



**ADVICE AND COUNSEL REGARDING REMOTE MEETINGS
IN THE DELAWARE-MARYLAND SYNOD, ELCA**

Office of the Bishop

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What is a Remote Meeting?

Jurisdictions differ slightly in their definitions, but generally require that members are present at least aurally (by phone) or by video and audio through an internet application. The members' presence should be recorded in order to determine that there is a quorum necessary to conduct business. And all members should have the opportunity to participate in debate with other members about the matter at hand, and to register their vote. In other words, the members must be simultaneously "present" for the discussion and vote on a matter.

Ordinary requirements of notice of the meeting and, if a special meeting, of the business to be discussed, also applies. The ELCA Office of the Secretary provides helpful [guidance](#) on how to conduct a remote meeting. If a congregation council uses the measures outlined below to conduct remote meetings of the congregation or its council, the relevant body should take steps to ratify those actions at the next meeting capable of being held in person.

None of the jurisdictions covered by this synod expressly prohibit remote meetings, but if a congregation constitution prohibits remote meetings of the council or the congregational body, the congregation should consult with its own legal counsel to determine whether it has any options for proceeding during this emergency.

This memo covers only standard provisions of congregational constitutions; it does not address all modifications, some of which might complicate the steps necessary to have congregation council or congregational meetings.

In both Delaware and Maryland authority for governance of the congregation is vested in the congregation council, and the council has broad authority to establish procedures for its own decision making as well as the decision making of the congregation. If the congregation's constitution expressly prohibits remote meetings by the congregation or its council, then the congregation may have no good options for moving forward and should consult an attorney for more specific advice.

Congregation Council Meetings

If a congregation has not adopted C12.13, which permits remote meetings by a congregation council, a congregational council would be permitted to hold a remote meeting provided that the congregation bylaws do not prohibit remote meetings. That would be settled if a congregation has adopted recommended constitutional amendment C12.13, which provides:

The Congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication. To the extent permitted by state law, notice of all meetings may be provided electronically.

The council should gather by phone or computer, convene by unanimous consent, then adopt a continuing resolution substantially similar to C12.13. Such a resolution will allow future remote council meetings during this emergency. Normal standards for notice of the time, means of connecting, and the subject(s) to be considered should be followed.

If a congregation's constitution does not expressly prohibit remote meetings of the council, but the congregation constitution includes a provision that requires "Robert's Rules" to govern parliamentary proceedings of the council, the council may appear to be stuck because the current version of Robert's Rules limits remote meetings to those authorized by the congregation constitution. Robert's Rules permit a meeting to proceed if the members (or at least a quorum with proper notice) gives unanimous consent to proceed. The council could then come into session and adopt a continuing resolution with substantially the same language as C12.13, adding a specific reference to the legal requirements of social distancing that effectively prevent the council from meeting in the same room. The council would then have authority to continue meeting remotely until the exigency passes.

Congregation Meetings

If a congregation has adopted C10.08, the congregation would be permitted to hold remote congregational meetings. It provides that:

This congregation may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication. To the extent permitted by state law, notice of all meetings may be provided electronically.

If a congregation has not adopted C10.08, neither Delaware nor Maryland prohibits remote congregational meetings; both presuppose that the congregation's governing documents affirmatively permit remote meetings. If a congregation has not adopted C10.08, the congregation council could adopt a continuing resolution, similar in language to C10.08, identifying the current exigency, and mindful of the requirements for a "synchronous" (simultaneous) meeting. Provided that all other requirements for scheduling a regular or special congregational meeting are satisfied, a continuing resolution with that language from the Congregation Council should offer a sufficient basis for holding a valid remote meeting of the congregation.

This should hold true also for congregations that require adherence to Robert's Rules for parliamentary procedure at congregational meetings. A continuing resolution of the council, including the specific requirements for a remote meeting (and noting the exigency that requires one), should address the concerns raised by the provisions in Robert's Rules.