

BYLAWS

OF THE

SAINT LAWRENCE UNITARIAN UNIVERSALIST DISTRICT

Adopted on November 2, 1963, at Utica, New York; amended at the following times and places:

May 13, 1967 at Ottawa, Ontario;
October 26 1968, at Toronto, Ontario;
May 2, 1970 at Waterloo, Ontario;
May 6, 1972 at Toronto, Ontario;
April 14, 1973 at Cazenovia, New York;
April 19, 1975 at Rochester, New York;
May 5, 1979 at Schenectady, New York;
April 19, 1980 at Scarborough, Ontario;
October 20, 1984 at Buffalo, New York;
April 13, 1985 at Rochester, New York;
May 2, 1987 at Niagara Falls, New York;
April 25, 1989 at Williamsville, New York;
May 2, 1992 at Albany, New York;
May 1, 1993 at Ithaca, New York;
May 6, 1995 at London, Ontario;
April 27, 1996 at Rochester, New York.
April 28, 2001 at Binghamton, New York
April 27, 2002 at Williamsville, New York
April 26, 2003 at Auburn, New York
April 24, 2004 at Lake George, New York

TABLE OF CONTENTS

ARTICLE	SUBJECT
I	NAME AND AREA
II	PURPOSES
III	MEMBERSHIP
IV	MEETINGS
V	OFFICERS AND TRUSTEES
VI	DUTIES OF OFFICERS AND TRUSTEES
VII	ADMINISTRATIVE COMMITTEES
VIII	DISTRICT STAFF
IX	NOMINATIONS
X	NOMINATION & ELECTION OF UUA TRUSTEE
XI	GENERAL PROVISIONS
XII	RULES OF PARLIAMENTARY PRACTICE
XIII	AMENDMENTS
	MISCELLANEOUS PROCEDURAL RULES FOR MEETINGS

ARTICLE I - NAME AND AREA

101. The name of this organization shall be the Saint Lawrence Unitarian Universalist District, hereinafter referred to as "the District."

102. The District is an integral part of the Unitarian Universalist Association, hereinafter referred to as "the UUA." The District subscribes to and adopts the purposes of the UUA. Any inconsistencies between these Bylaws and those of the UUA shall be resolved in favor of the latter.

103. Subject to the provisions of Section 301, the territory of the District shall include portions of upstate New York, being sufficiently flexible to include nearby churches and fellowships which may seek membership.

ARTICLE II - PURPOSES

201. The purposes of this organization shall be:

- (a) To cultivate cooperative relationships among the member societies and their constituencies;
- (b) To promote the religious life of these societies;
- (c) To promote the establishment of new societies;
- (d) To assist member societies to carry on active and effective programs within their respective communities;
- (e) To cooperate with the UUA.

ARTICLE III - MEMBERSHIP

301. All churches, fellowships, congregations and societies, hereinafter referred to as "societies" or "society," which are members of the UUA as defined in the bylaws of the UUA, and are within the area of this District as such area be determined or redetermined by the UUA, pursuant to the by laws of the UUA, shall be members of the District. A society which ceases to be a member of the UUA, pursuant to the bylaws of the UUA, shall automatically cease to be a member of the District.

302. Subsequent to the organization meeting, other churches and fellowships which are within the area of this District, which are members of the UUA, as defined in Article III, Sections 1 and 3 of the Constitution of the UUA shall become members upon application to and acknowledgment by the Board.

ARTICLE IV - MEETINGS

401. The delegate body shall be the policy-making organ of the District.

402. The Annual Meeting of this organization shall be held in the month of March, April or May at a time and place to be determined by the Board of Trustees.

403. Special Meetings may be called by the Board of Trustees, and shall be called at the written request of:

- (a) 60 legal members, as specified in the constitution and bylaws of the society, or not less than 8 societies, of which not more than 12 members are from any one society, or
- (b) 4 or more members of the Board. The request shall specify the purposes for which the Special Meeting is to be called and only such purposes shall be considered at the meeting.

404. The secretary shall send the call of any meeting to the minister, president, clerk or secretary of each member society not less than 45 days prior to the time of such meeting. The call for a Special Meeting shall include the Agenda.

405. (a) Each society shall be entitled to be represented at each meeting of this organization by delegates according to their legal membership as specified in the constitution and bylaws of the society, as follows:

Legal Membership	Number of Delegates
1 - 150	2
151 - 250	3
251 - 350	4
351 - 450	5
over 450	5 Plus 1 for each 200 or major fraction thereof over 450

Minister Delegates. Each certified member society is also entitled to be represented at each Annual Meeting by the ordained minister or ministers in full or associate ministerial fellowship with the Association settled in such society.

- b) Each duly elected member of the District Board of Trustees, during

such Board member's term of office shall be entitled to vote at all duly called meetings of the District, without affecting the number of delegates from the society of which he or she is a member, referred to in (a) of this section.

c) Only those delegates from member societies that have made a monetary contribution of record to the District, during the year immediately preceding a meeting, shall be eligible to vote thereat.

(d) At any meeting of the District each person shall have only one vote.

406. Delegates must be present in order to vote.

407. 36 delegates representing not less than 12 member societies shall constitute a quorum.

408. A Credentials Committee shall be appointed by the Board prior to the convening of each Annual or Special Meeting.

409. If a person who has been duly constituted a delegate arrives at the Annual General Meeting without a properly executed Delegate Card, the person may apply to the Secretary of the District, or to one or more persons delegated by the Secretary, for a special certificate of accreditation. The application shall be signed in writing on a form provided by the Secretary. It shall be signed by the applicant. The application shall contain at least the following:

- (a) The name of the society involved;
- (b) A statement that the applicant is a member thereof;
- (c) A statement that under established procedures of the society the person duly designated a delegate; and
- (d) A brief statement as to why the applicant is not able to present an official and properly executed accrediting card.

The application shall be granted at the discretion of the Secretary of the St. Lawrence Unitarian Universalist District, or his or her designee.

ARTICLE V - OFFICERS AND TRUSTEES

501. There shall be a Board of Trustees consisting of eight Trustees, including the UUA Trustee for the District and a youth representative, and also including in their number a president, vice president, and secretary. A treasurer shall be appointed by the Board, but shall not be a member of the Board. Neither the UUA Trustee nor the youth representative shall be eligible to be an officer of the Board.

502. Except as provided elsewhere in these bylaws with respect to the UUA Trustee and the youth representative, two Trustees shall be elected by ballot at each Annual Meeting. Except as provided elsewhere in these bylaws with respect to the UUA Trustee and the youth representative, each Trustee shall be elected for a term of three years, and after having served two consecutive three year terms shall be eligible for nomination after a lapse of one year.

503. The Board of Trustees for the coming year shall meet at the conclusion of the Annual Meeting and elect from among their number a president, vice president, and secretary. These three officers shall assume office at the conclusion of the Annual Meeting and shall serve for one year. A Trustee who has served in the office of president, vice president, or secretary for three consecutive years shall be eligible to serve in the same office after a lapse of one year.

504. To be eligible to serve on the Board of Trustees, one must be either a legal member of a society or a minister settled by a society.

505. Vacancies in any office or in the Board of Trustees may be filled by the Board to serve until the next Annual Meeting.

506. The Board will include a voting youth representative who can vote except where prohibited by law, nominated by the Youth Adult Committee and elected by the delegates at AGM. This position shall have a one-year term, renewable to a maximum of two years served.

ARTICLE VI - DUTIES OF OFFICERS AND TRUSTEES

601. Duties of Officers:

- (a) The president shall preside at all meetings of this organization and of the Board of Trustees and shall appoint all committees not otherwise provided for, subject to the approval of the Board of Trustees.
- (b) The vice president, in the absence or disability of the president to serve, shall be vested with the powers of the president and shall perform the duties of that office.

(b) The secretary, who shall be the legal clerk of the District, or his or her designee shall keep an accurate record of the proceedings of this organization and of its Board of Trustees. All records of the secretary shall remain the property of this organization. The secretary shall perform such other duties as are usually incident to his office and as may be prescribed by the Board of Trustees.

(d) The treasurer shall receive and safely and separately keep all money and other property of this organization entrusted to his or her care and shall disburse them under the direction of the Board of Trustees. A complete and accurate account of the finances of this organization shall be kept by the treasurer, which shall be open for inspection at any time by the Trustees of this organization and by the presidents of member societies or their authorized representatives. The treasurer shall also submit such reports and perform such other duties as the Board of Trustees may prescribe. Accounts will be subject to

biennial

financial review by the Board of Trustees or its designee. The treasurer will be bonded.

602. Duties of the Board of Trustees:

(a) The general direction of the affairs of this organization and the general powers necessary for exercising such direction, together with powers to adopt all needful measures for promoting the interests of this organization between meetings of this organization shall be vested in the Board of Trustees.

(b) The Board may as it sees fit appoint and make budget provisions for resource consultant and resource materials in specialized areas of the District work such as:

Religious Education and Church School
Fellowships and Small Societies
College and University Programs
Social Responsibility and Social Action
Denominational Affairs
Adult Programs

These persons and material shall be available directly to organized area Councils and through the District Office to Societies in unorganized areas.

(c) Meetings of the Board shall be held at least four times a year.

Meetings may be held by electronic means that provide for instantaneous communication. Any meeting conducted in such a manner shall not be counted towards the above minimum of four per year. Special meetings may be called by the president and must be called by the secretary upon receipt of request of four members of the Board. Notices shall be sent to members at least ten days prior to the time of the meeting.

(d) A majority of the Board of Trustees shall constitute a quorum at any meeting of the Board and an act of a majority of those present and voting shall represent an act of the Board of Trustees.

(e) A digest of the proceedings of each meeting of the Board of Trustees shall be sent to each society.

(f) A report of the actions of the Board of Trustees shall be submitted to the Annual Meeting of this organization.

(g) The Board shall divide the District into working areas, which may or may not be defined as geographical regions, in such manner as, in its discretion, it feels the needs of the District can best be served. It shall then assign at least one member to each working area, for the purpose of liaison, service and support to the Societies in each such working area.

ARTICLE VII - ADMINISTRATIVE COMMITTEES

701. The Board may appoint such committees as it feels necessary to carry out the needs of the Board, the District and its societies.

702. The president, in consultation with the Board, shall assign to the Trustees their specific committee responsibilities. The Chairs and members of the committees shall be appointed by the president upon the recommendation of the Trustee responsible. The above assignments shall be made annually.

703. The duties of Administrative Committees shall be as follows:

(1) Finance - to propose and establish means for obtaining funds to carry out the operations of this organization; to review and to recommend investment policies of the Board; to prepare the annual budget and the annual financial report; to assist the Board in the administration of such properties as the District may hold; to concern itself with other financial matters of the District. The treasurer shall

be a member of this committee.

- (2) Youth Adult Committee - to encourage Unitarian Universalist religious growth and learning, among those of high school age, and to encourage communication between the youth of the district and all parties with whom they interact. Membership of this committee shall consist of a minimum of seven appointed members, five of whom shall be youth and two of whom shall be adults.
- (3) Religious Education Committee – to promote lifespan religious education within congregations; to nurture and empower religious educators throughout the District; to provide leadership and organization for religious education training opportunities; and to oversee the administration of the Josephine Gould Library. Membership of this committee shall consist of a chairperson, and a minimum of five members representing our diverse population as much as possible.

704. Committees shall submit budgets for their operation to the Finance Committee for its use in preparing the annual budget of the District and shall make annual written reports to the Board and to the Annual Meeting.

ARTICLE VIII - DISTRICT STAFF

801. The District Board shall, within the limitations of its Budget, hire such staff persons as it deems necessary for the proper operation of the District, its programming and support for its member Societies.

ARTICLE IX - NOMINATIONS

- 901.** (a) There shall be a Nominating Committee which shall consist of five members.
- (b) One member shall be elected at each Annual Meeting, except for those years which can be divided by three, when two members shall be elected. The term shall be three years. Vacancies may be filled by the Board to serve until the next Annual Meeting. The Chair of the committee shall be elected by the committee from these elected members. No elected member shall serve consecutive terms.
- (c) One member shall be selected by the Board from its own membership to serve a one year term. There shall be no restriction on succession

for the member appointed by the Board, except that this member can no longer serve as a member of the Committee upon leaving the Board.

- (d) To be eligible to serve on the Nominating Committee, one must be either a legal member of a society or minister settled by a society.
- (e) Not more than one member from a society shall serve on the Nominating Committee at any one time.

902. The Nominating Committee shall present, to the secretary of the Board of Trustees no later than 15 January of each year, at least one nomination for each vacancy on the Board of Trustees and the Nominating Committee and, in the year these Bylaws require election of a Trustee of the UUA, a nominee for that position as well. The secretary shall immediately send these names and the position for which they are nominated to the minister and the lay head of the society of which the proposed nominees are members, to determine their eligibility as defined by Article V, Sections 2 and 4, and Article X, Section 2 of these Bylaws, depending on the office for which the nominations are being made.

903. Nominations for the District Board and Nominating Committee shall be sent to the Societies with the call to the Annual Meeting. Nominations for the UUA Trustee from the District shall be included on the ballot mailed to the qualified societies pursuant to the terms of Article X, Section 4, of these Bylaws.

904. Additional nominations for any vacancy on the Board of Trustees or the Nominating Committee may be made from the floor of the Annual Meeting, and by two legal members of different societies by written petition to the secretary at least 15 days prior to the date of the Annual Meeting, unless the notice of the Annual Meeting shall not be timely, in which case said written petition may be delivered to the secretary at any time prior to the actual commencement of the Annual Meeting itself.

905. Any nominations made by petition, received by the secretary one week prior to the sending of the call for the Annual Meeting, shall be included, along with the nominations made by the Nominating Committee, with the call.

906. Nominees for the Board of Trustees of the St. Lawrence Unitarian Universalist District, presented by the Nominating Committee and by petition, must be from working areas, as established by the Board under Article VI hereof, that have a vacancy. If there shall be more than one nominee from a given area, all such nominees shall run against each other and not at large.

ARTICLE X - NOMINATION AND ELECTION OF A MEMBER OF THE BOARD OF TRUSTEES OF THE UUA

1001. One Trustee of the UUA Board of Trustees shall be elected for a four year term (to begin at the close of the 1969 Unitarian Universalist General Assembly) by the District not less than 45 days or more than 120 days prior to the convening of the regular meeting of the General Assembly held in the odd-numbered year in which the District is entitled to elect a Trustee.

1002. Only those societies legally qualified to vote in meetings of the UUA, as defined in its Bylaws, may participate in the nominating and election process set forth herein.

1003. In addition to nominations pursuant to Article IX, herein, the District Board shall send a request for nominations for this office to all legally qualified societies in the District no later than 31 October of the year immediately preceding the year of the election or, in case of an election to fill a vacancy, by said date or as soon thereafter as is possible. A nominee must be a legal member of a qualified society and shall live within the geographical area of the District. A society may submit one nomination for this office, chosen at either a duly called meeting of the society or by its Board of Trustees, at the option of the society. Certification of a nomination by a society must be received by the District Office or, if none, by the secretary, by 15 January of the election year.

1004. Not less than 105 days before the General Assembly of the UUA, an official ballot shall be prepared by or at the direction of the secretary and mailed to each qualified society for its action at a duly called meeting of its members. Each society shall cast a number of votes equal to the number of legal delegates allowed it by the provisions of Article IV, Section 5 of these Bylaws. All ballots must be received by the District Office or, if none, the secretary, not less than 55 days before the General Assembly of the UUA of the election year. The District president shall select tellers to count the ballots. The Trustee shall be elected by a plurality of the votes cast. In the event of a tie vote, the District Board of Trustees shall cast the deciding vote between the candidates so tied. The secretary shall certify the election of the Trustee to the Moderator of the UUA. A vacancy shall be filled by the District Board of Trustees temporarily until the next UUA General Assembly immediately following the year in which the vacancy occurred. An election, pursuant to the foregoing provisions, shall be held to fill the vacancy for the remainder of the term.

1005. The Unitarian Universalist Board Trustee from the District shall be an ex officio member of the District Board, with vote.

1006. The District Board of Trustees shall make such rules as are necessary to carry out the intent and purposes of this Article.

ARTICLE XI - GENERAL PROVISIONS

1101. The fiscal year of this District shall coincide with that of the UUA. (Note: at present, this is from July 1 to June 30.)

1102. The annual budget shall be adopted by the delegates to the Annual Meeting.

1103. Upon the dissolution of the District, all assets shall be turned over to the UUA.

1104. No part of the income of the District shall inure to the benefit of the officers, trustees or other private persons, except for the payment of reasonable compensation for services rendered by its employees and independent contractors.

1105. No substantial part of the activities of the District shall be the carrying on of propaganda or otherwise attempting to influence legislation and the District shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

1106. Notwithstanding any other provision of these Bylaws, the District shall not carry on any other activities not permitted for organizations exempt from federal income tax under Section 501 (c) (3) of the United States Internal Revenue Code or the corresponding section of any future such code.

ARTICLE XII - RULES OF PARLIAMENTARY PRACTICE

1201. In all cases where these Bylaws are silent regarding a matter of procedure, including elections, the provisions of Robert's Rules of Order shall govern.

ARTICLE XIII - AMENDMENTS

1301. These Bylaws may be amended by a two-thirds vote of the delegates present and voting at any Annual or Special Meeting, provided that the proposed amendments have been submitted by the Board of Trustees or by a petition signed by ten members from one or more member societies and have been included in the call to the meeting.

PROCEDURAL RULES ADOPTED 9-10 JAN 1970 BY THE DISTRICT BOARD FOR CONDUCTING FUTURE ELECTIONS OF A UUA TRUSTEE

1. It is advisable that the St. Lawrence Board recommend to member societies that there be no conflict of interest on the part of SLUUD candidates for the UUA Board such as running simultaneously for a District and a UUA Office.
2. In accordance with Robert's Rules of Order, Revised, 75th Anniversary Edition, ballots and envelopes shall be plainly marked so that they may be identified and held unopened until the tellers are authorized to make their count.
3. The name of the society voting shall appear plainly on the envelope containing the ballot.
4. If a ballot has not been received from a qualified society by ten days prior to the clearly announced deadline, as so marked on the ballot, the person or office receiving the ballots shall remind the societies to send in their vote on time.
5. The Board shall remind all societies to qualify for voting for a SLUUD UUA Trustee in the year preceding the next election of such a trustee.