



Rationale for Proposed Bylaw Changes

Congregational Vote – June 6, 2021, UUA Annual Meeting

Updated 4/12/21

This document describes the rationale for a set of proposed changes to the UUA Bylaws. The most recently adopted UUA Bylaws are [available on our website using this link](#). All of the specific proposed wording changes are shown in a separate document.

The proposed bylaw additions include several non-critical changes that would provide clarification and one new article that would add a new process for adopting or rescinding congregational resolutions.

New Article on Passing and Rescinding Congregational Resolutions

The bylaw addition that would make substantive changes to current procedures is a proposed new ARTICLE IX, specifying how to adopt or rescind a congregational resolution. This new article would strengthen and better clarify the **policies** on congregational resolutions already adopted by the Board of Trustees (BOT) in December, 2020. (See Appendix D in the [most recent BOT Governing Policies](#), adopted in Dec, 2020.)

In brief, the new ARTICLE IX specifies that

- The BOT guides the process. (The current process is described in Appendix D, Governing Policies)
- The quorum required is 25% for passing a resolution, 15% for rescinding it.
- A minimum 80% favorable vote is needed to pass a resolution; >50% to rescind it.

BOT Guides the Process: Especially since this is a new process, it is best not to over-specify it in our bylaws. As representatives of the full congregation and as the keepers of our UUA vision, the BOT must make sure a healthy, community-building process is used when we speak out as a congregation.

Percent to pass: In more than a year of discussions with UUA groups, individual congregants, and staff members about the resolutions procedures, the most controversial detail has been the percent of affirmative votes needed to approve a resolution—Some feeling it should be higher than 80% and some feeling it should be lower or not specified until time for the vote. In setting the number at 80%, the following were considerations:

- Historically, UUA has used an inconsistent method of deciding what the percentage of affirmative votes should be for passing a resolution. This bylaw would specify a number, making the process more consistent and transparent.
- Claiming the voice of the full congregation obviously should require very strong support, however, expecting a resolution to get 100% approval would likely mean never passing a resolution. Other congregations requirements vary between a two thirds majority and 100%. One experienced minister pointed out that a statement in the name of the congregation that is NOT supported by 33% of the members is not healthy for the community and does not accurately represent the membership.
- UUs value our diversity of thought. In a healthy mix of perspectives, we would expect that segments of the congregation might work on causes that are not necessarily supported by other segments of the congregation and that's fine. We do not often speak out with one voice, and when we do, we hope that would be a powerful experience that affirms and energizes the full congregation.
- Our UUA history affirms that a higher than 80% bar is attainable. In recent history, UUA resolutions and large decisions have either failed or have passed with greater than 85% approval.

For those who like to see the numbers

There are two numbers to consider when looking at a “super-majority”: (a) how many eligible voters actually vote (voter turnout), and (b) of those casting votes, how many actually vote in the same direction. As an example, let’s assume our community includes 600 members. With an example of a 20% quorum (a minimum of 120 votes cast) and an 80% approval requirement, this would result in a minimum of 96 votes to be in favor (80% of the 120 votes). The full field of combinations looks something like this:

percent of votes in favor									
90%	54	108	162	216	270	324	378	432	486
80%	48	96	144	192	240	288	336	384	432
70%	42	84	126	168	210	252	294	336	378
60%	36	72	108	144	180	216	252	288	324
50%	30	60	90	120	150	180	210	240	270
40%	24	48	72	96	120	144	168	192	216
30%	18	36	54	72	90	108	126	144	162
20%	12	24	36	48	60	72	84	96	108
10%	6	12	18	24	30	36	42	48	54
	10%	20%	30%	40%	50%	60%	70%	80%	90%
	percent of total group who actually vote								

Lower percent to rescind: The rationale for having lower requirements for rescinding a resolution is that rescinding would most likely occur when a situation had changed and the resolution led to unintended consequences that the congregation would want to change fairly easily and quickly.

Non-critical Additions to Strengthen Our Bylaws

There are several bylaw additions the congregation will be asked to vote on at the 2021 Annual Meeting. A few of the changes are proposed in order to strengthen and clarify the bylaws; they would not change any structures or procedures. These smaller changes would

- consolidate information on quorum requirements;
- more clearly state the congregation’s areas of authority;
- better specify how a decision would be made to dissolve the congregation.

Rationale – Quorum Requirements

The proposed change to ARTICLE IV would group the quorum numbers in this section and list two situations currently not specified-- **passing resolutions and dissolving the congregation**. Since these two situations are very critical decisions, both would require the higher 25% quorum.

Rationale – The Congregation’s Authority

The current ARTICLE V does not list **amending the bylaws and dissolving the congregation** as authorities of the Congregation. Amending the bylaws is stated in a different section, but should be included here. The proposed change adds the Congregation’s authority to **approve or rescind resolutions**, supporting the current procedures for passing resolutions.

Rationale -- ARTICLE XI—DISSOLUTION [This would become ARTICLE XII if a new IX is approved.]

Our current dissolution bylaw meets state and UUA requirements for stating how to disperse any property belonging to UUAA, but it gives no guidance on how the Congregation could be dissolved. The proposed change would specify that the Congregation can make this decision in a meeting called specifically for the purpose of voting to dissolve. 25% of the Full Members must be present and 2/3 or more must vote to dissolve. This is consistent with some other organizations bylaws.