



# **GUIDE TO REWRITE A CONSTITUTION AND BY-LAWS**



# Rewriting a Constitution and By-Laws

A church constitution is an essential document. The Constitution allows the congregation to express their biblical beliefs. The articles found in the document provide a solid foundation for the church to stand on for a lifetime. The church needs to have a Constitution and By-Laws Committee to evaluate the document and make recommendations to the church to keep the constitution a living work. Many church governing documents consist of both a constitution and Bylaws. We have discussed the constitution, and now we look at the Bylaws. One court ruling defined bylaws as “self-imposed rules, resulting from an agreement or contract between the corporation and its members to conduct the corporate business in a particular way. Until repealed, bylaws are the continuing rule for the corporation's government and its officers” (Schraft v. Leis, 686 P.2d 865 Kan. 1984).i

The church must evaluate, update, and edit its bylaws, which is an essential task for the Constitution and By-Law Committee. Here are a few questions to consider when evaluating your Constitution:

- What elements of our current constitution are outdated because of our current structure or ministry plan?
- What portions of our current constitution would we like to maintain “as is”?
- What portions do we need to exclude?
- What portions do we need to keep but edit/change?

How to use this guide: As you review your current Constitution and Bylaws, each team member is asked to rate each section with the following rating: Red, this section needs serious work; yellow, this section has some things that give me caution; and Green, this section seems to be in good order currently. Your Kentucky Baptist Convention Regional Consultant would be an additional help for your committee. The Consultant can help or coach your team as you revise your Constitution and Bylaws.

# Constitution

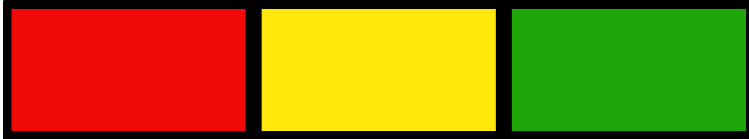
## I. – Name, Address, and Non-Profit Status

Every church needs to include its name and business address. This section should also state that the church is a non-profit (501c3) religious organization and its incorporation status.



## II. – Objectives or Purpose

A church should adopt, establish, and regularly review the purpose or mission statement that guides its mission vision.



## III. – Statement of Basic Belief

The church's important fundamental doctrinal beliefs should be listed. The statement should include a definition of marriage and statements about human sexuality. These statements can protect the church regarding church discipline, staffing, and facility use for unbiblical purposes.

Many Southern Baptist Churches embrace the Baptist Faith and Message (BF&M) as their Faith Statement. The BF&M currently has three versions that relate to the year it was amended (1925, 1963, & 2000.) Many Church Constitutions use one of these Faith Statements as an overarching for their foundational faith statements. Once the BF&M is used, it can be referred to throughout the constitution.



## IV. – Church Covenant

Has your church embraced a church covenant signed by each member?



# Constitution

## V. - Polity and Relationships

*The section should state that the church is vested in the body of members. The government of this church is vested in the body of believers who compose it. Persons duly received by the members shall constitute membership. All organizations created and empowered by the church shall report to and be accountable to the church. This church is not subject to the control of any other ecclesiastical body. Still, it recognizes and sustains the obligations of mutual counsel and cooperation, which are common among Baptist Churches.*



## VI. - Affiliations

This section should list all the groups the church has aligned itself (local association, state convention, and national convention). After listing the groups with which your church is aligned, if using the BF&M, you would use XIV Cooperation BF&M (2000).



# Bylaws

Many church governing documents consist of both a constitution and Bylaws. We have discussed the constitution, and now we look at the Bylaws. One court ruling defined bylaws as “self-imposed rules, resulting from an agreement or contract between the corporation and its members to conduct the corporate business in a particular way. Until repealed, bylaws are the continuing rule for the corporation's government and its officers” (Schraft v. Leis, 686 P.2d 865 Kan. 1984).ii

The church must evaluate, update, and edit its bylaws, which is an essential task for the Constitution and By-Law Committee. Here are a few questions to consider when evaluating your Bylaws.

- What portions do we need to keep but edit/change?
- What current issues warrant addition to our by-laws?
- Do we change and edit the existing one? Or start from scratch?
- How do we communicate the changes we make to our congregation?
- What needs to be placed in an operations manual instead of being in the Constitution and By-Laws?

## Article 1. Church Membership

Church By-Laws should provide a clear path for church membership. The process should include how to become a member (Baptism, letter, or statement), the membership's role, and the membership's rights. The section on church membership should also address how to move, revolt, and reinstate membership to the church.

- General --Candidacy
- New Member Class --Rights of Members
- Termination of Membership --Discipline



# Bylaws

## Article 2. Church Officers, Staff, and Committees/Teams

The church bylaws should identify and define the church offices. The role of the church officers is to outline the office's responsibility and accountability. A detailed job description should be part of the Policy manual. Each church is autonomous and may use these offices differently, so each church officer must understand fully their role and be allowed to share their work with the church, leadership, or committees.

Church staff should distinguish between ordained and non-ordained. This section needs to describe duties; however, a full job description for each position should be in a separate staff handbook or Personal Policy manual. This section should also include a brief process for what to do if the pastor resigns and who or what group (Deacons or Personal Committee) is responsible for filling the pulpit during the interim vacancy. How is a pastor search committee selected to serve?

- Elders
- Deacons
- Moderator
- Clerk
- Treasurer
- Trustees
- Pastor
- Church Staff



## Church Committees/Teams

This section should state the working committees and their tasks. Some churches have committees such as Finance, Personal, Property, Constitution, and Bylaws, which have ongoing work. The bylaws should record each committee's purpose, objective, and accountability. A separate Policy Manual could hold more detailed committee job descriptions for each committee or team.



# Bylaws

## Article 3 Church Ordinances

- Baptism

Topics that might need to be addressed are the baptism process for a baptism candidate, whether the church holds that baptism and church membership are separate, and whether a person who has been baptized is automatically a church member. Another issue is who can perform the baptism for the candidate. Does the church have a baptism committee, and how can their work be achieved?

- Lord's Supper

Topics for the Lord's Supper: how regularly do we celebrate the ordinance? Who serves the elements?

For a church using the BF&M, you can insert VII. Baptism & Lord's Supper BF&M 2000.



## Article 4 Church Meetings

- Worship Services
  - BF&M VII. The Lord's Day
- Special Services
  - Revivals, Yearly Celebrations,
- Business Meetings
  - When are Regular Meetings
- Special Called Business Meetings
  - How are these called? How much notice is given?
- Quorum
  - Does it take a percentage of attendees or members to make up a Quorum? Do those in attendance make the Quorum?
- Parliamentary Rules
  - A moderator presides over the meeting. We use Robert's Rule of Order.



# Bylaws

## Article 5 Church Finances

- Budget
  - Who prepares? Is there a specified date for when the next budget will be approved?
- Accounting Principles
  - Does the church see a monthly or yearly budget report?
  - Is there a specific way church finance is audited?
- Fiscal Year
  - When does the budget year begin and end?



## Article 6 Church Operations Manual

- Addition/Revision of Church Policies



## Article 7 Amendments



## Questions to Consider

- Are we suggesting additional ministry or structural changes through this revised document? If so, how should these things be presented?

Once the Constitution has church approval, add the revision and approval date to the document to identify it as the most recent version.

**\*\*\* The committee must meet and report to the church or another administrative committee at least once a year.**

# Coaching Questions for Re-writing Constitution and By Laws

## **I. – Name, Address, and Non-Profit Status**

What is your legal name and church business address?

Has the Internal Revenue Service established the church as a non-profit (501c3) organization? Yes or No

If so, what do we include to communicate this status in this document?

Have we filed for incorporation status with the Secretary of State from the Commonwealth of Kentucky? Yes or No

If so, what do we include to communicate this status in this document?

## **II. – Objectives or Purpose**

Does your church have either or both a purpose or mission statement that guides its mission vision?

If so, what do we include to communicate this status in this document?

## **III. – Statement of Basic Beliefs**

The church's important fundamental doctrinal beliefs should be listed. The statement should include a definition of marriage and statements about human sexuality. These statements can protect the church regarding church discipline, staffing, and facility use for unbiblical purposes.

Many Southern Baptist Churches embrace the Baptist Faith and Message (BF&M) as their Faith Statement. The BF&M currently has three versions that relate to the year it was amended (1925, 1963, & 2000.) Many Church Constitutions use one of these Faith Statements as an overarching for their foundational faith statements. Once the BF&M is used, it can be referred to throughout the constitution.

### **Option A:**

Will our church include a statement indicating that the Bible is our source of authority for our beliefs?

How will we include a statement to that effect?

Do we adhere to the teachings within the BFM 2000? Yes or No

If so, what kind of statement do we need to include?

### **Option B:**

Do we want to include a series of statements specifically defining our significant beliefs?

If so, what significant beliefs, explanations, and scripture references will we include?

# Coaching Questions

## IV. – Church Covenant

Has your church embraced a church covenant signed by each member?

If so, will we choose to include it in this section?

Do we have statements in our covenant that are inconsistent with our current membership practices?

What changes need to be made?

## V. – Polity and Relationships

The section should state that the church is vested in the body of members. The government of this church is vested in the body of believers who compose it. Persons duly received by the members shall constitute membership.

How are decisions made in the church?

Does the congregation make decisions? What are the requirements for the decision-making process (quorum, time, and day)?

What requirements must be met to be deemed an official voting member? (Age, membership status, in-person participation in voting)

How will you communicate that the church is autonomous in its decisions and actions?

## VI. - Affiliations

Is our church a cooperating Southern Baptist Church?

Is our church affiliated and cooperating with Kentucky Baptist Church?

Is our church affiliated and cooperating with a local association?

Special Note: What are the requirements for a change in the Constitution?

What are the requirements for advance notice to vote on changes? What percentage of votes is required?



# Coaching Questions-By Laws

## Article 1. Church Membership

Church By-Laws should provide a clear path for church membership. The process should include how to become a member (Baptism, letter, or statement), the membership's role, and the membership's rights. The section on church membership should also address how to move, revolt, and reinstate membership to the church.

- General: What are the expectations of the members who join your church?
- Candidacy: What is the process to become a person who seeks church membership?
- What are your acceptable options for becoming a member?
  - New Member Class: Is a new member's new Christian class required? (Strongly suggested)
  - Do you require a signed Church Council by new (or returning) members
- What does the church require to terminate church member status?
- What is the process for church discipline? What is the process to reengage a previously disciplined member? Who will initiate the process of church discipline?

## Article 2. Church Officers, Staff, and Committees/Teams

The church bylaws should identify and define the church offices. The role of the church officers is to outline the office's responsibility and accountability. A detailed job description should be part of the Policy manual.

- Elders: If used, how do elders serve? Who are considered Elders? How are elders chosen?
- Deacons: How do deacons serve? How are they chosen? What are the expectations of deacons? What is their term?
- Moderator: What is the role of the moderator, and how are they chosen?
- Clerk: What is the clerk's role, and how are they chosen?
- Treasurer: What is the role of the treasurer? How are they chosen? Are they bonded?
- Trustees: What is the role of trustees? How do they serve?
- Pastor: What is the role of the pastor? Is the pastor and ex-officio of all or some committees? (Voting or non-voting member?)

What is the process for the next steps when the pastor resigns? Who or what group (Deacons or Personal Committee) secures men to preach?

How is a pastor search committee selected to serve?

What is the process to call a new pastor?

What type of vote is required (secret ballot)?

Should statements about current staff applying for the pastor position be addressed in a personal policy manual?

- Church Staff: What staff positions (ordained or non-ordained) has the church adopted?
  - What are their roles? What is the process to fill an open staff position?

# Coaching Questions-By Laws

## **Church Committees/Teams**

What are the working committees in the church, and what is their task? Examples: Finance, Personal, Property, Constitution, and Bylaws)

How often do Church Committees and teams report to the church? How do they report?

A separate Policy Manual could hold more detailed committee job descriptions for each committee or team.

## **Article 3 Church Ordinances**

- Baptism
  - What is the baptism process for a candidate?
  - When a person is baptized, is he automatically a church member?
  - Who can perform the baptism for the candidate?
  - Does the church have a baptism committee, and how can their work be achieved?
- Lord's Supper
  - How regularly do we celebrate the ordinance? Who serves the elements?

## **Article 4 Church Meetings**

- Worship Services
  - When does the church regularly meet for worship?
- Special Services
  - What is the process for planning special services?
  - Who initiates the process for special services?
- Business Meetings
  - When are Regular Church Meetings? Who moderates the meetings?
  - What is the appropriate process for an item to get on the meeting agenda?
- Special Called Business Meetings
  - How are Special Meetings called? How much notice is required for the congregation?
- Quorum
  - Does it take a certain number of members? Percentage of attendees? Members to make up a Quorum?
  - Do those in attendance make the Quorum?
- Parliamentary Rules
  - Does the moderator use Roberts Rules of Order as they preside?

# Coaching Questions-By Laws

## Article 5 Church Finances

- Budget
  - Who prepares? Is there a specified date for when the next budget will be approved?
  - Is there a specific way to discuss or vote on the budget?
- Accounting Principles
  - Does the congregation receive a monthly or yearly budget report?
  - Is there a specific way church finance is audited?
- Fiscal Year
  - When does the budget year begin and end?
  - Is there a policy requirement that church finances be managed by adopted policies and persecutors?

## Article 6 Church Operations Manual

- Addition/Revision of Church Policies
  - What tasks are needed for a church to operate?
  - What roles or job descriptions are needed to keep the church operating more efficiently?

## Article 7 Amendments

- What amendments have been added to the document?
- What date were these additions made?

***The church must evaluate, update, and edit its bylaws, which is an essential task for the Constitution and By-Law Committee.***

Here are a few questions to consider when evaluating your Bylaws.

## Questions to Consider

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