



Integrating a Constitution with its Bylaws and Continuing Resolutions

Some find the distinctions between their congregation's constitutions, bylaws, and continuing resolutions to be confusing. Robert's Rules notes that a **constitution** should specify the name, purpose, members, officers and their election, meetings, and how the constitution might be amended. He describes **bylaws** as "all the rules that are of such importance that they cannot be changed in any way without previous notice, except those placed in the constitution and rules of order. The bylaws should always provide for their amendment and also for a quorum" (p.7).

Robert envisioned standing or **continuing resolutions** as agreements among members that would guide their work together and thus could be easily adopted or rejected. Ms. Helgen ("Coffee, Cabs, and Constitutions") notes recalls that since the ELCA Model Constitution allows continuing resolutions to be amended (adopted, changed, or dissolved) by either during a congregation meeting or by the church council, they might be used for "ongoing matters, especially those it wants the council to attend to and perhaps modify. A congregation might also use a continuing resolution (rather than a simple motion) as a way to take action on matters that have an ongoing effect...and that future councils should be aware of" (p.4).

To help illustrate ways to use these three elements, constitution, bylaws, and continuing resolutions, consider the following example of a congregation which included the provision for a cemetery board, its membership, and its purpose in the church constitution along with the board's primary responsibilities and ongoing tasks. Since the congregation meets once a year, any change related to the role and operation of their cemetery board would require motions approved at each of two annual meetings.

C13.02.04 - CEMETERY BOARD

- A. The Cemetery Board shall consist of three (3) members elected at the annual meeting of the congregation, each for a term of three (3) years. One-third of the members of the board shall be elected at each annual meeting of the congregation.**
- B. The Cemetery Board shall be responsible for the upkeep of the burial plots.**
- C. The Cemetery Board shall provide a financial report in the Church Annual Report.**
- D. Until a Cemetery Association is formed and Articles of Incorporation are drawn up to provide for the perpetual care and maintenance of Trinity Lutheran Cemetery, Brookfield Township, Renville County, Minnesota, the following rules and regulations shall be in force concerning the maintenance and use of the cemetery.**
 - 1. Any person who is a member of Trinity Lutheran congregation at the time of death or anyone who has a member of his/her immediate family buried in the cemetery may be buried there. Permission for burial of any person not qualifying under the above conditions may be granted only by a majority decision of the Trinity Congregation Council.**
 - 2. Members of Trinity Lutheran shall not be required to pay a fee for burial in the Cemetery. The fee for non-members shall be \$100.00 for one burial place (for one person), which shall include the cost of perpetual care.**

Burial shall not take place until after this fee has been paid. The Cemetery Board shall supervise the sale of all burial places and fees shall be deposited in Perpetual Care Fund.

- 3. The board may call upon members of Trinity Lutheran to assist in the care and maintenance of the Cemetery.**
- 4. The Cemetery Board shall also supervise a Perpetual Care Fund comprised of voluntary gifts and burial fees and kept on deposit to draw interest until a Cemetery Association is formed, at which time the principle sum (consisting of all deposits) shall remain intact and inviolate. The annual interest accumulated may be put into the General Fund of Trinity Lutheran Church at the discretion of the Cemetery Board, except where designated otherwise.**
- 5. An ordained ELCA pastor will normally officiate at burials in Trinity Lutheran Cemetery; in exceptional circumstances when an ELCA pastor is not available, an ordained minister of a church body with which the ELCA officially has established a relationship of full communion or a synodically authorized lay minister may officiate at burials with council approval.**
- 6. In the interest of keeping the Cemetery uniform and beautiful, no trees, shrubs, or bushes may be planted on the Cemetery grounds except by the Cemetery Board. The Cemetery Board shall have the right to remove shrubbery or other items deemed unsightly or a nuisance to the care and maintenance of the Cemetery.**
- 7. No grave shall be opened for either burial or removal of remains without an order from the Cemetery Board. After a burial has taken place, all grass shall be replaced or reseeded to the satisfaction of the Cemetery Board and all excess earth shall be hauled away.**
- 8. Any member wishing to put up a stone, previous to or after, should have the consent of the Cemetery Board.**
- 9. Any member may have the choice of a burial place, in rotation, for either two or four in a lot.**

The following chart offers one way to move this congregation cemetery board's purposes, procedures, and continuing tasks into a format that could be more easily modified should the opportunity, or necessity, to do so arise. Note that while amendments to the constitution require two annual meetings, bylaws could be changed during a single congregation meeting with approval of a majority of those voting. Continuing resolutions can be changed with approval of a majority of those voting during a congregation meeting or by the approval of two-thirds of the voting members of the church council during one of its meetings.

While the following division of the constitutional passage concerning the cemetery board is hypothetical and thus might be done differently by others, it generally reflects the need to move the more fluid facets of the board's role into bylaws or continuing resolutions so that they could be more easily changed to respond to changing conditions.

| <p style="text-align: center;">Constitution</p> <p>Amendments may be <u>approved</u> at a legally called congregation meeting by a majority vote of those present and voting and be <u>ratified</u> without change at the next annual meeting by a two-thirds vote.</p> | <p style="text-align: center;">Bylaws</p> <p><u>Bylaws</u> may be <u>adopted or amended</u> at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.</p> | <p style="text-align: center;">Continuing Resolutions</p> <p><u>Continuing resolutions</u> shall be <u>enacted or amended</u> by a majority vote of a meeting of the congregation or a two-thirds vote of all voting members of the Congregation Council.</p> |
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| <p>A Cemetery Board shall consist of three (3) congregation members, each to serve a term of three (3) years, with one-third of its members elected at each annual meeting of the congregation. This Board shall be responsible for the management of The Trinity Lutheran Cemetery. The Cemetery Board shall include a financial report in the Church Annual Report.</p> | <ol style="list-style-type: none"> 1. Any person who is a member of Trinity Lutheran congregation at the time of death or anyone who has a member of his/her immediate family buried in the cemetery may be buried there. Permission for burial of any person not qualifying under the above conditions may be granted only by a majority decision of the Trinity Congregation Council. 2. Members of Trinity Congregation shall not be required to pay a fee for burial in the Cemetery. 3. The Cemetery Board shall also supervise a Perpetual Care Fund comprised of voluntary gifts and burial fees and kept on deposit to draw interest until a Cemetery Association is formed, at which time the principle sum (consisting of all deposits) shall remain intact and inviolate. The annual interest accumulated may be put into the General Fund of Trinity Lutheran Church at the discretion of the Cemetery Board, except where designated otherwise. 4. An ordained ELCA pastor will normally officiate at burials in Trinity Lutheran Cemetery; in exceptional circumstances when an ELCA pastor is not available, an ordained minister of a church body with which the ELCA officially has established a relationship of full communion or a synodically authorized lay minister may officiate at burials with council approval. | <p>Until a Cemetery Association is formed and Articles of Incorporation are drawn up to provide for the perpetual care and maintenance of Trinity Lutheran Cemetery, Brookfield Township, Renville County, Minnesota, the following rules and regulations shall guide the maintenance and use of the cemetery.</p> <ol style="list-style-type: none"> 1. The board may call upon members of Trinity Lutheran to assist in the care and maintenance of the Cemetery. 2. The fee for non-members shall be \$100.00 for one burial place (for one person), which shall include the cost of perpetual care. Burial shall not take place until after this fee has been paid. 3. The Cemetery Board shall supervise the sale of all burial places and fees shall be deposited in Perpetual Care Fund. 4. In the interest of keeping the Cemetery uniform and beautiful, no trees, shrubs, or bushes may be planted on the Cemetery grounds except by the Cemetery Board. The Cemetery Board shall have the right to remove shrubbery or other items deemed unsightly or a nuisance to the care and maintenance of the Cemetery. 5. No grave shall be opened for either burial or removal of remains without an order from the Cemetery Board. After a burial has taken place, all grass shall be replaced or reseeded to the satisfaction of the Cemetery Board and all excess earth shall be hauled away. 6. Any member wishing to put up a stone, previous to or after, should have the consent of the Cemetery Board. 7. Any member may have the choice of a burial place, in rotation, for either two or four in a lot. |