

UNITARIAN UNIVERSALIST ASSOCIATION

BYLAWS AND RULES

as amended through

JULY 1, 2008



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UUA BYLAWS

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As amended through July 1, 2008

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1 **ARTICLE I Name**

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

3 The name of this Association shall be Unitarian Universalist
4 Association. It is the successor to the American Unitarian
5 Association, which was founded in 1825 and incorporated in
6 1847,
7 and the Universalist Church of America, which was founded in
8 1793 and incorporated in 1866.

9 **ARTICLE II Principles and Purposes**

10 **Section C-2.1. Principles.**

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

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

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

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

45 Grateful for the religious pluralism which enriches and ennobles
46 our faith, we are inspired to deepen our understanding and
47 expand
48 our vision. As free congregations we enter into this covenant,
49 promising to one another our mutual trust and support.

50 **Section C-2.2. Purposes.**

51 The Unitarian Universalist Association shall devote its resources to
52 and exercise its corporate powers for religious, educational and
53 humanitarian purposes. The primary purpose of the Association is
54 to serve the needs of its member congregations, organize new
55 congregations, extend and strengthen Unitarian Universalist
56 institutions and implement its principles.

57 **Section C-2.3. Non-discrimination.**

58 The Association declares and affirms its special responsibility, and
59 that of its member congregations and organizations, to promote the
60 full participation of persons in all of its and their activities and in the
61 full range of human endeavor without regard to race, ethnicity,
62 gender, disability, affectional or sexual orientation, age, language,

63 citizenship status, economic status, or national origin and without
64 requiring adherence to any particular interpretation of religion or to
65 any particular religious belief or creed.

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

67 Nothing herein shall be deemed to infringe upon the individual
68 freedom of belief which is inherent in the Universalist and Unitarian
69 heritages or to conflict with any statement of purpose, covenant,
70 or
71 bond of union used by any congregation unless such is used as a
72 creedal test.

73 **ARTICLE III Membership**

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

75 The Unitarian Universalist Association is a voluntary association of
76 autonomous, self-governing local churches and fellowships,
77 referred to herein as member congregations, which have freely
78 chosen to pursue common goals together.

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

80 Nothing in these Bylaws shall be construed as infringing upon the
81 congregational polity or internal self-government of member
82 congregations, including the exclusive right of each such
83 congregation to call and ordain its own minister or ministers, and to
84 control its own property and funds. Any action by a member
85 congregation called for by these Bylaws shall be deemed to have
86 been taken if certified by an authorized officer of the congregation
87 as having been duly and regularly taken in accordance with its
88 own
89 procedures and the laws which govern it.

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

91 A church or fellowship may become a member congregation upon
92 acceptance by the Board of Trustees of the Association of its
93 written application for membership in which it subscribes to the
94 principles of and pledges to support the Association. The Board
95 of
96 Trustees shall adopt rules to carry out the intent of this Section.

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

98 The Church of the Larger Fellowship, Unitarian Universalist, shall
99 be a member congregation which is not considered to be located
100 in
101 any particular district.

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

103 A member congregation shall be recognized as certified during the
104 fiscal year of the Association in which it becomes a member and
105 during each subsequent fiscal year in which it established that
106 during the immediately preceding fiscal year it:

- 107 (a) conducted regular religious services;
- 108 (b) held at least one business meeting of its members, elected
109 its own officers and maintained adequate records of
110 membership; and
- 111 (c) made a financial contribution to the Association.

112 Member congregations must furnish the Association with a report
113 of their activities showing compliance with subsection (a) and (b)
114 above.

115 Compliance with subsection (c) above shall be determined by
116 appropriate financial records of the Association. A member
117 congregation shall also be considered to be certified for that part
118 of

119 any particular current fiscal year which precedes the deadline
120 established by the Board of Trustees for submitting proof of
121 compliance with subsection (a) and (b) above if during the next
122 preceding fiscal year such a congregation made a financial
123 contribution to the Association and filed the report required by this
124 section during that year.

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

128 The Board of Trustees shall make rules to carry out the intent of
129 this section and shall determine which member congregations
130 meet the requirements set forth herein for any fiscal year of the
131 Association.

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

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

- 139 (a) the local congregation in question, whenever possible;
- 140 (b) the President of the district in which the congregation is
141 located or such other authorized official as the district
142 designates in writing to the Association; and
- 143 (c) the trustee representing the district in which the
144 congregation is located.

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

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

155 The Board of Trustees may adopt rules governing the
156 requirements for admission to and retention of associate
157 membership. An associate member organization shall be
158 recognized as certified during the fiscal year in which it becomes
159 a
160 member, and during each subsequent fiscal year if it has made a
161 financial contribution to the Association during the immediately
162 preceding fiscal year. The Association shall neither exercise
163 control over nor assume responsibility for the programs, activities
164 or finances of any associate member.

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

166 The Board of Trustees may admit to affiliated status those
167 independently constituted and operated organizations whose
168 purposes and intentions it finds to be in sympathy with the
169 principles of the Association, and may terminate such status upon
170 finding that the organization no longer meets the foregoing
171 qualifications or is not in compliance with the rules relating to such
172 organizations. The status granted is that of independent affiliate.
173 The Board of Trustees shall adopt rules governing the
174 requirements for admission to and retention of affiliated status.
175 The requirements shall include financial support of the Association
176 by payment of an annual contribution. The Association shall
177 neither exercise control over nor assume responsibility for the
178 programs, activities, or finances of any independent affiliate.

179 **Section C-3.9. Autonomy of Associate Member
180 Organizations and Independent Affiliate
181 Organizations.**

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

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

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

190 officer
191 of the congregation.

192 **ARTICLE IV General Assembly**

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

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

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

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

199 **Section 4.3. Regular General Assembly.**

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

203 **Section 4.4. Special General Assembly.**

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

210 **Section 4.5. Place of Meeting.**

211 Each regular or special General Assembly shall be held at such
212 place in the United States or Canada as the Board of Trustees
213 shall determine.

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

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

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

222 Voting at each regular and special General Assembly shall be by
223 accredited delegates from certified member congregations,
224 certified
225 associate member organizations, and trustees.
226 Each delegate and trustee shall have only one vote, even if
227 present
228 in more than one capacity. Proxy voting is prohibited except when
229 the amendment being processed is an amendment of the articles
230 of
231 organization.

232 **Section 4.8. Delegates.**

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

246	Membership of	Member
247	Member Congregation	Delegates
248	1-100	2
249	101-150	3
250	151-200	4
251	201-250	5
252	251-300	6

253	301-350	7
254	351-400	8
255	401-450	9
256	451-500	10
257	Over 500	One for each additional 50
258		members or fraction thereof.

259 The number of members of a certified member congregation
260 which is a member of more than one denomination shall be
261 determined for the purposes of this section either (i) by
262 dividing the number of members of the federated church by
263 the number of denominations included in the federation, or,
264 at the option of the federated church, (ii) by reporting the
265 actual number of members who identify themselves as
266 Unitarian Universalists.

267 (b) Minister Delegates and Religious Education Director
268 Delegates. Each certified member congregation is also
269 entitled to be represented at each General Assembly by the
270 ordained minister or ministers in full or associate ministerial
271 fellowship with the Association settled in such
272 congregation,
273 and by the director or directors of religious education having
274 achieved Credentialed Religious Education – Masters Level
275 status by the Association and employed in such
276 congregation. In addition, each certified member
277 congregation is also entitled to be represented at each
278 General Assembly by any minister emeritus or minister
279 emerita of such congregation in ministerial fellowship with
280 the Association and by any director of religious education
281 emeritus or emerita having achieved Credentialed Religious
282 Education – Masters Level status by the Association
283 designated as such by a vote at a meeting of the member
284 congregation not less than six months prior to the General
285 Assembly, provided that any such minister has been settled
286 previously in such congregation, and any such director of
287 religious education who has been previously employed in
288 such congregation.

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

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

294 The Board of Trustees shall make rules for the accreditation of
295 delegates and voting procedures. Such rules may include the
296 requirements of payment of a registration fee, a travel fund fee, or
297 both, in order to vote at a General Assembly, except that these
298 requirements shall not apply to the right to cast a ballot for any
299 elective position at large.

300 **Section 4.10. Quorum.**

301 Not less than 300 accredited delegates representing not less than
302 100 certified member congregations located in not less than 10
303 states or provinces shall constitute a quorum at any regular or
304 special General Assembly.

305 **Section 4.11. Tentative Agenda for Regular General
306 Assemblies.**

307 The General Assembly Planning Committee shall prepare a
308 Tentative Agenda for each regular General Assembly which shall
309 include:

- 310 (a) reports and other matters required by these Bylaws to be
311 submitted to the General Assembly;
- 312 (b) proposed amendments to these Bylaws which are submitted
313 as prescribed in Article XIV, Section 14.2;
- 314 (c) items referred by the preceding General Assembly;
- 315 (d) Business Resolutions and proposed amendments to Bylaws
316 and Rules submitted by the Commission on Appraisal;

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

- 319 (1) the Board of Trustees or the Executive Committee;
- 320 (2) not less than fifteen certified member congregations
321 by action of their governing boards or their
322 congregations; or
- 323 (3) a petition by not less than 250 members of certified
324 member congregations with no more than 10
325 members of any one member congregation counted
326 as part of the 250;

327 (f) proposed amendments to Rules and Business Resolutions
328 submitted by a district by official action at a duly called
329 meeting at which a quorum is present but not in excess of
330 three Business Resolutions per district; and

331 (g) Proposed Congregational Study/Action Issues submitted by
332 the Commission on Social Witness pursuant to Section
333 4.12(a).

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

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

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

368 (a) First Cycle Year

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

380	(2) The Commission on Social Witness shall by November 1	443	by the General Assembly, then following the regular
381	of that year submit to the Planning Committee for	444	meeting of the General Assembly, the Cycle shall begin
382	inclusion on the Tentative Agenda of the regular	445	again as set forth in this subsection.
383	General Assembly not more than ten proposed		
384	Congregational Study/Action Issues, each of which	446	(b) Second Cycle Year
385	shall be based in whole or in part on the issues		
386	submitted to it as described in the previous subsection.	447	(1) Member congregations and the districts shall submit by
387	The Commission on Social Witness shall verify with the	448	not later than March 1 of the second Cycle year
388	proposing congregation, district, or sponsored	449	comments regarding the Congregational Study/Action
389	organization that the proposed Study/Action Issue	450	Issue and the related resource guide to the Commission
390	reflects the intent of the proposer prior to being	451	on Social Witness.
391	included in the poll ballot. The ten proposed		
392	Congregational Study/Action Issues shall be included	452	(2) During the meeting of the General Assembly in the
393	for approval by the congregations on the	453	second Cycle year the Commission on Social Witness
394	Congregational Poll ballot, such ballot to be available	454	shall conduct workshops on the Congregational
395	and congregations notified of its availability by	455	Study/Action Issue.
396	November 15 of the same year. Congregational Poll		
397	ballots concerning the proposed Congregational	456	(c) Third Cycle Year
398	Study/Action Issue shall be due by February 1 of the		
399	following year (the first Cycle year).	457	(1) Member congregations and the districts shall submit by
		458	not later than March 1 of the third Cycle year comments
400	(3) For the proposed Congregational Study/Action Issue to	459	regarding the Congregational Study/Action Issue and
401	be placed on the Final Agenda of the General	460	the related resource guide to the Commission on Social
402	Assembly, twenty-five percent (25%) of all certified	461	Witness.
403	congregations must participate in the ballot vote		
404	concerning the proposed Congregational Study/Action	462	(2) During the General Assembly in the third Cycle year,
405	Issues.	463	the Commission on Social Witness shall conduct
		464	workshops on the Congregational Study/Action Issue.
406	(4) The proposed Congregational Study/Action Issue shall	465	Following the General Assembly, the Commission on
407	be ranked in the order of the votes received in the	466	Social Witness shall then compose a draft UUA
408	Congregational Poll. The Study/Action Issues receiving	467	Statement of Conscience.
409	the most votes (not to exceed five in number) shall be		
410	submitted to the General Assembly as follows:	468	(3) The draft UUA Statement of Conscience, a draft
		469	Statement of Conscience congregational comment
411	(i) Each of the Proposed Congregational Study/Action	470	form, and a ballot to place the draft UUA Statement of
412	Issues shall be presented to the General Assembly	471	Conscience on the Final Agenda shall be included in the
413	by a delegate, and one such proposed	472	Congregational Poll, to be made available and
414	Congregational Study/Action Issue shall be referred	473	congregations notified of its availability by November
415	for study by virtue of having received the highest	474	15, following the General Assembly. Notice of the
416	number of votes among all proposed	475	availability of these items shall be delivered to the
417	Congregational Study/Action votes cast by the	476	congregations through the mail and by electronic mail.
418	General Assembly, provided, however, that if no	477	Congregational Poll ballots, and the congregational
419	proposed Congregational Study/Action Issue	478	comment forms concerning the draft UUA Statement of
420	receives a majority of the votes cast, then a	479	Conscience shall be due by February 1 of the following
421	second vote shall be taken between the two issues	480	year (the fourth Cycle year).
422	receiving the highest number of votes cast in the		
423	initial election.	481	(4) The Commission on Social Witness shall then prepare
		482	a revised draft of the UUA Statement of Conscience
424	(ii) After one Congregational Study/Action Issue has	483	taking into consideration comments received by the
425	been referred for study in accordance with (i)	484	member congregations and districts and place this
426	above, the Advocacy and Witness staff shall	485	revised draft of the UUA Statement of Conscience on
427	conduct a workshop to discuss processes for	486	the Final Agenda.
428	study and action on the selected issue. By		
429	November 1 following the General Assembly, the	487	(5) For a draft UUA Statement of Conscience to be placed
430	Advocacy and Witness staff shall have developed	488	on the Final Agenda of the General Assembly, twenty-
431	a resource guide pertaining to the Congregational	489	five percent (25%) of all certified congregations must
432	Study/Action Issue selected by the General	490	participate in the ballot vote concerning such draft UUA
433	Assembly. The resource guide shall be made	491	Statement of Conscience.
434	available and congregations notified of its		
435	availability.	492	(d) Fourth Cycle Year
436	(5) If a UUA Statement of Conscience has been adopted in	493	(1) If the draft UUA Statement of Conscience is placed on
437	the previous year, the regular meeting of the General	494	the Final Agenda for the next regular meeting of the
438	Assembly shall also conduct workshops on the	495	General Assembly, then the next General Assembly
439	implementation of such UUA Statement of Conscience.	496	must debate and vote on the proposed UUA Statement
		497	of Conscience. Adoption of the UUA Statement of
440	(6) If no proposed Congregation Study/Action Issues are	498	Conscience shall require a two-thirds vote.
441	on the Final Agenda in the first Cycle year, or if no		
442	Congregational Study/Action Issue is referred for study		

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

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

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

525 **Section 4.13. Revision of UUA Statements of Conscience** 526 **Process Schedule.**

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

535 **Section 4.14. Final Agenda for Regular General** 536 **Assemblies.**

537 The Planning Committee shall prepare a Final Agenda for each
538 General Assembly which shall include:

539 (a) all reports and other matters required by these Bylaws to be
540 submitted to the General Assembly and all proposed
541 amendments to Bylaws and Rules appearing on the
542 Tentative Agenda that meet the requirements of Rule G
543 4.18.3;

544 (b) those Business Resolutions, including alternative versions,
545 on the Tentative Agenda which meet the requirements of
546 Rule G-4.18.3;

547 (c) Business Resolutions, amendments to Rules or Bylaws or
548 other items submitted by the Planning Committee, the Board
549 of Trustees or the Executive Committee, which did not
550 originally appear on the Tentative Agenda, provided,
551 however, that any such items appear on the Final Agenda
552 accompanied by an explanation for the delayed submission;

553 (d) additional proposed amendments to Bylaws submitted by the
554 Commission on Appraisal;

555 (e) those proposed Congregational Study/Action Issues on the
556 Tentative Agenda which meet the requirements of Rule G-
557 4.18.3, and if applicable pursuant to Sections 4.12(a); and

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

561 The Planning Committee shall mail the Final Agenda to each
562 member congregation, associate member organization and trustee
563 not less than 30 days before the General Assembly.

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

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

568 (a) the Board of Trustees;

569 (b) the petition, if any, which calls the special General
570 Assembly; or

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

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

577 ***Section 4.16. Additions to the Agenda of Regular** 578 **General Assemblies.**

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

582 (b) Not more than six General Assembly Actions of Immediate
583 Witness, (year) may be admitted to the agenda of a regular
584 General Assembly and acted upon.

585 (1) A General Assembly Action of Immediate Witness,
586 (year) is one concerned with a significant action,
587 event or development the timing or specificity of which
588 makes it inappropriate to be addressed by a UUA
589 Statement of Conscience pursuant to the Study/Action
590 process.

591 (2) The petition to admit such resolutions to the agenda
592 must be signed by 150 delegates from at least 25
593 congregations in at least five districts. If six petitions
594 or fewer are received, all petitions received that have
595 the requisite level of delegate and congregation
596 support are eligible to be considered for possible
597 admission to the Agenda. In the event more than six
598 petitions are submitted that satisfy the sponsorship
599 requirement, the Commission on Social Witness shall
600 select six from among those which meet the criteria
601 for a General Assembly Action of Immediate Witness,
602 (year) and shall submit those six actions to the
603 Agenda of the General Assembly (along with a
604 tentative designation of scope, i.e., U.S. or
605 Continental) for possible admission.

606 (3) The motion to admit each General Assembly (U.S. or
607 Continental) Action of Immediate Witness, (year) ruled
608 eligible is not debatable, but an opportunity for a two-
609 minute statement of advocacy to the General
610 Assembly for each eligible action by one of its
611 sponsors prior to any such motion shall be provided.
612 Admission of a General Assembly (U.S. or
613 Continental) Action of Immediate Witness, (year) shall
614 be by a two-thirds vote.

615 (4) During the General Assembly, a mini-assembly shall
616 be held during which each admitted action shall be
617 discussed and amendments shall be accepted in
618 writing. All such amendments shall be made available
619 in writing to the General Assembly. The Commission
620 on Social Witness shall finalize each General
621 Assembly (U.S. or Continental) Action of Immediate
622 Witness, (year), and the chairperson of the
623 Commission on Social Witness, in consultation with
624 the moderator of the General Assembly, the
625 parliamentarian and legal counsel, shall prioritize

- 626 unincorporated amendments for consideration by the
627 General Assembly.
- 628 (5) Adoption of a General Assembly (U.S. or Continental)
629 Action of Immediate Witness, (year) shall be by a two-
630 thirds vote.
- 631 (6) Actions submitted pursuant to this Section 4.16(b)
632 must be in writing and filed with the Chair of the
633 Commission on Social Witness or the Commission's
634 designee by the deadline established by the
635 Commission and announced at the opening session of
636 the Assembly.
- 637 (c) Responsive Resolutions may be admitted to the agenda of a
638 regular General Assembly and acted upon.
- 639 (1) A Responsive Resolution is a resolution made in
640 response to a substantive portion of a report by an
641 officer or committee reporting to a regular General
642 Assembly.
- 643 (2) Adoption of a Responsive Resolution shall be by two-
644 thirds vote.

645 **Section 4.17. Items Admitted to Special General**
646 **Assembly Agenda.**

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

650 ***Section 4.18. Agenda Rules.**

651 General Assemblies shall adopt rules relating to the agenda.

652 ***Section 4.19. Rules of Procedure.**

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

656 **ARTICLE V Committees of the Association**

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

658 The standing committees of the Association shall be:

- 659 (a) the Nominating Committee;
660 (b) the General Assembly Planning Committee;
661 (c) the Commission on Appraisal;
662 (d) the Commission on Social Witness; and
663 (e) the Board of Review.

664 **Section 5.2. Election and Terms of Office.**

665 Elected members of all Section 5.1 committees shall take office at
666 the close of the General Assembly at which they are elected and
667 shall serve until their successors are elected and qualified except
668 as otherwise provided herein.

669 One-half as nearly as possible of the elected members of the
670 General Assembly Planning Committee and the Commission on
671 Social Witness shall be elected at the regular General Assembly
672 held in each odd-numbered year. The elected members of the
673 General Assembly Planning Committee and the Commission on
674 Social Witness shall serve for terms of four years. One-third of
675 the members of the Nominating Committee and the Commission
676 on Appraisal shall be elected at the regular General Assembly
677 held in each odd-numbered year. The elected members of the
678 Nominating Committee and the Commission on Appraisal shall
679 serve for single terms of six years. Any member of the
680 Nominating Committee or the Commission on Appraisal in office
681 for a period of more than three years shall be deemed to have
682 completed a six-year term for the purposes of re-election.

683 Notwithstanding anything to the contrary contained in this Section
684 5.2 or Section 5.6, the following provisions shall be applicable to
685 elections of members of the Nominating Committee. At the 1997
686 regular General Assembly, five members of the Nominating
687 Committee shall be elected, three of whom shall be elected for six-

688 year terms and two for four-year terms. The Nominating
689 Committee shall propose at least three candidates for six-year
690 terms and at least two candidates for four-year terms. At the
691 1999
692 regular General Assembly, four members of the Nominating
693 Committee shall be elected, three of whom shall be elected for six-
694 year terms and one for a four-year term. The Nominating
695 Committee shall propose at least three candidates for six-year
696 terms and at least one candidate for a four-year term. At the 2001
697 regular General Assembly, two members of the Nominating
698 Committee shall be elected for six-year terms. The Nominating
699 Committee shall propose at least two candidates for six-year
700 terms.
701 At the 2003 regular General Assembly, four members of the
702 Nominating Committee shall be elected, three of whom shall be
703 elected for six-year terms and one for a four-year term. The
704 Nominating Committee shall propose at least three candidates for
705 six-year terms and at least one candidate for a four-year term.
706 The
707 provisions of this paragraph shall expire immediately following the
708 2003 regular General Assembly.

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

710 In order to qualify to be appointed or to continue as a member of a
711 standing committee of the Association, a person must be a
712 member of a member congregation.

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

714 A member of any standing committee of the Association may be
715 removed by a three-fourths vote of the Board of Trustees at a
716 meeting at which not less than three-fourths of the Board is
717 present, if in the opinion of the Board the member is incapacitated
718 or otherwise unable to carry out the duties of the office.

719 **Section 5.5. Vacancies.**

720 A vacancy created by the death, disqualification, resignation, or
721 removal of an elected member of a standing committee of the
722 Association shall be filled by the Board of Trustees until the next
723 regular General Assembly held in an odd-numbered year. The
724 vacancy shall then be filled by election for the balance of the
725 unexpired term, if any.

726 **Section 5.6. Nominating Committee.**

727 The Nominating Committee shall consist of nine elected members.
728 A member shall not during the term of office hold any salaried
729 position in the Association, and shall not be eligible for re-election
730 to the Nominating Committee until after an interim of four years.
731 The Nominating Committee shall submit nominations for certain
732 elective positions of the Association, as provided in Article IX.

733 **Section 5.7. General Assembly Planning Committee.**

734 The General Assembly Planning Committee shall consist of eight
735 elected members and two members appointed by the Board of
736 Trustees at its first meeting following the regular General
737 Assembly in each odd-numbered year. No elected member shall
738 serve on the Committee for more than two four-year terms in
739 succession. The appointed members shall serve for terms of two
740 years and until their successors are appointed and qualified. The
741 Committee shall prepare the agenda for each regular General
742 Assembly and shall be responsible for arrangements for programs
743 and meetings to be held in connection therewith. It may establish
744 subcommittees of its members and may delegate part or all of its
745 powers to them.

746 **Section 5.8. Commission on Appraisal.**

747 The Commission on Appraisal shall consist of nine elected
748 members. A member shall not during the term of office serve as a
749 trustee or officer or hold a salaried position in the Association.
750 The
751 Commission on Appraisal shall:

- 752 (a) review any function or activity of the Association which in
753 its

754 judgment will benefit from an independent review and report
755 its conclusions to a regular General Assembly;
756 (b) study and suggest approaches to issues which may be of
757 concern to the Association; and
758 (c) report to a regular General Assembly at least once every
759 four
760 years on the program and accomplishments of the
761 Association.

762 **Section 5.9. Commission on Social Witness.**

763 The Commission on Social Witness shall consist of three
764 members elected by the General Assembly and two members
765 appointed by the Board of Trustees. The election and appointment
766 of members shall occur only at regular General Assemblies held in
767 odd numbered years.

768 (a) Each appointment and election of a member to the
769 Commission will be for a term of four years;

770 (b) One member shall be appointed each odd-numbered year;
771 and

772 (c) No fewer than one nor more than two members shall be
773 elected each odd-numbered year, as is required to insure a
774 full complement of elected members.

775 No member shall serve on the Commission for more than two four-
776 year terms in succession. In the case of a vacancy in an
777 appointed
778 position by reason of death, disqualification, resignation or
779 removal,
780 the vacancy shall be filled at any time for the remainder of the term
781 by appointment by the Board of Trustees for the balance of the
782 term. The duties of the Commission are described in Section 4.12
783 and Section 4.16 of the Bylaws and Rules G-4.12.1, G-4.12.2, and
784 G-4.18.2.

785 **Section 5.10. Board of Review.**

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

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

792 (2) One member who is a credentialed religious educator-
793 masters level; and

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

801 (b) Election and Term. At each regular General Assembly held
802 in an odd-numbered year one person who is neither a
803 minister nor a credentialed religious educator shall be
804 elected and shall serve for a term of eight years and until a
805 successor is elected and qualified. At each regular General
806 Assembly held in an odd-numbered year there shall be
807 elected either a minister, as described in subsection (a)(1)
808 above, or a credentialed religious educator-masters level as
809 described in section (a)(2) above, who shall serve for a
810 term of eight years and until a successor is elected and
811 qualified. In the first election in an odd-numbered year
812 following the adoption of the amendment to this subsection
813 (b) as stated above, the election shall be of a credentialed
814 religious educator, and this sentence shall thereafter be
815 deleted from this subsection.

816 (c) Qualifications. No member of the Board of Review shall
817 during the term of office be a member of the Ministerial
818 Fellowship Committee, the Religious Education Credentialing
819 Committee, or hold any salaried position in the Association.

820 (d) Removal. A member of the Board of Review may be
821 removed without hearing by the vote of six other members.

822 **Section 5.11. Additional Committees.**

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

826 **Section 5.12. Presiding Officer.**

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

832 **Section 5.13. Time and Place of Meetings.**

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

835 **Section 5.14. Call and Notice of Meetings.**

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

842 **ARTICLE VI Board of Trustees**

843 **Section C-6.1. Responsibility.**

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

847 **Section 6.2. Powers.**

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

850 **Section 6.3. Membership.**

851 The Board of Trustees shall consist of:

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

854 (b) Three trustees elected at large, and a youth trustee at large;

855 (c) one trustee representing each district.

856 ***Section 6.4. Election of Trustees.**

857 The youth trustee at large and one-half of the other number of
858 trustees at large shall be elected at the regular General Assembly
859 held in each odd-numbered year. One-half, as nearly as possible,
860 of the trustees representing districts shall be elected prior to each
861 such General Assembly. The Board of Trustees shall divide the
862 districts into two groups for purposes of electing trustees.

863 **Section 6.5. Term.**

864 Trustees shall take office immediately after the close of the
865 General Assembly at or prior to which they are elected and, with
866 the

867 exception of the youth trustee at large, shall serve for terms of
868 four

869 years or until their successors are elected and qualified. The
870 youth

871 trustee at large shall serve for a term of two years or until his or
872 her

873 successor is elected and qualified. Any partial term of more than
874 two years shall be considered a full term for purposes of this

875 section. No trustee may serve more than two successive full
876 terms. However, a trustee may at any time become one of the

877 elected officers of the Association and serve as long in that office
878 as if such trustee had not previously been a trustee. No person

879 who has served as elected officer for a full term shall thereafter
880 be

881 elected a trustee without an interim of four years.

882 ***Section 6.6. Qualifications of Trustees.**

883 Each elected trustee shall be a member of a member congregation.
884 An elected trustee representing a district shall reside in that district
885 and shall be a member of a member congregation located in the
886 district. A trustee who ceases to meet these qualifications shall
887 be disqualified and the office declared vacant. The youth trustee
888 at
889 large shall be an individual aged 14 to 20 inclusive years at the
890 time
891 of election. Not more than one trustee shall be a member of the
892 same member congregation. If a trustee becomes a member of a
893 member congregation in which another trustee is already a
894 member, such trustee shall be disqualified and the office declared
895 vacant. The Board of Trustees shall adopt rules for the application
896 of this section to persons holding membership in more than one
897 member congregation.

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

899 A trustee may at any time resign by giving written notice to the
900 Board of Trustees. Such resignation shall take effect at the time
901 specified therein, or, if no time is specified, then on delivery. A
902 trustee may be removed by a three-fourths vote of the entire
903 Board
904 at a meeting at which not less than three-fourths of the entire
905 Board is present if in the opinion of the Board such trustee is
906 incapacitated or otherwise unable to carry out the duties of the
907 office.

908 **Section 6.8. Vacancies.**

909 (a) Trustee at Large. A vacancy created by the death,
910 disqualification, resignation, or removal of a trustee at large
911 shall be filled by majority vote of the remaining trustees until
912 the next regular General Assembly at which an election can
913 be held. The vacancy shall then be filled by election for the
914 balance of the unexpired term, if any.
915 (b) Trustee Representing District. A vacancy created by death,
916 disqualification, resignation, or removal of a trustee
917 representing a district or by the creation of a new district
918 entitled to be represented by a trustee shall be governed by
919 the bylaws of the district and Section 9.11 of these Bylaws
920 subject to the following limitations:
921 (1) If fewer than two regular General Assemblies have
922 met and adjourned since the General Assembly at
923 which the trustee took office, the governing body of the
924 district shall make an interim appointment until the
925 position is filled by a special election within one year
926 from the date the vacancy occurs;
927 (2) If the vacancy occurs at any other point in the term,
928 either the governing body of the district shall fill the
929 vacancy for the remainder of the term or the District
930 shall provide for an interim appointment by its
931 governing body until the position is filled by a special
932 election.

933 An invalid election does not create a vacancy for purposes of this
934 section.

935 **Section 6.9. Place of Meeting.**

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

938 **Section 6.10. Regular Meetings.**

939 Regular meetings of the Board of Trustees shall be held at such
940 times as the Board may determine. No fewer than three regular
941 meetings of the Board shall be held during each fiscal year of the
942 Association.

943 **Section 6.11. Special Meetings.**

944 Special meetings of the Board of Trustees may be called by the
945 Moderator or President, and shall be called by the Moderator at the
946 request of eight trustees. Notice of special meetings shall be

947 given
948 in writing not less than five nor more than sixty days before the
949 meeting and shall state the agenda, time and place of the meeting.

950 **Section 6.12. Waiver of Notice.**

951 Notice of a meeting need not be given to any trustee who submits
952 a
953 signed waiver of notice whether before or after the meeting, or
954 who
955 attends the meeting without protesting, prior thereto or at its
956 commencement, the lack of notice.

957 **Section 6.13. Quorum.**

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

960 **Section 6.14. Compensation.**

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

966 **Section 6.15. Annual Report.**

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

970

ARTICLE VII

971

Committees of the Board of Trustees

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

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

- 974 (a) the Executive Committee;
- 975 (b) the Ministerial Fellowship Committee;
- 976 (c) the Finance Committee;
- 977 (d) the Investment Committee;
- 978 (e) the Religious Education Credentialing Committee; and
- 979 (f) the Audit Committee.

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

981 Members of the Executive Committee, Finance Committee,
982 Investment Committee, Religious Education Credentialing
983 Committee, and board-appointed members of the Ministerial
984 Fellowship Committee and Audit Committee shall be appointed by
985 the Board at its first meeting following the regular General
986 Assembly in each odd-numbered year except as otherwise
987 provided herein. Members of such committees shall serve for
988 terms of two years and until their successors are appointed and
989 qualified.

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

991 Standing committee members appointed by the Board of Trustees
992 serve at the pleasure of the Board and may be removed by it at
993 any
994 time.

995 **Section 7.4. Vacancies.**

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

998 **Section 7.5. Executive Committee.**

999 The Executive Committee shall consist of the Moderator, the First
1000 Vice Moderator, the Secretary, the Financial Advisor, and the
1001 Chair
1002 of the Finance Committee. The position on the committee
1003 occupied by the First Vice Moderator shall be filled by the Second
1004 Vice Moderator at any meeting of the committee from which the
1005 First Vice Moderator is absent or at which the First Vice Moderator
1006 is presiding in the absence of the Moderator. The position on the
1007 committee occupied by the Secretary shall be filled by the

1008 Assistant Secretary at any meeting of the committee from which
1009 the Secretary is absent. The Executive Committee shall conduct
1010 the current and ordinary business of the Association between
1011 meetings of the Board of Trustees. If between meetings of the
1012 Board of Trustees, matters arise which (1) in the opinion of the
1013 Executive Committee are not current and ordinary business but in
1014 the best interests of the Association must nevertheless be acted
1015 upon, or (2) the Executive Committee has been authorized by the
1016 Board to be acted upon, then the Executive Committee may act
1017 thereon for the Board of Trustees, but only if four or more
1018 members vote the action.

1019 **Section 7.6. Ministerial Fellowship Committee.**

1020 The Ministerial Fellowship Committee shall consist of fourteen
1021 members as follows:

- 1022 (a) six members who are not ministers appointed by the Board;
- 1023 (b) six members who are ministers in final fellowship with the
1024 Association, appointed by the Board; and
- 1025 (c) two members appointed by the Unitarian Universalist
1026 Ministers Association.

1027 Two members of the committee, and only two, shall be trustees.
1028 The committee shall have jurisdiction over ministerial fellowship
1029 with the Association as provided in Article XI hereof. The Board of
1030 Trustees shall designate a person who is not a member of the
1031 committee to be its Executive Secretary and keep its records.

1032 **Section 7.7. Finance Committee.**

1033 The Finance Committee shall consist of the Financial Advisor, the
1034 Treasurer, five trustees who shall not be members of the
1035 Investment Committee, and the Moderator without vote. The duties
1036 of the Finance Committee are set forth in Article X.

1037 **Section 7.8. Investment Committee.**

1038 The Investment Committee shall consist of the Financial Advisor,
1039 the Treasurer, and five other persons, at least one of whom shall
1040 be a trustee and none of whom shall be members of the Finance
1041 Committee. The duties of the Investment Committee are set forth
1042 in Article X.

1043 **Section 7.9. Additional Committees.**

1044 The Board of Trustees may appoint additional committees to serve
1045 at its pleasure and shall determine the membership, qualifications,
1046 and duties thereof.

1047 **Section 7.10. Presiding Officer.**

1048 The Board of Trustees shall appoint one member of each standing
1049 committee of the Board to be its presiding officer.

1050 **Section 7.11. Time and Place of Meetings.**

1051 Each standing committee of the Board shall hold meetings at such
1052 times and places as it may determine.

1053 **Section 7.12. Call and Notice of Meetings.**

1054 Meetings of standing committees of the Board may be called by the
1055 presiding officer and shall be called by the presiding officer at the
1056 request of a majority of the members of the entire committee.
1057 Unless the Board of Trustees otherwise provides, notice of
1058 meetings of each standing committee shall be given in such a
1059 manner and within such time as the standing committee
1060 determines.

1061 **Section 7.13. Religious Education Credentialing
1062 Committee.**

1063 The Religious Education Credentialing Committee shall consist of
1064 seven members as follows:

- 1065 (a) three members, none of whom is a parish minister,
1066 minister of religious education, community minister, a
1067 credentialed religious educator, or a director of religious
1068 education, appointed by the Board;
- 1069 (b) one member who is a parish minister or community
1070 minister, appointed by the Board;

- 1071 (c) one member who is a minister of religious education,
1072 appointed by the Board;
- 1073 (d) one member who is a credentialed religious educator-
1074 masters level, appointed by the Board; and
- 1075 (e) one member nominated by the Board of the Liberal
1076 Religious Educators Association and appointed by the
1077 Board of Trustees.

1078 The Committee shall have jurisdiction over religious education
1079 credentialing with the Association as provided in Article XII
1080 thereof. The Board of Trustees shall designate a person
1081 who is not a member of the committee to be its Executive
1082 Secretary and keep its records.

1083 **Section 7.14. Audit Committee.**

1084 The Audit Committee shall consist of five members as
1085 follows:

- 1086 a. three persons appointed by the Board, none of whom
1087 are members of the Board or hold a salaried position
1088 with the Association;
- 1089 b. the Financial Advisor; and
- 1090 c. a member of the Finance Committee, who shall be
1091 appointed by the Board.

1092 No member of the Audit Committee shall serve for more than
1093 four terms on the Audit Committee.

1094 The duties of the Audit Committee are set forth in Article X.

1095

1096 **ARTICLE VIII Officers of the Association**

1097 ***Section 8.1. Officers Enumerated.**

- 1098 (a) Elected Officers. The elected officers of the Association
1099 shall be a Moderator, a President, and a Financial Advisor.
- 1100 (b) Appointed Non-salaried Officers. The appointed non-
1101 salaried officers of the Association shall include one or more
1102 Vice Moderators, a Secretary, and a Recording Secretary
1103 and may include such other officers as the Board of
1104 Trustees may appoint.
- 1105 (c) Appointed Salaried Officers. The appointed salaried officers
1106 of the Association shall include a Treasurer, and may
1107 include one or more vice presidents, assistant treasurers,
1108 and such other officers as the Board of Trustees may
1109 determine.

1110 **Section C-8.2. Control by Board of Trustees.**

1111 All officers shall be subject to the direction and control of the
1112 Board
1113 of Trustees. All appointed officers shall be appointed by the
1114 Board
1115 of Trustees and shall serve at its pleasure.

1116 **Section 8.3. Term of Office.**

- 1117 (a) Elected Officers. The elected officers shall be elected at a
1118 regular General Assembly in an odd-numbered year and
1119 shall take office immediately after the close of such General
1120 Assembly.
- 1121 (1) President. The President shall serve for a term of four
1122 years and until his or her successor is elected and
1123 qualified. No President shall serve more than two
1124 successive terms; and any partial term of more than
1125 two years served by reason of appointment and/or
1126 election to office pursuant to subsection 8.7(a) below

1127 shall be considered a full term for purposes of this
1128 subsection.

1129 (2) Moderator and Financial Advisor. The Moderator and
1130 Financial Advisor shall each serve for a term of four
1131 years and until his or her successor is elected and
1132 qualified. No Moderator or Financial Advisor shall
1133 serve more than two successive full terms; and any
1134 partial term of more than two years served by reason
1135 of appointment and/or election to office pursuant to
1136 subsection 8.7(a) below shall be considered a full
1137 term for purposes of this subsection.

1138 (b) Appointed Non-salaried Officers. The appointed non-
1139 salaried officers shall serve for one or more terms of two
1140 years and until their successors are appointed and qualified.

1141 **Section 8.4. Qualification of Officers.**

1142 Each officer of the Association shall be a member of a member
1143 congregation. If an officer ceases to be a member of any member
1144 congregation, such officer shall be disqualified and the office
1145 declared vacant.

1146 **Section 8.5. Removal of Officers.**

1147 (a) Elected Officers. An elected officer may be removed by a
1148 three-fourths vote of the entire Board of Trustees at a
1149 meeting at which not less than three-fourths of the entire
1150 Board is present if in the opinion of the Board such officer is
1151 incapacitated or unable to carry out the duties of the office.
1152 The President may also be removed by such a vote of the
1153 Board if it determines that such removal is in the best
1154 interests of the Association.

1155 (b) Appointed Officers. An appointed officer may be removed
1156 by the Board of Trustees at any time.

1157 **Section 8.6. Resignation.**

1158 An officer may resign at any time by giving written notice to the
1159 Moderator, who shall immediately forward copies to the Board of
1160 Trustees. Any such resignation shall take effect at the time
1161 specified therein, or, if no time is specified, then upon delivery.

1162 **Section 8.7. Vacancies.**

1163 (a) Elected Officers. A vacancy created by the death,
1164 disqualification, resignation, or removal of an elected officer
1165 shall be filled by the Board of Trustees until the next regular
1166 General Assembly at which an election can be held. The
1167 vacancy shall then be filled by election for the balance of the
1168 unexpired term, if any.

1169 (b) Appointed Non-salaried Officers. A vacancy created by the
1170 death, disqualification, resignation, or removal of an
1171 appointed non-salaried officer may be filled by the Board of
1172 Trustees for the balance of the unexpired term.

1173 **Section 8.8. Moderator.**

1174 The Moderator shall preside at General Assemblies and meetings
1175 of the Board of Trustees and the Executive Committee. The
1176 Moderator shall represent the Association on special occasions
1177 and shall assist in promoting its welfare. The Moderator shall
1178 serve as Chief Governance Officer of the Association.

1179 **Section 8.9. President.**

1180 The President shall be the chief executive officer of the
1181 Association
1182 and shall be a member, ex-officio, without vote, of all standing
1183 committees of the Association, except the Nominating Committee
1184 and the Board of Review, and of all standing committees of the
1185 Board except the Ministerial Fellowship Committee and the
1186 Religious Education Credentialing Committee.

1187 **Section 8.10. Financial Advisor.**

1188 The duties of the Financial Advisor are set forth in Article X.

1189 ***Section 8.11. Executive Vice President.**

1190 In the event an Executive Vice President should be appointed, the
1191 Board of Trustees shall describe his or her duties.

1192 **Section 8.12. Vice Moderators.**

1193 The Vice Moderator or Moderators shall be elected from among the
1194 members of the Board of Trustees by its members. In the absence
1195 of the Moderator a Vice Moderator shall preside at meetings and
1196 perform the duties of the Moderator. A Vice Moderator shall
1197 perform such other duties as may be assigned by the Board. In
1198 the event that more than one Vice Moderator is elected, one of the
1199 Vice Moderators shall be designated First Vice Moderator.

1200 **Section 8.13. Vice Presidents.**

1201 Any Vice President appointed shall have such powers and shall
1202 perform such duties as may be assigned by the Board of Trustees
1203 or as assigned by the President in conformity with any provisions
1204 of the Board appointment.

1205 **Section 8.14. Secretary.**

1206 The Secretary shall be appointed from among the members of the
1207 Board of Trustees and shall perform all duties usually pertaining to
1208 the office, except those of a Clerk under Massachusetts law. The
1209 Secretary shall represent the Association on special occasions
1210 and
1211 shall assist in promoting the welfare of the Association.

1212 **Section 8.15. Treasurer.**

1213 The duties of the Treasurer are set forth in Article X.

1214 **Section 8.16. Recording Secretary.**

1215 The Recording Secretary shall at all times be a resident of the
1216 Commonwealth of Massachusetts and upon being appointed shall
1217 be sworn to the faithful performance of the duties of the office. If
1218 the Recording Secretary ceases to be a resident of the
1219 Commonwealth of Massachusetts, such person shall be
1220 disqualified and the office declared vacant. The Recording
1221 Secretary shall keep an accurate record of all meetings of the
1222 Association and the Board of Trustees, shall perform such other
1223 duties as may be assigned by the Board, and shall perform the
1224 duties of a Clerk under Massachusetts law.

1225 **Section 8.17. Other Appointed Officers.**

1226 The Board of Trustees may appoint such other officers as it
1227 deems
1228 necessary and shall fix their powers and duties.

1229 **Section 8.18. Compensation.**

1230 The Moderator, the Financial Advisor, and the appointed non-
1231 salaried officers shall not receive compensation for their services
1232 but shall be reimbursed as determined by the Board of Trustees
1233 for
1234 expenses reasonably incurred by them in the performance of their
1235 duties.

1236 **Section 8.19. Reports by Officers.**

1237 The Moderator, the President, the Financial Advisor, and the
1238 Treasurer shall each make an annual report to the member
1239 congregations and to each regular General Assembly.

1240 **ARTICLE IX Nominations and Elections**

1241 **Section 9.1. Elective Positions.**

1242 The elective positions of the Association include the elective
1243 positions at large and those trustee positions where the election
1244 occurs at the district level. The elective positions at large of the
1245 Association are those of the elected officers, those trustees not
1246 elected at the district level, and the elected members of the
1247 standing committees of the Association. No person shall hold
1248 more than one elective position at a time whether by election or
1249 appointment. Ex officio positions for the purposes of this Bylaw
1250 provision shall be deemed part of the elected position from which
1251 the ex officio position is derived.

1252 **Section 9.2. Nomination Procedures.**

1253 The nomination procedures set forth in these Bylaws and the
1254 Rules adopted hereunder are exclusive, and no person who is not
1255 nominated in accordance with such procedures can be elected to
1256 any elective position.

1257 **Section 9.3. Notice by Nominating Committee.**

1258 On or before August 1 of each even-numbered year, the
1259 Nominating Committee shall notify all certified member
1260 congregations in writing of the elective positions at large and
1261 vacancies to be filled at the next regular General Assembly.

1262 **Section 9.4. Nomination by Nominating Committee.**

1263 The Nominating Committee shall submit one or more nominations
1264 for each elective position at large to be filled, except Moderator
1265 and
1266 President, including those to fill any vacancies occurring prior to
1267 October 1 of the year before the election. Only one person from
1268 any one member congregation shall be thus nominated to serve on
1269 the Nominating Committee. The report of the Nominating
1270 Committee shall be filed with the Secretary of the Association and
1271 be mailed to all certified member congregations, associate member
1272 organizations, and trustees on or before December 10 of each
1273 even-numbered year.

1274 **Section 9.5. Nomination by Petition.**

1275 (a) For Moderator and President. A nomination for the office of
1276 Moderator or President, or to fill a vacancy in an unexpired
1277 term occurring prior to December 1 of the year before the
1278 election shall be by petition signed by no fewer than twenty-
1279 five certified member congregations, including no fewer than
1280 five certified member congregations located in each of no
1281 fewer than five different districts. A certified member
1282 congregation may authorize the signing of a petition only by
1283 vote of its governing board or by vote at a duly called
1284 meeting
1285 of its members. Such a petition shall be filed with the
1286 Secretary of the Association, only in such form as the
1287 Secretary may prescribe, not later than February 1 of the
1288 year of the election and not earlier than the preceding March
1289 1. If no valid and timely nomination is made by certified
1290 member congregations, the Board of Trustees shall
1291 nominate one or more candidates for the office.

1292 (b) For Other Elective Positions at Large. A nomination for any
1293 other elective position at large or to fill a vacancy in an
1294 unexpired term occurring prior to December 1 of the year
1295 before the election may be by petition signed by not less
1296 than fifty members of certified member congregations, with
1297 no more than ten signatures of members of any one
1298 congregation counted toward the required fifty. A separate
1299 petition, in form prescribed by the Secretary, shall be filed
1300 for
1301 each nomination not later than February 1 of the year of the
1302 election and not earlier than the preceding October 1.
1303 Nominations for youth trustee at large shall be so
1304 designated.

1305 **Section 9.6. Qualifications of Nominees.**

1306 Each person nominated for an elective position at large shall be a
1307 member of a member congregation. No person shall be nominated
1308 for more than one such elective position. If a person is nominated
1309 for more than one such elective position, the Secretary of the
1310 Association shall so notify such person in writing and such
1311 person
1312 shall have twenty days from the date of the notice to select one
1313 nomination which is acceptable. In the absence of a timely
1314 selection, all such nominations shall be void and the person shall
1315 be so notified in writing by the Secretary.

1316 **Section 9.7. Vacancy in Nominations.**

1317 If all persons nominated for an elective position at large die, decline
1318 to serve or are disqualified after the time has expired for making

1319 any further nominations, or if no valid and timely nomination is
1320 made, the position shall be filled after the final adjournment of the
1321 regular General Assembly at which the election would have been
1322 held in the same manner as if the position had been filled by
1323 election and had then become vacant.

1324 **Section 9.8. Supervision of Elections.**

1325 The Secretary shall supervise all elections for elective positions at
1326 large. The Secretary may appoint a committee of tellers to count
1327 ballots and perform other routine duties. The Secretary shall
1328 decide any question arising during such an election concerning:

- 1329 (a) the interpretation of any provision of these Bylaws or of
1330 Rules made hereunder relating to election procedures;
 - 1331 (b) any procedural problem relating to the election which is not
1332 covered by these Bylaws or by the Rules; or
 - 1333 (c) the interpretation of the intent of a voter in marking the ballot.
- 1334 The Secretary's decision shall be final. The Secretary shall remain
1335 neutral in the election and shall not engage in electioneering,
1336 except for advocacy of his or her own candidacy for offices for
1337 which he or she is nominated.

1338 **Section 9.9. Conduct of Elections at Large.**

- 1339 (a) Election by Ballot. Voting shall be by written ballot, except
1340 that if only one person has been validly nominated for each
1341 elective position at large the persons so nominated shall be
1342 declared elected and no ballots shall be required.
- 1343 (b) Persons Entitled to Vote. Ballots shall be cast only by
1344 accredited delegates from certified member congregations
1345 and certified associate member organizations to the regular
1346 General Assembly at which the election is held and by
1347 trustees. No person shall cast more than one ballot.
- 1348 (c) Absentee Voting. Those entitled to cast ballots in an election
1349 may cast their ballots by mail. Absentee ballots shall be
1350 mailed at least forty five days prior to the General Assembly
1351 at
1352 which the election is being held. An absentee ballot must be
1353 received by the Secretary not less than seven calendar days
1354 before the General Assembly in order to be counted.

1355 ***Section 9.10. Counting of Ballots.**

- 1356 (a) For President. If there are no more than two duly nominated
1357 candidates for President, the candidate receiving the greater
1358 number of votes is elected. If there are more than two duly
1359 nominated candidates for President, the ballot shall be
1360 designed to permit the designation of first, second, third, etc.
1361 choice. If no candidate receives a majority of the first-
1362 choice
1363 votes cast, the candidate receiving the lowest first choice
1364 vote shall be eliminated and the ballots cast for such
1365 candidate shall be redistributed in accordance with the
1366 second choice indicated thereon. This process shall be
1367 repeated until one candidate receives a majority of all votes
1368 cast or until only two candidates remain, at which time the
1369 one receiving the greater number of votes is elected.
- 1370 (b) For Other Elective Positions at Large. If there is one elective
1371 position at large to be filled, the candidate receiving the
1372 greatest number of votes is elected. If there is more than
1373 one such elective position of the same kind to be filled, the
1374 candidates respectively receiving the greatest number of
1375 votes are elected.

1376 **Section 9.11. Nominations and Elections of Trustees
1377 Representing Districts.**

- 1378 (a) District Bylaws. Each district shall in its bylaws set forth the
1379 method by which the certified member congregations of the
1380 Association within that district shall nominate and elect a
1381 trustee. Where two or more districts are required to share a
1382 single trustee, each such district shall adopt compatible
1383 bylaw provisions. In the absence of valid district bylaw
1384 provisions, the trustee representing that district or group of

1385 districts shall be elected in accordance with the Bylaws and
1386 Rules_of the Association.

1387 (b) Time of Election. The election of a district trustee, except an
1388 election to fill a vacancy pursuant to Section 6.8(b), shall be
1389 held not less than 45 nor more than 300 days before the
1390 regular General Assembly following which such trustee is to
1391 take office.

1392 (c) Method of Nominations. The district bylaws shall provide
1393 that nominations may be made by a specific number of
1394 certified member congregations.

1395 (d) Method of Election. If a district's bylaws do not include a
1396 provision for the election of the trustee representing that
1397 district or the group of districts of which that district is a
1398 part,
1399 the trustee for that district or the group of districts of which
1400 that district is a part shall be elected using one of the
1401 following methods:

1402 (1) at large within the district, with each member of a
1403 certified member congregation casting a ballot by mail;

1404 (2) by delegates at a district meeting at which each
1405 certified member congregation is entitled to the same
1406 number of voting delegates as specified in Section
1407 4.8(a) of these Bylaws, with absentee ballots by the
1408 delegates permitted;

1409 (3) by each certified member congregation, acting at a
1410 legal meeting of such congregation, casting that
1411 number of votes equal to the number of delegates
1412 specified in Section 4.8(a) of these Bylaws, allocated
1413 among the candidates as it shall determine;

1414 (4) by delegates at a district meeting at which each
1415 certified member congregation is entitled to the same
1416 number and kind of voting delegates as specified in
1417 Section 4.8(a) and (b) of these Bylaws with absentee
1418 ballots by the delegates permitted; or

1419 (5) by each certified member congregation, acting at a
1420 legal meeting of such congregation, casting that
1421 number of votes equal to the number of delegates
1422 specified in Section 4.8(a) of these Bylaws, with the
1423 votes of the congregation allocated among the
1424 candidates as it shall determine and by each minister
1425 and Director of Religious Education, who meets the
1426 criteria for delegate status set forth in Section 4.8(b)
1427 of these Bylaws, casting a vote.

1428 (e) Certification of Election. The secretary of the district or such
1429 other district officer as may be designated in the district
1430 bylaws shall certify the results of the election to the
1431 Secretary of the Association as soon as they are available.
1432 Such certificate shall be conclusive that the person so
1433 certified has been duly elected if the district has adopted
1434 bylaws conforming to the requirements of this section. A
1435 trustee elected to fill a vacancy shall take office immediately
1436 upon such certification.

1437 (f) Invalid Election. If the procedures for the nomination or
1438 election of a district trustee violate the provisions of these
1439 Bylaws, the election shall be invalid and a new election shall
1440 be held not more than twelve months after the invalid
1441 election.

1442 *Section 9.12. Rules for Nominations and Elections.

1443 Rules relating to nomination and election procedures shall be
1444 adopted by a General Assembly. Such rules shall be applicable to
1445 elections held after the close of the General Assembly at which
1446 they are adopted.

1447 **ARTICLE X Finance and Contracts**

1448 *Section 10.1. Annual Budget.

1449 The annual budget of the Association shall be adopted and may
1450 subsequently be amended by the Board of Trustees. A budget or
1451 budgets for the coming year or years shall be presented to each
1452 regular General Assembly for its consideration and such
1453 recommendation of financial priorities as the General Assembly
1454 may wish to make.

1455 Section 10.2. Duties of Finance Committee.

1456 The Finance Committee shall submit proposed annual budgets for
1457 the Association to the Board of Trustees and make
1458 recommendations to the Board with respect to major financial
1459 policies of the Association other than those pertaining to
1460 investments. It shall review the use made of specific funds held
1461 by
1462 the Association and shall also recommend long-range financial
1463 plans.

1464 Section 10.3. Duties of Financial Advisor.

1465 The Financial Advisor shall advise the President and the Board of
1466 Trustees on financial policy and shall assist the Board in long-
1467 range planning by reviewing the sources of funds, the application
1468 of funds designated for specific purposes, the balance between
1469 foreseeable income and proposed expenditures, and the overall
1470 financial welfare of the Association. From time to time the
1471 Financial Advisor shall report to the President and the Board
1472 findings and recommendations respecting the current financial
1473 affairs of the Association and long-range planning.

1474 Section 10.4 Duties of Treasurer and Assistant 1475 Treasurers.

1476 The Treasurer shall have custody of the corporate seal and the
1477 funds and other properties of the Association and shall have the
1478 usual duties of the Treasurer of a corporation. The Treasurer or
1479 the Board of Trustees may from time to time delegate or assign to
1480 each Assistant Treasurer specified duties and authority; and any
1481 person, firm, organization or corporation dealing with the
1482 Association may assume that any act performed by an Assistant
1483 Treasurer, including the execution, sealing and delivery of any
1484 document, has been performed pursuant to an effective delegation
1485 or assignment of authority as aforesaid, and the Association shall
1486 be bound accordingly.

1487 Section C-10.5. Raising of Funds.

1488 The Association shall raise capital and operating funds to carry
1489 out
1490 its purposes. It may also raise capital and operating funds for
1491 associate member organizations and independent affiliate
1492 organizations.

1493 Section C-10.6. Funds Held for Others.

1494 With the approval of the Board of Trustees, the Association may
1495 hold for investment and distribution funds belonging to or given for
1496 the benefit of a member congregation, associate member
1497 organization, independent affiliate organization, or other
1498 organizations. Such funds may be invested in the General
1499 Investment Fund of the Association unless they are subject to
1500 specific restrictions which require some other form of investment.

1501 Section C-10.7. Responsibility for Investments.

1502 (a) Board of Trustees. The Board of Trustees shall have
1503 ultimate responsibility for investing the funds belonging to or
1504 held by the Association.

1505 (b) Investment Committee. The Investment Committee shall
1506 supervise the investments of the Association subject to
1507 control by the Board of Trustees.

1508 *Section 10.8. Contracts and Securities.

1509 The President, Secretary, Recording Secretary, Treasurer, and
1510 Assistant Treasurer may sign and attest deeds, mortgages,

1511 contracts, and other documents to which the Association is a
1512 party.

1513 **Section C-10.9. Pension System.**

1514 The Association shall establish and maintain a pension system for
1515 ministers in full fellowship with the Association.

1516 **Section 10.10. Fiscal Year.**

1517 The fiscal year of the Association shall be from July 1 to June 30.

1518 **Section C-10.11. Corporate Seal.**

1519 The seal of the Association shall be in such form as the Board of
1520 Trustees shall approve.

1521 **Section 10.12. Indemnification of Trustees, Officers,
1522 Employees, and Volunteers.**

1523 The Association, to the extent legally permissible, shall indemnify
1524 any trustee, officer, employee of the Association or volunteer
1525 elected by a General Assembly or appointed by the Board of
1526 Trustees of the Association to serve the Association, or persons
1527 formerly holding such positions, against all liabilities and expenses
1528 (including court costs, attorney's fees, and the amount of any
1529 judgment or reasonable settlement, fines and penalties) actually
1530 and necessarily incurred by any such person, subsequent to the
1531 adoption hereof, in connection with the defense of any claim
1532 asserted or threatened to be asserted against any such person,
1533 or

1534 any action, suit or proceeding in which any such person may be
1535 involved as a party, by reason of being or having been such
1536 trustee, officer, employee or volunteer or by reason of any action
1537 alleged to have been taken or omitted by any such person as such
1538 trustee, officer, employee or volunteer, except with respect to any
1539 matter as to which he or she shall have been adjudicated in any
1540 proceeding not to have acted in good faith in the reasonable belief
1541 that his or her action was in the best interests of the Association
1542 provided, however, that as to any matter disposed of by a
1543 compromise payment by such person, pursuant to a consent
1544 decree or otherwise, no indemnification either for said payment or
1545 for any other expenses shall be provided unless such compromise
1546 and indemnification therefore shall be approved:

1547 (a) by a majority vote of a quorum consisting of disinterested
1548 trustees;

1549 (b) if such quorum cannot be obtained, then by a majority vote
1550 of
1551 a committee of the Board of Trustees consisting of all the
1552 disinterested trustees;

1553 (c) if there are not two or more disinterested trustees in office,
1554 then by a majority of the trustees then in office, provided they
1555 have obtained a written finding by independent legal counsel
1556 appointed by a majority of the trustees to the effect that,
1557 based upon a reasonable investigation of the relevant facts
1558 as described such opinion, the person to be indemnified
1559 appears to have acted in good faith and in the reasonable
1560 belief that his or her action was in the best interests of the
1561 Association;

1563 (d) if not resolved by (a), (b) or (c), above, by a court of
1564 competent jurisdiction.

1565 If authorized in the same manner specified above for compromise
1566 payments, expenses, including attorney's fees actually and
1567 necessarily incurred by any such person in connection with the
1568 defense or disposition of any such action, suit or other proceeding
1569 may be paid from time to time by the Association in advance of the
1570 final disposition thereof upon receipt of (a) an affidavit of such
1571 individual of his or her good faith belief that he or she has met the
1572 standard of conduct necessary for indemnification under this
1573 Section and (b) an undertaking by such individual to repay the
1574 amount so paid to the Association if such person shall be
1575 adjudicated to be not entitled to indemnification under this Section,
1576 which undertaking may be accepted without reference to the

1577 financial ability of such person to make repayment. The right of
1578 indemnification herein provided shall inure to the benefit of the
1579 heirs, executors and administrators of each such trustee, [or]
1580 officer, employee or volunteer and shall not be deemed exclusive
1581 of

1582 any other rights to which any such person may be entitled under
1583 any statute, bylaw, agreement, vote of members or otherwise or
1584 to

1585 which any such person might have been entitled were it not for
1586 this

1587 provision. As used in this Section, an "interested" trustee or
1588 officer

1589 is one against whom in such capacity the proceeding in question,
1590 or other proceeding on the same or similar grounds, is then
1591 pending.

1592

1593 **Section 10.13. Duties of the Audit Committee.**

1594 The Audit Committee shall oversee the annual audit of the financial
1595 statements of the Association by an independent certified public
1596 accounting firm and monitor the establishment and implementation
1597 of accounting policies and internal controls. Specific duties of the
1598 Audit Committee shall be set forth in a charter adopted by the
1599 Board which may be amended by the Board from time to time.

1600

ARTICLE XI Ministry

1601 **Section C-11.1. Ministerial Fellowship.**

1602 Each member congregation has the exclusive right to call and
1603 ordain its own minister or ministers, but the Association has the
1604 exclusive right to admit ministers to ministerial fellowship with the
1605 Association. Fellowship may be for the purposes of parish,
1606 religious education and/or community ministry as determined by
1607 action of the Ministerial Fellowship Committee.

1608 No minister shall be required to subscribe to any particular creed,
1609 belief, or interpretation of religion in order to obtain and hold
1610 fellowship.

1611 ***Section 11.2. Ministerial Fellowship Committee.**

1612 The Ministerial Fellowship Committee shall have exclusive
1613 jurisdiction over ministerial fellowship except as otherwise
1614 provided

1615 in these bylaws. It shall make rules governing ministerial
1616 fellowship, subject
1617 to the approval of the Board of Trustees.

1618 **Section 11.3. Admission to Fellowship.**

1619 A minister may be admitted to fellowship by the Ministerial
1620 Fellowship Committee, upon complying with the requirements of
1621 these Bylaws and the rules, policies, procedures and requests of
1622 the Committee. A minister who is admitted to fellowship shall be
1623 admitted to preliminary
1624 fellowship for a period of at least three years, be evaluated in
1625 ministry, and may thereafter be admitted to final fellowship.

1626 **Section 11.4. Fellowship Records.**

1627 The Executive Secretary of the Ministerial Fellowship Committee
1628 shall maintain up-to-date records of all ministers in fellowship with
1629 the Association. These records shall be available only to members
1630 of the committee, persons designated by the Committee, and, in
1631 cases of appeals, the Board of Review.

1632 **Section 11.5. Termination of Fellowship and
1633 Administrative Suspension.**

1634 The fellowship of a minister may be terminated by the Ministerial
1635 Fellowship Committee for unbecoming conduct, incompetence or
1636 other specified cause. Final fellowship may be terminated only

1637 after notice by the Committee and opportunity for a Fellowship
1638 Review before the Committee.—During an investigation or the
1639 pending of a complaint, the Ministerial Fellowship Committee may
1640 suspend a minister until a final determination can be made on the
1641 minister's fellowship status.

1642 **Section 11.6. Reinstatement to Fellowship.**

1643 The Ministerial Fellowship Committee may reinstate in or readmit to
1644 fellowship a minister who has previously resigned from fellowship
1645 or whose fellowship has been suspended or terminated.

1646 **Section 11.7. Appeal.**

1647 A minister in final ministerial fellowship whose fellowship is
1648 terminated may appeal the determination of the Ministerial
1649 Fellowship Committee to the Board of Review. The Board of
1650 Review shall have exclusive jurisdiction to hear and decide such
1651 appeals. No other appeal shall be allowed from any decision of
1652 the Ministerial Fellowship Committee.

1653 **Section 11.8. Procedure on Appeal.**

1654 An appeal to the Board of Review may be heard by a panel of the
1655 Board selected as provided in its rules. The Board of Review or
1656 its panel hearing an appeal shall limit its review to an examination
1657 of the Ministerial Fellowship Committee's decision, and the
1658 information presented to the Committee, including the documents
1659 and other evidence compiled during the Fellowship Review, and
1660 the reasons articulated by the Ministerial Fellowship Committee for
1661 its decision terminating the minister's fellowship. If the minister
1662 requests consideration of newly discovered evidence, not
1663 previously presented to the Ministerial Fellowship Committee, then
1664 the matter shall be returned to the Ministerial Fellowship Committee
1665 for consideration of that evidence before the Board proceeds with
1666 the appeal. These Bylaws and the rules of the Ministerial
1667 Fellowship Committee shall be binding upon the Board of Review
1668 or its panel. The Ministerial Fellowship Committee's determination
1669 of fact and/or credibility will not be overturned unless no
1670 reasonable fact finder could have reached such determination,
1671 and disputes of fact are to be resolved in favor of the Ministerial
1672 Fellowship Committee's determination. The Board of Review or its
1673 panel may set aside the decision of the Ministerial Fellowship
1674 Committee only where necessary to correct or prevent manifest
1675 injustice. The Board of Review or its panel may remand the case
1676 in whole or in part to the Committee or take such other action as
1677 may be just. The Board of Review or its panel shall set forth its
1678 finding and conclusions and will serve upon the affected minister
1679 and the Ministerial Fellowship Committee. The decision shall be
1680 entered in the fellowship records and shall be final and binding
1681 upon all parties. No appeal shall be allowed from the decision of
1682 the Board of Review. The Board of Review shall make rules to
1683 carry out the intent of this section.

1684 **ARTICLE XII Religious Education Credentialing**

1685 **Section 12.1. Religious Education Credentialing.**

1686 Each member congregation has the exclusive right to employ its
1687 own religious educator, but the Association has the exclusive right
1688 to confer on religious educators a religious education credentialing
1689 status with the Association. No religious educator shall be
1690 required to subscribe to any particular creed, belief, or

1691 interpretation of religion in order to obtain and hold religious
1692 education credentialing status.

1693 **Section 12.2. Religious Education Credentialing**
1694 **Committee.**

1695 The Religious Education Credentialing Committee shall have
1696 exclusive jurisdiction over religious education credentialing except
1697 as otherwise provided herein. It shall make rules governing
1698 religious education credentialing, subject to the approval of the
1699 Board of Trustees.

1700 **Section 12.3. Achievement of Religious Education**
1701 **Credentialing Status.**

1702 A religious educator may achieve a religious education
1703 credentialing status by action of the Religious Education
1704 Credentialing Committee, upon complying with the requirements of
1705 these Bylaws and the rules of the committee.

1706 **Section 12.4. Religious Education Credentialing Levels.**

1707 The Religious Education Credentialing Committee shall adopt rules
1708 related to levels of religious education credentialing as follows:
1709 religious education credentialing includes credentialed religious
1710 educator-associate level status, credentialed religious educator
1711 status, and credentialed religious educator-masters level status as
1712 determined by action of the Religious Education Credentialing
1713 Committee.

1714 **Section 12.5. Religious Education Credentialing Records.**

1715 The Executive Secretary of the Religious Education Credentialing
1716 Committee shall maintain up-to-date records of all religious
1717 educators who have achieved a status as a religious educator as
1718 described in Section 12.4 of these bylaws. Such records shall be
1719 available only to members of the committee, persons designated
1720 by the Committee, and, in cases of appeals, the Board of Review.

1721 **Section 12.6. Suspension or Termination of Religious**
1722 **Education Credentialing Status.**

1723 The religious education credentialing status of a religious educator
1724 may be suspended or terminated by the Religious Education
1725 Credentialing Committee for unbecoming conduct or other specified
1726 cause. Credentialing status may be suspended or terminated
1727 only after notice and opportunity for a hearing before the
1728 Committee at which the religious educator shall have the right to be
1729 represented by counsel, to introduce evidence, to have any
1730 relevant and material evidence in the possession of the
1731 Association produced, and to cross-examine and rebut adverse
1732 evidence.

1733 **Section 12.7. Reinstatement of Religious Education**
1734 **Credentialing Status.**

1735 The Religious Education Credentialing Committee may reinstate in
1736 or readmit to religious education credentialing status a religious
1737 educator who has previously resigned from religious education
1738 credentialing status or whose religious education credentialing
1739 status has lapsed, been suspended or terminated.

1740 **Section 12.8. Appeal.**

1741 A religious educator with a religious education credentialing status
1742 whose status is terminated may appeal the determination of the
1743 Religious Education Credentialing Committee to the Board of
1744 Review. The Board of Review shall have exclusive jurisdiction to
1745 hear and decide such appeals. No other appeal shall be allowed
1746 from any decision of the Religious Education Credentialing
1747 Committee.

1748 **Section 12.9. Procedure on Appeal.**

1749 An appeal to the Board of Review shall be heard by a panel of the
1750 Board selected as provided in its rules. The panel hearing an
1751 appeal shall not try the case de novo but shall only review the
1752 record made before the Religious Education Credentialing
1753 Committee, except that the Board of Review by rules may permit

1754 the introduction of newly discovered evidence. These Bylaws and
1755 the rules of the Religious Education Credentialing Committee shall
1756 be binding upon the panel. The panel shall uphold the decision of
1757 the Religious Education Credentialing Committee if it can be
1758 sustained by a reasonable view of the record. The panel may set
1759 aside the decision of the Religious Education Credentialing
1760 Committee only where necessary to correct or prevent manifest
1761 injustice. The panel may remand the case in whole or part to the
1762 Religious Education Credentialing Committee or take such other
1763 action as may be just. The decision of the panel, which shall be
1764 the decision of the Board, shall set forth its finding and
1765 conclusions and shall be served upon the affected religious
1766 educator and the Religious Education Credentialing Committee. The
1767 decision shall be entered in the religious education credentialing
1768 records and shall be final and binding upon all parties. No appeal
1769 shall be allowed from the decision of the Board of Review. The
1770 Board of Review shall make rules to carry out the intent of this
1771 section, subject to the approval of the Board of Trustees.

1772 **ARTICLE XIII Regional Organizations**

1773 **Section C-13.1. Districts.**

1774 The Association shall support areas of regional responsibility
1775 known as districts.

1776 ***Section C-13.2. Establishment.**

1777 The establishment of districts and the manner of determining
1778 which congregations are included in each district shall be in
1779 accordance with rules adopted by the General Assembly

1780 **Section 13.3. Members.**

1781 All member congregations of the Association located within the
1782 district shall be entitled to be member congregations of that district.

1783 **Section C-13.4. Autonomy.**

1784 Each district shall be autonomous and shall be controlled by its
1785 own member congregations to the extent consistent with the
1786 promotion of the welfare and interests of the Association as a
1787 whole and of its member congregations.

1788 **Section 13.5. District Bylaws.**

1789 Each district shall adopt bylaws which are not in conflict with
1790 these
1791 Bylaws.

1792 **ARTICLE XIV Rules**

1793 **Section 14.1. Adoption and Amendment of Rules by 1794 General Assemblies.**

1795 A General Assembly may adopt Rules not inconsistent with these
1796 Bylaws. Adoption or amendment of Rules by a General Assembly
1797 shall be by two-thirds vote. Each Rule adopted by a General
1798 Assembly shall be identified by a "G" preceding its Rule number.
1799 A General Assembly may amend or repeal Rules adopted by prior
1800 General Assemblies or by the Board of Trustees, if the proposed
1801 Rules or amendments have been placed on the agenda. Rules
1802 and amendments thereto shall be submitted for inclusion on the
1803 agenda in the same manner as other resolutions. The provisions
1804 of this Section 14.1 do not apply to the Rules of Procedure
1805 contemplated by Section 4.19.

1806 **Section 14.2. Adoption and Amendment of Rules by the 1807 Board of Trustees.**

1808 The Board of Trustees may adopt Rules not inconsistent with
1809 these Bylaws and with Rules adopted by General Assemblies and
1810 may amend or repeal its Rules.

1811 **Section 14.3. Rules of Order.**

1812 The Rules contained in the current edition of *Robert's Rules of*
1813 *Order Newly Revised* shall govern the Association in all cases to
1814 which they are applicable and in which they are not inconsistent
1815 with these Bylaws and any Rules that may be adopted hereunder.

ARTICLE XV Amendment

1816

1817 **Section C-15.1. Amendment of Bylaws.**

1818 (a) These Bylaws may be amended by a two-thirds vote at a
1819 regular General Assembly if a proposed amendment has
1820 been placed on the agenda; provided, however, that
1821 proposals to amend or repeal a section of these Bylaws
1822 whose section number is preceded by a "C" (hereinafter a
1823 "C Bylaw"), or to add a new such section, shall be governed
1824 by subsections (b) or (c) hereof.

1825 (b) (1) A proposal to amend, repeal or add a new C Bylaw,
1826 other than those C Bylaws in Article II of these Bylaws,
1827 shall be subject to a two-step approval process. Such
1828 proposals must be placed on the agenda of a regular
1829 General Assembly and approved preliminarily by a
1830 majority vote at such regular General Assembly.
1831 Following such preliminary approval, the proposal to
1832 amend, repeal or add a new C Bylaw shall be placed on
1833 the agenda of the next regular General Assembly for
1834 final adoption. Final adoption shall require a two-thirds
1835 vote.

1836 (2) The text of a proposed amendment to a C Bylaw, other
1837 than those bylaws in Article II, which has been
1838 approved
1839 by one General Assembly, may be amended at any time
1840 prior to final adoption. If the Moderator rules that the
1841 amendment to the proposal is substantive, final adoption
1842 shall only be by a subsequent General Assembly. Any
1843 such proposal that has been under consideration for
1844 final approval at three successive regular General
1845 Assemblies shall not be subject to substantive
1846 amendment at the third such regular General Assembly.

1847 (3) A proposal to amend a C Bylaw, other than those
1848 Bylaws in Article II, which on any vote for final adoption
1849 receives a majority but not a two-thirds vote, shall be
1850 placed on the agenda of the next regular General
1851 Assembly, at which it may be finally adopted if it
1852 receives the requisite approval. If the proposal is not
1853 passed by a two-thirds vote at the third regular General
1854 Assembly at which it is considered for final approval,
1855 neither the proposal nor another proposal that is
1856 substantively similar shall be placed on the agenda of a
1857 General Assembly for two years.

1858 (c) (1) A proposal to amend, repeal or add a new C Bylaw in
1859 Article II of these Bylaws shall be admitted to the agenda
1860 of a regular General Assembly for the sole purpose of
1861 determining whether the proposal shall be referred to a
1862 commission appointed by the Board of Trustees for
1863 review and study. Such a review shall involve member
1864 congregations. A majority vote at a regular General
1865 Assembly shall be required to refer such a proposal to
1866 the study commission. Once the review and study of
1867 the proposal is complete, which shall be completed in no
1868 more than three years, the study commission shall
1869 submit to the Planning Committee for inclusion on the
1870 agenda of the next regular General Assembly following
1871 completion of the review and study process the
1872 proposal
1873 in the form originally presented to the regular General
1874 Assembly and any amendments to the proposal that the
1875 study commission recommends as a result of the review
1876 and study process. All proposals regarding Article II of
1877 the Bylaws that are placed on the agenda after review
1878 and study (including amendments to such proposals
1879 recommended by the study commission) shall require a
1880 two-thirds vote for adoption. If the proposal does not
1881 receive the requisite approval at the General Assembly
1882 following the completion of the review and study
1883 process, neither the proposal nor another proposal that

1884 is substantively similar shall be placed on the agenda of
1885 a General Assembly for two years.

1886 (2) A motion to dispense with the review and study process
1887 with respect to a proposal to amend Article II shall be in
1888 order at the General Assembly at which the review and
1889 study process is authorized. A motion to dispense with
1890 the review and study process shall require a four-fifths
1891 vote for passage.

1892 (3) After completion of the review and study process,
1893 proposals regarding Article II of the Bylaws shall not be
1894 subject to substantive amendment. The Moderator shall
1895 determine whether an amendment to such a proposal is
1896 substantive.

1897 (4) If no review and study process of Article II has occurred
1898 for a period of fifteen years, the Board of Trustees shall
1899 appoint a commission to review and study Article II and
1900 to recommend appropriate revisions, if any, thereto to
1901 the Board of Trustees. The Board of Trustees shall
1902 review the recommendations of the study commission
1903 and, in its discretion, may submit the recommendations
1904 of the study commission to the Planning Committee for
1905 inclusion on the agenda of the next regular General
1906 Assembly. Notwithstanding anything to the contrary
1907 contained herein, proposals to amend Article II which
1908 are promulgated by a study commission in accordance
1909 with this paragraph shall be subject to a two-step
1910 approval process. Such proposals must be approved
1911 preliminarily by a majority vote at a regular General
1912 Assembly. Following such preliminary approval, the
1913 proposal shall be placed on the agenda of the next
1914 regular General Assembly for final adoption. Final
1915 adoption shall require a two-thirds vote.

1916 ***Section 15.2. Submission of Proposed Amendment.**

1917 Proposed amendments to these Bylaws may be submitted only by:

1918 (a) the Board of Trustees;

1919 (b) the General Assembly Planning Committee;

1920 (c) the Commission on Appraisal

1921 (d) not less than fifteen certified member congregations by
1922 action of their governing boards or their congregations; such
1923 proposed amendments to Bylaws must be received by the
1924 Planning Committee on February 1 whenever the regular
1925 General Assembly opens in June; otherwise, not less than
1926 110 days before the General Assembly; or

1927 (e) a district by official action at a duly called district meeting at
1928 which a quorum is present, such proposed amendment to be
1929 received by the Planning Committee on February 1
1930 whenever

1931 the regular General Assembly opens in June; otherwise, not
1932 less than 110 days before the next General Assembly.

1933 **RULES* of the**
1934 **UNITARIAN UNIVERSALIST ASSOCIATION**

1935 *Rules whose section number is preceded by a "G" are those
1936 adopted by a General Assembly and may be amended or repealed
1937 only by a General Assembly, as provided in Section 14.1 of the
1938 Bylaws.

1939 **RULE I Name**

1940 No existing rules applicable to Article I.

1941 **RULE II Principles and Purposes**

1942 **Rule G-2.1. Democratic Process.**

1943 Because the Association is committed to the use of the democratic
1944 process, because its governing institutions are accountable to our

1945 congregations, because accessibility is critical to countering
1946 systemic and institutional oppression and because openness and
1947 trust are characteristics of a healthy religious community, the UUA
1948 Board shall establish policies to allow for the maximum
1949 transparency of its proceedings and of the proceedings of all UUA
1950 committees, commissions and task forces, consistent with their
1951 effective functioning. These policies shall include:

1952 (a) providing advance notice of dates and locations of
1953 regular business meetings, and making agendas, reports
1954 and minutes available promptly;

1955 (b) providing avenues for comment on issues on the
1956 meetings' agendas;

1957 (c) accommodating observers at regular business meetings,
1958 with the exception of executive sessions.

1959

1960 Implementing this rule shall be the responsibility of the Board of
1961 Trustees. The Board shall designate a specific person or
1962 committee to whom comments about adherence to this rule may be
1963 addressed. The Board shall report to the General Assembly
1964 annually for the next three years on its implementation.

1965 **RULE III Membership**

1966 **Section C-3.3. Admission to Membership.**

1967 **Rule 3.3.1. New Congregations.**

1968 It is the policy of the Unitarian Universalist Association to
1969 encourage and assist the development of new congregations as
1970 well as to support and aid existing member congregations as
1971 stated in the purposes of the Association.

1972 **Rule 3.3.2. Procedure for Admission.**

1973 A church or fellowship may become a member of the Association
1974 upon approval by the Board of Trustees of the Association of a
1975 written application for membership.

1976 The application shall include:

1977 (a) a statement that the applicant subscribes to the principles of
1978 the Association and pledges itself to support the
1979 Association;

1980 (b) a copy of the articles of incorporation or other organizing
1981 documents and the bylaws of the applicant;

1982 (c) the names and addresses of the charter members sufficient
1983 in number to satisfy the minimum membership requirements;
1984 and

1985 (d) an initial payment in an amount of no less than the Fair Share
1986 contribution to the Association's Annual Program Fund, pro-
1987 rated for the portion of the Association's fiscal year
1988 remaining as of the date of application.

1989 **Rule 3.3.3. Membership Requirements for Admission.**

1990 A new congregation, to be recognized as a member of the
1991 Association, must have thirty (30) of its adult members be
1992 members solely of the new congregation.

1993 **Rule 3.3.4. Multiple Local Congregations.**

1994 In many communities the liberal religious movement may be better
1995 served by the establishment of two or more member
1996 congregations.

1997 (a) It is ordinarily desirable that a new congregation should have
1998 the active support and sponsorship of any member
1999 congregation or congregations located in the same
2000 geographic area.

2001 (b) The Association will neither initiate nor recognize such a
2002 new
2003 congregation until after the Association has consulted by
2004 mail or by interview with any member congregation or
2005 congregations located in the same geographic area. Such
2006 consultation shall include a request for letters from the
2007 presiding officer of the congregation's governing board and

2008 minister of such congregation(s) stating judgment regarding
2009 the establishment and/or recognition of the new
2010 congregation. The Association may proceed to assist in
2011 organizing or recognizing the new congregation despite
2012 local
2013 protest or objection if the Association believes that such
2014 action is in the best interests of the entire movement and that
2015 it will strengthen the total Unitarian Universalist position in
2016 the community.

2017 **Rule 3.3.5. Rules and Regulations for New**
2018 **Congregations.**

2019 It is essential that Unitarian Universalist congregations be
2020 affirmative in spirit, inclusive in fellowship, and mutually supportive
2021 in their relationships with other congregations. The following
2022 statements represent the Association's best judgment as to the
2023 meaning of this general statement and shall be used by staff and
2024 the Board in determining action upon applications for membership.

2025 (a) In receiving the application of a new congregation for
2026 membership in the Association, the Congregational Services
2027 staff shall satisfy itself that the group is making its
2028 application in good faith and that it will make a sincere effort
2029 to carry out the purposes of the Association. (See
2030 specifically Article II of
2031 the Bylaws.)

2032 (b) The Association interprets its statements of purpose to
2033 mean that no congregation may be accepted into
2034 membership if its bylaws exclude from its local membership
2035 any person because of race, ethnicity, gender, disability,
2036 affectional or sexual orientation, language, citizenship
2037 status, economic status, or national origin.

2038 (c) All member congregations must be congregational in polity;
2039 the final authority to make decisions must be vested in the
2040 legal membership of the congregation.

2041 (d) Member congregations shall project and embark upon a
2042 balanced program of religious activity including adult
2043 worship
2044 and/or discussion and when feasible establishment of a
2045 church school in the Unitarian Universalist tradition.

2046 (e) New congregations are expected to establish and maintain
2047 cooperative relations with Unitarian Universalist agencies,
2048 as
2049 appropriate and feasible.

2050 (f) A congregation should be incorporated when possible
2051 under the laws of the state in which it exists. A
2052 congregation shall include in its articles of incorporation or
2053 other organizing documents a clause providing that the
2054 assets of the congregation will be transferred upon
2055 dissolution to the Association. Notwithstanding the
2056 foregoing, if a congregation obtains the prior written consent
2057 of the Association's Board of Trustees, the congregation
2058 may name an organization that is affiliated with the
2059 Association (such as a district, camp, conference center or
2060 other congregation) as the recipient of the congregation's
2061 assets upon dissolution.

2062 **Rule 3.3.6. Order of Administrative Procedure.**

2063 The order of administrative procedure:

2064 (a) Application for church or fellowship membership in the
2065 Association will first be referred to the Congregational
2066 Services staff.

2067 (b) The Congregational Services staff will seek information and
2068 advice with respect to all applications as follows:

2069 U.S. Congregations - District President
2070 Other Congregations – Executive Officer of
2071 appropriate
2072 Unitarian or Universalist or Unitarian Universalist
2073 international group, if any.

2074 (c) The Congregational Services staff will make its
2075 recommendation to the President of the Association, and the
2076 President shall then make recommendations to the Board of
2077 Trustees of the UUA for its final action.

2078 **Section C-3.5. Certification of Membership.**

2079 **Rule 3.5.1. Required Annual Report.**

2080 In each fiscal year of the Association (July 1 to June 30), each
2081 member congregation shall file with the Secretary of the
2082 Association an Annual Report on the form and in the manner
2083 provided by the Association. The Annual Report shall include a
2084 certification by a minister or principal officer of the member
2085 congregation stating (a) whether or not the member congregation
2086 complied with the conditions set forth in Section G3.5 of the
2087 Bylaws during the Association's prior fiscal year and (b) that the
2088 information provided to the Association in the Annual Report is true
2089 and correct to the best of the minister's or principal officer's
2090 knowledge.

2091 For purposes of determining compliance with Section C-3.5 of the
2092 Bylaws, a member congregation shall be deemed to have
2093 conducted 'regular religious services' if it has held at least 10
2094 services during the fiscal year.

2095 A member congregation's Annual Report for a particular fiscal
2096 year and, if submitted separately, the related certification must be
2097 received by the Association on or before February 1 following the
2098 close of that fiscal year whenever the regular General Assembly
2099 opens in June and otherwise on or before the close of business
2100 on the last business day which is at least 110 days before the
2101 date of the General Assembly next following the close of that
2102 fiscal year. If a member congregation's related certification is not
2103 received by the applicable deadline, it will still be deemed timely
2104 filed if the member congregation submits to the Association proof
2105 that it was mailed in accordance with the provisions of Rule G-
2106 13.4.2. Such proof may be in the form of a stamped or validated
2107 receipt for Registered or Certified Mail or a sworn statement
2108 attesting to the proper submission of the certification signed by the
2109 person responsible for its mailing.

2110 **Rule 3.5.2. Inactive Congregations**

2111 In September of each year the Congregational Services Director
2112 shall initiate the process of contacting congregations in the
2113 inactive category to determine their status.

2114 This process includes:

2115 (a) requesting a list of congregations that have failed to submit
2116 an annual report for three consecutive fiscal years

2117 (b) forwarding this list to the UUA's District Staff with copies to
2118 District Presidents and District Trustees for their information

2119 (c) upon receipt of the annual inactive congregations list and
2120 pursuant to the UUA's by-laws section G3.6, the UUA's
2121 District staff shall follow up with any congregation in their
2122 district

2123 (d) after follow up the District staff shall make a
2124 recommendation
2125 about each congregation's status to the UUA Board for
2126 action at its April meeting.

2127 **Section C-3.7. Associate Member Organizations.**

2128 **Rule 3.7.1. Limitation of Associate Membership.**

2129 It shall be the policy of the Board of Trustees to limit admissions to
2130 associate membership to major continent-wide organizations.

2131 **Rule 3.7.2. Non-Segregation.**

2132 Each associate member organization shall in all aspects of its
2133 work
2134 refrain from the practice of segregation based on race, ethnicity,
2135 gender, disability, affectional or sexual orientation, language,
2136 citizenship status, economic status, or national origin. This
2137 rule is not intended to preclude associate member
2138 organizations designed to benefit groups organized

2139 to ensure their fuller participation in the larger society and to fulfill
2140 their unique spiritual needs.

2141 **Rule 3.7.3. Application for Associate Membership.**

2142 Each applicant for membership shall submit with its application:

- 2143 (a) an attested copy of its charter and, unless it is included in
2144 the charter, an attested copy of its purposes, objectives,
2145 and
2146 bylaws;
- 2147 (b) the approximate number of members in the organization;
- 2148 (c) a list of principal officers with their personal mail addresses
2149 and the principal mail address of the organization;
- 2150 (d) a financial statement showing income and expenses for the
2151 latest fiscal year preceding the date of filing and showing
2152 assets, liabilities and net worth as of the end of such fiscal
2153 year;
- 2154 (e) the dates upon which its governing board met during the
2155 twelve months immediately preceding the date of filing;
- 2156 (f) any yearly reports of its governing body and its principal
2157 officers sent to members during the twelve months
2158 immediately preceding the date of filing;
- 2159 (g) evidence that it enjoys tax exempt status:
 - 2160 (1) under Section 501(c)(3) of the U.S. Internal Revenue
2161 Code of 1954;
 - 2162 (2) as a registered charity as provided for in the Income
2163 Tax Act (Canada); or
 - 2164 (3) under the laws of the country governing the
2165 applicant's
2166 tax status;
- 2167 (h) if the applicant does not enjoy tax exempt status, the reason
2168 or reasons it does not;
- 2169 (i) a statement outlining the intended use of associate
2170 membership, if granted, and the goals and objectives of the
2171 organization that will be served by such use;
- 2172 (j) a statement outlining what advantage it is believed there
2173 would be to the Association and to the furtherance of
2174 the
2175 principles of the Association outlined in Bylaw Section
2176 C-
2177 2.2; and
- 2178 (k) any other information which the Board of Trustees of the
2179 Association shall require.
- 2180 (l) The contribution contemplated by Rule 3.7.10.

2181 **Rule 3.7.4. Annual Report.**

2182 Except in the year when it is admitted to membership, each
2183 associate member shall send to the Association on or before April
2184 30 (i) an annual report which shall include the data required by
2185 subsections (b), (c), (d), (e) and (f) of Rule 3.7.3 and any other
2186 information which the Board of Trustees shall require and (ii) the
2187 contribution contemplated by Rule 3.7.10. If an associate member
2188 fails to comply with the provisions of this Rule, the Board of
2189 Trustees shall at its next regular meeting consider a finding of non-
2190 compliance and the termination of the associate membership
2191 status of such organization.

2192 **Rule 3.7.5. Report of Changes.**

2193 Each associate member shall send the Association an attested
2194 copy of any changes in its charter, purposes, objectives, or
2195 bylaws
2196 as soon as any such changes are made, and shall notify the
2197 Association immediately of any change in its tax exempt status.

2198 **Rule 3.7.6. Representation of Associate Membership.**

2199 No organization shall claim or represent in any manner that it is an
2200 associate member of the Association until such membership is
2201 voted by the Board of Trustees; and if and when any

2202 organization's

2203 associate membership expires or it is terminated, that organization
2204 shall immediately cease to claim, represent or imply in any manner
2205 that it is an associate member of the Association.

2206 **Rule 3.7.7. Mailing List.**

2207 Each associated member shall place the Association on its regular
2208 mailing list.

2209 **Rule 3.7.8. Additional Criteria for Admission.**

2210 Before granting associate membership, the Board of Trustees
2211 shall
2212 determine that the granting of such associate membership is likely
2213 to be of substantial benefit to the Unitarian Universalist movement.

2214 **Rule 3.7.9. Yearly Grant of Associate Membership.**

2215 Associate membership for all new or existing associate members
2216 shall be granted by the Board of Trustees for a designated one
2217 year period or portion thereof.

2218 **Rule 3.7.10. Associate Member Contributions.**

2219 The contribution required to be submitted with an application for
2220 associate membership is \$500 for any applicant whose budget for
2221 the 12 months preceding its application for associate membership
2222 was \$1,000,000 or more and \$250 for any applicant whose
2223 budget for the 12 months preceding its application for associate
2224 membership was less than \$1,000,000. The contribution required
2225 to be submitted with an associate member's annual report is \$500
2226 for any associate member whose budget for the 12 months
2227 preceding the due date of the annual report was \$1,000,000 or
2228 more and \$250 for any associate member whose budget for the
2229 12 months preceding the due date of the annual report was less
2230 than \$1,000,000.

2231 **Section C-3.8. Independent Affiliate Organizations.**

2232 **Rule 3.8.1. Application for Independent Affiliate Status.**

2233 Each applicant for independent affiliate status shall submit with its
2234 application:

- 2235 (a) an attested copy of its charter, and, unless it is included in the
2236 charter, an attested copy of its purposes, objectives, and
2237 bylaws;
- 2238 (b) the number of members or member groups in the organization;
- 2239 (c) a list of the principal officers with their personal mail
2240 addresses, congregation membership or congregation where
2241 settled if the officer is a fellowshipped minister serving a
2242 Unitarian Universalist congregation, and the principal mail
2243 address of the organization;
- 2244 (d) the contribution contemplated by rule 3.8.9;
- 2245 (e) a financial statement showing income and expenses for the
2246 latest fiscal year preceding the date of filing and showing
2247 assets, liabilities and net worth as of the end of such fiscal
2248 year;
- 2249 (f) the dates upon which its governing board met during the
2250 twelve months immediately preceding the date of filing;
- 2251 (g) any yearly reports of its governing body and its principal
2252 officers sent to members during the twelve months
2253 immediately preceding the date of filing;
- 2254 (h) evidence of whether it enjoys tax exempt status:
 - 2255 (1) under Section 501(c)(3) of the U.S. Internal Revenue

2256 Code of 1954;

2257 (2) as a registered charity as provided for in the Income Tax
2258 Act (Canada); or

2259 (3) under the laws of the country governing the applicant's
2260 tax status;

2261 (i) if the applicant does not enjoy tax exempt status, the reason
2262 or reasons it does not;

2263 (j) a statement outlining how its purpose, mission and structure
2264 models interdependence through engagement with our
2265 member congregations, coordination or collaboration of effort
2266 and resources; and a statement outlining how the
2267 organization supports the transformation of institutions and
2268 our world to be aligned with those values expressed in our
2269 Principles; and

2270 (k) any other information which the Board of Trustees of the
2271 Association shall require.

2272 **Rule 3.8.2. Non-Segregation.**

2273 Each independent affiliate organization shall in all aspects of its
2274 work refrain from the practice of segregation based on race,
2275 ethnicity, gender, disability, affectional or sexual orientation,
2276 language, citizenship status, economic status, or national origin.
2277 This rule is not intended to preclude independent affiliate
2278 organizations designed to benefit groups organized to ensure
2279 their fuller participation in the larger society and to fulfill their
2280 unique spiritual needs.

2281 **Rule 3.8.3. Annual Contribution and Report.**

2282 Except in the year when it is admitted to independent affiliate
2283 status, each independent affiliate organization shall send the
2284 Association on or before April 30 (i) an annual report which shall
2285 include the data required by subsections (b), (c), (f), (g) and (h) of
2286 Rule 3.8.1 and any other information which the Board of Trustees
2287 shall require and (ii) the contribution contemplated by Rule 3.8.9. If
2288 an independent affiliate organization fails to comply with the
2289 provisions of this Rule, the Board of Trustees shall at its next
2290 regular meeting consider a finding of non-compliance and the
2291 termination of the independent affiliate status of such organization.
2292

2293 **Rule 3.8.4. Report of Changes.**

2294 Each independent affiliate organization shall send the Association
2295 an attested copy of any changes in its charter, purposes,
2296 objectives, or bylaws as soon as any such changes are made
2297 and
2298 shall notify the Association immediately of any change in its tax
2299 exempt status.
2300

2301 **Rule 3.8.5. Representation of Independent Affiliate
2302 Status.**

2303 No organization shall claim or represent in any manner that it is an
2304 independent affiliate with the Association until such status is voted
2305 by the Board of Trustees; and if and when any organization's
2306 independent affiliate status expires or it is terminated, that
2307 organization shall immediately cease to claim, represent or imply in
2308 any manner that it is affiliated with the Association.

2309 **Rule 3.8.6. Mailing List.**

2310 Each independent affiliate organization shall place the Association
2311 on its regular mailing list.

2312 **Rule 3.8.7. Additional Criteria for Admission.**

2313 Before granting independent affiliate status, the Board of Trustees
2314 shall determine that such affiliation is likely to be of substantial
2315 benefit to the Unitarian Universalist movement.

2316 **Rule 3.8.8. Yearly Grant of Independent Affiliate Status.**

2317 Independent affiliate status for all new or existing independent
2318 affiliate organizations shall be granted by the Board of Trustees
2319 for
2320 a designated one year period or portion thereof.

2321 **Rule 3.8.9. Independent Affiliate Contributions.**

2322 The contribution required to be submitted with an application for
2323 independent affiliate status and with an independent affiliate's
2324 annual report is \$100.

2325 **RULE IV General Assembly**

2326 **Section 4.6. Notice of Meetings.**

2327 **Rule 4.6.1. Mailing of Notice.**

2328 Notice of each regular and special General Assembly shall be
2329 given not less than sixty days before the date thereof to each
2330 certified member congregation, associate member organization,
2331 and trustee. Such notice shall be given by the Secretary or the
2332 Recording Secretary.

2333 **Rule 4.6.2. Time of Notice.**

2334 Notice so sent shall be sufficient if mailed at Boston,
2335 Massachusetts, sixty days before any such General Assembly,
2336 addressed to the persons who according to the records of the
2337 Association are entitled thereto hereunder and sent to the
2338 addresses which appear on said records. When the Secretary in
2339 his or her absolute discretion finds it desirable and practicable, a
2340 copy of the notice shall be inserted in the denomination's
2341 publication most widely circulated within the denomination in the
2342 issue which will be circulated as nearly sixty days before the
2343 General Assembly as possible.

2344 **Rule 4.6.3. Content of Notice.**

2345 Such notice shall contain the date, time, and place where the
2346 General Assembly is to be held and shall state only that the
2347 business to be transacted will be set forth in the official agenda
2348 issued in accordance with the Bylaws. Such agenda need not
2349 accompany the notice. The original of such notice shall be signed
2350 by the Secretary or Recording Secretary and be made a part of
2351 the
2352 minutes of the General Assembly to which it pertains. The
2353 signature of the Secretary or Recording Secretary on copies of
2354 any
2355 such notice may be printed or typewritten.

2356 **Section C-4.7. Voting.**

2357 **Rule G-4.7.1. Recording the Vote on Resolutions.**

2358 The vote on resolutions shall be recorded as having been adopted:

- 2359 (a) unanimously; or
2360 (b) by a vote of two-thirds or more; or
2361 (c) by a specified vote for or against.

2362 When any resolution is reported by the Association, the recorded
2363 vote on each resolution shall be included.

2364 **Section C-4.9. Accreditation of Delegates.**

2365 **Rule G-4.9.1. Number of Delegates.**

2366 The Secretary of the Association shall, consistent with the
2367 Bylaws
2368 of the Association, determine the number of delegates to which
2369 each certified member congregation and associate member
2370 organization is entitled. The determinations of the Secretary may
2371 be appealed to the Board of Trustees.

2372 **Rule 4.9.1A. Merged, Consolidated, or Dissolved**
2373 **Congregations.**

2374 In the event a certified member congregation dissolves or merges
2375 or consolidates with another congregation subsequent to its filing
2376 the certified member certification form prescribed by Rule 3.5.1,
2377 any delegate credentials outstanding on the date of dissolution or
2378 merger or consolidation are thereby rendered null and void. In the
2379 event of merger or consolidation, the merged or consolidated
2380 certified member congregation shall be entitled during the current
2381 fiscal year of the Association to the number of delegate
2382 credentials
2383 that reflects the total membership of the merged or consolidated
2384 congregation or to the number of delegate credentials that the
2385 certified member congregations merging or consolidating would
2386 have been entitled to but for the merger or consolidation,
2387 whichever
2388 is less.

2389 **Rule 4.9.2. Settled Ministers.**

2390 A settled minister for the purpose of accreditation as a delegate
2391 pursuant to Bylaw Section 4.8 (b) is (a) a minister engaged by a
2392 certified member congregation in compensated ministerial activities
2393 which constitute fifty percent or more of a typical work schedule
2394 or
2395 (b) a community minister who (1) maintains active involvement in
2396 such congregation, (2) has written agreement with the
2397 congregation, (3) receives endorsement from the congregation
2398 including a pledge of continuing relationship and support and
2399 affirmation that the community minister's work is recognized by the
2400 congregation as ministry, and (4) is compensated for community
2401 ministry work which constitutes fifty percent or more of a typical
2402 work schedule recognized by the congregation as ministry. A
2403 congregation is entitled to the number of accredited community
2404 minister delegates equal to the number of delegates to which it is
2405 entitled under Bylaw Section 4.8(a). A minister emeritus/a shall
2406 previously have settled in such congregation as described in this
2407 Rule. A certified member congregation shall certify in writing that
2408 its minister delegates meet the criteria for minister in accordance
2409 with this Rule.

2410 **Rule G-4.9.3. Mailing of Credential Cards.**

2411 Not less than forty-five days prior to each General Assembly, the
2412 Secretary of the Association shall send to each certified member
2413 congregation and associate member organization entitled to be
2414 represented by delegates the proper number of delegate
2415 credentials. The Secretary shall also furnish trustees with
2416 credentials.

2417 **Rule 4.9.4. Issuance of Duplicate Credential Card.**

2418 If a person who has been duly constituted a delegate arrives at a
2419 General Assembly without a properly executed Credential Card,
2420 the
2421 person may apply to the Secretary of the Association, or to one or
2422 more persons designated by the Secretary, for a special
2423 certificate
2424 of accreditation. The application shall be in writing on a form
2425 provided by the Secretary of the Association. It shall be signed by
2426 the applicant under the penalties of perjury. The certificate shall
2427 contain at least the following:
2428 (a) the name of the congregation or associate member
2429 organization involved;
2430 (b) in the case of a delegate representing a member
2431 congregation
2432 other than a settled minister or emerita/us minister or an
2433 accredited director of religious education, a statement that the
2434 applicant is a member of that congregation; or in the case of a
2435 delegate representing an associate member organization, a
2436 statement that the applicant is a member of a certified
2437 member congregation;

2438 (c) a statement that the person was designated as a delegate
2439 under established procedures of the congregation or is a
2440 settled minister or emerita/us minister thereof or is an
2441 accredited director of religious education employed in the
2442 congregation, or was designated as a delegate of an
2443 associate member organization; and
2444 (d) a brief statement as to why the applicant is not able to
2445 present an official and properly executed accrediting card.

2446 **Rule 4.9.5. Alternate Delegates.**

2447 Each certified member congregation may, in accordance with its
2448 own Bylaws or procedures, designate alternate delegates to any
2449 General Assembly in such number, not in excess of the number of
2450 delegates to which it is entitled, as it may determine. Alternate
2451 delegates shall be members of the certified member congregation
2452 they represent. All alternates appointed must be provided by the
2453 member congregation with a certification of their appointment
2454 signed by an officer of the congregation.

2455 **Rule G-4.9.6. Delegate Status.**

2456 Delegates and alternates may be designated to attend each
2457 General Assembly to be held in any fiscal year of the Association
2458 or only a particular General Assembly as each member
2459 congregation shall determine.

2460 **Rule 4.9.7. Issuance of Alternate Credentials.**

2461 In order to be issued credentials admitting the alternate as a
2462 delegate to the General Assembly, the alternate must present such
2463 certification and credential card and delegate badge of the
2464 delegate
2465 for whom such person is serving as alternate.

2466 **Rule G-4.9.8. Payment of Registration Fee.**

2467 All delegates, alternates and trustees must pay a registration fee
2468 in
2469 order to be admitted to the floor and vote at the General Assembly.

2470 **Rule 4.9.9. Amount of Fees.**

2471 The registration fee shall be set by the Board of Trustees.

2472 **Section 4.12. UUA Statements of Conscience and**
2473 **Study/Action Issues for Social Justice.**

2474 **Rule G-4.12.1. Report of Comments on UUA Statements**
2475 **of Conscience.**

2476 The Commission on Social Witness shall report to the General
2477 Assembly in summary fashion those comments on UUA (U.S. or
2478 Continental) Statements of Conscience submitted to it by member
2479 congregations and districts.

2480 **Rule G-4.12.2. Study/Action Issues for Social Justice.**

2481 The Commission on Social Witness shall prepare (and the
2482 Planning Committee shall include with the Tentative Agenda) a
2483 report summarizing the numbers and topics of the proposed
2484 Congregational Study/Action Issues submitted by the certified
2485 member congregations districts, and sponsored organizations as
2486 defined in Section 4.12(a)(1), and the criteria which it used in
2487 selecting proposed Congregational Study/Action Issues included
2488 in the Congregational Poll. Each proposed Congregational
2489 Study/Action Issue that appears on the Tentative Agenda shall be
2490 accompanied by previous General Resolutions, actions and
2491 statements on related issues, with dates (if applicable), and the
2492 names or number of congregations submitting issues included
2493 within such proposed Congregational Study/Action Issue.

2494 **Rule G-4.12.3 Report on Implementation of UUA**
2495 **Statements of Conscience.**

2496 The UUA Administration shall report at each regular General
2497 Assembly regarding implementation of UUA Statements of
2498 Conscience with particular reference to the most recently adopted
2499 Statement of Conscience. Such report shall summarize
2500 implementation by member congregations, Districts, UUA staff and
2501 other Unitarian Universalist groups.

2502 **Rule 4.12.4 Mini-Assembly on UUA Statement of**
2503 **Conscience**

2504 During the regular General Assembly referred to in Section
2505 4.12(d)(1), a mini-assembly shall be held during which the
2506 proposed amendments to the revised UUA Statement of
2507 Conscience shall be accepted in writing. All such amendments
2508 shall be made available in writing to the General Assembly. The
2509 Commission on Social Witness shall finalize the UUA Statement of
2510 Conscience, and the chairperson of the Commission on Social
2511 Witness, in consultation with the moderator of the General
2512 Assembly, the parliamentarian and legal counsel, shall prioritize
2513 unincorporated amendments for consideration by the General
2514 Assembly.

2515 **Section 4.16. Additions to the Agenda of Regular General**
2516 **Assemblies.**

2517 **Rule G-4.16.1. General Assembly Actions of Immediate**
2518 **Witness, and Responsive Resolutions.**

2519 The Moderator shall take such steps as the Moderator considers
2520 practical to advise delegates and other persons or bodies as early
2521 as possible, preferably in writing, of the contents of any actions or
2522 resolutions presented to the General Assembly which are not on
2523 the Final Agenda and which are admitted to the agenda pursuant
2524 to
2525 Article IV, Section 4.16 of the Bylaws; and some time shall be
2526 scheduled when the sponsor(s) of the action(s) or resolution(s)
2527 can discuss the action or resolution with those interested.

2528 **Section 4.18. Agenda Rules.**

2529 **Rule G-4.18.1. Notice to Member Congregations and**
2530 **Districts.**

2531 The General Assembly Planning Committee shall by November 1
2532 whenever in the fiscal year the General Assembly opens in June,
2533 otherwise not less than two hundred and ten days before each
2534 regular General Assembly, notify each certified member
2535 congregation and district of the dates for submitting items for the
2536 Tentative and Final Agenda, the procedure to be followed, and the
2537 forms to be used.

2538 **Rule G-4.18.2. Business Resolutions and Study/Action**
2539 **Issues for Social Justice.**

2540 A Study/Action Issue for Social Justice is one that deals with
2541 issues of public policy within the province of the Department of
2542 Faith in Action. A Business Resolution directly involves the
2543 administration and structure of the Association.

2544 Any resolution submitted which, taken as a whole, has as its
2545 purpose the making of a statement of social concern or principle
2546 shall be deemed to be a Study/Action Issue for Social Justice.

2547 A Study/Action Issue for Social Justice or a UUA (U.S. or
2548 Continental) Statement of Conscience appearing on the Final
2549 Agenda shall not be amended so as to become a Business
2550 Resolution.

2551 **Rule G-4.18.3. Congregational Poll.**

2552 The Planning Committee shall at the time of the mailing of the
2553 Tentative Agenda request each certified member congregation to
2554 report by February 1, on a form provided by the Planning
2555 Committee whether it recommends or does not recommend for
2556 action by the General Assembly the Business Resolutions,
2557 proposed Congregational Study/Action Issues in the first Cycle
2558 year, and draft UUA Statements of Conscience in the Fourth Cycle
2559 year, or any additional years thereto pursuant to Section
2560 4.12(d)(2) appearing on the Tentative Agenda, including the
2561 alternative versions of Business Resolutions (if any) submitted by
2562 the Planning
2563 Committee. The recommendation with respect to each proposed
2564 resolution or issue must be certified by the minister, clerk or
2565 president of that congregation as being within the procedures of
2566 that congregation. Only a Business Resolution which a majority of
2567 the congregations voting on the resolution recommends for the

2568 action shall be eligible to be included on the Final Agenda from the
2569 Congregational Poll. If there is more than one version of a
2570 Business Resolution on the Tentative Agenda, the subject of the
2571 resolution shall be considered a single item on the Tentative
2572 Agenda and the Congregational Poll. All versions shall be listed
2573 consecutively within that item. An aye vote by a congregation for
2574 one or more versions shall be counted an aye vote for inclusion of
2575 a

2576 resolution on the subject in the Final Agenda. If support for the
2577 subject matter of the resolution is sufficient to make it eligible for
2578 inclusion on the Final Agenda, the version that receives the
2579 highest

2580 number of votes by the participating congregations shall be the
2581 one

2582 eligible for inclusion on the Final Agenda. From the Business
2583 Resolutions eligible from the Congregational Poll, the Planning
2584 Committee shall include on the Final Agenda not more than the
2585 eight Business Resolutions receiving the highest number of
2586 "recommended for action" votes on the Congregational Poll. The
2587 Planning Committee may also include on the Final Agenda
2588 alternative versions of Business Resolutions which are germane
2589 to

2590 those selected through the Congregational Poll. In the first Cycle
2591 year, the Planning Committee also shall include on the Final Agenda
2592 not more than the five proposed Congregational Study/Action
2593 Issues receiving a majority of votes and the highest number of
2594 "recommended for action" votes on the Congregational
2595 Directives for General Assembly Action, provided that at least
2596 twenty-five percent (25%) of the congregations participated in the
2597 ballot vote for such proposed Congregational Study/Action Issues.
2598 If the number of proposed Congregational Study/Action Issues
2599 recommended for action in the Congregational Poll exceeds five
2600 and there is more than one such issue in fifth position as a result
2601 of a tie vote, all issues in fifth position shall be referred
2602 to the Final Agenda by the Commission on Social Witness. In the
2603 fourth Cycle year, or any additional years thereto pursuant to
2604 Section 4.12(d)(2), the Planning Committee shall further include on
2605 the Final Agenda a proposed UUA Statement of Conscience,
2606 provided that at least twenty-five percent (25%) of the
2607 congregations participated in the ballot vote for such draft UUA
2608 Statement of Conscience. A report of the vote by which each
2609 resolution on the Tentative Agenda was or was not
2610 "recommended for action" shall be included on the Final Agenda.
2611 All Business Resolutions that are included on the Final Agenda
2612 shall be discussed during the General Assembly in a mini-
2613 assembly.

2614 **Rule 4.18.4. Matters Submitted by Districts**

2615 In the event that a proposed amendment to a Rule or to a Business
2616 Resolution that was submitted by a district is to be considered at a
2617 General Assembly, the district that submitted the proposed
2618 amendment or resolution may, in accordance with its own
2619 procedures, designate a representative to speak in support of the
2620 amendment or resolution at the General Assembly. The
2621 representative must be provided by the district with a certification
2622 of
2623 the representative's appointment signed by an officer of the
2624 district.

2625 **Section 4.19. Rules of Procedure.**

2626 **Rule G-4.19.1. Adoption of Rules of Procedure.**

2627 The General Assembly Planning Committee shall offer rules of
2628 procedure for adoption at the first session of each General
2629 Assembly.

2630 **RULE V Committees of the Association**

2631 No existing rules applicable to Article V.

2632

RULE VI Board of Trustees

2633 Section 6.4. Election of Trustees.

2634 Rule 6.4.1. Division of Districts for Election Purposes.

2635 The Trustees representing districts are divided into the following
2636 two groups:

2637	GROUP A	GROUP B
2638	Clara Barton	Ballou Channing
2639	Florida	Central Midwest
2640	Mid-South	Heartland
2641	Mountain Desert	Joseph Priestley
2642	Ohio Meadville	Massachusetts Bay
2643	Pacific Northwest	Metropolitan New York
2644	Pacific Southwest	Northern New England
2645	Southwest	Pacific Central
2646	St. Lawrence	Prairie Star
2647		Thomas Jefferson

2648 Section 6.6. Qualifications of Trustees.

2649 Rule 6.6.1. Multiple Memberships.

2650 For purposes of applying the Bylaw provision that no more than
2651 one trustee shall be a member of the same member congregation,
2652 a person holding membership in more than one member
2653 congregation shall be treated as being a member only of that
2654 member congregation whose services such person most regularly
2655 attends. The Secretary shall make any determinations required by
2656 this rule, subject to appeal to the Board of Trustees, with the
2657 affected trustee or trustees not voting.

2658 Rule 6.6.2. Implementation of Section 6.6.

2659 If at the close of a General Assembly election, the results are such
2660 that, except for the provisions of Section 6.6, more than one
2661 person
2662 from the same congregation would serve at the same time on the
2663 Board of Trustees,

- 2664 (a) if the conflict arises solely from the election just held the
2665 Secretary of the Association shall thereupon declare that
2666 the
2667 persons so elected are disqualified and that the offices to
2668 which they have been so elected are vacant and are to be
2669 filled as provided in the Bylaws.
- 2670 (b) if the conflict arises because one person from a
2671 congregation is already serving on the Board of Trustees
2672 and another person from that congregation has just been so
2673 elected the Secretary of the Association shall declare that
2674 the person just elected is disqualified and the office to which
2675 such person has been elected is vacant and that the
2676 vacancy is to be filled as provided in the Bylaws.

2677 RULE VII Committees of the Board of Trustees

2678 No existing rules applicable to Article VII.

2679 RULE VIII Officers of the Association

2680 Section 8.1. Officers Enumerated.

2681 Rule 8.1.1. Officers Enumerated.

2682 The appointed salaried officers of the Association shall include an
2683 Executive Vice President.

2684 Section 8.11. Executive Vice President.

2685 Rule 8.11.1. Executive Vice President.

2686 The Executive Vice President shall have responsibility under the
2687 President for the administrative affairs of the Association and shall
2688 perform such other duties as may be assigned to such officer.

2689 Section 8.17. Other Appointed Officers.

2690 Rule 8.17. Other Appointed Officers.

2691 The members serving without pay on the Ministerial Fellowship
2692 Committee, Finance Committee, and Investment Committees are
2693 designated as officers of the Association for the purposes, only,
2694 of
2695 carrying out their duties as members of such committees. The
2696 powers and duties of such members are as defined in the
2697 Bylaws,
2698 Rules, and Policies adopted by the Board of Trustees.

2699 RULE IX Nominations and Elections

2700 Section 9.10. Counting of Ballots.

2701 Rule G-9.10.1. Tie Votes.

2702 Except in the election of a President, if a tie vote occurs in filling an
2703 office when only one person is to be elected, or occurs in filling a
2704 slate of officers when the slate cannot be completed without
2705 resolving the tie, then as soon as possible before the final
2706 adjournment of the General Assembly involved, additional ballots
2707 shall be cast by those present and entitled to vote, except that
2708 initially the Moderator shall not vote. The additional ballots shall
2709 contain only the names of the candidates who are tied. These
2710 ballots shall be counted along with a recounting of the ballots cast
2711 for the tied candidates by absentee ballots, and the result of the
2712 foregoing procedures shall determine the election, unless there is
2713 still a tie, in which case the Moderator shall then cast a ballot to
2714 resolve it.

2715 Rule G-9.10.2. Tie Vote-Moderator.

2716 If the tie involves the election of a Moderator, the proceedings to
2717 resolve the tie shall be presided over by the Secretary of the
2718 Association who in all matters involving the resolutions of the tie
2719 shall have the rights and duties of the Moderator.

2720 Rule G-9.10.3. Tie Vote-President.

2721 If, in the election of a President, in any particular counting of the
2722 preferential ballots, including absentee ballots, there is a tie vote
2723 among candidates having the least number of votes, then each
2724 such tied candidate shall be eliminated, and in the next counting,
2725 the ballots accumulated for said candidate shall be redistributed
2726 among the remaining candidates on the basis of the highest
2727 effective preferences marked on all the ballots that have been
2728 cast.
2729 However, if in this process, such elimination leaves only a single
2730 candidate who in that counting still does not have a majority of the
2731 counted votes, or if only two candidates remain in the contest and
2732 they are tied, then there shall be as many run-off election
2733 procedures, conducted under the provision of Rule G-9.10.1 as
2734 are
2735 necessary to result in the election of a President by at least a
2736 majority of the votes cast.

2737 Section 9.12. Rules for Nominations and Elections.

2738 Rule G-9.12.1. Preparation and Mailing of Ballot.

2739 Unless no ballot is required according to Section 9.9(a), prior to
2740 each regular General Assembly at which an election is to be held,
2741 the Secretary shall prepare ballots upon which shall appear the
2742 names of all persons who have been nominated for office in
2743 accordance with these Bylaws. One such ballot shall be sent
2744 with
2745 each credential card issued by the Secretary.

2746 Rule G-9.12.2. Order of Names on Ballot.

2747 On all ballots used in elections held by the Association the order of
2748 names shall be determined by the drawing of lots done by the
2749 Secretary and witnessed by two other persons. The Secretary
2750 shall certify the results of the drawing of lots, the certificate shall
2751 be
2752 attested by the witnesses, and the certificate shall be filed in the

2753 Secretary's office. This Rule shall be printed on all official ballots
2754 or on the instructions accompanying them.

2755 **Rule G-9.12.3. Write-ins Prohibited.**

2756 In any election, the use of stickers or the writing in of the name of
2757 any person on a ballot shall not be permitted and no vote so
2758 attempted shall be counted.

2759 **Rule G-9.12.4. Absentee Ballots.**

2760 An absentee ballot shall be counted only if accompanied by the
2761 signed and certified ballot stub of the credential card of the person
2762 casting the ballot.

2763 **Rule G-9.12.5. Balloting at General Assembly.**

2764 A person shall be qualified to cast a ballot at General Assembly
2765 only if that person presents to the Secretary of the Association or
2766 those employed by him or her at the polls a properly certified ballot
2767 stub plus a badge issued to that person and containing the same
2768 name as the name on the ballot stub.

2769 **Rule G-9.12.6. Campaigns for Elective Office.**

2770 (a) Each candidate for an at-large elective position may submit
2771 to the Association a campaign statement or flyer on a paper
2772 measuring 8 1/2 by 11 inches. The Association will print
2773 and compile a packet made up of the statements of all
2774 candidates to be distributed to the congregations with the
2775 absentee ballots and to the delegates as a part of the final
2776 agenda.

2777 (b) Each candidate for an at-large elective position shall be
2778 given an opportunity to address the General Assembly
2779 delegates at a time when no other events are scheduled. All
2780 candidates for the same position shall be given the same
2781 amount of time to speak, in the same meeting as all other
2782 candidates for that position.

2783 (c) Candidates for at-large election positions are expected to
2784 conduct their campaigns, both privately and publicly,
2785 according to the highest standards of decorum and mutual
2786 respect.

2787 **Rule G-9.12.7. Length of Campaigns for President and
2788 Moderator.**

2789 (a) Campaigns for President and Moderator may appropriately
2790 begin with small campaign committee organizational meetings
2791 and mass mailing letters no earlier than November 1 of the
2792 second year preceding the election.

2793 (b) Active campaigning and solicitation of endorsements shall
2794 not begin prior to January 1 of the year preceding these
2795 elections.

2796 (c) No electioneering (defined as publicly announced meetings,
2797 rallies or exploratory events) of any sort shall occur at the
2798 General Assembly two years preceding the elections for
2799 President and Moderator. Private meetings about campaign
2800 organization that take place outside of General Assembly-
2801 booked meeting spaces are permissible.

2802 **Rule G-9.12.8 Campaign Finances Disclosure.**

2803 All candidates for at-large elective positions shall keep detailed
2804 and
2805 accurate records of:

2806 (a) their campaign expenses (stated in United States dollars) by
2807 categories of travel, postage, telephone, printing and other
2808 such categories as seem appropriate;

2809 (b) the number of contributors to their campaigns, including the
2810 number of contributors in each of the following categories:

- 2811 (1) under \$50.00,
- 2812 (2) \$50.00 to \$100.00,
- 2813 (3) \$101.00 to \$250.00,
- 2814 (4) \$251.00 to \$500.00, and
- 2815 (5) over \$500.00, and

2816 (c) the number of contributions and the total amount of
2817 contributions received from each group or organization
2818 supporting the campaign.

2819 No candidate for any elective position shall solicit or knowingly
2820 accept any contribution that is given through a tax-exempt entity
2821 with the purpose of conferring tax-exempt status to the
2822 contribution

2823 to which it would not otherwise be entitled. Such exempt entities
2824 include but are not limited to member congregations, associate
2825 member organizations and independent UUA affiliates.

2826 The names of contributors shall be disclosed. Each such report
2827 shall identify by name any member congregation, associate
2828 member organization or independent affiliate of the Association
2829 and any other tax exempt organization (including specifically, but
2830 without limitation b, any minister's discretionary fund or similar
2831 account) that has made any contribution to the campaign and shall
2832 state the amount of each such contribution. Such reports shall be
2833 filed with the Secretary of the Association. A preliminary report
2834 shall be due at the close of the first day of the regular General
2835 Assembly at which the election occurs. A final report shall be due
2836 60 days thereafter. The Secretary shall upon written request from
2837 a member of a member congregation furnish such information from
2838 these reports as requested. These reports shall be made
2839 available

2840 for inspection by any member of a member congregation at the
2841 principal offices of the Association and shall be brought by the
2842 Secretary to the next General Assembly and made available for
2843 inspection there by any delegate.

2844 **Rule G-9.12.9. Separation of Campaigns from Conduct of
2845 Official Business.**

2846 (a) When running for office, candidates shall be prohibited from
2847 engaging in any electioneering or campaigning during the
2848 conduct of official business of the Unitarian Universalist
2849 Association.

2850 (b) Financial accounting and bookkeeping procedures shall be
2851 established which make it explicit that no monies of the
2852 Association were used in the financing of a candidate's
2853 campaigning or electioneering activities.

2854 **Rule G-9.12.10 Election Campaign Practices Committee.**

2855 (a) An Election Campaign Practices Committee is hereby
2856 established and shall consist of three persons to be
2857 appointed by the Board of Trustees at its October meeting
2858 following those regular General Assemblies at which
2859 elections occur. Two members of the Committee shall be
2860 members of the Board of Trustees at the time of their
2861 appointment and one shall be a non-Board member. The
2862 non-Board member shall be the chair of the Committee.
2863 Persons appointed to the Election Campaign Practices
2864 Committee shall remain neutral in the election and not engage
2865 in electioneering. A person nominated pursuant to Bylaw
2866 Sections 9.4 or 9.5 is ineligible to serve on the Committee.

2867 (b) The duties of the Election Campaign Practices Committee
2868 shall be:

2869 (1) to distribute the campaign practices guidelines and
2870 financial disclosure rules to candidates for at-large
2871 elective positions not later than thirty days after
2872 nomination by the nominating committee or receipt of
2873 petition;

2874 (2) to receive and consider written complaints of alleged
2875 violations of such guidelines or rules; if the committee
2876 finds probable cause to establish that a violation
2877 exists, to notify a candidate or a number of candidates
2878 how they may voluntarily comply with guidelines or
2879 rules and how long they have to do so; to attempt to
2880 mediate disputes arising from such complaints; and, if
2881 no satisfactory resolution of a complaint is achieved,

2882 to adjudicate the dispute and report the adjudication in
2883 writing to the candidates affected;

2884 (3) to hold such hearings as may, at the Committee's
2885 discretion, be necessary or desirable to carry out the
2886 intent of subsection 2 above; and

2887 (4) to report on its activities and any recommendations it
2888 may have to the Board of Trustees at its October
2889 meeting following the elections.

2890 (c) If compliance to an adjudicated decision is not implemented
2891 by the stated deadline, the Committee is authorized to block
2892 or remove Association-subsidized privileges from the
2893 candidate's campaign.

2894 Candidates adjudicated to be in serious violation of Rule
2895 G-9.12.6(c) may have their names removed from the ballot. Any
2896 such action pursuant to rule G-9.12.10(c) shall be reported to the
2897 Board and the General Assembly. Such adjudication by the ECPC
2898 would be subject to automatic review by the Board Executive
2899 Committee according to the provisions of Rule G-9.12.10(d).

2900 (d) Any candidate aggrieved by the Committee's adjudication
2901 may, within ten days of the mailing of the adjudication,
2902 appeal in writing to the Executive Committee of the Board of
2903 Trustees, which shall have exclusive jurisdiction to hear and
2904 determine such an appeal. The Executive Committee shall
2905 report its decision on the appeal in writing to the affected
2906 candidates as expeditiously as feasible. The Executive
2907 Committee of the Board of Trustees is authorized to issue
2908 any order or ruling it deems appropriate in connection with
2909 such a decision.

2910 (e) Any member of the Executive Committee of the Board of
2911 Trustees who is a candidate for UUA elective office shall
2912 not
2913 participate in any manner in the determination of any appeal
2914 from an adjudication of the Election Campaign Practices
2915 Committee.

2916 **RULE X Finance and Contracts**

2917 **Section 10.1. Annual Budget.**

2918 **Rule G-10.1.1 Presentation of Association Budget.**

2919 At each regular General Assembly the Board of Trustees shall
2920 present budgets for both the Current Fiscal Year and the
2921 Succeeding Fiscal Year. Current Fiscal Year means the fiscal
2922 year
2923 of the Association which has just begun or which is about to
2924 begin
2925 at the time when the Assembly is held. Succeeding Fiscal Year
2926 means the year following the Current Fiscal Year.

2927 **Rule G-10.1.2. Expense Categories.**

2928 (a) Expense estimates in budgets presented by the Board shall
2929 be broken down by major categories or functions in such
2930 manner as the Board shall determine.

2931 (b) The Current Fiscal Year budget shall contain a separate
2932 expense category provision for contingencies, the amount
2933 of
2934 which shall be a minimum of 3% of the total of all
2935 unrestricted expense categories, exclusive of the provision
2936 for contingencies.

2937 **Rule G-10.1.3. Estimated Income.**

2938 Income amounts in the budget for the Current Fiscal Year shall
2939 represent the Board's best estimates of income from all sources.
2940 Income from the Annual Fund as so estimated shall be an amount
2941 which is not more than 7 per cent greater than the actual Annual
2942 Fund income of the fiscal year preceding the Current Fiscal Year.
2943 In the budget for the Succeeding Fiscal Year income from the
2944 Annual Fund shall be estimated at an amount which represents the
2945 Board's best estimate of the achievable results for such year.

2946 **Rule G-10.1.4. Procedures for Budget Consideration.**

2947 Any action by a General Assembly with respect to budgets shall
2948 be
2949 taken under the following procedure:

2950 (a) A budget hearing shall be held as part of the General
2951 Assembly program at a time when the Assembly is not in
2952 formal business session.

2953 (b) Main motions concerning budgets which are to be made in a
2954 formal business session shall be filed in writing with a
2955 person or persons designated by the Moderator as early as
2956 possible prior to or during the General Assembly but in any
2957 event on or before the day prior to the Business Session at
2958 which the proposed motion will be in order for adoption. The
2959 Moderator shall take such steps as the Moderator considers
2960 practical to advise delegates and other persons or bodies as
2961 early as possible, preferably in writing, of the contents of
2962 the
2963 motions so filed.

2964 (c) Any action with respect to the budget for the Current Fiscal
2965 Year calling for increased spending in any category shall
2966 provide for equivalent reductions in other categories of
2967 spending and specify the categories in which such
2968 reductions are to be made.

2969 (d) No action may be taken with respect to the Current Fiscal
2970 Year budget which shall be inconsistent with either Rule G-
2971 10.1.2(b) or G-10.1.3.

2972 **Rule G-10.1.5. Board of Trustees Report.**

2973 At each General Assembly the Board of Trustees shall make an
2974 accounting of its actions taken since the preceding General
2975 Assembly with respect to any budget votes of the preceding
2976 General Assembly.

2977 **Section 10.8. Contracts and Securities.**

2978 **Rule 10.8.1. Contracts and Securities.**

2979 The Executive Vice President may sign and attest deeds,
2980 mortgages, contracts, and other documents to which the
2981 Association is a party.

2982 **RULE XI Ministry**

2983 **Section 11.2. Ministerial Fellowship Committee.**

2984 **Rule 11.2. Ministerial Fellowship Committee.**

2985 The rules of the Ministerial Fellowship Committee are printed
2986 separately and are available on request.

2987 **Section 11.8 Procedure on Appeal.**

2988 **Rule 11.8. Procedure on Appeal.**

2989 The rules of the Ministerial Fellowship Board of Review are
2990 available on request.

2991 **RULE XII Regional Organizations**

2992 **Section C-12.2. Establishment.**

2993 **Rule G-12.2.1. Establishing Districts.**

2994 (a) The districts shall be nineteen in number and named Ballou
2995 Channing, Central Midwest, Clara Barton, Florida, Heartland,
2996 Joseph Priestley, Massachusetts Bay, Metropolitan New
2997 York, Mountain Desert, Mid-South, Northern New England,
2998 Ohio Meadville, Pacific Central, Pacific Northwest, Pacific
2999 Southwest, Prairie Star, St. Lawrence, Southwestern, and
3000 Thomas Jefferson.

3001 (b) Each district shall be composed of the congregations
3002 assigned to that district by the Board of Trustees

3003 (c) The boundaries of each district encompass the areas
3004 served
3005 by its member congregations.

3006 (d) Upon application to the Board of Trustees and after notice
3007 and an opportunity to be heard is afforded the affected

3008 districts, a congregation may change its district membership
3009 with approval of the Board of Trustees.
3010 (e) The District Map published in the Annual Directory contains
3011 boundaries that are an approximation only of the boundary
3012 lines determined pursuant to subparagraph (c) above and
3013 are
3014 intended primarily as a guide for the newly admitted
3015 congregation in determining its membership.

3016 **RULE XIII Rules**

3017 **Section 13.4. Miscellaneous Rules.**

3018 **Rule G-13.4.1. Performance of Acts.**

3019 When the last day for the performance of any act required under
3020 the Bylaws or Rules falls on a Saturday, Sunday, or a day which
3021 is
3022 a legal holiday in the place where the act is to be performed, the
3023 act
3024 may be performed on the next succeeding business day.

3025 **Rule G-13.4.2. Receipt of Documents.**

3026 When any ballot, petition, notice, document, or material of any kind
3027 whatsoever is required to be filed with, delivered to, or received
3028 by
3029 the Association or an officer, board, committee, or agent thereof
3030 on
3031 or before a certain day, the same shall be considered to have
3032 been
3033 so filed, delivered, or received only if it is postmarked seven days
3034 prior to said certain day or actually received at the office of the
3035 Association at 25 Beacon Street, Boston, Massachusetts 02108,
3036 on an earlier day or not later than 5:00 p.m. on said certain day.

3037 **RULE XIV Amendments**

3038 **Section 14.2. Submission of Proposed Amendments.**

3039 **Rule G-14.2.1. Form of Submission.**

3040 A proposed amendment to the Bylaws submitted by certified
3041 member congregations or a district must include:
3042 (a) the Article and Section which it is proposed to amend or
3043 repeal;
3044 (b) a concise summary of the principal arguments on which the
3045 proponents rely; and
3046 (c) other Articles (or Sections) or "G" Rules affected by the
3047 proposed amendment and proposed text of any necessary
3048 conforming amendments and "G" Rules.

3049 PRINTED IN THE U.S.A.

3050 Unitarian Universalist Association was given corporate status in
3051 May 1961 under special acts of legislature of The Commonwealth
3052 of Massachusetts and the State of New York. See Chapter 148 of
3053 the acts of 1960 of the Massachusetts legislature and Chapter 827
3054 of the Acts of 1960 of the New York legislature. Copies of said
3055 Acts are attached to the minutes of the organizing meeting of the
3056 Association held in Boston, Massachusetts in May 1961 and also
3057 are printed in the 1961-62 Directory of the Association.