GOVERNING DOCUMENTS FOR NALC CONGREGATIONS
AN OVERVIEW

NALC

North American Lutheran Church

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1) Does our congregation need governing documents?

>   Yes. As the NALC constitution recognizes, each congregation "embodies the Church" and exists "for the sake of mission." However, a congregation is also a distinct legal entity. Like other legal entities, congregations need governing documents to formalize the agreed processes through which they will operate and make decisions.

2) Our congregation just joined the NALC. Shouldn't we amend our governing documents to reflect the change in affiliation?

>   Absolutely.

3) How does our congregation amend its governing documents?

>   The short answer is that each congregation must follow the process set out in its own governing documents for enacting amendments. This process may require a substantial amount of time. During that period, the current documents will remain in force.

4) Our congregation's current constitution includes many references to the congregation's former church body, the ELCA. If the current constitution remains in force for many months while we work to amend it, do the references to the ELCA also remain in force?

>   If your congregation has ended its relationship with the ELCA, all (or at least almost all) of the references to the ELCA in the congregation's governing documents are inoperable. To clarify this point for all parties, some congregations have voted formally to affirm that by operation of law, the references to the ELCA no longer apply (or voted to suspend the ELCA-related provisions). Your congregation may choose to take such an action.

5) Is there a particular model document that our congregation must adopt?

>   No. Most NALC congregations came out of the ELCA. The ELCA expected its congregations to adopt governing documents that included most of the provisions in the ELCA model. The NALC has chosen not to follow this practice.   However the NALC does provide a model constitution for congregation to aid them in modifying their current constitution. (see question 8 following)

6) What's the difference between a constitution, bylaws, and continuing resolutions?

    a. As a legal entity, a congregation is empowered to adopt policies governing the way it operates. The ELCA model created three types of policy documents.

    1. The "constitution" contains the most basic and fundamental governance policies (e.g., the confession of faith) and therefore is the most difficult to amend. All congregational actions must be consistent with the constitution.
    2. "Continuing resolutions," by contrast, include operational details (e.g., committee meeting requirements) and are the easiest to amend. Continuing resolutions must be consistent with the constitution and any bylaws.
    3. Bylaws fall between these two extremes.
    b. A congregation may choose to use all three categories of policy document, although it is not required to do so. The congregation theoretically could use just one category. However, a congregation generally is well served by creating at least two categories – one (the constitution) that is difficult to amend and deals with fundamental issues, and another (continuing resolutions) that is easy to amend and deals with operational issues. The easiest course for most congregations will be to continue their current practices.

7) Does the NALC require that a congregation include any specific provisions in its governing documents?

    The NALC does require as a condition of membership, that congregations subscribe to the NALC constitution. A congregation can satisfy this requirement by including in its constitution three provisions included in the NALC model described below. (These provisions – Chapter 2, Section 6.02, and Section 6.03 (c)-(d) – are shown in bold in the attached model.)

8) Can you give us some basic advice that will help us convert our "ELCA" constitution into a "NALC" constitution?

    Yes. A NALC task force has prepared a model constitution for congregations. It is attached. As noted above, NALC congregations are not required to use this model. It is offered as a guide, not as a requirement. Your congregation can use the model as a guide as it prepares its revised constitution. As you review the model, you will note sections in brackets, which indicate either choices to be made by the congregation or provisions that we thought more optional than others. Text in italics is directions for use. If you have any questions, please contact NALC staff at treasurer@thenalc.org.

9) What approach did the NALC task force take in preparing its model?

    a. The task force realized that most new NALC congregations have come from the ELCA and that these congregations have in place some variation of the ELCA model.

       The task force's goal was to prepare a document that…

       1. would be easy to use;
       2. would enable congregations to express their affiliation with the NALC; and
       3. would for the most part enable congregations to retain their current internal practices.

    b. The easiest way to accomplish this was to base the NALC model on the ELCA model. However, we did make a number of significant changes to reflect the theology, philosophy and polity of the NALC.

10) Our congregation wants to completely rewrite our governing documents to implement a new governance model. Can we do that?

    Absolutely. The NALC fully supports those congregations that wish to explore new and potentially more effective governance models. So long as any changes are consistent with a congregation's subscription to the NALC constitution, the congregation is free to amend its governing documents as it chooses.

11) Does the NALC have any resources to help us discuss possible alternative governance models?

    If congregations are interested in undertaking such discussions, the NALC will work with them to find the most effective way to be supportive.

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