



**St. James Lutheran Church**

*... a community connected in Christ*

*CHURCH CONSTITUTION,  
BYLAWS, & CONTINUING  
RESOLUTIONS*



**2017**

**ST. JAMES CONSTITUTION**

*Built on the "Model Constitution for Congregations of  
the Evangelical Lutheran Church in America®"*

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## INTRODUCTION

The *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, like the other governing documents of this church, reflects the theology and polity of this church as it organizes itself to preach the gospel of Jesus Christ, share the sacraments, reach out to the neighbor with good news and share the love of God in the world. Each expression of this church — churchwide, synod, and congregation — is held together in a relationship of interdependence that encourages each to respond to its context. These documents also demonstrate our commitment to seeing ourselves with others as part of the one, holy, catholic, and apostolic Church. As such, the *Model Constitution for Congregations* is deeply rooted in Scripture, the Lutheran Confessions, and the history of this church and its predecessors.

The *Model Constitution for Congregations* was adopted by the Constituting Convention of the Evangelical Lutheran Church in America, as required by the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. This current edition of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* contains changes adopted by all churchwide assemblies, including the fourteenth Churchwide Assembly in 2016. It is consistent with the requirements of the governing documents of the ELCA's churchwide organization and synods, and it provides organizational flexibility to recognize the context of local congregations.

➤ **Required provisions:** Sections of this constitution marked by an asterisk [\*] are required when a congregation amends its governing documents. These sections must be used without alteration or amendment of the text in any manner (*i.e.*, neither additions nor deletions are permissible). This requirement is based on provision 9.52. in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. This provision requires that when a congregation of this church “wishes to amend any provision of its governing documents, the governing documents of that congregation shall be so amended to conform to 9.25.b.” in the churchwide constitution. Provisions in the *Model Constitution for Congregations* identified by an asterisk [\*] are those required under ELCA constitutional provision 9.25.b.

➤ **Review by synod:** Each congregation of this church is to provide a copy of its governing documents, and any amendments thereto, to its synod. In accordance with ELCA bylaw 9.53.03., amendments to a congregation constitution become effective *only* when approved by the synod. This bylaw provides:

All proposed changes in the constitution or incorporation documents of a congregation shall be referred to the synod with which the congregation is affiliated. 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 synod shall recognize that congregations may organize themselves in a manner which they deem most appropriate.

No governing document amendment will be approved by a synod if it conflicts with the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. In order to meet constitutional requirements and to

avoid potential problems, all proposed amendments to a congregation's constitutional provisions, bylaws, and continuing resolutions should be submitted to the synod for review.

➤ **Amendment consistent with the Model Constitution for Congregations:** A congregation that amends its constitution to be in conformity with the *Model Constitution for Congregations* will report these changes to its synod. The amendments become effective upon adoption by the congregation, \*C16.04. While synod approval is not required, it is wise to work with the synod in preparing to present these amendments to the congregational meeting.

➤ **Codification explanation:** The *Model Constitution for Congregations* is organized into chapters by general subject matter and codified as (a) constitutional provisions, (b) bylaws, and (c) continuing resolutions. Each provision is preceded by a capital "C." If a constitutional provision is mandatory, it will be preceded by an asterisk, "\*C."

- a. Constitutional provisions are codified with two sets of numbers, preceded by a "C": the chapter number, followed by a period, and a two-digit number. A period follows the two-digit number. Thus, one required constitutional provision related to "Membership" in Chapter 8 is codified as "\*C8.02." A provision in Chapter 12 relating to a report by the Congregation Council to the congregation at an annual meeting is codified as "C12.09." Constitutional provisions are adopted and amended in accordance with Chapter 16 titled "Amendments."
- b. Bylaw provisions follow constitutional provisions to which they apply. They are not intended to be organized in a separate document at the end of the constitutional provisions. Bylaws are codified with three sets of numbers: the chapter number (preceded by a "C"), the related constitutional provision number, and a two-digit number. There are periods after the chapter number, after the reference to the constitutional provision, and after the bylaw number. Thus, a bylaw provision related to "Membership" would be codified as "C8.02.01." A bylaw relating to the contents of an annual report by the Congregation Council to the congregation at an annual meeting would be codified as "C12.09.01." Because bylaws and continuing resolutions normally relate to specific practices and details of each congregation's organization, operation, and life, there is not a model set of bylaws or continuing resolutions. Thus, each congregation has discretion and may develop its own bylaws and continuing resolutions, including bylaws and continuing resolutions under required constitutional provisions, but no such bylaw or continuing resolution may conflict with constitutional provisions in the *Model Constitution for Congregations*, the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, or the constitution of the synod, as indicated in \*C6.03.e. Bylaws are adopted and amended in accordance with Chapters 16 and 17.
- c. Continuing resolutions are intended to provide descriptions of operational patterns and practices or of the ongoing responsibilities of committees or other units within the organizational structure of the congregation. They

follow the relevant constitutional provision or bylaw to which they refer. Continuing resolutions also are codified with three sets of numbers, except that the third set is preceded by a capital letter. There are periods after the chapter number, after the reference to the constitutional provision, and after the continuing resolution letter and number. Thus, a continuing resolution describing congregational committees in Chapter 13 might be numbered “C13.07.A13.” The initial numbers “C13.07.” indicate that the continuing resolution relates to the designated constitutional provision, which in this case provides that the duties of congregational committees may be specified in bylaws or continuing resolutions. The final letter and numbers “A13” designate that this is the first continuing resolution “A” and the year that it was adopted, in this example 2013. Continuing resolutions are adopted and amended in accordance with Chapter 18. Unlike constitutional provisions and bylaws which are adopted by the congregation at a legally called and conducted meeting, continuing resolutions may be adopted either by a congregational meeting or by the Congregation Council.

➤ **Missing numbers:** You will notice that certain numbers are missing from the numbering sequence in some chapters. These omissions are intentional. For example, in some chapters the number “.10.” and multiples thereof have been reserved for possible use as section headings in future editions.

➤ **Selection of options:** Alternatives are provided in some places within the *Model Constitution for Congregations*. Alternatives are noted by brackets or blank lines. For example, constitutional provision \*C9.01. offers the alternative of election of a call committee by the congregation or by the Congregation Council. Only one alternative should be chosen in each instance where brackets appear in the text. In other provisions, alternative provisions are provided. Thus, in Chapters 11 and 12, regarding “Officers” and “Congregation Council,” options are provided separated by the word “or.” Each congregation should select one of those options, subject to approval through the synod’s constitutional review process. Where a blank line appears, such as in C1.01. or C10.02., the appropriate word, phrase, or number determined by the individual congregation should be inserted.

➤ **References to church:** In the governing documents, “Church” with a capital letter refers to the one, holy, catholic, and apostolic Church. The words “church” or “this church” in lowercase letters refer to the Evangelical Lutheran Church in America. The specific congregation may be identified, as provided in C1.02., as “this congregation.”

➤ **Guidelines:** A list of guidelines for a congregation engaging in review and amendment of its constitution is available through each synod office and at ELCA.org.

➤ **Consultation and concluding comments:** Each synod has a process to review proposed amendments to congregational constitutions. The work of both congregations in amending their governing documents and the synod in reviewing proposed amendments is facilitated by consultation and cooperation *before* proposed amendments are acted upon by the congregation. In addition, each congregation should establish a process for periodic review of its governing

documents. You are encouraged to contact your synod office to assist your congregation in its periodic review of governing document provisions and to assess whether problems may exist with respect to proposed amendments.

The important task of amending a constitution is challenging. It is, however, an essential endeavor that merits thoughtful work. In addressing your constitutional responsibilities, may God grant you and your colleagues wisdom, discernment, and commitment to the unity of this church in faithful witness to our Lord and Savior, Jesus Christ.

Secretary Wm Chris Boerger  
Evangelical Lutheran Church in America  
August 17, 2016

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**\*PREAMBLE**

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

**Chapter 1.**

**NAME AND INCORPORATION**

- C1.01.** The name of this congregation shall be St. James Evangelical Lutheran Church.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of St. James Evangelical Lutheran Church is hereinafter designated as "this congregation."
- C1.11.** This congregation shall be incorporated under the laws of the State of **Rhode Island and Providence Plantations.**

**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

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\* Required provision

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 Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

### **Chapter 3.**

#### **NATURE OF THE CHURCH**

- \*C3.01. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.
- \*C3.02. This church confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian Unity throughout the world.
- \*C3.03. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.



- \*C3.04. This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God’s mission in the world.
- \*C3.05. The name Evangelical Lutheran Church in America (ELCA or “this church”) as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

**Chapter 4.**  
**STATEMENT OF PURPOSE**

- \*C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God’s creative, redeeming, and sanctifying activity in the world.
- \*C4.02. To participate in God’s mission, this congregation as a part of the Church shall:
  - a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
  - b. Proclaim God’s saving Gospel of justification by grace for Christ’s sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
  - c. Carry out Christ’s Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
  - d. Serve in response to God’s love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, standing with the poor and powerless, and committing itself to their needs.
  - e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.

- f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
- \*C4.03.** To fulfill these purposes, this congregation shall:
- a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
  - b. Provide pastoral care and assist all members to participate in this ministry.
  - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
  - d. Teach the Word of God.
  - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
  - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
  - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America.
  - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
  - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- \*C4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Congregation Committees.
- C4.04.A17.** The organizational structure of the congregation is described in Chapters 11, 12, and 13, and the continuing resolutions thereto.
- \*C4.05.** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.
- C4.05.A17.** Our vision statement will direct and shape our programs. We belong to Christ. Our faith in this truth shapes our lives and makes us noticeably different from the culture around us. Our faith in action is reflected in our priorities and values:
- a. Worship is central to our life.
  - b. We are committed to growing as disciples of Jesus Christ.

- c. We understand and profess what it means to be Lutheran.
  - d. Our faith - nourished in worship - is expressed as a deep and personal connection with the needs of our community.
  - e. Our ministries are led by empowered laypersons who fully understand that their ministry is a visible sign of God's love in this world.
  - f. Welcoming hospitality and generous stewardship are outward signs of the love we feel for our church home and ministries.
- \*C4.06.** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God’s mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

**Chapter 5.**  
**POWERS OF THE CONGREGATION**

- \*C5.01.** The powers of this congregation are those necessary to fulfill its purpose.
- \*C5.02.** The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- \*C5.03.** Only such authority as is delegated to the Congregation Council or other organizational units in this congregation’s governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
- a. call a pastor as provided in Chapter 9;
  - b. terminate the call of a pastor as provided in Chapter 9;
  - c. call a minister of Word and Service;
  - d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America;
  - e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18;
  - f. approve the annual budget;

- g. acquire real and personal property by gift, devise, purchase, or other lawful means;
  - h. hold title to and use its property for any and all activities consistent with its purpose;
  - i. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
  - j. elect its Congregation Council and require the members of the council to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
  - k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- \*C5.04.** This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the New England Synod of the Evangelical Lutheran Church in America.
- C5.05.** This congregation shall have a mission fund that will operate as specified in this congregation's continuing resolutions.
- C5.05.A17.** The purpose of the Mission Fund is to provide for missions 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 England Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- \*C6.02.** This congregation accepts the Confession of Faith and agrees to the purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- \*C6.03.** This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
- a. This congregation agrees to be responsible for its life as a Christian community.

- b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
  - c. This congregation agrees to call pastoral leadership from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
  - d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America.
  - e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.
- C6.03.A17.** The annual financial obligation to the New England Synod will be determined during the annual budget process.
- \*C6.04.** Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:
- a. This congregation takes action to dissolve.
  - b. This congregation ceases to exist.
  - c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
  - d. This congregation follows the procedures outlined in \*C6.05.
- \*C6.05.** This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:
- a. A resolution indicating the intent to terminate its relationship must be adopted at a legally called and conducted special meeting of the congregation by a two-thirds vote of the voting members present. Such meeting may be held no sooner than 30 days after written

notice of the meeting is received by the bishop of the synod, during which time the congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the Congregation Council. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.

- b. The secretary of the congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
- c. The bishop of the synod and the congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the synod of the notice as specified in paragraph b. above.
- d. If the congregation, after such consultation, still seeks to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the meeting shall be mailed to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
- e. A copy of the resolution, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, shall be sent to the bishop within 10 days after the resolution has been adopted, at which time the relationship between the congregation and this church shall be terminated subject to paragraph g. below. Unless this notification to the bishop also certifies that the congregation has voted by a two-thirds vote to affiliate with another Lutheran denomination, the congregation will be conclusively presumed to be an independent or non-Lutheran church.
- f. Notice of termination shall be forwarded by the bishop to the secretary of the ELCA, who shall report the termination to the Churchwide Assembly.

- g. This congregation shall abide by these covenants by and among the three expressions of this church:
  - 1) Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in \*C6.05. shall be required to receive Synod Council approval before terminating their membership in this church.
  - 2) Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in \*C6.05., to receive synodical approval before terminating their membership in this church.
  - 3) Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in \*C6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
- h. If this congregation fails to achieve the required two-thirds vote of voting members present at the congregation's first meeting as specified in paragraph a. above, another special meeting to consider termination of relationship with this church may be called no sooner than six months after that first meeting. If this congregation fails to achieve the required two-thirds vote of voting members present at the congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all requirements of \*C6.05. and may begin no sooner than six months after that second meeting.

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

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

**CHAPTER 7.  
PROPERTY OWNERSHIP**

- \*C7.01.** If this congregation ceases to exist, title to undisposed property shall pass to the New England Synod of the Evangelical Lutheran Church in America.
- \*C7.02.** If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.
- \*C7.03.** If two-thirds of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation, provided the process for termination of relationship in \*C6.05. has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the *New England* Synod.
- \*C7.04.** If two-thirds of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body and have followed the process for termination of relationship in \*C6.05., title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.
- C7.05.** Notwithstanding the provisions of \*C7.02. and \*C7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:
- a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.



- b. Shall—upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of the *New England Synod*—reconvey and transfer all right, title, and interest in the property to the synod.

## **Chapter 8.**

### **MEMBERSHIP**

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

- e. **Seasonal** members are voting members of other ELCA congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregation Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal member voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:
  - 1) they shall not be eligible for elected office in, or for membership on the Congregation Council or on a call committee of, this congregation;
  - 2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;
  - 3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with the ELCA;
  - 4) they shall not be eligible to serve as voting members from this congregation of the Synod Assembly or the Churchwide Assembly;
  - 5) they shall not, even if otherwise permitted by this congregation, vote by proxy or by absentee ballot; and
  - 6) they shall not, within any two calendar month period, exercise voting rights in this congregation and in the congregation where they remain voting members.

**C8.02.A17.** Individuals and families who desire to become members of this congregation other than through baptism, transfer of membership, confirmation, associate or seasonal membership, will be admitted through Affirmation of Faith. Such a service will take place annually as needed.

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

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

- a. make regular use of the means of grace, both Word and sacraments;
- b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and

- c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.
- \*C8.05.** Membership in this congregation shall be terminated by any of the following:
- a. death;
  - b. resignation;
  - c. transfer or release;
  - d. disciplinary action in accordance with ELCA constitutional provision 20.41. and the accompanying bylaws; or
  - e. removal from the roll due to inactivity in accordance with the provisions of this constitution and its bylaws.
- Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

**Chapter 9.**  
**ROSTERED MINISTER**

- \*C9.01.** Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by 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 roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.
- \*C9.03.** Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every minister of Word and Sacrament shall:
    - 1) preach the Word;
    - 2) administer the sacraments;
    - 3) conduct public worship;
    - 4) provide pastoral care;
    - 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;

- 6) impart knowledge of this church and its wider ministry through distribution of its communications and publications;
  - 7) witness to the Kingdom of God in the community, in the nation, and abroad; and
  - 8) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
- b. Each pastor with a congregational call shall, within the congregation:
- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
  - 2) relate to all schools and organizations of this congregation;
  - 3) install regularly elected members of the Congregation Council;
  - 4) with the council, administer discipline; and
  - 5) endeavor to increase the support given by the congregation to the work of the ELCA churchwide organization and of the New England 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.** The provisions for termination of the mutual relationship between a minister of Word and Sacrament and this congregation shall be as follows:
- a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, for the following reasons:
    - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
    - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
    - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions;
    - 4) physical disability or mental incapacity of the pastor;
    - 5) suspension of the pastor through discipline for more than three months;

- 6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
  - 7) termination of the relationship between this church and the congregation;
  - 8) dissolution of the congregation or the termination of a parish arrangement; or
  - 9) suspension of the congregation through discipline for more than six months.
- b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
- 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
  - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
- c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament as disabled. Upon removal of the disability and the restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.
- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and,

if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.

- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
  - f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- \*C9.06.** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.
- \*C9.07.** During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any rostered minister providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.
- \*C9.08.** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- \*C9.09.** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in

consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.

- \*C9.11.** With the approval of the bishop of the synod, the congregation may depart from \*C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of \*C9.05.a.
- \*C9.12.** The pastor of this congregation:

  - a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
  - b. shall submit a summary of such statistics annually to the synod; and
  - c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.
- \*C9.13.** The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- \*C9.14.** The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.
- C9.15.** Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the congregation and the pastor in a form proposed by the synodical bishop and approved by the congregation.

- \*C9.21.** Authority to call a minister of Word and Service shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by [this congregation][the Congregation Council] to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.22.** Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synodical bishop may be called as a deacon of this congregation.
- \*C9.23.** Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:
- a. Be rooted in the Word of God, for proclamation and service;
  - b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
  - c. Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world, witnessing to the realm of God in the community, the nation, and abroad;
  - d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
  - e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
  - f. Practice stewardship that respects God's gift of time, talents, and resources;
  - g. Be grounded in a gathered community for ongoing diaconal formation;
  - h. Share knowledge of the ELCA and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
  - i. Identify and encourage qualified persons to prepare for ministry of the gospel.
- \*C9.24.** The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.
- \*C9.25.** The provisions for termination of the mutual relationship between a minister of Word and Service and this congregation shall be as follows:



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

committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service as disabled. Upon removal of the disability and the restoration of the deacon to health, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.

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

- \*C9.26. The deacon shall make satisfactory settlement of all financial obligations to a former congregation before:
  - a. installation in another field of labor, or
  - b. the issuance of a certificate of dismissal or transfer.

- \*C9.27. When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- \*C9.28. With the approval of the bishop of the synod, this congregation may depart from \*C9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of \*C9.25.a.
- \*C9.29. The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- \*C9.31. The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

**Chapter 10.**  
**CONGREGATION MEETING**

- C10.01. The annual meeting of this congregation shall be held at a time specified in the continuing resolutions to this provision.
- C10.01.A17. The annual meeting of this congregation shall be held following worship on the first Sunday of February.
- C10.02. A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation/council, and shall be called by the president of the congregation upon the written request of twenty-five percent (25%) of the voting members. The president of the Congregation Council shall call a special meeting upon request of the synodical bishop. The call for each special meeting shall specify the purpose for which it is to be held, and no other business shall be transacted.

- C10.03.** Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by state law, to all voting members at least 10 days in advance of the date of the meeting.
- C10.03.A17.** The posting of such notice in the regular mail, will be sent to the last known address of members who are not regular worship attendees or who do not have access to electronic communications.
- C10.04.** Ten percent (10%) of the voting members shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

## **Chapter 11. OFFICERS**

- 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 the same such offices on the Congregation Council and shall be voting members of the Congregation Council, subject to paragraph (d) below.
  - d. Because the Congregation Council elects its officers, the president, vice president, and secretary of this congregation shall be selected from the elected membership of the Congregation Council, as specified in C12.01 and the bylaws and continuing resolutions thereto.
- C11.01.01** *Duties of the President*: To serve as the presiding officer of the congregation and, subject to the Congregation Council, exercise general administrative responsibility for the business affairs of the congregation and be responsible for ensuring that all elected or appointed officers, committees/teams function and carry out their duties and responsibilities. The president will work closely with the Congregation Council and other committees/teams to promote and

encourage programs that support the stated missions and objectives of this congregation. In addition, the president will:

- a. Preside at congregational meetings and all Congregation Council meetings.
- b. Attend committee/team meetings as called upon.
- c. Prepare agendas for council meeting.
- d. Represent the congregation in matters of business and sign or countersign all legal documents, including bank checks.
- e. Meet periodically with the pastor and/or the vice president to review past progress and plan future efforts and priorities to promote and encourage programs that meet the stated missions and objectives of St. James Lutheran Church.
- f. Serve as a member of the Executive Committee.
- g. Prepare, complete, and/or sign legal documents required for the church to maintain normal operations.
- h. Prepare President's Report for Annual Report.
- i. Serve as an ex officio member of all committees/teams, except the Nominating Committee

**C11.01.02.** *Duties of the Vice President:* To serve as the second-level officer of the congregation and work with all elected and appointed officers, committees/teams to assist them in promoting and encouraging programs that support the stated missions and objectives of this congregation. In addition, the vice-president will:

- a. Preside at all meetings of the Congregation Council at the request of, or in the absence of the president.
- b. Perform the duties of the president in the event of his/her death, inability, or refusal to act, and, when so acting, shall have the powers of and be subject to all the restrictions upon the president.
- c. Attend committee/team meetings as called upon.
- d. Meet periodically with the pastor and/or president to review past progress and plan future efforts and priorities to promote and encourage programs that support the stated missions and objectives of St. James Lutheran Church.

- e. Perform the duties of the secretary in the individual's absence.
- f. Work closely with the pastor and president to keep communication lines open.
- g. Serve as a member of the Executive Committee.
- h. Organize and serve on the Nominating Committee.
- i. Special projects as called upon.
- j. Attend workshops and other meetings as called upon.

**C11.01.03** *Duties of the Secretary:* To keep accurate record and/or minutes of Congregation Council meetings, congregational meetings (including the annual meeting), or other church meeting as needed. The secretary shall be primarily responsible for recording the business of the council and congregation:

- a. Attend all Congregation Council and congregational meetings; appoint an acting secretary if unable to attend.
- b. Take minutes at council and congregational meetings. Publish council minutes as soon after council meeting as possible.
- c. See that all notices are duly given in accordance with the provisions of the constitution.
- d. Provide a complete set of minutes to the church office.
- e. Liaison with the Communications Team to periodically report significant actions of the Congregation Council to the congregation.
- f. Receive all other records, reports and minutes and properly store them in the church archives.
- g. Serve as a member of the Executive Committee

**C11.01.04.** *Duties of the Treasurer:* To oversee the financial affairs of the congregation. The treasurer shall be chief financial officer of the congregation and shall be responsible for the overall financial program of the congregation in accordance with policies approved by the Congregation Council and the voters' assembly. As such, the treasurer shall be responsible for the safekeeping of all funds, securities and fiduciary documents of the congregation. In addition, the treasurer shall:

- a. Be the disbursing agent of the congregation. All checks shall be issued under the authority and supervision of the treasurer, who shall be responsible for the establishment of appropriate fiscal

- controls over congregational funds.
  - b. Be responsible for the financial accounting system, the preparation of financial statements and the periodic reporting of them to the congregation, and the establishment or review of all financial accounting procedures. All accounting procedures are subject to the approval of the Congregation Council.
  - c. Sign all checks.
  - d. Serve as a member of the Finance & Stewardship Team.
  - e. In cooperation with the finance secretary, perform or oversee all accounting functions necessary to keeping records of the church. These duties include:
    - i. Payment of invoices.
    - ii. Payment of taxes.
    - iii. Payment of payroll.
    - iv. Prepare monthly statements of income and disbursement and report to the council each month.
    - v. Prepare annual statements for the congregation's review.
    - vi. Prepare condensed statement showing all receipts and disbursements.
    - vii. Keep in close contact with pastors and president about financial situations.
  - f. Serve as a member of the Executive Committee
- C11.02.** The Congregation Council shall elect its officers as specified in the continuing resolutions to this provision, and they shall be the officers of the congregation. The officers shall be elected by a verbal vote and shall serve for a term of one year which will be renewable for one year thereafter. Their terms shall begin at the close of the Council meeting at which they are elected.
- C.11.02.A17.** *Appointment of the President* The president shall be elected by the Congregation Council.
- a. The president must be an elected member of the Congregation Council.
  - b. Election of president shall be as soon as possible after the annual meeting, normally at the first Congregation Council meeting following the annual meeting.
  - c. The term for president shall be one year. The Congregation Council may elect the president for one additional consecutive

term; however, the president is not eligible to serve more than two consecutive terms subject to C11.02.A17.c.

- d. The president shall remain president until the next president is elected.

**C.11.02.B17.** *Appointment of the Vice President.* The vice-president shall be elected by the Congregation Council.

- a. The vice president must be an elected member of the Congregation Council.
- b. Election of vice-president shall be as soon as possible after the annual meeting, normally at the first Council meeting following the annual meeting.
- c. The term for vice-president shall be one year. The Congregation Council may elect the vice-president for one additional consecutive terms; however, the vice-president is not eligible to serve more than two consecutive terms, subject to C.11.02.B17.
- d. The vice president remains vice president until the next vice president is elected.

**C.11.02.C17.** *Appointment of the Secretary.* The secretary shall be elected by the Congregation Council

- a. The secretary must be an elected member of the Congregation Council
- b. Election of secretary shall be as soon as possible after the annual meeting, normally at the first Council meeting following the annual meeting.
- c. The term for secretary shall be one year. Council may elect the secretary for one additional consecutive term; however, the secretary is not eligible to serve more than two consecutive terms, subject to C.11.02.C17.c.
- d. The secretary remains secretary until the next secretary is elected

**C.11.02.D17.** *Appointment of the Treasurer.* The treasurer shall be elected by the Congregation Council.

- a. The treasurer need not be an elected member of the Congregation Council. If the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council.
- b. Election of treasurer shall be as soon as possible after the annual



meeting, normally at the first Council meeting following the annual meeting.

c. The term for treasurer shall be one year. Council may elect the treasurer for one additional consecutive term; however, the treasurer is not eligible to serve more than three consecutive terms, subject to C.11.02.D17.c.

d. The treasurer remains treasurer until the next treasurer is elected.

**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, but will continue to serve until their successors are elected.

## **Chapter 12.**

### **CONGREGATION COUNCIL**

**C12.01.** The voting membership of the Congregation Council shall consist of the pastor(s), officers of the congregation, the coordinator of each team, and up to four at-large members. Effort will be made to include a youth member on the council. Any voting member of the congregation may be elected to the Congregation Council, subject only to the limitation on the length of continuous service permitted by C12.02 and the continuing resolutions thereto. 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. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

**C12.01.A17.** The officers of the Congregation Council include the president, vice president, secretary, and treasurer. The president, vice president, and secretary are selected from the members of the congregation elected to serve on the Congregation Council as described in the continuing resolutions to C11.02. The treasurer need not be an elected member of the Congregation Council; if the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council as described in the continuing resolutions to C11.02.

**C12.01.B17.** An attempt will be made in earnest to elect a youth and a young adult voting member, each as one of the members of the congregation to serve on the Congregation Council. If the congregation is unsuccessful in attracting a youth and/or a young adult to serve on the Congregation

Council, those positions may be filled with another voting member of the congregation. If a youth is elected to the Congregation Council, they will not be eligible to serve as an officer.

- C12.02.** The members of the Congregation Council except the pastor(s) shall be elected at a legally called meeting of the congregation during the month of February. Their term of office shall be for three (3) years, with the term of office beginning on the 1<sup>st</sup> day of March following the annual meeting at which they are elected and ending on the last calendar day of February at the conclusion of their term. Newly elected Congregation Council members shall be installed at worship by the end of March.
- C12.02.A17.** Members of the Congregation Council are eligible to serve no more than two full terms consecutively. Members may be re-elected to a Council position following a gap in service so long as they continue to meet the requirements to serve on the Congregation Council and are elected as prescribed in C12.02].
- 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 next annual meeting. Successors who have served less than one half of a regular term shall be eligible for nomination and possible election to a full term.
- C12.04.** The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:
- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
  - b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
  - c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
  - d. To maintain supportive relationships with the rostered minister(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 Congregation Council shall be responsible for the financial and property matters of this congregation.

- a. The Congregation Council shall be the board of directors of this congregation and, as such, shall be responsible for maintaining and protecting its property and managing 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 **Rhode Island**, except as otherwise provided herein.
- b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
- c. The Congregation Council may enter into contracts of up to two and a half percent (2.5%) of the anticipated income of the total annual budget, for items not included in the budget.
- d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than two and a half percent (2.5%) of the anticipated income of the total annual budget for items not included in the budget, only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.

- e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.
  - f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.
- C12.05.A17.** The Congregation Council shall ensure that any and all financial accounts of this congregation have at least three (3) voting members of the congregation named to the account with equal authority to act on the account, and that any and all transactions on such accounts above the amount of 2.5% of the operating budget require two of the named parties to act. One such person shall be a [member/officer] of the Congregation Council who is not also a member of the Finance & Stewardship Team. Only two (2) members of the Finance & Stewardship Team may be named to accounts.
- C12.05.B17.** The Congregational Council will work with the Finance Stewardship Team to incorporate aspects of the [Congregational Treasurer's and Bookkeepers Financial and Accounting Guide](#) that apply to this congregation and its financial affairs. (See [Appendix D](#) for full document.)
- C12.06.** The Congregation Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.
- C12.07.** The Congregation Council shall provide for an annual review of the membership roster.
- C12.08.** The Congregation Council shall be responsible for the employment and supervision of the staff of this congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.
- C12.08.A17.** The Congregation Council shall fulfill the duties prescribed to it under C13.05.F17., with regard to fulfilling a pastoral vacancy.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.11.** The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called by the president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.

- C12.12.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.
- C12.13.** The Congregation Council and its committees/teams 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.**

#### **CONGREGATION COMMITTEES**

- C13.01.** The officers of this congregation and the pastor shall constitute the *Executive Committee*. The officers include the president, vice president, secretary, and treasurer.
- C13.02.** A *Nominating Committee* of six voting members of this congregation, two of whom, if possible, shall be outgoing members of the Congregation Council, shall be elected at the annual meeting for a term of one year. Members of the Nominating Committee are not eligible for consecutive re-election.
- C13.02.A17.** The Nominating Committee shall nominate candidates to fill Congregation Council seats which are becoming vacant, due to expiration of present terms and other reasons and shall bring those nominees to the congregation at the annual meeting, to be voted on for a seat on the Congregation Council.
- C13.02.B17.** Membership of the Nominating Committee shall include the vice president, the Congregation Council members retiring at the end of their terms, and as many other volunteers from the congregation to fill the remaining seats. Service will be until the congregation has voted and filled the vacant seats.

- C13.02.C17.** Members of the Nominating Committee will use the tools given to them for deciding which members of the congregation they think might be willing and able to serve at least one term (three years, as described in C12.02.) on the Congregation Council. The tools might include gift assessments, time and talent sheets, and personal knowledge. They will conduct an interview with the candidate(s) to determine their willingness and ability to serve.
- C13.03.** An *Audit Committee* of 3 voting members of the congregation shall be nominated at the annual meeting and then elected by the Congregation Council at their first meeting following the annual meeting. Audit Committee members shall not be members of the Congregation Council or of the Finance Committee. Term of office shall be three years, with one member elected each year. Members shall be eligible for re-election.
- C13.03.A17.** The Audit Committee shall be responsible for assuring that there are appropriate controls over all financial matters of the congregation. Such responsibilities include verifying that all financial processes have appropriate checks and balances and assuring that good stewardship is being used in handling and accounting for the funds and assets of the congregation.
- C13.03.B17.** The tasks of the Audit Committee shall include:
- a. Examining and reviewing the congregation's financial statements and results versus budget (semi-annually)
  - b. Querying Finance & Stewardship Team members as to specifically assigned roles to assure that all financial transactions, income postings, expense payments, cash counting, and any financial reconciliations are always conducted in teams of two (2) or more qualified individuals.
  - c. Conducting an annual audit or overseeing an audit performed by a qualified outside accounting firm or individual congregants;
  - d. Examining church insurance policies in a schedule prepared by the Finance & Stewardship Team;
  - e. Examining securities and investments, prepared in a schedule by the Finance & Stewardship Team;
  - f. Preparing and submitting a written report of findings, along with supporting documentation, including recommendations for change and improvement; and
  - g. Verifying that the congregation's financial activities comply with Federal and State tax laws and regulations.

- C13.03.C17.** It is recommended that a professional audit be conducted by a qualified, independent accounting firm at least every three (3) years. Another alternative is to have an independent member(s) of the congregation with the appropriate credentials audit and report their findings to the Congregation Council.
- C13.04.** A *Mutual Ministry Committee(s)* shall be appointed jointly by the president and the rostered minister. The committee shall consist of three (3) members, each serving a term of three (3) years. Terms will be staggered so that only one member's term concludes each year. In the absence of a Mutual Ministry Committee, the duties shall be fulfilled by the Executive Committee.
- C13.04.A17. Purpose:** The Mutual Ministry Committee shall be a standing committee of the Congregational Council whose purpose is to provide an ongoing facilitative body through which the pastor, lay professionals and congregation can bring forward issues or concerns. This committee shall provide a private and confidential forum for listening and clarifying, sharing and communicating, reviewing and reflecting. They shall bring focus to issues of concern, taking appropriate action in a climate of Christian love and caring thus ensuring a shared and unified ministry.
- C13.04.B17. Qualities and Skills:** Committee members must:
- a. Understand grace as our means to salvation.
  - b. Be able to keep confidences.
  - c. Have sensitivity for the feelings of others.
  - d. Have the ability to speak candidly and with discretion.
- C13.04.C17. Organization:** The committee shall be comprised of three (3) voting members of the congregation.
- a. At least one member will be a member of the Congregation Council who will serve as chair.
  - b. At least one member will be a voting member from the congregation.
  - c. Each member's term shall begin on the 1<sup>st</sup> day of March following that member's appointment, and end on the last calendar day of February at the conclusion of their three year term.
  - d. Members are not eligible to serve more than two consecutive

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<sup>1</sup> For use if the pastor is president of the congregation under two of the options in C11.02.

terms.

- e. In the event a position on the Mutual Ministry Committee is vacated before the term expires, a substitute will be appointed by the Congregation Council for the duration of that term.
- f. The committee is disbanded upon the formation of a Call Committee for the hiring of a new pastor.
- g. In the event that a Call Committee is formed for the hiring of a new pastor (as specified in C13.05.), three members of that committee will serve as the Mutual Ministry Committee. The Call Committee will appoint which of its members will serve on the Mutual Ministry Committee. One member of the Call Committee will serve for one year, one for two years and one for three years.

**C13.04.D17. Duties.** The committee shall:

- a. Meet as needed with staff members providing listening and feedback.
- b. Serve as a resource for conflict resolution for the pastor and salaried staff.
- c. Listen, interpret, advise, confer, evaluate and recommend affirmation and forgiveness to resolve differences and disputes within the congregation that might impede the goal of shared and unified ministry.
- d. Listen to concerns of spiritual, emotional and/or physical needs of the pastor or lay professionals.
- e. Meet as needed to discuss identified issues and to share any general perceptions of strengths and weaknesses.
- f. Provide a safe place for confidential mutual conversations and consolation in times of stress.
- g. Provide a place for forgiveness, absolution and resolution.

**C13.04.E17. Reporting:** The committee shall:

- a. Report activities to the Congregation Council on a regular basis, not less than twice per year, withholding any confidential disclosures made to the committee.
- b. Submit a report of activities as prepared by the chair for inclusion in the Annual Report to the congregation.

**C13.05.** When a pastoral vacancy occurs, a *Call Committee* of six voting members shall be elected by the Congregation Council. Term of office will terminate upon installation of the newly called pastor. Any Call



Committee members that were also appointed to the Mutual Ministry Committee during their term of service on the Call Committee, will continue to serve their term through its duration on the Mutual Ministry Committee.

**C13.05.A17. *Organization.*** The committee shall consist of six voting members of the congregation.

- a. The committee shall be composed of a majority of persons who do not, at the time as their appointment to the Call Committee, also serve on the Congregation Council.
- b. The Call Committee should intentionally reflect the make-up of the congregation, assuring that all the different categories of age, gender, ethnicities, orientations, and lengths of membership in the congregation are represented.
- c. Confirmed Youth may be considered for this committee, as long as they will be able to attend the meetings.
- d. Multiple immediate family members may not serve on the committee concurrently, in accordance with C13.05.A17c.
- e. The committee shall elect a chairperson and a recorder/secretary from its voting members.

**C13.05.B17. *Appointment.*** The council should elect persons carefully. Suggested questions about potential members of the committee may include:

- a. Is this person firmly grounded in a relationship with Jesus Christ and committed to the search process as a prayerful journey under the guidance of the Holy Spirit?
- b. Does this person have the respect and trust of members of the congregation?
- c. Does this person understand the church and have no other agendas?
- d. Is this person able to respect confidentiality?
- e. Is this person open to future mission possibilities for the congregation and not simply eager to maintain the status quo?
- f. Is this person able to listen to others' opinions and participate in an open and respectful discussion with other members of the committee?
- g. Is this person a confirmed and communing member of the congregation who attends worship regularly and participates in the life of the community of faith?
- h. Will this person be able to attend all meetings and interviews and be

able to attend worship in another setting to experience the candidate's worship leadership?

- i. Can this person think theologically?

**C13.05.C17.** *Call Committee Chairperson.* The chairperson should be, but is not required to be, a member of the Congregation Council.

- a. The chair shall be responsible for all communication with the bishop and leading all committee meetings.

**C13.05.D17.** *Call Committee Recorder/Secretary.* This person shall:

- a. Communicate with the congregation through weekly or monthly notices.
- b. Be responsible for all correspondence, including letters informing candidates of their acceptance or release.
- c. Return Reports of Interviews to the synod office.
- d. Be responsible for having and seeing that the call letter of the congregation is properly filled out and signed by the president and secretary of this congregation.
- e. Consult with the other teams, officers, and members of the congregation, including the treasurer, in order to formulate a letter of call appropriate in all respects.

**C13.05.E17.** *Duties.* The Call Committee's duties include all aspects of the call.

The committee shall:

- a. Seek, interview, attend services of prospective pastors, and make recommendations to the Congregation Council.
- b. At all times keep the name of the candidates confidential. No one outside the Congregation Council and Call Committee should know who is being considered.
- c. Use ELCA's most recent version of *Healthy Transitions* guidelines for the call process, which can be found on the New England Synod's website (<http://nelutherans.org/callprocess>).

**C13.05.F17.** Upon the Call Committee's recommendation to the Congregation Council, the council shall:

- a. Conduct its own interview(s) and vote on whether to approve the candidate for congregational approval. A positive vote to call the candidate results in a meeting of the whole church which will be run by the Bishop's office.
- b. Manage the business portion of the pastoral call, including, but not limited to, establishing an agreement for salary, housing, healthcare, pension, job description, and hours of work.

- C13.06.** Other committees/teams of this congregation may be formed, as the need arises, by decision of the Congregation Council.
- C13.06.A17.** The teams of this congregation currently include:
- a. Communications Team
  - b. Congregational Life Team
  - c. Finance & Stewardship Team
  - d. Youth and Families Team
  - e. Outreach Ministries Team
  - f. Personnel Committee
  - g. Property Team
  - h. Worship & Music Team
- C13.06.B17.** The coordinator of each of the teams formed under C13.06.A17., except the Personnel Committee, shall serve as a voting member of the Congregation Council, subject to election by the congregation as prescribed in C12.02. and the continuing resolutions thereto.
- C13.06.C17.** No person shall be eligible to be coordinator of multiple teams concurrently, except the Personnel Committee, formed under C13.06.A17.
- C13.07.** Duties of the committees/teams of this congregation formed by C13.06 shall be specified in the continuing resolutions.
- C13.07.A17.** The continuing resolutions outlining the organization, roles and responsibilities of the congregation committees formed under C13.06. codified here are also included in [Appendix A - Continuing Resolutions to C13.07. \(Other Teams\)](#) for ease of use. Any changes to the Continuing Resolutions also need to be made in the Appendix.
- C13.08.** The pastor of this congregation shall be *ex officio* a member of all committees/teams and boards of the congregation. The president of this congregation shall be *ex officio* a member of all committees and boards of the congregation, except the Nominating Committee.

#### **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.

- C14.02.** 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, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of the congregation, or willful and repeated harassment or defamation of member(s) of the congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15–17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Congregation Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregation Council.
- \*C15.02.** The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to \*C15.01. do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three laypersons and two ministers of Word and Sacrament). A copy of the written charges shall be provided to the consultation

panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.

- \*C15.03. If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members, plus the nonvoting chair, comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.
- \*C15.04. The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- \*C15.05. By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:
  - a. suspension from the privileges of congregation membership for a designated period of time;
  - b. suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
  - c. termination of membership in the congregation; or
  - d. termination of membership in the congregation and exclusion from the church property and from all congregation activities.
- \*C15.06. The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and*

*Continuing Resolutions of the Evangelical Lutheran Church in America.* The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.

- \*C15.07. No member of the congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.
- \*C15.10. **Adjudication**
- \*C15.11. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

## **Chapter 16.**

### **AMENDMENTS**

- \*C16.01. Unless provision \*C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least twenty-five percent (25%) voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation's members of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.
- \*C16.02. An amendment to this constitution, proposed under \*C16.01., shall:
  - a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those voting members present and voting;

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

## **Chapter 17.**

### **BYLAWS**

- \*C17.01.** This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- \*C17.02.** Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a two-thirds vote of those voting members present and voting.

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

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

**Chapter 18.**  
**CONTINUING RESOLUTIONS**

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

**Chapter 19.**  
**INDEMNIFICATION**

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



## Appendix A –

### Continuing Resolutions to C13.07. (Other Committees/Teams)

This appendix sets forth the continuing resolutions outlining the organization, roles and responsibilities of the congregation committees formed under C13.06.A17. The continuing resolutions specified herein have the same power and authority as any and all continuing resolutions codified within this constitution.

#### **C13.07.B17. Communications Team**

- a) Purpose: Invite all people to share in God's story Through a wide range of media and mechanisms, this team reaches out to the larger community to share the good news of God's story and to invite all people to share in that story as part of the St. James faith community.
- b) Responsibilities:
  - 1) Providing content on current events for publication on the website and in the newsletters. This will include events, prayers, photographs and other materials from members, groups, and committees.
  - 2) Develop and provide a "public relations" program.
  - 3) Provide timely press releases
  - 4.) Contact with local organizations for distribution of brochures, and other materials;
  - 5.) Develop and maintain a program of invitation to visitors in conjunction with Congregational Life Team.
  - 6.) Assist with update of the St. James Pictorial Membership Directory.
- c.) Team Coordinator: This person represents the team on the Congregational Council. In that role, s/he keeps the council informed of the team's progress toward meeting goals. S/He brings forth issues and concerns that require council input and/or a council vote, and is responsible for providing meeting minutes to the council. Term of office as documented in the St. James Constitution is three years. The team chair may serve no more than two consecutive terms.

**C.13.07.C17. Congregational Life Team**

- a.) Purpose: is to invite all people to greater faith in Jesus Christ and encourage expressions of that faith through membership and active participation. We believe that one way individuals experience a deepening faith is through fellowship with other Christians. Therefore, the mission of this Team is to increase the sense of warmth and belonging that makes our faith community unique, to invite and support those seeking deeper faith into the fellowship of our church family, and to nurture the commitment of members to Jesus Christ and this community by fostering spiritual fellowship in small groups and congregational gatherings.
- b.) Responsibilities: Major areas of responsibilities include: Welcoming, Fellowship and Church Events, New Member Identification and Support.
- 1) Welcoming responsibilities include: Preparation of welcome materials and packets; visitor information collection and follow-up, providing for greeters at the worship services.
  - 2) Fellowship and Church Events responsibilities include arranging for the updating of the church' photo directory, planning and implementation of annual church events/celebrations such as the Christmas Children's Party and the Year-end Picnic, helping to organize and support all church events, and assisting with formation and operation of small groups.
  - 3) New Member Identification and Support includes maintaining a list of new members to include in the New Member Affirmation service, assisting with the program for the New Member Affirmation Service, and following-up on new members to help with their transition to St. James.
- c.) Team Coordinator: This person represents the team on the Congregational Council. In that role, s/he keeps the council informed of the team's progress toward meeting goals. S/He brings forth issues and concerns that require council input and/or a council vote, and is responsible for providing meeting minutes to the council. Term of office as documented in the St. James Constitution is three years. The team chair may serve no more than two consecutive terms.

**C13.07.D17. Finance & Stewardship Team**

- a) Purpose: This committee is charged with the gathering of God's gifts

entrusted to the members for the ministry of the whole church and for financial management of this congregation. This committee shall include the treasurer, financial secretary, the pastor and other members as appointed by the Team Coordinator.

b) Responsibilities:

1) Stewardship Committee

- i. To provide a year-round program of stewardship education and development: communicating the congregation's vision and needs.
- ii. Encourage each member of the congregation to use his/her time, talent and treasures to facilitate, through committees, the meeting of congregational needs by congregational resources.
- iii. To provide oversight and coordination appeals made to the congregation from the community, Synod and ELCA, to develop a broader sense of ministry, making recommendations to the Congregation Council.

2) Finance Committee:

- i. Develop a proposed annual budget to be presented at the December Congregation Council Meeting.
- ii. To monitor budget throughout the year.
- iii. To invest and regulate church operating and other designated funds.
- iv. To provide a financial plan to the Council for any capital improvements.
- v. To provide oversight and direction to the counters, treasurer and financial secretary.
- vi. To review and provide point of view and recommendations for the Council on all non-budgeted spending requests.

c) Team Coordinator. This person represents the team on the Congregational Council. In that role, s/he keeps the council informed of the team's progress toward meeting goals. S/He brings forth issues and concerns that require council input and/or a council vote, and is responsible for providing meeting minutes to the council. Term of office as documented in the St. James Constitution is three years. The team chair may serve no more than two consecutive terms.

**C13.07. E17. Youth and Families**

- a) Purpose: This committee will seek to provide a unified approach in ministry with youth. Through programs of Sunday Church School,

Confirmation and Youth Ministry consistent with the teachings of the Lutheran Church and its Order, we seek to give youth opportunity for belonging, celebrating, nurturing, witnessing, serving, developing leadership, being faithful stewards, doing justice and learning.

b) Responsibilities:

1) *Education*

- i. Establishing curricular for Sunday Church School, Confirmation and Vacation Bible School.
- ii. Securing volunteers and providing training for these educational programs.

2) *Youth Ministry*

- i. Development and oversight of a Youth ministry.
- ii. Promotion of Synodical and National Lutheran ministries with youth.

3) *Family Ministry*

- i. To plan periodic events that bring youth and families together.

c) Team Coordinator. This person represents the team on the Congregational Council. In that role, s/he keeps the council informed of the team's progress toward meeting goals. S/He brings forth issues and concerns that require council input and/or a council vote, and is responsible for providing meeting minutes to the council. Term of office as documented in the St. James Constitution is three years. The team chair may serve no more than two consecutive terms.

**C.13.07. F17. Outreach Ministries Team**

- a) Purpose: To share God's Grace and nurture growth of the spirit through local and global outreach, supporting programs and initiatives that will improve the quality of life for those in need. *Acts 20:35 In everything I did, I showed you that by this kind of hard work we must help the weak, remembering the words of the Lord Jesus himself said: "It is more blessed to give than to receive."*
- b) Responsibilities:
  - 1) Maintain and raise awareness and understanding of local, national and international needs, and working within the resources of the congregation, to provide members with opportunities to witness, serve and learn.
  - 2) Provide for the congregation's education regarding social outreach initiatives of the larger church.
  - 3) Provide organization and coordination for the outreach ministries of the congregation.
  - 4) In conjunction with the Pastor, determines the Missions of the Month.
  - 5) Reviews, evaluates and recommends to the Council, appeals and initiatives from community action groups.
- c) Team Coordinator. This person represents the team on the Congregational Council. In that role, s/he keeps the council informed of the team's progress toward meeting goals. S/He brings forth issues and concerns that require council input and/or a council vote, and is responsible for providing meeting minutes to the council. Term of office as documented in the St. James Constitution is three years. The team chair may serve no more than two consecutive terms.

**C13.07.G17. The Personnel Committee**

- a) Purpose: The committee carries out the obligations of the congregation as an employer. The committee reports to the Congregation Council. The Personnel Committee makes recommendations to the council rather than making decisions or policies on its own. This committee will act as a resource for church employees
- b) Responsibilities: The Committee shall serve as a personnel resource and shall:
  - 1) Maintain a supportive relationship with the pastor and staff and help them annually to evaluate the fulfillment of their calling or employment.
  - 2) Be responsible for the writing and updating of job descriptions for salaried staff.
  - 3) After seeking input from committees as appropriate, conduct annual evaluations with the lay professionals. Review results shall be provided to the appropriate committee/individual (e.g., sexton to Property Team, Director of Music Ministry to Worship & Music Team, Congregational Life Coordinator to the Congregation Council.
  - 4) Conduct an annual evaluation with the pastor. The annual assessment shall also include a review of working conditions, compensation, housing, benefits etc. Review results shall be provided to the Council.
  - 5) Help plan continuing education that benefits both the mission of the congregation and the ministry of rostered leaders.
  - 6) Affirm rostered leaders in their ministry.
  - 7) Work to ensure a safe and secure working environment for each employee.
- c) Organization: The Personnel Committee shall be comprised of
  - 1) Congregation Council president
  - 2) One member of the Finance & Stewardship Team
  - 3) One voting member of the congregation as appointed by the Congregation Council.
- d) Term: Members of the Personnel Committee will serve a three year term and shall not be eligible to serve more than two consecutive terms.
- e) Annual Reviews of Personnel:
  - 1) The Personnel Committee, the pastor and Chair of the Worship & Music Team will participate in the annual review for the Director of Music Ministry.
  - 2) The Personnel Committee and the chair of the Property Team will participate in the annual review for the church sexton.
  - 3) The Personnel Committee and the pastor will participate in the annual

review for the administrative assistant.

**C13.07.H17. Property Team**

- a) Purpose: The Property Team is responsible for the stewardship of our building and grounds.
- b) Responsibilities:
  - 1) Oversee the general maintenance of the church facilities, grounds and equipment.
  - 2) Schedule and coordinate all repair and maintenance. This includes the maintenance of service contracts and warranties.
  - 3) Hire and supervise the Sexton, establishing a job description and conducting performance appraisals.
  - 4) Oversee the security of the building. This includes building safety and fire inspection compliance, as well as building codes. Consideration should be given to fire drills for Sunday School children and staff.
  - 5) Establish building use guidelines for groups using the building.
  - 6) Regularly review our insurance coverage.
  - 7) Develop a regular maintenance schedule, and a long-term capital expenditure plan for repair, replacement, or improvement.
- c) Team Coordinator: This person represents the team on the Congregational Council. In that role, s/he keeps the council informed of the team's progress toward meeting goals. S/He brings forth issues and concerns that require council input and/or a council vote, and is responsible for providing meeting minutes to the council. Term of office as documented in the St. James Constitution is three years. The team chair may serve no more than two consecutive terms.

**C13.07.I17. Worship & Music Team**

- a) Purpose: This team shall plan for the worship life of St. James Lutheran Church, to the end that Word and sacrament be celebrated in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America.
- b) Responsibilities:
  - 1) Planning for both contemporary and traditional Sunday worship hours based on the liturgical calendar so that the congregation's worship shall richly reflect the seasons, festivals and Commemorations of the Church Year and Lectionary.
  - 2) Provide ongoing instruction in the meaning, tradition, order and symbolism of Lutheran worship.

- 3) Provide for worship leadership by members of the congregation, through the recruitment, training, and scheduling of:
  - i. Acolytes
  - ii. Ushers
  - iii. Assisting Ministers
  - iv. Lectors
  - v. Worship Leaders
- 4) Development, maintenance and review of procedures and equipment used for worship. In conjunction with the Creative Development subgroup, design and oversee seasonal decoration of the Chancel, Nave and Baptistry.
- 5) Give oversight to the music program. This includes the recruitment and support of musicians, choir members, and worship leaders, as well as the support for and input on the evaluation of the Director of Music Ministry.
- 6) Give oversight to selection of music, with the primary responsibility belonging to the pastor and the Director of Music Ministry.
- 7) Coordinate worship planning with the Altar Guild.
- c) Team Coordinator. This person represents the team on the Congregational Council. In that role, s/he keeps the council informed of the team's progress toward meeting goals. S/He brings forth issues and concerns that require council input and/or a council vote, and is responsible for providing meeting minutes to the council. Term of office as documented in the St. James Constitution is three years. The team chair may serve no more than two consecutive terms.



## **Appendix B – Bylaws**

This appendix lists each bylaw codified within the body of this constitution. No new or additional bylaws shall be set forth in this Appendix.

**C11.01.01.** *Duties of the President:* To serve as the presiding officer of the congregation and, subject to the Congregation Council, exercise general administrative responsibility for the business affairs of the congregation and be responsible for ensuring that all elected or appointed officers, committees/teams function and carry out their duties and responsibilities. The president will work closely with the Congregation Council and other committees/teams to promote and encourage programs that support the stated missions and objectives of this congregation. In addition, the president will:

- a. Preside at congregational meetings and all Congregation Council meetings.
- b. Attend committee/team meetings as called upon.
- c. Prepare agendas for council meeting.
- d. Represent the congregation in matters of business and sign or countersign all legal documents, including bank checks.
- e. Meet periodically with the pastor and/or the vice president to review past progress and plan future efforts and priorities to promote and encourage programs that meet the stated missions and objectives of St. James Lutheran Church.
- f. Serve as a member of the Executive Committee.
- g. Prepare, complete, and/or sign legal documents required for the church to maintain normal operations.
- h. Prepare President's Report for Annual Report.
- i. Serve as an ex officio member of all committees/teams, except the Nominating Committee

**C11.01.02.** *Duties of the Vice President:* To serve as the second-level officer of the congregation and work with all elected and appointed officers, committees/teams to assist them in promoting and encouraging programs that support the stated missions and objectives of this congregation. In addition, the vice-president will:

- a. Preside at all meetings of the Congregation Council at the request of, or in the absence of the president.
- b. Perform the duties of the president in the event of his/her death, inability, or refusal to act, and, when so acting, shall have the powers of and be subject to all the restrictions upon the president.
- c. Attend committee/team meetings as called upon.

- d. Meet periodically with the pastor and/or president to review past progress and plan future efforts and priorities to promote and encourage programs that support the stated missions and objectives of St. James Lutheran Church.
- e. Perform the duties of the secretary in the individual's absence.
- f. Work closely with the pastor and president to keep communication lines open.
- g. Serve as a member of the Executive Committee.
- h. Organize and serve on the Nominating Committee.
- i. Special projects as called upon.
- j. Attend workshops and other meetings as called upon.

**C11.01.03.** *Duties of the Secretary:* To keep accurate record and/or minutes of Congregation Council meetings, congregational meetings (including the annual meeting), or other church meeting as needed. The secretary shall be primarily responsible for recording the business of the council and congregation:

- a. Attend all Congregation Council and congregational meetings; appoint an acting secretary if unable to attend.
- b. Take minutes at council and congregational meetings. Publish council minutes as soon after council meeting as possible.
- c. See that all notices are duly given in accordance with the provisions of the constitution.
- d. Provide a complete set of minutes to the church office.
- e. Liaison with the Communications Team to periodically report significant actions of the Congregation Council to the congregation.
- f. Receive all other records, reports and minutes and properly store them in the church archives.
- g. Serve as a member of the Executive Committee

**C11.01.04.** *Duties of the Treasurer:* To oversee the financial affairs of the congregation. The treasurer shall be chief financial officer of the congregation and shall be responsible for the overall financial program of the congregation in accordance with policies approved by the Congregation Council and the voters' assembly. As such, the treasurer shall be responsible for the safekeeping of all funds, securities and fiduciary documents of the congregation. In addition, the treasurer shall:

- a. Be the disbursing agent of the congregation. All checks shall be issued under the authority and supervision of the treasurer, who shall be responsible for the establishment of appropriate fiscal controls over congregational funds.
- b. Be responsible for the financial accounting system, the preparation of financial statements and the periodic reporting of them to the

congregation, and the establishment or review of all financial accounting procedures. All accounting procedures are subject to the approval of the Congregation Council.

- c. Sign all checks.
- d. Serve as a member of the Finance & Stewardship Team.
- e. In cooperation with the finance secretary, perform or oversee all accounting functions necessary to keeping records of the church. These duties include:
  - i. Payment of invoices.
  - ii. Payment of taxes.
  - iii. Payment of payroll.
  - iv. Prepare monthly statements of income and disbursement and report to the council each month.
  - v. Prepare annual statements for the congregation's review.
  - vi. Prepare condensed statement showing all receipts and disbursements.
  - vii. Keep in close contact with pastors and president about financial situations.
  - viii. Serve as a member of the Executive Committee

## **Appendix C - Continuing Resolutions**

This appendix lists each continuing resolution, either codified within the body of this constitution or set forth in Appendix A to this constitution. No new or additional continuing resolutions shall be set forth in this Appendix.

**C4.04.A17.** The organizational structure of the congregation is described in Chapters 11, 12, and 13, and the continuing resolutions thereto.

**C4.05.A17.** Our vision statement will direct and shape our programs. We belong to Christ. Our faith in this truth shapes our lives and makes us noticeably different from the culture around us. Our faith in action is reflected in our priorities and values:

- a. Worship is central to our life.
- b. We are committed to growing as disciples of Jesus Christ.
- c. We understand and profess what it means to be Lutheran.
- d. Our faith - nourished in worship - is expressed as a deep and personal connection with the needs of our community.
- e. Our ministries are led by empowered laypersons who fully understand that their ministry is a visible sign of God's love in this world.
- f. Welcoming hospitality and generous stewardship are outward signs of the love we feel for our church home and ministries.

**C5.05.A17.** The purpose of the Mission Fund is to provide for missions beyond the operational budget of this congregation.

**C6.03.A17.** The annual financial obligation to the New England Synod will be determined during the annual budget process.

**C8.02.A17.** Individuals and families who desire to become members of this congregation other than through baptism, transfer of membership, confirmation, associate or seasonal membership, will be admitted through Affirmation of Faith. Such a service will take place annually as needed.

**C10.01.A17.** The annual meeting of this congregation shall be held following worship on the first Sunday of February.

**C10.03.A17.** The posting of such notice in the regular mail, will be sent to the last known address of members who are not regular worship attendees or who do not have access to electronic communications.

**C.11.02.A17.** *Appointment of the President* The president shall be elected by the Congregation Council.

- a. The president must be an elected member of the Congregation Council.
- b. Election of president shall be as soon as possible after the annual meeting, normally at the first Congregation Council meeting following the annual meeting.
- c. The term for president shall be one year. The Congregation Council may elect the president for one additional consecutive term; however, the president is not eligible to serve more than two consecutive terms subject to C11.02.A17.c.
- d. The president shall remain president until the next president is elected.

**C.11.02.B17.** *Appointment of the Vice President.* The vice-president shall be elected by the Congregation Council.

- a. The vice president must be an elected member of the Congregation Council.
- b. Election of vice-president shall be as soon as possible after the annual meeting, normally at the first Council meeting following the annual meeting.
- c. The term for vice-president shall be one year. The Congregation Council may elect the vice-president for one additional consecutive terms; however, the vice-president is not eligible to serve more than two consecutive terms, subject to C.11.02.B17.

The vice president remains vice president until the next vice president is elected.

**C.11.02.C17.** *Appointment of the Secretary.* The secretary shall be elected by the Congregation Council

- a. The secretary must be an elected member of the Congregation Council
- b. Election of secretary shall be as soon as possible after the annual meeting, normally at the first Council meeting following the annual meeting.
- c. The term for secretary shall be one year. Council may elect the secretary for one additional consecutive term; however, the secretary is not eligible to serve more than two consecutive terms, subject to C.11.02.C17.c.

- d. The secretary remains secretary until the next secretary is elected

**C.11.02.D17.** *Appointment of the Treasurer.* The treasurer shall be elected by the Congregation Council.

- a. The treasurer need not be an elected member of the Congregation Council. If the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council.
- b. Election of treasurer shall be as soon as possible after the annual meeting, normally at the first Council meeting following the annual meeting.
- c. The term for treasurer shall be one year. Council may elect the treasurer for one additional consecutive term; however, the treasurer is not eligible to serve more than three consecutive terms, subject to C.11.02.D17.c.
- d. The treasurer remains treasurer until the next treasurer is elected.

**C12.01.A17.** The officers of the Congregation Council include the president, vice president, secretary, and treasurer. The president, vice president, and secretary are selected from the members of the congregation elected to serve on the Congregation Council as described in the continuing resolutions to C11.02. The treasurer need not be an elected member of the Congregation Council; if the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council as described in the continuing resolutions to C11.02.

**C12.01.B17.** An attempt will be made in earnest to elect a youth and a young adult voting member, each as one of the members of the congregation to serve on the Congregation Council. If the congregation is unsuccessful in attracting a youth and/or a young adult to serve on the Congregation Council, those positions may be filled with another voting member of the congregation. If a youth is elected to the Congregation Council, they will not be eligible to serve as an officer

**C12.02.A17.** Members of the Congregation Council are eligible to serve no more than two full terms consecutively. Members may be re-elected to a Council position following a gap in service so long as they continue to meet the requirements to serve on the Congregation Council and are elected as prescribed in C12.02].

**C12.05.A17.** The Congregation Council shall ensure that any and all financial accounts of this congregation have at least three (3) voting members of the congregation named to the account with equal authority to act on the account,

and that any and all transactions on such accounts above the amount of 2.5% of the operating budget require two of the named parties to act. One such person shall be a [member/officer] of the Congregation Council who is not also a member of the Finance & Stewardship Team. Only two (2) members of the Finance & Stewardship Team may be named to accounts.

**C12.05.B17.** The Congregational Council will work with the Finance Stewardship Team to incorporate aspects of the *Congregational Treasurer's and Bookkeepers Financial and Accounting Guide* that apply to this congregation and its financial affairs. (See Appendix D for full document.)

**C12.08.A17.** The Congregation Council shall fulfill the duties prescribed to it under C13.05.F17., with regard to fulfilling a pastoral vacancy.

**C13.02.A17.** The Nominating Committee shall nominate candidates to fill Congregation Council seats which are becoming vacant, due to expiration of present terms and other reasons and shall bring those nominees to the congregation at the annual meeting, to be voted on for a seat on the Congregation Council.

**C13.02.B17.** Membership of the Nominating Committee shall include the vice president, the Congregation Council members retiring at the end of their terms, and as many other volunteers from the congregation to fill the remaining seats. Service will be until the congregation has voted and filled the vacant seats.

**C13.02.C17.** Members of the Nominating Committee will use the tools given to them for deciding which members of the congregation they think might be willing and able to serve at least one term (three years, as described in C12.02.) on the Congregation Council. The tools might include gift assessments, time and talent sheets, and personal knowledge. They will conduct an interview with the candidate(s) to determine their willingness and ability to serve.

**C13.03.A17.** The Audit Committee shall be responsible for assuring that there are appropriate controls over all financial matters of the congregation. Such responsibilities include verifying that all financial processes have appropriate checks and balances and assuring that good stewardship is being used in handling and accounting for the funds and assets of the congregation.

**C13.03.B17.** The tasks of the Audit Committee shall include:

- a. Examining and reviewing the congregation's financial statements and results versus budget (semi-annually)
- b. Querying Finance & Stewardship Team members as to specifically assigned roles to assure that all financial transactions, income postings,

expense payments, cash counting, and any financial reconciliations are always conducted in teams of two (2) or more qualified individuals.

- c. Conducting an annual audit or overseeing an audit performed by a qualified outside accounting firm or individual congregants;
- d. Examining church insurance policies in a schedule prepared by the Finance & Stewardship Team;
- e. Examining securities and investments, prepared in a schedule by the Finance & Stewardship Team;
- f. Preparing and submitting a written report of findings, along with supporting documentation, including recommendations for change and improvement; and
- g. Verifying that the congregation's financial activities comply with Federal and State tax laws and regulations.

**C13.03.C17.** It is recommended that a professional audit be conducted by a qualified, independent accounting firm at least every three (3) years. Another alternative is to have an independent member(s) of the congregation with the appropriate credentials audit and report their findings to the Congregation Council.

**C13.04.A17. Purpose:** The Mutual Ministry Committee shall be a standing committee of the Congregational Council whose purpose is to provide an ongoing facilitative body through which the pastor, lay professionals and congregation can bring forward issues or concerns. This committee shall provide a private and confidential forum for listening and clarifying, sharing and communicating, reviewing and reflecting. They shall bring focus to issues of concern, taking appropriate action in a climate of Christian love and caring thus ensuring a shared and unified ministry.

**C13.04.B17. Qualities and Skills:** Committee members must:

- a. Understand grace as our means to salvation.
- b. Be able to keep confidences.
- c. Have sensitivity for the feelings of others.
- d. Have the ability to speak candidly and with discretion.

**C13.04.C17. Organization:** The committee shall be comprised of three (3) voting members of the congregation.

- a. At least one member will be a member of the Congregation Council who will serve as chair.
- b. At least one member will be a voting member from the congregation.



- c. Each member's term shall begin on the 1<sup>st</sup> day of March following that member's appointment, and end on the last calendar day of February at the conclusion of their three year term.
- d. Members are not eligible to serve more than two consecutive terms.
- e. In the event a position on the Mutual Ministry Committee is vacated before the term expires, a substitute will be appointed by the Congregation Council for the duration of that term.
- f. The committee is disbanded upon the formation of a Call Committee for the hiring of a new pastor.
- g. In the event that a Call Committee is formed for the hiring of a new pastor (as specified in C13.05.), three members of that committee will serve as the Mutual Ministry Committee. The Call Committee will appoint which of its members will serve on the Mutual Ministry Committee. One member of the Call Committee will serve for one year, one for two years and one for three years.

**C13.04.D17. Duties.** The committee shall:

- a. Meet as needed with staff members providing listening and feedback.
- b. Serve as a resource for conflict resolution for the pastor and salaried staff.
- c. Listen, interpret, advise, confer, evaluate and recommend affirmation and forgiveness to resolve differences and disputes within the congregation that might impede the goal of shared and unified ministry.
- d. Listen to concerns of spiritual, emotional and/or physical needs of the pastor or lay professionals.
- e. Meet as needed to discuss identified issues and to share any general perceptions of strengths and weaknesses.
- f. Provide a safe place for confidential mutual conversations and consolation in times of stress.
- g. Provide a place for forgiveness, absolution and resolution.

**C13.04.E17. Reporting:** The committee shall:

- a. Report activities to the Congregation Council on a regular basis, not less than twice per year, withholding any confidential disclosures made to the committee.
- b. Submit a report of activities as prepared by the chair for inclusion in the Annual Report to the congregation.

**C13.05.A17. Organization.** The committee shall consist of six voting members of the congregation.

- a. The committee shall be composed of a majority of persons who do not, at the time as their appointment to the Call Committee, also serve on the

Congregation Council.

- b. The Call Committee should intentionally reflect the make-up of the congregation, assuring that all the different categories of age, gender, ethnicities, orientations, and lengths of membership in the congregation are represented.
- c. Confirmed Youth may be considered for this committee, as long as they will be able to attend the meetings.
- d. Multiple immediate family members may not serve on the committee concurrently, in accordance with C13.05.A17c.
- e. The committee shall elect a chairperson and a recorder/secretary from its voting members.

**C13.05.B17.** *Appointment.* The council should elect persons carefully. Suggested questions about potential members of the committee may include:

- a. Is this person firmly grounded in a relationship with Jesus Christ and committed to the search process as a prayerful journey under the guidance of the Holy Spirit?
- b. Does this person have the respect and trust of members of the congregation?
- c. Does this person understand the church and have no other agendas?
- d. Is this person able to respect confidentiality?
- e. Is this person open to future mission possibilities for the congregation and not simply eager to maintain the status quo?
- f. Is this person able to listen to others' opinions and participate in an open and respectful discussion with other members of the committee?
- g. Is this person a confirmed and communing member of the congregation who attends worship regularly and participates in the life of the community of faith?
- h. Will this person be able to attend all meetings and interviews and be able to attend worship in another setting to experience the candidate's worship leadership?
- i. Can this person think theologically?

**C13.05.C17.** *Call Committee Chairperson.* The chairperson should be, but is not required to be, a member of the Congregation Council.

- a. The chair shall be responsible for all communication with the bishop and leading all committee meetings.

**C13.05.D17.** *Call Committee Recorder/Secretary.* This person shall:

- a. Communicate with the congregation through weekly or monthly notices.
- b. Be responsible for all correspondence, including letters informing candidates of their acceptance or release.

- c. Return Reports of Interviews to the synod office.
- d. Be responsible for having and seeing that the call letter of the congregation is properly filled out and signed by the president and secretary of this congregation.
- e. Consult with the other teams, officers, and members of the congregation, including the treasurer, in order to formulate a letter of call appropriate in all respects.

**C13.05.E17. Duties.** The Call Committee's duties include all aspects of the call. The committee shall:

- a. Seek, interview, attend services of prospective pastors, and make recommendations to the Congregation Council.
- b. At all times keep the name of the candidates confidential. No one outside the Congregation Council and Call Committee should know who is being considered.
- c. Use ELCA's most recent version of *Healthy Transitions* guidelines for the call process, which can be found on the New England Synod's website (<http://nelutherans.org/callprocess>).

**C13.05.F17.** Upon the Call Committee's recommendation to the Congregation Council, the council shall:

- a. Conduct its own interview(s) and vote on whether to approve the candidate for congregational approval. A positive vote to call the candidate results in a meeting of the whole church which will be run by the Bishop's office.
- b. Manage the business portion of the pastoral call, including, but not limited to, establishing an agreement for salary, housing, healthcare, pension, job description, and hours of work.

**C13.06.A17.** The teams of this congregation currently include:

- a. Communications Team
- b. Congregational Life Team
- c. Finance & Stewardship Team
- d. Youth and Families Team
- e. Outreach Ministries Team
- f. Personnel Committee
- g. Property Team
- h. Worship & Music Team

**C13.06.B17.** The coordinator of each of the teams formed under C13.06.A17., except the Personnel Committee, shall serve as a voting member of the Congregation Council, subject to election by the congregation as prescribed in C12.02. and the continuing resolutions thereto.

**C13.06.C17.** No person shall be eligible to be coordinator of multiple teams concurrently, except the Personnel Committee, formed under C13.06.A17.

**C13.07.A17.** The continuing resolutions outlining the organization, roles and responsibilities of the congregation committees formed under C13.06. codified here are also included in *Appendix A - Continuing Resolutions to C13.07. (Other Teams)* for ease of use. Any changes to the Continuing Resolutions also need to be made in Appendix A.

**Appendix D –  
ELCA Accounting Guidelines**

[http://download.elca.org/ELCA%20Resource%20Repository/Congregational\\_Treasurers\\_Financial\\_And\\_Accounting\\_Guide.pdf](http://download.elca.org/ELCA%20Resource%20Repository/Congregational_Treasurers_Financial_And_Accounting_Guide.pdf)