



OFFICE OF THE STATED CLERK

June 22, 2011

New Form of Government Provisions For Congregations and Sessions

Attached is a summary of the major changes affecting congregations and sessions by the new Form of Government which goes into affect July 10th. There are some items that are not included in the new Form of Government (hereafter called "the Constitution or nFOG) you may wish to continue, and some that simply must be addressed. Items affecting decisions that are made by the congregation will need to be included in the by-laws. This can be done by adopted a single page addendum at a congregational meeting. Items under the authority and power of the session should be included in a policy and procedure manual. You should already have personnel policies, etc. in such a manual. If not, start one.

Remember, no item or practice can continued or included in the by-laws or session manual that would violate the Constitution.

The attached information includes the new sections, the old, and a recommendation. **All of the recommendations that need a vote of the congregation appear together on the last page** for your use. Adopt the recommendations as you see fit, as long as they do not conflict with the new Constitution.

Other publications and analysis (and there are many) have been reviewed, and when notable errors have occurred, they have also been noted, that you may be not led astray.

IMPORTANT: Where the new Constitution AND church by-laws are silent, state law – the Washington Nonprofit Corporation Act, RCW 24.03 – governs! (e.g. quorum of a congregation below). G-4.0101 requires that "Whenever permitted by civil law, both ecclesiastical and corporate business may be conducted at the same congregational meeting." All NPSP congregations are incorporated in the State of Washington. Washington state makes **no distinction between an ecclesiastical and corporate meeting of the congregation**; any action taken at a congregational meeting is legally binding. There is no need to hold a separate meeting of the "corporation;" *any* meeting of the congregation IS a meeting of the corporation. Likewise *any* meeting of the session is a meeting of the Board of Directors, and its actions are legal and binding in the State of Washington.

The Nonprofit Act is written so that most clauses end with ". . . unless provided for in the by-laws." This important document can be obtained at <http://apps.leg.wa.gov/rcw/default.aspx?cite=24.03>, it is written in plain language, and churches should review it in light of their by-laws.

No doubt there are changes. We will discover these, and live into them. Share what you discover, and when you aren't sure what to do, do whatever gives glory to God.

Grace & Peace,

A handwritten signature in black ink, appearing to read "Dean R. Strong". The signature is written in a cursive style with a large, prominent initial "D".

The Rev. Dean R. Strong
Stated Clerk

Constitutional Changes & Stated Clerk's Recommendations
July 10, 2011

Nomenclature – Elders (Presbyters) are now referred to as “Teaching Elders” (also Constitutionally named as “Ministers of the Word and Sacrament”), and “Ruling Elders.” The terms “layman” and “laywoman” have been eliminated.

Governing Bodies (Session, Presbytery, Synod, G.A.) are now referred as Councils, not to be confused with the Presbytery Council (for which we’ll probably find a new name).

Inactive Members – Inactive members are no longer included in the Constitution. A congregation cannot continue with this category of membership; to do so would violate the Constitution.

Deacons Organized as a Board – If the Deacons are organized as a Board, there are no longer stated requirements regarding membership and meetings.

New: G-2.0202 no organizational requirements.

Old: G-6.0403a. (Deacons) as a Board – They may be organized as a board, of which the pastor, co-pastors, and associate pastors shall be advisory members. The board of deacons shall elect a moderator and a secretary from among its members. The secretary shall keep a record of the board’s proceedings.

G-6.0405 Meetings – The board shall meet regularly, or upon the call of its moderator, or when directed to meet by the session, but it shall meet at least quarterly. The board shall determine its own quorum. A joint meeting of the session and board of deacons shall be held at least annually to confer on matters of common interest, with the moderator of the session presiding. No binding decision may be reached in such joint meeting, but the session and the board may act separately on matters committed to their care.

Recommendation: Take action as needed, but there is no real need for Deacons to be organized as Board. This is a remnant from the pre-1982 reunion when the PCUS used the Deacons as a Board of Trustees which managed property and finance; conflicts between the session and the Board of Deacons were common, hence the annual joint meeting requirement.

Congregational Meetings, Quorum – A quorum has been omitted from the new FOG. If you take no action, a quorum is one tenth of the active members, under state law (NOT Roberts Rules, which requires a majority of the active members). The recommendation is to use the former Constitution.

New: G-1.0501: “Congregations shall provide by rule the quorum necessary to conduct business.”

Old: G-7.0305 Quorum – The quorum of a meeting of the congregation shall be not less than one tenth of the members unless the particular church upon application to the presbytery shall obtain the consent of the presbytery to a provision for a smaller quorum. A congregation by its own vote may fix a higher quorum. No meeting of fewer than three members shall be considered a congregational meeting.

State Law: RCW 24.03.090 Quorum. The bylaws may provide the number or percentage of members . . . which shall constitute a quorum at a meeting of members. In the absence of any such provision, members holding one-tenth of the votes entitled to be cast represented in person ~~or by proxy~~ shall constitute a quorum (vote by proxy is not allowed by the Constitution).

Recommendation: The quorum of a meeting of the congregation shall be not less than one tenth of the members. No meeting of fewer than three members shall be considered a congregational meeting (for small congregations).

Congregational Meetings, Notice – At a minimum, notice must be given at two regular worship services, and ten before the meeting (by state law). The recommendation incorporates both the former requirement (two Sundays) and state law (ten days).

New – G-1.0502. Congregations shall provide by their own rule for minimum notification requirements and give notice at regular services of worship prior to the meeting (*notice “regular services of worship is plural”*)

Former – G-7.0303b. Public notice of the meeting shall be given on two successive Sundays. The meeting may be convened following the notice given on the second Sunday.

State Law – (1) Notice, in the form of a record, in a tangible medium, or in an electronic transmission, stating the place, day, and hour of the annual meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten nor more than fifty days before the date of the meeting, by or at the direction of the president, or the secretary, or the officers or persons calling the meeting, to each member entitled to vote at such meeting. Notice of regular meetings other than annual shall be made by providing each member with the adopted schedule of regular meetings for the ensuing year at any time after the annual meeting and ten days prior to the next succeeding regular meeting and at any time when requested by a member or by such other notice as may be prescribed by the bylaws.

Recommendation: Notice of the annual or a special meeting, in the form of a record, in a tangible medium, or in an electronic transmission, stating the place, day, and hour of the annual meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten days and on two successive Sundays before the date of the meeting.

Congregational Meetings, Parliamentary Authority – The new Form of Government provides for no parliamentary authority. It is recommended that Roberts Rules be adopted, since most people are at least somewhat familiar with them. Should a conflict or confusion occur during meeting, clear rules with authority are needed.

New: Not addressed.

Old: G-7.0302c. All meetings of the congregation shall be conducted in accordance with the most recent edition of Robert’s Rules of Order, or a comparable parliamentary authority adopted by the congregation, except in those cases where this Constitution provides otherwise.

Recommendation: Use the former Constitution.

Congregational Meetings, Approval of the Minutes – the new FOG omits instruction about the approval and disposition of congregational minutes. The old Constitution basically followed Roberts Rules of Order, that is if a meeting is not scheduled within the next quarter, the executive board or a special committee be appointed to approve the minutes. It also required the clerk to place congregational minutes in the session minute book (from the days when minutes had to be kept in a bound book). This does not prevent the assembly from making additional corrections at its next meeting (RONR 10th ed. p.

457 I. 20-32). The new FOG omits the requirement that the moderator attest to the minutes, which is not normally required in most societies. The recommendation is to use the former Constitution, but without the moderator's attestation. The minutes may be kept with the session minutes or another place, the Clerk of Session is responsible regardless.

New: Not addressed.

Old: G-7.0307. If the congregation does not approve the minutes of a congregational meeting before adjournment, the session shall read, correct, and approve the minutes of that congregational meeting at its next scheduled meeting and shall enter them into the permanent record. At the next meeting of the congregation, the clerk shall have the minutes available and shall report the session's action. The congregation may ask to have them read and may make additions or corrections by vote . . . The minutes of each meeting of the congregation shall be attested by the moderator and the secretary and shall be entered in the minute book of the session

Recommendation: If the congregation does not approve the minutes of a congregational meeting before adjournment, the session shall read, correct, and approve the minutes of that congregational meeting at its next scheduled meeting and shall enter them into the permanent record. At the next meeting of the congregation, the clerk shall have the minutes available and shall report the session's action. The congregation may ask to have them read and may make additions or corrections by vote.

Congregational Meetings, Nominating Committee (for Ruling Elders) – The new FOG changes the *minimum* requirements for the nominating committee from listing the specific groups to be represented and the number of elders on the committee. The old language can be cumbersome, but it does preserve the healthy principle that governing bodies should not have the complete power to nominate their own members. The recommendation includes this principle.

New: G-2.0401 Ruling elders and deacons are men and women elected by the congregation from among its members. The nomination and election of ruling elders and deacons shall express the rich diversity of the congregation's membership and shall guarantee participation and inclusiveness (F-1.0403). Ruling elders and deacons shall be nominated by a committee elected by the congregation, drawn from and representative of its membership. Congregations may provide by their own rule for a congregational nominating committee, provided that the committee shall consist of at least three active members of the congregation, and shall include at least one ruling elder who is currently serving on the session. The pastor shall serve *ex officio* and without vote. When elections are held, full opportunity shall always be given to the congregation for nomination from the floor of the congregational meeting by any active member of the congregation. A majority of all the active members present and voting shall be required to elect.

Old: G14.0221 The committee shall itself include both women and men, giving fair representation to persons of all age groups, of all racial ethnic members, and of persons with disabilities who are members of that congregation. At least two members of this committee shall be elders designated by the session, one of whom shall be currently on the session and serve as moderator of the committee. At least one member of this committee shall be designated by and from the board of deacons, if the church has deacons. Other members of the committee, in sufficient number to constitute a majority thereof (exclusive of the pastor), shall be chosen by the congregation or by such organizations within the church as the congregation may designate, none of whom may be in active service on the session or in active service on the board of deacons.

Recommendation: (in addition to the new G-2.0401 above) Those who are not in active service on the session or on the Board of Deacons must constitute a majority of the voting members of the Nominating Committee.

Congregational Meetings, Annual Review of the Pastor's Call – Other analysis have noted that an annual review of the pastor(s)' terms of call is no longer required. This is incorrect, it is just in a different place:

New: G-2.0804 The session shall review annually the minister's terms of call and shall propose for congregational action (G-1.0501) such changes as the session deems appropriate, provided that they meet the presbytery's minimum requirements."

Reception of New Members – Some analysis of nFOG state that it omits the requirement to examine people joining by reaffirmation of faith. It does. But don't forget, the **Directory of Worship is part of the constitution!** "The service for reception of members into a congregation by transfer of certificate or by reaffirmation of faith is an occasion to recall ones earlier Baptism, profession of faith and commitment to discipleship. *After examination and reception by the session*, these new members shall be recognized at a regularly scheduled service of public worship. It is appropriate for them to reaffirm the commitments, to make public again their profession of faith in Jesus Christ as Lord and Savior, and to express their intention to participate actively in the worship and mission of the church (W-4.2004)."

Preparation for Office – Officers must be prepared and examined for office. If the examination was not approved by the session, the former Constitution required the nominating committee to bring a new nomination. This promoted filling seats with warm bodies, especially in smaller churches, because it forced the filling of vacant seats on the session. Can humans force the Spirit to call someone into service? A church is healthier with fewer called and dedicated than it is with greater numbers that include persons not qualified, duty bound ("okay, if no one else will do it") or spiritually immature.

New: G-2.0402 . . .If the examination is approved, the session shall appoint a day for the service of ordination and installation.

Old: G-14.0240 If the examination is approved, the session shall appoint a day for the service of ordination and installation (see W-4.4000). If the examination is not approved for one or more elected officers, the session shall report its action to the congregation's nominating committee, which shall bring nomination(s) to a meeting of the congregation for any office(s) not filled.

Recommendation: In addition to G-2.0402, if an examination of an officer is not approved, the session shall report its action to the congregation and its nominating committee, which will seek to discern whether another member of the congregation is being called in accord with G-2.0103 (*The call to ordered ministry in the Church is the act of the triune God. This call is evidenced by the movement of the Holy Spirit in the individual conscience, the approval of a community of God's people, and the concurring judgment of a council of the Church*).

Session Meetings, Open to Congregation? – Session meeting have been and are continued to be closed to non session members. The former Form of Government assumed that session meetings were closed, but that sessions could invite members of the congregation. This is like committees, where "opportunities for members of the society to appear and present views is called a *hearing*. . .[but] during actual deliberations only members have the right to be present." (see RONR p. 483 l. 35). Sessions should or need never use "executive session;" ALL actions of a session must be recorded in the minutes. Old and new forms follow Roberts Rules, which govern the meetings of all Councils, including the session.

Old: G-10.0201 The session **may** invite members of the congregation to attend and observe its meeting if it so desires, without restricting the right to meet in executive session whenever circumstances indicate the wisdom of doing so.

New: G-3.0105 Meetings of councils shall be opened and closed with prayer. Meetings shall be conducted in accordance with the most recent edition of *Roberts Rules of Order Newly Revised*, except when it is in contradiction to this Constitution.

Roberts Rules of Order Newly Revised – In meetings of many public bodies, such as school boards, the public may attend. Similarly, in some private organizations [page 94] such as *church councils, parishioners may be permitted to attend. These attendees are not members of the meeting body and ordinarily have no right to participate.* Some bodies, especially public ones, may invite nonmembers to express their views, but this is done under the control of the presiding officer subject to any relevant rules adopted by the body and subject to appeal by a member. Often, by rule or practice, time limits are placed on speakers and relevance is closely monitored. (RONR 10th ed. pp 93-94, l. 34-9)

Recommendation: No action.

Session Meeting, Quorum – The new form gives the session more leeway regarding establishing a quorum. If it does not, it is bound by Roberts Roberts, which is a majority of the session members. This cannot be established in the by-laws, which requires a congregational vote; the session has this constitutional right.

New: G-3.0203 Sessions shall provide by rule for a quorum for meetings; such quorum shall include the moderator and either a specific number of ruling elders or a specific percentage of those ruling elders in current service on the session.

Old: G-10.0202 A quorum of the session shall be the pastor or other presiding officer and one third of the elders but no fewer than two, except for the reception and dismissal of members, when the quorum shall be the moderator and two members of the session. The session may fix its own quorum at any higher number.

Recommendation: A responsible quorum for doing any kind of business, *especially* the reception of church members, is a majority of the session.

Recommendations for Adoption or Amendment to the By-Laws
Require a congregational vote, since they affect the congregation's rights:

Deacons (if organized as a board)

The Deacons shall be organized as a board, of which the pastor, co-pastors, and associate pastors shall be advisory members. The board of deacons shall elect a moderator and a secretary from among its members. The secretary shall keep a record of the board's proceedings.

The board shall meet regularly, or upon the call of its moderator, or when directed to meet by the session, but it shall meet at least quarterly. The board shall determine its own quorum. A joint meeting of the session and board of deacons shall be held at least annually to confer on matters of common interest, with the moderator of the session presiding. No binding decision may be reached in such joint meeting, but the session and the board may act separately on matters committed to their care.

Congregational Meetings

Quorum – The quorum of a meeting of the congregation shall be not less than one tenth of the members. No meeting of fewer than three members shall be considered a congregational meeting (for small congregations).

Notice – Notice of the annual or a special meeting, in the form of a record, in a tangible medium, or in an electronic transmission, stating the place, day, and hour of the annual meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten days and on two successive Sundays before the date of the meeting.

Parliamentary Authority – All meetings of the congregation shall be conducted in accordance with the most recent edition of Robert's Rules of Order, or a comparable parliamentary authority adopted by the congregation, except in those cases where this Constitution provides otherwise.

Approval of the Minutes – If the congregation does not approve the minutes of a congregational meeting before adjournment, the session shall read, correct, and approve the minutes of that congregational meeting at its next scheduled meeting and shall enter them into the permanent record. At the next meeting of the congregation, the clerk shall have the minutes available and shall report the session's action. The congregation may ask to have them read and may make additions or corrections by vote.

Congregational Meetings, Nominating Committee (for Ruling Elders) – in addition to G-2.0401, those who are not in active service on the session or on the Board of Deacons must constitute a majority of the voting members of the Nominating Committee.

Unapproved Examination of Church Officers – In addition to G-2.0402, if an examination of an officer is not approved, the session shall report its action to the congregation and its nominating committee, which will seek to discern whether another member of the congregation is being called in accord with G-2.0103 (*The call to ordered ministry in the Church is the act of the triune God. This call is evidenced by the movement of the Holy Spirit in the individual conscience, the approval of a community of God's people, and the concurring judgment of a council of the Church*).