

1 **American Ethical Union (AEU) Bylaws**

2  
3 (as amended through May 31, 2005 and approved in November, 2005, by the  
4 AEU Board of Directors as a true and accurate record of those amendments)  
5  
6

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32  
33 Preamble  
34

35 The purposes of the American Ethical Union (hereinafter called in these Bylaws "the  
36 AEU") are to promote the knowledge, the love and the practice of right living in all the relations  
37 of life; to join its members into a religious and educational fellowship in an effort to advance the  
38 moral growth of humanity through study, social action and spiritual consecration; to bring into  
39 close fellowship of thought and action all existing Ethical Culture Societies and such other  
40 Ethical Societies, Ethical Humanist Societies, and other organizations as may be established and  
41 admitted to the AEU, and to facilitate the growth of the Ethical Movement.  
42

43 ARTICLE I. Membership  
44

45 Section 1. In General. Membership in the AEU shall be available to organizations  
46 meeting the qualifications set forth in these Bylaws.  
47

48 Section 2. Admission - Societies and Fellowships.  
49

50 a) In General. An organization shall be eligible for membership if its purposes are  
51 in harmony with those of the AEU, if it meets the qualifications hereinafter set  
52 forth, and if it complies with the procedural requirements of the AEU. Such  
53 organization shall be admitted as either a Society or a Fellowship, following a  
54 recommendation of the Membership Committee, as specified below and in  
55 Section 5.  
56

57 b) Societies. An organization shall be admitted to membership as a Society by a  
58 majority vote of the Assembly. To be eligible for admission as a Society an  
59 organization:

60  
61 i) Shall have met regularly and conducted a program for at least three  
62 (3) years after admission as a Fellowship;

63  
64 ii) Shall have made provision for some Leadership services;

65  
66 iii) Shall have made provision for the religious education of children  
67 and/or of adults; and

68  
69 iv) Shall have at least 50 individual members and shall be legally  
70 incorporated.  
71

72 c) Fellowships. An organization shall be admitted to membership as a Fellowship by  
73 a majority vote of the Board of Directors. To be eligible for admission as a  
74 Fellowship an organization:

- 75  
76 I) Shall have met regularly and conducted a program;  
77  
78 ii) Shall have made provision for the religious education of children and/or of  
79 adults; and  
80  
81 iii) Shall have at least 10 individual members.  
82  
83 d) The Ethical Society Without Walls shall be exempt from the requirements of  
84 Article 1, Section 2 b).  
85

86 Section 3. Affiliated Organizations. The Board of Directors of the AEU, after  
87 consultation with the National Leaders Council or the Membership Committee,  
88 may admit to affiliate status in the AEU any other organization, to be known as an  
89 Affiliated Organization, the purposes and programs of which, in the judgment of  
90 the Board, are auxiliary to and support the purposes and objectives of the AEU  
91 and its Committees. Such organization shall make written application for  
92 affiliated status, stating that it subscribes to the purposes and objectives of the  
93 AEU and pledging to support the AEU. Such affiliate status shall continue so long  
94 as the purposes and programs of the Affiliated Organization continue, in the  
95 judgment of the Board, to be auxiliary to and in support of the objectives of the  
96 AEU. Each Affiliated Organization shall have voting rights as set forth in Article  
97 II, shall be required to participate with the appropriate Committee as determined  
98 by the Board, and shall make a financial contribution to the AEU annually, in an  
99 amount to be determined by the Board.

100  
101 Section 4. Adjustment of Status - Societies and Fellowships. The Membership Committee  
102 shall annually review the membership status of Societies and Fellowships. Such  
103 status may be adjusted as follows:

- 104  
105 a) Societies which fail to meet the requirements of Article I, Section 2b for three (3)  
106 consecutive years may revert to Fellowship status.  
107  
108 b) Fellowships which fail to meet the requirements of Article I, Section 2c for three  
109 (3) consecutive years may lose their Fellowship status, but may, with Board  
110 approval, become Affiliated Organizations.  
111

112 Section 5. Termination of Membership:

- 113  
114 a) Member Organizations:  
115  
116 i) Voluntary Termination. Any member organization may withdraw  
117 from membership on six (6) months' notice to the Board. Such notice shall

118 be signed by at least three (3) officials of such organization, duly  
119 certifying that a majority of the members of such organization have voted  
120 for withdrawal. If the member organization has fulfilled all of its  
121 obligations, financial and otherwise, to the AEU, and the Board is unable  
122 to remove the grounds of such organization's decision to withdraw, the  
123 Board shall notify the other member organizations. Such withdrawal from  
124 membership shall become effective on expiration of the period of such  
125 notice.

126  
127 ii) Involuntary Termination. The membership of any Society may be  
128 terminated for reasonable cause by a two-thirds vote at any Regular or  
129 Special Assembly. Such vote shall be taken only following a resolution of  
130 the Board after review and recommendation by the Mediation Committee.  
131 The Society involved shall be given written notice of such resolution and  
132 the reasons thereof not less than three (3) months prior to such Assembly  
133 and shall have the right to attend such Assembly and be heard on such  
134 resolution. In addition to the adjustment set forth in Section 5, the  
135 membership of any Fellowship or the status of an Affiliated Organization  
136 may also be terminated for reasonable cause by the Board after review and  
137 recommendation by the Mediation Committee.

138  
139 b) Use of Name Restricted. Admission to membership in the AEU of any  
140 member organization shall constitute its consent and agreement that on  
141 termination of such membership, whether voluntary or involuntary, such  
142 organization will cease to use the name Ethical Society or Fellowship, Ethical  
143 Culture Society or Fellowship, or Ethical Humanist Society or Fellowship, or  
144 variation thereof, and will otherwise avoid the use of words or conduct which  
145 convey the impression of membership in or affiliation with the AEU.

146  
147 Section 6. Restrictions on Member Organizations:

148  
149 a) Personal Rights. Member organizations shall be committed to freedom of  
150 thought concerning theological, social, governmental, and religious matters; and  
151 there shall be no discrimination on account of race, religious background, national  
152 origin, gender, or sexual orientation.

153  
154 b) Governmental and Judicial Proceedings. No member organization shall,  
155 without prior consultation with the Law Committee, file any application or other  
156 legal document, nor institute, defend or participate as a party in any legal or  
157 administrative proceeding, whether at the federal, state or local level, with respect  
158 to any substantial matter, such as status as a tax-exempt organization or  
159 qualification as a religious organization.

160

- 161 c) Religious Education. New member organizations shall consult with the Religious  
162 Education Committee prior to instituting any program of religious education.  
163
- 164 d) Leadership. No member organization shall appoint any person to perform the  
165 functions or use the title of Leader or Associate Leader unless such person has  
166 been so approved by the Board and placed on the roster by the Leadership  
167 Committee, as provided in Article V. Section 4. d). Any member organization  
168 wishing to appoint a new Leader or Associate Leader or to change Leaders shall  
169 consult with the Leadership Committee before negotiating with any individual or  
170 member organization directly. No member organization shall appoint any person  
171 to a position of Leadership training without the approval of the Leadership  
172 Committee.  
173

## 174 ARTICLE II. Assembly 175

- 176 Section 1. Authority. The legislative, budgetary, and policy-making authority of the  
177 AEU shall be in the Assembly.  
178
- 179 Section 2. Composition. The Assembly shall be composed of:  
180
- 181 a) Delegates chosen by the member organizations, provided that each Society  
182 or Fellowship's President shall serve as that group's primary delegate to  
183 the annual Assembly, although a President may designate another Board  
184 member or officer from their Society to attend the Assembly in their place;  
185
  - 186 b) all certified Leaders;  
187
  - 188 c) all members of the Board; and  
189
  - 190 d) all past presidents of the AEU.  
191
- 192 Section 3. Regular Assemblies. There shall be a Regular Assembly of the AEU at least  
193 every two years. The Board of Directors shall designate the time and place of the  
194 meeting and the matters to be considered, subject to the directions of the previous  
195 Assembly.  
196
- 197 Section 4. Special Assemblies. A Special Assembly may be called at the direction of the  
198 Board of Directors, at such time and place as the Board may designate, but only  
199 such business shall be transacted at any such Special Assembly as has been stated  
200 in the notice thereof.  
201
- 202 Section 5. Notice and Agenda. Notice of each Regular or Special Assembly and the  
203 agenda thereof shall be sent not less than 30 days prior to the date of such

204 Assembly to each member organization. Such agenda shall contain a statement of  
205 the formal business and reports to be presented and a statement of all matters  
206 which it is proposed to place before the Assembly for consideration and vote,  
207 including all matters requested to be placed on such agenda by any member  
208 organization.

209  
210 Section 6. Quorum. The presence in person of delegates entitled to cast a majority of  
211 the total number of votes eligible to be cast at the Assembly by member  
212 organizations shall constitute a quorum.

213  
214 Section 7. Voting Rights.

215  
216 a) Societies and Fellowships. Each Society and Fellowship shall be  
217 entitled to one (1) vote plus one (1) additional vote for each 50 individual  
218 members or fraction thereof (provided such fraction consists of at least 10  
219 members). Each Society and Fellowship shall vote through delegates  
220 appointed by it from among its members and shall be entitled to one (1)  
221 delegate for each vote it may cast pursuant hereto. Each Society and  
222 Fellowship may apportion among its delegates the total number of votes to  
223 which it is entitled.

224  
225 b) Leaders, Directors and Past Presidents. Each certified Leader; each  
226 member of the Board of Directors, and each past President of the AEU  
227 shall be entitled to one (1) vote, but no such person shall be entitled to  
228 more than one (1) vote by reason of holding more than one of these  
229 positions. Any such person who is appointed as a delegate by a member  
230 organization, however, shall have the right to vote as such delegate in  
231 addition to such vote as a Leader or Director or Past President.

232  
233 c) Affiliated Organizations. Each Affiliated Organization shall be  
234 entitled to one (1) delegate having one (1) vote.

235  
236 Section 8. Referendum: Letter Ballots. On submission of any business to the Assembly,  
237 whether proposed by the Board of Directors or at the request of any member  
238 organization, the Assembly may, by a three-fourths vote of the total vote present  
239 at the Assembly, or a one-third vote if it is new business which was not included  
240 in the notice of the Assembly, refer any such business to the member  
241 organizations for further consideration. Such reference shall direct whether a  
242 letter ballot shall be taken or whether the business shall be considered at a future  
243 Assembly. When a letter ballot is called for, those eligible to vote shall be the  
244 persons included in subsections (b), (c), and (d) of Section 2 of this Article II,  
245 each of whom shall be entitled to cast one (1) ballot, and the member  
246 organizations, each of which may cast as many ballots as the number of votes it is

247 entitled to under these Bylaws determined as of a time fixed in the reference.

248

249 Section 9. Action of the Assembly. Except as otherwise provided by statute, by the  
250 Certification of Incorporation, or by these Bylaws, any action approved by a  
251 majority of the votes cast at an Assembly at which a quorum is present shall be  
252 the act of the Assembly.

253

254 Section 10. Resolutions. In voting on matters of public issue a two-thirds majority of the  
255 votes cast at an Assembly at which a quorum is present is required for passage.

256

### 257 ARTICLE III. AEU Board of Directors

258

259 Section 1. Authority. The management of the property and affairs of the AEU shall be vested  
260 in the Board of Directors (sometimes in these Bylaws referred to as the Board).  
261 The Board shall have full power and authority to manage the affairs of the AEU  
262 in the interim between Assemblies and to act for the Assembly. The Board's  
263 actions shall have the same force and effect as though taken by the Assembly,  
264 provided, however, that such actions shall be consistent with any prior directions  
265 to the Board or limitations upon its authority fixed by the Assembly.

266

267 Section 2. Composition and Election:

268

269 a) Composition. Beginning with elections held at the annual Assembly in  
270 the fiscal year ending on September 30, 2006, the Board of Directors shall  
271 be composed of eleven Directors. Two Directors shall be designated by  
272 the National Leaders Council from among its members. Nine Directors  
273 will be elected by ballot at the Assembly.

274

275 b) Terms. Beginning with elections held at the annual Assembly in  
276 the fiscal year ending on September 30, 2006, the terms of office of all  
277 Directors shall be for three years and all Directors shall be eligible for  
278 reelection for one (1) additional successive term. A director having served  
279 for a total of two (2) successive terms shall not be eligible for election for  
280 at least one year. At the first annual meeting of Directors following the  
281 adoption of these bylaws, the slate shall be divided equally into three (3)  
282 separate classes and the directors chosen for the classes according to the  
283 number of points received, with the greatest number of points serving for  
284 the longest periods. The term of the first class shall end one (1) year from  
285 the date of election, the term of the second class shall end two (2) years  
286 from the date of election, and the term of the third class shall end three (3)  
287 years from the date of election, with rotations thereafter provided for  
288 election of one-third of the Directors each year; and further providing that  
289 if a board member departs the board before the end of their term a

- 290 replacement shall be elected at the next assembly to fill the remainder of  
291 the departing member's term.
- 292
- 293 c) Eligibility. Any member of a member organization of the AEU shall be  
294 eligible for election to the Board of Directors.
- 295
- 296 d) Board Development Committee and Nomination Process
- 297
- 298 i) A Board Development Committee shall be created and shall serve  
299 as the nominating committee for AEU. The President of the Board  
300 of Directors shall appoint the Chair of the Board Development  
301 Committee, and the Chair and the President shall then appoint the  
302 committee members. It is anticipated that the President and Chair  
303 shall seek the advice and counsel of the Board of Directors  
304 regarding these appointments.
- 305
- 306 ii) The Board Development Committee shall establish procedures for  
307 the identification of qualified individuals for Directors and Officers  
308 of the Board of Directors and shall present a slate of Officers and  
309 Directors to the delegates of the Assembly in ample time for their  
310 review and consideration before the Assembly. The deliberations  
311 of the Board Development Committee shall be confidential.
- 312
- 313 iii) Write-in candidates for nomination to the Board of Directors shall  
314 require ten signatures. All write-in nominations must be submitted  
315 to the Board Development Committee at least seven days prior to  
316 their publication of the candidate slate for the Assembly.  
317 Nominations for Directors shall not be accepted from the floor  
318 during the Assembly; however, individual members and member  
319 organizations shall be encouraged to submit suggestions for  
320 nominations for director positions to the Board Development  
321 Committee during a formal and well-announced nominating  
322 period.
- 323
- 324 e) Voting Rights. Only the delegates representing Societies, Fellowships, and  
325 affiliated organizations as defined in Article II, Section 7 shall cast ballots in the  
326 election and each Society and Fellowship shall have one ballot for each vote to  
327 which it is entitled.
- 328
- 329 f) "Ranked-Weighted" Balloting. Each voter may vote for up to nine  
330 candidates and shall rank their choices from highest to lowest. Each voter's  
331 highest ranked candidate would receive nine points, the next highest would  
332 receive eight points, and so on, down to the ninth ranked candidate, who would

333 receive one point. The total points from all voters would then be tallied for each  
334 candidate.

335  
336 g) Election Criteria. The candidates receiving the greatest number of points  
337 shall be elected unless more than one are from the same society, in which case  
338 only the highest-scoring candidate from each society would be elected. When a  
339 candidate is a member of more than one society, the candidate shall state in  
340 advance of the election which one of their society memberships shall apply for  
341 this restriction.

342  
343 h) Vacancies. Vacancies on the Board of Directors may be filled for the balance  
344 of the remaining term by the National Leaders Council in the case of their  
345 appointed representatives and, until the next Assembly, by the Board in the case  
346 of elected Directors. Any Board member who misses three consecutive meetings  
347 without prior excuse may be removed from the Board.

348  
349 Section 3. Meetings.

350  
351 a) Frequency. The Board of Directors shall meet regularly a minimum of five (5)  
352 times a year. Special meetings may be called at any time by the President, or on  
353 written request of five (5) or more Directors.

354  
355 b) Quorum. Two-thirds of the members of the Board of Directors shall  
356 constitute a quorum. Except as otherwise provided by statute, by the Certificate of  
357 Incorporation or by these Bylaws, the action of a majority of the Directors present  
358 at any meeting at which a quorum is present shall be the act of the Board. No  
359 person serving on the Board shall have more than one (1) vote.

360  
361 Section 4. Special Actions in the Name of the AEU. The Board of Directors shall have  
362 authority to take appropriate action in the name of the AEU with respect to  
363 specific public issues of immediate, paramount ethical importance. Whenever  
364 feasible, each member organization shall first be consulted to ascertain whether  
365 there is any substantial disagreement with the proposed action. Any action taken  
366 pursuant to this section shall be taken only by a three-fourths vote of those present  
367 and entitled to vote at any meeting of the Board at which a quorum is present.

368  
369 ARTICLE IV. Elected Officers

370  
371 Section 1. Election of Officers. Beginning with elections held at the annual Assembly in  
372 the fiscal year ending on September 30, 2006, or at any adjournment thereof, the  
373 Delegates to the Assembly shall elect the following Officers: a President, one or  
374 more Vice Presidents, a Secretary, a Treasurer and such other Officers as the  
375 Assembly may from time to time deem advisable.

- 376  
377 a) All elected Officers shall be Directors. The same person may be elected to more  
378 than one office, except that the same person shall not hold the offices of the  
379 President and Secretary.  
380  
381 b) Nomination Process.  
382  
383 i) The Board Development Committee shall establish procedures for the  
384 identification of qualified individuals for Officers of the Board and shall  
385 present a slate of Officers to the delegates of the Assembly in ample time  
386 for their review and consideration before the Assembly. The deliberations  
387 of the Board Development Committee shall be confidential.  
388  
389 ii) Write-in candidates for nomination as an Officer shall require fifty  
390 signatures representing at least five different Societies. All write-in  
391 nominations must be submitted to the Board Development Committee at  
392 least seven days prior to their publication of the candidate slate for the  
393 Assembly. Nominations for Officers shall not be accepted from the floor  
394 during the Assembly; however, individual members and member  
395 organizations shall be encouraged to submit suggestions for nominations  
396 for officer positions to the Board Development Committee  
397  
398 c) Voting Rights. Only the delegates representing Societies, Fellowships, and  
399 affiliated organizations as defined in Article II, Section 7 shall cast ballots in the  
400 election and each Society and Fellowship shall have one ballot for each vote to  
401 which it is entitled.  
402  
403 d) Balloting. The candidates receiving the highest number of votes shall be  
404 elected.  
405  
406 Section 2. Powers and Duties  
407  
408 a) President. The President shall have the duties usually incident to such office,  
409 shall preside at all meetings of the Board of Directors and the Assembly, and shall  
410 be a member, ex-officio, of all AEU Committees. The President, in consultation  
411 with the other Officers of the Board, shall determine whether to act in emergency  
412 situations.  
413  
414 b) Vice-President. The Vice-President shall serve as acting President in the  
415 absence of the President, and shall serve as acting President until the next meeting  
416 of the Board of Directors in the case of the disability or death of the President. If  
417 the Vice-President cannot serve, then the Secretary and Treasurer shall succeed,  
418 in that order.

419  
420 c) Treasurer. The Treasurer shall have custody of the funds and other property  
421 of the AEU. The Treasurer shall oversee the keeping of books of account, ensure  
422 the auditing of these books at least annually by an independent firm of certified  
423 public accountants approved by the Board of Directors, and make this audit  
424 available for the inspection of the Board and the Assembly. The Treasurer shall be  
425 a member, and may serve as the chair, of the Finance Committee, and shall ensure  
426 that investments are made in accordance with AEU policy.

427  
428 d) Secretary. The Secretary shall keep the minutes of the Board of Directors and  
429 the Assembly, and keep custody of the corporate records and the corporate seal.  
430 The Secretary shall maintain a roster of the membership of the AEU, and shall  
431 perform the duties usually incident to that office.

432  
433 Section 3. Terms, Vacancies and Removal

434  
435 a) Terms. Officers shall be nominated and elected each year. All elected  
436 Officers shall hold office for a one (1) year term and may stand for reelection in  
437 each of the next two (2) succeeding years, but not to exceed their class  
438 membership on the Board of Directors.

439  
440 b) Vacancies. Vacancies shall be filled by election by the Board of Directors  
441 from among its members for the balance of the unexpired term. Any office not  
442 filled at the Assembly or at any adjournment thereof may be filled by the Board at  
443 any meeting.

444  
445 c) Removal From Office. Any elected Officer may be removed from office,  
446 for cause, by a vote of two-thirds of the entire membership of the Board of  
447 Directors at any regular or special Board meeting, on recommendation of the  
448 Mediation Committee. Notice of such proposed removal shall be provided at least  
449 30 days prior to such meeting.

450  
451 ARTICLE V. Committees

452  
453 Section 1. Standing Committees. The standing committees of the AEU shall be:

- 454 a) Membership Committee,  
455  
456 b) Leadership Committee,  
457  
458 c) Religious Education Committee,  
459  
460 d) Finance Committee,  
461

- 462  
463 e) Mediation Committee,  
464  
465 f) Law Committee,  
466  
467 g) Assembly Committee,  
468  
469 h) Board Development Committee,  
470  
471 i) Fund Development Committee,  
472  
473 j) Planning Committee, and  
474  
475 k) Such other standing committees as the Assembly or the Board of Directors shall  
476 deem necessary to carry on the work of the AEU.  
477
- 478 Section 2. Committee Powers and Duties. The composition, manner of selection,  
479 powers, and duties of all standing committees shall be established by the Board of  
480 Directors or these bylaws.  
481
- 482 Section 3. Leader Representatives. The National Leaders Council shall be entitled to  
483 appoint one Leader to each standing committee and one half of the members of  
484 the Leadership Committee. The Board of Directors shall consult with the National  
485 Leaders Council to determine the need for additional Leader representation on all  
486 standing committees.  
487
- 488 Section 4. Leadership Committee. The Leadership Committee shall:  
489
- 490 a) Encourage men and women to take up training for Leadership under a training  
491 program approved by the National Leaders Council and administered by the  
492 Leader members of the Leadership Committee;  
493  
494 b) Approve the appointment of persons to be trained for Leadership and the use of  
495 titles reserved for such positions;  
496  
497 c) Determine qualifications for Leadership in the AEU;  
498  
499 d) Recommend to the Board certification or licensing of individuals as Leaders, with  
500 such recommendation to be by the votes of not less than two-thirds of the  
501 membership of the Committee;  
502  
503 e) Recommend to the Board of Directors, following consultation with the Mediation  
504 Committee, revocation of certification or license of individuals as Leaders, with

505 such recommendation to be by the votes of not less than two-thirds of the  
506 membership of the Committee; and

507  
508 f) Keep a roster of individuals who have been certified or licensed as Leaders.  
509

510 Section 5. Special Committees. Special committees may be established from time to time  
511 by the Assembly or the Board of Directors. The chair of a special committee shall  
512 be appointed by the President. The members of any special committee shall be  
513 appointed by the chair in consultation with the President. The National Leaders  
514 Council, through its President, shall be entitled to appoint to each special  
515 committee one Leader, or more as determined in consultation with the AEU  
516 President.

517  
518 Section 6. Term of Service and Duties of Officers and Members  
519

520 a) All Chairs of all standing committees shall be vacated upon the election of an AEU  
521 President.

522  
523 b) The President shall appoint all standing committee and task force chairs.  
524 Committee and task force chairs, with the advice of the President, shall appoint  
525 members to their respective groups.  
526

527 c) No person shall continue as a member of a standing committee for more than six  
528 consecutive years. However, under exigent circumstances, the Board of Directors  
529 may waive this term limit.  
530

531 d) The President shall have the authority to remove any committee chair or member  
532 for or without cause. Except as required by these bylaws or the Board of  
533 Directors, the Chairs, Vice Chairs, Immediate Past chairs, and members of all  
534 standing committees, special committees, and task forces serve at the pleasure of  
535 the President.  
536

537 e) It shall be the duty of the Chair to call and preside at meetings, fix and publish the  
538 agenda, and see that minutes are taken and distributed. The Chair shall mentor the  
539 Vice Chair to insure an orderly transition of leadership. The Vice Chair shall  
540 perform the duties of the chair in its absence and be prepared to assume the role of  
541 Chair upon its vacancy. The Immediate past Chair shall be available to consult  
542 with and support the Chair and supply the institutional memory necessary for  
543 successful functioning. All Officers and members shall be responsible for  
544 accomplishing the committee charge and the recruiting of new members for  
545 appointment by the President.  
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547

ARTICLE VI. Employees

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Section 1. In General. The Board of Directors may employ an Executive Director, who may employ, for specified time periods, whatever personnel are deemed necessary. Each Employee shall work with, and under the supervision of, the Executive Director. No Employee shall serve concurrently as a member of the Board of Directors.

ARTICLE VII. Leadership and the National Leaders Council

Section 1. Leadership:

- a) Responsibilities and Titles. The Leaders of the Ethical Culture Movement shall be responsible for the performance of pastoral functions, the conduct of the religious meetings, and, in general, ministering to the spiritual life of the membership. Every Leader shall have unlimited freedom of expression. The term Leaders includes the Leaders, Associate Leaders, Assistant Leaders, Leaders Emeritus, Acting Leaders, Ethical Culture Officiants, Ethical Humanist Officiants, and Leaders-in-Training who have received interim certification.
- b) Certification and Licensing of Leaders:
  - i) A person shall be deemed certified or licensed as a Leader when:
    - A) such person's qualifications are approved by the Leadership Committee, and after such approval,
    - B) the Board of Directors grants certification or license.
  - ii) Interim certification, for a limited period, may be granted by the Board of Directors upon recommendation of the Leadership Committee.
  - iii) Interim licensing for limited periods and for specific functions may be granted on recommendation of the Leadership Committee and approval by the Board of Directors to persons who are to serve as Ethical Culture Officiants, Ethical Humanist Officiants, Acting Leaders or Assistant Leaders, and to Leaders-in-Training in advanced stages of their training.
- c) Termination of Certification or License. On the effective date of resignation as a Leader in the AEU, or on revocation of certification or license by the Board of Directors following recommendation of the Leadership Committee and consultation with the Mediation Committee, the certification or license of a Leader shall be terminated.

591  
592 d) Leaders Emeritus. Upon the recommendation of any member organization or  
593 the National Leaders Council, any Leader may, because of long and devoted  
594 service to a member Society or to the AEU or because of special circumstances,  
595 be appointed a Leader Emeritus as set forth in Article VII, Section 1. b) i). Any  
596 Leader Emeritus presently so designated as such, shall not be affected by this  
597 amendment.

598  
599 Section 2. The National Leaders Council. There shall be an association of Leaders  
600 known as the National Leaders Council, for the purposes of establishing and  
601 maintaining professional standards of conduct and achievement, encouraging the  
602 individual growth and development of the Leaders and the interchange of ideas,  
603 and fostering the spirit of fellowship and good will among its members. The  
604 Council may adopt its own bylaws or rules of procedure which shall, however,  
605 not be inconsistent with these Bylaws. The National Leaders Council shall send  
606 representatives to the Board of Directors and Committees, as specified in Articles  
607 III and V respectively.  
608

#### 609 ARTICLE VIII. Finances

610  
611 Section 1. Fiscal Year. The Fiscal Year of the AEU shall commence on October 1st and  
612 end on the following September 30th.

613  
614 Section 2. Budget. The Board of Directors shall be responsible for the submission of a  
615 proposed annual budget to the member organizations before each annual  
616 Assembly, such proposed budget to be submitted to the Assembly for adoption.  
617 Between Assembly meetings, the Board is empowered to make changes in the  
618 budget as needed due to changed circumstances. Each member organization shall  
619 bear its equitable portion of the budget based on such formula as is determined by  
620 the Assembly, voting as prescribed in Article XI, Section 2 of these Bylaws. The  
621 Board shall be responsible for the submission of an annual review of the status of  
622 the budget to the member organizations in years in which the Assembly does not  
623 meet.

624  
625 Section 3. Membership Reports and Payments. Each member organization shall submit to  
626 the Treasurer a complete statement of income and expenditures as well as its  
627 number of members, and shall pay its assessment based on the formula referred to  
628 in Section 2 on at least a quarterly basis.

629  
630 Section 4. Investment Policy. The funds of the AEU may be invested in real estate, first  
631 mortgages, bonds, debentures, shares of preferred and common stock, money  
632 market funds, certificates of deposit, savings accounts and other securities.  
633 Further, no investment shall be made in institutions whose activities are at

634 variance with the aims of the AEU except for single unit purchases for the  
635 purpose of providing representation at stockholder meetings.

636  
637 Section 5. Gifts, Contributions and Bequests. The Treasurer shall accept, on behalf of the  
638 AEU, gifts, contributions and bequests of money and property, and income from  
639 trust funds, publications, property and other sources, but any limitation or  
640 condition with respect thereto shall be subject to the approval of the Board of  
641 Directors. In no event shall any monetary gift accrue to any staff member or  
642 employee of the AEU or its constituent organizations.

#### 643 ARTICLE IX. AEU Leadership Fund

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645  
646 Section 1. Establishment. A fund to be known as the AEU Leadership Fund shall be  
647 established and maintained separate from all other funds of the AEU.

648  
649 Section 2. Purpose. The purpose of the AEU Leadership Fund shall be to provide funds  
650 for the growth and development of the Ethical Movement including, but not  
651 limited to, the following:

652  
653 a) Subventions to member organizations of the AEU for maintenance of Leaders,  
654 Associate Leaders, Assistant Leaders, Ethical Fellows, and other personnel  
655 engaged in research, education, or publication in the field of religion or ethics;

656  
657 b) Expenditures for Leadership Training, including fellowships, scholarships,  
658 training courses, and in-service training;

659  
660 c) Salaries of Leaders, Associate Leaders, Assistant Leaders, and Ethical Fellows  
661 assigned to general field work of the AEU or to member organizations;

662  
663 d) Publications, equipment, and materials for use in recruiting and training existing  
664 and potential Leadership and other staff personnel, and for the use of such  
665 personnel in general field work for the AEU and the member organizations; and

666  
667 e) The reasonable expenses of obtaining funds for the AEU Leadership Fund.

668  
669 Section 3. Expenditure of Funds. The Board of Directors shall have responsibility for  
670 approving and authorizing expenditures of available funds of the Leadership  
671 Fund. Expenditures shall be made only from the income of the Leadership Fund,  
672 except that principal may be used when gifts' terms expressly require or permit  
673 the expenditure of principal as well as income. The Board shall render a report to  
674 each Assembly regarding the allocation, expenditure and use made of all funds  
675 paid by the Leadership Fund.

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ARTICLE X. Miscellaneous

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- Section 1. Property Rights. No member organization or any other organization or individual shall have any right, title, or interest in the property of the AEU, nor shall any income or earnings of the AEU inure to the benefit of any individual. On dissolution of the AEU, its property shall be distributed to such member organizations or to such other non-profit organizations, contributions to which are deductible for federal income tax purposes, as may be determined by the Board of Directors. In the absence of such determination, such property shall be distributed to such tax-exempt non-profit organizations, for educational or benevolent purposes, as shall be approved by the Supreme Court of the State of New York.
- Section 2. Parliamentary Procedure. The rules contained in the current revised edition of Robert's Rules of Order shall govern in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order that may be adopted.
- Section 3. Special Rules. The Board of Directors shall have the power to make, modify and rescind Special Rules from time to time consistent with these Bylaws.

ARTICLE XI. Amendments

- Section 1. Submission to Assembly. The Board of Directors shall submit to any Regular or Special Assembly, upon not less than 30 days notice, any amendment to these Bylaws it proposes, and any amendment proposed by a member organization.
- Section 2. Voting. Adoption of any proposed Bylaws amendment shall require the affirmative vote of both the following:
- a) A majority of the total number of the member organizations as represented by their delegates, each member organization casting one (1) vote, and
  - b) A majority of the total voting rights at the Assembly, as defined in Article II, Section 7.