

**The Constitution and Bylaws of
First Evangelical Lutheran Church
Janesville, Wisconsin**



Est. 1852

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An asterisk (*) preceding the “C” indicates that the provision is a required one with the ELCA churchwide constitutional governing documents. The asterisk shall be retained in duplication to indicate that the particular provision is a required one. A numerical codification indicates (a) general subject, (b) constitutional provision, (c) bylaws, and (d) continuing resolution.

Constitutional provisions are codified with 2 sets of numbers: the chapter and the 2-digit reference (i.e. “Membership” is codified *C8.02.)

Bylaws are codified with 3 sets of numbers: the chapter, the provision and a 2-digit number (i.e. “Membership” bylaw would be coded *C8.02.01.)

A continuing resolution is codified with 3 sets as well, except the third set is preceded with a capital letter. (i.e. “Membership” would code as *C8.02.A01) Thus, C8 designates the chapter, .02 designates the subject matter and A01 indicates, A-the first continuing resolution regarding that subject and 01 to indicate adopted in 2001.

Last Revision Date: 01/30/11

***PREAMBLE^{1*}**

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 First Evangelical Lutheran Church of Janesville, Wisconsin, commonly known as First Lutheran Church of Janesville, Wisconsin.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of First Lutheran Evangelical Lutheran Church of Janesville, Wisconsin is hereinafter designated as “this congregation.”
- C1.11.** This congregation shall be incorporated under the laws of the State of Wisconsin.

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.
- *C2.04.** This congregation accepts the Apostles’, Nicene, and Athanasian Creeds as true

^{1*} Required provision

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. 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.

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.
 - C4.02.01 Participation in Holy Communion shall be open to members of other congregations.
 - 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 Council.]

***C4.05.** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.

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 or terminate the call of associates in ministry, deaconesses, and diaconal ministers in conformity with the applicable policy of the Evangelical Lutheran Church in America;
 - d) adopt amendments to the constitution, as provided in Chapter 17, and amendments to the bylaws, as specified in Chapter 16.
 - e) approve the annual budget;
 - f) acquire real and personal property by gift, devise, purchase, or other lawful means;
 - g) hold title to and use its property for any and all activities consistent with its purpose;
 - h) sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - i) 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
 - j) terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- C5.03.01.k** The congregation is empowered to sue and be sued.
- *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 South-Central Synod of Wisconsin of the Evangelical Lutheran Church in America.

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 South Central Synod of Wisconsin 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 clergy roster 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.
 - d) This congregation agrees to consider associates in ministry, deaconesses, and diaconal ministers 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 desire of this congregation to terminate its relationship must be adopted at a legally called and conducted special meeting of this congregation by a two-thirds majority of the voting members present.
 - b) The secretary of this congregation shall submit a copy of the resolution to the synodical bishop and shall mail a copy of the resolution to voting

members of this congregation. This notice shall be submitted within 10 days after the resolution has been adopted.

- c) The bishop of the synod shall consult with this congregation during a period of at least 90 days.
- d) If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
- e) A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between this congregation and the Evangelical Lutheran Church in America shall be terminated.
- f) Notice of termination shall be forwarded by the synodical bishop to the secretary of this church and published in the periodical of this church.

- ***C6.06.** If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located 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 program 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 South Central Synod of Wisconsin 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 a two-thirds majority 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. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the South

Central Synod of Wisconsin.

- ***C7.04.** If a two-thirds majority 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, 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.

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.
- C8.01.01** The records of the congregation shall be and remain the property of the congregation. The senior pastor shall be responsible for the maintenance of the records, except as otherwise provided herein. Upon termination of the service of any pastor to the congregation, he/she shall bring his/her records up to date prior to his/her departure. (also ref. C9.12)
- C8.01.02** The records of congregation shall consist of:
- a) The roster of baptized, communing, confirmed and voting members.
 - b) The ministerial acts performed by the pastor.
 - c) The minutes and reports of the synod and the Handbook of The Evangelical Lutheran Church in America.
 - d) The minutes of the meetings of the congregation and the Congregation Council, for which the secretary of the congregation shall be responsible.
 - e) The financial records of the congregation, for which the treasurer of the congregation shall be responsible.
- C8.01.03** Should the congregation be dissolved, the official records of the congregation shall be deposited in the archives of The Evangelical Lutheran Church in America or its successor.
- ***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.

C8.02.01 Contribution of record may include monetary gifts, gifts in kind, and volunteer time.

- d) **Associate** members are persons holding membership in other Lutheran congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, or persons who wish to retain a relationship with this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.

C8.02.01.e Home bound members are those members listed on the home bound communion roll as maintained in the congregation office.

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

C8.03.02 MEMBERSHIP CONSERVATION. The pastors and the Board of Stewardship and Commitment shall review the membership list annually. Any confirmed member who has not met the provisions of church membership as listed in C08.04 during the preceding twelve months, and any baptized or communing member who has reached the age of eighteen and who has not yet become a confirmed member, shall become the object of special fervent concern and action by the pastors and the Board.

C8.03.03 INACTIVE MEMBERSHIP. If at the end of the second year a member has not met the provisions of membership as stated in C8.04, especially faithfulness to both work and sacrament, that person may be placed on the inactive list and this action reported to the Congregation Council and to the individual. *Due care and discretion shall be exercised so that financial contribution is not stated or implied as a condition for remaining on the active membership list.* The pastors and the Board of Stewardship and Commitment shall continue their fervent concern for the member. Subject to Senior Pastor Approval.

- *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 by the Congregation Council; or
 - e) removal from the roll due to inactivity as defined in the 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 Peaceful Dismissal or Release. If at the end of the third year, all efforts to regain the inactive member have failed, the name shall be recommended to the Congregational Council to be removed from the membership list and placed on the responsibility list of the congregation. The individual shall be notified, personally if possible, of the proposed action before the Congregational Council acts on the recommendation. In addition to the above, membership in this congregation shall terminate by death, transfer, or expulsion on disciplinary grounds. Subject to Senior Pastor Approval.

a) A member who wishes to be released from this congregation by transfer of membership to another Lutheran congregation shall notify the pastor who shall bring the matter to the attention of the Congregational Council. The council shall take appropriate action on the request. If a member requests release to a congregation not of the Lutheran faith, the council may grant a peaceful release.

b) A member may be expelled from the congregation on disciplinary grounds in accordance with the provisions of Chapter 15.

C8.05.02 A person whose membership in the congregation has been terminated in accordance with the provisions of Chapter 15 shall lose all claim upon the property of the congregation.

Chapter 9.

THE PASTOR

- *C9.01.** Authority to call a pastor shall be in this congregation by at least a two-thirds majority ballot vote of members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregation Council to recommend the call, shall seek the advice and help

of the bishop of the synod.

***C9.02.** Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers 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 ordained minister shall:

- 1) preach the Word;
- 2) administer the sacraments;
- 3) conduct public worship;
- 4) provide pastoral care; and

5) 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 ordained minister with a congregational call shall, within the congregation:

- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
- 2) supervise all schools and organizations of this congregation;
- 3) install regularly elected members of the Congregation Council; and
- 4) with the council, administer discipline.

c) Every pastor shall:

- 1) strive to extend the Kingdom of God in the community, in the nation, and abroad;
- 2) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
- 3) impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and
- 4) endeavor to increase the support given by the congregation to the work of the churchwide organization of the Evangelical Lutheran Church in America (ELCA) and of the South Central Synod of Wisconsin 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.

***C9.05.**

a) The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case

of the death of the pastor, shall be terminated only following consultation with the synodical bishop and 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, 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, without reflection on the competence or the moral and spiritual character of the pastor;
- 4) the physical or mental incapacity of the pastor;
- 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
- 6) the dissolution of the congregation; or
- 7) suspension of the congregation as a result of discipline proceedings.

***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 ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.

***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.

***C9.11.** 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.

Chapter 10.
CONGREGATION MEETING

C10.01. The annual meeting of this congregation shall be held at a time specified in the bylaws.

C10.01.01 The annual meeting of the congregation shall be held on or before the last day of January.

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 25 voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted. A meeting called to consider the disposition or encumbrance of real property must be called and held in conformity with such provisions of civil law as may be applicable.

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 to all voting members at least 10 days, not to include Sundays or holidays, in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient.

C10.04. Fifty (50) voting members shall constitute a quorum.

C10.05. Voting by absentee ballot shall be permitted for homebound members and military personnel.

C10.05.01 Members who reside away from the community during the year may request an absentee ballot.

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.

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

C10.08. A meeting of this congregation may by majority vote recess to reconvene at a

specified time and place. A meeting may also recess to reconvene upon call, provided however, that the time and place of such a reconvened meeting be announced as specified in C10.03.

Chapter 11. OFFICERS

- C11.01.** The officers of this congregation shall be a president, vice president, secretary, and treasurer.
- a) Duties of the officers shall be specified in the bylaws.
 - b) The officers shall be voting members of the congregation.
 - c) Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.

- C11.02.** The Executive Board shall elect its officers and they shall be the officers of the congregation. The officers shall be elected by written ballot and shall serve for one year or until their successors are elected.

C11.01.01 THE PRESIDENT. The president of the council shall preside at the meetings of the congregation, council and executive board, shall represent the council to the congregation and shall have such other duties as are delegated to the office by the council or the congregation.

C11.01.02 THE VICE PRESIDENT. In the event of the president's inability to perform his/her duties, the vice president shall serve in the president's place and serve as chairperson of the nominating committee.

C11.01.04 THE SECRETARY. The secretary shall:

- a) Serve as secretary of the congregation, the council and the executive board.
- b) *Keep accurate minutes* of all meetings of the congregation and the council in books provided by the congregation, prepared and kept in such form as the council shall prescribe, which books shall be preserved permanently in the archives of the congregation;
- c) Keep all records of the congregation except those required to be kept by the pastor, the treasurer, the financial secretary and such other persons as the council may designate; and
- d) Also be responsible for all the official correspondence of the congregation and the council, except for correspondence for which the council has otherwise provided.

C11.01.06 THE TREASURER. The treasurer shall:

- a) Assure that all the monies and other property of the congregation entrusted to the office, including all legal documents and fiscal records are held in safekeeping;
- b) Assure that disbursements are at the direction of the Executive Board or the congregation;
- c) Report regularly to the council as directed by it and to the congregation at

its annual meeting;

d) Keep all accounts of the congregation; and

e) Furnish bond as required by the council, at the expense of the congregation.

C11.01.07 The congregation may authorize the council to appoint treasurers of special funds having such responsibilities as the congregation or the council shall determine. Such treasurers shall present reports as required by the council. In all such cases the council may require bond to be furnished at the expense of the congregation.

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

Chapter 12.

CONGREGATION COUNCIL

C12.01. The voting membership of the Congregation Council shall consist of ; the chairperson of each of six operating boards and the six members of the executive board. Any voting member of the congregation may be elected, subject only to the limitation on the length of the continuous service permitted in that office. A member's place on the Congregational Council shall be declared vacant if the member: a) ceases to be a voting member of this congregation, b) is absent from four consecutive regular meetings of the Congregation Council without cause. The pastoral team and business administrator shall serve as ex-officio members of the Congregational Council, but without vote, and advisory members of all boards, committees and organizations of the congregation.

C12.03. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the expiration of term.

C12.04. The Executive Board 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 Executive Board 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 pastor(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.

C12.05. The Executive Board shall be responsible for the financial and property matters of this congregation. The Executive Board shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption. The Executive Board shall ascertain that the financial affairs of this congregation are being conducted efficiently. The Executive Board shall be responsible for this congregation's investments and its total insurance program.

Chapter 13.

CONGREGATION COMMITTEES

a)

b)

1.

2.

3.

Chapter 14.

ORGANIZATIONS WITHIN THE CONGREGATION

C14.01. All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

C14.01.01 All organized activities, groups or organizations in the congregation as defined in Chapters 13 and 14 of the constitution shall be responsible to one of the operating boards and assigned thereto by the Congregation Council.

C14.02. Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregation Council and specified in a continuing resolution.

Chapter 15.

DISCIPLINE OF MEMBERS AND ADJUDICATION

**Chapter 16.
BYLAWS**

**Chapter 17.
AMENDMENTS**

**Chapter 18.
CONTINUING RESOLUTIONS**

**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.

CONTINUING RESOLUTIONS

1. Plaques stating donation or memorials shall not be affixed to any church property.