

**Frequently Asked Questions (FAQ)  
Constitution & Bylaws Revision 2021  
St. Paul Lutheran Church, Morgantown, WV**

The Congregation Council of St. Paul Lutheran Church, Morgantown, WV, has reviewed, approved, and now recommends for consideration and adoption a proposed Constitution & Bylaws (C&B). The process to do this is detailed in a separate *Process* document linked through the *St. Paul Constitution & Bylaws webpage* which can be found at <http://ww-wmd.org/CBCR/26505/>

**GENERAL FAQs**

**FAQ 1. Why do we need to revise the current Constitution & Bylaws (C&B)?**

- a. Enacting new processes and procedures and modifying old ones will allow St. Paul to better govern itself. For example, the new C&B sets a process to allow for electronic meetings.
- b. Our current C&B document does not accurately reflect how St. Paul does business.
- c. A C&B update prior to calling a new pastor will help the congregation in the search and will remove a major item from the list of things that could divert energy during the first year of a new call.
- d. Our Bylaws are in a very confusing state. We have two printed sets of Bylaws which are very different.
  - i. One set dated Feb 3, 1998 was physically attached to the 1999 Constitution and is being used as our official Bylaws.
  - ii. Another set of Bylaws, without any date on them, was found, and within the document, there is reference to a March 16, 1999 adoption of revisions that constitute our 1999 Constitution. There is also, in the same document, a Continuing Resolution that was adopted 16 May 2002. This Bylaws document concludes with the sentence “APPROVED: At the Annual Congregational Meeting of St. Paul’s Evangelical Lutheran Church held on the \_\_\_\_ day of February 2003.” After that there are signature lines. None of these are completed, and the document itself has a “DRAFT” stamp on the first page.

**FAQ 2. Why do we have to revise the *entire* C&B. Why can’t we just amend a few specific things?**

- a. According to the ELCA, any time a congregation constitution is amended, it must be brought into conformity with **all** required provisions in *The ELCA Model Constitution*. (A copy of *The ELCA Model Constitution* is linked through the *St. Paul Constitution & Bylaws webpage*.)
- a. There have been ten Churchwide Assemblies since St. Paul adopted its 1999 Constitution and every one of those assemblies included changes to the required provisions of *The Model*, with very extensive changes in 2016.
- b. The Bylaws Committee considered amended the current C&B but decided it would be easier and much less confusing to replace the whole document rather than try to amend all of the affected provisions individually.

- FAQ 3. What about the unique “St. Paul stuff” in the 1999 Constitution & Bylaws?**  
The Constitution & Bylaws Committee made every effort to retain St Paul-specific concepts from the 1999 Constitution in the new documents. The Bylaws have been rewritten and include significant changes from our current Bylaws in an effort to better reflect how St Paul really operated.
- FAQ 4. What’s a *required* provision in the Model Constitution, and can we amend it?**  
Some provisions in *The Model* are prefixed with an asterisk (\*). These are *required* provisions. They cannot be altered and must appear in the congregation constitution exactly as they appear in *The Model*. Some required provisions present options which are indicated in *The Model* in one of three ways: brackets ([...]); a bold-italic “or;” or a blank line (\_\_\_\_\_). The Bylaws Committee and Council reviewed these each of these options and agreed on selections based on the needs of St Paul.
- FAQ 5. What are *recommended* provisions in the Model Constitution?**  
*The Model* has, in addition to required provisions, provisions that are not required. These are called “non-required” or “recommended” provisions. A congregation may adopt them if it so wishes, but it can also modify them or discard them altogether.
- FAQ 6. What are *local* provisions?**  
Local provisions are those that do not appear in *The Model* but have been developed for use by the local congregation. These may be amended.
- FAQ 7. What are some of the things that we are getting in the proposed revision that we do not have in the 1999 Constitution?**
- a. Greater flexibility in arranging boards, committees, teams, and leaders
  - b. Ability to hold Congregation Meetings and other meetings by electronic means
  - c. Restructuring of Mutual Ministry Advisory Board and redefinition of its work
  - d. Seasonal membership
- FAQ 8. Who worked on this and how?**  
The update process was initiated by Council appointing a Constitution and Bylaws Committee (Bylaws Committee) comprised of Carol Henry (chair), Matthew Riegel, Tamara Riegel, Matthew Sampson, and Joanne Seasholtz. Bylaws Committee members used *The ELCA Model Constitution (2019)* as a starting point but reviewed *The Model* in parallel with the 1999 Constitution and both Bylaws documents. During the Bylaws Committee’s work, Council was consulted at various points for direction. Most of our committee chairs were consulted also, and these consultations are on-going as they related much more to the Continuing Resolutions which are not yet complete. The Bylaws Committee held at least ten meetings, each of those meetings often going two hours, and that does not account for many hours of homework. The Bylaws Committee completed its draft in August 2020. At that point, Council took ownership of the work, reviewing the draft provision by provision, making some changes to the Bylaws Committee’s draft and completing its work on 21 December 2020.
- FAQ 9. How Can I easily compare the proposed C&B with the old ones?**

Check out the document titled “Comparison of 1999 Constitution & Bylaws and the new Proposed Revision” which is linked from the Constitution & Bylaws webpage.

## **FAQs Referring to Specific Chapters of the Proposed Constitution**

**FAQ C10.01 Why did we decrease the number of required congregational meetings?**

Council thought one *required* meeting was sufficient. More can be called, if needed.

**FAQ C10.04 Why did we raise the percentage required for a quorum from 10% to 20%?**

With a smaller numbers of voting members at St Paul currently, Council was concerned that with only 10% of members required for a quorum, major decisions could be made at Congregation Meetings with only 10 or less members in attendance. Raising the percentage to 20% would require at least 15 – 20 members be present for business to be conducted.

**FAQ C11 Why do we need to add the word “senior” for some officers?**

Four main or “senior” officers (president, vice president, secretary and treasurer) make up the Executive Committee, which has special responsibilities. Other officers, such as a parliamentarian, could be elected by either the Congregation Meeting or by Council modifying the Bylaws or Continuing Resolutions but these new officers would not be members of the Executive Committee.

**FAQ C11.03(d) Is the treasurer a voting member of Council?**

If the treasurer is a member of Council elected by the Congregation, then the treasurer is a voting member of Council. However, if the Treasurer is not an elected Council member and is appointed by the Council from the Church membership, this person may join in discussions but may not vote during Council meetings.

**FAQ C12.05(c) and (d) Why did Council increase the amount allowed for contracts not included in the budget and the amount Council may spend in excess of anticipated receipts without Congregation Meeting approval?**

Council needed more flexibility to operate effectively, and setting a percentage seemed more reasonable as our budget and income fluctuates. Raising the amount allowed to \$3,000 above anticipated receipts also allows needed flexibility, especially for building projects. This section also allows Council to authorize expenditures over \$3,000 in an emergency if a delay to call a Congregation meeting would cause more problems. For example, if the heating system went out and a delay installing a new system would cause frozen pipes and water leaks, Council could act.

**FAQ C13 Why do we need to change the names of committees and the committee structure?**

St Paul operates under Robert’s Rules of Order, Newly Revised (RONR). According to RONR, “committees” are named and defined in the Bylaws (or Constitution) and committee chairs and committee members are elected or appointed by the Congregation or by Council. That is why we suggest that many of our groups become known as “teams” so they can continue to operate as they have in the past with utmost flexibility. Teams will continue to be an integral part of life at St Paul and will be encouraged, but not required, to report all of their activities to Council on a monthly basis.