

UNITARIAN UNIVERSALIST ASSOCIATION

BYLAWS AND RULES

as amended through

OCTOBER 18, 2019



**UNITARIAN
UNIVERSALIST
ASSOCIATION**

Hard copy of these Bylaws and Rules available from
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UUA BYLAWS

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

1 **ARTICLE I Name**

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

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

8 **ARTICLE II Principles and Purposes**

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

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

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

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

- 23 • Direct experience of that transcending mystery and wonder,
24 affirmed in all cultures, which moves us to a renewal of the spirit
25 and an openness to the forces which create and uphold life;
- 26 • Words and deeds of prophetic people which challenge us to
27 confront powers and structures of evil with justice, compassion
28 and the transforming power of love;
- 29 • Wisdom from the world's religions which inspires us in our ethical
30 and spiritual life;
- 31 • Jewish and Christian teachings which call us to respond to God's
32 love by loving our neighbors as ourselves;
- 33 • Humanist teachings which counsel us to heed the guidance of
34 reason and the results of science, and warn us against idolatries
35 of the mind and spirit;
- 36 • Spiritual teachings of Earth-centered traditions which celebrate
37 the sacred circle of life and instruct us to live in harmony with the
38 rhythms of nature.

39 Grateful for the religious pluralism which enriches and ennobles our
40 faith, we are inspired to deepen our understanding and expand our
41 vision. As free congregations we enter into this covenant,
42 promising to one another our mutual trust and support.

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

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

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

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

53 ages, abilities, and histories. We pledge to replace such barriers
54 with ever-widening circles of solidarity and mutual respect. We
55 strive to be an association of congregations that truly welcome all
56 persons and commit to structuring congregational and associational
57 life in ways that empower and enhance everyone's participation.

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

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

64 **ARTICLE III Membership**

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

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

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

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

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

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

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

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

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

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

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

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

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

109 contribution to the Association and filed the report required by this
110 Section during that year.

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

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

117 Section C-3.6. Termination of Membership.

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

124 (a) the congregation in question, whenever possible; and

125 (b) the President of the district or region in which the
126 congregation is located or such other authorized official as
127 the district or region designates in writing to the Association.

128 *Section C-3.7. Associate Member Qualifications.

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

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

146 *Section C-3.8. Independent Affiliate Organizations.

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

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

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

166 Section C-3.10. Members of Member Congregations.

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

172 ARTICLE IV General Assembly

173 Section C-4.1. Meetings of the Association.

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

176 Section C-4.2. Powers and Duties.

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

179 Section 4.3. Regular General Assembly.

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

183 Section 4.4. Special General Assembly.

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

189 Section 4.5. Place of Meeting.

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

196 *Section 4.6. Notice of Meetings.

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

203 *Section C-4.7. Voting.

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

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

211 Section 4.8. Delegates.

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

221 fifty, plus one delegate for any fraction remaining, provided
222 that each certified member congregation shall be entitled to at
223 least two delegates.

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

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

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

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

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

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

274 **Section 4.10. Quorum.**

275 Not less than 300 accredited delegates representing not less than
276 100 certified member congregations located in not less than 10

277 states or provinces shall constitute a quorum at any regular or
278 special General Assembly.

279 **Section 4.11. Tentative Agenda for Regular General** 280 **Assemblies.**

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

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

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

287 (c) items referred by the preceding General Assembly;

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

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

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

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

296 (3) a petition by not less than 250 members of certified
297 member congregations with no more than 10 members
298 of any one member congregation counted as part of the
299 250;

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

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

315 Resolutions submitted under (d), (e)(2), (e)(3) and (f) must be
316 received by the Board of Trustees by February 1 whenever the
317 regular General Assembly opens in June. If the General Assembly
318 opens in a month other than June, the Business Resolutions
319 submitted under (d), (e)(2), (e)(3) and (f) must be received no later
320 than 110 days before the date set for the opening of that General
321 Assembly. The UUA Statements of Conscience process deadlines
322 are established by Sections 4.12(a) and (c) and by the Board of
323 Trustees pursuant to Section 4.13 whenever one or more regular
324 General Assembly is scheduled to begin in a month other than
325 June. The Board of Trustees shall include on the Tentative Agenda
326 all items so submitted. It may submit alternative versions of
327 Business Resolutions in addition to the original ones submitted if in
328 its judgment such alternatives clarify the resolutions and may make
329 such changes in the Business Resolutions as are necessary to
330 make each conform to a standard format. It may also submit one or
331 more alternative versions for the purpose of combining two or more
332 Business Resolutions. Adoption of Business Resolutions by a
333 General Assembly shall be by two-thirds vote. The Tentative
334 Agenda shall be mailed to each member congregation, associate
335 member organization and trustee by March 1 if the General

336 Assembly opens in June; otherwise, not less than 90 days before
337 the opening of the General Assembly.

338 *Section 4.12. UUA Statements of Conscience.

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

347 (a) First Cycle Year

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

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

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

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

380 (b) Second Cycle Year

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

385 (c) Third Cycle Year

386 (1) The Commission on Social Witness shall then compose a
387 draft UUA Statement of Conscience. The draft UUA
388 Statement of Conscience, and a ballot to place the draft
389 UUA Statement of Conscience on the Final Agenda
390 during General Assembly in the third Cycle year shall be
391 included in the Congregational Poll.

392 (2) If the draft UUA Statement of Conscience is placed on the
393 Final Agenda for the next regular meeting of the General
394 Assembly, then the next General Assembly must debate

395 and vote on the proposed UUA Statement of Conscience.
396 Adoption of the UUA Statement of Conscience shall
397 require a two-thirds vote.

398 (3) If (a) the proposed UUA Statement of Conscience is not
399 placed on the Final Agenda for the next regular meeting of
400 the General Assembly; or (b) the General Assembly
401 chooses, by a two-thirds vote, to refer the proposed UUA
402 Statement of Conscience to the Commission on Social
403 Witness for one additional year of study/action, then the
404 Commission of Social Witness shall continue the study
405 and revision of the proposed UUA Statement of
406 Conscience for one more year. The revised UUA
407 Statement of Conscience may be placed on the Final
408 Agenda for the next regular meeting of the General
409 Assembly pursuant to subsection (b) above. If by the
410 regular meeting of the General Assembly following the
411 additional year the Commission on Social Witness has
412 been unable to find support to generate an acceptable
413 UUA Statement of Conscience, the Congregational
414 Study/Action Issue may be placed on the Final Agenda
415 with a proposal to drop such Congregational Study/Action
416 Issue.

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

420 Section 4.13. Revision of UUA Statements of 421 Conscience Process Schedule.

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

428 Section 4.14. Final Agenda for Regular General 429 Assemblies.

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

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

436 (b) those Business Resolutions, including alternative versions, on
437 the Tentative Agenda which meet the requirements of Rule
438 G-4.18.3;

439 (c) Business Resolutions, amendments to Rules or Bylaws or
440 other items submitted by the Board of Trustees or the
441 Executive Committee, which did not originally appear on the
442 Tentative Agenda; provided, however, that any such items
443 appear on the Final Agenda accompanied by an explanation
444 for the delayed submission;

445 (d) additional proposed amendments to Bylaws submitted by the
446 Commission on Appraisal;

447 (e) those proposed Congregational Study/Action Issues on the
448 Tentative Agenda which meet the requirements of Rule G-
449 4.18.3, and if applicable pursuant to Section 4.12(a); and

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

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

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

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

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

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

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

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

474 (b) Actions of Immediate Witness

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

480 (2) No more than three General Assembly Actions of
481 Immediate Witness may be admitted to the agenda of
482 a regular General Assembly.

483 (3) The motion to admit each General Assembly Action
484 of Immediate Witness ruled eligible is not debatable,
485 but an opportunity for a two-minute statement of
486 advocacy to the General Assembly for each eligible
487 action by one of its sponsors prior to any such motion
488 shall be provided. Admission of a General Assembly
489 Action of Immediate Witness shall be by a two-thirds
490 vote.

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

493 (5) Actions submitted pursuant to this Section 4.16(b) must
494 be in writing and filed with the Chair of the Commission on
495 Social Witness or the Commission's designee by the
496 deadline established by the Commission and
497 announced at the opening session of the General
498 Assembly.

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

502 (1) A Responsive Resolution is a resolution made in
503 response to a substantive portion of a report by an
504 officer or committee reporting to a regular General
505 Assembly.

506 (2) Affirmation of a Responsive Resolution shall be by
507 two-thirds
508 vote.

509 **Section 4.17. Items Admitted to Special General
510 Assembly Agenda.**

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

514 ***Section 4.18. Agenda Rules.**

515 General Assemblies shall adopt rules relating to the agenda.

516 ***Section 4.19. Rules of Procedure.**

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

519 **ARTICLE V Committees of the Association**

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

521 The standing committees of the Association shall be:

- 522 (a) the Nominating Committee;
- 523 (b) the Presidential Search Committee;
- 524 (c) the General Assembly Planning Committee;
- 525 (d) the Commission on Appraisal;
- 526 (e) the Commission on Social Witness; and
- 527 (f) the Board of Review.

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

531 **Section 5.2. Election and Appointment.**

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

537 (b) Appointed members. The terms of any appointed members
538 of standing committees of the Association shall begin at the
539 close of the regular General Assembly. The Board of
540 Trustees shall make each appointment no later than 120 days
541 after the beginning of the term. Appointed members shall
542 take office upon the effective date of their appointments and
543 shall serve until their successors are appointed and qualified,
544 except as otherwise provided herein.

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

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

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

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

559 **Section 5.5. Vacancies.**

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

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

571 **Section 5.6. Nominating Committee.**

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

579 **Section 5.7. Presidential Search Committee.**

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

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

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

603 **Section 5.9. Commission on Appraisal.**

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

609 The Commission on Appraisal shall:

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

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

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

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

619 The Commission on Social Witness shall consist of three elected
620 members and two members appointed by the Board of Trustees.
621 Each term shall be four years. After serving two terms in office, a
622 member shall not be eligible for re-election until after an interim of at
623 least four years. One member shall be appointed in each odd-
624 numbered year. In addition to any election required to fill a vacancy,
625 no fewer than one nor more than two members shall be elected at
626 the regular General Assembly held in each odd-numbered year, as
627 is required to insure a full complement of elected members.

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

629 **Section 5.11. Board of Review.**

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

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

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

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

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

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

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

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

664 **Section 5.12. Additional Committees.**

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

668 **Section 5.13. Presiding Officer.**

669 Each committee shall elect a presiding officer from among its
670 members at its first meeting following the regular General Assembly
671 in each odd-numbered year. In the absence of such election the

672 Board of Trustees may designate a temporary presiding officer from
673 among members of the committee.

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

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

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

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

684 **ARTICLE VI Board of Trustees**

685 **Section C-6.1. Responsibility.**

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

689 **Section 6.2. Powers.**

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

692 **Section 6.3. Membership.**

693 The Board of Trustees shall consist of:

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

696 (b) Eleven trustees; and

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

700 ***Section 6.4. Election of Trustees.**

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

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

706 (c) One Youth Trustee shall be elected at each regular General
707 Assembly.

708 **Section 6.5. Term.**

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

721 (b) A Youth trustee shall take office immediately after the close of
722 the General Assembly at which they are elected, and shall
723 serve for a term of two years and until their successors are
724 elected and qualified. No Youth trustee may serve more than
725 one term. The term of a Youth trustee is equivalent to one full

726 term as defined in Section 6.5, for the purposes of eligibility
727 for election as a trustee.

728 ***Section 6.6. Qualifications of Trustees.**

729 (a) Each elected trustee shall be a member of a member
730 congregation. A trustee who ceases to meet these
731 qualifications shall be disqualified and the office declared
732 vacant. Not more than one trustee shall be a member of the
733 same member congregation. If a trustee becomes a member
734 of a member congregation in which another trustee is already
735 a member, such Trustee shall be disqualified and the office
736 declared vacant. The Board of Trustees shall adopt rules for
737 the application of this Section to persons holding membership
738 in more than one member congregation.

739 (b) Youth trustees shall be a member of a member congregation
740 if their congregation allows for youth membership. If their
741 congregation does not allow for youth membership, the
742 President, Minister or Religious Educator of that congregation
743 shall submit a written notice to the Nominating Committee of
744 the Youth trustee's affiliation with the congregation before the
745 person may be nominated to serve as a Youth trustee. A
746 Youth trustee shall not be a Member of or be affiliated with
747 the same congregation as any other trustee.

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

749 A trustee may at any time resign by giving written notice to the
750 Board of Trustees. Such resignation shall take effect at the time
751 specified therein, or, if no time is specified, then on delivery. A
752 trustee may be removed by a three-fourths vote of the entire Board
753 at a meeting at which not less than three-fourths of the entire Board
754 is present if in the opinion of the Board such trustee is incapacitated
755 or unable to carry out the duties of the office or otherwise for good
756 cause.

757 **Section 6.8. Vacancies.**

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

762 **Section 6.9. Place of Meeting.**

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

765 **Section 6.10. Regular Meetings.**

766 Regular meetings of the Board of Trustees shall be held at such
767 times as the Board may determine. No fewer than three regular
768 meetings of the Board shall be held during each fiscal year of the
769 Association.

770 **Section 6.11. Special Meetings.**

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

776 **Section 6.12. Waiver of Notice.**

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

781 **Section 6.13. Quorum.**

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

784 **Section 6.14. Compensation.**

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

789 **Section 6.15. Annual Report.**

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

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

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

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

- 796 (a) the Executive Committee;
- 797 (b) the Ministerial Fellowship Committee;
- 798 (c) the Finance Committee;
- 799 (d) the Investment Committee;
- 800 (e) the Religious Education Credentialing Committee; and
- 801 (f) the Audit Committee.

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

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

806 Except as otherwise provided, the terms of members of standing
807 committees of the Board of Trustees shall be two years beginning at
808 the close of the regular General Assembly. Members shall be
809 appointed no later than 120 days after the beginning of the term.
810 Members shall take office upon the effective date of their
811 appointment and shall serve until their successors are appointed
812 and qualified.

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

814 Standing committee members appointed by the Board of Trustees
815 serve at the pleasure of the Board and may be removed by it at any
816 time.

817 **Section 7.4. Vacancies.**

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

820 **Section 7.5. Executive Committee.**

821 The Executive Committee shall consist of the Moderator, the First
822 Vice Moderator, the Secretary, the Financial Advisor, and the
823 Financial Secretary. The position on the committee occupied by the
824 First Vice Moderator shall be filled by the Second Vice Moderator at
825 any meeting of the committee from which the First Vice Moderator
826 is absent or at which the First Vice Moderator is presiding in the
827 absence of the Moderator. The position on the committee occupied
828 by the Secretary shall be filled by the Assistant Secretary at any
829 meeting of the committee from which the Secretary is absent. The
830 Executive Committee shall conduct the current and ordinary
831 business of the Association between meetings of the Board of
832 Trustees. If between meetings of the Board of Trustees, matters
833 arise which (1) in the opinion of the Executive Committee are not

834 current and ordinary business but in the best interests of the
835 Association must nevertheless be acted upon, or (2) the Executive
836 Committee has been authorized by the Board to be acted upon,
837 then the Executive Committee may act thereon for the Board of
838 Trustees, but only if four or more members vote the action.

839 **Section 7.6. Ministerial Fellowship Committee.**

840 The Ministerial Fellowship Committee shall consist of no fewer than
841 fourteen members as follows:

- 842 (a) at least six members who are not ministers appointed by the
843 Board; and
- 844 (b) at least eight members who are ministers in full fellowship
845 with the Association, four appointed by the Unitarian
846 Universalist Ministers Association and the remainder by the
847 Board.

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

852 **Section 7.7. INTENTIONALLY DELETED.**

853 **Section 7.8. Investment Committee.**

854 The Investment Committee shall be the Investment Committee of
855 the Unitarian Universalist Common Endowment Fund LLC. The
856 duties of the Investment Committee are set forth in Article X.

857 **Section 7.9. Additional Committees.**

858 The Board of Trustees may appoint additional committees to serve
859 at its pleasure and shall determine the membership, qualifications,
860 and duties thereof.

861 **Section 7.10. Presiding Officer.**

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

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

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

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

868 Meetings of standing committees of the Board may be called by the
869 presiding officer and shall be called by the presiding officer at the
870 request of a majority of the members of the entire committee.
871 Unless the Board of Trustees otherwise provides, notice of
872 meetings of each standing committee shall be given in such a
873 manner and within such time as the standing committee
874 determines.

875 **Section 7.13. Religious Education Credentialing
876 Committee.**

877 The Religious Education Credentialing Committee shall consist of
878 seven members as follows:

- 879 (a) three members, none of whom is a parish minister, minister
880 of religious education, community minister, a credentialed
881 religious educator, or a director of religious education,
882 appointed by the Board;
- 883 (b) one member who is a parish minister or community minister,
884 appointed by the Board;
- 885 (c) one member who is a minister of religious education,
886 appointed by the Board;

- 887 (d) one member who is a Credentialed Religious Educator –
888 Master Level, appointed by the Board; and
- 889 (e) one member nominated by the Board of the Liberal Religious
890 Educators Association and appointed by the Board of
891 Trustees.

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

897 **Section 7.14. Audit Committee.**

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

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

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

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

906 **ARTICLE VIII Officers of the Association**

907 ***Section 8.1. Officers Enumerated.**

- 908 (a) Elected Officers. The elected officers of the Association shall
909 be a Moderator, a President, and a Financial Advisor.
- 910 (b) Appointed Non-salaried Officers. The appointed non-
911 salaried officers of the Association shall include one or more
912 Vice Moderators, a Secretary, and a Recording Secretary and
913 may include such other officers as the Board of Trustees may
914 appoint.
- 915 (c) Appointed Salaried Officers. The appointed salaried officers
916 of the Association shall include a Treasurer, and may include
917 one or more vice presidents, assistant treasurers, and such
918 other officers as the Board of Trustees may determine.

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

920 All officers shall be subject to the direction and control of the Board
921 of Trustees. All appointed officers shall be appointed by the Board
922 of Trustees and shall serve at its pleasure.

923 **Section 8.3. Term of Office.**

- 924 (a) Elected Officers. The elected officers shall be elected at a
925 regular General Assembly and shall take office immediately
926 after the close of such General Assembly.
- 927 (1) President. The President shall serve for a term of six
928 years and until their successor is elected and qualified.
929 No President shall serve more than one term; and any
930 partial term of more than two years served by reason of
931 appointment and/or election to office pursuant to
932 subsection 8.7(a) below shall be considered a full term
933 for purposes of this subsection.
- 934 (2) Moderator. The Moderator shall serve for a term of six
935 years and until their successor is elected and qualified.
936 No Moderator shall serve more than one term; and any
937 partial term of more than two years served by reason of
938 appointment and/or election to office pursuant to
939 subsection 8.7(a) below shall be considered a full term
940 for purposes of this subsection.

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

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

952 **Section 8.4. Qualification of Officers.**

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

957 **Section 8.5. Removal of Officers.**

- 958 (a) Elected Officers. An elected officer may be removed by a
959 three-fourths vote of the entire Board of Trustees at a meeting
960 at which not less than three-fourths of the entire Board is
961 present if in the opinion of the Board such officer is
962 incapacitated or unable to carry out the duties of the office.
963 The President may also be removed by such a vote of the
964 Board if it determines that such removal is in the best
965 interests of the Association.
- 966 (b) Appointed Officers. An appointed officer may be removed by
967 the Board of Trustees at any time.

968 **Section 8.6. Resignation.**

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

973 **Section 8.7. Vacancies.**

- 974 (a) Elected Officers. A vacancy created by the death,
975 disqualification, resignation, or removal of an elected officer
976 shall be filled by majority vote of the Board of Trustees. An
977 individual appointed to fill a vacancy shall serve until the
978 vacancy is filled by regular or special election.
- 979 (b) Appointed Non-salaried Officers. A vacancy created by the
980 death, disqualification, resignation, or removal of an
981 appointed non-salaried officer may be filled by the Board of
982 Trustees for the balance of the unexpired term.

983 **Section 8.8. Moderator.**

- 984 (a) The Moderator shall preside at General Assemblies and
985 meetings of the Board of Trustees and the Executive
986 Committee. The Moderator shall represent the Association on
987 special occasions and shall assist in promoting its welfare.
988 The Moderator shall serve as Chief Governance Officer of the
989 Association.
- 990 (b) As used in these Bylaws, the term "Moderator" may refer to a
991 single individual, or to multiple individuals, serving in the
992 position, even though the word "Moderator" may appear in
993 the singular form of the word.

994 **Section 8.9. President.**

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

996 **Section 8.10. Financial Advisor.**

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

998 ***Section 8.11. Executive Vice President.**

999 In the event an Executive Vice President should be appointed, the
1000 Board of Trustees shall describe their duties.

1001 **Section 8.12. Vice Moderators.**

1002 The Vice Moderator or Moderators shall be elected from among the
1003 members of the Board of Trustees by its members. In the absence
1004 of the Moderator a Vice Moderator shall preside at meetings and
1005 perform the duties of the Moderator. A Vice Moderator shall
1006 perform such other duties as may be assigned by the Board. In the
1007 event that more than one Vice Moderator is elected, one of the Vice
1008 Moderators shall be designated First Vice Moderator.

1009 **Section 8.13. Vice Presidents.**

1010 Any Vice President appointed shall have such powers and shall
1011 perform such duties as may be assigned by the Board of Trustees
1012 or as assigned by the President in conformity with any provisions of
1013 the Board appointment.

1014 **Section 8.14. Secretary.**

1015 The Secretary shall be appointed from among the members of the
1016 Board of Trustees and shall perform all duties usually pertaining to
1017 the office, except those of a Clerk under Massachusetts law. The
1018 Secretary shall represent the Association on special occasions and
1019 shall assist in promoting the welfare of the Association.

1020 **Section 8.15. Treasurer.**

1021 The duties of the Treasurer are set forth in Article X.

1022 **Section 8.16. Recording Secretary.**

1023 The Recording Secretary shall at all times be a resident of the
1024 Commonwealth of Massachusetts and upon being appointed shall
1025 be sworn to the faithful performance of the duties of the office. If
1026 the Recording Secretary ceases to be a resident of the
1027 Commonwealth of Massachusetts, such person shall be disqualified
1028 and the office declared vacant. The Recording Secretary shall keep
1029 an accurate record of all meetings of the Association and the Board
1030 of Trustees, shall perform such other duties as may be assigned by
1031 the Board, and shall perform the duties of a Clerk under
1032 Massachusetts law.

1033 **Section 8.17. Other Appointed Officers.**

1034 The Board of Trustees may appoint such other officers as it deems
1035 necessary and shall fix their powers and duties.

1036 **Section 8.18. Compensation.**

1037 The Moderator, the Financial Advisor, and the appointed non-
1038 salaried officers shall not receive compensation for their services
1039 but shall be reimbursed as determined by the Board of Trustees for
1040 expenses reasonably incurred by them in the performance of their
1041 duties.

1042 **Section 8.19. Reports by Officers.**

1043 The Moderator, the President, the Financial Advisor, and the
1044 Treasurer shall each make an annual report to the member
1045 congregations and to each regular General Assembly.

1046 **ARTICLE IX Nominations and Elections**

1047 **Section 9.1. Elective Positions.**

1048 The elective positions of the Association are those of the elected
1049 officers, the trustees, and the elected members of the standing
1050 committees of the Association. No person shall hold more than one
1051 elective position at a time whether by election or appointment. Ex
1052 officio positions for the purposes of this Bylaw provision shall be
1053 deemed part of the elected position from which the ex officio
1054 position is derived.

1055 **Section 9.2. Nomination Procedures.**

1056 The nomination procedures set forth in these Bylaws and the Rules
1057 adopted hereunder are exclusive, and no person who is not
1058 nominated in accordance with such procedures can be elected to
1059 any elective position.

1060 **Section 9.3. Notice by Nominating Committee.**

1061 On or before August 1 of each year, the Nominating Committee
1062 shall notify all certified member congregations in writing of the
1063 elective positions and vacancies to be filled at the next regular
1064 General Assembly.

1065 ***Section 9.4. Nomination by Nominating Committee.**

1066 (a) The Nominating Committee shall submit one or more
1067 nominations for each elective position to be filled, except
1068 Moderator and President, including positions to be filled by
1069 special election. With respect to Board positions, the
1070 Nominating Committee shall designate the position number
1071 for which each person is being nominated.

1072 (b) The Nominating Committee shall endeavor to nominate
1073 individuals so that the membership of the Board of Trustees
1074 and each elected committee reflects the full diversity of the
1075 Association, especially in regard to historically marginalized
1076 communities, but also balancing amongst size of
1077 congregation, lay and ordained, geography, age (including
1078 youth and young adults), and gender, among others. The
1079 Nominating Committee shall consult with groups and
1080 organizations including those traditionally underrepresented
1081 in Unitarian Universalist leadership, to help inform the
1082 nominating process.

1083 (c) Only one person from any one member congregation shall be
1084 nominated to serve on the Nominating Committee or the
1085 Board of Trustees.

1086 (d) The report of the Nominating Committee shall be filed with the
1087 Secretary of the Association and mailed to all certified
1088 member congregations, associate member organizations, and
1089 trustees on or before December 10 of each year.

1090 **Section 9.5. Nomination of President and Moderator.**

1091 (a) President. The Presidential Search Committee shall submit no
1092 fewer than two nominations for the office of President for an
1093 election at the end of a presidential term or for a special
1094 election. The report of the Presidential Search Committee shall
1095 be announced by February 1 of the year before the General
1096 Assembly at which there is to be a presidential election, except
1097 in the case of a special election, in which case the report of the
1098 Presidential Search Committee shall be announced by
1099 December 10 of the year before the election.

1100 (b) Moderator. The Board of Trustees shall submit one or more
1101 nominations for the office of Moderator for an election at the end
1102 of a Moderator term or for a special election. The report of the
1103 Board of Trustees shall be announced by February 1 of the year

1104 before the General Assembly at which there is to be a
1105 Moderator election, except in the case of a special election, in
1106 which case the report of the Board of Trustees shall be
1107 announced by December 10 of the year before the election.

1108 **Section 9.6. Nomination by Petition.**

1109 (a) For Moderator and President A nomination for the office of
1110 Moderator or President, for a regular or special election, may be by
1111 petition signed by no fewer than fifty certified member
1112 congregations, including at least one congregation from three of the
1113 regions of the Association. A certified member congregation may
1114 authorize the signing of a petition only by vote of its governing
1115 board or by vote at a duly called meeting of its members. Such a
1116 petition shall be filed with the Secretary of the Association, only in
1117 such form as the Secretary may prescribe, not later than February 1
1118 of the year of the election and not earlier than the preceding March
1119 1.

1120 (b) For other Elective Positions. A nomination for any elective
1121 position, for a regular or special election, may be by petition signed
1122 by not less than fifty members of certified member congregations,
1123 with no more than ten signatures of members of any one
1124 congregation counted toward the required fifty. A separate petition,
1125 in form prescribed by the Secretary, shall be filed for each
1126 nomination not later than February 1 of the year of the election and
1127 not earlier than the preceding October 1. A petition for nomination
1128 to the Board of Trustees must designate the position number for
1129 which the person is being nominated.

1130 **Section 9.7. Qualifications of Nominees.**

1131 Each person nominated for an elective position at large shall be a
1132 member of a member congregation. No person shall be nominated
1133 for more than one such elective position. If a person is nominated
1134 for more than one such elective position, the Secretary of the
1135 Association shall so notify such person in writing and such person
1136 shall have twenty days from the date of the notice to select one
1137 nomination which is acceptable. In the absence of a timely
1138 selection, all such nominations shall be void and the person shall be
1139 so notified in writing by the Secretary.

1140 **Section 9.8. Vacancy in Nominations.**

1141 If all persons nominated for an elective position at large die, decline
1142 to serve or are disqualified after the time has expired for making any
1143 further nominations, or if no valid and timely nomination is made,
1144 the position shall be filled after the final adjournment of the regular
1145 General Assembly at which the election would have been held in
1146 the same manner as if the position had been filled by election and
1147 had then become vacant.

1148 **Section 9.9. Supervision of Elections.**

1149 The Secretary shall supervise all elections for elective positions at
1150 large. The Secretary may appoint a committee of tellers to count
1151 ballots and perform other routine duties. The Secretary shall decide
1152 any question arising during such an election concerning:

- 1153 (a) the interpretation of any provision of these Bylaws or of Rules
1154 made hereunder relating to election procedures;
- 1155 (b) any procedural problem relating to the election which is not
1156 covered by these Bylaws or by the Rules; or
- 1157 (c) the interpretation of the intent of a voter in marking the ballot.

1158 The decision of the Secretary may be changed by a two-thirds vote
1159 of the Board of Trustees. The Secretary shall remain neutral in the
1160 election and shall not engage in electioneering, except for advocacy
1161 of their own candidacy for offices for which they are nominated.

1162 **Section 9.10. Conduct of Elections at Large.**

1163 (a) Election by Ballot. Voting shall be by ballot, except that if only
1164 one person has been validly nominated for an elective position
1165 at large the persons so nominated shall be declared elected
1166 and no voting shall be required. Delegates will have access to
1167 electronic voting onsite at General Assembly or remotely, as
1168 described in Section 9.10(d), or by mail ballot as described in
1169 Section 9.10(c).

1170 (b) Eligible Voters. Votes shall be cast only by accredited
1171 delegates from certified member congregations and certified
1172 associate member organizations to the regular General
1173 Assembly at which the election is held and by trustees. No
1174 person shall cast more than one vote.

1175 (c) Mail Ballots. Accredited delegates may cast their ballots as
1176 paper ballots by mail, if they request to do so. Mail ballots can
1177 be requested through the Secretary, and shall be requested at
1178 least forty-five days prior to the General Assembly at which the
1179 election is being held. A mail ballot that is returned must be
1180 received by the Secretary by the last business day before the
1181 close of voting at General Assembly in order to be counted.

1182 (d) Electronic Voting. Accredited delegates may vote electronically
1183 either onsite at General Assembly or remotely. The Secretary
1184 shall designate the electronic voting period in the General
1185 Assembly meeting announcement and may add more time if
1186 justified. Electronic voting systems must be auditable,
1187 accessible, and secure.

1188 ***Section 9.11. Counting of Ballots.**

1189 (a) Singular Positions. If there is more than one duly nominated
1190 candidate for a single position, not including the candidates for
1191 the position of Moderator and President, the candidate
1192 receiving the greatest number of votes is elected.

1193 (b) Multiple Positions of the Same Kind. If there is more than one
1194 such elective position of the same kind to be filled, the
1195 candidates respectively receiving the greatest number of votes
1196 are elected.

1197 (c) Moderator and President Voting. For the positions of Moderator
1198 and President, if there are two duly nominated candidates, the
1199 candidate receiving the greater number of votes will be
1200 elected. If there are more than two duly nominated candidates
1201 a ranked vote will be held in which voters indicate their ranked
1202 choices for candidates. If no candidate receives a majority of
1203 the first-choice votes cast, the candidate receiving the lowest
1204 first-choice vote shall be eliminated and the ballots cast for
1205 such candidate shall be redistributed in accordance with the
1206 second choice indicated thereon. This process shall be
1207 repeated until one candidate receives a majority of all votes
1208 cast or until only two candidates remain, at which time the one
1209 receiving the greater number of votes is elected.

1210 **Section 9.12. Special Elections.**

1211 If a vacancy occurs more than 630 days before the expiration of the
1212 term of an elected officer, an elected member of a standing
1213 committee of the Association, or a trustee, a special election shall
1214 be held to fill the balance of the unexpired term. The special
1215 election shall be held at the next regular General Assembly that
1216 begins at least 270 days after the date of the vacancy.

1217 ***Section 9.13. Rules for Nominations and Elections.**

1218 Rules relating to nomination and election procedures shall be
1219 adopted by a General Assembly. Such rules shall be applicable to

1220 elections held after the close of the General Assembly at which they
1221 are adopted.

1222 **ARTICLE X Finance and Contracts**

1223 ***Section 10.1. Annual Budget.**

1224 The annual budget of the Association shall be adopted and may
1225 subsequently be amended by the Board of Trustees. A budget or
1226 budgets for the coming year or years shall be presented to each
1227 regular General Assembly for its consideration and such
1228 recommendation of financial priorities as the General Assembly
1229 may wish to make.

1230 **Section 10.2. Election and Duties of the Financial** 1231 **Secretary.**

1232 The Financial Secretary shall be elected by the Board from among
1233 its members. The Financial Secretary facilitates the Board's
1234 conversations in order to fulfill its financial responsibilities.

1235 **Section 10.3. Duties of Financial Advisor.**

1236 The Financial Advisor shall advise the President and the Board of
1237 Trustees on financial policy and shall assist the Board in long-range
1238 planning by reviewing the sources of funds, the application of funds
1239 designated for specific purposes, the balance between foreseeable
1240 income and proposed expenditures, and the overall financial
1241 welfare of the Association. From time to time the Financial Advisor
1242 shall report to the President and the Board findings and
1243 recommendations respecting the current financial affairs of the
1244 Association and long-range planning.

1245 **Section 10.4 Duties of Treasurer and Assistant** 1246 **Treasurers.**

1247 The Treasurer shall have custody of the corporate seal and the
1248 funds and other properties of the Association and shall have the
1249 usual duties of the Treasurer of a corporation. The Treasurer or the
1250 Board of Trustees may from time to time delegate or assign to each
1251 Assistant Treasurer specified duties and authority; and any person,
1252 firm, organization or corporation dealing with the Association may
1253 assume that any act performed by an Assistant Treasurer, including
1254 the execution, sealing and delivery of any document, has been
1255 performed pursuant to an effective delegation or assignment of
1256 authority as aforesaid, and the Association shall be bound
1257 accordingly.

1258 **Section C-10.5. Raising of Funds.**

1259 The Association shall raise capital and operating funds to carry out
1260 its purposes. It may also raise capital and operating funds for
1261 associate member organizations and independent affiliate
1262 organizations.

1263 **Section C-10.6. Authority to Hold Funds for the Benefit** 1264 **of Others.**

1265 The Association may hold for investment and distribution funds
1266 given to the Association for the benefit of a member congregation,
1267 associate member organization, independent affiliate organization,
1268 or other Unitarian Universalist organization.

1269 **Section C-10.7. Responsibility for Funds Held by the** 1270 **Association.**

1271 (a) Board of Trustees. The Board of Trustees shall have ultimate
1272 responsibility for investing the funds held by the Association.

1273 (b) President. The President shall invest the endowment funds
1274 held by the Association in the Unitarian Universalist Common
1275 Endowment Fund LLC.

1276 (c) Investment Committee. The Investment Committee shall
1277 manage the endowment funds held by the Association,
1278 subject to control by the Board of Trustees.

1279 ***Section 10.8. Contracts and Securities.**

1280 The President, Secretary, Recording Secretary, Treasurer, and
1281 Assistant Treasurer may sign and attest deeds, mortgages,
1282 contracts, and other documents to which the Association is a party.

1283 **Section C-10.9. Pension System.**

1284 The Association shall establish and maintain a pension system for
1285 ministers in fellowship with the Association.

1286 **Section 10.10. Fiscal Year.**

1287 The fiscal year of the Association shall be from July 1 to June 30.

1288 **Section C-10.11. Corporate Seal.**

1289 The seal of the Association shall be in such form as the Board of
1290 Trustees shall approve.

1291 **Section 10.12. Indemnification of Trustees, Officers,** 1292 **Employees, and Volunteers.**

1293 The Association, to the extent legally permissible, shall indemnify
1294 any trustee, officer, employee of the Association or volunteer
1295 elected by a General Assembly or appointed by the Board of
1296 Trustees of the Association to serve the Association, or persons
1297 formerly holding such positions, against all liabilities and expenses
1298 (including court costs, attorneys' fees, and the amount of any
1299 judgment or reasonable settlement, fines and penalties) actually
1300 and necessarily incurred by any such person, subsequent to the
1301 adoption hereof, in connection with the defense of any claim
1302 asserted or threatened to be asserted against any such person, or
1303 any action, suit or proceeding in which any such person may be
1304 involved as a party, by reason of being or having been such trustee,
1305 officer, employee or volunteer or by reason of any action alleged to
1306 have been taken or omitted by any such person as such trustee,
1307 officer, employee or volunteer, except with respect to any matter as
1308 to which they shall have been adjudicated in any proceeding not to
1309 have acted in good faith in the reasonable belief that their action
1310 was in the best interests of the Association; provided, however, that
1311 as to any matter disposed of by a compromise payment by such
1312 person, pursuant to a consent decree or otherwise, no
1313 indemnification either for said payment or for any other expenses
1314 shall be provided unless such compromise and indemnification
1315 therefore shall be approved:

1316 (a) by a majority vote of a quorum consisting of disinterested
1317 trustees;

1318 (b) if such quorum cannot be obtained, then by a majority vote of
1319 a committee of the Board of Trustees consisting of all the
1320 disinterested trustees;

1321 (c) if there are not two or more disinterested trustees in office,
1322 then by a majority of the trustees then in office, provided they
1323 have obtained a written finding by independent legal counsel
1324 appointed by a majority of the trustees to the effect that,
1325 based upon a reasonable investigation of the relevant facts
1326 as described such opinion, the person to be indemnified
1327 appears to have acted in good faith and in the reasonable
1328 belief that their action was in the best interests of the
1329 Association;

1330 (d) if not resolved by (a), (b) or (c), above, by a court of
1331 competent jurisdiction.

1332 If authorized in the same manner specified above for compromise
1333 payments, expenses, including attorneys' fees actually and

1334 necessarily incurred by any such person in connection with the
1335 defense or disposition of any such action, suit or other proceeding
1336 may be paid from time to time by the Association in advance of the
1337 final disposition thereof upon receipt of (a) an affidavit of such
1338 individual of their good faith belief that they have met the standard
1339 of conduct necessary for indemnification under this Section and (b)
1340 an undertaking by such individual to repay the amount so paid to
1341 the Association if such person shall be adjudicated to be not entitled
1342 to indemnification under this Section, which undertaking may be
1343 accepted without reference to the financial ability of such person to
1344 make repayment. The right of indemnification herein provided shall
1345 inure to the benefit of the heirs, executors and administrators of
1346 each such trustee, officer, employee or volunteer and shall not be
1347 deemed exclusive of any other rights to which any such person may
1348 be entitled under any statute, bylaw, agreement, vote of members
1349 or otherwise or to which any such person might have been entitled
1350 were it not for this provision. As used in this Section, an "interested"
1351 trustee or officer is one against whom in such capacity the
1352 proceeding in question, or other proceeding on the same or similar
1353 grounds, is then pending.

1354 **Section 10.13. Duties of the Audit Committee.**

1355 The Audit Committee shall oversee the annual audit of the financial
1356 statements of the Association by an independent certified public
1357 accounting firm and monitor the establishment and implementation
1358 of accounting policies and internal controls. Specific duties of the
1359 Audit Committee shall be set forth in a charter adopted by the
1360 Board, which may be amended by the Board from time to time.

1361 **ARTICLE XI Ministry**

1362 **Section C-11.1. Ministerial Fellowship.**

1363 Each member congregation has the exclusive right to call and
1364 ordain its own minister or ministers, but the Association has the
1365 exclusive right to admit ministers to ministerial fellowship with the
1366 Association. Fellowship may be for the purposes of parish, religious
1367 education and/or community ministry as determined by action of the
1368 Ministerial Fellowship Committee.

1369 No minister shall be required to subscribe to any particular creed,
1370 belief, or interpretation of religion in order to obtain and hold
1371 fellowship.

1372 ***Section 11.2. Ministerial Fellowship Committee.**

1373 The Ministerial Fellowship Committee shall have exclusive
1374 jurisdiction over ministerial fellowship except as otherwise provided
1375 in these bylaws. It shall make rules governing ministerial fellowship,
1376 subject to the approval of the Board of Trustees.

1377 **Section 11.3. Admission to Fellowship.**

1378 A minister may be admitted to fellowship by the Ministerial
1379 Fellowship Committee, upon complying with the requirements of
1380 these Bylaws and the rules, policies, procedures and requests of
1381 the Committee. A minister who is admitted to fellowship shall be
1382 admitted to preliminary fellowship for a period that allows the
1383 Committee to evaluate ministry, and may thereafter be admitted to
1384 full fellowship. The term of preliminary fellowship shall be defined in
1385 the rules of the Committee.

1386 **Section 11.4. Fellowship Records.**

1387 The Executive Secretary of the Ministerial Fellowship Committee
1388 shall maintain up-to-date records of all ministers in fellowship with
1389 the Association. These records shall be available only to members
1390 of the committee, persons designated by the Committee, and, in
1391 cases of appeals, the Board of Review.

1392 **Section 11.5. Termination of Fellowship and** 1393 **Administrative Suspension.**

1394 The fellowship of a minister may be terminated by the Ministerial
1395 Fellowship Committee for unbecoming conduct, incompetence or
1396 other specified cause. Full fellowship may be terminated only after
1397 notice by the Committee and opportunity for a Fellowship Review
1398 before the Committee. During an investigation or the pendency of a
1399 complaint, the Ministerial Fellowship Committee may suspend a
1400 minister until a final determination can be made on the minister's
1401 fellowship status.

1402 **Section 11.6. Reinstatement to Fellowship.**

1403 The Ministerial Fellowship Committee may reinstate in or readmit to
1404 fellowship a minister who has previously resigned from fellowship or
1405 whose fellowship has been suspended or terminated.

1406 **Section 11.7. Appeal.**

1407 A minister in full ministerial fellowship whose fellowship is
1408 terminated may appeal the determination of the Ministerial
1409 Fellowship Committee to the Board of Review. The Board of
1410 Review shall have exclusive jurisdiction to hear and decide such
1411 appeals. No other appeal shall be allowed from any decision of the
1412 Ministerial Fellowship Committee.

1413 **Section 11.8. Procedure on Appeal.**

1414 An appeal to the Board of Review may be heard by a panel of the
1415 Board selected as provided in its rules. The Board of Review or its
1416 panel hearing an appeal shall limit its review to an examination of
1417 the Ministerial Fellowship Committee's decision, the information
1418 presented to the Committee, including the documents and other
1419 evidence compiled during the Fellowship Review, and the reasons
1420 articulated by the Ministerial Fellowship Committee for its decision
1421 terminating the minister's fellowship. If the minister requests
1422 consideration of newly discovered evidence not previously
1423 presented to the Ministerial Fellowship Committee, then the matter
1424 shall be returned to the Ministerial Fellowship Committee for
1425 consideration of that evidence before the Board proceeds with the
1426 appeal. These Bylaws and the rules of the Ministerial Fellowship
1427 Committee shall be binding upon the Board of Review or its panel.
1428 The Ministerial Fellowship Committee's determination of fact and/or
1429 credibility will not be overturned unless no reasonable fact finder
1430 could have reached such determination, and disputes of fact are to
1431 be resolved in favor of the Ministerial Fellowship Committee's
1432 determination. The Board of Review or its panel may set aside the
1433 decision of the Ministerial Fellowship Committee only where
1434 necessary to correct or prevent manifest injustice. The Board of
1435 Review or its panel may remand the case in whole or in part to the
1436 Committee or take such other action as may be just. The Board of
1437 Review or its panel shall set forth its finding and conclusions and
1438 will serve upon the affected minister and the Ministerial Fellowship
1439 Committee. The decision shall be entered in the fellowship records
1440 and shall be final and binding upon all parties. No appeal shall be
1441 allowed from the decision of the Board of Review. The Board of
1442 Review shall make rules to carry out the intent of this Section.

1443 **ARTICLE XII Religious Education Credentialing**

1444 **Section 12.1. Religious Education Credentialing.**

1445 Each member congregation has the exclusive right to employ its
1446 own religious educator, but the Association has the exclusive right
1447 to confer on religious educators a religious education credentialing
1448 status with the Association. No religious educator shall be required
1449 to subscribe to any particular creed, belief, or interpretation of
1450 religion in order to obtain and hold religious education credentialing
1451 status.

1452 **Section 12.2. Religious Education Credentialing**
1453 **Committee.**

1454 The Religious Education Credentialing Committee shall have
1455 exclusive jurisdiction over religious education credentialing except
1456 as otherwise provided herein. It shall make rules governing religious
1457 education credentialing, subject to the approval of the Board of
1458 Trustees.

1459 **Section 12.3. Achievement of Religious Education**
1460 **Credentialing Status.**

1461 A religious educator may achieve a religious education credentialing
1462 status by action of the Religious Education Credentialing
1463 Committee, upon complying with the requirements of these Bylaws
1464 and the rules, policies, procedures and requests of the committee.

1465 **Section 12.4. Religious Education Credentialing Levels.**

1466 The Religious Education Credentialing Committee shall adopt rules
1467 related to levels of religious education credentialing as follows:
1468 religious education credentialing includes Credentialed Religious
1469 Educator – Associate Level status, credentialed religious educator
1470 status, and Credentialed Religious Educator – Master Level status
1471 as determined by action of the Religious Education Credentialing
1472 Committee.

1473 **Section 12.5. Religious Education Credentialing**
1474 **Records.**

1475 The Executive Secretary of the Religious Education Credentialing
1476 Committee shall maintain up-to-date records of all religious
1477 educators who have achieved a status as a religious educator as
1478 described in Section 12.4 of these bylaws. These records shall be
1479 available only to members of the committee, persons designated by
1480 the Committee, and, in cases of appeals, the Board of Review.

1481 **Section 12.6. Termination or Administrative Suspension**
1482 **of Religious Education Credentialing Status.**

1483 The religious education credentialing status of a religious educator
1484 may be terminated by the Religious Education Credentialing
1485 Committee for unbecoming conduct, incompetence or other
1486 specified cause. Credentialing status may be terminated only after
1487 notice by the Committee and opportunity for a Religious Education
1488 Credentialing Status Review before the Committee. During an
1489 investigation or the pendency of a complaint, the Religious
1490 Education Credentialing Committee may suspend a religious
1491 educator's credentialing status until a final determination can be
1492 made.

1493 **Section 12.7. Reinstatement of Religious Education**
1494 **Credentialing Status.**

1495 The Religious Education Credentialing Committee may reinstate in
1496 or readmit to religious education credentialing status a religious
1497 educator who has previously resigned from religious education
1498 credentialing status or whose religious education credentialing
1499 status has lapsed, been suspended or terminated.

1500 **Section 12.8. Appeal.**

1501 A religious educator with a religious education credentialing status
1502 whose status is terminated may appeal the determination of the
1503 Religious Education Credentialing Committee to the Board of
1504 Review. The Board of Review shall have exclusive jurisdiction to
1505 hear and decide such appeals. No other appeal shall be allowed
1506 from any decision of the Religious Education Credentialing
1507 Committee.

1508 **Section 12.9. Procedure on Appeal.**

1509 An appeal to the Board of Review shall be heard by a panel of the
1510 Board selected as provided in its rules. The Board of Review or its
1511 panel hearing an appeal shall limit its review to an examination of
1512 the Religious Education Credentialing Committee's decision,
1513 including the documents and other evidence compiled during the
1514 Religious Education Credentialing Status Review, and the reasons
1515 articulated by the Religious Education Credentialing Committee for
1516 its decision terminating the religious educator's credentialing status.
1517 If the religious educator requests consideration of newly discovered
1518 evidence not previously presented to the Religious Education
1519 Credentialing Committee, then the matter shall be returned to the
1520 Religious Education Credentialing Committee for consideration of
1521 that evidence before the Board proceeds with the appeal. These
1522 Bylaws and the rules of the Religious Education Credentialing
1523 Committee shall be binding upon the Board of Review or its panel.
1524 The Religious Education Credentialing Committee's determination
1525 of fact and/or credibility will not be overturned unless no reasonable
1526 fact finder could have reached such determination, and disputes of
1527 fact are to be resolved in favor of the Religious Education
1528 Credentialing Committee's determination.

1529 The Board of Review or its panel may set aside the decision of the
1530 Religious Education Credentialing Committee only where necessary
1531 to correct or prevent manifest injustice. The Board of Review or its
1532 panel may remand the case in whole or part to the Religious
1533 Education Credentialing Committee or take such other action as
1534 may be just. The Board of Review or its panel shall set forth its
1535 finding and conclusions and shall be communicated to the affected
1536 religious educator and the Religious Education Credentialing
1537 Committee. The decision shall be entered in the religious education
1538 credentialing records and shall be final and binding upon all parties.
1539 No appeal shall be allowed from the decision of the Board of
1540 Review. The Board of Review shall make rules to carry out the
1541 intent of this Section.

1542 **ARTICLE XIII Regional Organizations**

1543 **Section C-13.1. Districts and Regions.**

1544 The Association shall support areas of regional responsibility known
1545 as districts or regions.

1546 ***Section C-13.2. Establishment.**

1547 The establishment of districts or regions and the manner of
1548 determining which congregations are included in each district or
1549 region shall be in accordance with rules adopted by the General
1550 Assembly.

1551 **Section 13.3. Members.**

1552 All member congregations of the Association located within the
1553 district **or** region shall be entitled to be member congregations of
1554 that district **or** region.

1555 **Section C-13.4. Autonomy.**

1556 Each district or region shall be autonomous and shall be controlled
1557 by its own member congregations to the extent consistent with the
1558 promotion of the welfare and interests of the Association as a whole
1559 and of its member congregations.

1560 **Section 13.5. District Bylaws.**

1561 Each district or region shall adopt bylaws or policies which are not
1562 in conflict with these Bylaws.

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ARTICLE XIV Rules

1564 Section 14.1. Adoption and Amendment of Rules by
1565 General Assemblies.

1566 A General Assembly may adopt Rules not inconsistent with these
1567 Bylaws. Adoption or amendment of Rules by a General Assembly
1568 shall be by two-thirds vote. Each Rule adopted by a General
1569 Assembly shall be identified by a "G" preceding its Rule number. A
1570 General Assembly may amend or repeal Rules adopted by prior
1571 General Assemblies or by the Board of Trustees, if the proposed
1572 Rules or amendments have been placed on the agenda. Rules and
1573 amendments thereto shall be submitted for inclusion on the agenda
1574 in the same manner as other resolutions. The provisions of this
1575 Section 14.1 do not apply to the Rules of Procedure contemplated
1576 by Section 4.19.

1577 Section 14.2. Adoption and Amendment of Rules by the
1578 Board of Trustees.

1579 The Board of Trustees may adopt Rules not inconsistent with these
1580 Bylaws and with Rules adopted by General Assemblies and may
1581 amend or repeal its Rules.

1582 Section 14.3. Rules of Order.

1583 The Rules contained in the current edition of *Robert's Rules of*
1584 *Order Newly Revised* shall govern the Association in all cases to
1585 which they are applicable and in which they are not inconsistent
1586 with these Bylaws and any Rules that may be adopted hereunder.

1587 ARTICLE XV Amendment

1588 Section C-15.1. Amendment of Bylaws.

1589 (a) Amendments to Bylaws. These Bylaws may be amended by
1590 a two-thirds vote at a regular General Assembly if a proposed
1591 amendment has been placed on the agenda; provided,
1592 however, that proposals to amend, repeal, or add a new
1593 section of these Bylaws whose section number is preceded
1594 by a "C" (hereinafter a "C Bylaw") shall be governed by
1595 subsections (b) or (c) hereof.

1596 (b) Amendments to C Bylaws Other Than in Article II. A
1597 proposal to amend, repeal or add a new C Bylaw, other than
1598 those C Bylaws in Article II of these Bylaws, shall be subject
1599 to a two-step approval process.

1600 (1) Such proposals must be placed on the agenda of a
1601 regular General Assembly and approved preliminarily by
1602 a majority vote at such regular General Assembly.
1603 Following such preliminary approval, the proposal to
1604 amend, repeal or add a new C Bylaw shall be placed on
1605 the agenda of the next regular General Assembly for final
1606 adoption. Final adoption shall require a two-thirds vote.

1607 (2) The text of a proposed amendment which has been
1608 approved by one General Assembly, may be amended at
1609 any time prior to final adoption. If the Moderator rules that
1610 the amendment to the proposal is substantive, final
1611 adoption shall only be by a subsequent General
1612 Assembly except that any such proposal that has been
1613 under consideration for final approval at three successive
1614 regular General Assemblies shall not be subject to
1615 substantive amendment and shall be submitted to a vote
1616 for final approval at the third such regular General
1617 Assembly.

1618 (3) Such a proposal which, on any vote for final adoption,
1619 receives a majority but not a two-thirds vote, shall be
1620 placed on the agenda of the next regular General
1621 Assembly, at which it may be finally adopted if it receives

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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.

1628 (c)
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Amendments to C Bylaws in Article II. A proposal to amend,
repeal or add a new C Bylaw in Article II of these Bylaws shall
be subject to the following process

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

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

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

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

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

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

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(iv) If no amendments proposed in the mini-assembly
are adopted by the General Assembly pursuant to
subsection (c)(3)(ii) above, the Article II proposal

1684 shall be submitted for final approval to the next
1685 regular General Assembly. Final approval requires
1686 a two-thirds vote of the General Assembly. No
1687 amendments may be considered.

1688 (v) If one or more amendments proposed in the mini-
1689 assembly are adopted by the General Assembly,
1690 the Article II proposal shall be referred to the study
1691 commission. Within six months after the close of
1692 the General Assembly, the study commission,
1693 taking into account the decisions of the General
1694 Assembly, shall prepare the proposal to amend
1695 Article II. The Board of Trustees shall put this
1696 proposal on the agenda of the next regular General
1697 Assembly.

1698 (4) At the next regular General Assembly following the
1699 process described in subsection (c)(3)(v), above, the
1700 Article II proposal is subject to amendment only by a
1701 three-fourths vote in favor of an amendment submitted to
1702 the General Assembly in writing by the Board of Trustees
1703 or a minimum of fifteen (15) certified congregations, as
1704 described in Section 15.2 of these Bylaws. Final approval
1705 of the Article II proposal requires a two-thirds vote of the
1706 General Assembly.

1707 (5) If the Article II proposal does not receive the requisite
1708 approval at the General Assembly following the
1709 completion of the study process described in subsection
1710 (c)(3)(iv) or subsection (c)(4), above, neither the proposal
1711 nor another proposal that is substantively similar shall be
1712 placed on the agenda of the next regular General
1713 Assembly.

1714 (6) If no study process of Article II has occurred for a period
1715 of fifteen years, the Board of Trustees shall appoint a
1716 commission to study Article II for not more than two years
1717 and to recommend appropriate revisions, if any, thereto
1718 to the Board of Trustees for inclusion on the agenda of the
1719 next regular General Assembly. The Board of Trustees
1720 shall also include on the agenda any amendments that it
1721 recommends to the study commission proposal.
1722 Notwithstanding anything to the contrary contained
1723 herein, proposals to amend Article II which are
1724 promulgated by a study commission in accordance with
1725 this paragraph shall be subject to a two-step approval
1726 process as described in subsections (c)(3) and (c)(4),
1727 above.

1728 *Section 15.2. Submission of Proposed Amendment.

1729 Proposed amendments to these Bylaws may be submitted only by:

1730 (a) the Board of Trustees;

1731 (b) the General Assembly Planning Committee;

1732 (c) the Commission on Appraisal;

1733 (d) not less than fifteen certified member congregations by action
1734 of their governing boards or their congregations; such
1735 proposed amendments to Bylaws must be received by the
1736 Board of Trustees on February 1 whenever the regular
1737 General Assembly opens in June; otherwise, not less than
1738 110 days before the General Assembly; or

1739 (e) a district or region by official action at a duly called meeting at
1740 which a quorum is present, such proposed amendment to be
1741 received by the Board of Trustees on February 1 whenever
1742 the regular General Assembly opens in June; otherwise, not
1743 less than 110 days before the next General Assembly. In a

1744 district or region that does not maintain a formal governance
1745 structure, a meeting for this purpose may be convened by
1746 vote of the governing bodies or membership of at least fifteen
1747 congregations in that district or region in good standing with
1748 the UUA. A quorum for such a meeting shall require that at
1749 least one-third of the congregations of the district or region be
1750 represented by one or more formally credentialed delegates.

1751 RULES* of the UNITARIAN UNIVERSALIST 1752 ASSOCIATION

1753 *Rules whose section number is preceded by a "G" are those
1754 adopted by a General Assembly and may be amended or repealed
1755 only by a General Assembly, as provided in Section 14.1 of the
1756 Bylaws.

1757 RULE I Name

1758 No existing rules applicable to Article I.

1759 RULE II Principles and Purposes

1760 Rule G-2.1. Democratic Process.

1761 Because the Association is committed to the use of the democratic
1762 process, because its governing institutions are accountable to our
1763 congregations, because accessibility is critical to countering
1764 systemic and institutional oppression and because openness and
1765 trust are characteristics of a healthy religious community, the UUA
1766 Board shall establish policies to allow for the maximum
1767 transparency of its proceedings and of the proceedings of all UUA
1768 committees, commissions and task forces, consistent with their
1769 effective functioning. These policies shall include:

1770 (a) providing advance notice of dates and locations of regular
1771 business meetings, and making agendas, reports and
1772 minutes available promptly;

1773 (b) providing avenues for comment on issues on the meetings'
1774 agendas;

1775 (c) accommodating observers at regular business meetings, with
1776 the exception of executive sessions.

1777 Implementing this rule shall be the responsibility of the Board of
1778 Trustees. The Board shall designate a specific person or
1779 committee to whom comments about adherence to this rule may be
1780 addressed. The Board shall report to the General Assembly
1781 annually for the next three years on its implementation.

1782 Rule G-2.3. Non-discrimination.

1783 The Association declares and affirms its special responsibility, and
1784 that of its member congregations and organizations, to promote the
1785 full participation of persons in all of its and their activities and in the
1786 full range of human endeavor without regard to racialized identity,
1787 ethnicity, gender expression, gender identity, sex, disability,
1788 affectional or sexual orientation, family and relationship structures,
1789 age, language, citizenship status, economic status, or national
1790 origin and without requiring adherence to any particular
1791 interpretation of religion or to any particular religious belief or creed.

1792 RULE III Membership

1793 Section C-3.3. Admission to Membership.

1794 Rule 3.3.1. New Congregations.

1795 It is the policy of the Unitarian Universalist Association to encourage
1796 and assist the development of new congregations as well as to
1797 support and aid existing member congregations as stated in the
1798 purposes of the Association.

1799 **Rule 3.3.2. Procedure for Admission.**

1800 A church or fellowship may become a member of the Association
1801 upon approval by the Board of Trustees of the Association of a
1802 written application for membership.

1803 The application shall include:

- 1804 (a) a statement that the applicant subscribes to the principles of
1805 the Association and pledges itself to support the Association;
- 1806 (b) a copy of the articles of incorporation or other organizing
1807 documents and the bylaws of the applicant;
- 1808 (c) the names and addresses of the charter members sufficient in
1809 number to satisfy the minimum membership requirements;
1810 and
- 1811 (d) an initial payment in an amount of no less than the Fair Share
1812 contribution to the Association's Annual Program Fund, pro-
1813 rated for the portion of the Association's fiscal year remaining
1814 as of the date of application.

1815 **Rule 3.3.3. Membership Requirements for Admission.**

1816 A new congregation, to be recognized as a member of the
1817 Association, must have thirty (30) of its adult members be members
1818 solely of the new congregation.

1819 **Rule 3.3.4. Multiple Local Congregations.**

1820 In many communities the liberal religious movement may be better
1821 served by the establishment of two or more member congregations.

- 1822 (a) It is ordinarily desirable that a new congregation should have
1823 the active support and sponsorship of any member
1824 congregation or congregations located in the same
1825 geographic area.
- 1826 (b) The Association will neither initiate nor recognize such a new
1827 congregation until after the Association has consulted by mail
1828 or by interview with any member congregation or
1829 congregations located in the same geographic area. Such
1830 consultation shall include a request for letters from the
1831 presiding officer of the congregation's governing board and
1832 minister of such congregation(s) stating judgment regarding
1833 the establishment and/or recognition of the new congregation.
1834 The Association may proceed to assist in organizing or
1835 recognizing the new congregation despite local protest or
1836 objection if the Association believes that such action is in the
1837 best interests of the entire movement and that it will
1838 strengthen the total Unitarian Universalist position in the
1839 community.

1840 **Rule 3.3.5. Rules and Regulations for New
1841 Congregations.**

1842 It is essential that Unitarian Universalist congregations be
1843 affirmative in spirit, inclusive in fellowship, and mutually supportive
1844 in their relationships with other congregations. The following
1845 statements represent the Association's best judgment as to the
1846 meaning of this general statement and shall be used by staff and
1847 the Board in determining action upon applications for membership.

- 1848 (a) In receiving the application of a new congregation for
1849 membership in the Association, the Congregational Services
1850 staff shall satisfy itself that the group is making its application
1851 in good faith and that it will make a sincere effort to carry out
1852 the purposes of the Association. (See specifically Article II of
1853 the Bylaws.)
- 1854 (b) The Association interprets its statements of purpose to mean
1855 that no congregation may be accepted into membership if its

1856 bylaws exclude from its local membership any person
1857 because of race, ethnicity, gender, disability, affectional or
1858 sexual orientation, language, citizenship status, economic
1859 status, or national origin.

- 1860 (c) All member congregations must be congregational in polity;
1861 the final authority to make decisions must be vested in the
1862 legal membership of the congregation.
- 1863 (d) Member congregations shall project and embark upon a
1864 balanced program of religious activity including adult worship
1865 and/or discussion and when feasible establishment of a
1866 church school in the Unitarian Universalist tradition.
- 1867 (e) New congregations are expected to establish and maintain
1868 cooperative relations with Unitarian Universalist agencies, as
1869 appropriate and feasible.
- 1870 (f) A congregation should be incorporated when possible under
1871 the laws of the state in which it exists. A congregation shall
1872 include in its articles of incorporation or other organizing
1873 documents a clause providing that the assets of the
1874 congregation will be transferred upon dissolution to the
1875 Association. Notwithstanding the foregoing, if a congregation
1876 obtains the prior written consent of the Association's Board of
1877 Trustees, the congregation may name an organization that is
1878 affiliated with the Association (such as a district, camp,
1879 conference center or other congregation) as the recipient of
1880 the congregation's assets upon dissolution.

1881 **Rule 3.3.6. Order of Administrative Procedure.**

1882 The order of administrative procedure:

- 1883 (a) Application for congregational membership in the Association
1884 will first be referred to UUA staff.
- 1885 (b) UUA staff will seek information and advice with respect to all
1886 applications as follows:
 - 1887 U.S. Congregations – District President
 - 1888 Other Congregations – Executive Officer of appropriate
1889 Unitarian or Universalist or Unitarian Universalist
1890 international group, if any.
- 1891 (c) UUA staff will make its recommendation to the President of
1892 the Association, and the President shall then make
1893 recommendations to the Board of Trustees of the UUA for its
1894 final action.

1895 **Section C-3.5. Certification of Membership.**

1896 **Rule 3.5.1. Required Annual Report.**

1897 In each fiscal year of the Association (July 1 to June 30), each
1898 member congregation shall file with the Secretary of the Association
1899 an Annual Report on the form and in the manner provided by the
1900 Association. The Annual Report shall include a certification by a
1901 minister or principal officer of the member congregation stating (a)
1902 whether or not the member congregation complied with the
1903 conditions set forth in Section C-3.5 of the Bylaws during the
1904 Association's prior fiscal year and (b) that the information provided
1905 to the Association in the Annual Report is true and correct to the
1906 best of the minister's or principal officer's knowledge.

1907 For purposes of determining compliance with Section C-3.5 of the
1908 Bylaws, a member congregation shall be deemed to have
1909 conducted 'regular religious services' if it has held at least 10
1910 services during the fiscal year.

1911 A member congregation's Annual Report for a particular fiscal year
1912 and, if submitted separately, the related certification must be

1913 received by the Association on or before February 1 following the
1914 close of that fiscal year whenever the regular General Assembly
1915 opens in June and otherwise on or before the close of business on
1916 the last business day which is at least 110 days before the date of
1917 the General Assembly next following the close of that fiscal year. If
1918 a member congregation's related certification is not received by the
1919 applicable deadline, it will still be deemed timely filed if the member
1920 congregation submits to the Association proof that it was mailed in
1921 accordance with the provisions of Rule G-13.4.2. Such proof may
1922 be in the form of a stamped or validated receipt for Registered or
1923 Certified Mail or a sworn statement attesting to the proper
1924 submission of the certification signed by the person responsible for
1925 its mailing.

1926 **Rule 3.5.2. Inactive Congregations**

1927 In September of each year UUA staff shall initiate the process of
1928 contacting congregations in the inactive category to determine their
1929 status.

1930 This process includes:

- 1931 (a) requesting a list of congregations that have failed to submit
1932 an annual report for three consecutive fiscal years;
- 1933 (b) forwarding this list to the UUA's District Staff with copies to
1934 District Presidents and District Trustees for their information;
- 1935 (c) upon receipt of the annual inactive congregations list and
1936 pursuant to the UUA's by-laws section C-3.6, the UUA's
1937 District staff shall follow up with any congregation in their
1938 district;
- 1939 (d) after follow up the District staff shall make a recommendation
1940 about each congregation's status to the UUA Board for action
1941 at its April meeting.

1942 **Section C-3.7. Associate Member Organizations.**

1943 **Rule 3.7.1. Limitation of Associate Membership.**

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

1946 **Rule 3.7.2. Non-Segregation.**

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

1954 **Rule 3.7.3. Application for Associate Membership.**

1955 Each applicant for membership shall submit with its application:

- 1956 (a) an attested copy of its charter and, unless it is included in the
1957 charter, an attested copy of its purposes, objectives, and
1958 bylaws;
- 1959 (b) the approximate number of members in the organization;
- 1960 (c) a list of principal officers with their personal mail addresses
1961 and the principal mail address of the organization;
- 1962 (d) a financial statement showing income and expenses for the
1963 latest fiscal year preceding the date of filing and showing
1964 assets, liabilities and net worth as of the end of such fiscal
1965 year;
- 1966 (e) the dates upon which its governing board met during the
1967 twelve months immediately preceding the date of filing;

1968 (f) any yearly reports of its governing body and its principal
1969 officers sent to members during the twelve months
1970 immediately preceding the date of filing;

1971 (g) evidence that it enjoys tax exempt status:

- 1972 (1) under Section 501(c)(3) of the U.S. Internal Revenue
1973 Code of 1954;
- 1974 (2) as a registered charity as provided for in the Income
1975 Tax Act (Canada); or
- 1976 (3) under the laws of the country governing the applicant's
1977 tax status;

1978 (h) if the applicant does not enjoy tax exempt status, the reason
1979 or reasons it does not;

1980 (i) a statement outlining the intended use of associate
1981 membership, if granted, and the goals and objectives of the
1982 organization that will be served by such use;

1983 (j) a statement outlining what advantage it is believed there
1984 would be to the Association and to the furtherance of the
1985 principles of the Association outlined in Bylaw Section C- 2.2;

1986 (k) any other information which the Board of Trustees of the
1987 Association shall require; and

1988 (l) The contribution contemplated by Rule 3.7.10.

1989 **Rule 3.7.4. Annual Report.**

1990 Except in the year when it is admitted to membership, each
1991 associate member shall send to the Association on or before April
1992 30 (i) an annual report which shall include the data required by
1993 subsections (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other
1994 information which the Board of Trustees shall require and (ii) the
1995 contribution contemplated by Rule 3.7.10. If an associate member
1996 fails to comply with the provisions of this Rule, the Board of
1997 Trustees shall at its next regular meeting consider a finding of non-
1998 compliance and the termination of the associate membership status
1999 of such organization.

2000 **Rule 3.7.5. Report of Changes.**

2001 Each associate member shall send the Association an attested
2002 copy of any changes in its charter, purposes, objectives, or bylaws
2003 as soon as any such changes are made, and shall notify the
2004 Association immediately of any change in its tax exempt status.

2005 **Rule 3.7.6. Representation of Associate Membership.**

2006 No organization shall claim or represent in any manner that it is an
2007 associate member of the Association until such membership is
2008 voted by the Board of Trustees; and if and when any organization's
2009 associate membership expires or it is terminated, that organization
2010 shall immediately cease to claim, represent or imply in any manner
2011 that it is an associate member of the Association.

2012 **Rule 3.7.7. Mailing List.**

2013 Each associated member shall place the Association on its regular
2014 mailing list.

2015 **Rule 3.7.8. Additional Criteria for Admission.**

2016 Before granting associate membership, the Board of Trustees shall
2017 determine that the granting of such associate membership is likely
2018 to be of substantial benefit to the Unitarian Universalist movement.

2019 **Rule 3.7.9. Yearly Grant of Associate Membership.**

2020 Associate membership for all new or existing associate members
2021 shall be granted by the Board of Trustees for a designated one-year
2022 period or portion thereof.

2023 **Rule 3.7.10. Associate Member Contributions.**

2024 The contribution required to be submitted with an application for
2025 associate membership is \$500 for any applicant whose budget for
2026 the twelve months preceding its application for associate
2027 membership was \$1,000,000 or more and \$250 for any applicant
2028 whose budget for the twelve months preceding its application for
2029 associate membership was less than \$1,000,000. The contribution
2030 required to be submitted with an associate member's annual report
2031 is \$500 for any associate member whose budget for the twelve
2032 months preceding the due date of the annual report was \$1,000,000
2033 or more and \$250 for any associate member whose budget for the
2034 twelve months preceding the due date of the annual report was less
2035 than \$1,000,000.

2036 **Section C-3.8. Independent Affiliate Organizations.**

2037 **Rule 3.8.1. Application for Independent Affiliate Status.**

2038 Each applicant for independent affiliate status shall submit with its
2039 application:

2040 (a) an attested copy of its charter, and, unless it is included in the
2041 charter, an attested copy of its purposes, objectives, and
2042 bylaws;

2043 (b) the number of members or member groups in the
2044 organization;

2045 (c) a list of the principal officers with their personal mail
2046 addresses, congregation membership or congregation where
2047 settled if the officer is a fellowshipped minister serving a
2048 Unitarian Universalist congregation, and the principal mail
2049 address of the organization;

2050 (d) the contribution contemplated by rule 3.8.9;

2051 (e) a financial statement showing income and expenses for the
2052 latest fiscal year preceding the date of filing and showing
2053 assets, liabilities and net worth as of the end of such fiscal
2054 year;

2055 (f) the dates upon which its governing board met during the
2056 twelve months immediately preceding the date of filing;

2057 (g) any yearly reports of its governing body and its principal
2058 officers sent to members during the twelve months
2059 immediately preceding the date of filing;

2060 (h) evidence of whether it enjoys tax exempt status:

2061 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2062 Code of 1954;

2063 (2) as a registered charity as provided for in the Income
2064 Tax Act (Canada); or

2065 (3) under the laws of the country governing the applicant's
2066 tax status;

2067 (i) if the applicant does not enjoy tax exempt status, the reason
2068 or reasons it does not;

2069 (j) a statement outlining how its purpose, mission and structure
2070 models interdependence through engagement with our
2071 member congregations, coordination or collaboration of effort
2072 and resources; and a statement outlining how the
2073 organization supports the transformation of institutions and

2074 our world to be aligned with those values expressed in our
2075 Principles; and

2076 (k) any other information which the Board of Trustees of the
2077 Association shall require.

2078 **Rule 3.8.2. Non-Segregation.**

2079 Each independent affiliate organization shall in all aspects of its
2080 work refrain from the practice of segregation based on race,
2081 ethnicity, gender, disability, affectional or sexual orientation,
2082 language, citizenship status, economic status, or national origin.
2083 This rule is not intended to preclude independent affiliate
2084 organizations designed to benefit groups organized to ensure their
2085 fuller participation in the larger society and to fulfill their unique
2086 spiritual needs.

2087 **Rule 3.8.3. Annual Contribution and Report.**

2088 Except in the year when it is admitted to independent affiliate status,
2089 each independent affiliate organization shall send the Association
2090 on or before April 30 (i) an annual report which shall include the
2091 data required by subsections (b), (c), (f), (g) and (h) of Rule 3.8.1
2092 and any other information which the Board of Trustees shall require
2093 and (ii) the contribution contemplated by Rule 3.8.9. If an
2094 independent affiliate organization fails to comply with the provisions
2095 of this Rule, the Board of Trustees shall at its next regular meeting
2096 consider a finding of non-compliance and the termination of the
2097 independent affiliate status of such organization.

2098 **Rule 3.8.4. Report of Changes.**

2099 Each independent affiliate organization shall send the Association
2100 an attested copy of any changes in its charter, purposes, objectives,
2101 or bylaws as soon as any such changes are made and shall notify
2102 the Association immediately of any change in its tax-exempt status.

2103 **Rule 3.8.5. Representation of Independent Affiliate
2104 Status.**

2105 No organization shall claim or represent in any manner that it is an
2106 independent affiliate with the Association until such status is voted
2107 by the Board of Trustees; and if and when any organization's
2108 independent affiliate status expires or it is terminated, that
2109 organization shall immediately cease to claim, represent or imply in
2110 any manner that it is affiliated with the Association.

2111 **Rule 3.8.6. Mailing List.**

2112 Each independent affiliate organization shall place the Association
2113 on its regular mailing list.

2114 **Rule 3.8.7. Additional Criteria for Admission.**

2115 Before granting independent affiliate status, the Board of Trustees
2116 shall determine that such affiliation is likely to be of substantial
2117 benefit to the Unitarian Universalist movement.

2118 **Rule 3.8.8. Yearly Grant of Independent Affiliate Status.**

2119 Independent affiliate status for all new or existing independent
2120 affiliate organizations shall be granted by the Board of Trustees for
2121 a designated one-year period or portion thereof.

2122 **Rule 3.8.9. Independent Affiliate Contributions.**

2123 The contribution required to be submitted with an application for
2124 independent affiliate status and with an independent affiliate's
2125 annual report is \$100.

2126 **RULE IV General Assembly**

2127 **Section 4.6. Notice of Meetings.**

2128 **Rule 4.6.1. Mailing of Notice.**

2129 Notice of each regular and special General Assembly shall be given
2130 not less than sixty days before the date thereof to each certified
2131 member congregation, associate member organization, and trustee.
2132 Such notice shall be given by the Secretary or the Recording
2133 Secretary.

2134 **Rule 4.6.2. Time of Notice.**

2135 Notice so sent shall be sufficient if mailed at Boston,
2136 Massachusetts, sixty days before any such General Assembly,
2137 addressed to the persons who according to the records of the
2138 Association are entitled thereto hereunder and sent to the
2139 addresses which appear on said records. When the Secretary in
2140 their absolute discretion finds it desirable and practicable, a copy of
2141 the notice shall be inserted in the denomination's publication most
2142 widely circulated within the denomination, in the issue which will be
2143 circulated as near to sixty days before the General Assembly as
2144 possible.

2145 **Rule 4.6.3. Content of Notice.**

2146 Such notice shall contain the date, time, and place where the
2147 General Assembly is to be held and shall state only that the
2148 business to be transacted will be set forth in the official agenda
2149 issued in accordance with the Bylaws. Such agenda need not
2150 accompany the notice. The original of such notice shall be signed
2151 by the Secretary or Recording Secretary and be made a part of the
2152 minutes of the General Assembly to which it pertains. The
2153 signature of the Secretary or Recording Secretary on copies of any
2154 such notice may be printed or typewritten.

2155 **Section C-4.7. Voting.**

2156 **Rule G-4.7.1. Recording the Vote on Resolutions.**

2157 The vote on resolutions shall be recorded as having been adopted:

- 2158 (a) unanimously; or
- 2159 (b) by a vote of two-thirds or more; or
- 2160 (c) by a specified vote for or against.

2161 When any resolution is reported by the Association, the recorded
2162 vote on each resolution shall be included.

2163 **Section C-4.9. Accreditation of Delegates.**

2164 **Rule G-4.9.1. Number of Delegates.**

2165 The Secretary of the Association shall, consistent with the Bylaws of
2166 the Association, determine the number of delegates to which each
2167 certified member congregation and associate member organization
2168 is entitled. The determinations of the Secretary may be appealed to
2169 the Board of Trustees.

2170 **Rule 4.9.1A. Merged, Consolidated, or Dissolved
2171 Congregations.**

2172 In the event a certified member congregation dissolves or merges
2173 or consolidates with another congregation subsequent to its filing
2174 the certified member certification form prescribed by Rule 3.5.1, any
2175 delegate credentials outstanding on the date of dissolution or
2176 merger or consolidation are thereby rendered null and void. In the
2177 event of merger or consolidation, the merged or consolidated
2178 certified member congregation shall be entitled during the current
2179 fiscal year of the Association to the number of delegate credentials
2180 that reflects the total membership of the merged or consolidated

2181 congregation or to the number of delegate credentials that the
2182 certified member congregations merging or consolidating would
2183 have been entitled to but for the merger or consolidation, whichever
2184 is less.

2185 **Rule 4.9.2. Settled Ministers.**

2186 A settled minister for the purpose of accreditation as a delegate
2187 pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a
2188 certified member congregation in compensated ministerial activities
2189 which constitute fifty percent or more of a typical work schedule or
2190 (b) a community minister who (1) maintains active involvement in
2191 such congregation; (2) has written agreement with the
2192 congregation; (3) is in affiliation with the congregation; and (4) is
2193 compensated for community ministry work which constitutes fifty
2194 percent or more of a typical work schedule recognized by the
2195 congregation as ministry. A congregation is entitled to the number of
2196 of accredited community minister delegates equal to the number of
2197 delegates to which it is entitled under Bylaw Section 4.8(a). A
2198 minister emeritus/a shall previously have settled in such
2199 congregation as described in this Rule. A certified member
2200 congregation shall certify in writing that its minister delegates meet
2201 the criteria for minister in accordance with this Rule.

2202 **Rule G-4.9.3. Mailing of Credential Cards.**

2203 Not less than forty-five days prior to each General Assembly, the
2204 Secretary of the Association shall send to each certified member
2205 congregation and associate member organization entitled to be
2206 represented by delegates the proper number of delegate
2207 credentials. The Secretary shall also furnish trustees with
2208 credentials.

2209 **Rule 4.9.4. Issuance of Duplicate Credential Card.**

2210 If a person who has been duly constituted a delegate arrives at a
2211 General Assembly without a properly executed Credential Card, the
2212 person may apply to the Secretary of the Association, or to one or
2213 more persons designated by the Secretary, for a special certificate
2214 of accreditation. The application shall be in writing on a form
2215 provided by the Secretary of the Association. It shall be signed by
2216 the applicant under the penalties of perjury. The certificate shall
2217 contain at least the following:

2218 (a) the name of the congregation or associate member
2219 organization involved;

2220 (b) in the case of a delegate representing a member
2221 congregation other than a settled minister or emerita/us
2222 minister or an accredited director of religious education, a
2223 statement that the applicant is a member of that
2224 congregation; or in the case of a delegate representing an
2225 associate member organization, a statement that the
2226 applicant is a member of a certified member congregation;

2227 (c) a statement that the person was designated as a delegate
2228 under established procedures of the congregation or is a
2229 settled minister or emerita/us minister thereof or is an
2230 accredited director of religious education employed in the
2231 congregation, or was designated as a delegate of an
2232 associate member organization; and

2233 (d) a brief statement as to why the applicant is not able to
2234 present an official and properly executed accrediting card.

2235 **Rule 4.9.5. Alternate Delegates.**

2236 Each certified member congregation may, in accordance with its
2237 own Bylaws or procedures, designate alternate delegates to any
2238 General Assembly in such number, not in excess of the number of
2239 delegates to which it is entitled, as it may determine. Alternate

2240 delegates shall be members of the certified member congregation
2241 they represent. All alternates appointed must be provided by the
2242 member congregation with a certification of their appointment
2243 signed by an officer of the congregation.

2244 **Rule G-4.9.6. Delegate Status.**

2245 Delegates and alternates may be designated to attend each
2246 General Assembly to be held in any fiscal year of the Association or
2247 only a particular General Assembly as each member congregation
2248 shall determine.

2249 **Rule 4.9.7. Issuance of Alternate Credentials.**

2250 In order to be issued credentials admitting the alternate as a
2251 delegate to the General Assembly, the alternate must present such
2252 certification and credential card and delegate badge of the delegate
2253 for whom such person is serving as alternate.

2254 **Rule G-4.9.8. Payment of Registration Fee.**

2255 All delegates, alternates and trustees must pay a registration fee in
2256 order to be admitted to the floor and vote at the General Assembly.

2257 **Rule 4.9.9. Amount of Fees.**

2258 The registration fee shall be set by the Board of Trustees.

2259 **Section 4.12. UUA Statements of Conscience and
2260 Study/Action Issues for Social Justice.**

2261 **Rule G-4.12.1. Report of Comments on UUA Statements
2262 of Conscience.**

2263 The Commission on Social Witness shall report to the General
2264 Assembly in summary fashion those comments on UUA Statements
2265 of Conscience submitted to it by member congregations.

2266 **Rule G-4.12.2. Study/Action Issues for Social Justice.**

2267 The Commission on Social Witness shall prepare (and the Board of
2268 Trustees shall include with the Tentative Agenda) a report
2269 summarizing the numbers and topics of the proposed
2270 Congregational Study/Action Issues submitted by the certified
2271 member congregations and sponsored organizations as defined in
2272 Section 4.12(a)(1), and the criteria which it used in selecting
2273 proposed Congregational Study/Action Issues included in the
2274 Congregational Poll. Each proposed Congregational Study/Action
2275 Issue that appears on the Tentative Agenda shall be accompanied
2276 by previous General Resolutions, actions and statements on related
2277 issues, with dates (if applicable), and the names or number of
2278 congregations submitting issues included within such proposed
2279 Congregational Study/Action Issue.

2280 **Rule G-4.12.3 Report on Implementation of UUA
2281 Statements of Conscience.**

2282 The UUA Administration shall report at each regular General
2283 Assembly regarding implementation of UUA Statements of
2284 Conscience with particular reference to the most recently adopted
2285 Statement of Conscience. Such report shall summarize
2286 implementation by member congregations, UUA staff and other
2287 Unitarian Universalist groups.

2288 **Rule 4.12.4 Mini-Assembly on UUA Statement of
2289 Conscience**

2290 During the regular General Assembly referred to in Section
2291 4.12(d)(1), a mini-assembly shall be held during which the proposed
2292 amendments to the revised UUA Statement of Conscience shall be
2293 accepted in writing. All such amendments shall be made available
2294 in writing to the General Assembly. The Commission on Social
2295 Witness shall finalize the UUA Statement of Conscience, and the

2296 chairperson of the Commission on Social Witness, in consultation
2297 with the moderator of the General Assembly, the parliamentarian
2298 and legal counsel, shall prioritize unincorporated amendments for
2299 consideration by the General Assembly.

2300 **Section 4.16. Additions to the Agenda of Regular
2301 General Assemblies.**

2302 **Rule G-4.16.1. General Assembly Actions of Immediate
2303 Witness, and Responsive Resolutions.**

2304 The Moderator shall take such steps as the Moderator considers
2305 practical to advise delegates and other persons or bodies as early
2306 as possible, preferably in writing, of the contents of any actions or
2307 resolutions presented to the General Assembly which are not on the
2308 Final Agenda and which are admitted to the agenda pursuant to
2309 Article IV, Section 4.16 of the Bylaws; and some time shall be
2310 scheduled when the sponsor(s) of the action(s) or resolution(s) can
2311 discuss the action or resolution with those interested.

2312 **Section 4.18. Agenda Rules.**

2313 **Rule G-4.18.1. Notice to Member Congregations and
2314 Districts.**

2315 By November 1 whenever in the fiscal year the General Assembly
2316 opens in June, otherwise not less than two hundred and ten days
2317 before each regular General Assembly, each certified member
2318 congregation shall be notified of the dates for submitting items for
2319 the Tentative and Final Agenda, the procedure to be followed, and
2320 the forms to be used.

2321 **Rule G-4.18.2. Business Resolutions and Study/Action
2322 Issues for Social Justice.**

2323 A Study/Action Issue for Social Justice is one that deals with issues
2324 of public policy within the province of the Department of Faith in
2325 Action. A Business Resolution directly involves the administration
2326 and structure of the Association.

2327 Any resolution submitted which, taken as a whole, has as its
2328 purpose the making of a statement of social concern or principle
2329 shall be deemed to be a Study/Action Issue for Social Justice.

2330 A Study/Action Issue for Social Justice or a UUA Statement of
2331 Conscience appearing on the Final Agenda shall not be amended
2332 so as to become a Business Resolution.

2333 **Rule G-4.18.3. Congregational Poll.**

2334 At the time of the mailing of the Tentative Agenda, each certified
2335 member congregation shall be requested to report by February 1,
2336 on a form provided, whether it recommends or does not recommend
2337 for action by the General Assembly the Business Resolutions,
2338 proposed Congregational Study/Action Issues in the first Cycle year,
2339 and draft UUA Statements of Conscience in the Fourth Cycle year,
2340 or any additional years thereto pursuant to Section 4.12(d)(2)
2341 appearing on the Tentative Agenda, including the alternative
2342 versions of Business Resolutions (if any) submitted by the Board of
2343 Trustees. The recommendation with respect to each proposed
2344 resolution or issue must be certified by the minister, clerk or
2345 president of that congregation as being within the procedures of that
2346 congregation. Only a Business Resolution which a majority of the
2347 congregations voting on the resolution recommends for the action
2348 shall be eligible to be included on the Final Agenda from the
2349 Congregational Poll. If there is more than one version of a
2350 Business Resolution on the Tentative Agenda, the subject of the
2351 resolution shall be considered a single item on the Tentative
2352 Agenda and the Congregational Poll. All versions shall be listed
2353 consecutively within that item. An aye vote by a congregation for
2354 one or more versions shall be counted an aye vote for inclusion of a

2355 resolution on the subject in the Final Agenda. If support for the
2356 subject matter of the resolution is sufficient to make it eligible for
2357 inclusion on the Final Agenda, the version that receives the highest
2358 number of votes by the participating congregations shall be the one
2359 eligible for inclusion on the Final Agenda. From the Business
2360 Resolutions eligible from the Congregational Poll, the Board of
2361 Trustees shall include on the Final Agenda not more than the eight
2362 Business Resolutions receiving the highest number of
2363 "recommended for action" votes on the Congregational Poll. The
2364 Board of Trustees may also include on the Final Agenda alternative
2365 versions of Business Resolutions which are germane to those
2366 selected through the Congregational Poll. In the first Cycle year,
2367 the Board of Trustees also shall include on the Final Agenda not
2368 more than the five proposed Congregational Study/Action Issues
2369 receiving a majority of votes and the highest number of
2370 "recommended for action" votes on the Congregational Directives
2371 for General Assembly Action, provided that at least twenty-five
2372 percent (25%) of the congregations participated in the ballot vote for
2373 such proposed Congregational Study/Action Issues. If the number
2374 of proposed Congregational Study/Action Issues recommended for
2375 action in the Congregational Poll exceeds five and there is more
2376 than one such issue in fifth position as a result of a tie vote, all
2377 issues in fifth position shall be referred to the Final Agenda by the
2378 Commission on Social Witness. In the fourth Cycle year, or any
2379 additional years thereto pursuant to Section 4.12(d)(2), the Board of
2380 Trustees shall further include on the Final Agenda a proposed UUA
2381 Statement of Conscience, provided that at least twenty-five percent
2382 (25%) of the congregations participated in the ballot vote for such
2383 draft UUA Statement of Conscience. A report of the vote by which
2384 each resolution on the Tentative Agenda was or was not
2385 "recommended for action" shall be included on the Final Agenda.
2386 All Business Resolutions that are included on the Final Agenda
2387 shall be discussed during the General Assembly in a mini-
2388 assembly.

2389 **Rule 4.18.4. Matters Submitted by Districts**

2390 In the event that a proposed amendment to a Rule or to a Business
2391 Resolution that was submitted by a district is to be considered at a
2392 General Assembly, the district that submitted the proposed
2393 amendment or resolution may, in accordance with its own
2394 procedures, designate a representative to speak in support of the
2395 amendment or resolution at the General Assembly. The
2396 representative must be provided by the district with a certification of
2397 the representative's appointment signed by an officer of the district.

2398 **Section 4.19. Rules of Procedure.**

2399 **Rule G-4.19.1. Adoption of Rules of Procedure.**

2400 The Board of Trustees shall offer rules of procedure for adoption at
2401 the first session of each General Assembly.

2402 **RULE V Committees of the Association**

2403 No existing rules applicable to Article V.

2404 **RULE VI Board of Trustees**

2405 **Section 6.4. Election of Trustees.**

2406 No existing rules applicable to Section 6.4.

2407 **Section 6.6. Qualification of Trustees.**

2408 **Rule 6.6.1. Multiple Memberships.**

2409 For purposes of applying the Bylaw provision that no more than one
2410 trustee shall be a member of the same member congregation, a
2411 person holding membership in more than one member congregation
2412 shall be treated as being a member only of that member

2413 congregation whose services such person most regularly attends.
2414 The Secretary shall make any determinations required by this rule,
2415 subject to appeal to the Board of Trustees, with the affected trustee
2416 or trustees not voting.

2417 **Rule 6.6.2. Implementation of Section 6.6.**

2418 If at the close of a General Assembly election, the results are such
2419 that, except for the provisions of Section 6.6, more than one person
2420 from the same congregation would serve at the same time on the
2421 Board of Trustees,

2422 (a) if the conflict arises solely from the election just held, the
2423 Secretary of the Association shall thereupon declare that the
2424 persons so elected are disqualified and that the offices to
2425 which they have been so elected are vacant and are to be
2426 filled as provided in the Bylaws.

2427 (b) if the conflict arises because one person from a congregation
2428 is already serving on the Board of Trustees and another
2429 person from that congregation has just been so elected, the
2430 Secretary of the Association shall declare that the person just
2431 elected is disqualified and the office to which such person has
2432 been elected is vacant and that the vacancy is to be filled as
2433 provided in the Bylaws.

2434 **RULE VII Committees of the Board of Trustees**

2435 No existing rules applicable to Article VII.

2436 **RULE VIII Officers of the Association**

2437 **Section 8.1. Officers Enumerated.**

2438 **Rule 8.1.1. Officers Enumerated.**

2439 The appointed salaried officers of the Association shall include an
2440 Executive Vice President.

2441 **Section 8.11. Executive Vice President.**

2442 **Rule 8.11.1. Executive Vice President.**

2443 The Executive Vice President shall have responsibility under the
2444 President for the administrative affairs of the Association and shall
2445 perform such other duties as may be assigned to such officer.

2446 **Section 8.17. Other Appointed Officers.**

2447 **Rule 8.17. Other Appointed Officers.**

2448 The members serving without pay on the Ministerial Fellowship
2449 Committee, Finance Committee, and Investment Committees are
2450 designated as officers of the Association for the purposes, only,
2451 carrying out their duties as members of such committees. The
2452 powers and duties of such members are as defined in the Bylaws,
2453 Rules, and Policies adopted by the Board of Trustees.

2454 **RULE IX Nominations and Elections**

2455 **Section 9.4. Nomination by Nominating Committee.**

2456 **Rule G-9.4.1. Report of the Nominating Committee.**

2457 (a) Any person who applies to the Nominating Committee for
2458 nomination for the position of Financial Advisor or trustee
2459 shall submit by the application deadline a one-page statement
2460 of qualifications.

2461 (b) The report of the Nominating Committee required by Section
2462 9.4(d) may be mailed to certified member congregations,
2463 associate member organizations, and trustees either
2464 electronically or in hard copy. The report shall promptly be
2465 posted on the Association's website. The report shall include

2466 the statement of qualifications submitted by each nominee for
2467 Financial Advisor or trustee.

2468 **Section 9.11. Counting of Ballots.**

2469 **Rule G-9.11.1. Tie Vote-Elected Committee Position.**

2470 If a tie vote occurs in filling an elected position when only one
2471 person is to be elected and when ranked voting is not being used,
2472 or occurs in filling a slate when the slate cannot be completed
2473 without resolving the tie, then a candidate or candidates shall be
2474 eliminated by random draw to determine the winner.

2475 **Rule G-9.11.2. Tie Vote- Ranked Voting.**

2476 Should there be a tie for the fewest number of first preference
2477 votes, including mail ballots, then among these, the candidate with
2478 the fewest number of second preference votes shall be eliminated.
2479 Should a tie persist, the procedure shall continue with third
2480 preference votes, et cetera. Should a tie still persist, the candidate
2481 with the fewest number of original first preference votes, shall be
2482 eliminated. Should a tie still persist, the procedures shall continue
2483 with original second preference votes, et cetera. Should a tie still
2484 persist, a candidate shall be eliminated by random draw.

2485 **Section 9.13. Rules for Nominations and Elections.**

2486 **Rule G-9.13.1. Election Preparation.**

2487 Unless no voting is required according to Section 9.9(a), prior to
2488 each regular General Assembly at which an election is to be held,
2489 the Secretary shall prepare the voting system and ballots which
2490 shall include the names of all candidates who have been nominated
2491 for office in accordance with these Bylaws and whose nomination is
2492 contested by at least one other candidate. Voting instructions shall
2493 be sent with each credential issued by the Secretary.

2494 **Rule G-9.13.2. Order of Candidate Names.**

2495 In elections held by the Association, the order of names shall be
2496 determined by the Secretary; provided, however, that the order of
2497 names for elections to the Board of Trustees, other than Youth
2498 trustee, shall be by Board position number first, and then as
2499 determined above. For electronic voting, candidates shall be listed
2500 in random order for each separate ballot.

2501 **Rule G-9.13.3. Write-ins Prohibited.**

2502 In any election, the use of stickers or the writing in of the name of
2503 any person shall not be permitted and no vote so attempted shall be
2504 counted.

2505 **Rule G-9.13.4. Mail Ballots.**

2506 A mailed paper ballot shall be counted only if accompanied by a
2507 valid credential of the person casting the ballot.

2508 **Rule G-9.13.5. Voting at General Assembly.**

2509 A person shall be qualified to vote at General Assembly only if that
2510 person presents to the Secretary of the Association or those
2511 employed by them a valid credential plus a badge issued to that
2512 person and containing the same name as the name on the
2513 credential.

2514 **Rule G-9.13.6. Campaigns for Elective Office.**

2515 Each candidate for an at-large elective position may submit to the
2516 Association a campaign statement. The Association will post
2517 electronically the statements of all candidates. Notice of the posting
2518 shall be distributed to the congregations with the absentee
2519 ballots and electronically, and to the delegates as a part of the final
2520 agenda.

2521 **Rule G-9.13.7. Length of Campaigns for President and** 2522 **Moderator.**

2523 (a) Campaigns for President and Moderator may appropriately
2524 begin with small campaign committee organizational
2525 meetings and mass mailing letters no earlier than November 1
2526 of the second year preceding the election.

2527 (b) Active campaigning and solicitation of endorsements shall not
2528 begin prior to January 1 of the year preceding these elections.

2529 (c) No electioneering (defined as publicly announced meetings,
2530 rallies or exploratory events) of any sort shall occur at the
2531 General Assembly two years preceding the elections for
2532 President and Moderator. Private meetings about campaign
2533 organization that take place outside of General Assembly-
2534 booked meeting spaces are permissible.

2535 **Rule G-9.13.8 Campaign Finances Disclosures and** 2536 **Limitations.**

2537 Candidates for UUA President are limited to spending no more than
2538 \$100,000 on their campaign for election. No single donor, including
2539 the candidate themselves and any organization or group, may
2540 contribute more than \$5,000 in total, to a presidential campaign. In-
2541 kind donations of greater than \$500 equivalent cash value are
2542 reportable, but do not count against these totals.

2543 All candidates for at-large elective positions shall keep detailed and
2544 accurate records of:

2545 (a) their campaign expenses (stated in United States dollars) by
2546 categories of travel, postage, telephone, printing and other
2547 such categories as seem appropriate; and

2548 (b) the number of contributors to their campaigns, including the
2549 number of contributors in each of the following categories:

2550 (1) under \$50.00;

2551 (2) \$50.00 to \$250.00;

2552 (3) \$251.00 to \$1,000.00;

2553 (4) over \$1,000; and

2554 (5) In-kind donations with an equivalent cash value of \$500
2555 or more.

2556 No candidate for any elective position shall solicit or knowingly
2557 accept any contribution that is given through a tax-exempt entity
2558 with the purpose of conferring tax-exempt status to the contribution
2559 to which it would not otherwise be entitled. Such exempt entities
2560 include but are not limited to member congregations, associate
2561 member organizations and independent UUA affiliates.

2562 The names of contributors shall be disclosed. Each such report
2563 shall identify by name any member congregation, associate
2564 member organization or independent affiliate of the Association and
2565 any other tax exempt organization (including specifically, but without
2566 limitation to, any minister's discretionary fund or similar account)
2567 that has made any contribution to the campaign and shall state the
2568 amount of each such contribution. Such reports shall be filed with
2569 the Secretary of the Association. A preliminary report shall be due
2570 at the close of the first day of the regular General Assembly at
2571 which the election occurs. A final report shall be due 60 days
2572 thereafter. The Secretary shall, upon written request from a
2573 member of a member congregation, furnish such information from
2574 these reports as requested. These reports shall be made available
2575 for inspection by any member of a member congregation at the
2576 principal offices of the Association and shall be brought by the
2577 Secretary to the next General Assembly and made available for
2578 inspection there by any delegate.

2579 **Rule G-9.13.9. Separation of Campaigns from Conduct**
2580 **of Official Business.**

2581 (a) When running for office, candidates shall be prohibited from
2582 engaging in any electioneering or campaigning during the
2583 conduct of official business of the Unitarian Universalist
2584 Association.

2585 (b) Financial accounting and bookkeeping procedures shall be
2586 established which make it explicit that no monies of the
2587 Association were used in the financing of a candidate's
2588 campaigning or electioneering activities.

2589 **Rule G-9.13.10 Election Campaign Practices**
2590 **Committee.**

2591 (a) An Election Campaign Practices Committee is hereby
2592 established and shall consist of three persons to be appointed
2593 by the Board of Trustees for a term of two years each, and
2594 by the Secretary, ex-officio, without vote. The Board shall
2595 designate one of the appointed members to chair the
2596 Committee. The appointed members' terms shall begin at the
2597 close of General Assembly in odd-numbered years. The
2598 Board may appoint an individual to fill a vacancy in
2599 membership of the Committee; persons appointed to fill a
2600 vacancy shall serve the balance of the vacating member's
2601 term. Persons appointed to the Committee shall remain
2602 neutral in elections held while they are serving and shall not
2603 engage in electioneering. Persons who seek nomination
2604 pursuant to Bylaw Sections 9.4, 9.5, or 9.6 are ineligible to
2605 serve on the Committee once they begin seeking nomination,
2606 and shall be deemed to have resigned from the Committee
2607 effective upon seeking nomination if they are then serving.

2608 (b) The duties of the Election Campaign Practices Committee
2609 shall be:

2610 (1) to distribute the campaign practices guidelines and
2611 financial disclosure rules to candidates for at-large
2612 elective positions not later than thirty days after
2613 nomination by the nominating committee or receipt of
2614 petition;

2615 (2) to receive and consider written complaints of alleged
2616 violations of such guidelines or rules; if the committee
2617 finds probable cause to establish that a violation exists,
2618 to notify a candidate or a number of candidates how
2619 they may voluntarily comply with guidelines or rules and
2620 how long they have to do so; to attempt to mediate
2621 disputes arising from such complaints; and, if no
2622 satisfactory resolution of a complaint is achieved, to
2623 adjudicate the dispute and report the adjudication in
2624 writing to the candidates affected;

2625 (3) to hold such hearings as may, at the Committee's
2626 discretion, be necessary or desirable to carry out the
2627 intent of subsection 2 above; and

2628 (4) to report on its activities and any recommendations it
2629 may have to the Board of Trustees at its October
2630 meeting following the elections.

2631 (c) If compliance to an adjudicated decision is not implemented
2632 by the stated deadline, the Committee is authorized to block
2633 or remove Association-subsidized privileges from the
2634 candidate's campaign.

2635 Candidates adjudicated to be in serious violation of Rule G-
2636 9.13.6(c) may have their names removed from the ballot. Any such
2637 action pursuant to rule G-9.13.10(c) shall be reported to the Board
2638 and to the General Assembly. Such adjudication by the ECPC

2639 would be subject to automatic review by the Board Executive
2640 Committee according to the provisions of Rule G-9.13.10(d).

2641 (d) Any candidate aggrieved by the Committee's adjudication
2642 may, within ten days of the mailing of the adjudication, appeal
2643 in writing to the Executive Committee of the Board of
2644 Trustees, which shall have exclusive jurisdiction to hear and
2645 determine such an appeal. The Executive Committee shall
2646 report its decision on the appeal in writing to the affected
2647 candidates as expeditiously as feasible. The Executive
2648 Committee of the Board of Trustees is authorized to issue any
2649 order or ruling it deems appropriate in connection with such a
2650 decision.

2651 (e) Any member of the Executive Committee of the Board of
2652 Trustees who is a candidate for UUA elective office shall not
2653 participate in any manner in the determination of any appeal
2654 from an adjudication of the Election Campaign Practices
2655 Committee.

2656 **RULE X Finance and Contracts**

2657 **Section 10.1. Annual Budget.**

2658 **Rule G-10.1.1 Presentation of Association Budget.**

2659 At each regular General Assembly the Board of Trustees shall
2660 present budgets for both the Current Fiscal Year and the
2661 Succeeding Fiscal Year. Current Fiscal Year means the fiscal year
2662 of the Association which has just begun or which is about to begin
2663 at the time when the Assembly is held. Succeeding Fiscal Year
2664 means the year following the Current Fiscal Year.

2665 **Rule G-10.1.2. Expense Categories.**

2666 (a) Expense estimates in budgets presented by the Board shall
2667 be broken down by major categories or functions in such
2668 manner as the Board shall determine.

2669 (b) The Current Fiscal Year budget shall contain a separate
2670 expense category provision for contingencies, the amount of
2671 which shall be a minimum of 3% of the total of all unrestricted
2672 expense categories, exclusive of the provision for
2673 contingencies.

2674 **Rule G-10.1.3. Estimated Income.**

2675 Income amounts in the budget for the Current Fiscal Year shall
2676 represent the Board's best estimates of income from all sources.
2677 Income from the Annual Fund as so estimated shall be an amount
2678 which is not more than 7 percent greater than the actual Annual
2679 Fund income of the fiscal year preceding the Current Fiscal Year.
2680 In the budget for the Succeeding Fiscal Year, income from the
2681 Annual Fund shall be estimated at an amount which represents the
2682 Board's best estimate of the achievable results for such year.

2683 **Rule G-10.1.4. Procedures for Budget Consideration.**

2684 Any action by a General Assembly with respect to budgets shall be
2685 taken under the following procedure:

2686 (a) A budget hearing shall be held as part of the General
2687 Assembly program at a time when the Assembly is not in
2688 formal business session.

2689 (b) Main motions concerning budgets which are to be made in a
2690 formal business session shall be filed in writing with a person
2691 or persons designated by the Moderator as early as possible
2692 prior to or during the General Assembly but in any event on or
2693 before the day prior to the Business Session at which the
2694 proposed motion will be in order for adoption. The Moderator
2695 shall take such steps as the Moderator considers practical to
2696 advise delegates and other persons or bodies as early as

2697 possible, preferably in writing, of the contents of the motions
2698 so filed.

2699 (c) Any action with respect to the budget for the Current Fiscal
2700 Year calling for increased spending in any category shall
2701 provide for equivalent reductions in other categories of
2702 spending and specify the categories in which such reductions
2703 are to be made.

2704 (d) No action may be taken with respect to the Current Fiscal
2705 Year budget which shall be inconsistent with either Rule G-
2706 10.1.2(b) or G-10.1.3.

2707 **Rule G-10.1.5. Board of Trustees Report.**

2708 At each General Assembly the Board of Trustees shall make an
2709 accounting of its actions taken since the preceding General
2710 Assembly with respect to any budget votes of the preceding
2711 General Assembly.

2712 **Section 10.8. Contracts and Securities.**

2713 **Rule 10.8.1. Contracts and Securities.**

2714 The Executive Vice President may sign and attest deeds,
2715 mortgages, contracts, and other documents to which the
2716 Association is a party.

2717 **RULE XI Ministry**

2718 **Section 11.2. Ministerial Fellowship Committee.**

2719 **Rule 11.2. Ministerial Fellowship Committee.**

2720 The rules of the Ministerial Fellowship Committee are printed
2721 separately and are available on request.

2722 **Section 11.8 Procedure on Appeal.**

2723 **Rule 11.8. Procedure on Appeal.**

2724 The rules of the Ministerial Fellowship Board of Review are
2725 available on request.

2726 **RULE XII Religious Education Credentialing**

2727 **RULE XIII Regional Organizations**

2728 **Section C-13.2. Establishment.**

2729 **Rule G-13.2.1. Establishing Districts or Regions.**

2730 (a) Authority to recognize a new district or region as a unit of the
2731 UUA, or to remove that recognition, shall reside with the
2732 General Assembly; provided, however, that a district or region
2733 may request that the UUA cease to recognize it without
2734 approval from the General Assembly. The UUA Secretary
2735 shall maintain a current list of the districts and regions of the
2736 UUA as recognized by the General Assembly.

2737 (b) Each district or region shall be composed of the
2738 congregations assigned to that district or region by the Board
2739 of Trustees

2740 (c) The boundaries of each district or region encompass the
2741 areas served by its member congregations.

2742 (d) Upon application to the Board of Trustees and after notice
2743 and an opportunity to be heard is afforded the affected
2744 districts or regions, a congregation may change its district or
2745 regional membership with approval of the Board of Trustees.

2746 (e) The Map of Districts and Regions published on the UUA
2747 Website contains boundaries that are an approximation only
2748 of the boundary lines determined pursuant to subparagraph

2749 (c) above and are intended primarily as a guide for the newly
2750 admitted congregation in determining its membership.

2751 (f) Transition Provision. The amendments to Rule G-13.2.1
2752 deleting the Central Midwest, Heartland, and Prairie Star
2753 Districts shall not become effective until those Districts
2754 dissolve. This transition provision shall automatically be
2755 deleted from the bylaws following the first regular General
2756 Assembly occurring after all of those districts have dissolved.

2757

2758

RULE XIV Rules

2759 **Section 14.4. Miscellaneous Rules.**

2760 **Rule G-14.4.1. Performance of Acts.**

2761 When the last day for the performance of any act required under the
2762 Bylaws or Rules falls on a Saturday, Sunday, or a day which is a
2763 legal holiday in the place where the act is to be performed, the act
2764 may be performed on the next succeeding business day.

2765 **Rule G-14.4.2. Receipt of Documents.**

2766 When any ballot, petition, notice, document, or material of any kind
2767 whatsoever is required to be filed with, delivered to, or received by
2768 the Association or an officer, board, committee, or agent thereof on
2769 or before a certain day, the same shall be considered to have been
2770 so filed, delivered, or received only if it is postmarked seven days
2771 prior to said certain day or actually received at the office of the
2772 Association at 24 Farnsworth Street, Boston, MA 02210, on an
2773 earlier day or not later than 5:00 p.m. on said certain day.

2774

RULE XV Amendments

2775 **Section 15.2. Submission of Proposed Amendments.**

2776 **Rule G-15.2.1. Form of Submission.**

2777 A proposed amendment to the Bylaws submitted by certified
2778 member congregations or a district must include:

2779 (a) the Article and Section which it is proposed to amend or
2780 repeal;

2781 (b) a concise summary of the principal arguments on which the
2782 proponents rely; and

2783 (c) other Articles (or Sections) or "G" Rules affected by the
2784 proposed amendment and proposed text of any necessary
2785 conforming amendments and "G" Rules.

2786

2787 Unitarian Universalist Association was given corporate status in
2788 May 1961 under special acts of legislature of The Commonwealth of
2789 Massachusetts and the State of New York. See Chapter 148 of the
2790 acts of 1960 of the Massachusetts legislature and Chapter 827 of
2791 the Acts of 1960 of the New York legislature. Copies of said Acts
2792 are attached to the minutes of the organizing meeting of the
2793 Association held in Boston, Massachusetts, in May 1961 and also
2794 are printed in the 1961-62 Directory of the Association.