



# Episcopal Diocese of Massachusetts

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## STANDING COMMITTEE

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## Parish/Mission Guidance for Bylaw Revision

Updated December 10, 2020

*...The Standing Committee shall from time to time adopt and maintain a model bylaw for the guidance of missions, summer chapels and parishes of the Diocese, and the constitution or bylaws of each mission, summer chapel or parish shall at all times be in substantial compliance therewith, subject to such variations as the Bishop and Standing Committee may otherwise authorize.*

Constitution and Canons of the Episcopal Diocese of Massachusetts  
Canon 14, Section 6

In order to best facilitate the review and revision of bylaws, the Standing Committee recommends the following process for the most efficient and effective bylaw revision:

1. Vestry decision to update the bylaws.
2. Appointment of an ad hoc bylaw committee by vestry.
3. Contact the Assistant for Governance and Administration (currently Chelsea Smith – [csmith@diomass.org](mailto:csmith@diomass.org)) to be assigned a liaison from the Standing Committee. This liaison will review the Standing Committee's recommendations and requirements for bylaw revisions with you, and be available to you to answer questions as the process unfolds.
4. Committee review of relevant national and diocesan canons and model bylaws.
5. Review of current parish bylaws and discussion of any governance issues present in the congregation. (Note that issues of conflict or concern generally are better resolved through pastoral care and reconciliation than through bylaw revision.)

6. Revision of bylaws by committee.

*By diocesan canon, and to promote transparent and healthy governance within our congregations, proposed bylaws must be in substantial compliance with the Standing Committee's model bylaws. If your congregation's proposed bylaws depart from the model bylaws, you are urged to discuss this with your Standing Committee liaison early on in the drafting process (prior to taking a vestry vote). He or she can provide guidance on whether the Standing Committee is likely to approve your proposed departure from the model bylaws. The Standing Committee will not approve any departures from the model bylaws that will not pass canonical scrutiny. We recommend you start with the model bylaws and make limited revisions.*

7. Discussion and vote on proposed revised bylaws by vestry.

8. Send draft of bylaws to Standing Committee for initial review. It is easier for the Standing Committee to review and make recommended changes before the bylaws are voted on at a full parish meeting. Once the Standing Committee is comfortable with the draft bylaws, your liaison will give you approval to send the bylaws to a parish meeting.

8. Preparation of the congregation for parish meeting (often the annual meeting, but this can be another occasion with a proper quorum of members): education and communication so they can make an informed decision.

9. Discussion and vote at annual meeting or parish meeting. (Bylaws, by their very nature, are meant to define the rights of members with respect to a parish, and so only the members of the parish acting in a parish meeting can give such a document final approval.)

10. Submission of new proposed bylaws to Standing Committee by the rector and senior warden. The submission to the Standing Committee must include the following:

- a. A cover letter indicating the dates of the votes to approve the draft bylaws by the vestry and by the parish.
- b. A clean copy of the revised bylaws.
- c. A full description and explanations of any differences between the revised parish bylaws and the model bylaws.

11. Your Standing Committee liaison will review the proposed revised bylaws and prepare them for presentation to the Standing Committee.

12. The Standing Committee will review and vote on the proposed bylaws. If the bylaws pass, the process will be completed. If the Standing Committee has concerns, the vestry, via the rector and senior warden, will be contacted by a member of the Standing Committee, to explain those concerns and proposed revisions and work towards a satisfactory resolution.

- a. If the bylaws are approved as submitted or with only formatting/clarifying changes (that is, typos, formatting or other changes

that do not alter the meaning of the bylaws), the process will be completed and the bylaws will go into effect as of the date of the Standing Committee's vote.

b. If the bylaws are not approved by the Standing Committee, the vestry, via the rector and senior warden, will be contacted by a member of the Standing Committee to explain the concerns, offer proposed revisions and work towards a satisfactory resolution. Following discussion, the vestry of the parish will revise and resubmit their proposed bylaws to the Standing Committee, which, if approved by the Standing Committee, will then be returned for final approval by a parish meeting, at which point they will become immediately effective.

If you have questions as you work with your bylaws/constitution, contact the Standing Committee. Members are available to offer advice. Contact information is available at <https://www.diomass.org/about-us/governance/standing-committee>