

**Executive Summary of the Report of the  
Constitution Revision Committee  
St. Mark's Lutheran Church  
May 2, 2022**

**I. Proposed Constitution Revisions**

**A. GENERAL COMMENTS**

1. We are obligated under Synod rules to follow the Model Constitution for Congregations of the Evangelical Lutheran Church in America. The required sections are indicated by asterisk. When the Synod makes changes to its Model Constitution, we are required to incorporate them into our Constitution. Changes were made to the Model Constitution in 2019, and we incorporated those changes into our draft document without noting those changes.
2. There are some typographical errors or stylistic changes throughout that will not be addressed in this summary, specifically.
3. Language being removed is ~~struck through~~; new language is underlined.
4. The Model Constitution, in some cases, gave options. Where bracketed language is struck through, we chose one option over the other.
5. Provisions in our Constitution related to the "mission endowment fund" and "multi-church parishes" were removed as inapplicable to St. Mark's.

**B. CONGREGATION MEETINGS:**

1. The proposed constitution anticipates one regular annual meeting, as opposed to the previous requirement of two semi annual meetings. The elections and budget approval can occur at one meeting. Special meetings may be called, if necessary.
2. Notice requirements for the annual meeting are now found in the by-laws and have been removed from the constitution.
3. The quorum has been reduced from 50 to 30 members due to declining membership.

**C. CONGREGATION COUNCIL:**

1. Several sections under the "Congregation Council" section of the constitution were reworded to make the provisions clearer and easier to interpret.
2. The term of office of all elected council members shall begin at the January organizational meeting of the congregation council. This change coincides with the new bylaw Section 1B01 which establishes the time of the annual meeting for either the first or the second Sunday of December.
3. The congregation council will now have the authority to enter into contracts of up to \$20,000.00 for items not included in the budget. This is an increase from a \$5,000.00 limit. The limit has been in place for quite a number of years and is inadequate, due to increasing costs.
4. It is anticipated that council, at its organization meeting, will establish its annual meeting schedule as well as electing its officers under Section C11.02.

**B. CONGREGATION COMMITTEES:**

1. The Synod guidelines require an executive committee, a nominating committee, an audit committee, a mutual ministry committee and a call committee. The chair of these committees and the membership is described by the constitution. The responsibilities are found in new by-laws sections B4.01 - B4.06.
2. The mutual ministry committee has been eliminated. (It has been inactive at St. Mark's for several years.) Synod rules permit the executive committee to serve as the mutual ministry committee. We have adopted that approach.
3. The procedure for selecting members of the personnel committee and was vague and has been clarified.

**II. PROPOSED BY-LAWS - All new**

**A. GENERAL:**

1. The current constitution authorized by-laws. In years past, St. Marks has had by-laws. We found bylaws dating from 1955. No current by-laws are in effect, so this committee has drafted a set of

by-laws. The purpose of these by-laws is to implement sections of the constitution that require by-laws and also to provide guidance and clarity regarding the governance of St. Marks.

**B. CONGREGATION MEETINGS:**

1. By-laws now establish the date of the annual congregation meeting in December and also the requirements for notice.

**B. OFFICERS' DUTIES:**

1. The by-laws have attempted to itemize the major responsibilities of each of the officer's of St. Mark's. The listing of responsibilities is self-explanatory.
2. Financial Secretary. St. Mark's is now following Synod guidelines concerning the appointment of a financial secretary. This section sets forth the qualifications of the individual who is serving as the financial secretary and establishes the duties of the position.

**B. COMMITTEES:**

1. The responsibilities of the executive committee, nominating committee, audit committee, personnel committee and call committee are outlined, generally.
2. The responsibilities of all other committees as well as additional responsibilities of the standing committees may be established by the congregation council, and those committees are required to give regular reports, submit budgetary requests and otherwise be responsible to council.

**II. USE OF TECHNOLOGY TO CONDUCT MEETINGS AND VOTES:**

1. Pennsylvania state law permits not for profit corporations to conduct business by telephone or other technology under certain circumstances. In order to comply with state law, the guidelines for such meetings must be established by by-law. Criteria for such meetings are included in our proposed by-laws.
2. Occasionally a matter before council will require urgent consideration. The by-laws now permit the president to conduct a vote by conference telephone or other technology (such as email). All such votes must be ratified by the next meeting of council.