14.4.2. Receipt of Documents.......................................25
Section 15.2. Submission of Proposed Amendments.

Rule G-15.2.1. Form of Submission.
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 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
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.
Section C-3.6. Termination of Membership.

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

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

*Section C-3.7. Associate Member Qualifications.

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

The Board of Trustees may adopt rules governing the requirements for admission to and retention of associate membership. An associate member organization shall be recognized as certified during the fiscal year in which it becomes a member, and during each subsequent fiscal year if it has made a financial contribution to the Association during the immediately preceding fiscal year. The Association shall not exercise control over nor assume responsibility for the programs, activities or finances of any associate member.

*Section C-3.8. Independent Affiliate Organizations.

The Board of Trustees may admit to affiliated status those independently constituted and operated organizations whose purposes and intentions it finds to be in sympathy with the principles of the Association, and may terminate such status upon finding that the organization no longer meets the foregoing qualifications or is not in compliance with the rules relating to such organizations. The status granted is that of independent affiliate. The Board of Trustees shall adopt rules governing the requirements for admission to and retention of affiliated status. The requirements shall include financial support of the Association by payment of an annual contribution. The Association shall not exercise control over nor assume responsibility for the programs, activities or finances of any independent affiliate.

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

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

Section C-3.10. Members of Member Congregations.

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

ARTICLE IV General Assembly

Section C-4.1. Meetings of the Association.

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

Section C-4.2. Powers and Duties.

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

Section 4.3. Regular General Assembly.

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

Section 4.4. Special General Assembly.

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

Section 4.5. Place of Meeting.

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

*Section 4.6. Notice of Meetings.

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

*Section 4.7. Voting.

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

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

Section 4.8. Delegates.

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

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<th>Membership of Member Congregation</th>
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<tr>
<td>Over 500</td>
<td>One for each additional 50 members or fraction thereof.</td>
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The number of members of a certified member congregation which is a member of more than one denomination shall be determined for the purposes of this Section either (i) by dividing the number of members of the federated church by the number of denominations included in the federation, or, at the option of the federated church, (ii) by reporting the actual number of members who identify themselves as Unitarian Universalists.

(b) Minister Delegates and Religious Education Director Delegates. Each certified member congregation is also entitled to be represented at each General Assembly by the ordained minister or ministers in ministerial fellowship with the Association settled in such congregation, and by the director or directors of religious education having achieved Credentialed Religious Educator – Masters Level status by the Association and employed in such congregation. In addition, each certified member congregation is also entitled to be represented at each General Assembly by any minister emeritus or minister emerita of such congregation in ministerial fellowship with the Association and by any director of religious education emeritus or emerita having achieved Credentialed Religious Educator – Masters Level status by the Association designated as such by a vote at a meeting of the member congregation not less than six months prior to the General Assembly, provided that any such minister has been settled previously in such congregation, and any such director of religious education who has been previously employed in such congregation.

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

Section 4.10. Quorum.

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

Section 4.11. Tentative Agenda for Regular General Assemblies.

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

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

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

(c) items referred by the preceding General Assembly;

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

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

(1) the Board of Trustees or the Executive Committee;

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

or

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

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

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

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

Section 4.12. UUA Statements of Conscience.

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

(a) First Cycle Year

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

(2) The Commission on Social Witness shall by November 1 of that year submit to the Board of Trustees for inclusion of any one member congregation counted as part of the 250;
on the Tentative Agenda of the regular General Assembly
not more than ten proposed Congregational Study/Action
Issues, each of which shall be based in whole or in part
on the issues submitted to it as described in the previous
subsection. The Commission on Social Witness shall
verify with the proposing congregation or sponsored
organization that the proposed Study/Action Issue reflects
the intent of the proposer prior to being included in the poll
ballot. The ten proposed Congregational Study/Action
Issues shall be included for approval by the congregations
on the Congregational Poll ballot, such ballot to be
available and congregations notified of its availability by
November 15 of the same year. Congregational Poll
ballots concerning the proposed Congregational
Study/Action Issue shall be due by February 1 of the
following year (the first Cycle year).

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

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

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

(ii) After one Congregational Study/Action Issue has
been referred for study in accordance with (i), above,
the UUA staff shall conduct a workshop to discuss
processes for study and action on the selected issue.

By November 1 following the General Assembly, the
UUA staff shall have developed a resource guide
pertaining to the Congregational Study/Action Issue
selected by the General Assembly. The resource
guide shall be made available and congregations
notified of its availability.

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

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

(b) Second Cycle Year

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

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

(c) Third Cycle Year

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

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

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

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

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

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

Fourth Cycle Year

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

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

(3) Following the regular meeting of the General Assembly in the
fourth Cycle year, the Cycle shall begin again as set
forth in Section 4.12(a) above.
The Cycle may begin again, as set forth in Section 4.12(a), only after the General Assembly in the second Cycle year of a Congregational Study/Action Issue, and as provided in Sections 4.12(a)(6) and 4.12(d)(3).


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


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

(a) all reports and other matters required by these Bylaws to be submitted to the General Assembly and all proposed amendments to Bylaws and Rules appearing on the Tentative Agenda that meet the requirements of Rule G-4.18.3;
(b) those Business Resolutions, including alternative versions, on the Tentative Agenda which meet the requirements of Rule G-4.18.3;
(c) Business Resolutions, amendments to Rules or Bylaws or other items submitted by the Board of Trustees or the Executive Committee, which did not originally appear on the Tentative Agenda; provided, however, that any such items appear on the Final Agenda accompanied by an explanation for the delayed submission;
(d) additional proposed amendments to Bylaws submitted by the Commission on Appraisal;
(e) those proposed Congregational Study/Action Issues on the Tentative Agenda which meet the requirements of Rule G-4.18.3, and if applicable pursuant to Section 4.12(a); and
(f) the UUA Statement of Conscience submitted by the Commission on Social Witness pursuant to Section 4.12(c) and (d), if applicable.

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

Section 4.15. Agenda for Special General Assemblies.

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

(a) the Board of Trustees;
(b) the petition, if any, which calls the special General Assembly; or
(c) not less than 50 certified member congregations by action of their governing boards or their congregations, with no more than 20 of the 50 congregations from the same district.

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

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

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

Prior to 2013, there will be no General Assembly Actions of Immediate Witness on the agenda.

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

Beginning with General Assembly 2013, no more than three General Assembly Actions of Immediate Witness may be admitted to the agenda of a regular General Assembly.

A petition to admit an Action of Immediate Witness to the agenda must be submitted by a delegate and signed by 150 delegates from at least 25 congregations. If six petitions or fewer are received, all petitions received that have the requisite level of delegate and congregation support are eligible to be considered for possible admission to the agenda. In the event more than six petitions are submitted that satisfy the sponsorship requirement, the Commission on Social Witness shall select six from among those which meet the criteria for a General Assembly Action of Immediate Witness, and shall submit those six actions to the agenda of the General Assembly for possible admission. The Commission on Social Witness shall prepare summaries of no more than six petitions and present those summaries to the General Assembly for a vote to rank the petitions in order of delegate support. The three petitions receiving the most votes are eligible for admission to the agenda. If there are submitted three or fewer petitions meeting the criteria for a General Assembly Action of Immediate Witness, each of the petitions is eligible for admission to the agenda.

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

During the General Assembly, a mini-assembly shall be held during which each admitted action shall be discussed and amendments shall be accepted in writing. All such amendments shall be made available in writing to the General Assembly. The Commission on Social Witness shall finalize each General Assembly Action of Immediate Witness, and the chairperson of the Commission on Social Witness, in consultation with the moderator of the General Assembly, the parliamentarian, and legal counsel, shall prioritize unincorporated amendments for consideration by the General Assembly.

Adoption of a General Assembly Action of Immediate Witness shall be by a two-thirds vote.

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

Responsive Resolutions may be admitted to the agenda of a regular General Assembly and acted upon.

A Responsive Resolution is a resolution made in response to a substantive portion of a report by an officer or committee reporting to a regular General Assembly.
Section 4.17. Items Admitted to Special General Assembly Agenda.

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

Section 4.18. Agenda Rules.

General Assemblies shall adopt rules relating to the agenda.


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

ARTICLE V Committees of the Association

Section 5.1. Committees of the Association.

The standing committees of the Association shall be:

(a) the Nominating Committee;
(b) the Presidential Search Committee;
(c) the General Assembly Planning Committee;
(d) the Commission on Appraisal;
(e) the Commission on Social Witness; and
(f) the Board of Review.

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

Section 5.2. Election and Appointment.

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

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

Section 5.3. Qualifications of Committee Members.

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

Section 5.4. Removal of Committee Member.

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

Section 5.5. Vacancies.

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

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

Section 5.6. Nominating Committee.

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

Section 5.7. Presidential Search Committee.

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

Section 5.8. General Assembly Planning Committee.

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

Section 5.9. Commission on Appraisal.

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

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

Section 5.10. Commission on Social Witness.

The Commission on Social Witness shall consist of three elected members and two members appointed by the Board of Trustees. Each term shall be four years. After serving two terms in office, a member shall not be eligible for re-election until after an interim of at least three years. One member shall be appointed in each odd-
Section 5.11. Board of Review.

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

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

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

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

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

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

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

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

Section 5.12. Additional Committees.

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

Section 5.13. Presiding Officer.

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

Section 5.14. Time and Place of Meetings.

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

Section 5.15. Call and Notice of Meetings.

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

Section 5.16. Transition Provision.

Notwithstanding the provisions of Sections 5.2 and 5.6:

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

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

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

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

ARTICLE VI Board of Trustees

Section C-6.1. Responsibility.

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

Section C-6.2. Powers.

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

Section C-6.3. Membership.

The Board of Trustees shall consist of:

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

(b) eleven trustees elected at large.

Section C-6.4. Election of Trustees.

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

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

Section C-6.5. Term.

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

Section C-6.6. Qualifications of Trustees.

Each elected trustee shall be a member of a member congregation. A trustee who ceases to meet these qualifications shall be disqualified and the office declared vacant. The Board of Trustees shall adopt rules for the application of this Section to persons holding membership in more than one member congregation.
Section 6.7. Resignation and Removal of Trustees.
A trustee may at any time resign by giving written notice to the Board of Trustees. Such resignation shall take effect at the time specified therein, or, if no time is specified, then on delivery. A trustee may be removed by a three-fourths vote of the entire Board at a meeting at which not less than three-fourths of the entire Board is present if in the opinion of the Board such trustee is incapacitated or unable to carry out the duties of the office or otherwise for good cause.

Section 6.8. Vacancies.
A vacancy created by the death, disqualification, resignation, or removal of a trustee shall be filled by majority vote of the remaining trustees. An individual appointed to fill a vacancy shall serve until the vacancy is filled by regular or special election.

Section 6.9. Place of Meeting.
The Board of Trustees shall hold its meetings at such places as the Board may determine.

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

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

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

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

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

Section 6.15. Annual Report.
The Secretary shall on behalf of the Board of Trustees present an annual report of its activities to the member congregations and at each regular General Assembly.

ARTICLE VII Committees of the Board of Trustees

Section 7.1. Committees of the Board of Trustees.
The standing committees of the Board of Trustees shall be:
(a) the Executive Committee;
(b) the Ministerial Fellowship Committee;
(c) the Finance Committee;
(d) the Investment Committee;
(e) the Religious Education Credentialing Committee; and
(f) the Audit Committee.

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

Section 7.2. Appointment and Term of Office.
Except as otherwise provided, the terms of members of standing committees of the Board of Trustees shall be two years beginning at the close of the regular General Assembly in odd-numbered years. Members shall be appointed no later than 120 days after the beginning of the term. Members shall take office upon the effective date of their appointment and shall serve until their successors are appointed and qualified.

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

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

Section 7.5. Executive Committee.
The Executive Committee shall consist of the Moderator, the First Vice Moderator, the Secretary, the Finance Committee, and the Investment Committee.

Section 7.6. Ministerial Fellowship Committee.
The Ministerial Fellowship Committee shall consist of no fewer than six members who are not ministers appointed by the Board of Trustees, but only if four or more members vote the action.

Section 7.7. INTENTIONALLY DELETED.
Section 7.9. Additional Committees.
The Board of Trustees may appoint additional committees to serve at its pleasure and shall determine the membership, qualifications, and duties thereof.

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

Section 7.11. Time and Place of Meetings.
Each standing committee of the Board shall hold meetings at such times and places as it may determine.

Section 7.12. Call and Notice of Meetings.
Meetings of standing committees of the Board may be called by the presiding officer and shall be called by the presiding officer at the request of a majority of the members of the entire committee. Unless the Board of Trustees otherwise provides, notice of meetings of each standing committee shall be given in such a manner and within such time as the standing committee determines.

Section 7.13. Religious Education Credentialing Committee.
The Religious Education Credentialing Committee shall consist of seven members as follows:

1. Three members, none of whom is a parish minister, minister of religious education, community minister, a credentialed religious educator, or a director of religious education, appointed by the Board;
2. One member who is a parish minister or community minister, appointed by the Board;
3. One member who is a minister of religious education, appointed by the Board;
4. One member who is a credentialed Religious Educator – Master Level, appointed by the Board; and
5. One member nominated by the Board of the Liberal Religious Educators Association and appointed by the Board of Trustees.

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

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

1. Persons appointed by the Board, none of whom are members of the Board or hold a salaried position with the Association;
2. The Financial Advisor.

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

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

ARTICLE VIII Officers of the Association

*Section 8.1. Officers Enumerated.*

1. Elected Officers. The elected officers of the Association shall be a Moderator, a President, and a Financial Advisor.

2. Appointed Non-salaried Officers. The appointed non-salaried officers of the Association shall include one or more Vice Moderators, a Secretary, and a Recording Secretary and may include such other officers as the Board of Trustees may appoint.

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

Section C-8.2. Control by Board of Trustees.
All officers shall be subject to the direction and control of the Board of Trustees. All appointed officers shall be appointed by the Board of Trustees and shall serve at its pleasure.

Section 8.3. Term of Office.

(a) Elected Officers. The elected officers shall be elected at a regular General Assembly and shall take office immediately after the close of such General Assembly.

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

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

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

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

(c) Transition Provision. The bylaw amendment changing the term of office of the President from four years to a single term of six years shall become effective for the election of the President at the regular General Assembly in 2017. The President elected at the regular General Assembly in 2013 shall not be eligible for election in 2017. The first two sentences of this transition provision shall automatically be deleted from the bylaws following the regular General Assembly in 2017.

Section 8.4. Qualification of Officers.

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

Section 8.5. Removal of Officers.

(a) Elected Officers. An elected officer may be removed by a three-fourths vote of the entire Board of Trustees at a meeting at which not less than three-fourths of the entire Board is present if in the opinion of the Board such officer is incapacitated or unable to carry out the duties of the office. The President may also be removed by such a vote of the Board if it determines that such removal is in the best interests of the Association.
Section 8.6. Resignation.

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

Section 8.7. Vacancies.

(a) Elected Officers. A vacancy created by the death, disqualification, resignation, or removal of an elected officer shall be filled by majority vote of the Board of Trustees. An individual appointed to fill a vacancy shall serve until the vacancy is filled by regular or special election.

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

Section 8.8. Moderator.

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

Section 8.9. President.

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

Section 8.10. Financial Advisor.

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

Section 8.11. Executive Vice President.

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

Section 8.12. Vice Moderators.

The Vice Moderator or Moderators shall be elected from among the members of the Board of Trustees by its members. In the absence of the Moderator a Vice Moderator shall preside at meetings and perform the duties of the Moderator. A Vice Moderator shall perform such other duties as may be assigned by the Board. In the event that more than one Vice Moderator is elected, one of the Vice Moderators shall be designated First Vice Moderator.

Section 8.13. Vice Presidents.

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

Section 8.14. Secretary.

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

Section 8.15. Treasurer.

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

Section 8.16. Recording Secretary.

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

Section 8.17. Other Appointed Officers.

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

Section 8.18. Compensation.

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

Section 8.19. Reports by Officers.

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

ARTICLE IX Nominations and Elections

Section 9.1. Elective Positions.

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

Section 9.2. Nomination Procedures.

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

Section 9.3. Notice by Nominating Committee.

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

Section 9.4. Nomination by Nominating Committee.

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

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

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

(d) The report of the Nominating Committee shall be filed with the Secretary of the Association and mailed to all certified
Section 9.5. Nomination of President and Moderator.

(a) President. The Presidential Search Committee shall submit no fewer than two nominations for the office of President for an election at the end of a presidential term or for a special election. The report of the Presidential Search Committee shall be announced by February 1 of the year before the General Assembly at which there is to be a presidential election, except in the case of a special election, in which case the report of the Presidential Search Committee shall be announced by December 10 of the year before the election.

(b) Moderator. The Board of Trustees shall submit one or more nominations for the office of Moderator for an election at the end of a Moderator term or for a special election. The report of the Board of Trustees shall be announced by February 1 of the year before the General Assembly at which there is to be a Moderator election, except in the case of a special election, in which case the report of the Board of Trustees shall be announced by December 10 of the year before the election.

Section 9.6. Nomination by Petition.

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

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

Section 9.7. Qualifications of Nominees.

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

Section 9.8. Vacancy in Nominations.

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

Section 9.9. Supervision of Elections.

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

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

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

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

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

Section 9.10. Conduct of Elections at Large.

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

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

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

Section 9.11. Counting of Ballots.

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

(b) For Other Elective Positions. If there is one elective position at large to be filled, the candidate receiving the greatest number of votes is elected. If there is more than one such elective position of the same kind to be filled, the candidates respectively receiving the greatest number of votes are elected.
**Section 9.12. Special Elections.**

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

*Section 9.13. Rules for Nominations and Elections.*

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

**Section 9.14. Transition Provision.**

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

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

The terms of all trustees shall expire at the close of the regular General Assembly in 2013.

Notwithstanding the provisions of Section 9.4., for elections at the regular General Assembly in 2013:

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

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

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

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

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

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

This transition provision shall automatically be deleted from the bylaws following the regular General Assembly in 2018.

**ARTICLE X  Finance and Contracts**

*Section 10.1. Annual Budget.*

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

*Section 10.8. Contracts and Securities.*

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

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

The Association shall establish and maintain a pension system for ministers in fellowship with the Association.
Section 10.10. Fiscal Year.
The fiscal year of the Association shall be from July 1 to June 30.

Section C-10.11. Corporate Seal.
The seal of the Association shall be in such form as the Board of Trustees shall approve.

Section 10.12. Indemnification of Trustees, Officers, Employees, and Volunteers.
The Association, to the extent legally permissible, shall indemnify any trustee, officer, employee of the Association or volunteer elected by a General Assembly or appointed by the Board of Trustees of the Association to serve the Association, or persons formerly holding such positions, against all liabilities and expenses (including court costs, attorneys’ fees, and the amount of any judgment or reasonable settlement, fines and penalties) actually and necessarily incurred by any such person, subsequent to the adoption hereof, in connection with the defense of any claim asserted or threatened to be asserted against any such person, or any action, suit or proceeding in which any such person may be involved as a party, by reason of being or having been such trustee, officer, employee or volunteer or by reason of any action alleged to have been taken or omitted by any such person as such trustee, officer, employee or volunteer, except with respect to any matter as to which he or she shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Association; provided, however, that as to any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise and indemnification therefore shall be approved:

(a) by a majority vote of a quorum consisting of disinterested trustees;
(b) if such quorum cannot be obtained, then by a majority vote of a committee of the Board of Trustees consisting of all the disinterested trustees;
(c) if there are not two or more disinterested trustees in office, then by a majority of the trustees then in office, provided they have obtained a written finding by independent legal counsel appointed by a majority of the trustees to the effect that, based upon a reasonable investigation of the relevant facts as described such opinion, the person to be indemnified appears to have acted in good faith and in the reasonable belief that his or her action was in the best interests of the Association;
(d) if not resolved by (a), (b) or (c), above, by a court of competent jurisdiction.

If authorized in the same manner specified above for compromise payments, expenses, including attorneys’ fees actually and necessarily incurred by any such person in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the Association in advance of the matter disposed of by a compromise settlement.

If authorized in the same manner specified above for compromise payments, expenses, including attorneys’ fees actually and necessarily incurred by any such person in connection with the defense or disposition of any such action, suit or other proceeding may be paid from time to time by the Association in advance of the matter disposed of by a compromise settlement.

Section 10.13. Duties of the Audit Committee.
The Audit Committee shall oversee the annual audit of the financial statements of the Association by an independent certified public accounting firm and monitor the establishment and implementation of accounting policies and internal controls. Specific duties of the Audit Committee shall be set forth in a charter adopted by the Board, which may be amended by the Board from time to time.

ARTICLE XI Ministry

Section C-11.1. Ministerial Fellowship.
Each member congregation has the exclusive right to call and ordain its own minister or ministers, but the Association has the exclusive right to admit ministers to ministerial fellowship with the Association. Fellowship may be for the purposes of parish, religious education and/or community ministry as determined by action of the Ministerial Fellowship Committee.

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

*Section 11.2. Ministerial Fellowship Committee.
The Ministerial Fellowship Committee shall have exclusive jurisdiction over ministerial fellowship except as otherwise provided in these bylaws. It shall make rules governing ministerial fellowship, subject to the approval of the Board of Trustees.

Section 11.3. Admission to Fellowship.
A minister may be admitted to fellowship by the Ministerial Fellowship Committee, upon complying with the requirements of these Bylaws and the rules, policies, procedures and requests of the Committee. A minister who is admitted to fellowship shall be admitted to preliminary fellowship for a period of at least three years, be evaluated in ministry, and may thereafter be admitted to final fellowship.

Section 11.4. Fellowship Records.
The Executive Secretary of the Ministerial Fellowship Committee shall maintain up-to-date records of all ministers in fellowship with the Association. These records shall be available only to members of the committee, persons designated by the Committee, and, in cases of appeals, the Board of Review.

Section 11.5. Termination of Fellowship and Administrative Suspension.
The fellowship of a minister may be terminated by the Ministerial Fellowship Committee for unbecoming conduct, incompetence or other specified cause. Final fellowship may be terminated only after notice by the Committee and opportunity for a Fellowship Review before the Committee. During an investigation or the pendency of a complaint, the Ministerial Fellowship Committee may suspend a minister until a final determination can be made on the minister's fellowship status.

Section 11.6. Reinstatement to Fellowship.
The Ministerial Fellowship Committee may reinstate in or readmit to fellowship a minister who has previously resigned from fellowship or whose fellowship has been suspended or terminated.

Section 11.7. Appeal.
A minister in final ministerial fellowship whose fellowship is terminated may appeal the determination of the Ministerial Fellowship Committee to the Board of Review. The Board of Review...
ARTICLE XII Religioed Education Credentialing

Section 12.1. Religious Education Credentialing.

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

Section 12.2. Religious Education Credentialing Committee.

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

Section 12.3. Achievement of Religious Education Credentialing Status.

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

Section 12.4. Religious Education Credentialing Levels.

The Religious Education Credentialing Committee shall adopt rules related to levels of religious education credentialing as follows:

- Associate - Level status, credentialled religious educator status, and Credentialled Religious Educator - Master Level status as determined by action of the Religious Education Credentialing Committee.
ARTICLE XIII  Regional Organizations

Section C-13.1.  Districts and Regions.

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

Section C-13.2.  Establishment.

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

Section 13.3.  Members.

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

Section C-13.4.  Autonomy.

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

Section 13.5.  District Bylaws.

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

ARTICLE XIV  Rules

Section 14.1.  Adoption and Amendment of Rules by General Assemblies.

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

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

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

Section 14.3.  Rules of Order.

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

ARTICLE XV  Amendment

Section C-15.1.  Amendment of Bylaws.

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

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

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

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

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

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

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

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

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

(i) During the General Assembly there shall be a mini-assembly held during which amendments to the
RULES* of the UNITARIAN UNIVERSALIST ASSOCIATION

RULE I Name
1890
1891 No existing rules applicable to Article I.

RULE II Principles and Purposes
1894 Because the Association is committed to the use of the democratic process, because its governing institutions are accountable to our congregations, because accessibility is critical to countering systemic and institutional oppression and because accessibility is critical to countering trust are characteristics of a healthy religious community, the UUA Board shall establish policies to allow for the maximum transparency of its proceedings and of the proceedings of all UUA committees, commissions and task forces, consistent with their effective functioning. These policies shall include:
1895 (a) providing advance notice of dates and locations of regular business meetings, and making agendas, reports, and minutes available promptly;
1896 (b) providing avenues for comment on issues on the meetings' agendas;
1897 (c) accommodating observers at regular business meetings, with the exception of executive sessions.
1898 Implementing this rule shall be the responsibility of the Board of Trustees. The Board shall designate a specific person or committee to whom comments about adherence to this rule may be addressed. The Board shall report to the General Assembly annually for the next three years on its implementation.

Rule G-2.3. Non-discrimination.
1899 The Association declares and affirms its special responsibility, and that of its member congregations and organizations, to promote the full participation of persons in all of its and their activities and in the full range of human endeavor without regard to racialized identity, ethnicity, gender expression, gender identity, sex, disability, affectional or sexual orientation, family and relationship structures, age, language, citizenship status, economic status, or national origin and without requiring adherence to any particular interpretation of religion or to any particular religious belief or creed.
Rule III Membership

Section C-3.3. Admission to Membership.

Rule 3.3.1. New Congregations.

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

Rule 3.3.2. Procedure for Admission.

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

The application shall include:

(a) a statement that the applicant subscribes to the principles of the Association and pledges itself to support the Association;

(b) a copy of the articles of incorporation or other organizing documents and the bylaws of the applicant;

(c) the names and addresses of the charter members sufficient in number to satisfy the minimum membership requirements;

(d) an initial payment in an amount of no less than the Fair Share contribution to the Association’s Annual Program Fund, prorated for the portion of the Association’s fiscal year remaining as of the date of application.

Rule 3.3.3. Membership Requirements for Admission.

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

Rule 3.3.4. Multiple Local Congregations.

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

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

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

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

Rule 3.3.5. Rules and Regulations for New Congregations.

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

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

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

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

(d) 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.

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

(f) 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.

Rule 3.3.6. Order of Administrative Procedure.

The order of administrative procedure:

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

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

U.S. Congregations – District President

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

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

Section C-3.5. Certification of Membership.

Rule 3.5.1. Required Annual Report.

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

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

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

UUA Bylaws: 17
Rule 3.5.2. Inactive Congregations

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

- requesting a list of congregations that have failed to submit an annual report for three consecutive fiscal years;
- forwarding this list to the UUA’s District Staff with copies to District Presidents and District Trustees for their information;
- upon receipt of the annual inactive congregations list and pursuant to the UUA’s by-laws section C-3.6, the UUA’s District staff shall follow up with any congregation in their district;
- after follow up the District staff shall make a recommendation about each congregation’s status to the UUA Board for action at its April meeting.

Section C-3.7. Associate Member Organizations.

Rule 3.7.1. Limitation of Associate Membership.

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

Rule 3.7.2. Non-Segregation.

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

Rule 3.7.3. Application for Associate Membership.

Each applicant for membership shall submit with its application:

- an attested copy of its charter and, unless it is included in the charter, an attested copy of its purposes, objectives, and bylaws;
- the approximate number of members in the organization;
- a list of principal officers with their personal mail addresses and the principal mail address of the organization;
- a financial statement showing income and expenses for the latest fiscal year preceding the date of filing and showing assets, liabilities and net worth as of the end of such fiscal year;
- the dates upon which its governing board met during the twelve months immediately preceding the date of filing;
- any yearly reports of its governing body and its principal officers sent to members during the twelve months immediately preceding the date of filing;
- evidence that it enjoys tax exempt status:
  - under Section 501(c)(3) of the U.S. Internal Revenue Code of 1954;
  - as a registered charity as provided for in the Income Tax Act (Canada); or
  - under the laws of the country governing the applicant's tax status;
- if the applicant does not enjoy tax exempt status, the reason or reasons it does not;
- a statement outlining the intended use of associate membership, if granted, and the goals and objectives of the organization that will be served by such use;
- a statement outlining what advantage it is believed there would be to the Association and to the furtherance of the principles of the Association outlined in Bylaw Section C-2.2; and
- any other information which the Board of Trustees of the Association shall require; and


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


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

Rule 3.7.6. Representation of Associate Membership.

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

Rule 3.7.7. Mailing List.

Each associate member shall place the Association on its regular mailing list.


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

Rule 3.7.9. Yearly Grant of Associate Membership.

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

Rule 3.7.10. Associate Member Contributions.

The contribution required to be submitted with an application for associate membership is $500 for any applicant whose budget for the twelve months preceding its application for associate membership was less than $1,000,000. The contribution 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.


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, affrontional 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 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.


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.


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.

UUA Bylaws: 19
Section C-4.7. Voting.

Rule G-4.7.1. Recording the Vote on Resolutions.

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

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

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

Section C-4.9. Accreditation of Delegates.

Rule G-4.9.1. Number of Delegates.

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

Rule 4.9.1A. Merged, Consolidated, or Dissolved Congregations.

In the event a certified member congregation dissolves or merges or consolidates with another congregation subsequent to its filing, the certified member certification form prescribed by Rule 3.5.1, any delegate credentials outstanding on the date of dissolution or merger or consolidation are thereby rendered null and void. In the event of merger or consolidation, the merged or consolidated congregation shall be entitled during the current fiscal year of the Association to the number of delegate credentials that reflects the total membership of the merged or consolidated congregation or to the number of delegate credentials that the merged congregation is entitled to, as it may determine. Alternate delegates shall be members of the certified member congregation from which they represent. All alternates appointed must be provided by the applicant under established procedures of the congregation or is an accredited director of religious education employed in the congregation, or was designated as a delegate of an associate member organization; and

(d) a brief statement as to why the applicant is not able to present an official and properly executed accrediting card.

Rule 4.9.2. Settled Ministers.

A settled minister for the purpose of accreditation as a delegate pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a certified member congregation in compensated ministerial activities which constitute fifty percent or more of a typical work schedule or (b) a community minister who (1) maintains active involvement in such congregation; (2) has written certification and credential card and delegate badge of the delegate to the General Assembly to be held in any fiscal year of the Association or (3) is in affiliation with the congregation; and (4) is compensated for community ministry work which constitutes fifty percent or more of a typical work schedule recognized by the congregation as ministry. A congregation is entitled to the number of accredited community minister delegates equal to the number of delegates to which it is entitled under Bylaw Section 4.8(a). A minister emeritus/a shall previously have settled in such congregation as described in this Rule. A certified member congregation shall certify in writing that its minister delegates meet the criteria for minister in accordance with this Rule.

Rule G-4.9.3. Mailing of Credential Cards.

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

Rule 4.9.4. Issuance of Duplicate Credential Card.

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

(a) the name of the congregation or associate member organization involved;
(b) in the case of a delegate representing a member congregation other than a settled minister or emeritus/us minister or an accredited director of religious education, a statement that the applicant is a member of that congregation; or in the case of a delegate representing an associate member organization, a statement that the applicant is a member of a certified member congregation;
(c) a statement that the person was designated as a delegate under established procedures of the congregation or is a settled minister or emeritus/us minister thereof or is an accredited director of religious education employed in the congregation, or was designated as a delegate of an associate member organization; and
(d) a brief statement as to why the applicant is not able to present an official and properly executed accrediting card.

Rule 4.9.5. Alternate Delegates.

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

Rule G-4.9.6. Delegate Status.

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


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

Rule G-4.9.8. Payment of Registration Fee.

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

Rule 4.9.9. Amount of Fees.

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


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

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


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

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

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

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

The Moderator shall take such steps as the Moderator considers practical to advise delegates and other persons or bodies as early as possible, preferably in writing, of the contents of any actions or resolutions presented to the General Assembly which are not on the Final Agenda and which are admitted to the agenda pursuant to resolutions presented to the General Assembly which are not on the Final Agenda not more than the five proposed Congregational Directives for General Assembly Action, provided that at least twenty percent (25%) of the participating congregations be the one eligible for inclusion on the Final Agenda. From the Business Resolutions eligible from the Congregational Poll, the Board of Trustees shall include on the Final Agenda not more than the eight Business Resolutions receiving the highest number of "recommended for action" votes on the Congregational Poll. The Board of Trustees may also include on the Final Agenda alternative versions of Business Resolutions which are germane to those selected through the Congregational Poll. In the first Cycle year, the Board of Trustees also shall include on the Final Agenda not more than the five proposed Congregational Study/Action Issues receiving a majority of votes and the highest number of "recommended for action" votes on the Congregational Directives for General Assembly Action, provided that at least twenty-five percent (25%) of the congregations participated in the ballot vote for such proposed Congregational Study/Action Issues. If the number of proposed Congregational Study/Action Issues recommended for action in the Congregational Poll exceeds five and there is more than one such issue in fifth position as a result of a tie vote, all issues in fifth position shall be referred to the Final Agenda by the Commission on Social Witness.


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

Section 4.18. Agenda Rules.

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

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


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

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

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

Rule G-4.18.3. Congregational Poll.

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

Rule G-4.18.4. Matters Submitted by Districts.

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


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

RULE V Committees of the Association

No existing rules applicable to Article V.

RULE VI Board of Trustees

Section 6.4. Election of Trustees.

Rule 6.4.1. Division of Districts for Election Purposes.

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

GROUP A
- Clara Barton
- Florida
- Mid-South
- Mountain Desert
- Ohio Meadville
- Pacific Northwest
- Pacific Southwest
- Southwest
- St. Lawrence

GROUP B
- Ballou Channing
- Central Midwest
- Heartland
- Joseph Priestley
- Massachusetts Bay
- Metropolitan New York
- Northern New England
- Pacific Central
- Prairie Star
- Southeast

Rule 6.6. Qualification of Trustees.

Rule 6.6.1. Multiple Memberships.

For purposes of applying the Bylaw provision that no more than one trustee shall be a member of the same member congregation, a person holding membership in more than one member congregation shall be treated as being a member only of that member congregation whose services such person most regularly attends.

The Secretary shall make any determinations required by this rule, subject to appeal to the Board of Trustees, with the affected trustee or trustees not voting.

Rule 6.6.2. Implementation of Section 6.6.

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

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

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

RULE VII Committees of the Board of Trustees

No existing rules applicable to Article VII.

RULE VIII Officers of the Association

Section 8.1. Officers Enumerated.

Rule 8.1.1. Officers Enumerated.

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

Section 8.11. Executive Vice President.

Rule 8.11.1. Executive Vice President.

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

Section 8.17. Other Appointed Officers.

Rule 8.17. Other Appointed Officers.

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

RULE IX Nominations and Elections

Section 9.4. Nomination by Nominating Committee.


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

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

Section 9.11. Counting of Ballots.

Rule 9.11.1. Tie Vote-Elected Committee Position.

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

Rule 9.11.2. Tie Vote-Moderator.

If the tie involves the election of a Moderator, the proceedings to resolve the tie shall be presided over by the Secretary of the Association who, in all matters involving the resolutions of the tie, shall have the rights and duties of the Moderator.
Rule G-9.11.3. Tie Vote-President, Moderator, Financial Advisor, or Trustee.

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


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


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


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


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


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


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

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

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

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

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

Rule G-9.13.8 Campaign Finances Disclosures and Limitations.

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

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

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

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

(1) under $50.00;

(2) $50.00 to $250.00;

(3) $251.00 to $1,000.00;

(4) over $1,000; and

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

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

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

UUA Bylaws: 23

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

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


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

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

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

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

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

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

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

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

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

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

RULE X Finance and Contracts

Section 10.1. Annual Budget.

Rule G-10.1.1 Presentation of Association Budget.

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

Rule G-10.1.2. Expense Categories.

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

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

Rule G-10.1.3. Estimated Income.

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

Rule G-10.1.4. Procedures for Budget Consideration.

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

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

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

(c) Any action with respect to the budget for the Current Fiscal Year calling for increased spending in any category shall
RULE XI Ministry

Section 11.2. Ministerial Fellowship Committee.


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

Section 11.8. Contracts and Securities.

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

RULE XII Religious Education Credentialing

Section C-13.2. Establishment.

Rule G-13.2.1. Establishing Districts or Regions.

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

(b) Each district or region shall be composed of the congregations assigned to that district or region by the Board of Trustees.

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

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

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

(f) Transition Provision. The amendments to Rule G-13.2.1 deleting the Central Midwest, Heartland, and Prairie Star Districts shall not become effective until those Districts dissolve. This transition provision shall automatically be deleted from the bylaws following the first regular General Assembly occurring after all of those districts have dissolved.

RULE XIV Rules

Section 14.4. Miscellaneous Rules.


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

Rule G-14.4.2. Receipt of Documents.

When any ballot, petition, notice, document, or material of any kind whatsoever is required to be filed with, delivered to, or received by the Association or an officer, board, committee, or agent thereof on or before a certain day, the same shall be considered to have been so filed, delivered, or received only if it is postmarked seven days prior to said certain day or actually received at the office of the Association at 25 Beacon Street, Boston, Massachusetts 02108, on an earlier day or not later than 5:00 p.m. on said certain day.

RULE XV Amendments

Section 15.2. Submission of Proposed Amendments.

Rule G-15.2.1. Form of Submission.

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

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

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

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

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