

Guidance on Remote Congregational Meetings by Virginia Synod Congregations

(Provided by Bradley J. Moyers, Virginia Synod Attorney)

The information contained herein is general guidance and should not be considered legal advice. Each situation should be evaluated using the individual congregation's constitution and/or bylaws. A congregation should contact an attorney if legal advice is needed or desired.

It is vital that you consult with the bishop or synod staff before proceeding to schedule a meeting. Even in the current crisis, state law, as well as your constitution, bylaws, and continuing resolutions, must still be respected.

Incorporation Status

1. Determine whether your congregation is incorporated in Virginia (most congregations in the Virginia Synod are not incorporated).
 - a. You can check whether yours is by going to the State Corporation Commission's [Business Entity Search](#).
2. If the **congregation is incorporated in Virginia**, then Virginia law allows for corporations to meet remotely, whether your constitution includes the provision or not.
3. If the **congregation is not incorporated in Virginia**, please see below.

Unincorporated Congregations, WITH Constitution bylaw C10.08.:

1. If the congregation is **not incorporated in Virginia, but has an updated constitution which includes bylaw C10.08.**, then the congregation may meet remotely.
 - a. **C10.08.** 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.
2. If the congregation is **not incorporated and has not updated the constitution to include C10.08.**, please see below.

Unincorporated Congregations, WITHOUT Constitution bylaw C10.08.:

Virginia State Law:

In Virginia, unincorporated associations are typically governed by the bylaws or constitution of the association. There is very little guidance that Virginia law provides regarding structure and/or governance of unincorporated associations.

The Congregation Constitution:

Begin with the individual congregation's governing documents (Constitution and Bylaws). If there is a way to make a remote meeting work and the need to meet is urgent, then the congregation council would need to work through the best method for complying with all requirements.

General guidance for any congregation wishing to hold a remote meeting:

1. If the governing documents of the congregation permit remote attendance at meetings, then follow the rules set forth in the governing documents – that is easy.
2. If the governing documents are silent as to remote attendance, then follow the guidelines set forth in the governing documents for a traditional meeting (notice, purpose of meeting, etc.)
EXCEPT:
 - a. Have the Congregation Council vote to adopt a resolution permitting and creating the structure of a remote meeting;
 - b. Set forth in the notice as to how the meeting will be conducted;
 - c. Provide an opportunity for instruction for all congregation members as to how to participate in the remote meeting – including a contact person and number to call with questions
 - d. Allow an opportunity to participate and ask questions during the meeting, as well as an opportunity to vote.
 - i. Could be by phone, by text, by email, by mail, by Zoom, etc.
 - ii. If a congregation live streams its worship service, there is an opportunity for live interaction
 - iii. Congregations should make every effort to ensure that everyone in the meeting can hear/be heard
 - iv. It is important that congregations who choose to do the remote meeting go above and beyond in assisting those who are tech-challenged or those without internet service to allow participation by as many as possible.
 - e. Provide a way to ensure all participants are all voting members of the church
 - i. Congregations should also ensure that voting includes all voting members present (e.g. when multiple family members are on the same Zoom screen but each are allowed to vote)
 - f. Review the Congregation Constitution to determine whether voting must be done by secret ballot (this is not required by the ELCA Model Constitution for Congregations)
 - g. Provide a way for establishing a required quorum under the governing documents