

## Explanation of Proposed Changes to Constitution

### Why are we proposing changes? Didn't we just approve a revised constitution at the 2017 annual meeting?

Yes, we did. At that time, we brought the main constitution provisions in line with the ELCA model Constitution and incorporated all the required elements from that model. However, we did not address our congregation bylaws at that time.

Since then, a committee has continued to work on these and solicited input from the Congregation Council and various Committees to update these bylaws. We also worked in incorporating the bylaws into the appropriate sections of the constitution as recommended in the model and added new constitution provisions where necessary. In addition, the new ELCA model recommends including continuing resolutions in the appropriate section of the constitution and we have incorporated continuing resolutions accordingly.

### What do we mean by constitution provisions, bylaws, and continuing resolutions and how can we distinguish them in the document?

Constitution provisions are the main elements of the constitution. These are the most permanent and the most general of the elements of the document and define the most basic rules by which we operate. The constitution is divided into chapters governing different aspects of congregation life. Within each of these, each provision has a code in bold type identifying the chapter number and provision number with a period at the end of each, for example:

**C12.01.** is the first provision of Chapter 12 which deals with the Congregation Council.

Some constitution provisions are required by the ELCA and cannot differ in any member congregation. These are marked with an asterisk, for example:

**\*C2.01.** is the first provision in Chapter 2 dealing with our Confession of Faith.

Bylaws and continuing resolutions are similar in that they are meant to describe specific practices and details of each congregation's organization, operation, and life. Therefore, there is no model set of bylaws or continuing resolutions. The difference between the two is primarily in the procedures for modifying them. Bylaws are more permanent in that they must be approved by a vote of the congregation at a meeting called for that purpose with advance notification of the proposed change. Continuing resolutions can be adopted or amended either at a congregational meeting or by the Congregation Council. No bylaw or continuing resolution may conflict with constitutional provisions.

Bylaws are placed following the constitution provision to which they are related and are codified with three sets of numbers: the chapter number preceded with a "C," the related constitution provision number, and bylaw number, each with a period at its end, for example:

**C11.02.01.** is a bylaw in Chapter 11 (Officers) which follows provision **C11.02.** about the election of new officers by the Congregation Council. This bylaw addresses choosing a vice-president who can succeed to the office of president.

Continuing resolutions are placed following the related constitution provision, but using a slightly different coding scheme. The first two parts are the same but the continuing resolution is identified by a capital letter (which increments for multiple resolutions under one provision) followed by a two letter code for the year in which it was adopted. For example:

**C10.07A17.** is a bylaw passed at the 2017 annual meeting under provision **C10.07.**

The procedures for amending the constitution provisions, bylaws, and continuing resolutions are outlined in Chapters 16, 17, and 18.

### **What are the most important changes I should look for?**

Most of our bylaws related to our committees and that is the topic of Chapter 13 in the constitution now. We actually didn't even have this chapter in our constitution so it has been added with some key constitution provisions suggested by the ELCA model. Some of the committees, e.g. executive committee, nominating committee, audit committee, and call committee are described at this level. The other committees are described in bylaws. Almost all of this text has been changed in some way from the existing bylaws based on input from the pastoral staff and the members of the committees. Therefore you will find descriptions of most of the committees and new names for some.

All proposed changes in the constitution from existing language is identified by yellow highlighting. If you are interested in comparing the new text to the old, the following table provides a guide to the old bylaw and the new location of its related new one.

The table below provides notes and explanations on the proposed changes.

### **Notes on changes:**

<b>Item</b>	<b>Note</b>
C1.01.01. to C1.01.04.	Suggested bylaws from Pastor Brad based on other congregations.
C5.04.01.	New bylaw to specify Congregation Council role in selecting representatives to Synod Assemblies and other meetings. See C13.02.01 for description of role of Nominating Committee in this process.
C5.05.	New Constitution provision to provide location for bylaws regarding special funds.
C5.05.01.	New bylaw defining special funds (already in use)
C5.05A17.	Continuing resolution passed at 2017 Congregation Annual Meeting and amended by 2/3 vote of Congregation Council to increase spending limits.
C10.01.	New Constitution provision following ELCA model. Provides a place for bylaws relating to time of annual meeting.

<b>Item</b>	<b>Note</b>
C10.01.01.	New bylaw to provide flexibility on exact date of Congregation Annual Meeting.
C10.01.02.	New bylaw to specify location for Annual Meeting.
C10.07A17.	Continuing resolution from 2017 Annual Meeting.
Chapter 11	In Chapter 11, constitution element numbers are shifted by one from the existing constitution because of the insertion of the definition of officers as C11.01.
C11.01.	New Constitution provision following ELCA model Constitution defining officers and providing a location for bylaws related to officer duties.
C11.01.01. item d	Change to language here was recommended by Treasurer based on actual practice.
C11.01A17.	Continuing resolution from 2017 Congregation Annual Meeting.
C11.02.01.	New bylaw regarding intentional succession of vice-president to president of Congregation Council while providing flexibility.
C11.04.01.	New bylaw regarding replacement of officers and counting of partial terms toward term limits for officers.
C11.05.	Language changed from “terms shall begin at the close of the annual meeting at which they are elected” to “terms shall begin at the time they are elected.” This is because officers are not elected at annual meeting but at first meeting of Congregation Council following annual meeting (see C11.02)
C11.06.	Amended Constitution provision to set longer term limits for Secretary and Treasurer.
C12.03.	Amended provision providing for replacement of vacated Congregation Council position, requiring it only if the total number falls below nine.
C12.05.01. and C12.05.02	These were Continuing Resolutions passed at the 2017 Annual Meeting. Propose upgrading to Bylaws.
C12.07.01.	Continuing Resolution passed at 2017 Annual Meeting. Propose upgrading to Bylaw and removal of the line “The Membership Roll will continue to be reviewed annually according to the Constitution” since that provision immediately precedes this as C12.07.
Chapter 13	This is missing in our existing Constitution and describes Committees.
C13.01.	Consistent with ELCA model Constitution and was language from Continuing resolution passed at 2017 Annual Meeting.
C13.01A17.	Language from Continuing Resolution passed at 2017 Annual Meeting.

Item	Note
C13.02. through C13.07.	Nearly all these items have changes from existing Bylaws regarding Committees, some of them substantial. See table of Bylaw mapping and refer to existing Constitution Bylaws document to compare old and new language. The items given Constitutional provision status were guided by ELCA model Constitution. Others are Bylaws.
C14.01. and C14.02.	Proposed language here is drawn from ELCA model Constitution and differs slightly from language in our existing Constitution.

### Mapping of existing Bylaws to new locations in proposed Constitution

Old Bylaw #	New location	Subject	Changes
B1.01.	C13.05.01.	Standing Committees	Yes
B1.02.	C13.06. and C13.06.01.	Committee duties	Yes
B1.02.01.	C13.05.02.	Education Committee	Yes
B1.02.02.	C13.05.03.	Evangelism and Fellowship to Community Life Committee	Yes
B1.02.03.	C13.05.04.	Social Ministry Committee	Yes
B1.02.04.	C13.05.05.	Youth Committee	Yes
B1.02.05.	C13.05.06.	Stewardship Committee	Yes
B1.02.06.	C13.05.07.	Worship and Music Committee	Yes
B1.02.07.	C13.05.08.	Finance Committee	Yes
B1.02.08.	C13.05.09.	Property Committee	Yes
B1.02.09.	C13.05.10.	Personnel and Administration Committee	Yes
B1.03.01.	C13.01. and C13.01A17.	Executive Committee	Yes
B1.03.02.	C13.02. and C13.02.01.	Nominating Committee	Yes
B1.03.03.	C13.03.	Audit Committee	Yes
B1.03.04.	C13.05.	Formation of other committees	No
B1.04.05.	C13.04.	Call Committee formation	No
B1.04.06.	C13.05.11.	Memorial Committee	Yes

<b>Old Bylaw #</b>	<b>New location</b>	<b>Subject</b>	<b>Changes</b>
B1.04.07.	C13.07.	Pastor voice and vote in Committees	Yes
B1.04.08.	C8.05.01. and C12.07.01.	Removal of member for inactivity	Yes