

1/26/21

## Changing Church Bylaws to Allow Remote Meetings

The following authorities pertain to this subject:

“Meetings shall be conducted in accordance with the most recent edition of Robert’s Rules of Order, except when they contradict the Constitution...” PCUSA Book of Order, G-3.0105

“In general, the constitution or the bylaws—or both—of a society are the documents that contain its own basic rules relating principally to itself as an organization...” RONR 12<sup>th</sup> ed., 2:8.

“Except as authorized in the bylaws, the business of an organization or board can be validly transacted only at a regular or properly called meeting [in] a single official gathering in one room or area—of the assembly of its members at which a quorum is present.” RONR 12<sup>th</sup> ed., 9:34.

If an electronic meeting is not authorized in the bylaws, then the congregational meeting to change the bylaws, unless held in person, would be invalid. Additionally, during the pandemic, you will need to check the most recent Order regarding gatherings. Currently, indoor gatherings not for worship are limited to 25. A gathering potentially illegal would be invalid and the actions taken void.

The idea here is not to restrict any member’s access to a meeting. If the bylaws are changed regarding meetings, members have a right to debate that change in a meeting that is authorized under the then-current bylaws.

Once it is possible to meet in person, the bylaws can be changed very simply to authorize remote meetings. The sample given by PCUSA is:

“The congregation may meet by electronic means if all members have reasonable notice of the electronic meeting and the ability to discuss and vote on business items. The quorum for such a meeting is [x] members.

Again, this should not stop churches from doing business at unofficial electronic congregational meetings. At any electronic meeting, you need to adopt standing rules for electronic meetings regarding:

- the equipment required to participate, as well as
- methods for seeking recognition,
- obtaining the floor,
- submitting motions in writing,
- determining the presence of a quorum, and
- taking and verifying votes.

If you do change the bylaws in person, you will also need to ratify any actions taken through previous electronic means. This can be done in a single motion, such as “To ratify all actions taken pursuant to decisions of unofficial remote meetings between x/x/xxxx and x/x/xxxx.”

Grace and peace,

Marianne J. Grano, Stated Clerk