

Organization of the ELCA

On January 1, 1988, the Evangelical Lutheran Church in America (“ELCA”)¹ became the surviving corporation in a corporate merger involving three Lutheran church bodies (The American Lutheran Church, the Lutheran Church in America, the Association of Evangelical Lutheran Churches). The ELCA consists of three expressions. (See *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* (“CBCR”), 8.10. et. seq.) One expression is the “churchwide organization.”² (CBCR 8.14., 11.10. et. seq.) A second expression is the 65 area organizations known as synods, each of which is separately incorporated. (CBCR 10.01. et. seq.) The third expression is the approximately 11,000 congregations, most of which are also separately incorporated.³ (CBCR 9.11. et. seq.) The relationships between the three expressions are primarily ecclesiastical rather than legal. (CBCR 8.17.) The ecclesiastical relationships are defined by the CBCR and the corresponding required provisions of the synod and congregation constitutions. (CBCR 8.10., 9.10. - 9.90., 10.01.-10.80., 11.10. -11.40.; *Constitution for Synods* (“S”)⁴; and *Model Constitution for Congregations* (“C”).)⁵ The constitutions of most congregations, all synods and the churchwide organization also serve as the corporate bylaws for each organization.⁶

A. Congregations

In the ELCA, a congregation is responsible for its day-to-day affairs and governance. (CBCR 9.30.-9.50.; *C5.01.-*C5.04., *C7.01.-*C7.04., and C12.01.-C12.02.) A congregation is governed by officers and a board of directors, usually known as the congregation council, elected by the congregation’s membership. (CBCR 9.30.-9.50.; C10.01.-C12.12.) The congregation, through its members or its council:

- owns and provides for the maintenance of its own property (CBCR 9.31., 9.71.; *C5.03., *C7.01.-*C7.04.; C12.05.);
- determines and evaluates the congregation’s ministry emphasis priorities (CBCR 9.41.; *C4.03. et. seq., C12.04.);
- prepares and adopts its own budgets and manages the business and financial affairs of the congregation (CBCR 9.41.g.; *C5.03.d., C12.05.);

¹To avoid confusion, “ELCA” will be used when referring to all three expressions of this church collectively and “churchwide organization” will be used when referring to the corporate entity.

²The “Evangelical Lutheran Church in America” is the legal name of the Minnesota nonprofit corporation, that is the churchwide organization. (CBCR 1.01.)

³Congregations are to incorporate whenever possible. Currently, only Virginia and West Virginia prohibit incorporation of churches.

⁴Required provisions in the Constitution for Synods are coded with a “†”.

⁵Required provisions in the Model Constitution for Congregations are coded with an “*”.

⁶In the ELCA, the corporate bylaws of the churchwide organization, synods and congregations are referred to as the constitution of a particular organization. This can be somewhat confusing since each organization can also adopt bylaws. The term bylaws, as used in the governing documents of the various expressions of this church, does not refer to corporate bylaws.

- “calls” its own pastor, pursuant to the applicable provisions of the constitution of the churchwide organization, synod and congregation (*C5.03.a., *C9.01.-C9.21.);
- determines the terms of the pastor’s employment, such as salary, housing and automobile allowances, pension, medical and dental benefits, vacation and continuing education (*C9.04.);
- decides what staff, if any, the congregation will employ in addition to its pastor; whether any such positions are to be full-time or part-time; the duties, responsibilities, office hours, and other conditions of employment with respect to each such staff member; the compensation to be paid each staff member and who is to be employed in such positions (*C5.03. et. seq., C12.08.);
- maintains, furnishes and equips the office used by the pastor and support staff employed by the congregation (*C5.03. et. seq., *C9.04., C12.04. - C12.05.b.);
- pays all expenses incurred and related to the congregation’s ministry from its own funds, the primary source of which are contributions from its own member (*C4.03.g., *C5.03.d.-g., *C8.04., C12.04.-C12.05.);
- exercises direct supervision over the pastor and the staff (C12.04. et. seq., C12.08.);
- may terminate the call of its pastor pursuant to the applicable provisions of the constitution of the churchwide organization, synod and congregation (*C5.03.b., *C9.05. et. seq., †S14.13. et. seq.);
- decide how much money (“benevolence”), if any, is to be contributed to the synod for the ministry of the synod and of the ELCA(*C5.03.d., *C6.01.-*C6.03.); and
- decide whether to end its affiliation with the ELCA, which it may do at anytime by following the procedure stated in the governing documents of the ELCA (CBCR 9.60. - 9.62.; *C5.03.i., *C6.04.-*C6.05.).

While each congregation is legally distinct from every other congregation and the other expressions of the church, congregations are closely linked ecclesiastically to the ELCA. (CBCR 8.10.-8.17.; †S5.01.-†S5.02.; *C3.01.-*C4.01., *C6.01.-*C6.03.) This close ecclesiastical relationship is expressed and administered through those provisions that each congregation is required to include in its constitution as a condition of membership in the ELCA. (CBCR 9.25.b.; †S13.01.a.2); *See also, Introduction to the Model Constitution for Congregations.*) These provisions are embodied in the Model Constitution for Congregations. (*Id.*) The Model Constitution for Congregations was originally adopted at the Constituting Convention of the ELCA in 1987 and has been amended from time to time. (*Id.*) It contains both required provisions and optional provisions. (*Id.*) Congregations are not required to adopt the Model Constitution. (*Id.*) However, all congregations by virtue of their membership in the ELCA are subject to certain provisions. (CBCR 9.22.) Congregations can adopt other provisions so long as they do not conflict with the required provisions of the model. (*Id.*; *C16.01.)

In almost all cases, congregations, whether or not incorporated, are organized and function much like a nonprofit corporation. (C10.01. - C12.12.) The voting members of a congregation are the membership of the congregation and generally have the same rights and responsibilities as the membership of any nonprofit corporation. (C10.01.-C10.07.) A congregation’s membership meets at least once a year at the annual congregational meeting. (C10.01.) At the annual meeting the members elect the congregation council, which is the congregation’s board of directors. (*C5.03.) The congregation council is

responsible for the oversight of the life and activities of the congregation, including the congregation's worship life, financial affairs, property, and employment and supervision of lay workers. (C12.04.-C12.12.)

Most congregations also have officers, including a president, vice-president, secretary and treasurer. (C11.01. et. seq.) The officers may either be elected by the members or the congregation council and have such duties and responsibilities as defined by the governing documents of each congregation. (*Id.*) In most congregations the officers perform the traditional duties and functions of officers in any not-for-profit corporation.

B. Synods

Synods have responsibility to provide for the pastoral care of congregations, ordained ministers, and other rostered persons in the geographical territory of the Synod and for planning the mission of the ELCA in that territory. (*CBCR 10.01. - 10.21.*) All 65 Synods are separately incorporated and are legally distinct from each other and any other expression of the ELCA. (*CBCR 10.01. - 10.11.*) As with congregations, the relationship between Synods and the other expressions of this Church is principally ecclesiastical, not legal. (*CBCR 8.17.*)

The ELCA has adopted a standard Constitution for Synods, which each synod has adopted. (*See: Constitution for Synods; See also CBCR 10.10. -10.13.*) The Constitution for Synods includes required provisions designed principally to express the nature and purpose of the entire church and the ecclesiastical relationship between synods and the other expressions of the church. Other provisions may be adopted so long as such provisions are not in conflict with the required provisions or the Constitution, Bylaws and Continuing Resolutions of the ELCA and are adopted pursuant to the required provisions. (*†S18.13. et. seq.*)

The Synod Assembly is the highest legislative authority in the Synod, serves as the corporate membership for the Synod, and is required to meet at least once every two years. (*CBCR 10.41.; †S7.01 et. seq.*) The members of the Synod Assembly include, all ordained ministers, associates in ministry, deaconesses, and diaconal ministers in the Synod under call attending the Synod Assembly; lay members elected by each congregation; and the officers of the Synod. (*CBCR 10.41.01.; †S7.21.*)⁷ Among other actions, the Synod Assembly elects the Synod Council which functions as the Synod's board of directors and the interim legislative authority between meetings of the Synod Assembly. (*†S10.01.*) The officers of the Synod are the Bishop (president), vice president, secretary and treasurer who are also elected by the Synod Assembly. (*†S8.11., †S8.21., †S8.31., and †S8.41.*)

C. Churchwide Organization

The churchwide organization serves on behalf of and in support of the ELCA's members, congregations, and synods in proclaiming the gospel, reaching out in witness and service both globally and throughout the territory of this church, nurturing the members of this church in their daily life of faith, and manifesting the unity of this church with the whole church of Jesus Christ. (*CBCR 11.11.*) The ELCA Constitution obligates the churchwide organization to implement the extended mission of the church, developing churchwide policies in consultation with the synods and congregations, entering into relationships with governmental, economical, and societal agencies in accordance with accepted resolutions and/or in response to specific agreed-upon areas of responsibility. (*CBCR 8.41.*) Pursuant to *CBCR 11.21.*, the churchwide organization shall:

- Undergird the worship life of the church as the Word of God is preached and the sacraments are administered;

⁷In addition, some synods extend voting privileges to retired ordained ministers, ordained ministers on leave from call, associates in ministry, deaconesses, and diaconal ministers on leave from call, ordained ministers on leave from call serving under contract in an interim ministry, and ordained ministers from a partnership denomination serving an ELCA congregation. In all circumstances, when faced with a question regarding who is entitled to voting privileges, the synod's constitution should be consulted.

- Provide resources to equip members to worship, learn, serve and witness in their ministry in daily life.
- Support and establish policy for this church's mission and coordinate planning and evaluation for that mission throughout the world, including participation with other churches.
- Witness to the Word of God in Christ by united efforts proclaiming the gospel, responding to human need, caring for the sick and suffering, working for justice and peace, providing guidance to members on social issues.
- Foster interdependent relationships among congregations, synods and the churchwide organization to implement the mission of this whole church.
- Provide for the ordained ministry and other rostered ministries of this church.
- Oversee and establish policy for this church's relationship to the seminaries, colleges, universities, schools, and other education endeavors, and provide support as appropriate.
- Establish and reflect this church's ecumenical stance and its relationship to other churches, and direct this church's policy for relationship with persons of other faiths.
- Develop and administer policies for this church's relationship to social ministry organizations and cooperate with public and private agencies that enhance human dignity and justice.
- Determine and implement policy for this church's relationship to governments.
- Provide for a comprehensive financial support system for this church's mission and for the administration of financial resources necessary for fulfillment of the particular responsibilities of the churchwide organization.
- Provide planned giving opportunities for the financial support of this church, its congregations, synods, agencies, and institutions through the establishment of a foundation.
- Provide pension and other benefits plans for this church.
- Provide a church publishing house.
- Provide archives for the retention of its valuable records, and coordinate archival activity in the synods, regions, institutions, and agencies of this church.
- Provide and monitor a system of discipline, appeals, and adjudication.
- Establish and operate other programs and activities, as determined by this church, on behalf of and in support of the congregations and synods of this church.

The legislative functions of the churchwide organization are fulfilled by the Churchwide Assembly, which also serves as the corporate membership. (*CBCR 12.11.-12.21.*) The voting members of the Churchwide Assembly are the synodical bishops and individuals elected by each Synod Assembly. (*CBCR 12.41.11.*) The Church Council is the board of directors for the churchwide organization and serves as the interim legislative authority

between meetings of the Churchwide Assembly. (CBCR 14.11., 14.13.) The officers of the churchwide organization are the presiding bishop, vice president, secretary, and treasurer. (CBCR 13.11.) The Church Council, presiding bishop, vice president and secretary are elected by the Churchwide Assembly. (CBCR 13.22., 13.32., and 13.42.) The treasurer is elected by the Church Council. (CBCR 13.52.)

The foregoing discussion outlines in the broadest terms the organization of the ELCA. In sum, ecclesiastically the ELCA is one church. Legally, the churchwide organization, each congregation and each Synod are separate and distinct from every other expression of this church. This distinction is important to understand when representing congregations, synods or the churchwide organization. The legal status of congregations, synods and the churchwide organization allow them to function in the secular world by among other things entering into contracts and owning and disposing of property. In contrast, the ecclesiastical relationships defined by the governing documents of the different expressions of the church are religious and therefore protected by the First Amendment to the United States Constitution from interference by the secular world and in particular secular courts. (CBCR 8.17.)

For a more detailed discussion of the organization of the ELCA see the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church America, the Constitution for Synods and the Model Constitution for Congregations* and *One Great Cloud of Witnesses* by the Rev. Lowell G. Almen. All can be ordered from Augsburg Fortress at:

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The *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church America, The Constitution for Synods and the Model Constitution for Congregations* are also available on the ELCA Website at www.elca.org/os/constitution/intro.html.