

**CONSTITUTION
FOR
PRINCE OF PEACE EVANGELICAL LUTHERAN CHURCH
OF
SARATOGA, CALIFORNIA**

AS ADOPTED BY THE CONGREGATION ON XX XX, 20XX

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***PREAMBLE**

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God’s mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

Chapter 1.

NAME AND INCORPORATION

- C1.01.** The name of this congregation shall be Prince of Peace Evangelical Lutheran Church of Saratoga, California.
- C1.02.** For the purpose of this constitution and the accompanying bylaws and continuing resolutions, the congregation of Prince of Peace Evangelical Lutheran Church of Saratoga, California is hereinafter designated as “this congregation.”
- C1.11.** This congregation shall be incorporated under the laws of the State of California.

Chapter 2.

CONFESSION OF FAITH

- *C2.01.** This congregation confesses the Triune God, Father, Son, and Holy Spirit.
- *C2.02.** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
 - a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
 - b. The proclamation of God’s message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
 - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God’s Spirit speaking through their authors, they record and announce God’s revelation centering in Jesus Christ. Through them God’s Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- *C2.03.** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.

*Required Provision

Constitution – C##.##. - Times New Roman Font

Bylaws - C##.##.## - Arial Font

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- *C2.04. This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.
- *C2.05. This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- *C2.06. This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- *C2.07. This congregation confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

Chapter 3. NATURE OF THE CHURCH

- *C3.01. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.
- *C3.02. This church confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian Unity throughout the world.
- *C3.03. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.
- *C3.04. This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God's mission in the world.
- *C3.05. The name Evangelical Lutheran Church in America (ELCA or "this church") as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

Chapter 4.

STATEMENT OF PURPOSE

- *C4.01.** The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- *C4.02.** To participate in God's mission, this congregation as a part of the Church shall:
 - a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
 - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
 - c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
 - d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, and committing itself to their needs.
 - e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
 - f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
- *C4.03.** To fulfill these purposes, this congregation shall:
 - a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
 - b. Provide pastoral care and assist all members to participate in this ministry.
 - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
 - d. Teach the Word of God.
 - e. Witness to the reconciling Word of God in Christ, reaching out to all people.

- f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
 - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America.
 - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
 - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- *C4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Congregation Committees.
- C4.04.01 The congregation elects a Congregational Council to serve as the board of directors and trustees of the congregation. The council elects officers who, with the pastor, are responsible for the administration of the corporation and the leadership of the congregation by establishing goals, policies and overall plans to enable the church to carry out its mission.
- *C4.05.** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.
- C4.05.01 The council shall review the mission statement annually to determine whether or not it reflects the mission of the congregation in light of current needs, trends, and its understanding of ministry.
- *C4.06.** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

Chapter 5.

POWERS OF THE CONGREGATION

- *C5.01.** The powers of this congregation are those necessary to fulfill its purpose.
- *C5.02.** The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- *C5.03.** Only such authority as is delegated to the Congregation Council or other organizational units in this congregation's governing documents is

recognized. All remaining authority is retained by the congregation. The congregation is authorized to:

- a. call a pastor as provided in Chapter 9;
- b. terminate the call of a pastor as provided in Chapter 9;
- c. call a minister of Word and Service;
- d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America;
- e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18.
- f. approve the annual budget;
- g. acquire real and personal property by gift, devise, purchase, or other lawful means;
- h. hold title to and use its property for any and all activities consistent with its purpose;
- i. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- j. elect its Congregation Council, boards, and committees, and require them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
- k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

***C5.04.** This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the _Sierra Pacific Synod of the Evangelical Lutheran Church in America.

C5.05. This congregation shall have a mission endowment fund that will operate as specified in this congregation's bylaws and continuing resolutions.

C5.05A18 Definitions

The following words and phrases, and others evidently intended as equivalent thereof, shall be given the following respective meanings in section C5.05:

1. "Board" means the Fund Board, consisting of the group of members of the congregation elected to administer the Fund.
2. Where the term "congregation" is used, it is understood to mean the congregation as defined in C1.02 and any successors thereof.
3. "Fund" means THE MISSION ENDOWMENT FUND.
4. "Donor" includes any person who makes a gift to the Fund.

5. "Mission Endowment Account" and "Endowment Account" refers to the perpetual account from which only the earnings will be distributed to further the mission of the congregation.
6. "Gift" means the transfer of any property to the Fund.
7. Where the terms "members" or "voting members" are used in the context of the congregation, these terms are understood to have the meaning as defined in Chapter 8, Membership.
8. "Property" shall include real property, personal property and mixed property.

C5.05B18 Mission Endowment Fund

1. Establishment
 - a. There is hereby established a Mission Endowment Fund which shall consist of a Mission Endowment Account.
 - i. *The Endowment Account shall be administered by the Board pursuant to the terms of this document.*
 - b. The congregation, through its own actions or those of the Board, may accept or reject any proffered gift for the Fund.
 - c. Pursuant to a separate supplemental agreement conforming with the requirements of Internal Revenue Code, Sec. 170 (f), as from time to time amended, and applicable laws of the State of California, the Board may accept gifts (Charitable Remainder Trusts) for the Endowment Account subject to directions of the donor to pay the income therefrom, or to allow the enjoyment thereof, to individuals (including the donor) for life or for a term of years, and thereafter such gifts shall be held and administered as a part of the Endowment Account.
 - d. Individuals who wish to restrict their gifts shall be encouraged to establish self-directed trusts with Prince of Peace as one or more of the identified donors of said trust.
2. Purpose

The Fund is created and shall be operated to support and enhance the mission and ministry of the congregation in a manner consistent with its purposes and mission as set forth in its Articles of Incorporation, Constitution, By-laws, and Continuing Resolutions.
3. Restrictions
 - a. No part of the income or principal of the Fund shall inure to the benefit or be distributed to any member of the Board, or any member, director, or officer of the church, except as compensation for services rendered and reimbursement for costs incurred relating to the Fund as provided for in this document.
 - b. Notwithstanding any other provision of these Articles, the Board shall not: (i) carry on any activities not permitted to be carried on by an entity exempt from federal income tax under Sec. 501 (c) (3), of the internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (ii) do any act which would render contributions to the Fund nondeductible under Sec. 170(c) (2) of the Internal Revenue

Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law)

- c. All gifts, together with all income therefrom, shall be held, administered and paid out in accordance with the applicable terms and provisions of this document. The assets of the Fund shall be kept, maintained and administered separately and independently from any other property belonging to the congregation and shall never be co-mingled therewith.
4. The Endowment Account
 - a. All gifts made to the Fund which prohibit the distribution or disbursement of the principal of the gift shall be a part of the Endowment Account
 - b. Gifts allocated to this account shall be accumulated until a principal amount of Fifty Thousand Dollars (\$50,000.00) is achieved, after which the income from the invested principal of the account shall be used or accumulated in accordance with the terms of this document. The principal amount shall be indexed and modified according to the national Consumer Price Index maintained by the U.S. Bureau of Labor Statistics. The base used for calculation of the indexed principal amount is 1/1/2017.
 - c. The net appreciation in the fair market value of such Funds and property held within the Endowment Fund over its historic dollar value shall be included as income, unless the principal, appreciation and income fail to achieve the indexed principal referenced in C5.05B18.4.b above.
 - d. Except as provided in paragraph 1.c of C5.05D18, the principal of this account shall be held in the Fund until such time as the Endowment Account, or any portion thereof, is terminated as expressly provided in C5.05F18.

C5.05C18 The Fund Board

1. Number and Qualifications
 - a. The Fund Board shall consist of five (5) members.
 - b. Only voting members of the congregation shall be eligible to serve on the Board.
 - c. No person may serve concurrently as a member of the Board and as a member of the Congregation Council; however, the pastor of the congregation and the president of the Congregation Council shall be advisory non-voting members of the Board
 - d. No Board member shall serve more than two consecutive full terms. A partial term of less than two (2) years shall not be counted for this purpose.
2. Terms
 - a. The term of Board membership shall be three (3) years.
 - b. The terms of the initial Board members elected shall be so fixed that one of the terms expires in the first year thereafter, two in the second year thereafter, and two in the third year. Where

the initial term starts mid-year, the first year will be completed at the date of the following annual meeting.

3. Nomination and Election
 - a. The Elections Committee shall submit nominations for position of Board members for election by the congregation at the annual meeting of the congregation. Additional nominations may be made by congregation members at said meeting.
 - b. Election shall be by the vote of a majority of the voting members of the congregation present and voting at such annual meeting.
4. Removal; Vacancies
 - a. By a two-thirds vote of those present at a duly noticed special meeting for the purpose, the congregation may remove any Board member, without stating a cause, and may appoint a successor to serve the remaining portion of such member's term.
 - b. Any other vacancy on the Board shall be filled by appointment by the Congregation Council until the next annual meeting of the congregation, at which time the congregation shall elect a person to serve the remainder of any unexpired term.
 - c. The Board may act, notwithstanding the existence of any vacancy, so long as there shall continue to be at least three members in office.
 - d. If at any time there is a vacancy on the Board which the Congregation Council does not fill within sixty (60) days after the vacancy occurs, the remaining Board member or members may fill such vacancy on The Board.
5. Meetings; Notice of Meetings; Waiver
 - a. Regular Meetings
 - i. *The Board shall hold regular meetings no less than quarterly. Meetings are open to members of the congregation. Notwithstanding, the board will have discretion to exclude non-board members from discussions of confidential matters.*
 - ii. *The date, time and place of regular meetings shall be established by resolution of the Board and recorded in the minutes. Notice of such meetings shall be given to the congregation at least ten days before each such meeting. No other notice of regular meetings is required.*
 - b. Special Meeting. Special meetings may be called under extraordinary circumstances on forty-eight (48) hours written, electronic or telephone notice to the Board members by the chairperson or any two members of the Board. Such meetings shall be held at the church.
 - c. Waiver of Notice. The presence of any Board member at any meeting of the Board shall be deemed to be a waiver of notice of such meeting to that board member.
6. Quorum; Action
 - a. A quorum shall consist of three (3) Board members.

- b. Except as otherwise provided in Section 2 of C5.05F18, the Board shall act by a vote of a simple majority of its members or by unanimous written consent which shall be filed with the minutes of the Board.
 - c. A document required to be executed by this Fund shall be valid if executed in the name of the Fund by the President or if unavailable the Vice President and the Financial Secretary of the Board.
7. Officers
- a. The officers of the Board shall be president, vice-president, recording secretary and financial secretary.
 - b. The Board shall elect its own officers.
8. Minutes; Records; Audit; Accounts and Reports
- a. Minutes
 - i. *The recording secretary shall maintain complete and accurate minutes of all meetings of the Board and supply a copy thereof to each Board member within seven (7) days after the meeting.*
 - ii. *The minutes of each meeting shall either be approved as submitted or as corrected at the next meeting of the Board. The Recording Secretary shall send a copy of said minutes to the Congregation Council for information*
 - b. Records. The Financial Secretary shall maintain complete and accurate books of accounts.
 - c. Audits. The books shall be audited annually by a certified public accountant or other person appointed by the Congregation Council who is not a member of the Board. The audit report shall be presented to the annual meeting of the congregation.
 - d. Accounts and Reports. At each annual meeting of the congregation, the Board shall give a written account and report of the administration of the Fund during the preceding year.
9. Standard of Care; Liability
- a. The members of the Board shall act with the care, skill, prudence, and diligence under the circumstance then prevailing that a prudent person acting in a like capacity and familiar with these matters would use in the conduct of an enterprise of like character and with like aims to accomplish the purposes of the Fund. In the course of administering the Fund pursuant to this standard, individual investments shall be considered as part of an overall investment strategy.
 - b. No member of the Board shall be liable for the acts or omissions of any other member, or of any accountant, agent, counsel, or custodial selected with reasonable care.
 - c. A member of the Board shall have no liability respecting any investment or disbursement expressly disclosed in an account or report made pursuant to section 8.d of this CR.
10. Compensation.

The members of the Board shall not receive any compensation, but may be reimbursed from the income of the Fund for reasonable expenses incurred.

11. Bond.

Any members of the Board with check signing authority shall provide, at the Fund's expense, a corporate fidelity bond in the principal amount to be determined from time to time by the Board.

C5.05D18 Powers of the Board

1. In the administration of this Fund, the Board shall have all powers and authority reasonably necessary or appropriate to carry out the purposes of the Fund and, without limiting the generality of the foregoing, shall have the following powers and authority:

a. Administration

i. *to establish written procedures and investment standards and goals as may be reasonably necessary for the administration of the Fund;*

ii. *to make, execute, and deliver all documents necessary or proper for the accomplishment of the purpose of the Fund.*

iii. *to determine what is principal or income in accordance with recognized accounting principles; Uniform Trust Administration Act; and,*

iv. *to employ and reasonably compensate accountants, agents, and attorneys, using reasonable care in selecting them, but without liability for their omissions or neglect and to reasonably rely on the advice of persons so employed.*

b. Investment

i. *to retain any property in the form in which received for as long as the Board deems advisable.*

ii. *to invest in any kind of property, whether real, personal or mixed. However, the Board shall not invest in any property in which any member of the Board has a personal interest.*

iii. *to take out, acquire and/or maintain life insurance on the life of any person, providing the proceeds of such policies, or some part thereof are payable to the Endowment Account, either immediately upon the death of the insured (or other maturity date), or subsequent thereto, and further provided that such insurance does not benefit any private person.*

c. Emergency Loans to Congregation

i. *The Board may authorize an unsecured loan to the congregation from the principal or income of the Fund on occasions of extreme financial need by the congregation.*

ii. *Extreme financial need shall be deemed to exist only when the continued existence of the congregation as a body will be threatened because of the lack of operating Funds unless such principal is so loaned.*

iii. *The existence of such extreme financial need shall be determined by the Board and shall require (1) a recommendation by an absolute majority of the Congregation*

Council (2) a two-thirds vote of the voting members of the congregation present and voting at a meeting specially called and noticed for the purpose and (3) the vote of an absolute majority of the Board. The actions of the council, the congregation and the Board need not be in that order.

- d. Endowment Account Distributions
 - i. *The Board may distribute income from the Endowment Account only for the purposes of the congregation at such time or times, in such manner, and in such amounts as the Board may determine, or as may be required by restricted donations. Such distributions shall, in general, supplement or extend outreach programs rather than support the operating budget of the congregation. Distributions should be made with particular emphasis on extending the life and mission of the congregation which would include but not be limited to:*
 - (a) *mission outreach, educational, and charitable work of the congregation, within its environs; and/or*
 - (b) *contributions to the ministry and mission of the Evangelical Lutheran Church in America, the Sierra Pacific Synod in America, or their successors in interest.*
 - ii. *The Board may accumulate income and hold and reinvest such income separate and apart from the principal of the endowment Account.*

C5.05E18 Legal Actions

- 1. If any person interested in the Fund shall request the congregation or the Board to bring any action at law or suit in equity to determine any of the provisions or rights arising out of this agreement the congregation or the Board, on its behalf, shall not be obligated to bring such suit unless fully indemnified for all costs of such action, including a reasonable sum for attorneys' fees.

C5.05F18 Endowment Fund Amendments or Termination

- 1. Amendment. This document may be amended or modified by the vote of two-thirds of the voting members present and voting at a meeting of the congregation noticed for this purpose subject to the following restrictions:
 - a. No such amendment or modifications may alter the intention that this Fund be operated exclusively for religious, charitable, or benevolent purposes, and in a manner which shall make the Fund and its donations tax exempt to the extent allowed by the applicable provisions of the United States Internal Revenue Code and of the Revenue and Taxation Code of the State of California.
 - b. No such amendment may authorize or require the use of restricted gifts for any purpose in conflict with or inconsistent with the donor's intent as effected by such restrictions.

2. Termination. It is the intent of the congregation that the Endowment Fund shall be ongoing. It is recognized, however, that changing conditions within the congregation may at some future time make it appropriate to terminate all or some part of the Fund. Specific conditions that may lead to such termination include, but are not limited to, the following:
 - a. Impossibility or Impracticability of Performance: If, at a duly called meeting of the congregation, the voting members shall, by a two-thirds affirmative vote of the members voting, determine that the specific restricted purpose(s) for which said Funds were given to the Fund, shall have become impracticable, impossible of fulfillment, obsolete, or inappropriate, then, the Board shall transfer such Funds to another organization that will covenant and agree to use such Funds in accordance with the specific restricted purposes and that is a religious, charitable and/or educational organization that is exempt from federal income tax under the provisions of Section 501(c) (3) of the Internal Revenue Code as it presently exists or as hereafter amended.
 - b. Dissolution or other Corporate Changes:
If the congregation ceases to exist, any assets remaining within the Fund shall be distributed to the Sierra Pacific Synod of the Evangelical Lutheran Church in America, or any successor thereof having this congregation within its jurisdiction, or, if there is none, the Evangelical Lutheran Church in America or its successor thereto, or if there be no such successor then the remaining assets shall be transferred to an organization, selected by the congregation, which qualifies as an exempt organization under section 501(c) (3) of the United States Internal Revenue Code and the regulations as they now exist or as they may now exist or as they may hereafter be amended.
3. At the time of termination or dissolution, no member of the congregation or any other private person shall be entitled to share in the distribution of any of the Funds or assets.

C5.05G18 Indemnification

1. Indemnification.

To the full extent permitted by law and in the manner provided by law, the congregation may indemnify against liability and hold harmless any person who was or is a party to or is threatened to be a party to or is otherwise involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member, officer, employee or agent of the Fund when serving in an official capacity on behalf of the Fund. The foregoing right to indemnification shall not be deemed to be exclusive of any other rights to which such person may be entitled under applicable law, and shall continue as to a person who has ceased to be a member, officer, employee or agent of the Fund and shall inure to the benefit of the estate, executors, administrators, heirs, legatees or devisees of any such person.

2. Payment of Expenses.

The Fund may pay the Expenses including attorneys' fees, incurred in defending any action, suitor proceeding referred to in this Article before the final disposition of such action, suit or proceeding as authorized by the Board in the specific case as permitted by law.

3. Insurance.

The Fund may purchase and maintain, at the expense of the Fund, insurance on behalf of the Fund against any liability asserted against such person and incurred in any such capacity, or arising out of such person's status as such, whether or not the Fund would be required or would have the power to indemnify such person against such liability under this Article or otherwise.

C5.05H18 Miscellaneous

1. Advisors.

The Board may request other members of the congregation to serve as advisory members of the Board. Advisory members shall have voice at the discretion of the Board President but shall have no vote. Advisory members shall have no responsibility or liability for any actions of the Board.

Chapter 6.

CHURCH AFFILIATION

- *C6.01. This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Sierra Pacific Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- *C6.02. This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- *C6.03. This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
 - a. This congregation agrees to be responsible for its life as a Christian community.
 - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
 - c. This congregation agrees to call pastoral leadership from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with a minister of Word and

Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.

- d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America.
- e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.

***C6.04.** Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:

- a. This congregation takes action to dissolve.
- b. This congregation ceases to exist.
- c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
- d. This congregation follows the procedures outlined in *C6.05.

***C6.05.** This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:

- a. A resolution indicating the intent to terminate its relationship must be adopted at a legally called and conducted special meeting of the congregation by a two-thirds vote of the voting members present. Such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time the congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the Congregation Council. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
- b. The secretary of the congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
- c. The bishop of the synod and the congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the synod of the notice as specified in paragraph b. above.

- d. If the congregation, after such consultation, still seeks to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the meeting shall be mailed to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
- e. A copy of the resolution, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, shall be sent to the bishop within 10 days after the resolution has been adopted, at which time the relationship between the congregation and this church shall be terminated subject to paragraphs g., h., and i. below. Unless this notification to the bishop also certifies that the congregation has voted by a two-thirds vote to affiliate with another Lutheran denomination, the congregation will be conclusively presumed to be an independent or non-Lutheran church.
- f. Notice of termination shall be forwarded by the bishop to the secretary of this church, who shall report the termination to the Churchwide Assembly.
- g. This congregation shall abide by these covenants by and among the three expressions of this church:
 - 1) Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in *C6.05. shall be required to receive Synod Council approval before terminating their membership in this church.
 - 2) Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to receive synodical approval before terminating their membership in this church.
 - 3) Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
- h. If this congregation fails to achieve the required two-thirds vote of voting members present at the congregation's first meeting as specified in paragraph a. above, another special meeting to consider termination of relationship with this church may be called no sooner than six months after that first meeting. If this congregation fails to achieve the required two-thirds vote of voting members present at

the congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all requirements of *C6.05. and may begin no sooner than six months after that second meeting.

- *C6.06. If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.
- *C6.07. If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action.

Chapter 7.

PROPERTY OWNERSHIP

- *C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Sierra Pacific Synod of the Evangelical Lutheran Church in America.
- *C7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.
- *C7.03. If two-thirds of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation, provided the process for termination of relationship in *C6.05. has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Sierra Pacific Synod.
- *C7.04. If two-thirds of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body and have followed the process for termination of relationship in *C6.05., title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

- C7.05.** Notwithstanding the provisions of *C7.02. and *C.7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:
- a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.
 - b. Shall—upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of the Sierra Pacific Synod—reconvey and transfer all right, title, and interest in the property to the synod.

Chapter 8. MEMBERSHIP

- *C8.01.** Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- *C8.02.** Members shall be classified as follows:
- a. ***Baptized*** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. ***Confirmed*** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
 - c. ***Voting*** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation as well as the other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.
 - d. ***Associate*** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. These individuals have all the privileges and duties of membership

except voting rights or other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.

- e. **Seasonal** members are voting members of other ELCA congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregation Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal member voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:

- 1) they shall not be eligible for elected office in, or for membership on the Congregation Council or on a call committee of, this congregation;
- 2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;
- 3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with the ELCA;
- 4) they shall not be eligible to serve as voting members from this congregation of the Synod Assembly or the Churchwide Assembly;
- 5) they shall not, even if otherwise permitted by this congregation, vote by proxy or by absentee ballot; and
- 6) they shall not, within any two calendar month period, exercise voting rights in this congregation and in the congregation where they remain voting members.

***C8.03.** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.

***C8.04.** It shall be the privilege and duty of members of this congregation to:

- a. make regular use of the means of grace, both Word and sacraments;
- b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
- c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

***C8.05.** Membership in this congregation shall be terminated by any of the following:

- a. death;
- b. resignation;
- c. transfer or release;

- d. disciplinary action in accordance with ELCA constitutional provision 20.41. and the accompanying bylaws; or
- e. removal from the roll due to inactivity as in accordance with the provisions of this constitution and its bylaws.

Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

- C8.05.01 Membership in the congregation once granted is maintained if the member communes or contributes in some way to the life or ministry of the congregation and the individual desires to maintain such membership.
- C8.05.02 At the October Congregation Council meeting of each year the pastor shall identify to the council those members who have not communed or contributed in some way to the life or ministry of the congregation in the previous two calendar years. The pastor shall also recommend which, if any, of the currently classified voting members should be reclassified to confirmed members and which, if any, of the members should be contacted with respect to his/her desire and intent to retain membership.
- C8.05.03 The council shall act on the membership status prior to the next Congregational Meeting of these persons in one of 3 ways:
 - 1) no change;
 - 2) reclassification from a voting member to a confirmed member;
or
 - 3) removal from the membership rolls of the congregation according to the procedure specified in the continuing resolutions.
- C8.05.04 The council shall inform a member of any action taken by the council that affects that member's membership status in writing to the last known address.

Chapter 9.
ROSTERED MINISTER

- *C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.02. Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.
- *C9.03. Consistent with the faith and practice of the Evangelical Lutheran Church in America,
 - a. Every minister of Word and Sacrament shall:
 - 1) preach the Word;

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- 2) administer the sacraments;
 - 3) conduct public worship;
 - 4) provide pastoral care;
 - 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
 - 6) impart knowledge of this church and its wider ministry through distribution of its communications and publications;
 - 7) witness to the Kingdom of God in the community, in the nation, and abroad; and
 - 8) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
- b. Each pastor with a congregational call shall, within the congregation:
- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 - 2) relate to all schools and organizations of this congregation;
 - 3) install regularly elected members of the Congregation Council
 - 4) with the council, administer discipline; and
 - 5) endeavor to increase the support given by the congregation to the work of the ELCA churchwide organization and of the Sierra Pacific Synod of the ELCA.

***C9.04.** The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call, which shall be attested by the bishop of the synod.

C9.04.01 Pastor

- 1) Is an ex-officio voting member of all committees and other organizations of the congregation, except as limited by section C13.08.
- 2) Supervises permanent, part-time, and temporary staff members.
- 3) Plans and administers the day to day business of the congregation within the policies and procedures established by the congregation.
- 4) Watches over the work of organizations of the congregation.
- 5) Serves as executive director/ administrative officer of the Congregation Council.
- 6) Provides feedback on the performance of the Congregation Council and other organizations of the congregation, making appropriate recommendations to the president, the Executive Committee, or the council.
- 7) Prepares jointly with the president agendas for meetings of the council, the congregation, and the Executive Committee.

- *C9.05.** The provisions for termination of the mutual relationship between a minister of Word and Sacrament and this congregation shall be as follows:
- a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, for the following reasons:
 - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
 - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions;
 - 4) physical disability or mental incapacity of the pastor;
 - 5) suspension of the pastor through discipline for more than three months;
 - 6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
 - 7) termination of the relationship between this church and the congregation;
 - 8) dissolution of the congregation or the termination of a parish arrangement; or
 - 9) suspension of the congregation through discipline for more than six months.
 - b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
 - 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
 - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
 - c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate

vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament as disabled. Upon removal of the disability and the restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.

- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.
- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

***C9.06.** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.

***C9.07.** During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any rostered minister providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.

- *C9.08. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- *C9.09. When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- C9.09.01 The privileges and responsibilities of each pastor shall be reviewed annually in conjunction with the Mutual Ministry Committee.

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- *C9.11. With the approval of the bishop of the synod, the congregation may depart from *C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.a.
- *C9.12. The pastor of this congregation:
- a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
 - b. shall submit a summary of such statistics annually to the synod; and
 - c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.
- *C9.13. The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- *C9.14. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.

C9.15. Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the congregation and the pastor in a form proposed by the synodical bishop and approved by the congregation.

C9.16 At the completion of call, the pastor shall maintain healthy boundaries with the congregation by:

- a. Attending regular worship at a different location
- b. Avoiding involvement in congregational decision-making
- c. Declining to perform pastoral acts for the congregation
- d. Forwarding congregation-related communication to the interim/following pastor, or office.

Exceptions may be made with consent of the Congregation Council.

If the pastor cannot maintain healthy boundaries, Council may contact the Bishop's office.

C9.17 When two or more pastors have been called, the word "pastor" shall pertain to the pastor or pastors given a particular responsibility (as described in C9.09). The term "pastor(s)" will be used when all pastors are intended.

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***C9.21.** Authority to call a minister of Word and Service shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.

***C9.22.** Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synodical bishop may be called as a deacon of this congregation.

***C9.23.** Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:

- a. Be rooted in the Word of God, for proclamation and service;
- b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
- c. Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the

- world, witnessing to the realm of God in the community, the nation, and abroad;
- d. Equip the baptized for ministry in God’s world that affirms the gifts of all people;
 - e. Encourage mutual relationships that invite participation and accompaniment of others in God’s mission;
 - f. Practice stewardship that respects God’s gift of time, talents, and resources;
 - g. Be grounded in a gathered community for ongoing diaconal formation;
 - h. Share knowledge of the ELCA and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
 - i. Identify and encourage qualified persons to prepare for ministry of the gospel.
- *C9.24. The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.
- *C9.25. The provisions for termination of the mutual relationship between a minister of Word and Service and a congregation shall be as follows:
- a. The call of a congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, for the following reasons:
 - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the deacon, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
 - 3) inability to conduct the ministry of Word and Service effectively in this congregation in view of local conditions;
 - 4) physical disability or mental incapacity of the deacon;
 - 5) suspension of the deacon through discipline for more than three months;
 - 6) resignation or removal of the deacon from the roster of Ministers of Word and Service of this church;
 - 7) termination of the relationship between this church and this congregation;
 - 8) dissolution of this congregation or the termination of a parish arrangement; or
 - 9) suspension of this congregation through discipline for more than six months.
 - b. When allegations of physical disability or mental incapacity of the deacon under paragraph a.4) above, or ineffective conduct of the

office of minister of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,

- 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
 - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
- c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the deacon's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service as disabled. Upon removal of the disability and the restoration of the deacon to health, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.
- d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.
- e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.

- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- *C9.26. The deacon shall make satisfactory settlement of all financial obligations to a former congregation before:
 - a. installation in another field of labor, or
 - b. the issuance of a certificate of dismissal or transfer.
- *C9.27. When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- *C9.28. With the approval of the bishop of the synod, this congregation may depart from *C9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.25.a.
- *C9.29. The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- *C9.31. The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

Chapter 10.
CONGREGATION MEETING

- C10.01. The business of the congregation as a whole is acted upon at Congregation Meetings. There shall be two regular Congregation Meetings per year at times specified in the bylaws.
- C10.01.01 A meeting of the congregation shall be held on or before January 31st of each year. Elections shall be held for vacancies at this meeting as appropriate. The annual report shall be presented to the congregation by the council at that meeting and it will include, but not be limited to:
 - 1) a categorized report of the income and expense of the past year and a statement of assets and liabilities;

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- 2) a projection of goals and objectives for the coming year;
- 3) a categorized budget for the new fiscal year for congregational approval;
- 4) a report of all insurance and bonds in force along with a current inventory of all property;
- 5) a pastor's report of statistical information as defined in Chapter 9.12 of this constitution, along with statements of his or her ministry of the past year and future goals;
- 6) a report on ministry from any other personnel as deemed appropriate; and
- 7) separate reports from the president of the congregation, staff, and each of the congregation's committees and organizations or special interest groups. These reports should outline briefly the significant events of the past year for a historical record and include budgetary information as appropriate.

C10.01.02 A meeting of the congregation shall be scheduled in the month of May each year. Regular elections for Congregation Council and boards shall be held at this meeting.

C10.02. A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of ten percent of the voting members. The president of the Congregation Council shall call a special meeting upon request of the synodical bishop. The call for each special meeting shall specify the purpose for which it is to be held, and no other business shall be transacted.

C10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by state law, to all voting members at least 10 days in advance of the date of the meeting. The notification may be sent electronically but members may request to receive it by mail.

C10.04. Twenty percent of the voting members shall constitute a quorum.

C10.05. Voting by proxy or by absentee ballot shall not be permitted.

C10.06. All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.

C10.07. *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11.

OFFICERS AND OTHER CONGREGATIONAL POSITIONS

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- C11.01.** The officers of this congregation shall be a president, vice president, and secretary. The congregation and/or Council may define other positions filled by individuals who might not be officers.
- a. Duties of the officers shall be specified in the bylaws. Duties for positions defined by the congregation shall be specified by the bylaws. Duties of positions created by the Council shall be defined by the Council.
 - b. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
 - c. The president, vice president, and secretary shall be selected from the elected membership of the Congregation Council.

C11.01.01 The President

- 1) Presides at all regular and special meetings of the congregation, the council, the Executive Committee, and committee chairs.
- 2) Prepares jointly with the pastor agendas for the meetings of the council, the congregation, and the Executive Committee.
- 3) Ensures that decisions of the congregation and the Congregation Council are carried out.
- 4) Coordinates and maintains the work of the council's committees and other council organizations.
- 5) Performs general oversight of the conduct of the day to day business of the congregation jointly with council committees on matters within their responsibilities.
- 6) Is an advisory member of all committees and other organizations of the congregation, except the Mutual Ministry Committee.
- 7) Proposes a calendar of Council activities for the year. (As an example, the housing resolution for Pastor(s) is done at the January Council meeting, per IRS rules.)

C11.01.02 The Vice-President

- 1) Fulfills the duties of the president in the absence of that person.
- 2) Maintains familiarity with conference, synod, and other appropriate church leadership seminars and events, advising council and committees of the offerings, stimulating interest, support, and attendance.

C11.01.03 The Council/Congregation Secretary

- 1) Takes minutes, records attendance, and verifies quorums at congregation and council meetings. Minutes shall include all actions taken.
- 2) Ensures the timely preparation and distribution of minutes. Minutes shall be available from the church office and shall be posted in the church narthex.
- 3) Initiates and signs official correspondence as directed by the Congregation Council or Executive Committee.

C11.01.04 The Financial Secretary

- 1) Ensures offerings are safeguarded, counted, and deposited to the congregation's account.
- 2) Records all pledges and maintains records of giving by members, providing individuals with statements of their giving at least twice a year.
- 3) Records receipts from all sources and provides a report of same to the treasurer monthly.
- 4) Is a member of the Stewardship and Finance Committees if they exist.

C11.01.05 The Treasurer

- 1) Pays bills and financial obligations of the congregation in accordance with established policies.
- 2) Maintains disbursement records.
- 3) Maintains and reconciles the checking accounts of the congregation.
- 4) Reports monthly the
 - a. amounts received for each of the various funds,
 - b. amounts disbursed from each of the various funds,
 - c. balance on hand by fund,
 - d. accounts payable by fund, and
 - e. amounts budgeted vs. the amounts expended by budget line item, subtotals, and totals.
- 5) Advises the pastor, Stewardship/Finance functions, or the president of any immediate or anticipated financial problem.
- 6) Is a member of the Stewardship and Finance Committees if they exist.

C11.02. The Congregation Council shall elect its officers at its June meeting. They shall be the officers of the congregation. They shall serve for one year or until their successors are elected. Their terms begin at the meeting at which they are elected, and end at the following June meeting or at the point their successors are elected.

C11.03. No officer shall hold more than one office at a time. No officer shall be eligible to serve more than two consecutive terms in the same office.

C11.04. The Congregation Council may create and appoint other positions.

**Chapter 12.
CONGREGATION COUNCIL**

C12.01. The voting membership of the Congregation Council shall consist of the pastor(s) and not more than twelve nor fewer than nine members of the congregation. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from four successive regular meetings of the Congregation Council without cause or c) resigns from

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his/her Council seat. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

C12.02. The members of the Congregation Council except the pastor(s) shall be elected by written ballot to serve for three years or until their successors are elected. Such members shall be eligible to serve no more than two full terms consecutively. Elections shall be held at a legally called meeting of the congregation during the month of May. Members terms shall begin at the regularly scheduled Congregation Council meeting in the following month of June.

C12.02A18 Expectations

1. Attendance at regular and any special meetings of the council. (generally one two-hour meeting a month)
2. Service on one of the council committees (generally entails attendance at one meeting a month.)
3. Participation in an annual Congregational Council Retreat (generally a one day event)
4. Participation in at least one functional training event or seminar annually.
5. Familiarization with this constitution, bylaws, and continuing resolutions.
6. Understanding and accepting the responsibilities of the assigned committee.

C12.03. Should a member's place on the Congregation Council be declared vacant, the Congregation Council may elect, by majority vote, a successor until the next annual meeting. Should the number of Congregation Council members exclusive of the Pastor(s) fall below nine, the Congregation Council shall elect such a successor. The term of such a successor begins immediately and ends when their predecessor's term would have ended. Such members are eligible to serve no more than one additional full term consecutively.

C12.04. The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:

- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.

- c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
- d. To maintain supportive relationships with the rostered ministers(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor.
- h. To emphasize partnership with the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
- i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
- j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- k. In the event of a pastoral vacancy, to perform administrative duties as needed until the arrival of an interim pastor.

C12.04A18 Relationships

The council is directly responsible to the congregation. It is to be responsible to the will of the congregation. The council shall communicate regularly with the congregation and involve as many members as possible in the life and ministries of the congregation.

- C12.05.** The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of California, except as otherwise provided herein.
 - b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
 - c. The Congregation Council may enter into contracts of up to 5 per cent of total budgeted expenses for items not included in the

budget. Notice of such contracts must be made to the congregation within 30 days after commitment.

- d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than 5 per cent in excess of the anticipated receipts only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
- e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.
- f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.

C12.05.01 The fiscal year of the congregation will be the calendar year.

C12.06. The Congregation Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.

C12.07. The Congregation Council shall provide for an annual review of the membership roster.

C12.08. The Congregation Council shall be responsible for the employment and supervision of the staff of this congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.

C12.09. The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.

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C12.11. The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called by the president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.

C12.12. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business

considered at that meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.

C12.13. The Congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

C12.13.1 The Executive Committee shall determine if a meeting under exceptional circumstances can be conducted electronically. For such a meeting, there must be a quorum of voting members. Any action taken in such a meeting must require 3/4ths of the response. Responses must be made within 48 hours of an action being proposed.

Chapter 13.

CONGREGATIONAL FUNCTIONS AND THEIR GOVERNANCE

C13.01. The council may establish standing or ad hoc committees to facilitate the work of the council. Standing committees shall be described in these bylaws. Ad hoc committees shall be described in the continuing resolutions.

C13.01.01 Committees shall be established by the Congregation Council and shall serve as an extension of the council.

C13.01A18 The council has the responsibility to lead, guide, and enable committees to carry out their leadership tasks and challenges. The following guidelines are to be observed:

- 1) The responsibilities of the committee are to be precisely and concisely defined by the council.
- 2) Authority given the committee shall be commensurate with the committee's responsibility.
- 3) The committee shall be given the freedom to do its job within its assigned area of responsibility and approved budget.
- 4) The committee shall be held accountable. Results are expected. Progress reports shall be made to the council and items requiring council action shall be noted. The council shall evaluate what the committee is doing, indicate needs or challenges, and assist only when support is requested. The committee shall make decisions and take action to accomplish its assignment.

C13.01.02 Each committee shall be responsible for organizing its own meetings and setting its own agendas. Meetings shall be held regularly or as necessary. The Pastor shall be informed in advance of all meetings.

C13.01.13 Committees are authorized to form sub-committees to help carry out their responsibilities.

C13.02. The officers of this congregation and the pastor shall constitute the *Executive Committee*.

C13.02A18 Executive Committee

The Executive Committee shall:

1. Schedule, plan, organize, and arrange for an annual council retreat in keeping with the consensus of the council.
2. Serve as a resource to the Council President when appropriate.

C13.03. An *Elections and Voting Committee* of three people shall be appointed by the Vice-President and confirmed by the Congregation Council. Term of office shall be three years, with members being eligible for re-election. The Vice-President shall replace members of this committee once a year, no earlier than the June Council meeting and no later than the October Council meeting.

C13.03.A18 Elections and Voting Committee shall:

1. Recruit candidates to serve for offices elected by the congregation, including the Congregation Council, Endowment Board, and representatives to the Synod Assembly.
2. Assist in Congregational elections, including development and distribution of the ballot, insuring that appropriate procedures are followed for elections and other votes (such as balloted votes on the annual budget), tallying ballots and reporting results.
3. Strive for balance and inclusiveness in the selection of candidates.

C13.04. An *Audit Committee* of three voting members shall be elected by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for re-election. Election to the Audit Committee shall happen no earlier than the June Council Meeting and no later than the October Council meeting.

C13.04.A18 Audit Committee shall

1. Audit all financial activities of the congregation each calendar/fiscal year by no later than the end of March following the close, of the preceding calendar/fiscal year.
2. Report the results of the audit to the Council within 8 weeks of the conclusion of the Audit but no later than the November Council Meeting.

C13.05. A *Mutual Ministry Committee* shall be appointed by the rostered minister. The committee shall consist of three members Term of office shall be three years. Members shall be eligible for re-appointment.

In the absence of a mutual ministry committee, the duties shall be fulfilled by the executive committee.

- C13.05.01 A Mutual Ministry Committee is formed for the purpose of fostering and facilitating communication and cooperation for a partnership among the pastor, lay professionals, support staff, and the congregation.
- C13.05.02 The authority of the committee is restricted to evaluating, advising on, and recommending actions and programs that it deems appropriate. Recommendations will be referred to the Congregation Council for action.
- C13.05.06 The committee is accountable to the council and will report to the council. Reports will be made only when deemed appropriate by the committee, or when specifically requested by the council. All such reports shall consider and respect confidential and personal information that may be in possession of the committee.
- C13.05A18 **Mutual Ministry Committee**
The Mutual Ministry Committee shall:
1. Review the personnel needs of the congregation and provide support, as requested, to the council in evaluating and selecting persons to meet those needs.
 2. Review the annual evaluations of staff and recommend appropriate salary adjustments, training and other actions to enhance their ministries.
 3. Provide an annual review of the pastor's ministry to the pastor.
 4. Serve as a personal and confidential support group to the pastor and staff.
- C13.06.** When a pastoral vacancy occurs, a **Call Committee** of six voting members shall be elected by this congregation. Term of office will terminate upon installation of the newly called pastor. See section *C9.01 for further information.
- C13.06.1 The Congregation Council shall provide nominees to the Congregation that reflect the makeup of the congregation. However, nominations may be made by members of the congregation.
- C13.06.2 The Congregation Council shall determine an election process for the Call Committee.
- C13.07.** Other functions of this congregation may be addressed, as the need arises, by decision of the Congregation Council. The Congregation Council shall decide the form of governance for each.
- C13.07.1 Examples forms of governance include: Delegation of a function to pastor or hired staff, formation of a temporary or standing committee, or informal oversight by a Council member and/or one or more members of the congregation. In all cases, however, the Congregation Council shall

appoint a Council member to monitor and if appropriate, liaise with that governance structure.

C13.07A18 Christian Education

This function:

1. Oversees the operation of the congregation's Sunday Church School, Vacation Bible School, & Confirmation Program.
2. Provides for various adult education programs, such as: Bible study classes, leadership training classes, inquiry classes, and other adult study programs of interest to the Christian community.
3. Oversees the ordering of all curriculum materials, equipment, and supplies that will be needed in the Christian Education programs and provide for their care and up-keep.
4. Oversees the operation of the Church Library, appointing a person to serve as librarian.
5. Recruits or serves as custodian of the historic archives of the congregation, maintaining a system for recording and keeping of historical records, pictures, etc., and provide encouragement for pictures to be taken at various congregational events.
6. Assists in the recruitment of teachers and other leaders for the various Christian Education programs.

C13.07B18 Church Property

This function:

1. Sees to the proper maintenance and repair of all church real property and equipment.
2. Monitors the work of the Custodian/Gardener in the cleaning and care of the church building, furnishings, equipment, and grounds.
3. Initiates efforts toward the improvement or expansion of the church property, as approved by the congregation and the Congregation Council.
4. Communicates with the members and non-members who have been given permission to use the church buildings, facilities, and equipment.
5. Maintains a current inventory of the church's Real Property. This list is to be included in the annual report to the congregation. Report all acquisitions and losses of property to the Congregation Council.
6. Maintains an awareness of insurance protection of the Church's Real Property and equipment..

C13.07C18 Evangelism

This function:

1. Contacts visitors to Prince of Peace worship services and other prospective members. Requests a visit with these individuals after initial contact.
2. Arranges an on-going or periodical visitation of inactive members.
3. Introduces means and methods to involve or assimilate "new members" into the life, programs and activities of the congregation.
4. Encourages an assistant to the pastor at the narthex or chapel door at the end of each worship service to assure that visitors' names and

addresses are noted and to assign each visitor to a member so that the visitor can be escorted to coffee or any post-service activities.

5. Handles whatever publicity is needed to inform both the members of the congregation and, when deemed appropriate, the general public about special events and activities of the congregation.
6. Devises means, methods, programs, etc., by which people in the community may become aware of and interested in Prince of Peace Lutheran Church.

C13.07D18 Social Ministry

This function:

1. Initiates programs of church and community involvement or advocacy in social needs and concerns to provide immediate and direct service to support people in need; and to lead the congregation to take some action to improve a person's situation.
2. Introduces or supports activities so that members have the latest information on church & social concerns.
3. Provides direction and leadership toward three basic dimensions to Social Ministry: study, service and action. This would involve providing the means to study the biblical basis for social ministry; to provide immediate, direct service to support people in need; and to lead the congregation to take some action to change a situation from worse to better.

C13.07E18 Stewardship

This function:

1. Is responsible for the on-going education and encouragement of stewardship in all of life.
2. Is responsible for the annual Stewardship Response Program.
3. Distributes or makes available to the membership means to make regular contributions to the church.
4. Is responsible for education and encouragement of members in keeping their pledges and giving up to date.
5. Leads all members to higher levels of proportionate giving of time, money and talents for the Lord's work.
6. Is responsible for the means of identifying, utilizing, and affirming the talents, experiences, and abilities of congregational members in the service of the Church.
7. Provides a monthly report to council.

C13.07F18 Finance

This function:

1. Oversees the collection, recording and deposit of offerings and other contributions.
2. Provides a systematic record-keeping of congregational giving and member's offerings.
3. Establishes a method of promoting and handling any "special" funding efforts that may be authorized by the congregation or congregation Council.
4. Oversees the payment of the congregation's obligations in a prompt and efficient manner and ensures that the financial records of funds

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- received and expended are in order. Keeps a watchful eye on how spending effects the operating budget and current treasury balances.
5. Following the annual Stewardship Response campaign, prepares and presents a proposed budget to the Congregation Council. After approval by the Congregation Council, presents the final proposed budget at a congregational meeting.
 6. Receives and reviews the report of the Audit Committee for forwarding with any appropriate recommendations, to the Congregation Council.
 7. Is responsible for review of insurance policies, annually or as necessary, to assure adequate insurance coverage. Provides for the processing of all insurance claims.
 8. Determines the amount for suggested donations for the use of church facilities. These suggested amounts shall be reviewed annually as part of the budget process.

C13.07G18 Worship & Music

This function:

1. Assists the pastor in providing proper worship at all regular and special services.
2. Sees that ushering and all facility needs are arranged for worship services.
3. Encourages the Altar Guild to provide all necessary items in the church sacristy for worship services and the sacraments. The Altar Guild shall be responsible for the care and cleaning and storage of all vessels and equipment.
4. Sees that worship service assistants are provided at worship services
5. Recruits choir director(s), organist(s), and other musical assistants needed for worship services and, as appropriate, assists these musicians in the performance of their duties.
6. Oversees the purchasing of music, hymnals, music equipment, worship supplies, etc., needed for the worship program of the congregation. Arranges for the repair and maintenance of all church-owned musical instruments and equipment.
7. Provides monthly report to council regarding attendance at each service.

C13.07H18 Fellowship

This Function:

1. Promotes social interaction, encourages parishioner unity and draws together the body of Christ.
2. Oversees planning and coordinating activities.
3. Listens and responds to the needs of congregation members.
4. Connects people of similar needs or interests and provides opportunities for them to gather together, and serves as a catalyst for events.

C13.07I18 Youth Ministry

This function:

1. Addresses the needs of the congregation's youngest members.
2. Is responsible for obtaining nursery care.

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3. Provides opportunities for parental education and support.
4. Provides input to the Pastors for youth program wants and needs
5. Is responsible for age-appropriate education and social activities.

C13.08. The pastor of this congregation shall be *ex officio* a member of all committees and boards of the congregation with the exceptions of the Audit Committee and the Call Committee. In addition, pastor(s) shall not participate in committee and/or board deliberations where there would be a conflict of interest or when it would otherwise be detrimental to the Congregation, as adjudicated by the Council President.

Chapter 14.

ORGANIZATIONS WITHIN THE CONGREGATION

- C14.01.** All organizations associated with this congregation shall exist to aid in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. The Council shall receive reports concerning their membership, work, and finances.
- C14.02.** Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized within the congregation only after authorization has been given by the Congregation Council.
- C14.03** The association of this congregation to its outgrowth ministries is subject to the review of Council and may be terminated at their discretion.

Chapter 15.

DISCIPLINE OF MEMBERS AND ADJUDICATION

- *C15.01.** Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of the congregation, or willful and repeated harassment or defamation of member(s) of the congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15–17, proceeding through these successive steps, as necessary:
- a) private counsel and admonition by the pastor,
 - b) censure and admonition by the pastor in the presence of two or three witnesses,

c) written referral of the matter by the Congregation Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and

d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregation Council.

***C15.02.** The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to C15.01 do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three lay persons and two ministers of Word and Sacrament). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.

***C15.03.** If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case, and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members plus the nonvoting chair comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.

***C15.04.** The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

- *C15.05. By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:
 - a. suspension from the privileges of congregation membership for a designated period of time;
 - b. suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
 - c. termination of membership in the congregation; or
 - d. termination of membership in the congregation and exclusion from the church property and from all congregation activities.
- *C15.06. The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.
- *C15.07. No member of the congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.
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- *C15.10. Adjudication
- *C15.11. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 16.
AMENDMENTS

- *C16.01. Unless provision *C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least 5 per cent of the voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at a regular or special

Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation's members of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.

- *C16.02. An amendment to this constitution, proposed under *C16.01. shall:
 - a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those voting members present and voting;
 - b. be ratified without change at the next annual meeting by two-thirds vote of those voting members present and voting; and
 - c. have the effective date included in the resolution² and noted in the constitution.
- *C16.03. Any amendments to this constitution that result from the processes provided in *C16.01. and *C16.02. shall be sent by the secretary of this congregation to the synod. The synod shall notify the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.
- *C16.04. This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* as most recently amended by the Churchwide Assembly. Such amendments may be approved by a majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, notice to the congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of at least two (2) voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

Chapter 17 BYLAWS

- *C17.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.

² Such an effective date must be stated in relation to the requirements of *C16.03. to allow time for synodical review of the amendment.

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- *C17.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority two-thirds vote of those voting members present and voting.
- *C17.03. Changes to the bylaws may be proposed by any voting member, provided that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify this congregation's members of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.
- *C17.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 18.
CONTINUING RESOLUTIONS

- *C18.01. The congregation in a legally called meeting or the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.
- *C18.02. Continuing resolutions shall be enacted or amended by a majority vote of a meeting of the congregation or a two-thirds vote of all voting members of the Congregation Council.

Chapter 19
INDEMNIFICATION

- *C19.01. Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregation Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.