

\* = Required ELCA provision (see page 1 for rationale)

*italics* = Addition to our current constitution

~~strike thru~~ = Deletion from our current constitution

## Proposed Constitution, June 2015

### \*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 Saint Matthew Evangelical Lutheran Church of Moorestown, New Jersey.

**C1.02.** For the purpose of this constitution and the accompanying bylaws, the Saint Matthew Evangelical Lutheran congregation is herein-after designated as "this congregation".

~~**C1.03.** This congregation shall be incorporated under the laws of the State of New Jersey.~~

~~**C1.04.** The seal of this congregation presents "St. Matthew Lutheran Church, Moorestown, N.J. 1950"~~

*C1.03 - C1.10 Reserved*

~~**C1.03.11.** This congregation shall be incorporated under the laws of the State of New Jersey.~~

### 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 ~~judgement~~ *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 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 Scriptures 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. ~~This church~~ *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.
- \*C3.03. *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 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—~~A~~, 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 groups and shall review their actions.

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

**\*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 the 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 appoint~~ or terminate the ~~call appointment~~ 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, amendments to the bylaws, as specified in Chapter 16, and continuing resolutions, as provided in Chapter 18.* ~~approve the annual budget.~~
  - e. *approve the annual budget;* ~~acquire real and personal property by gift, devise, purchase, or other lawful means.~~
  - f. *acquire real and personal property by gift, devise, purchase, or other lawful means;* ~~hold title to and use its property for any and all activities consistent with its purpose.~~
  - g. *hold title to and use its property for any and all activities consistent with its purpose;* ~~sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means.~~
  - h. *sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;* ~~elect its Congregational Council and require them to carry out their duties in accordance with the constitution, laws, and continuing resolutions; and~~
  - i. *elect its Congregational Council, and require them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions;* ~~and terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.~~
  - j. *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 New Jersey 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. The purpose of the mission endowment fund is to provide for mission work beyond the operational budget of this congregation.*

## 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 New Jersey 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 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. *These special circumstances are limited either to calling a candidate approved for the roster of ordained ministers of the Evangelical Lutheran Church in America or to contracting for pastoral services with an ordained minister 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 associates in ministry, *deaconesses, and diaconal ministers* for call ~~appointment~~ 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* ~~or~~ 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.** A ~~This~~ congregation may terminate its relationship with ~~this church the Evangelical Lutheran Church in America~~ by the following procedure:
- a. A resolution indicating the ~~intent desire of this congregation~~ to terminate its relationship must be adopted ~~by~~ at a legally called and conducted special meeting of this congregation by a two-thirds ~~vote majority~~ 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 this~~ congregation shall submit a copy of the resolution to the ~~synodical~~ 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*, ~~consult with this congregation~~ during a period of at least 90 days *after receipt by the synod of the noticed as specified in paragraph b. above.*
- d. If ~~the this~~ congregation, after *such* consultation, still ~~seeks~~ *desires* to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds ~~vote 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 *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 ~~certified~~ copy of the resolution, *attesting that the special meeting was legally called and conducted and certifying the outcome of the vote*, ~~to terminate its relationship~~ shall be sent to the ~~synodical~~ bishop *within 10 days after the resolution has been adopted*, at which time the relationship between ~~the this~~ congregation and *this church* ELCA 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 ~~synodical~~ bishop to the secretary of this church, *who shall report the termination to the Churchwide Assembly. and published in the periodical of this church.*
- g. *Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in \*C6.05. If this congregation was a member of the Lutheran Church in America, it shall be required, in addition to the provisions in 6.05., to receive Synod Council synodical approval before terminating their its membership in this church the Evangelical Lutheran Church in America.*
- h. *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.*
- i. *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.*

- j. If a 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 a 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~~ ~~is considering~~ 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 New Jersey 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 a two-thirds majority of the voting members of this congregation present at a ~~legally~~ ~~regularly~~ 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 New Jersey Synod.

**\*C7.04.** If a two-thirds majority of the voting members of this congregation present at a ~~legally~~ ~~regularly~~ 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 the~~ 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 the~~ 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.** Voting members shall be eligible to vote in all congregational meetings, except that at congregational meetings called for the purpose of selling, purchasing or encumbering real estate, or

of extensive repairs or construction of church buildings, only voting members at least 18 years of age shall be able to vote.

## Chapter 8.

### MEMBERSHIP

- \*C8.01. Members of this congregation shall be those baptized persons on the roll of *this* ~~the~~ 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* ~~during the current or preceding year~~. *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.*
  - 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, *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.
- \*C8.03. 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 20.40. and the accompanying bylaws; or 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.

## 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* ~~regularly~~ 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 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* ~~it~~ 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) shall 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 the congregation;
    - 3) ~~shall~~ 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) ~~and strive to extend the Kingdom of God in the community, in the nation, and abroad; shall~~ impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and

- 4) ~~shall~~ 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 *New Jersey Synod* ~~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.*

**\*C9.05.** a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, *which shall be terminated only by, except in the case of the death or, 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 ~~of~~ *years;*
- 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, ~~without reflection on the competence or the moral and spiritual character of the pastor;~~
- 4) ~~the~~ physical *disability* or mental incapacity of the pastor;:-
- 5) ~~suspension~~ *disqualification* of the pastor through discipline *for more than three months; on* ~~grounds of doctrine, morality, or continued neglect of duty; or~~
- 6) *resignation or removal of the pastor from the roster of ordained ministers of this church; the dissolution of the congregation.*
- 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 in the case of alleged 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, it shall be the responsibility of the bishop of the synod, when such difficulties are personally known or 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, to investigate such conditions personally in company with a committee of two ordained ministers and one lay person.~~

- 1) *the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two ordained 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 ordained 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 testimony shall be obtained.~~ When a such disability or incapacity is evident to the committee, the bishop of this the synod may with the advice of the committee shall declare the pastorate vacant and the pastor shall be listed on the clergy roster as disabled. Upon removal of the disability and the restoration of the a disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call field of labor.

- d. In the case of alleged local difficulties ~~that which~~ imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons ~~shall be heard~~, after which the bishop of the synod together with the committee shall present their recommendations first described in 9.05.b. ~~shall decide on the course of action to be recommended~~ 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 they agree to carry out such recommendations, no further action need shall be taken by the synod. ~~If either party fails to assent, the congregation may dismiss the pastor by a two thirds majority vote of the voting members present at a regularly called meeting after consultation with the bishop.~~
- 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 majority vote of the voting members present and voting where the bishop and the committee did not recommend of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call. The foregoing procedure shall never be invoked when questions of doctrine, morality, or continued neglect of duty are involved, all such cases being treated as disciplinary matters.~~
- f. If, in the course of the proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes it should become apparent that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions. ~~the pastoral office cannot be conducted effectively in the congregation being served by the ordained minister due to local conditions, the bishop of the synod may temporarily suspend the pastor from service in the congregation without prejudice and with pay provided through a joint churchwide/synod fund and with housing provided by the congregation.~~

\*C9.06. At a time of pastoral vacancy, an interim pastor shall ~~may~~ 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* the Congregation Council. The interim pastor and any ordained pastor 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.
- ~~**C9.10.** With the approval of the bishop of the synod, the congregation may depart from 9.05.a. and call a pastor for a specific term of years. 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 call may also be terminated before its expiration in accordance with the provisions of 9.05.a.~~
- \*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. The pastor shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation, and shall submit a summary of such statistics annually to the synod.*
- \*C9.12.** *The pastor of this congregation: 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.*
- 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 - \*C9.19**      *Reserved*

## **C9.20. Ecumenical pastoral ministry**

**C9.21.** *Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, an ordained minister 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 ordained minister in a form proposed by the synodical bishop and approved by the congregation.*

## **Chapter 10.**

### **CONGREGATION MEETING**

- C10.01.** The semi-annual meetings of this congregation shall be held at a time specified in the bylaws.
- 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 ~~at~~ the written request of 10% ~~one-tenth~~ 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 or by mail to all voting members at least 10 days 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.** Any number of the voting members in good standing at any legally called congregation meeting shall constitute a quorum, except when the question is the call or termination of call of a pastor, or the purchase, sale, or mortgaging of real estate, when one-fifth of the voting members in good standing shall be necessary for a quorum. *As referenced in Chapter 16.*
- 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**

- C11.01.** After the *semi-annual June May* congregation meeting, *The* Congregation Council shall elect a President, a Vice President, a Secretary, a Treasurer or Treasurers, and, if desired, a Financial Secretary, who will serve both the Council and the congregation in their several capacities. The President and Vice President shall be chosen from the membership of the Congregation Council, and each shall serve in that office for not more than three consecutive years. The other officers, if not members of the Council, shall be accorded the privilege of voice without vote in its meetings. *Duties of the officers shall be specified in the bylaws.*
- C11.02.** All officers shall be voting members of the congregation. If any of them ceases to be such, his office shall at once be declared vacant by the Council, which shall fill the vacancy for the unexpired terms.

- C11.03.** *The pastor or other rostered staff shall not serve as an officer. The secretary shall keep accurate minutes of all meetings of the congregation and of the council in a volume provided by the congregation, which shall be preserved permanently in its archives.*
- ~~**C11.04.** The financial secretary, if such an office is activated, shall receive and keep record of all income from contributing members and other sources.~~
- ~~**C11.05.** The treasurer(s) shall keep the books of account of the congregation; and shall receive from the (financial secretary) all funds and disburse them on proper orders, making monthly remittance of benevolence receipts to the treasurer of the synod.~~
- ~~**C11.06.** The treasurer(s) and the (financial secretary) shall make written report of all financial transactions to the church council monthly and to the congregation, together with a satisfactory audit, at its annual meetings. All financial officers shall give corporate surety, in amounts determined by the church council, for which the premium shall be paid by the congregation. Fidelity coverage provided by the Lutheran Church in America shall be deemed a fulfillment of this requirement.~~

## **Chapter 12.**

### **CONGREGATION COUNCIL**

- C12.01.** The voting membership of the Congregation Council shall consist of the pastor(s) and not more than 16 *nor fewer than 9* members of the congregation, one of which ~~shall~~ *may* be designated a Youth Representative. 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.
- C12.02.** The members of the Congregation Council except the pastor(s) shall be elected by *the Congregation* ~~written ballot~~ to serve for three years or until their successors are elected, except that the Youth Representative shall serve a one-year term. *When the number of nominees to serve as members of the Congregation Council exceed the number of available positions on congregation council, voting shall be done by written ballot; otherwise, a voice vote shall be used.* Such members shall be eligible to serve no more than two full terms consecutively. Their terms shall begin at the close of the congregation meeting at which they are elected. Their tenure shall be so arranged that one-third or the terms expire annually.
- C12.03.** Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor to serve the entire unexpired term. *Nothing in this section shall be construed to prevent a person fulfilling an unexpired term from seeking election to serve two full consecutive terms in accordance with section 12.02.*
- 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 pastor(s) and staff and help them annually to evaluate the fulfillment of their calling, appointment, 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 units 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 Congregation Council shall be responsible for the financial and property matters of this congregation.

- a. The Congregation Council shall be the board of (~~trustees/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 New Jersey, 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 the meeting of the congregation.
- c. The Congregation Council may incur obligations not in excess of ten percent of the approved budget.
- d. The Congregation Council shall prepare an annual budget for adoption by this congregation, and shall supervise the expenditure of funds in accordance therewith following its adoption. 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.

- C12.06.** 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 ~~appointment~~ *employment* and supervision of the ~~paid lay workers~~ *paid rostered and lay 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~~ *status* report to this congregation at the annual meeting.
- C12.10** *Reserved*
- C12.101.** The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor, the ~~vice~~-president, or 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.
- C12.112.** 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 such person requests or consents to be absent and has given prior approval to an agenda of routine matters which shall be the only business of the meeting.~~
- 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.*

### **Chapter 13.**

#### **CONGREGATIONAL COMMITTEES**

- C13.01.** The officers of this congregation and the pastor shall constitute the Executive Committee.
- C13.02.** Other congregational committees may be formed *or dissolved* as the need arises, by decision of the Congregation Council.
- C13.03.** Duties of congregational committees shall be specified in the bylaws or continuing resolutions.
- C13.04.** *Each congregational committee shall have a member of the Congregation Council as either a chairperson or a liaison.*

### **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 meetings, or the Congregation Council, shall determine their policies, guide their activities, and 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 only after authorization has been given by the Congregation Council and specified in a continuing resolution.

## **Chapter 15.**

### **DISCIPLINE OF MEMBERS AND ADJUDICATION**

- \*C15.01.** *Persistent and public denial of the Christian faith as described in this constitution, 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 or persistent trouble making in this congregation are 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, and c) ~~citation to appear before the Congregation Council~~ 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.** *~~A member charged with the offense shall appear before the Congregation Council having received written notice, specifying the exact charges that have been made against the member, at least 10 days prior to the meeting.~~ 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 clergy). 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. ~~Should the allegations be sustained~~*

by a two-thirds majority vote of the Congregation Council, the council shall impose one of the following disciplinary actions:

- a. ~~Censure before the council or congregation;~~
- b. ~~Suspension from membership for a definite period of time; or~~
- c. ~~Exclusion from membership in this congregation. Disciplinary actions b. and c. shall be delivered to the member in writing.~~

**\*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. The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Synod Council. Such right may be abridged and the decision of the Synod Council shall be final.*

[Preceding reference, “Constitution, Bylaws, ...in America” must be italicized.]

**\*C15.05.** ~~Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of a) evidence that injustice has been done or b) evidence of repentance and amendment. 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.*

[Preceding reference, “Constitution, Bylaws, ...in America” must be italicized.]

**\*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.*

**C15.08 – C.15.10**      *Reserved*

**\*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.

### BYLAWS

- \*C16.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- \*C16.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.
- \*C16.03. Changes to the bylaws may be proposed by any voting member, provided, ~~however,~~ 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. ~~and that~~ The Congregation Council *shall* notify the *congregation's* members of the proposal with *the council's* ~~its~~ 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.*
- \*C16.04. Approved changes to the bylaws shall be sent by *the secretary of this congregation* to the synod.

## Chapter 17.

### AMENDMENTS

- \*C17.01. *Unless provision \*C17.04. 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 ~~to this constitution~~ may be proposed by at least five 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 its 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* ~~their~~ recommendations at least 30 days in advance of the meeting. *Notification may take place by mail or electronic means, as permitted by state law.*

[Preceding reference, "Model Constitution...in America" must be italicized.]

- \*C17.02. ~~An A-proposed~~ amendment to this constitution, *proposed under \*C17.01,* shall:
  - a. be approved at a *legally properly* called Congregation Meeting according to this constitution by a majority ~~two-thirds~~ vote of those present and voting;
  - b. *be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and*
  - c. have the effective date included in the resolution<sup>1</sup> and noted in the constitution.
- \*C17.03. Any amendments to this constitution *that result from the processes provided in \*C17.01. and &C17.02.* 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. ~~The amendment shall become effective within 30 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America, or the constitution of the New Jersey Synod.~~*

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<sup>1</sup> *Such an effective date must be stated in relation to the requirements of \*C17.03. to allow for synodical review of the amendment.* [Must be italicized.]

**\*C17.04.** *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 simple 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 five 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.*

[Preceding reference, "Model Constitution...in America" must be italicized.]

## **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. ~~which describe the function of the various committees or organizations 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.*

## BYLAWS

(NOTE: These BYLAWS were copied from the existing Memorial Fund Bylaws & the Ministries Handbook)

### **B5.05. Mission Endowment Fund**

- a. This fund shall be known and designated as the "Saint Matthew Evangelical Lutheran Church Memorial Fund", which is hereinafter sometimes referred to as the "Fund."
- b. The purpose of the Fund is to receive, hold, manage and dispose of all Gifts received by the congregation and specifically designated for the Fund, and to apply such funds, or the income there from, for the general purposes of the congregation, or for the support and maintenance of the congregation corporation or of some religious, charitable, benevolent or educational object, conducted by the congregation or connected with it, or with the Evangelical Lutheran Church in America, (but not for the congregation's normal operating expenses or for its budgeted benevolences.) "Gifts", as used herein, shall mean all special gifts, devises, bequests and memorials as referenced in C5.05.

#### **B5.05.01. Receipt of Gifts**

- a. The congregation and the Congregation Council shall assign, transfer and set over to the Fund Trustees all of the assets currently in the existing "Memorial Fund" of the Congregation, except such as have been specifically designated for a special purpose.
- b. The congregation and Congregation Council shall assign, convey, transfer and set over to the Fund Trustees all Gifts hereinafter received by the congregation which:
  - 1) are specifically designated for the Fund; or
  - 2) are not specifically designated for the Fund or any other special purpose by the Donor or the Pastor and
  - 3) do not exceed \$500 or in the case of memorial gifts, do not exceed \$500 in aggregate given in memory of a decedent within 12 months of the decedent's death. "Donor", as used herein, shall mean donors, donors' agents (e.g., executors), or decedents' immediate families.
- c. If a Gift exceeds \$500 or, in the case of memorial gifts, exceeds \$500 in aggregate given in memory of a decedent within 12 months of the decedent's death, and at the time of receipt by the congregation is not specifically designated by the Donor for a special purpose, then the Pastor shall use his/her best efforts to immediately confer with the Donor to determine how such Gift shall be used. The Donor may elect to defer such determination for a period not to exceed 24 months from the date the asset or money is received by the congregation or, in the case of memorial gifts, from the date of the decedent's death. After such 24-month period, if no specific use has thus been determined, use of the Gift shall be determined by the Congregation Council pursuant to the provisions of B5.05.01.d., below.
- d. If a Donor does not provide specific direction for the use of a Gift within the 24-month period pursuant to B5.05.01.c., above; or if and when a Donor elects not to provide such specific direction; or if and when the Pastor, despite his/her best efforts, is unable to confer with a Donor; then the Congregation Council shall request a recommendation for such use from a joint committee of the Fund Trustees and the Finance Team of the congregation. The Congregation Council, acting on such recommendation, shall then determine such use by majority vote. If any such Gift exceeds \$10,000 then such use shall also be approved by a majority of voting members present at a properly called congregation meeting. The Congregation Council may elect to defer such determination for a period not to exceed 24 months from the date the asset or money is received by the congregation or, in the case of memorial gifts, from the date of the

decedent's death. After such 24-month period, if no specific use has been determined by the Congregation Council, then the Gift shall be deposited as principal into the Fund.

- e. Gifts may be designated for the general purposes of the congregation, or for the support and maintenance of the congregation corporation or of some religious, charitable, benevolent or educational object, conducted by the congregation or connected with it, or with the Evangelical Lutheran Church in America. Gifts may not be designated for the congregation's normal operating expenses or for its budgeted benevolences unless: specifically designated for such use by the Donor; or recommended for such use by the Congregation Council and approved by two-thirds majority vote at a properly called congregation meeting where one-fifth of the voting members in good standing shall be necessary for a quorum.
- f. Notwithstanding anything to the contrary in the Constitution and Bylaws, the Congregation Council shall designate ten percent (10%) of all Gifts, which are not specifically designated by the Donor for a special purpose or which are designated by the Donor for general purposes of the congregation, for one or more benevolences of the Congregation Council's choosing.

**B5.05.02.** Distribution of Fund Income

- a. The Fund Trustees shall report to the Congregation Council in January as to the Net Income of the Fund for the preceding calendar year. "Net Income", as used herein, shall mean the sum of all interest, dividends and realized capital gains, to the extent that such realized capital gains exceed any realized or unrealized net capital losses of the Fund during the reporting period, with respect to the securities and obligations constituting the principal of the Fund after making any and all deductions provided for in these Bylaws or required by law, including the expenses of administering the Fund. Net Income shall not include distributions or liquidating dividends that are deemed by the Fund Trustees to be return of principal. The decision of the Fund Trustees with respect to the determination as to what shall constitute "Net Income" and principal of the Fund shall be final.
- b. Unless otherwise directed by the congregation Council, the Fund Trustees shall annually reinvest at least 25%, but no more than 30%, of the Net Income of the Fund by adding it to the principal of the Fund. The Congregation Council shall give a one-year notice for any change desired in this proportion.
- c. At the conclusion of a calendar year, the Fund Trustees shall receive recommendations from members 'of the congregation and ministries of the congregation for the expenditure of Net Income not reinvested pursuant to Section 2, above, and make recommendations for such expenditures to the Congregation Council. Following Congregation Council approval, the non-reinvested Net Income shall be expended.
- d. The Net Income of the Fund shall not be expended for the congregation's normal operating expenses or for its budgeted benevolences unless recommended for such use by the Congregation Council and approved by two-thirds majority vote at a properly called congregation meeting where one-fifth of the voting members in good standing shall be necessary for a quorum.

**B5.05.03.** Preservation of Principal

- a. The principal of the Fund may be distributed only upon the recommendation of the congregation Council submitted to and approved · by two-thirds majority vote at a properly

called congregation meeting where one-fifth of the voting members in good standing shall be necessary for a quorum.

- b. Not more than ten percent of the principal of the Fund may be borrowed for use by the congregation upon the recommendation of the congregation Council submitted to and approved by a simple majority of the voting members present at a properly called congregation meeting. The term of any such borrowing shall be provided in the recommendation and approved at said meeting. Variable interest, equivalent to the then current prime rate, shall be paid to the Fund annually at the end of each calendar year on the outstanding balance of any such borrowing ( s) . In the case of more than one such borrowing, the total outstanding amount of all such borrowings shall not exceed, in aggregate, more than ten percent of the principal of the Fund on the date of any borrowing.
- c. Borrowing More Than 10% of Fund Principal. More than ten percent of the Fund may be borrowed for use by the congregation upon the recommendation of the congregation Council submitted to and approved by two-thirds majority vote at a properly called congregation meeting where one-fifth of the voting members in good standing shall be necessary for a quorum. The term of any such borrowing shall be provided in the recommendation and approved at said meeting. Variable interest, equivalent to the then current prime rate, shall be paid to the Fund annually at the end of each calendar year on the outstanding balance of any such borrowing(s).
- d. The principal, or any part thereof, of the Fund may be pledged as collateral for loans from third parties for use by the congregation only upon the recommendation of the congregation Council submitted to and approved by two-thirds majority vote at a properly called congregation meeting where one-fifth of the voting members in good standing shall be necessary for a quorum.

**B5.05.04.** Concerning the Fund Trustees

- a. The Fund Trustees shall:
  - 1) Collect, control, distribute, hold, invest, manage, sell and transfer the Fund or any part thereof as herein provided;
  - 2) Invest and reinvest the Fund and proceeds there from or any part thereof in corporate, municipal or government bonds, income bearing stocks, mutual funds or other securities, cash or other real or personal property, investments and securities of any class, kind or character which they may deem wise, proper and prudent, whether or not such investments shall be those in which trust funds are allowed to be invested under the applicable state law;
  - 3) Hold any securities in bearer form or to register them in the name of the congregation, or of the Fund Trustees as such, or in the name of their nominee or nominees without indicating a fiduciary relationship, provided however that such registration shall neither increase nor decrease the liabilities of the Fund Trustees;
  - 4) Exercise with respect to all stocks, bonds and other securities and investments held by them all rights, powers and privileges which are or may be lawfully exercised by an individual owning similar property in his or her own right;
  - 5) Receive no compensation for their services hereunder but shall be reimbursed from the Fund for proper expenses, obligations, and advances made and incurred by them in

administering the Fund;

- 6) Receive recommendations from members of the congregation and ministries of the congregation for appropriate distribution of net income from the Fund.
- b. The congregation Council shall forthwith appoint the Fund Trustees, to be composed of five persons, to serve for such period or periods or during the pleasure of the congregation Council as shall be provided in the resolution appointing them, and shall appoint their successors from time to time. The Fund Trustees shall choose from among themselves a chairperson, and a secretary. The church treasurer shall serve as treasurer of the Memorial Fund. The pastor shall be an ex-officio member of the Fund Trustees.
- c. Annually, in January, the Fund Trustees shall render an account to the congregation and the congregation Council of the administration by the Fund Trustees of the principal and income of the Fund during the preceding calendar year, and a copy of such account shall be included in the annual reports of the congregation. Such account shall be examined and verified by the congregation Council and the appropriate auditing committee.
- d. Each Fund Trustee shall serve until the expiration of his or her term, or unless he or she shall sooner die, resign or be removed. Term of office shall initially be set by Council on a rotating term of 5, 4, 3, 2, 1 years, designated for individual trustees to provide continuity of the committee, and no trustee shall serve more than two full five year terms consecutively.
  - 1) Any Fund Trustee may resign at any time upon written notice to the congregation Council. Such resignation shall become effective upon the day specified therein or on a day fifteen days subsequent to the mailing or delivery of the notice, whichever is later.
  - 2) Any Fund Trustee may be removed at any time by a resolution adopted by two-thirds of the congregation Council in office at the time. Such removal shall become effective upon the day specified in the resolution of removal and a copy of such resolution shall be mailed to the Fund Trustee so removed at his or her last known address on the records of the congregation.

**B5.05.05.** Except in circumstances of fraud or criminal misconduct, the congregation hereby indemnifies and holds harmless the Fund Trustees and the congregation Treasurer from any and all consequences of their actions taken with respect to their duties pursuant to these Bylaws.

**B10.01. Congregation Meetings**

- a. Two congregation meetings shall be held each calendar year. The first meeting of the congregation shall be held no later than the ~~third~~ last Sunday in January for the primary business of adopting a budget for that calendar year. The written annual report of the preceding year shall be made available to all members of the congregation. This annual report shall include reports from the pastor(s), the president or vice president, and the treasurer. The second meeting of the congregation shall be held no later than the third Sunday in June for the primary business of electing Congregation Council members, and presenting the annual committee status reports. Other appropriate business may be conducted at either meeting.

**B11.01. Duties of the Officers**

- a. President



- 1) Shall preside at all meetings of this congregation, the Congregation Council, and the Executive Committee;
  - 2) Shall provide leadership in assisting Congregation Council members and chairpersons to fulfill their duties as provided in the congregation's constitution, bylaws, and continuing resolutions.
- b. Vice President
- 1) Shall preside at all meetings of the congregation, the Congregation Council, and the Executive Committee in the absence of the president;
  - 2) Shall serve as the chairperson for the Mutual Ministry;
  - 3) Shall assist the president and the pastor(s) when requested.
- c. Secretary
- 1) Shall keep accurate minutes of all meetings of the congregation, the Congregation Council, and the Executive Committee in a volume provided by the congregation, which shall be preserved permanently in its archives.
- d. Treasurer
- 1) Shall oversee the Finance Team, and perform monthly reconciliations of the books of account of the congregation and its bank statements;
  - 2) Shall make written report of all financial transactions to the Congregation Council monthly, and to the congregation annually, and to the Synod annually;
  - 3) Shall address financial issues as they may arise and recommend remedial actions when and if appropriate;
  - 4) Shall recruit individuals to assist with an annual audit of the congregation's financial records, and to submit the an audit report to the Synod annually.
  - 5) Shall file annual Statements of Intent for Synod and ELCA missionary support;
  - 6) Shall record all pledges, as appropriate, and provide annual giving statements in January of each year to all members of the congregation;
  - 7) Shall have primary responsibility for all matters dealing with the congregation's banks, insurance companies, employee benefit services organization, and federal and state tax agencies;
  - 8) Shall be responsible for handling payroll tax filings and annual W-2 statements for employees each January.

**B13.03. Duties of the Congregational Committees**

- a. Evangelism
- 1) Shall provide opportunities for witness to the community;
  - 2) Shall welcome and support new members by attending new member classes, and arranging new member receptions;
  - 3) Shall welcome and encourage community members to join us for fellowship, learning, and worship.
- b. Fellowship & Parish Life
- 1) Shall welcome, connect, and foster fellowship within the congregation and its ministries;
  - 2) Shall create an environment of inclusiveness and community by determining specific needs for programs and events in the congregation;
  - 3) Shall invite members to support and participate in cooperation with other ministry groups to coordinate events that all members can enjoy.
- c. Finance Team
- 1) Shall provide support to the Treasurer with financial audits, budget development, as well as other areas as needed.
  - 2) Shall annually review the budget requests from the various *committees* of the congregation.
- d. Property
- 1) Shall care for and maintain the grounds and structures of the congregation.
- e. Social Concerns

- 1) Shall keep the congregation informed of programs and needs of social mission institution within and outside the Lutheran church;
  - 2) Shall recommend institutions to support and seek resources of time, talent, and financial contributions.
- f. Spiritual Life
- 1) Shall provide opportunities for members of the congregation to strengthen their faith and ministry to others in caring and creative ways;
  - 2) Shall encourage members of the congregation to discover their personal spiritual gifts, and to share their gifts within and beyond the congregation.
- g. Stewardship
- 1) Shall actively encourage members of the congregation, through education, to pledge their resources of time, talent, and treasure;
  - 2) Shall conduct yearly campaigns to secure pledges of financial resources, leading toward tithing, recruitment of talents, and service to the church.
- h. Worship and Music
- 1) Shall in cooperation with the Cantor and the Pastor(s), review the worship and music program of the congregation;
  - 2) Shall schedule special worship presentations of music, drama, and instrumentalist;
  - 3) Shall identify and evaluate the needs of all of our worship service assistant groups- including choirs, communion assistants, scripture readers, ushers, acolytes, crucifers, nursery care, and altar guild;
  - 4) Shall encourage members of the congregation to participate in these groups.
- i. Youth and Family
- 1) Shall care for the needs of the youth and the families of our community, especially in the areas of witness, education, service, and fellowship.
- j. Mutual Ministry
- 1) The vice-president of the congregation shall serve as the chairperson of the ministry.
  - 2) Mutual ministers shall be appointed by the executive committee of the congregation council.
  - 3) The mutual ministry shall build relationships between staff members and mutual ministers that are focused on the mission of the congregation;
  - 3) The mutual ministry shall function as advocate for staff members in a quest to represent their best interests and their role in the church;
  - 4) The mutual ministry shall provide feedback on staff objectives and provide recommendations that will translate into staff members' compensation.
- k. *Executive Committee*
- 1) *Shall have general supervision of the affairs of the congregation between meetings of the Congregation Council;*
  - 2) *Shall make recommendations to the Congregation Council including the orders of business for meetings of the Congregation Council;*
  - 3) *Shall perform other duties as assigned to it by the Congregation Council;*
  - 4) *Shall perform other duties and responsibilities as provided in this constitution and bylaws.*