



CONSTITUTION, BYLAWS, AND CONTINUING RESOLUTIONS

FOR

GOOD SHEPHERD LUTHERAN CHURCH OF WOODSTOCK, INC.,

**OF THE
EVANGELICAL LUTHERAN CHURCH IN AMERICA®**

NOVEMBER 11, 2018



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Introduction to the Constitution, Bylaws, and Continuing Resolutions of Good Shepherd Lutheran Church of Woodstock, Inc., of the Evangelical Lutheran Church in America

This constitution is based on the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*. 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*. The 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.

In addition to the constitution of Good Shepherd Lutheran Church, this document contains bylaws and continuing resolutions, which relate to specific practices and details of the congregation's organization, operation, and life. Each congregation has discretion and may develop its own bylaws and continuing resolutions, 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.

Each congregation of the ELCA 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. 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*.

Codification Explanation

Sections of this constitution marked with an asterisk (*) come directly from the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*. These sections are required and must be used without alteration or amendment of the text in any manner (*i.e.*, neither additions nor deletions are permissible).

The constitution 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. (Example: C1.01.) Constitutional provisions are adopted and amended in accordance with Chapter 16 titled "Amendments."
- b. Bylaw provisions follow constitutional provisions to which they apply. 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. (Example: C1.11.01.) 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. The letter indicates the order of the continuing resolution ("A" being the first); the following number represents the year in which it was adopted. (Example: C12.12.A05.) 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.

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.

CONSTITUTION, BYLAWS, AND CONTINUING RESOLUTIONS
for
GOOD SHEPHERD LUTHERAN CHURCH OF WOODSTOCK, INC.,
of the
EVANGELICAL LUTHERAN
CHURCH IN AMERICA®

***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 Good Shepherd Lutheran Church of Woodstock, Inc.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of Good Shepherd Lutheran Church of Woodstock, Inc., is hereinafter designated as "this congregation."
- C1.11.** This congregation shall be incorporated under the laws of the State of Georgia.
- C1.11.01.** The corporate seal of Good Shepherd Lutheran Church (hereinafter referred to as Good Shepherd, this congregation, or the church) shall be a circle containing a smaller circle. Within the larger circle and around the outside of the smaller circle shall be the words "GOOD SHEPHERD LUTHERAN CHURCH, WOODSTOCK, GA." Around the inside of the inner circle shall be the words "INCORPORATED 9-21-89." Forming a circle under the incorporation date shall be the words "EVANGELICAL LUTHERAN CHURCH IN AMERICA." In the center of the circle formed by the words "EVANGELICAL LUTHERAN CHURCH IN AMERICA" shall be a cross. To the left of the cross shall be three flames. To the right of the cross shall be three interlocking rings.

Chapter 2.

CONFESSION OF FAITH

- *C2.01.** This congregation confesses the Triune God, Father, Son, and Holy Spirit.
- *C2.02.** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
- a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
- b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
- c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- *C2.03.** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.
- *C2.04.** This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true 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.

* Required provision

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.

- *C4.05. This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.
- C4.05.01. MISSION STATEMENT: We are called, gathered and blessed to be a community and instrument of grace for all sheep of the Good Shepherd.
- *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 them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
 - k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- *C5.04. This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Southeastern Synod of the Evangelical Lutheran Church in America.
- C5.05. This congregation shall have a mission endowment fund that will operate as specified in this congregation’s bylaws. The purpose of the mission endowment fund is to provide for mission work beyond the operational budget of this congregation.
- C5.05.01. MISSION ENDOWMENT FUND [11/27/2006]

Lifelong Christian stewardship involves management of all assets God has entrusted to his people, including abilities, time, income, appreciated assets, and possessions. Members of this congregation have the privilege and duty to support the work of Good Shepherd Lutheran Church, the Southeastern Synod and the Evangelical Lutheran Church in America through contributions of time, abilities, and financial support as stewards of God’s gifts. Members of this congregation can fulfill their privilege and duty by giving to the work of the church through, for example, bequests in wills or living trusts, designations of retirement or pension plans, assignment of life insurance, charitable gift annuities, charitable remainder trusts, assignments of certificates of deposits, and transfers of property such as cash, bonds, and real estate, etc. This congregation will encourage and receive these gifts to be administered and utilized through a Mission Endowment Fund (“Fund”), a.k.a. “The Good Shepherd Mission Endowment Fund.” The congregation of Good Shepherd Lutheran Church, Woodstock, Georgia, hereby establishes a committee and its guidelines to carry out the activities of a Mission Endowment Fund.

 - A. A Mission Endowment Fund Committee shall be formed, with the purpose of implementing the guidelines of the Mission Endowment Fund:

1. Committee. A committee of five voting members of this congregation shall be elected by the Congregation Council at its first meeting of each calendar year. The term of office will be three years with the first slate of members serving staggered terms. Each year following the initial elections, two members shall be elected with one elected every third year. Members are eligible for two consecutive terms. A member who serves two consecutive terms must remain off the committee for at least two consecutive years before being eligible to serve again. At all times at least one member of the committee shall serve on the Congregation Council. In addition to the elected members, the senior pastor and the president of the congregation shall be *ex officio*, with voice and vote, members of the committee. The congregation treasurer shall maintain the account of the Mission Endowment Fund and serve as an *ex officio*, with voice and vote, member of the committee.
 2. Chairperson. At least yearly, the members of the committee shall elect a chairperson from the five voting members elected by the Congregation Council. The chairperson will schedule the committee meetings, provide updates to the Congregation Council, and be responsible for insuring that the committee executes its duties prescribed in these bylaws.
 3. Member Replacement. In the event of resignation of a member, the Congregation Council shall elect a replacement before the next scheduled committee meeting to serve the unexpired term. If a member misses two consecutive committee meetings or three committee meetings in any twelve month period the committee shall request the Congregation Council to elect a replacement before the next scheduled committee meeting to serve the unexpired term.
 4. Member Liability. Members of the committee shall not be liable for any losses which may be incurred upon the investments of the assets of the Fund except to the extent such losses shall have been caused by bad faith or gross negligence. Each member shall be liable only for his/her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any self-dealing or transactions with the fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his/her own personal interests would conflict with the interest of the Fund.
 5. Quorum. A quorum shall consist of five of the eight voting members of the committee.
- B. The duties of the Mission Endowment Fund Committee shall be to implement the following guidelines:
1. To determine how the Fund assets will be invested, including the asset allocation, and to execute the investment decisions. Investment decisions require a quorum. The investment objective should be to provide long-term growth so the annual distribution will keep pace with inflation, i.e., the annual distribution will maintain its purchasing power. The investment decisions may be (but are not required to be) according to a contemporary understanding of “socially responsible investing,” examples of which are the ELCA Mission Endowment Fund and Mission Investment Fund.
 2. Prior to adding any gift to the Fund, to distribute ten percent (10%) of the value of all gifts at the next scheduled meeting of the committee per the distribution guidelines herein. The remaining portion will be added to the Fund.
 3. To begin making distributions once the Fund reaches \$50,000. The total annual distribution should be a percentage of the Fund that is not more than the average annual return of the Fund over the previous consecutive five years, and may include interest and dividends received, realized gains, and/or unrealized gains. If the fund has not existed for five consecutive years or average annual returns are not available for that period of time, then the performance of the ELCA Endowment Fund may be substituted. If the Fund ever exceeds \$250,000 in value at the end of a calendar year, the next year’s distribution shall include a ten percent (10%) distribution of the principal in addition to the annual distribution.
 4. To fulfill the purpose of the Mission Endowment Fund by providing annual distributions beyond the operating budget of this congregation to ministries as stated below:
 - a.) Twenty percent (20%) for capital improvements, principal debt reduction, or building program of Good Shepherd Lutheran Church.
 - b.) Twenty percent (20%) for scholarships or grants to members of Good Shepherd Lutheran Church for the purpose of attending ELCA colleges or seminaries or grants to ELCA colleges or seminaries.
 - c.) Twenty percent (20%) for outreach into the community including, but not limited to, social service agencies, institutions, and agencies to which this congregation relates, and special

- programs designed for those persons in our community who are in spiritual need and/or economic need.
- d.) Twenty percent (20%) for ministries of the ELCA at home and overseas including, but not limited to, grants to the ELCA for new mission development in North America, world hunger, world mission, and ecumenism.
 - e) Remaining twenty percent (20%) distributed through any of the above categories and/or by special request to the committee.
5. To meet at least quarterly, or more frequently if in the best interest of the Fund. The chairperson and congregation treasurer shall report at least quarterly to the Congregation Council on any and all activity within the Fund. Current balance, additions, distributions, and any other activity should be included in the report. Annual accounting and a report of ministries supported through the Fund shall be distributed to the congregation at its annual meeting. In the best interest of the Fund and at the expense of the Fund, the committee may request professional counsel on investment and legal matters.
 6. To encourage gifts to the Fund through education and promotion of the Fund, including but not limited to articles in the church newsletter, bulletin inserts, temple talks, and assistance from ELCA staff designated for such purpose.
 7. To celebrate gifts to the Fund and maintain a permanent book of remembrances of the donors to the Fund that should be available for review by members of the church.
 8. To accept gifts to the Fund in the form of, but not limited to, cash, real property, stocks, bonds, certificates of deposit, bequests, life insurance proceeds, and remainders from life income agreements. Since the fund is created and maintained to make cash disbursements at regular intervals, it is not practical to hold non-cash assets for any length of time. The committee shall use best commercial efforts to monetize all non-cash gifts after they are received, and may engage outside sales people and pay appropriate sales commissions from the proceeds. All gifts to the Fund are considered “undesignated,” and the returns shall be used to fund the distribution guidelines herein. The committee has the discretion to decline acceptance of a gift if deemed to be in the best interest of the Fund and the congregation.
 9. To accept requests for distributions from the Fund and evaluate them against the distribution guidelines herein. Such requests shall be approved or not approved at the next scheduled meeting of the committee. If approved, the distribution may be for a different amount (smaller or larger) than was originally requested and shall be made in a timely fashion. Distributions from the Fund can be made at any time during the calendar year as long as the total of all distributions made in a calendar year does not exceed the maximum allowable limit.
 10. To respond to a Congregation Council request, under an unforeseen emergency situation, to use principal of the Fund to help the congregation rectify an economically devastating situation.
 11. In the event that the congregation should cease to function and exist either through merger or dissolution, disposition or transfer of the Fund shall be at the discretion of the Congregation Council in conformity with the approved constitution and in consultation with the bishop of the Southeastern Synod.

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

America or to contracting for pastoral services with a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.

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

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

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

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

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

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.

***C8.03.** 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.

C8.05.01. A confirmed member who fails to commune and make a contribution of record for one year shall be removed from the active and voting membership rolls but maintained on the inactive membership rolls. Said member is returned to the active and voting membership rolls by communing and making a contribution of record in the same year. When a confirmed member's status remains inactive for more than two years, that member may be removed from the roll by action of the Congregation Council.

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 Southeastern 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.
- *C9.21. 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 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 a 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 bylaws.
- C10.01.01.** The congregation's annual meeting shall be held in two parts with the first of the fiscal year occurring in the fall on a day and time to be set by the Congregation Council and the second of the fiscal year occurring in the spring on a day and time to be set by the Congregation Council. Business at the fall meeting shall include, but not be limited to, election of members of the Congregation Council and any other business required by the constitution. Business at the spring meeting shall include, but not be limited to, approval of the congregation's annual budget (for the next fiscal year, July 1-June 30) and any other business required by the constitution.
- C10.02.** A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of twenty percent (20%) of the voting members. The call for each special meeting shall specify the purpose for which it is to be held, and no other business shall be transacted.
- C10.03.** Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient. Electronic notice of meetings may be provided in addition to notice by regular mail.
- C10.04.** Twenty percent (20%) 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 by the congregation shall be by majority vote of those 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, treasurer, and financial secretary.
- Duties of the officers shall be specified in the bylaws.
 - The officers shall be voting members of the congregation.
 - Officers of this congregation shall serve similar offices of the Congregation Council.
 - The president, vice president, and secretary shall be elected from the elected membership of the Congregation Council.
 - The treasurer and financial secretary may be elected from the elected membership of the Congregation Council or may be appointed from the congregation's membership, in which case they will serve as consultants to the Council with voice but no vote.
- C11.01.01.** Duties of Officers
- The President
 - The president of this congregation shall serve a one-year term in office and may not be eligible to serve more than two consecutive terms.
 - The president shall preside over all meetings of this congregation, the Congregation Council, and any other congregation assemblies called for the purpose of conducting church business.
 - The president shall be an *ex officio* member of all church committees.
 - The president, with Congregation Council approval, shall have the power to appoint committee members to special committees created by the Congregation Council.
 - The Vice President
 - The vice president shall serve a one-year term in office and may not be eligible to serve more than two consecutive terms.
 - The vice president shall perform the duties of the president during any absences of the president or at the direction of the president.
 - The vice president shall perform such duties as assigned by this congregation, president, or Congregation Council.
 - The Secretary
 - The secretary shall serve a one-year term of office and may not be eligible to serve more than two consecutive terms.
 - The secretary shall record the minutes of all Congregation Meetings and maintain a permanent record in the archives.

3. The secretary shall record the minutes of all Congregation Council meetings and maintain a permanent record in the archives.
4. The secretary shall keep a record of all congregation policies, bylaws, and continuing resolutions of this congregation.
5. The secretary shall be responsible for the official correspondence of the congregation.
6. The secretary shall keep a current record of all officers, Congregation Council members, and committee members elected by this congregation together with the respective terms of office.
7. The secretary shall, in advance of every meeting, provide members of the Congregation Council with the minutes of the previous meeting.
8. The secretary shall perform other duties as directed by the president, the Congregation Council, or this congregation.

D. The Treasurer

1. The treasurer shall serve a term of two years and may be reappointed for a second term of two years by the Congregation Council.
2. The treasurer shall maintain and keep an accurate record and account of all church monies received through the financial secretary.
3. The treasurer shall make payment of all expenses authorized by the congregation or the Congregation Council.
4. The treasurer shall pay current obligations: (1) in accordance with standard business practices at the first of each month, or by the date specified; (2) as directed by this congregation or the Congregation Council.
5. The treasurer shall render a full written report of this congregation's financial condition to the congregation at the annual meeting and to the Congregation Council monthly.
6. The treasurer shall prepare and submit the books for an audit near the end of the fiscal year.
7. The treasurer shall assure that all specifically designated funds are distributed properly.
8. The treasurer shall perform any and all other duties as directed or assigned by this congregation or the Congregation Council.
9. The treasurer may appoint, with approval of the Congregation Council, an assistant treasurer. The assistant treasurer shall act as the treasurer in the treasurer's absence and perform other duties as assigned by the treasurer.
10. The treasurer shall not serve as an offering counter of the congregation.

E. The Financial Secretary

1. The financial secretary shall serve a term of two years and may be reappointed by the Congregation Council.
2. The financial secretary shall maintain and keep an accurate record and account of all monies received from contributing members and other sources.
3. The financial secretary shall render a full written report of this congregation's income to this congregation at the annual meeting and to the Congregation Council monthly.
4. The financial secretary shall ensure that members receive an annual written report of individual contributions.
5. The financial secretary may appoint, with the approval of the Congregation Council, an assistant financial secretary. The assistant financial secretary shall act as the financial secretary in the financial secretary's absence and perform other duties as assigned by the financial secretary.
6. The financial secretary shall be responsible for training and supervision of offering counters for the congregation.

C11.02. The Congregation Council shall elect its president, vice president, and secretary, and shall elect or appoint its treasurer and financial secretary, and they shall be the officers of the congregation. The president, vice president, and secretary shall serve a term of one year, and the treasurer and financial secretary shall serve a term of two years. The term shall begin on January 1st and end on December 31st.

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

Chapter 12.

CONGREGATION COUNCIL

C12.01. The voting membership of the Congregation Council shall consist of the pastor(s), the officers of the congregation, and not more than nine members of the congregation, one of whom shall be a youth. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office, and subject to the limitations as set forth in the bylaws of this constitution. 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 two 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.

- C12.01.01.** Voting members of the Congregation Council shall be elected at each annual meeting of this congregation so that the make-up of the Congregation Council will be an odd number. Any voting member of the congregation may be elected to the Congregation Council unless one of the following conditions exists:
1. another family member, such as a spouse, a child, or a sibling, is a member of the Congregation Council; this restriction does not apply to the youth member.
 2. the member is a paid employee of the congregation or is a family member of a paid employee of the congregation; this exception does not apply to the pastor(s) but does apply to their family members.
- C12.02.** The members of the Congregation Council except the pastor(s) shall be elected by written ballot to serve for two years or until their successors are elected. The youth member of the Congregation Council shall be elected to serve for one year or until a successor is elected. All members of the Congregation Council shall be eligible to serve no more than two full terms consecutively. Their terms shall begin on January 1st and end on December 31st.
- C12.03.** Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor for the remainder of the vacant term. The successor's term shall not count towards the two consecutive term limit.
- 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.
 - k. To make nominations for places to be filled on the Congregation Council by action of the Annual Meeting.
- C12.05.** The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of trustees 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 Georgia, 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 \$5000 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 \$5000 in excess of the anticipated receipts only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
 - e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.

- f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.
- C12.05.01.** In an emergency situation where the property or business of the congregation is at risk, the Congregation Council as the "...board of trustees of this congregation..." (C12.05.), shall have authority to act to protect such property or business even in the event the protection of such property or business exceeds the \$5,000.00 spending limitation set forth in C12.05.d. The Congregation Council shall then report such action to the congregation by making announcements at Sunday services the following two Sundays after said action, including notification of the action in the next published newsletter, and sending electronic notification to the congregation within five business days of the action.
- C12.06.** The Congregation Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.
- C12.07.** The Congregation Council shall provide for an annual review of the membership roster.
- C12.08.** The Congregation Council shall be responsible for the employment and supervision of the staff of this congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.11.** The Congregation Council shall normally meet once a month but no less than 10 times per year. 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. Special meetings may be held electronically or by teleconference.
- 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.
- C12.12.A05.** When necessary, business between meetings of the Congregation Council may be handled electronically or by telephone conference call.

Chapter 13.

CONGREGATION COMMITTEES

- C13.01.** The officers of this congregation and the pastor(s) shall constitute the *Executive Committee*.
- C13.02.** Intentionally left blank.
- C13.03.** An *Audit Committee* of three voting members shall be elected by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for re-election. No member shall be eligible for more than two consecutive terms.
- C13.04.** A *Mutual Ministry Committee* shall be appointed jointly by the president and the pastor(s). Term of office shall be three years, with two members to be appointed each successive year, one member to be appointed by the pastor(s) and one member to be appointed by the president.
- C13.04.A12.** Members of the Mutual Ministry Committee cannot serve more than one three-year term without at least a one-year recess between terms. Members of the Mutual Ministry Committee may not simultaneously serve on the Congregation Council or the Personnel Committee or have a family member serving on the Congregation Council or Personnel Committee.
- 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.
- C13.06.** Other committees or organizational structures of this congregation may be formed, as the need arises, by decision of the Congregation Council.
- C13.06.A12.** The *Personnel Committee* is appointed by the Congregation Council. Members of the Personnel Committee may not be paid employees of the congregation or a family member of a paid employee of the congregation, with the exception of the pastor(s), but not their family members. Members of the Personnel Committee may not simultaneously serve on the Mutual Ministry Committee or have a family member serving on the Mutual Ministry Committee.
- C13.07.** Duties of committees or organizational structures of this congregation shall be specified in the continuing resolutions.

C13.07.A18. Committee Descriptions

CONGREGATIONAL CARE COMMITTEE

Purpose: In partnership with the church leadership and the congregation, to be responsible for supporting ministries that provide care and opportunities for involvement for the members of GSLC, always with the goal of facilitating the spiritual growth of the individual and their connectedness to the body of Christ.

Specifics:

- 1) Provide support for existing ministries such as, but not limited to: Prayer Circle, meals for congregational members in need (also as needed following funeral/memorial services), and prayer shawls.
- 2) Implement and support Small Group Ministries and facilitate establishing additional ministries that increase the connectedness of members of the congregation and welcome those looking to belong to a vital, dynamic body of Christ.
- 3) Submit, at the time and in the form required, an annual budget as requested by the Finance Committee.

FACILITIES AND MAINTENANCE COMMITTEE

Purpose: In cooperation with the pastor of the congregation, to supervise and provide proper maintenance and repair to church property and the general protection of the congregation against loss or damage of whatever nature.

Specifics:

- 1) Make a quarterly inspection of church properties, facilities and equipment using an approved checklist, a summary report of which is formally submitted to the Congregation Council identifying recommendations, needed repairs, improvements, or replacements.
- 2) Carry out all requests by the Congregation Council on purchases, repairs, replacement of church property and equipment.
- 3) Responsible for the care of the building and property, their needs and problems.
- 4) Supervise, control and recommend adequate storage facilities for all church property, equipment, and supplies and the orderly maintenance of the same.
- 5) Enlist work crews for special repair, improvement, cleaning, painting, decorating, landscaping and other projects.
- 6) Arrange for immediate repairs of an urgent nature and all normal repairs and alterations for which budget funds have been allocated.
- 7) Submit an annual budget request to the Finance Committee in the form and at the time requested by that committee.

FAITH FORMATION COMMITTEE

Purpose: Working in conjunction with the Youth Ministry Coordinator and Sunday School Superintendent, support, set goals for, and aid in the implementation of the total Faith Formation ministry of the congregation; provide for their spiritual growth and education; and nurture and promote genuine Christian discipleship for them.

Specifics:

- 1) Ensure that there are ministries for the Christian nurture of children, youth and adults in the congregation, and through them, in the community beyond.
- 2) On a regular basis, review existing Faith Formation Committee ministries to ensure that they are aligned with the mission priorities of Good Shepherd. In cooperation with other committees, consider and implement special opportunities that serve the congregation's mission priorities and appeal to a diversity of needs and interests.
- 3) Create and sustain multiple opportunities for members of all ages to grow in understanding of faith.
- 4) Assist with recruiting and training of lay leaders for various Faith Formation Committee ministries as necessary. This includes, but is not limited to, Sunday School, VBS, Bible study, Confirmation, FX3, Middle School Youth Group, and Saints & Sinners.
- 5) Prepare and submit an annual budget to fund Faith Formation Committee ministries and committee action plans as requested by the Finance Committee.
- 6) Coordinate the recognition of kindergarten, new driver, and high school graduation Faith Stepping Stones.
- 7) Working with the Youth Ministry Coordinator and Sunday School Superintendent conduct an annual review of Child and Youth Protection Policy and recommend changes to the Congregation Council. Present a summary of the policy to FX3 and older youth.
- 8) Involve youth in the planning of Faith Formation Committee programs and seek to include youth on the Faith Formation Committee.

- 9) At the request of the Stewardship Committee, submit a list of time and talent volunteer opportunities. Provide opportunities for youth involvement as servants in the life of the congregation.
- 10) Plan and coordinate activities for youth serving outside the congregation, in the community, nation, and world. Partnerships with other ELCA congregations are encouraged.

FELLOWSHIP COMMITTEE

Purpose: To provide ways to strengthen the fellowship between congregation members spiritually and socially; to integrate new members into the life of the congregation; and to foster the general upbuilding of mutual cooperation, trust, and enjoyment among the members of the congregation.

Specifics:

- 1) Plan, supervise, and implement larger gatherings of the congregation from time to time through the year which will further the goals of the congregation.
- 2) Maintain constant contact with other committees, both suggesting to them ways of furthering the work of their committees through fellowship and drawing from them requests and suggestions for fellowship activities.
- 3) Maintain an adequate group of willing workers who will help to plan, coordinate, and execute the work necessary to the successful accomplishment of fellowship goals.
- 4) Provide a general atmosphere of friendliness among the members on a smaller scale by suggesting to groups, Bible classes, and the like ways of bringing their members into meaningful personal relationships.
- 5) Provide for the integration of new members and their families into the congregation through periodic fellowship nights, dinners, and the like.
- 6) Plan, supervise and implement recurring yearly events which will focus attention on the major aspects of the congregation's work.
- 7) Submit an annual budget request in the form and at the time requested by the Finance Committee.
- 8) Supervise the maintenance of the kitchen and fellowship hall closets.

FINANCE COMMITTEE

Purpose: In cooperation with the Treasurer and pastor of the congregation, to support the ministry of the church through financial planning and oversight.

Specifics:

- 1) Be responsible for the ongoing oversight of the financial affairs of the congregation.
- 2) In conjunction with the Congregation Council and the Stewardship Committee, prepare and present to the congregation an annual budget.
- 3) Regularly review the financial affairs of the congregation, including offerings, contracts and service agreements, payment of salaries and bills, and disbursement of special funds.
- 4) Support the staff and the Congregation Council by obtaining financial and legal information necessary for consideration of contracts, deeds and the like.
- 5) Annually check the adequacy of all types of insurance for church property and equipment and negotiate insurance contracts.
- 6) Provide other support as requested by the Congregation Council.

OUTREACH ADVISORY COMMITTEE

Purpose: Working with the Outreach Coordinator, oversee all welcome, awareness, promotion, advocacy, and outreach services of this congregation, sharing the Good News with those outside of our congregation and with those in need.

Specifics:

- 1) Foster a climate that encourages congregation members to share their faith with others.
- 2) Promote and direct a congregation-wide atmosphere of welcome.
- 3) Study and adopt or adapt suggestions of the outreach programs of the ELCA.
- 4) Assist in determining the appropriate methods for awareness and promotion of the programs of the church in the surrounding communities.
- 5) Support local charities through congregational funds and volunteers.
- 6) Develop and implement programs to meet specific community needs.
- 7) Foster support for missions and charities through an ongoing program of mission information and education through agencies, committees, and organizations such as ELCA World Hunger Appeal, ELCA Global Mission, Lutheran Services of Georgia, etc.
- 8) Promote awareness of ELCA Social Statements and Messages, and share individual and congregational opportunities to support ELCA efforts to advocate for the common good.
- 9) Submit an annual budget as requested by the Finance Committee.

PERSONNEL COMMITTEE

Purpose: To make recommendations to the Congregation Council, in cooperation with the pastor as head of staff, that will enable decisions to carry out the obligations of the congregation as an employer.

Specifics:

- 1) Make recommendations to the Congregation Council that specifically support sections C12.04.c and C12.04.d of the Constitution and Bylaws: To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission (C12.04.c); to maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment (C12.04.d)
- 2) Responsible in partnership with the Finance Committee for annually reviewing all compensation provided for the pastors and other paid staff, and ensuring that appropriate action is taken by the Congregation Council regarding such compensation and are included in the budget.
- 3) Responsible for issues with legal implications, such as ensuring, as much as possible, that the congregation is providing a safe and secure working environment and that the staff is compliant with any safety policies and procedures of the congregation.
- 4) Work with all parties involved to be sure that lines of authority are clear, and that employees are enabled to carry out those aspects of ministry that have been entrusted to them.
- 5) Review letters of call for pastors and other paid staff offer letters with specific attention to the sections on compensation, on specific job responsibilities, and on other employment terms. Recommendation for approval is then made to the Congregation Council.
- 6) Ensure that the Performance Assessment process is conducted in a regular and timely manner, and in a spirit of fairness and equity for all staff.
- 7) Provide clear and up-to-date human resources policies and procedures to the Congregation Council initially for approval and then provided in writing to all paid and volunteer staff.
- 8) Periodically audit the safety of the congregation's working environment, including interviews with the pastor and staff about problem areas. Changes, as needed, are then made to the Congregation Council.
- 9) Ensure that personnel files have been created and maintained for every staff member and volunteer, including job descriptions and a description of their duties and responsibilities.
- 10) Responsible to the congregation to keep abreast of the most current relevant personnel laws and regulations from federal, state and local government agencies.
- 11) Responsible to keep current with the most recent actions of the synod on personnel policies and procedures.
- 12) Ensure that all committee activities are coordinated with other Congregation Council committees and the Mutual Ministry Committee to clarify areas of responsibility and avoid overlap in areas related to church personnel.

STEWARDSHIP COMMITTEE

Purpose: To initiate and oversee programs for the development of good stewardship attitudes and practices in the members of the congregation in regard to time, talents, and treasures; to provide for the training and utilization of members of the congregation for the work of Christ's Kingdom; and to ensure the financial stability of the congregation and its work through a developed program of dedicated, proportionate, first-fruits giving.

Specifics:

- 1) Maintain a program to discover and enlist the talents God has given members for the church's ministries.
- 2) Working with the Inreach Coordinator, be responsible for maintenance of a congregational talent file at all times, and provide for the immediate recording of the talents and abilities of incoming members.
- 3) Provide opportunities for the development of talents (training courses, workshops, and the like).
- 4) Conduct an intensive program annually to confront every member personally with basic Biblical stewardship principles and practices.
- 5) Encourage the Gospel-motivated practice of joyous, worshipful, liberal, proportionate first-fruits giving in response to received blessings and recognized needs.
- 6) Annually give every member an opportunity to make a commitment of his/her treasure for God's work through the congregation.
- 7) Encourage stewardship programs in the societies and auxiliaries of the congregation.
- 8) Submit, at the time and in the form required, an annual budget as requested by the Finance Committee.

WORSHIP & MUSIC COMMITTEE

Purpose: In partnership with the worship staff, oversee all worship services of this congregation, and all activities directly related to these services.

Specifics:

- 1) Provide worship assistants, substitute pastors and guest speakers as needed.
- 2) Staff, train, and supervise: ushers, greeters, acolytes, lay readers, communion assistants, assisting ministers, or any other worship assistants.
- 3) Evaluate and make recommendations to the worship staff regarding new forms of worship, liturgies, and hymns for use in public worship.
- 4) Provide an Altar Guild for the care, use and maintenance of the sacred vessels, the altar, the altar furnishings, and vestments. The Altar Guild maintains an adequate supply of expendable items for worship such as but not limited to communion wine and bread, baptismal napkins, and candles.
- 5) Organize Seasonal Planning Teams to work with the worship staff to provide sensory enhancement of the worship space when appropriate.
- 6) Coordinate with the Altar Guild and Seasonal Planning Team all church and chancel decorations.
- 7) In cooperation with the worship staff, plan and evaluate all services, music and liturgical seasons during the year, coordinating with the worship calendar. Coordinate with and utilize the Media Coordinator to publicize the services for the year.
- 8) Manage the committee budget.
- 9) Prepare and submit an annual budget request in the form and at the time requested by the Finance Committee.
- 10) Members will intentionally distribute information to and receive response from the congregation concerning all new services or procedures.

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.

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 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 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 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.
- *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.

Chapter 20.

PARISH AUTHORIZATION

- *C20.01. This congregation may unite in partnership with one or more other congregations recognized by the synod named in *C6.01. to form a parish. Except as provided in *C20.02. and *C20.03., a written agreement, developed in consultation with the synod and approved by the voting members of each congregation participating in the parish, shall specify the powers and responsibilities that have been delegated to the Parish Council. The Parish Agreement shall identify which congregation of the parish issues calls on behalf of the member congregations or shall establish a process for identifying which congregation issues calls on behalf of the member congregations.
- *C20.02. One congregation of a parish shall issue a call on behalf of the member congregations to a minister of Word and Sacrament or a candidate for the roster of Ministers of Word and Sacrament who has been recommended by the synodical bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.
- *C20.03. One congregation of a parish may issue a call on behalf of the member congregations to a minister of Word and Service or a candidate for the roster of Ministers of Word and Service who has been recommended by the synodical bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.
- *C20.04. Any one of the congregations of the parish may terminate their relationship with the pastor as provided in †S14.18.d. of the synodical constitution of the synod named in *C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.

- *C20.05.** Any one of the congregations of the parish may terminate their relationship with a minister of Word and Service as provided in †S14.43.d. of the synodical constitution of the synod named in *C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.
- *C20.06.** Whenever a parish agreement is terminated, the call of any rostered minister serving that parish is terminated. Should any congregation that was formerly part of the parish agreement desire to issue a new call to that rostered minister, it may do so in accordance with the call process of this church.

Constitution, Bylaws, and Continuing Resolutions for Good Shepherd Lutheran Church of Woodstock, Inc., of the Evangelical Lutheran Church in America were revised November 28, 2005; November 27, 2006; November 11, 2007; November 17, 2008; January 28, 2009; February 12, 2012; August 14, 2012; November 12, 2012; January 7, 2013; May 4, 2014; November 14, 2014; January 14, 2015; April 3, 2017; November 11, 2018