

Christus Victor Lutheran Church



Constitution and Bylaws for the Congregation of Christus Victor Lutheran Church of the Evangelical Lutheran Church in America

Constitution
Updated on March 18, 2020
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Christus Victor Lutheran Church

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**Christus Victor Lutheran Church of
Naples, Florida, Inc.
Evangelical Lutheran Church in America**

Constitution

Approved by the Congregation at the September 24, 2017 Congregation Meeting

NOTE: For ease of reference, the constitution, bylaws, and continuing resolutions are merged into one document.

- Constitutional provisions are identified by a 2-number series (e.g., C8.01) and found in Times New Roman Font
- By-Law provisions are identified by a 3-number series (e.g., C8.01.01) and found in Century Gothic Font
- *Continuing Resolutions are identified by a 3-number series with a letter of the alphabet, the last two numbers of which represent the year of passage (e.g., C8.02.A03) and are found in italics*

***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 Christus Victor Lutheran Church of Naples, Florida, Inc.
C1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of Christus Victor Lutheran Church of Naples, Florida, Inc. is hereinafter designated as "this congregation."
C1.11. This congregation is incorporated under the laws of the State of Florida.

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

Chapter 3.

NATURE OF THE CHURCH

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

Chapter 4.

STATEMENT OF PURPOSE

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

- *C4.03. To fulfill these purposes, this congregation shall:
 - a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
 - b. Provide pastoral care and assist all members to participate in this ministry.
 - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
 - d. Teach the Word of God.
 - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
 - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
 - g. Motivate its members to provide financial support for this congregation's ministry and the ministry of the other expressions 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 adopt and periodically review a mission statement which will provide specific direction for its programs.
- *C4.06. References herein to the nature of the relationship between the three expressions of this church-congregations, synods, and the churchwide organization-as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

Chapter 5.

POWERS OF THE CONGREGATION

- *C5.01. The powers of this congregation are those necessary to fulfill its purpose.
 - C5.01.01. The fiscal year of this congregation shall be the calendar year.
- *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 this congregation. This 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, and 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 Boards and require them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions;
 - k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- C5.03.01. The Congregation shall elect the Endowment Fund Board at its congregation meeting.

- C5.03.02.** For the purpose of calling or terminating the call of a qualified person under *C5.03.c. above, an affirmative vote of at least a two-thirds majority of members present and voting at a legally called meeting is required.
- *C5.04.** This congregation shall elect 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 this congregation and other qualifications shall be as prescribed in guidelines established by the Florida-Bahamas 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 continuing resolution C13.07.D03. The purpose of the mission endowment fund is to provide for mission work beyond the operational budget of this congregation.

Chapter 6.

CHURCH AFFILIATION

- *C6.01.** This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Florida Bahamas 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 to either to calling a candidate approved for the roster of ministers of Word and Sacrament of the Evangelical 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 this 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 is 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 or in accordance with provision 9.23. of the constitution and by laws of the Evangelical Lutheran Church of America.
 - d. The Florida Bahama Synod takes charge and control of the property of this congregation to hold, manage, and convey the same on behalf of the synod pursuant to †S13.24. of the synod constitution. This congregation shall have the right to appeal the decision to the next synod assembly.
 - e. 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 two legally

called and conducted special meetings of this congregation by a two-thirds vote of the voting members present at each meeting. The first 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 this 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 this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the first meeting.

- b. Within 10 days after the resolution has been voted upon at the first meeting, the secretary of this 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 send copies of the resolution and certification to voting members of this congregation.
- c. If the resolution was adopted by a two thirds vote of the voting members present at the first meeting, the bishop of the synod and this congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the bishop of the attestation and certification as specified in paragraph b. above.
- d. If this congregation, after such consultation, is still considering termination of its relationship with this church, 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 second meeting shall be sent 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 this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the second meeting.
- e. Within 10 days after the resolution has been voted upon, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the second special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to the voting members of the congregation. If the resolution was adopted by a two thirds vote of the voting members present at the second meeting, the relationship between the congregation and this church shall be terminated subject to Synod Council approval as required by paragraphs f. and g. below. Unless this notification to the bishop also certified 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. Unless this notification to the bishop also certifies that this congregation has voted to affiliate with another Lutheran denomination, this congregation shall be deemed an independent or non-Lutheran Church, in which case *C7.04. shall apply.
- 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 has been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to receive synod 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 of 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 this congregation's first meeting as specified in paragraph a. above, or fails to achieve the required two-thirds vote of voting members present at this 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 the meeting at which the two thirds vote was not achieved.

***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 taken.

- *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 Florida-Bahamas 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, or pursuant to 9.23. of the constitution and bylaws of the Evangelical Lutheran Church in America, title to property shall continue to reside in this congregation.
- *C7.03. If 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 Florida-Bahamas Synod.
- *C7.04. If 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 process established by the synod, 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. In neither case does title to this congregations property transfer to the synod.
- *C7.05. Notwithstanding the provisions of *C7.02. and *C7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:
- Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.
 - Shall – upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of the Florida-Bahamas Synod – reconvey and transfer all right, title, and interest in the property to the synod.

Chapter 8.

MEMBERSHIP

- *C8.01. Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- *C8.02. Members shall be classified as follows:
- 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.
 - 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.
 - 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.

They shall not have voted as a seasonal member of another congregation of this church in the previous two calendar months.

- d. **Associate** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. These individuals have all the privileges and duties of membership except voting rights or other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.

C8.02.A03. At any legally called meeting of this congregation, Associate Members shall have voice and indicate on the attendance list their status. On any issue requiring a vote of the congregation, Associate Members will be allowed to cast ballots expressing their opinion on the issue. However, this expression of opinion will not be included in the vote tally of the membership. The minutes of the meeting will provide specific reference to the attendance and expression of opinion by the Associate Members.

- e. **Seasonal** members are voting members of other congregations of this church 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 this church:
 - 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 Chapter 20 of the constitution and bylaws of the Evangelical Lutheran Church of America;
- 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. Membership Inactivity

Inactivity of membership is defined by not communing and contributing to the church for two consecutive years.

Chapter 9. ROSTERED MINISTER

- *C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this Congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.02. Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of ministers of Word and Sacrament who has been recommended for this congregation by the synod 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 available channels of effective communication;
 - 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;
 - 5) endeavor to increase the support given by the congregation to the work of the churchwide organization and of the Florida-Bahamas Synod and
 - 6) Encourage adherence to covenantal relationship with this church as expressed in the Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.
- *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 the pastors death or, following consultation with the synod 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 this 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 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 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 the 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 or two rostered ministers and one lay person.

- 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 with disability status. Upon removal of the disability and 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 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 pastor and then to this 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 this 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, this 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.
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- *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 this 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.
 - *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, this 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 this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.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 this 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 this 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 call or approval of a request for change in roster status.
- C9.15.** Under special circumstances, subject to the approval of the synod bishop and the concurrence of this congregation, a minister of Word and Sacrament a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between this congregation and the pastor in a form proposed by the synod bishop and approved by this congregation.
- *C9.21.** Authority to call a deacon shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.22.** Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synod 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 this church and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
 - i. Identify and encourage qualified persons to prepare for ministry of the gospel.
- *C9.24.** The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.
- *C9.25.** The provisions for termination of the mutual relationship between a minister of Word and Service and a congregation shall be as follows:
 - a. The call of a congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the deacons death or, following consultation with the synod 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 with disability status. 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.** This congregation shall make satisfactory settlement of all financial obligations to a former deacon before calling a successor. A deacon 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.
- *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.** This congregation shall have at least one regular meeting per year. The regular meeting (s) of the congregation shall be held at the time (s) specified in the bylaws. Consistent with the laws of the state of Florida, the bylaws shall designate one regular meeting per year as the annual meeting of this congregation.
- C10.01.01.** The annual meeting of this congregation shall be held no later than the third Sunday in February of each year..
- C10.02.** A special Congregation Meeting may be called by the [senior] pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of this congregation upon the written request of ten percent [10%] of the voting members. The president of the Congregation Council shall call a special meeting upon request of the synod bishop. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.
- C10.03.** Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by state law, to all voting members at least 10 days in advance of the date of the meeting.
- C10.04.** Ten percent [10%] of voting members shall constitute a quorum. Associate members shall not be counted for the purpose of establishing the quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** All actions approved by this congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07.** Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.
- C10.08.** This congregation may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneously aural communication. To the extent permitted by state law, notice of all meetings may be provided electronically.

Chapter 11.

OFFICERS

- C11.01.** The officers of this congregation shall be a president, vice president, secretary, and treasurer.
- Duties of the officers shall be specified in the bylaws.
 - The officers shall be voting members of this congregation.
 - Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
 - The Congregation Council shall elect the president, vice president and secretary from the membership of the Congregation Council. If the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council.
- C.11.01.01.** Duties of the officers.
- The president shall preside at meetings of the Congregation Council, the congregation and the executive committee; coordinate the work of the committees, ministry areas and task forces; consult with the pastor(s) on special needs of the congregation and its members; prepare the agenda in conjunction of all members of council for the congregation council meetings; organize, if appropriate, an annual council retreat; and execute letters of call, countersign checks as required by the financial management procedures, and sign legal documents as necessary on behalf of the congregation.
 - The vice-president shall assume the duties of the president as needed in his/her absence; serve on the executive committee; and chair the personnel committee.
 - The treasurer shall supervise the financial records and investments of the congregation; serve as a member of the Finance & Budget Committee, the Endowment Fund Board and the Congregation Council; provide the Congregation

Council with a monthly statement of income and expenses compared to budget; sign or countersign checks as required by the financial management procedures; deliver an annual financial report to the congregation; implement written financial policies and procedures for cash management, annual budgeting and fund accounting; report on the financial condition of the congregation in the church newsletter; and provide support to the Gifts, Grants and Memorials Committee and the Endowment Fund.

- d) The secretary shall maintain attendance records and record the proceedings of all Congregation Council meetings, making copies available to all members of council, record the proceedings of all congregation meetings, assist the Congregation Council in its review of those minutes and publish the proceedings in the comprehensive annual report to the congregation; provide notice to the congregation of all congregation and council meetings; maintain congregation meeting attendance lists and make available the roster of voting members at each congregation meeting; maintain a register of congregation and Congregation Council resolutions and policies; execute letters of call to pastors and sign all legal documents, as appropriate, on behalf of the congregation; send all required documents to the synod; assure the safekeeping of all official documents of the congregation (e.g. deeds, mortgages, articles of incorporation, etc.); and notify the Nominating Committee of all offices to be filled no later than 90 days prior the congregation meeting at which the elections take place.

C11.02. The Congregation Council shall elect its officers and they shall be the officers of this congregation. The officers shall be elected by written ballot and shall serve for one year or until their successors are elected. Their terms shall begin at the close of the meeting at which they are elected.

C11.02.A03. An organizational meeting of the new Congregation Council shall be held in January following the meeting at which they were elected. For the purpose of this meeting, the pastor shall open the meeting as convener.

C11.03. No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than three 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 deacon (s), the officers of this congregation and no fewer than six (6) members of this congregation. It is the goal of this church to encourage youth and young adults to serve as members of the Congregation Council. Any voting member of this congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from two successive regular meetings of the Congregation Council without cause. Consistent with the laws of Florida, this congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

Note: The term "youth" means a voting member of a congregation who has not reached the age of 18 at the time of election for service. The term "young adult" means a voting member of a congregation between the ages of 18 and 30 at the time of election for service.

C12.01.A03. Associate Member Representation. The Associate Members of this congregation may appoint an individual to represent them at the Congregation Council. This representative shall have voice but no vote at any meeting of the Congregation Council and shall not be considered a member of the Council as defined above. The representative shall be appointed for a two-year term by the Associate Members of this congregation and may serve three consecutive terms. The appointment shall occur at a meeting of the congregation that is legally called for the purpose of electing members to the Congregation Council.

C12.02. The members of the Congregation Council except the pastor(s) and deacon (s) shall be elected by

written ballot to serve for two years or until their successors are elected. Such members shall be eligible to serve no more than three full terms consecutively. Their term shall begin on January 1st following their election at the Congregational Meeting in December.

C12.03. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next meeting at which Council members are elected.

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 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 support of the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
- i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
- j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.

C12.05. The Congregation Council shall be responsible for the financial and property matters of this congregation.

- a. The Congregation Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Florida, 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 this congregation.
- c. The Congregation Council may enter into contracts of up to \$5,000 for items not included in the budget. If reserved funds are available or emergency repairs are required, the Congregation Council has the authority to take necessary action above the amount specified in this section.
- d. The Congregation Council shall prepare an annual program and budget for adoption by this congregation, shall supervise the expenditure of funds in accordance with that budget following its adoption, and may incur total annual obligations of more than two percent in excess of the anticipated receipts only after approval by a Congregation Meeting. If emergency repairs are required, the Congregation Council has the authority to take necessary action above the amount specified in this section. The program and budget shall include this congregation's full-indicated share in support of the wider ministry being carried on in collaboration 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 mission support monies to the synod treasurer.
- f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.

- C12.05.01.** The Congregation Council shall, in consultation with the Finance & Budget Committee, adopt an investment policy. Once approved, the policy shall be included as a continuing resolution to this document and the Council shall make investment decisions consistent with its requirements.
- C12.05.02.** The Congregation Council shall be responsible for maintaining, updating and implementing a child protection policy for this congregation.
- C12.06.** The Congregation Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.
- C12.06.01.** The Congregation Council shall annually appoint from its membership one person who shall be responsible for maintaining and updating this constitution, bylaws and the continuing resolutions. This person may consult with others within this congregation as appropriate.
- 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 this 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.
- C12.09.A03.** For purposes of this section, the comprehensive report shall include, at a minimum, the following: reports from the Pastor; President; Treasurer; all Administrative Committees described in section C13.07.A03; ministry areas as required by section C13.07.B03; the Endowment Fund; the Audit Committee described in section C12.09.B03; a complete report of membership activities including all baptisms, confirmations, marriages, burials, members received, members who transferred from this congregation, and members dismissed or excluded; and minutes of all regular and special meetings of this congregation held during the preceding year with the accompanying certification by the Congregation Council described below.*
- C.12.09.C03.** For purposes of this report, the Congregation Council shall provide certification that it has reviewed the minutes of all regular and special meetings of this congregation and found them to accurately reflect the proceedings.*
- C12.11.** The Congregation Council normally will meet once a month. Special meetings may be called by the pastor or the president, and shall be called by the president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.
- C12.11.01** All regular meetings of the Congregation Council shall be open to all voting and associate members of this congregation.
- C12.11.02** The Congregation Council, by majority vote, may adjourn to closed session with only elected members of the Council present. This closed session must meet any requirements of Florida law.
- C12.11.03** An executive session of the Congregation Council may be called only for the following reasons:
- a. Staff personnel matters;
 - b. Discussion of any contract negotiations;
 - c. Discussion on sale of or pending purchase of real property;
 - d. Conference with an attorney; or
 - e. Investigation of violations of the law.
- This executive session must meet any requirements of Florida law.
- C12.12.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the [senior] pastor or interim pastor, except when the [senior] 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 [senior] 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 synod bishop.
- C12.13.** The Congregation Council and its committees may hold meetings by remote communication,

including electronically and by telephone conference, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

Chapter 13.

CONGREGATION COMMITTEES

C13.01. The officers of this congregation and the pastor shall constitute the *Executive Committee*.

C13.01.A03. The Executive Committee shall perform duties as assigned or delegated to it by the Congregation Council and implement specific actions as required. They may meet to discuss Council agendas, other items of importance to the congregation and may call special meetings of the council as needed.

C13.01.B03. The Executive Committee shall be responsible for developing and maintaining a Congregational Operations Manual that compiles the policies and procedures of this congregation. This shall be made available, at a minimum, to all members of the Congregation Council, all potential nominees, committee and task force members, all staff and key volunteers. The Manual shall include, at least, the Mission Statement; the updated Constitution, bylaws and continuing resolutions; the Child Protection Policy; an updated organizational chart; and any identified goals, strategic objectives, or workplan for the year.

C13.02. A *Nominating Task Force* of two members of this congregation, if possible, outgoing members of the Congregation Council, shall be appointed by the Congregation Council. Members of the Nominating Task Force are not eligible for consecutive service.

C13.02.A03.

a). The Nominating Task Force shall convene no later than 90 days prior to the meeting at which elections will be held for the purpose of identifying prospective candidates for available positions. At least one nominee must be presented for each available position. Responsibilities shall include meeting with prospective candidates to fully explain the responsibilities of the position and providing them with necessary orientation materials. Nominations, with supporting biographical information, must be provided to this congregation in the meeting notice.

b). For purposes of this section, outgoing member refers to a council member in his/her last year of service, regardless of whether that year represents the end of the specified term of election, whose current position on council will be filled in the upcoming election

C13.03. An *Audit Committee* of at least three voting members shall be elected by the Congregation Council and shall report to the Council. Audit Committee members shall not be members of the Congregation Council. Term of office shall be one year. Members shall be eligible for reelection.

C.13.03.01. The Audit Committee responsibilities shall include the annual review of financial records, An annual fiscal compliance report shall be included in the comprehensive annual report to the congregation.

C.13.03.A03.

a). Financial Audit. The Audit Committee shall examine and review all accounts and records of this congregation, including Gifts, Grants and Memorials and the Endowment Fund; exercise supervision and oversee the work of this review if it is conducted by an outside accounting firm; examine all insurance policies and prepare a schedule of the insurance coverage; inspect and examine securities and investments; prepare a schedule of the securities and investments for review by the Finance & Budget Committee; assure all investments have been made consistent with the investment policy approved by the Congregation Council; report its findings in writing to the congregation council with supporting schedules and recommendations for change and improvement to the policy; and verify that the congregation complies with Federal and State tax laws and regulations. The audit shall be conducted consistent with the ELCA Suggested Guidelines for Audit Procedures and shall use the Tax Guide for Churches and Religious Organizations of the IRS . The Audit Committee shall work in cooperation with the treasurer and financial secretary(ies) of the congregation. The committee, with prior approval of the Council, may secure outside help on a fee basis from an independent accountant registered in Florida.

C13.04. *Mutual Ministry Committee(s)* may be appointed by the Executive Committee. The number of members and their terms of office are to be specified by the Congregation Council.

A member of this Committee may not be a member of either the Congregation Council or Personnel Committee.

C13.04.A03. The Mutual Ministry Committee shall meet at the request of any member of

the salaried staff, including rostered minister(s). The Committee shall work to encourage and support these staff members as necessary. The Committee shall have no responsibility for personnel issues.

C13.05. When a vacancy occurs in a position for which this congregation calls a rostered minister, a **Call Committee** of seven voting members shall be elected by this Congregation Council. Term of office will terminate upon installation of the newly called rostered minister. This process shall also be used if this congregation votes to call associates in ministry, deaconesses, or diaconal ministers.

C13.05.01 The Call Committee shall work with the bishop and synod to help to determine pastoral and congregation needs and select an appropriate candidate to recommend to the Congregation Council and congregation to fill pastoral or other called vacancies.

C13.06. Other committees of this congregation may be formed, as the need arises, by decision of the Congregation Council.

C13.06.01. The following Administrative committees shall be standing committees of this congregation and report to the Congregation Council:

- a) Finance & Budget
- b) Property
- c) Personnel
- d) Gifts, Grants and Memorials

C13.06.02. The Congregation Council has the authority to identify spiritual ministry areas of this congregation, which will be incorporated into the continuing resolutions.

C13.06.A03. *The following spiritual ministry areas are identified by the Congregation Council, will report to the Council and may, at the Council's discretion, be represented by standing committees or modified as appropriate:*

- a) *Outreach*
- b) *Stewardship*
- c) *Parish Life*
- d) *Worship and Music*
- e) *Learning*
- f) *Youth*

C13.06.03 The Congregation Council may establish Task Forces to accomplish the work of this congregation. Task Forces shall have the following characteristics: no operational responsibility, a time-limited existence and a specific and limited charge or scope of responsibility.

C13.06.B03. *Long Range Planning Task Force. A Long Range Planning Task Force may be established by the Council for the purpose of designing a long range plan for this congregation. The Task Force shall seek the input of members of this congregation and shall present their recommendations to the Council as determined by the Congregation Council. Once the Council has approved the plan, it will be presented to this congregation for their consideration at a legally called meeting.*

C13.06.04 The following guidelines shall govern all standing committees, spiritual ministry areas, task forces or any additional committees that may be formed:

- a) Membership – If the membership is not specifically defined in the constitution or bylaws, the membership is open to any volunteer.
- b) Chair – The chair does not need to be a member of the Congregation Council unless so specified in the constitution or bylaws. The chair must be either a member or an associate member of this congregation. The Congregation Council may appoint the chair or may delegate that responsibility to the individual standing committee, spiritual ministry area or task force.
- c) Council Liaison – The Congregation Council shall appoint a council liaison to all administrative committees as defined in section C13.06.01. For spiritual ministry areas or task forces, the Congregation Council may appoint a council liaison in its discretion. If a council liaison is appointed, it should be acknowledged in the appropriate continuing resolution.
- d) Meeting Requirements – Standing committees, spiritual ministry areas or task

forces may establish a regular meeting schedule or may meet at the call of the chair as frequently as is necessary to accomplish their responsibilities.

- e) Meeting Summaries – Written summaries of all meetings shall be provided on a timely basis to the Congregation Council by the council liaison. If there is no council liaison, the chair shall distribute the meeting summaries to the Council.

C13.06.05 The pastor(s) shall be an ex-officio member with full voting privileges of all Administrative Committees, Spiritual Ministry areas or task forces.

C13.07. Duties of committees of this congregation shall be specified in the continuing resolutions.

C13.07.A03. *Duties of Administrative Committees defined in section C13.06.01 are as follows:*

- a) *Finance & Budget. This committee is responsible for the oversight of the financial records and affairs of this congregation and reporting on the financial status to the Congregation Council on a regular basis. The committee has the following specific responsibilities:*
- 1) *Coordinate the development of the annual budget by actively engaging other committees, service ministry areas and staff to identify the resources necessary to carryout desired ministries as defined through a planning process and prepare a draft budget for presentation to the Congregation Council;*
 - 2) *Monitor on an on-going basis the receipt and expenditure of funds, regular financial statements, adherence to budget, financial management policies, and any outside audits of finance records;*
 - 3) *Prepare an Investment Policy for review and approval by the Congregation Council and oversee investments consistent with the approved policy;*
 - 4) *Maintain an internal auditing procedure, or recommend a professional audit be done.*
 - 5) *Assure and oversee accurate and timely financial reporting to the Synod and/or ELCA;*
 - 6) *Assure members are advised of their personal giving in a routine and accurate manner;*
 - 7) *Assure insurance, including property and directors and officers, is maintained at appropriate levels;*
 - 8) *Assure financial management policies and procedures, including check signature restrictions, are in place;*
 - 9) *Create and implement risk management strategies;*
 - 10) *Cooperate with the Audit Committee; and*
 - 11) *Provide a report of committee activities for inclusion in the comprehensive annual report.*
- (b) *Property Committee. This committee is responsible for preserving, maintaining and enhancing the properties of this congregation. The committee has the following specific responsibilities:*
- 1) *Maintain and protect all buildings, grounds, property and equipment of this congregation;*
 - 2) *Maintain a current inventory of all property;*
 - 3) *Arrange for, supervise and monitor the performance of any contracted work or services related to facility or property maintenance;*
 - 4) *Provide for the regular and special repair, maintenance and cleaning of buildings and grounds;*
 - 5) *Assure adequacy of building security;*
 - 6) *Provide a report of committee activities for inclusion in the comprehensive annual report.*
- (c) *Personnel Committee. This committee is responsible for maintaining a fair and equitable employment environment for all salaried personnel, pastor(s) or other called persons. The committee is chaired by the vice-president of this congregation and shall have at least three members appointed by the Congregation Council. In making these appointments, the Congregation Council should look, to the extent possible, for individuals who have human resources or personnel management experience. The committee has the following responsibilities:*

- 1) *Create, maintain and review on a periodic basis, employee job descriptions and reporting relationships;*
 - 2) *In consultation with the pastor(s) and/or other appropriate staff or committees, identify qualified persons for staff vacancies and submit their recommendation to the Congregation Council for approval;*
 - 3) *Establish employment policies and, if appropriate, an employee handbook;*
 - 4) *Create and maintain an employment benefit plan;*

 - 5) *Establish a review process and review on at least an annual basis the performance of all salaried personnel, pastor(s) or other called personnel and provide written documentation of the review;*
 - 6) *Maintain personnel files for all salaried personnel, pastor(s) or other called personnel;*
 - 7) *Assist the Call Committee in preparing a Letter of Call;*
 - 8) *Assure compliance with state and federal employment laws; and*
 - 9) *Provide a report of committee activities for inclusion in the comprehensive annual report.*
- (d) *Gifts, Grants and Memorials Committee. This committee shall be responsible for the distribution of any designated or undesignated gifts, grants or memorials received by this congregation. The distribution shall be consistent with guidelines that are developed by this committee and approved by the congregation. These guidelines shall address the circumstances, if any, under which loans may be made to the operating fund. The committee shall be composed of at least three people elected by the Congregation Council with one being selected from the Congregation Council's membership on an annual basis. Terms shall be for one year. Members shall be eligible for re-election. The committee has the following responsibilities:*
- 1) *Develop and maintain guidelines for the distribution of all designated and undesignated gifts, grants or memorials received by this congregation;*
 - 2) *Acknowledge in a timely manner all gifts, grants or memorials that are received;*
 - 3) *Establish and publicize the procedures for distribution of available resources;*
 - 4) *Establish, maintain and publicize a needs list identifying potential opportunities for giving;*
 - 5) *Work in coordination with the Stewardship Committee and Endowment Fund to make known the various opportunities for giving that exist in this congregation;*
 - 6) *Cooperate with the Audit Committee in its review of committee activities; and*
 - 7) *Provide a report of committee activities for inclusion in the comprehensive annual report.*

CI3.07.B03. *Duties of spiritual ministry areas identified in section 13.06.A03 are as follows:*

- a) *Outreach Ministry. This ministry area looks to witness to, nurture and serve our broader community and world as well as this congregation. It has two distinct, yet complimentary, responsibilities: social ministry and evangelism/witnessing.*
 - 1) *Social ministry will heighten the awareness of this congregation to human needs in our community and world through programs, drives and other activities and will implement plans and programs to address those needs as well as issues of peace and justice. It will be the liaison for this congregation to human service organizations in the local and global communities, will coordinate all food and clothing drives and will have responsibility for the Health and Wellness Ministry.*
 - 2) *Evangelism/witnessing will make this congregation known by fostering activities that seek to involve the community of believers in mutual enrichment. This ministry focus will include support for members and friends of this congregation who are homebound, in need of prayer support, or new to this community. It shall also seek to involve the outside community in activities that bring others into a relationship with God.*

The Outreach Ministry area (will/will not) have a committee and (will/will not) have a council liaison(s). This area shall provide a report of activities for inclusion in the comprehensive annual report.

- b) *Stewardship Ministry.* This ministry area is responsible for emphasizing, promoting and engaging this congregation in an understanding of the stewardship of our lives as a response to God's grace. It shall seek to increase the level of commitment of the membership and friends, both financially and in their use of time and talents. It shall have a development responsibility in coordination with the Gifts, Grants and Memorials Committee and the Endowment Fund, to make members and friends of this congregation aware of the numerous opportunities for giving that are available. The Stewardship Ministry area (will/will not) have a committee and (will/will not) have a council liaison(s). This area shall provide a report of activities for inclusion in the comprehensive annual report.
- c) *Parish Life Ministry.* This ministry area is responsible for coordinating and supporting opportunities for fellowship within this congregation. It shall seek to engage a broad cross-section of this congregation in volunteering to support these activities as an opportunity for members and friends to use their time and talents. The Parish Life Ministry area (will/will not) have a committee and (will/will not) have a council liaison(s). This area may provide a report of activities for inclusion in the comprehensive annual report.
- d) *Worship and Music Ministry.* This ministry area is responsible for supporting and sustaining an enriching and Christ-centered worship life in this congregation. It shall work with the pastor(s) to coordinate worship services and seasonal observances. In coordination with the pastor(s) and director of music, it shall work to develop and maintain a music program that enriches the worship experience of this congregation and provides opportunities for members and friends to use their time and talents. It shall work through the Altar Guild to provide proper care for vestments, paraments and worship furnishings. It shall oversee the recruitment, training and support of all worship assistants including readers, communion assistants, ushers, greeters and acolytes. It shall provide coordination of all other activities, as necessary, that support the worship life of this congregation. The Worship and Music Ministry area (will/will not) have a committee and (will/will not) have a council liaison(s). This area shall provide a report for inclusion in the comprehensive annual report.
- e) *Learning Ministry.* This ministry area is responsible for supporting this congregation in life-long learning and faith development by providing opportunities for Christian education. It shall coordinate and support Sunday School opportunities for both children and adults, other adult education opportunities including Bible studies, Vacation Bible School, Confirmation instruction, the nursery, the library, and ministry outreach. The Learning Ministry area (will/will not) have a committee and (will/will not) have a council liaison(s). This area shall provide a report for inclusion in the comprehensive annual report.
- f) *Youth Ministry.* This ministry area is responsible for supporting and affirming the youth of this congregation as they continue their faith journey through the often challenging years of adolescence. It shall seek to assure them that this congregation welcomes them and provides a safe environment for them to share their faith, questions and concerns, laughter, as well as fears and anxieties. It shall coordinate youth-focused activities, provide opportunities for structured and non-structured discussion, as well as provide service opportunities within this congregation and the broader community. The Youth Ministry area (will/will not) have a committee and (will/will not) have a council liaison. This area may provide a report for inclusion in the comprehensive annual report.

C13.07.C03. *Other committees and associated ministries.* Other committees and associated ministries are recognized. These are free-standing entities and do not report through a committee structure nor is there a council liaison. The Congregation Council has general oversight over these areas but does not require routine updates unless a specific issue is raised either by the entity or the Council.

- a) *Internship Committee.* This committee is responsible for providing support to the

intern(s) during their year of service in this congregation. Responsibilities for this committee are outlined by the Seminary and include but are not limited to meeting monthly with the intern(s) and providing formal evaluations on a scheduled basis. This committee may provide a report for inclusion in the comprehensive annual report.

- b) Victory Park Committee. This committee is responsible for the on-going planning and development of Victory Park. It shall work in coordination with the Property Committee to continue to implement the plan. It shall coordinate with the Stewardship and Gifts, Grants and Memorials Committee to make known to members and friends the continuing needs of the Park and the opportunities for giving. This committee may provide a report for inclusion in the comprehensive annual report.*
- c) Associated Ministries. Associated Ministries may include but are not limited to the WELCA, Victorious Visitors, Mary/Martha Circle, and the Computer Group. The Associated Ministries may provide a report for the comprehensive annual report as requested.*

C13.07.D03. *Christus Victor Lutheran Church Endowment Fund. The members of this congregation approved the creation of an Endowment Fund (hereinafter "Fund") at the 2000 Annual Meeting of the congregation. The philosophy of the fund is to: 1) provide an opportunity for Christian stewardship that involves the faithful management of all the gifts God has given, including accumulated, appreciated and inherited resources; 2) affirm the Scriptural principle of proportionate giving as both a privilege and an appropriate response in all times and all circumstances; and 3) enhance and extend the ministry and outreach of Christus Victor apart from the general operation of this congregation. No portion of the income generated by the Fund shall be used to supplement the annual operating budget of this congregation.*

The Fund shall be governed as follows:

- a) Board of Directors. The Fund Board (hereinafter "Board") shall be the custodian of, and manage the Fund.*

Election and Officers: The Board shall be elected by this congregation and consist of four (4) members, one of whom shall be the Church Treasurer, and all of whom shall be members of this congregation. Except for the Treasurer, no Board Member shall be a member of the Congregation Council. The term of membership shall be three (3) years and no member shall serve more than two (2) consecutive terms and the terms of membership shall be staggered. After a lapse of one year of service, a former Board member may be reelected. In the event of a vacancy on the Board, the Congregation Council shall appoint a member to fill the vacancy until the next Annual Meeting at which time a member shall be elected to fill the unexpired term. From its membership, the Board shall elect a chairperson to preside at all meetings and a recording secretary. The recording secretary shall maintain complete and accurate meeting summaries and distribute them to all members of the Board and the Congregation Council. The Church Treasurer shall maintain complete and accurate accounts for the Fund. The books and records of the Funds shall be reviewed by the Audit Committee on an annual basis and their findings reported in the Audit Report to the Congregation Council and this congregation.

Meetings: The Board shall meet at least quarterly. A quorum shall consist of three (3) members. If only three members are present, a unanimous vote shall be required for any action.

Reporting: The Board shall report at least quarterly to the Congregation Council and shall provide a report of Fund and Board activities for inclusion in the comprehensive annual report.

Limitations on Liability: Board members shall not be liable for any losses incurred from the investment of Fund assets except to the extent such losses were the result of bad faith or gross negligence. There shall be no personal liability so long as the Board member acts in good faith and with ordinary prudence and no member shall be liable for the acts or omissions of another member. Members shall be covered

under the Church Officers liability insurance policy. No member shall engage in any Fund transactions in which he or she has direct or indirect financial interest and shall refrain from any conduct in which his or her personal interests would conflict with the interests of the Fund.

b). Receipt of Gifts: The Board may receive funds through gifts, bequests, contributions, memorials, wills, trusts, insurance, annuity or endowment policies or contracts, from any individual or organization, in money, securities or any other form of property, real or personal, acceptable to it at any time. All Fund assets shall be kept separate from other funds and property of this congregation. Gifts to the Fund are considered unrestricted and contributors should be encouraged to give without restrictions. All gifts shall be acknowledged.

c) Fund Assets. All Fund assets will be held in the name of the Christus Victor Lutheran Church Endowment Fund. Recommendations to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest and otherwise manage and control the assets of the Fund, including stocks, bonds, debentures, mortgages, notes, mutual funds or other securities, are to be made by the Board for approval by the Congregation Council.

d) Principal and Income. Principal and income shall be determined by the Board according to accepted accounting procedures. Gifts to the Fund shall accumulate until the principal amount of \$50,000 is reached, after which the income generated from the investment of principal may be expended.

e) Distribution of Income. Income from the Fund shall be distributed at such times as deemed necessary or feasible to accomplish the following purposes:

- 1) for outreach into the community and synod, including, but not limited to, grants to seminaries, universities, colleges or students attending such schools; social service agencies; institutions to which this congregation relates; and to special programs designed for those persons who are in spiritual and/or economic need;*
- 2) for missions of the Evangelical Lutheran Church of America (ELCA);*
- 3) for capital improvements, debt reduction or a building program of this congregation; or*
- 4) for causes and programs which at the discretion of the Board are consistent with the Fund's purpose of enhancing the mission outreach of the Church.*

Programs for support shall be recommended by the Board and approved by the Congregation Council according to the above guidelines established by this congregation. To set a positive example of responsible stewardship, the Board shall recommend that ten percent (10%) of all distributions be given directly to benevolence ministries of the Evangelical Lutheran Church of America.

f) Distribution of Principal. When, in the opinion of the Board, circumstances are of such a nature that the only recourse is to use the principal of the Fund, the Board may recommend such action to the Congregation Council if the following criteria are met:

- 1) the Fund has been in existence for at least five (5) years;*
- 2) a minimum of \$100,000 has been accumulated in the Fund; and*
- 3) not more than ten percent (10%) of the principal in the Fund may be distributed in any given year.*

g) Tax Exemption. Any and all gifts given to the Fund, as well as all income derived therefrom, shall be used exclusively for religious, charitable, educational, scientific or literary purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. There shall be distributed at least such part of the current income, or past accumulation of income, as is necessary to avoid unreasonable accumulation of income with the applicable provisions of the Internal Revenue Code.

h) Fiscal Year. For tax, accounting, distribution and all other purposes, the fiscal year of the Fund shall be the fiscal year of this congregation.

i) Transfer of Fund. In the event this congregation ceases to exist, either through merger or dissolution, transfer of the Fund shall be at the discretion of this

congregation, in conformity with the Constitution and in consultation with the Florida-Bahamas Synod.

- j) *Amendments. This Endowment Fund Continuing Resolution may not be altered or amended except by a majority vote of this congregation at a legally called meeting.*

C13.07.01 The Congregation Council shall not have authority to amend or modify the Endowment Fund continuing resolution found in section C13.07.D03

C13.08. The pastor of this congregation shall be *ex officio* a member of all committees and boards of this congregation. The president of this congregation shall be *ex officio* a member of all committees and boards of this congregation, except the Nominating Committee.

Chapter 14.

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

***C15.03.** If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six

members from the Committee on Discipline to decide the case, and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members plus the nonvoting chair comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.

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

***C15.05.** By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:

- a. suspension from the privileges of congregation membership for a designated period of time;
- b. suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
- c. termination of membership in this congregation; or
- d. termination of membership in this 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 this 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 between or among factions within this congregation on a substantive issue which cannot be resolved by the parties, members of this congregation may petition the synod bishop for consultation after informing the president of this congregation of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue related directly to the pastor, the bishop may begin the process in †S14.18.d. In all other matters, if the bishops consultation fails to resolve the issue, the bishop shall refer the matter to the Consultation Committee of the synod, which shall undertake efforts to find an appropriate solution. If the Consultation Committees efforts fail to resolve the dispute, the entire matter shall be referred to the Synod Council for adjudication by whatever process the Council deems necessary. The Synod Councils 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 five percent [5%] of the voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify this 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 any legally called meeting of this congregation by a majority vote of those voting members present and voting;
- b. be ratified without change at the regular meeting of this congregation held pursuant to C10.01. by a two-thirds vote of those voting members present and voting; and

c. have the effective date included in the resolution² and noted in the constitution.

***C16.03.** Any amendments to this constitution that result from the processes provided in *C16.01. and *C16.02. shall be sent by the secretary of this congregation to the synod. The synod shall notify this 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.

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

***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 this congregation without presentation at a prior meeting of this congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, notice to this congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of at least two [2] voting members of this congregation, the congregation Council shall submit such notice and call such a meeting. Following the adoption of an amendment, the secretary of this 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 this congregation's members of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.
- *C17.04.** Adopted or amended bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 18.

CONTINUING RESOLUTIONS

- *C18.01.** This 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 this congregation or a two-thirds vote of all voting members of the Congregation Council.
- *C18.03.** Adopted or amended continuing resolutions shall be sent by the secretary of this congregation to the synod.

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

[Required provisions when congregation is part of a parish]*

- *C20.01.** This congregation may unite 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 synod 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 synod 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 synod 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 synod 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.