



# Minneapolis Area Synod of the ELCA

## **AMENDING YOUR CONGREGATION'S CONSTITUTION**

Amending your congregation's constitution is important work. Because the process can be challenging and may take several months to complete, the Minneapolis Area Synod has prepared the following information to assist you:

### **General Information (pp. 2-4)**

A summary of the basis for review and approval by the synod

### **Step by Step Guide for Review and Approval (pp. 5-7)**

An outline of the process for submitting your governing documents to the synod

The Minneapolis Area Synod Staff and the Synod Constitution Review Team are here to assist you, and welcome communication at any point in the process.

# GENERAL INFORMATION

## **REQUIREMENT FOR SYNOD REVIEW AND APPROVAL**

All changes to a congregation's constitution must be reviewed and approved by the Synod, as found in the governing documents of the ELCA. A congregation's governing documents may not conflict with the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. (*ELCA Constitution Section 9.53.*) Or the Constitution, Bylaws and Continuing Resolutions of the Minneapolis Area Synod.

Congregational constitutions in the Minneapolis Area Synod are reviewed by the Synod Constitution Review Team, and approved by the Synod Council.

In its review, the synod looks for consistency between the congregation's governing documents and the ELCA and synod constitutions and bylaws, and determines whether the congregation's constitution conforms to the most recent version of the *Model Constitution for Congregations* (*see below*). It also watches for internal consistency among the congregation's own constitution, bylaws, and continuing resolutions.

## **MODEL CONSTITUTION FOR CONGREGATIONS**

The ELCA has provided a *Model Constitution for Congregations*. This document is a key resource for any congregation reviewing or revising its governing documents.

The *Model* was adopted by the ELCA constituting convention in 1987 and has been amended and updated by each churchwide assembly since then. It is important to use the most recent version of the *Model*, which is available from the Office of the Secretary on the ELCA's website at <http://www.elca.org/About/Churchwide/Office-of-the-Secretary/Constitutions>

The *Model* contains both required and optional provisions (see below).

## **PROVISIONS OF THE MODEL CONSTITUTION FOR CONGREGATIONS**

Note there are two distinct types of provisions contained in the *Model*, which are denoted by the presence or absence of an asterisk before the codified provision number.

## 1. Required Provisions

The *Model* contains a number of required sections that make it consistent with the governing documents of the ELCA and synod. These sections are marked by an asterisk [\*] in the *Model*.

When a congregation makes any changes to its constitution (whether the changes are in required or non-required sections) the congregation must amend all of their constitution's required sections to conform to the most recent version of the *Model*, making it consistent with the governing documents of the ELCA and the synod. A statement of this requirement is included in the introduction to the *Model*:

These required sections must be used without alteration or amendment of the text in any manner (i.e., neither additions nor deletions are permissible). This requirement is based on constitutional provision 9.25. in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. This provision requires 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. Provisions in the *Model Constitution for Congregations* identified by an asterisk [\*] are those required under ELCA constitutional provision 9.25.b.

## 2. Non-Required Provisions

The *Model* also contains sections that are not required, most of which relate to how the congregation organizes itself. These optional sections provide language that can be used as a basis for drafting provisions that are appropriate to each congregation, "but may not conflict with any asterisked section."

### **REASON TO ADOPT CHANGES TO THE MODEL MADE BY CHURCHWIDEASSEMBLY**

Although a congregation that is not otherwise revising its constitution is not required to adopt changes to the *Model* made by the churchwide assembly, it is good practice for a congregation to consider adopting them so that its constitution conforms to the most current version of the *Model*. A list of amendments is available at <http://www.elca.org/About/Churchwide/Office-of-the-Secretary/Constitutions>.

### **Chapter 16 of the *Model* Governs Amendment of Constitution**

Procedures for amendment of the constitution are set out in Chapter 16 of the *Model*. (If your congregation has not yet adopted the *Model*, the procedure for amending your constitution and bylaws will be governed by the provisions of your existing constitution.)

Under \*C16.04, a congregation may adopt changes that the churchwide assembly has made to the *Model* by a simple majority vote at any legally called meeting of the congregation.

Note that amendments rising from the congregation require action at two meetings of the congregation pursuant to \*C16.02: approval by a majority vote at a legally called congregation meeting, and ratification without change by a two-thirds majority vote at the next annual meeting.

## **BYLAWS AND CONTINUING RESOLUTIONS**

The introduction to the *Model* provides helpful information about the respective functions of the constitution provisions, bylaw provisions, and continuing resolutions.

### **BYLAW PROVISIONS**

While the constitution establishes the basic structure and operation of the congregation, the bylaws set out how that structure and operation are to be implemented. The *Model* does not include bylaws, because bylaws are specific to each individual congregation.

Bylaws of a congregation may not conflict with the congregation's own constitution, or with the governing documents of the ELCA or synod. To help assure this, bylaws should be reviewed and included with the congregation's constitution when submitted for synod review. The Synod strongly encourages congregations to adopt bylaws or continuing resolutions related to these provisions: **\*C4.04, C5.05, \*C8.05.e, C10.01., C11.01.a, and C13.07**. Submitting constitutions without them will likely lead to further consultation and conversation in an effort to avoid unnecessary disputes and confusion.

Bylaw provisions should follow the constitutional provisions to which they apply; they are not intended to be organized in a separate document. The introduction to the *Model* describes the codification system for Bylaws, which use 3 sets of numbers (C8.02.01, for example).

Under Section \*C17.02, bylaws may be adopted or amended by a majority vote at any legally called meeting of the congregation.

### **CONTINUING RESOLUTIONS**

Continuing resolutions are useful when the congregation or Congregation Council creates a policy or makes a decision that will have a continuing effect. Enacting a policy or decision as a continuing resolution ensures that future leaders and councils will be aware of it.

Continuing Resolutions of a congregation may not conflict with the congregation's own constitution or bylaws, or with the governing documents of the ELCA or synod. To help assure this, continuing resolutions should be included with the congregation's constitution and bylaws when submitted for synod review.

Under Section \*C18.01, continuing resolutions may be enacted or amended by a majority vote of the congregation or a two-thirds vote of the Congregation Council.

# BASIC STEPS FOR MINNEAPOLIS AREA SYNOD REVIEW AND APPROVAL BY THE SYNOD COUNCIL

The steps outlined below are designed to avoid unnecessary votes by your congregation. If the congregation adopts amendments before approval by the Synod Constitution Review Team, and if inconsistencies or other issues are found that require modification, additional congregational votes will be required on the modified amendments:

- (1) adoption at any legally called congregation meeting, and if amendments are included that arose from the congregation,
- (2) ratification without change at the next regular meeting. (See \*C16.02.)

The text of proposed amendments voted on by the congregation must exactly match the text of the amendments submitted for final approval to the Synod Council.

## 1. CONGREGATION IDENTIFIES NEED TO AMEND THE CONSTITUTION AND IDENTIFIES A TEAM TO PERFORM THIS WORK

## 2. CONTACT THE SYNOD OFFICE

The first step to making any changes to your constitution is to contact Jessie Goeke at the synod office, [exec.asst@mpls-synod.org](mailto:exec.asst@mpls-synod.org) or 612-230-3317.

## 3. PREPARE DRAFT OF AMENDED CONSTITUTION

Using the ELCA *Model Constitution for Congregations*, draft a revised version of your constitution, incorporating the proposed amendments and all required sections of the *Model*. A few things to note as you prepare your amendments:

- Insert the name of the synod – **Minneapolis Area Synod** – in the appropriate places.
- Use the codification system (numbering and lettering) that appears in the *Model*, retaining any skipped numbering, which is reserved by the ELCA for future use.
- Where the *Model* presents alternatives enclosed in brackets, choose one.
- Where the *Model* presents an opportunity for the congregation to determine a number (for example, how many voting members constitute a quorum at meetings of the congregation), insert a number.
- Consider the non-required provisions, which may be adopted in their entirety, revised, or omitted, as the congregation prefers. Use the optional language as a guide to describe your congregation's organizational structure and operation, including rules for congregational meetings, and the composition and size of the Congregation Council, and the executive, nominating, and other committees.
- Title your document "Constitution and Bylaws of \_\_\_\_\_ Lutheran Church." On the title page, include the dates of adoption and ratification of the most recent version.

#### **4. BEFORE ANY CONGREGATIONAL VOTE, SEND THE PROPOSED AMENDED CONSTITUTION TO THE SYNOD FOR REVIEW**

Once the congregational council has given its preliminary approval to the proposed amendments – but before the proposed amendments are presented to your congregation for action – send an electronic copy of the revised version of your constitution, including the bylaws and any continuing resolutions, to the synod office (email indicated in step 2). Highlight the proposed changes, using *Track Changes* or another feature that clearly shows the original text and the proposed changes. Also, in your email to the synod, be sure to identify the person designated as the contact for your congregation.

#### **5. REVIEW BY SYNOD CONSTITUTION REVIEW TEAM**

The Synod Constitution Review Team will review the amended constitution. The reviewers will look for consistency between your governing documents and the ELCA and synod constitutions and bylaws, as well as internal consistency among your constitution, bylaws, and continuing resolutions.

The reviewers will contact the designated person in 30-45 days, indicating one of two findings:

**No Revisions Needed:** The proposed amendments meet all requirements and no changes are necessary. Synod returns constitution to congregation with provisional approval contingent upon congregation taking necessary votes to approve. Proceed to step #9.

**Revisions needed:** If the reviewers identify inconsistencies or other concerns, they will discuss them with your contact person and suggest changes to resolve the issues. Proceed to step #6.

#### **6. REVISE YOUR PROPOSED AMENDMENTS**

If the reviewers have identified issues that must be addressed before your documents can be recommended for approval, revise your proposed amendments to incorporate any necessary changes.

Synod staff and members of the Constitution Review Team are available to answer questions and assist with this revision.

**7. SEND THE REVISED PROPOSED AMENDMENTS TO THE SYNOD FOR FURTHER REVIEW**

Send the revised proposed changes to the synod staff. Again, highlight the proposed changes to better facilitate review.

**8. FURTHER REVIEW BY THE SYNOD CONSTITUTION REVIEW TEAM**

The Synod Constitution Review Team will review the revised proposed amendments and contact the designated person in two-three weeks to indicate further revision needed.

This process of review and revision may continue, as needed, until the reviewers believe the proposed amendments meet all requirements for approval by the Synod Council.

**9. PRESENT THE AMENDED CONSTITUTION TO YOUR CONGREGATION FOR ACTION**

The proposed amendments may be presented to your congregation for action according to the procedures for approval and ratification set out in Chapter 16 of the constitution. (If your congregation has not yet adopted the *Model*, the procedure for amending your constitution and bylaws will be governed by the provisions of your existing constitution.)

**10. SEND THE ADOPTED AND RATIFIED AMENDMENTS TO THE SYNOD COUNCIL FOR FINAL APPROVAL**

When the congregation has adopted and ratified the amendments, include the adoption and ratification date on the title page of your constitution document and email to the synod office for final approval by synod council. The changes shall go into effect upon notification that the synod council has approved them.