

FLORIDA DISTRICT UUA BYLAWS
(As revised March 21, 2009)

TABLE OF CONTENTS

ARTICLE I	NAME	2
ARTICLE II	PURPOSE	2
ARTICLE III	MEMBERSHIP AND REPRESENTATION	2
	Section 1 - Composition	
	Section 2 - Voting Delegates at District Meetings	
	Section 3 - Good Standing	
ARTICLE IV	OFFICERS AND DIRECTORS	2
	Section 1 - Composition of Board	
	Section 2 - Officers	
	Section 3 - Elections	
	Section 4 - Directors Elected at Large	
	Section 5 - Terms of Office	
	Section 6 - Nomination of Officers and Directors	
	Section 7 - Board Meetings	
	Section 8 - General Authority of the Board	
	Section 9 - Primary Function of the Board	
ARTICLE V	DISTRICT MEETINGS	4
	Section 1 - Annual Meeting	
	Section 2 - Special Meetings	
	Section 3 - Notice of Meetings	
	Section 4 - Voting Entitlement	
	Section 5 - Quorum	
	Section 6 - Privilege of the Floor	
	Section 7 - Action Taken	
ARTICLE VI	DUTIES OF OFFICERS	4
	Section 1 - President	
	Section 2 - Vice President	
	Section 3 - Secretary	
	Section 4 - Treasurer	
ARTICLE VII	COMMITTEES AND APPOINTMENTS	6
	Section 1 - Appointment of Committee Chairs	
	Section 2 - Committee Reports	
	Section 3 - Nominating Committee	
	Section 4 - Committee on Credentials	
	Section 5 - Youth Council	
ARTICLE VIII	ADMINISTRATION	6
ARTICLE IX	GENERAL PROVISIONS	7
	Section 1 - Fiscal Year	
	Section 2 - Rules Governing Meeting Business	
	Section 3 - Budget	
	Section 4 - Incorporation	
	Section 5 - Waiver of Notice	
ARTICLE X	NOMINATION AND ELECTION OF UUA TRUSTEE FOR THE FLORIDA DISTRICT	7
	Section 1 - Election Committee	
	Section 2 - Qualifications and Nominations for Trustee	
	Section 3 - Ballots	
	Section 4 - Voting	
	Section 5 - Tabulation and Recording of the Vote	
	Section 6 - Term	
	Section 7 - Vacancy	
ARTICLE XI	RESOLUTIONS	8
ARTICLE XII	AMENDMENTS	9
ARTICLE XIII	DISSOLUTION	9

ARTICLE I -- NAME

The name of this organization is the Florida District of the Unitarian Universalist Association.

ARTICLE II -- PURPOSE

The purpose of this organization shall be:

- (a) To cultivate cooperative relationships among the societies in the Florida District and their constituents.
- (b) To promote the religious life of the societies.
- (c) To assist the societies in carrying on active and effective programs within their respective communities.
- (d) To support the Unitarian Universalist Association and to assist in formulating and implementing its policies and programs.

ARTICLE III -- MEMBERSHIP AND REPRESENTATION

SECTION 1 - COMPOSITION: Membership shall be comprised of societies within the Florida District which are members of the Unitarian Universalist Association and which indicate their wishes to assume the privileges and responsibilities of membership in this District.

SECTION 2 - VOTING DELEGATES AT DISTRICT MEETINGS: Each member society in good standing shall be entitled to three (3) voting delegates and any member society with membership of more than fifty (50) persons shall be entitled to one (1) additional delegate for each additional one hundred (100) members, or fraction thereof, to a maximum of eight (8). Each minister professionally serving a society shall be entitled, if he or she so chooses, to be one of the voting delegates for that society.

SECTION 3 - GOOD STANDING: In order to maintain good standing, a society must have made contributions to the UUA Annual Program Fund and to the Florida District for the fiscal year ending the preceding June 30. Only delegates from societies which are in good standing shall have the right to participate in meetings of this District.

ARTICLE IV -- OFFICERS AND DIRECTORS

SECTION 1 - COMPOSITION OF BOARD: The Board of Directors shall consist of the Officers of the District, the Directors elected-at-large, and the District Executive Ex-Officio without vote. Beginning with the election in the year 2000, no congregation may have more than one (1) member serving on the Board.

SECTION 2 - OFFICERS: The Officers of the District shall be a President, a Vice President, a Secretary, and a Treasurer. Beginning with the election in the year 2000, the term of office shall be three (3) years.

SECTION 3 - ELECTIONS: All District-wide elections shall be held at the Annual Meeting each year. All newly elected officers and directors elected-at-large shall assume office at the close of the Annual Meeting at which elected, except for the Treasurer who shall assume office at the beginning of the next fiscal year.

SECTION 4 - DIRECTORS ELECTED AT-LARGE: The number of Directors to be elected at-large each year is the number needed to bring the number of such Directors on the Board up to five (5). No more than one (1) such Director from the same society is eligible to serve on the Board at the same time. The regular term will be for three (3) years. If any Director vacates the position before completing the term, a replacement is to be elected at the next Annual Meeting. As needed, the Board may waive timelines for nominations in order to nominate such replacements.

SECTION 5 - TERMS OF OFFICE: Officers and Directors elected at-large will be limited to the greater of two (2) consecutive terms or a maximum of eight (8) consecutive years. Individuals who have served the limit will be eligible for re-election after being out of office at least one (1) year.

SECTION 6 - NOMINATION OF OFFICERS AND DIRECTORS: The Nominating Committee shall nominate the Officers and Directors as candidates for election at large. The Committee shall make every effort to insure that the Board is composed of members who are broadly representative of the Florida District. All candidates shall be active members of or ministers to affiliated societies which are in good standing according to these and UUA Bylaws and ministers who serve on the District Board must be Fellowshiped by the UUA and Religious Education professionals must be UUA credentialed.

SECTION 7 - BOARD MEETINGS: Meetings of the Officers and Directors shall be held not less than twice a year. Special meetings may be called by the President or upon the request of three (3) members of the Board. Notices shall be sent to members at least ten (10) days before the time of the meeting. A quorum shall consist of fifty percent (50%) plus one (1) of the current Board membership. A report of the actions of the Board shall be submitted to all member societies and to the District Annual Meeting.

SECTION 8 - GENERAL AUTHORITY OF THE BOARD: The general direction of the affairs of this organization and the general authority necessary to exercise such direction, together with the authority to adopt all measures necessary for promoting the interests of this organization, shall be vested in the Board of Directors, subject to annual review by the delegates of the member societies. The Board is authorized to fill any Officer, Director, or Nominating Committee Member vacancy (except that of the President) until the next Annual Meeting when an unexpired term can be filled by election.

SECTION 9 - PRIMARY FUNCTION OF THE BOARD: The primary function of the Board is the making of policy and plans. The Board is hereby empowered to determine its own procedures in order to expedite routine business so that proper attention can be given to policy and planning.

ARTICLE V -- DISTRICT MEETINGS

SECTION 1 - ANNUAL MEETING: The Annual Meeting of this organization shall be held at least fifty (50) days before the date of the UUA General Assembly at a place within the Florida District to be specifically selected by the Board of Directors.

SECTION 2 - SPECIAL MEETINGS: Special meetings of the District may be called by the Board of Directors and shall be called at the written request of five (5) or more member societies. At any such meeting, consideration may be given only to business for which the meeting has been called as stated in the notice of the meeting.

SECTION 3- NOTICE OF MEETINGS: The Secretary shall provide notice of any meeting of delegates by depositing the same in the United States mail, regular first-class postage prepaid, not less than twenty-one (21) days before the date of the meeting, with a separate copy of the notice to be addressed to the minister, Board Chair, or President, and the Secretary or Clerk of each member society.

SECTION 4 - VOTING ENTITLEMENT: At all meetings of the District, those entitled to vote shall be the Officers and Directors of this organization and the delegates from each society in good standing.

SECTION 5 - QUORUM: At meetings of the District, a quorum shall require at least thirty (30) delegates representing at least ten (10) separate member societies. In determining a quorum, Officers and Directors of the District shall be counted as delegates and as representing the society of which the Officer or Director is a member.

SECTION 6 - PRIVILEGE OF THE FLOOR: At the discretion of the Chair, the privilege of the floor shall be extended to those in attendance who are not voting delegates.

SECTION 7 - ACTION TAKEN: Action taken at the Annual Meeting of the District shall constitute the final authority in all policy matters and shall constitute general direction to the Board on budgetary matters. A majority vote of those present and voting shall decide all substantive questions presented at meetings of the District, except as otherwise provided herein.

ARTICLE VI -- DUTIES OF OFFICERS

SECTION 1 - PRESIDENT: The President shall:

- (a) Exercise general supervision over the activities and programs of the District.
- (b) Preside at all meetings of the District and of the Board of Directors.
- (c) In consultation with the Board, appoint all committee chairs not otherwise chosen.

SECTION 2 - VICE PRESIDENT: The Vice President shall:

- (a) In the absence or inability of the President to serve, be vested with the powers of the President and perform those duties. In the event of the death, resignation or permanent inability of the President to serve, the Vice President shall assume the office of President.
- (b) Perform such other duties as the President and the Board may assign.

SECTION 3 - SECRETARY: The Secretary shall:

- (a) Keep minutes of all meetings of the District and of the Board of Directors, and send copies of minutes to the appropriate member groups and individuals.
- (b) Provide all required notices of the meetings of this organization.

SECTION 4 - TREASURER: The Treasurer shall:

- (a) Monitor all District financial transactions to ensure that they:
 - 1. Serve the purposes of the District.
 - 2. Are in accordance with accepted accounting practices.
- (b) Sign and submit required tax and other legal documents.
- (c) Advise the Board of the appropriateness of District financial activities.

ARTICLE VII -- COMMITTEES AND APPOINTMENTS

SECTION 1 - APPOINTMENT OF COMMITTEE CHAIRS: The Board of Directors shall recommend to the President the appointment of committee chairs for such periods as they may deem appropriate and shall specify the duties of each committee at the time of appointment.

SECTION 2 - COMMITTEE REPORTS: Each committee shall make a written report to the Board of Directors for inclusion in the Annual Report to delegates.

SECTION 3 - NOMINATING COMMITTEE:

- (a) The Nominating Committee shall consist of six (6) persons who shall serve for three (3) years each. The number of members to be elected each year is the number needed to bring the membership up to six (6). If any member vacates the position before completing the term, a replacement is to be elected at the next Annual Meeting to complete said term. No member may serve more than five (5) years in succession. No Committee member is eligible to be nominated for any District Board position by the Committee.
- (b) The Nominating Committee shall nominate candidates to serve on the Nominating Committee. Efforts should be made to have at least two (2) members who have served on the District Board and to have members on the Committee who are broadly representative of the Florida District. All candidates for Nominating Committee shall be active members of or ministers to affiliated societies which are in good standing according to these and UUA Bylaws and ministers who serve on the Nominating Committee must be Fellowshiped by the UUA and Religious Education professionals must be UUA credentialed.
- (c) The Committee shall present at least one (1) nomination for each position to be filled. No person shall be nominated by the Committee nor from the floor at the Annual Meeting without the nominee's consent. It is recommended that the report of the Committee include biographical material for each nominee. The report shall be submitted to the Board of Directors at least sixty (60) days before the Annual Meeting and copies shall be included in the Notice of the Annual Meeting.

SECTION 4 - COMMITTEE ON CREDENTIALS: There shall be a Committee on Credentials composed of at least three (3) members, to be appointed by the Board of Directors before the Annual Meeting. It shall be responsible for determining the credentials for voting members and the supervision of elections and balloting procedures at the Annual and Special Meetings of the District and shall make such reports to each meeting as the delegates or the Secretary shall direct. In order to be recognized as a voting delegate, a representative must be certified as a delegate or an alternate by the society being represented. Proxy voting will not be honored. The certification should be in writing over the signature of an officer of the society. However, the Committee on Credentials shall have the authority to use other reasonable criteria in determining credentials.

SECTION 5 - YOUTH COUNCIL: There shall be a Youth Council. The purpose of the Youth Council shall be to promote and coordinate youth programming. It is the governing body for YRUU (for ages 12-20) throughout the District. The Youth Council shall be composed of the continental Youth Council representative and other youth and adults appointed by the District Board.

ARTICLE VIII -- ADMINISTRATION

In cooperation with the UUA, the Board is authorized to employ a District Executive to administer district programs and services. The District Executive is to maintain a district office with a mailing address and supervise the office staff

ARTICLE IX -- GENERAL PROVISIONS

SECTION 1 - FISCAL YEAR: The fiscal year of this organization shall be from July 1 through June 30.

SECTION 2 - RULES GOVERNING MEETING BUSINESS: The business of each District Meeting shall be conducted in accordance with these By-Laws and the latest edition of *Roberts Rules of Order*.

SECTION 3 - BUDGET: The annual budget of this organization shall be supported by its member societies, together with such funds as may be secured from other sources. The "fair share" of member societies shall be determined at the Annual Meeting preceding the fiscal year in which it is to be collected.

SECTION 4 - INCORPORATION: The Florida District of the UUA shall be incorporated under the laws of the State of Florida.

SECTION 5 - WAIVER OF NOTICE: Any notice required by these By-Laws shall be deemed sufficiently given if a Waiver of Notice is subsequently signed by a majority of the members of the group entitled to the notice.

ARTICLE X -- NOMINATION AND ELECTION OF UUA TRUSTEE FOR THE FLORIDA DISTRICT

SECTION 1 - ELECTION COMMITTEE: At least two hundred and thirty days (230) before the General Assembly in which the Trustee is entitled to take office, the District Board shall appoint an Election Committee of at least two people, shall designate a mailing address for the Committee and shall cause notice of the appointment of the Committee to be mailed to all active member congregations, together with a request for nominations. The Election Committee shall be responsible for election guidelines governing contested elections and carry out the requirements of the By-Laws in such a manner that the election will be completed at least thirty (30) days before the District Annual Assembly.

SECTION 2 - QUALIFICATIONS AND NOMINATIONS FOR TRUSTEE:

- a. A qualified candidate will reside in the Florida District and be a member of a member congregation located therein. A candidate who ceases to meet these qualifications shall be disqualified.
- b. Each active member congregation in the District may nominate (1) and no more than one (1) qualified candidate for the post of UUA Trustee. This nomination shall be certified by the clerk or secretary and the president of the congregation and sent to the Election Committee so that it is received no less than ninety (90)

days before the District Annual Assembly. No one shall be nominated without his or her consent.

- c. The Election Committee will gather standard information from the qualified candidates which will accompany the ballot sent to member congregations.

SECTION 3 - BALLOTS: The Election Committee shall receive the nominations, confirm the qualifications of the candidates, prepare ballots, and mail one (1) along with information about each candidate, to each of the active member congregations in the District at least seventy-five (75) days before the District Annual Assembly. If more than two candidates are nominated, the ballots shall be prepared and the election conducted in the same manner as that provided for election of the president in the UUA By-Laws, Article IX, Section 9.10 (a).

SECTION 4 - VOTING: Each congregation shall vote on the candidates at a local meeting of the congregation and shall cast the number of votes equal to the number of delegates to which it would be entitled at the General Assembly based on the number of members given on the UUA Membership Confirmation Form. Ministerial and accredited DRE General Assembly delegates may be counted in the vote total when permitted by UUA by-Laws. The total number of votes allowed the congregation shall be distributed among the candidates as the society shall determine, with no fraction of a vote permitted. The vote shall be recorded on the ballot certified by an officer of the congregation, and returned to the Election Committee by US mail so that it is received no later than forty-five (45) days before the District Annual Meeting. Ballots are to remain confidential until counted and the results made public by the Election Committee.

SECTION 5 - TABULATION AND RECORDING OF THE VOTE: The Election Committee shall arrange to count the votes no later than thirty (30) days before the District Annual Assembly. In a timely manner, the Election Committee shall submit a proposed method for tabulating the votes to the Board of the Florida District for approval. After the election the committee shall report to the Board the approved method and persons used in tabulating the votes along with the results of the election. A letter signed by the Election Committee members shall be sent to the Secretary of the UUA giving the contact information of the newly elected trustee.

SECTION 6 - TERM: The trustee shall take office immediately after the close of the General Assembly in the year in which they are elected. The trustee shall serve for terms of four years or until her or his successor is elected. Any partial term of more than two years shall be considered a full term for purposes of this section. No trustee may serve more than two complete full terms.

SECTION 7 - VACANCY: A vacancy created by death, disqualification, resignation, or removal of a trustee representing the district shall be filled by the Florida District Board of Directors in accordance with UUA bylaws ARTICLE VI. Section 6.8 (b).

ARTICLE XI -- RESOLUTIONS

To be presented for adoption at a meeting of the District, a resolution must have been furnished in writing to each member society at least twenty-one (21) days before the meeting. This rule may be waived by the favorable vote of three-fourths (3/4) of the delegates present at any meeting of the membership.

ARTICLE XII -- AMENDMENTS

These by-laws may be amended by the favorable vote of three-fourths (3/4) of the delegates present and voting at any Annual or Special Meeting, provided a copy of the proposed amendment has been mailed to the member societies with the call of the meeting. Proposed amendments may originate with the By-laws Committee, the District Board or by petition of at least five member societies. Additional amendments to the by-laws shall not be acted upon at the meeting.

ARTICLE XIII -- DISSOLUTION

In the event of dissolution of this organization, all of its assets shall be vested in the UUA.