

MINUTES
COMMISSION ON CONSTITUTIONAL MATTERS
Electronic Action
January 20, 2022

Consonant with Synod Bylaws and Synod Board of Directors policies regarding action taken without a meeting, the members of the commission gave unanimous approval to the following opinion, issued after review and circulation of comments, with all commission members participating:

117. Southern Illinois District Overtures to Amend District Bylaws (21-2975)

By an email of December 14, 2021, the Secretary of the Southern Illinois District (SID) forwarded four overtures proposing district bylaw amendments, these requiring advance review and approval.

The commission notes the following areas requiring attention:

- Overture 2-03: This overture to restate articles of incorporation stands approved under Op. 20-2946 and requires no further review.
- Overture 2-06: A district may choose to limit the terms of its district president (Synod Bylaw 4.7.5). Where this may apply to terms already served at the time of adoption or of taking effect, it is important that this be done with clarity—either in the bylaw language adopted or by enabling language adopted with the amendment to state definitively the convention’s understanding of the language adopted. The overture as presented includes a *resolve* stating that the change would take effect with the 2024 convention, but is not clear with regard to the impact, at that point, of terms already served.

It may also be noted that the proposed SI Bylaw 2.11 (a) is stated in terms different from those in (c) (as relettered). This also leads to uncertainty as to whether the limit on presidential terms is meant to apply to *consecutive terms* (as with regard to other term-limited offices) or to *cumulative terms served*, despite any interruptions in service. It may be clearer to propose restating SI Bylaw 2.11 as follows, though this may not have the effect originally intended with regard to the impact of terms already served:

Present/Proposed Wording

2.11 Successive Terms

- a. The number of successive terms in office of ~~the President and~~ the Schools and General Executive shall be without limitation.
- b. The President shall be ineligible for reelection after serving a total of three complete successive terms.
- ~~b. c.~~ c. All other elected or appointed District officers and members of District boards shall be ineligible for reelection or reappointment to the same board after serving a total of two complete successive terms.
- d. ~~They~~ Those rendered ineligible by term limitations for reelection or reappointment to an office or board may become eligible again for election or appointment to the same office or board after an interval of three or more years.

The language of Overture 2-06 is approved as proposed as not being in conflict with the Constitution and Bylaw of the Synod; however, it cannot be recommended as clear. The above suggestion of clearer language is also approved as an alternative, should the district choose to adopt it.

- Overture 2-07: Synod Bylaws do not require the district to maintain a Board of Congregational Support as such. However, the commission notes the following aspects of this proposal requiring attention:

- Synod Bylaw 4.6.1 does require that each district “elect or appoint a committee, board, or individual responsible for stewardship,” so the district may not eliminate the board so responsible without otherwise providing for this requirement.
- Synod Bylaw 3.8.2.4 (as recently renumbered; the “second” Bylaw 3.8.2.3 in the printed 2019 *Handbook*) likewise anticipates that the activities of the Office for National Mission will be mediated through appropriate facilities of each district. The bylaws of the district should provide for the means of such “domestic ministries that especially serve congregations and schools” to be carried out *through the district*.
- This board is also mentioned twice in SID Bylaw 2.05(a) and once in SID Bylaw 2.53 (b)(1), and that deletions here should also be included.

To be approved for presentation to the convention, the proposal would need to redesignate the above responsibilities before eliminating the board so charged.

- Overture 2-09: This overture to change the membership of the district’s Commission of Communications does not conflict with the Constitution or Bylaws of the Synod and is approved for presentation to the convention.

The commission also notes in SID Bylaw 2.19(a) that the district president is the *chief executive* of the district (Synod Bylaw 4.4.1) but not its *chief executive officer*, as stated in the district bylaw, this term being freighted with inapplicable corporate baggage. The word “officer” should therefore be removed. Such a change, though minor, is approved and should be noted in the district’s next comprehensive revision of its bylaws.

In response to the district secretary’s inquiry as to what would happen should a floor committee modify any of these proposals from the approved form prior to their adoption as resolutions by the convention, the commission notes its Op. 17-2863 (CCM Minutes, Nov. 10–11, 2017), clarifying the application of Bylaw 3.9.2.2.3 (b), which notes that “bylaw amendment resolutions including non-pre-approved changes adopted under 3.9.2.2.3 (b) have no force or effect until approved in their final form by the Commission on Constitutional Matters.” The opinion advises further:

District conventions are advised to divide those *independent* portions of proposals that involve floor amendments, as much as possible, into separate resolutions. Bylaw changes effected by resolutions that contain only pre-approved changes and involve no floor amendments can thus be of immediate and certain effect. Bylaw changes effected by resolutions involving floor amendments must be held in abeyance until approved by the commission. When dividing pre-approved bylaw proposals into separate resolutions, care must be exercised that the separation into parts does not affect the meaning of the parts taken individually (*i.e.*, that the parts separated are truly independent of each other).

A resolution to adopt changes that have not been pre-approved in final form should be stated *explicitly* as subject to its contingency on approval of the Commission on Constitutional Matters and subject, further, to the corrective process noted in Bylaw 3.9.2.2.3 (b).

The district and its secretary are thanked for the submission of these overtures for review and reminded to send the commission a clean copy of bylaws as adopted by the convention, also indicating any language adopted that was not prior approved and that therefore requires subsequent approval by the commission.

John W. Sias, *Secretary*