

Congregational Constitutions

Committee Members

The Rev. Andrew Kayes, Emmanuel, Payne's Point, Oregon

The Rev. Lu Cantrell, Peace Lutheran, Morris

Daryl Stienstra, Shepherd of the Hills, Scales Mound

Denise Norman, St. John's, Sterling

denisen49@yahoo.com

Our committee works closely with
The Rev. Julie Monnard, Assistant to the Bishop

Why Do We Have this Document?

- It reflects the theology of our church
- It demonstrates our commitment to being part of one, holy, catholic and apostolic church
- It is rooted in scripture, the Lutheran Confessions, and our history
- It is required by the Constitution of the ELCA

Why is it Important Beyond These Reasons?

- It is the governing document of the congregation
- It clearly defines our direction, our intentions, and our expectations
- It can be the “last word” if questions arise

Beginning the Process

- Model Constitution for Congregations 2022 is the most recent revision of the ELCA.
- Revision of the Model is released following the Churchwide Assembly. The next revision is expected late in 2025.
- The Model can be downloaded from the ELCA website, www.ELCA.org, and from the NIS website, www.nisynod.org, and saved to your computer. It may then be used as a Word document.
- There was a significant number of changes made in the 2022 Model; it will be easiest to begin with the Model and incorporate your footprint (demographics, bylaws, continuing resolutions) into the Model. Doing it in this manner ensures that the vast majority of the codification, language, etc. is accurate. It will also ensure that if you have not updated your document for an extended period of time, all previously updated language will be included. Approximately 66% of the provisions are required (designated with an asterisk *), and as such, cannot be changed. The majority of the changes to required provisions in the 2022 Model address the language of inclusivity.
- A large group of people is not needed to accomplish this task. Include someone with decent computer skills, someone who is good with “attention to detail” and someone who is well versed in the workings of the congregation, or any combination of the above.

Layout and Coding

- The Model Constitution contains an “Introduction”. Explanations and examples of how the document is to be codified can be found in this section. It is not necessary to include this in your final document. Familiarizing yourself with this information is a **huge** help.
- The Model is organized into chapters by general subject matter (Preamble, Name and Incorporation, Confession of Faith, Nature of the Church, Statement of Purpose, etc.). There are 20 chapters. Chapter 20 contains required provisions when a congregation is part of a parish and may be eliminated

if this is not the situation of your congregation. The chapter may remain in the document even if the congregation is not part of a parish.

- The chapters are further organized into provisions. Each provision within the chapter is preceded by a capital “C” followed by two sets of numbers, the chapter number followed by a period, a two-digit sequential number, and another period.
 - A provision relating to the regular meeting of the congregation in Chapter 10 is codified as “**C10.01.**”
- If the provision is a **required provision** it will be preceded by an asterisk, “*C”. **Required provisions** are required without alteration or amendment of the text in any manner.
 - ***C2.01. This congregation confesses the Triune God, Father, Son, and Holy Spirit.**
- Fill in the blanks. There are 15-20 throughout the document.
 - **C1.01. The name of this congregation shall be _____.**
- Brackets can be found within required provisions, as well as amendable provisions. This happens about ten (10) times within the body of the Model. Choose from the appropriate choice and remove the remainder of the choices.
 - **Chapter 5. POWERS OF THE CONGREGATION**
 - *C5.03. i. elect its [officers][,] [and] Congregation Council, [boards, and committees,] and require [them] [the members of the council] to carry out their duties in accordance with the constitution[,] [and] bylaws[,] [and continuing resolutions]; and**
- Provision **C11.02.** in Chapter 11, pertaining to officers of the congregation, offers four choices of language. Choose the one that most closely mirrors the situation within your congregation; amend the language as needed, to accurately describe your situation. Remove the remaining choices.
- **Bylaws follow constitutional provisions to which they apply.** They are not intended to be organized in a separate document at the end of the constitutional provisions. This **may** be the format of your constitution. This was a very common practice in the past but is **not** recommended. See Introduction!
 - Bylaws are codified with three sets of numbers: the chapter number preceded by a capital C, the related constitutional provision number, and a two-digit number. There are periods after the chapter number, after the reference to the constitutional provision, **and after the bylaw number.** It is a common mistake to leave the last period off.
 - **A bylaw relating to the membership statement found in provision *C8.01. would follow the provision and be codified as “C8.01.01.”**
 - There are five (5) places within the Model where bylaws are required.
 - ***C4.04.** Organizational Structure
 - **C5.05.** Endowment Fund operation (only if your congregation has an endowment fund). This provision may be removed from the document if your congregation does not have an endowment fund. Another option would be to leave the provision and change the word “shall”

to “may”. We offer two documents, “**Example, Congregation Constitution Endowment Fund**”, and “**Guideline for Endowments C5.05.**” that we feel are useful tools for addressing provision **C5.05.**; they may be found on the NIS website. It is important to understand that the State of Illinois has enacted laws pertaining to these funds. Language written for inclusion in the document of your congregation may not be current with state law. It is for this reason that our committee strongly encourages congregations to seek legal assistance when addressing the endowment language of their constitution.

- **C10.01.** Time of the regular congregational meeting. This meeting has historically been called the annual meeting. The 2019 Model changed the language of non-required provision **C10.01.** to read, “This congregation shall have at least one regular meeting per year. The regular meeting(s) of the congregation shall be held at the time(s) specified in the bylaws. Consistent with the State of _____, the bylaws shall designate one regular meeting per year as the annual meeting of this congregation.” The Review Committee recommends using this language and adding the bylaw (**C10.01.01.**) that specifies the time of the regular meeting designated as the annual meeting. If your congregation holds more than one regular meeting during the year, additional bylaws designating the timing may be needed.
- **C11.01.a.** Duties of the officers. There is a resource on the NIS website that may be helpful as you write your bylaws. We recommend coding each officer’s duties as its own individual bylaw. If your congregation uses a financial secretary, you may wish to list the duties of that person, even though they may not hold an officer position. Doing this is useful as a definition and separation of duties among financial positions within the congregation.
- **C13.07.** The duties of other committees of the congregation should be described following this provision. With the understanding that the duties may change from time to time, the Review Committee recommends coding the committee descriptions as continuing resolutions that may be amended by a 2/3 majority vote of the Congregation Council. If you feel it is important for the congregation to weigh in on the descriptions, code the committee descriptions as individual bylaws. These amendments will require a majority vote of those voting members present and voting at a legally called meeting of the congregation. However you choose to code the committee descriptions, it should agree with the last bracketed portion of required provision ***C4.04.**

- **Continuing resolutions** are intended to provide descriptions of operational practices within the organizational structure of the congregation. Continuing resolutions are meant to immediately follow the provision/bylaw to which they relate. Again, see the Introduction material for placement and help with codification. Some congregations still have their resolutions as a separate document at the end of the constitution. This format is not recommended.
 - They are codified with three sets of numbers which are preceded by a capital C. The first number is the chapter number; the second number is the provision number; the third set of numbers is preceded by a capital letter. The final letter and numbers designate that this is a continuing resolution and the year that it was adopted.

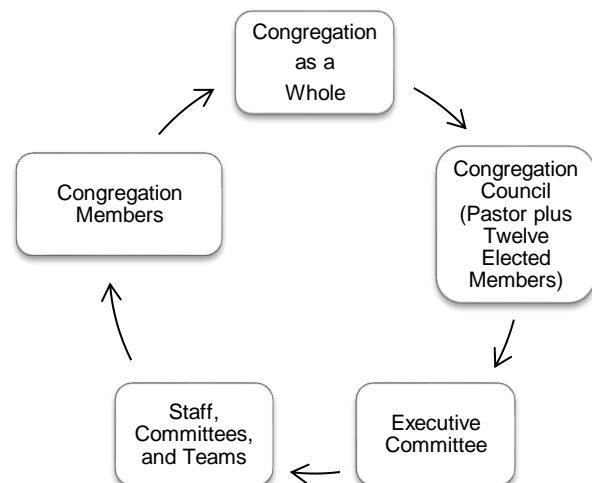
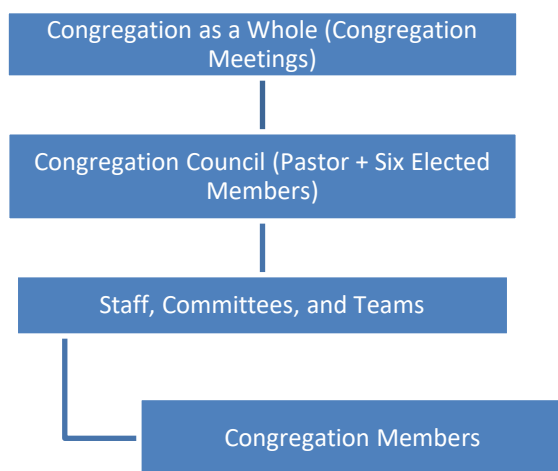
- **The first continuing resolution describing congregational committees in Chapter 13 would be coded “C13.07.A20.”. A second continuing resolution describing an additional committee would be coded “C13.07.B20.”.**
- Unlike constitutional provisions and bylaws which are adopted by the congregation at a legally called and conducted meeting, continuing resolutions may be adopted either by a congregational meeting or by the Congregation Council with a two-thirds majority vote of all voting members of the Congregation Council.
- Some numbers are missing from the numbering sequence in some chapters. These are intentional.

Common Problem Areas

- The period (.) after the bylaw designation is often omitted. **C8.02.01.**
- ***C4.04.** is often overlooked. The first sentence of this required provision reads, “This congregation shall develop an organizational structure to be described in the bylaws.”
 - Refer to required provision ***C5.03.** within the chapter on **Powers of the Congregation.** This provision will give your congregation a good starting point for the organizational structure. Other than delegated authority, all authority is retained by the congregation. The organizational structure of your congregation may depend on and be directly related to the size of your congregation. It should describe what you are actually doing in your congregation.
 - The structure can take on any number of formats, but need not be elaborate. The structure may be presented in a verbal explanation or it could be done in the form of a flow chart.
 - Examples:
 - **C4.04.01. Organizational Structure**
The powers of this congregation originate with the members of the congregation and are administered through the calling of a Senior Pastor and through the election of six lay members to form the remainder of the Congregation Council.

This example is frequently used. Make it your own!

➤ **C4.04.01. Organizational Structure**



- The second half of ***C4.04.** speaks about the committees within the church. “The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. [Such descriptions shall be contained in continuing resolutions in the section on the Congregation Committees].” Descriptions of each are to be included in **Chapter 13** (Congregation Committees) as continuing resolutions or bylaws. Brackets may be removed from the last sentence
- **Chapter 13** does not contain “required” provisions. The provisions within this chapter can be rewritten and/or organized to enable you to list your committees and their descriptions in a way that best represents your situation. However, you do not need to reinvent the wheel; the Model is a best practice example.
- We recommend leaving the first five provisions in **Chapter 13** as they are written in the Model if they are part of the structure of your congregation. The purpose of these committees may seem obvious, however, brief descriptions may eliminate questions or controversy and are required in ***C4.04..** Committee descriptions may be written directly into the provision or added as bylaws or continuing resolutions immediately following the provision. Remember, if you include the description within the provision, it will require two votes of the congregation to change the language. If a bylaw follows the provision, only one vote of the congregation will be required for a change.
- **C13.04.** speaks of a **Mutual Ministry Committee**. What is mutual ministry? From the Northern Illinois Synod constitution, “The Mutual Ministry Committee is an important congregational leadership activity that affirms and strengthens the mission of the congregation and the ministry of the various rostered leaders by listening and clarifying, sharing and communicating, and reviewing and reflecting.” This definition may be useful as you make decisions on the committee in your congregation. If this committee is appointed, remove the language in parentheses that included in the Model
- List the remainder of your committees as bylaws or continuing resolutions under provision **C13.07..** Again, depending on the size of your congregation, you may or may not have a wide variety of committees.
- Committee description examples:
 - **The officers of this congregation and the pastor shall constitute the Executive Committee. In addition to the individual duties of each of the officers, the Executive Committee plans for meetings of the Congregation Council and the congregation.**
 - **The Endowment Fund Committee administers all endowments, both designated and undesignated.**
 - **The Congregational Life Committee plans events that foster a sense of community within the congregation.**
 - **The Worship Arts Committee strives to make each worship service a meaningful experience for those attending. The music staff and choirs, Altar Guild, assisting ministers, readers, sound technicians, acolytes, communion assistants, projection operators, ushers and greeters are all extensions of this group. This group historically organizes several musical entertainment opportunities throughout the year.**

- **The Social Ministry Team is committed to making Christ known by ministering to the needs of others. Their focus is local, as well as national and international.**
- The choices made within provision ***C5.03.j**. “The congregation is authorized to “elect its [officers][,] [and] Congregation Council, [boards, and committees,] and require [them][the members of the council] to carry out their duties” must not be in conflict with **C11.02**. “The [congregation][Congregation Council] shall elect its officers”
- **The Treasurer**
 - May or may not be elected from the elected membership of the Congregation Council. This position may be appointed.
 - This position may be elected by the congregation, or by the Congregation Council.
 - This person may be an officer; but maybe not.
 - It is important that statements within the document clearly define how this position is handled in your congregation.
 - See **C11.01.d**. “If” might appropriately be removed from the beginning of the provision.

Additional Items

- A title page is recommended but not required. It might contain the name of your congregation, dates revised, approved and ratified. It might reference that it was adapted from the Model Constitution for Congregations of the Evangelical Lutheran Church in America. It might be useful to include which Model was used for the most recent update.
- A Table of Contents, with page numbers, is helpful, but not required.
- Standardize the use of numbers. Writing out numbers and following with the numeral helps eliminated discrepancies. “Ten (10) percent of the voting members.” This is a suggestion, not a requirement.
- Standardize the language. For example, if you mean Congregation Council, always refer to it as the Congregation Council. Do not interchange with “Council”.
- **Chapter 16 of the Constitution addresses the process for amending congregational constitutions. Refer to this chapter for proper procedures when changes are being proposed.**
- When a new Model is released, **usually** only required provisions (those marked with an asterisk) are changed. **If the congregation is making no other changes to the document**, these may be approved by the congregation upon recommendation by the Congregation Council. It does **not** require two meetings of the congregation. When this is the case, you might leave the original “approved” and “ratified” dates on the title page and add, “Updated to the 2022 Model Constitution for Congregations, Approved by the Congregation” and the date of approval. Forward an electronic version (preferable) to the Synod Office after approval.
- **However**, if your congregation has not updated its document for several years, the Committee **strongly** recommends that a review of all aspects of your constitution is undertaken, including a review by the

Synod Congregation Constitution Review Committee review, **BEFORE** taking the document to your congregation. As the ELCA amends the provisions and language of the Model, the language within your document may have become redundant, or possibly in conflict with a provision. It is for this reason that we suggest a full review by our committee.

- Required provision ***C4.05.** speaks to the adoption and periodic review of a mission statement. The Review Committee recommends adding the statement as a continuing resolution following this provision. This is not a requirement. Coding it as a continuing resolution enables the statement to be more easily amended. The wording of the 2019 Model changed to include a periodic review of the statement. We recommend adding a bylaw stating who reviews the mission statement of the congregation and how often.
- There is a curious provision, **C15.10. Adjudication.** What does it mean? This provision is placed in constitutions so that if at any time a congregation has an issue that cannot be resolved within the congregation, the congregation may request the Bishop's help to resolve the issue. ***C15.11.** goes on to explain the process and how the issue is resolved.
- A few words about *ex officio*. This term is used in several places within the Model, e.g., **The pastor may be *ex officio* president of the congregation and the Congregation Council.**
 - *Robert's Rules of Order* clarifies that the term denotes only how one becomes a member of a group, not what one's rights are. However, the 2022 Model included a new provision, **C10.08. "*Ex officio*" as used herein means membership with full rights of voice and vote unless otherwise expressly limited.**
 - So, if you use this term within the body of your document and you **do not** want that person to have full rights of voice and vote, you must define the rights of the *ex officio* member.
 - The member has no voice or vote.
 - The member has voice but not vote.

Next Steps

- When your group has completed its review of your congregation's document, has incorporated proposed changes, and obtained Congregation Council approval, forward the document to Pastor Julie Monnard, Assistant to the Bishop at jmonnard@nisynod.org.
- It is best to do this electronically, ensuring that the document is in a format that can be opened and viewed/printed. It is also helpful if you name the document using the name of the congregation, along with the city and the year.
- This should be done **BEFORE** any action is taken by the congregation. It is important for congregations to submit their document for review by the Committee prior to any action being taken by the congregation. See the Introduction within the Model for guidance.
- A member of the Constitution Committee will review the document and respond with recommendations. We typically turn documents around in a couple of weeks.

- The committee shall determine compliance of the proposed changes with the most recent *ELCA Model Constitution for Congregations* while ensuring that nothing in the language is in direct conflict with the required provisions and that there are no contradictions within the document. Over the years, we have accumulated “best practices” that have proven themselves to be efficient, effective, and helpful to congregations as they strive to engage in the ministries of their congregation. These practices are not required but are meant to provide you with a proven resource that you may wish to use as you work on your congregation’s constitution. The Review Committee shall notify the congregation of its decision to approve or disapprove the changes. The committee shall report its recommendations to the Synod Council.
- After review and approval by the Synod Constitution Review Committee, amendments to non-required provisions require a **two-step process**. The document must be **approved** by a simple majority, at a legally called, special or regular meeting of the congregation. **Ratification**, without change, requires a two-thirds majority vote at the next regular meeting of the congregation.
- Forward the complete document that includes approval and ratification dates to Pastor Julie Monnard at jmonnard@nisynod.org.
- **In accordance with the ELCA Constitution bylaw 9.53.03., each congregation is to provide a copy of its governing document to the synod.**
- The Constitution Review Committee realizes how much work this process entails for the congregation. We also spend considerable time with the review, collaborating with each other and the congregation, and issuing a letter detailing the findings of the review. It is concerning for us that there is a relatively high number of congregations that do not appear to resolve the issues cited in the review and move forward to receive approval of their document. Please allow us to work through the recommendations with you so that the investment of time and effort does not become a meaningless exercise.