

## **Frequently Asked Questions – Revising Our Congregation’s Constitution**

### **1. Where do I find the latest version of the ELCA Model Constitution?**

The Model Constitution can be found by typing “Model Congregation Constitution” into the search on either the Upstate NY Synod website, [www.upstatenysynod.org](http://www.upstatenysynod.org) or on the ELCA website, [www.elca.org](http://www.elca.org).

### **2. What is the process for revising our congregation’s constitution?**

- a) Congregation Council or congregation identifies need to revise constitution.
- b) Congregation identifies a team of its members to work on revision.
- c) Once your congregation's constitution committee has a draft ready, and before you take your first vote, please forward a copy to the synod office (Upstate NY Synod, 5811 Heritage Landing Dr. 1<sup>st</sup> Floor, E. Syracuse, NY 13057 or email to [pglista@upstatenysynod.org](mailto:pglista@upstatenysynod.org)) where it will be reviewed and forwarded to a member of the Synod Constitution Review Committee for review. Any recommendations from that person will be shared with your committee for change/additions, etc. Depending on the reviewer’s recommendations, you will also receive either a letter indicating you need to make changes and resubmit to the synod or granting provisional approval contingent upon the results of your congregation’s vote(s).
- d) Synod returns constitution to congregation with recommendations for change in which case congregation makes changes and resubmits to synod; OR
- e) Synod returns constitution with provisional approval contingent upon the congregation taking necessary votes to approve.
- f) Notify your congregation of the date for your vote(s) and provide members with copies of the revised constitution prior to the meeting(s) – usually this should be done at least 30 days prior. Constitutions typically require 2 votes by the congregation – one for approval and a second for ratification. Check your current constitution for guidelines for your congregation.
- g) Upon completion of congregation vote(s) a final copy of the constitution is provided to the synod office along with documentation of the date of congregational votes for approval, number of members attending meeting, and the number of votes cast.

### **3. What does the Constitution Review Committee look for in reviewing congregation constitutions?**

- a) Congregational constitutions being revised need to be updated to follow the latest version of the ELCA Model Constitution for Congregations (see #1 above).
- b) Some of the segments in the Model Constitution are mandatory (marked with an asterisk \*), others can be decided on by the local congregation. Please be sure to include the actual asterisks when revising your constitution.
- c) Clarity of document.
- d) Bylaws and continuing resolutions specific to your congregation can be added. The Model Constitution includes suggestions for numbering bylaws and resolutions you should consider.

### **4. What information is required to be in the Congregation Constitution?**

Sections of the ELCA Model Constitution for Congregations marked by an asterisk [\*] are required when a congregation amends its governing documents. These sections must be used without alteration or amendment of the text in any manner (neither additions nor deletions). This is in

keeping with provision 9.52. found in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. This provision stipulates that when a congregation of this church “wishes to amend any provision of its governing documents, the governing documents of that congregation shall be so amended to conform to 9.25.b.” in the churchwide constitution. The provisions herein marked by an asterisk are those that are indicated as required in ELCA constitutional provision 9.25.b.

#### **5. Does a constitution need a table of contents or index?**

Neither a table of contents nor index is required however, having a table of contents facilitates documentation navigation when referencing particular sections in meetings and discussion.

#### **6. When is it necessary to revise our congregation’s constitution?**

It is recommended that constitutions be amended to bring any section into conformity with a section or sections, either required, or not required, of the most recent Model Constitution for Congregations of the Evangelical Lutheran Church in America – as most recently amended by the Churchwide Assembly. For required provision incorporation, a simple majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation is all that is needed, provided that the Congregation Council has submitted by mail notice to the congregation of such an amendment or amendments, together with the council’s recommendations, at least 30 days prior to the meeting. Following the adoption of an amendment, the secretary of the congregation shall submit a copy to the synod. (Reference \*C17.04.)

Any time your congregation determines they wish to change any portion of its constitution or bylaws. See #3 above – “This provision stipulates that when a congregation of this church “wishes to amend any provision of its governing documents, the governing documents of that congregation shall be so amended to conform to 9.25.b” in the churchwide constitution.

What if we are changing or creating a new continuing resolution?

If a Congregation's Council chooses to pass or change a continuing resolution (for example, adding a committee or changing a committee's purposes or structure) a revision of the church's constitution is not triggered and the synod doesn't want nor is it necessary to send a copy of the continuing resolution to the synod.

How frequently should our congregation review its constitution?

While there is no required time period, the Synod Constitution Review Committee recommends that a congregation review their constitution every three years to keep current with the ELCA Model Constitution and to insure that its constitution still reflects the governing processes of the congregation. Example: If membership has declined, is the congregation still able to meet the required quorum as stipulated in its constitution?

#### **7. Why do we need to have the Upstate NY Synod review our constitution?**

The role of the Synod Constitution Review Committee is to advise, review, recommend and insure alignment of congregation constitutions with both the ELCA Model Constitution and Churchwide guidelines.

*ELCA Churchwide guidelines state, "In keeping with provisions that apply to all congregations of this church, each congregation is to provide a copy of its governing documents to the synod. As specified by ELCA bylaw 9.53.03. (Numbering as listed in the 1991 and subsequent editions):*

*"Each congregation shall provide a copy of its governing documents to the synod. All proposed changes in the constitution or incorporation documents of a congregation shall be referred to the synod with which the congregation is affiliated. The synod shall notify the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them. The synod shall recognize that congregations may organize themselves in a manner which they deem most appropriate."*

**8. How do we know the difference between a constitution provision, a bylaw, and a continuing resolution and how are these sections annotated?**

*What is the difference between constitution provisions, bylaws and continuing resolutions?*

Constitution provision is used to establish the most basic vital rights, restrictions and organizations in society. Constitutional provisions establish broad notions of what is legal and what is illegal in a country, and they establish the structure of government. The only way to amend a constitutional provision is to follow the procedures set out in the constitution itself, such as state ratification. The purpose of making it difficult to amend the constitution is to ensure that the constitution remains a relatively static document that protects fundamental and inalienable rights.

Bylaws generally provide for meetings, elections of a board of directors and officers, filling vacancies, notices, types and duties of officers, committees, assessments and other routine conduct. Bylaws are, in effect a contract among members, and must be formally adopted and/or amended.

A Continuing Resolution is a rule to help organize the life and ministry of a congregation adopted by the congregation or the congregation council. Continuing resolutions spell out responsibilities of persons and groups in the congregation and often help clarify the organizational structure. Because the congregation council adopts continuing resolutions they are the easiest to change and keep current with how a congregation organizes itself.

*How do we differentiate between each of these various provisions of the constitution?*

Numerical codification in constitutions indicates (a) general subject, (b) constitutional provisions, (c) bylaws, and (d) continuing resolutions.

- a) "Major sectors are designated as chapters. The chapter designation becomes the first number in the codification sequence and is followed by a period. Thus, provisions in "Chapter 8. Membership" are preceded by '8.'"

- b) "Constitutional provisions are codified with two sets of numbers: the chapter number and a two-digit number preceding the second period in the codification. Thus, one constitutional provision related to "Membership" is codified \*C8.02."
- c) "Bylaw provisions are codified with three sets of numbers: the chapter number, the related constitutional provision number, and a two-digit number. Thus, one bylaw provision related to "Membership" would be codified C8.02.01. Because bylaws and continuing resolutions normally are so specifically related to details of each congregation's organization, operation, and life, no model set of bylaws or continuing resolutions is provided. Each congregation may develop its own bylaws and continuing resolutions, but no such bylaws or continuing resolutions may conflict with this constitution, the constitution and bylaws of the Evangelical Lutheran Church in America, and the constitution of the synod, as indicated in \*C6.03.e."
- d) "The Congregation Council may adopt "continuing resolutions," which may provide descriptions of operational patterns or of the ongoing responsibilities of committees or other units within the organizational structure of the congregation. Within the governing documents of a congregation, continuing resolutions are the provisions most easily amended. Unlike constitutional provisions and bylaws, continuing resolutions may be updated regularly by the Congregation Council without the necessity of calling a regular or special Congregation Meeting. Continuing resolutions also are codified with three sets of numbers except that the third set is preceded by a capital letter. Thus, a continuing resolution might be numbered C13. to designate the chapter; C13.07. to designate the subject matter within the chapter; and the third set might be numbered A05. in the codification C13.07.A05. to indicate by the "A" that it is the first continuing resolution regarding that subject and to indicate by the "05" that it was adopted in 2005."

If at any time you have questions about your congregation's constitution or the Model Constitution for Congregations, Constitution Committee members are available to consult or assist you in the process or to answer questions.

**9. Who is the Upstate NY Synod staff contact person for constitution questions?**

Currently the contact person is Deacon Patsy Glista, Assistant to the Bishop for Operations at 315.796.2985 or [pglista@upstatenysynod.org](mailto:pglista@upstatenysynod.org).

**10. Who serves as the Chair of the UNYS Constitution Review Committee?**

The current committee chair is The Rev. Jeff Kane. He can be reached at 518.522.9300 or [pastorjeff@mscnetworks.net](mailto:pastorjeff@mscnetworks.net).