

**CONSTITUTION OF ST. PAUL'S EVANGELICAL LUTHERAN CHURCH**  
**Waverly, Iowa**

**\*PREAMBLE**

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

**Chapter 1.**

**NAME AND INCORPORATION**

- C1.01. The name of this congregation shall be St. Paul's Evangelical Lutheran Church.
- C1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of St. Paul's Evangelical Lutheran Church is hereinafter designated as "this congregation."
- C1.11. This congregation shall be incorporated under the laws of the State of Iowa.

**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 the Lutheran confessional writings, as the power of God to create and sustain the Church of God's mission in the world.

### **Chapter 3.**

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

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

### **Chapter 4.**

#### **STATEMENT OF PURPOSE**

- \*C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- \*C4.02. To participate in God's mission, this congregation as 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 aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, and committing itself to their needs.
  - e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
  - f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
- \*C4.03. To fulfill these purposes, this congregation shall:
  - a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
  - b. Provide pastoral care and assist all members to participate in this ministry.
  - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
  - d. Teach the Word of God.
  - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
  - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
  - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America.
  - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
  - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- \*C4.04. This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Congregation Council.
- \*C4.05. This congregation shall, from time to time, adopt a mission statement which will provide specific directions for its programs.

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

- \*C5.01. The powers of this congregation are those necessary to fulfill its purpose.
- \*C5.02. The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- \*C5.03. Only such authority as is delegated to the Congregation Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
  - a. call a pastor as provided in Chapter 9;
  - b. terminate the call of a pastor as provided in Chapter 9;
  - c. call or terminate the call of associates in ministry, deaconesses, and diaconal ministers in conformity with the applicable policy of the Evangelical Lutheran Church in America;
  - d. adopt amendments to the constitution, as provided in Chapter 17, and amendments to the bylaws, as specified in Chapter 16.
  - e. approve the annual budget;
  - f. acquire real and personal property by gift, devise, purchase, or other lawful means;
  - g. hold title to and use its property for any and all activities consistent with its purpose;
  - h. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
  - i. elect its officers and Congregation Council, and require the members of the council to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
  - j. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- \*C5.04. This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by this synod.

**Chapter 6.**  
**CHURCH AFFILIATION**

- \*C6.01. This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Northeastern Iowa Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- \*C6.02. This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- \*C6.03. This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
  - a. This congregation agrees to be responsible for its life as a Christian community.
  - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
  - c. This congregation agrees to call pastoral leadership from the clergy roster of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod,
  - d. This congregation agrees to consider associates in ministry, deaconesses, and diaconal ministers for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America.
  - e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.
- \*C6.04. Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:
  - a. This congregation takes action to dissolve.
  - b. This congregation ceases to exist.
  - c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
  - d. This congregation follows the procedures outlined in \*C6.05.

- \*C6.05. This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:
- a. A resolution indicating the desire of this congregation to terminate its relationship must be adopted at a legally called and conducted special meeting of this congregation by a two-thirds majority of the voting members present.
  - b. The secretary of this congregation shall submit a copy of the resolution to the synodical bishop and shall mail a copy of the resolution to voting members of this congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
  - c. The bishop of the synod shall consult with this congregation during a period of at least 90 days.
  - d. If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
  - e. A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between this congregation and the Evangelical Lutheran Church in America shall be terminated.
  - f. Notice of termination shall be forwarded by the synodical bishop to the secretary of this church and published in the periodical of this church.
  - g.<sup>1</sup> Since this congregation was a member of the Lutheran Church in America, it shall be required, in addition to the foregoing provisions in \*C6.05., to receive synodical approval before terminating its membership in the Evangelical Lutheran Church in America.
  - h.<sup>2</sup> Since this congregation was established by the Evangelical Lutheran Church in America, it shall be required, in addition to the foregoing provisions in \*C6.05., to receive synodical approval before terminating its membership in the Evangelical Lutheran Church in America.

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

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

## **Chapter 7. PROPERTY OWNERSHIP**

\*C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Northeastern Iowa Synod of the Evangelical Lutheran Church in America.

\*C7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.

\*C7.03. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Northeastern Iowa Synod.

\*C7.04. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

<sup>1</sup> This provision is to be used in the constitutions of all congregations that formerly were a part of the Lutheran Church in America, in accord with provision 9.62.g. in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.

<sup>2</sup> This provision is to be used in the constitutions of all congregations that have been established by the Evangelical Lutheran Church in America, in accord with provision 9.62.h. in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.

## **Chapter 8.**

### **MEMBERSHIP**

- \*C8.01. Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- \*C8.02. Members shall be classified as follows:
- a. **Baptized** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
  - b. **Confirmed** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
  - c. **Voting** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.
  - d. **Associate** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, or persons who wish to retain a relationship with this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.
- \*C8.03. All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.
- \*C8.04. It shall be the privilege and duty of members of this congregation to:
- a. make regular use of the means of grace, both Word and sacraments;
  - b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
  - c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.
- \*C8.05. Membership in this congregation shall be terminated by any of the following:
- a. death;
  - b. resignation;
  - c. transfer or release;
  - d. disciplinary action by the Congregation Council; or
  - e. removal from the roll due to inactivity as defined in the bylaws.

Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

## **Chapter 9.**

### **THE PASTOR**

- \*C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds majority ballot vote of members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.02. Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.
- \*C9.03. Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every ordained minister shall:
    - 1) preach the Word;
    - 2) administer the sacraments;

- 3) conduct public worship;
  - 4) provide pastoral care; and
  - 5) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
- b. Each ordained minister with a congregational call shall, within the congregation:
- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
  - 2) supervise all schools and organizations of this congregation;
  - 3) install regularly elected members of the Congregation Council; and
  - 4) with the council, administer discipline.
- c. Every pastor shall:
- 1) strive to extend the Kingdom of God in the community, in the nation, and abroad;
  - 2) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
  - 3) impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and
  - 4) endeavor to increase the support given by the congregation to the work of the churchwide organization of the Evangelical Lutheran Church in America (ELCA) and of the Northeastern Iowa Synod of the ELCA.

\*C9.04. The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call, which shall be attested by the bishop of the synod.

- \*C9.05. a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical bishop and for the following reasons:
- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
  - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
  - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
  - 4) the physical or mental incapacity of the pastor;
  - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
  - 6) the dissolution of the congregation or the termination of a parish arrangement; or
  - 7) suspension of the congregation as a result of discipline proceedings.
- b. When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of the synod, the bishop in his or her sole discretion may, or when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop shall, investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
- c. In the case of alleged physical or mental incapacity, competent medical testimony shall be obtained. When such disability is evident, the bishop of the synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor.
- d. In the case of alleged local difficulties which imperil the effective functioning of the congregation, all concerned persons shall be heard, after which the bishop of the synod together with the committee described in \*C9.05.b. shall decide on the course of action to be recommended to the pastor and the congregation. If they agree to carry out such recommendations, no further action shall be taken by the synod. If either party fails to assent, the congregation may dismiss the pastor at a legally called meeting after consultation with the bishop either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- e. If, in the course of proceedings described in \*C9.05.d., the committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action to the synodical bishop who may bring charges, in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
- f. If, following the appointment of the committee described in \*C9.05.b. or d., it should become apparent that the pastoral office cannot be conducted effectively in the congregation(s) being served by the ordained minister due to local conditions, the bishop of the synod may temporarily suspend the pastor from service in the

congregation(s) without prejudice and with pay provided through a joint synodical and churchwide fund and with housing provided by the congregation(s).

- \*C9.06. At a time of a pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.
- \*C9.07. During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or the Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- \*C9.08. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- \*C9.09. When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- \*C9.11. With the approval of the bishop of the synod, the congregation may depart from \*C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of \*C9.05.a.
- \*C9.12. The pastor of this congregation:
  - a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
  - b. shall submit a summary of such statistics annually to the synod; and
  - c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.
- \*C9.13. The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- \*C9.14. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.
- C9.15. Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, an ordained minister of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the congregation and the ordained minister in a form proposed by the synodical bishop and approved by the congregation.

## **Chapter 10.**

### **CONGREGATION MEETING**

- C10.01. The annual meeting of this congregation shall be held at a time specified in the bylaws.
- C10.02. A special Congregation Meeting may be called by the pastor(s), the Congregation Council, or the president of this congregation, and shall be called by the president of this congregation upon the written request of twenty-five (25) voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

- C10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive weekends and by regular or electronic mail to all (voting) members at least 10 days in advance of the date of the meeting.
- C10.04. One hundred (50) voting members shall constitute a quorum.
- C10.05. Voting by proxy or by absentee ballot shall not be permitted.
- C10.06. All actions by the congregation shall be by majority vote except as otherwise provided in this constitution.
- C10.07. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

**Chapter 11.  
OFFICERS**

- C11.01. The officers of this congregation and their duties shall be designated in the bylaw.

**Chapter 12.  
CONGREGATION COUNCIL**

- C12.01. The Congregation Council and its duties shall be designated in the bylaws.

**Chapter 13.  
CONGREGATION BOARDS & COMMITTEES**

- C13.01. Congregation boards and committees and their duties shall be specified in the bylaws.

**Chapter 14.  
ORGANIZATIONS WITHIN THE CONGREGATION**

- C14.01. Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregation Council (and specified in a continuing resolution).
- C14.02. The finances of all organizations of the church shall be maintained under the church council policies.

**]Chapter 15.  
DISCIPLINE OF MEMBERS AND ADJUDICATION**

- \*C 15.01. Denial of the Christian faith as described in this constitution, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps:
- a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Congregation Council. If for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if not the pastor) or vice president shall administer such admonitions.
- \*C15.02. The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member(s) that are specific and in writing shall be prepared by member(s) of the congregation who shall sign the charges as the accuser(s). The written charges shall be filed with the pastor, who shall advise the Congregation Council of the need to issue a written citation to the accused and the accusers that specifies the time and place of the hearing before the Congregation Council. The written charges shall accompany the written citation to the accused. The written citation that specifies the time and place of the hearing before the Congregation Council and requests the presence of a member charged with the offense shall be

sent at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Congregation Council may proceed with the hearing and may pass judgment in the member's absence.

\*C15.03. Members of the Congregation Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Congregation Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Congregation Council who are not disqualified but who are present and voting, and renewed admonition prove ineffectual, the council shall impose one of the following disciplinary actions:

- a. censure before the council or congregation;
- b. suspension from membership for a definite period of time; or
- c. exclusion from membership in this congregation.

Disciplinary actions b. and c. shall be delivered to the member in writing.

\*C15.04. The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Synod Council. Such right may not be abridged and the decision of the Synod Council shall be final.

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

\*C15.06. For disciplinary actions in this congregation, "due process" shall be observed as specified in 20.41.04. in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

\*C15.07. No member of a congregation shall be subject to discipline for offenses that the Congregation Council has previously heard and decided, unless so ordered by the Synod Council after an appeal.

#### \*C15.10. **Adjudication**

\*C15.11. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

### **Chapter 16.**

#### **BYLAWS**

\*C16.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.

\*C16.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.

\*C16.03. Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose and that the Congregation Council notify the members of the proposal with its recommendations at least 30 days in advance of the Congregation Meeting.

\*C16.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

### **Chapter 17.**

#### **AMENDMENTS**

\*C17.01. Amendments to this constitution may be proposed by at least five voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at its regular or special meeting called for that purpose. The Congregation Council shall notify the members of the proposal with the council's recommendations at least 30 days in advance of the meeting.

\*C17.02. A proposed amendment to this constitution shall:

- a. be approved at a legally called meeting according to this constitution by a majority vote of those present and voting;

- b. be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting;  
and
- c. have the effective date included in the resolution and noted in the constitution.

\*C17.03. Any amendments to this constitution shall be sent by the secretary of this congregation to the synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America, or the constitution of the Northeastern Iowa Synod.

\*C17.04. Whenever the *Model Constitution for Congregations* is amended by the Churchwide Assembly, this constitution may be amended to reflect any such amendment by a simple majority vote at any subsequent meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail notice to the congregation of such an amendment or amendments at least 30 days prior to the meeting. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod, consistent with \*C17.03.

## **Chapter 18.**

### **CONTINUING RESOLUTIONS**

\*C18.01. The congregation in a legally called meeting or the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.

\*C18.02. Continuing resolutions shall be enacted or amended by a majority vote of a meeting of the congregation or a two-thirds vote of all voting members of the Congregation Council.

## **Chapter 19**

### **INDEMNIFICATION**

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

# BYLAWS OF ST. PAUL'S EVANGELICAL LUTHERAN CHURCH

## BYLAW I: MEMBERSHIP (Constitution, Chapter 8)

Active membership includes regular participation in the life, worship, and mission of the congregation through participation in Holy Communion and financial support of the congregation. Persons who do not commune or contribute for a period of one year shall be contacted by the pastor or by persons delegated by the pastors and encouraged to become active. After one additional year of inactivity, these persons shall be placed on the inactive roster. The congregation shall continue to extend pastoral care to persons on the inactive list.

## BYLAW II: ANNUAL MEETING OF THE CONGREGATION (Constitution, Chapter 10)

- A. The annual congregational meeting will be held on the last Sunday of April, unless the congregational council otherwise directs.
- B. Each board and organization of the congregation shall furnish a written report to the secretary no later than 21 days before the annual meeting. The report will include the year's activities, finances, and goals for the coming year. An annual report shall be made available to members ~~seven days~~ prior to the annual meeting.
- C. The agenda for the annual meeting shall be prepared by the president of the congregation. It shall include, but not be limited to:
  - 1. Opening worship
  - 2. Secretary's report (minutes and membership statistics)
  - 3. Pastors' report
  - 4. Treasurer's report (financial report)
  - 5. Endowment report
  - 6. Election of officers of the congregation, board chairs and other positions
  - 7. Adoption of budget
  - 8. President's report
  - 9. Resolutions (old and new business)
  - 10. Benediction

## BYLAW III: DUTIES OF CONGREGATION COUNCIL (Constitution, Chapter 12)

- A. The Congregation Council shall be known as the Church Council and shall consist of the president, president-elect, secretary and treasurer of the congregation, the chairs of each of the Boards, the Pastors who are called to serve the congregation full-time, and the Director of Administration. A member's place on the Church 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 Church Council without cause.

Each member of the Church Council shall have one vote at council meetings, except for the Director of Administration who shall not vote. Should a member's place on the Church Council be declared vacant, the Church Council shall elect, by majority vote, a successor until the next annual meeting.

- B. The Church 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 Church Council shall include the following:
  - 1. 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.
  - 2. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
  - 3. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
  - 4. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
  - 5. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.

6. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
  7. To arrange for pastoral service during the sickness or absence of the pastor.
  8. To emphasize partnership with the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
  9. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
  10. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- C. The Church Council shall be responsible for the financial and property matters of this congregation.
1. The Church Council 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 Iowa, except as otherwise provided herein.
  2. The Church Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized at a regular or special meeting of the congregation called for that purpose.
  3. The Church Council may enter into contracts of up to 5% of the annual budget for items not included in the budget.
  4. The Church Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than 10% of the annual budget only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
  5. The Church Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.
  6. The Church Council shall be responsible for this congregation's investments and its total insurance program.
- D. The Church Council shall see that the provisions of this constitution, its bylaws and continuing resolutions are carried out.
- E. The Church Council shall provide a review of the membership roster.
- F. The Church Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation.
- G. The Church Council shall submit a comprehensive report to this congregation at the annual meeting.
- H. The Church Council shall normally meet once a month. Special meetings may be called by a 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.
- I. A quorum for the transaction of business shall consist of a majority of the members of the Church Council, including the pastor or interim pastor, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Church Council, following consultation with the synodical bishop.

#### **BYLAW IV: DUTIES OF OFFICERS (Constitution, Chapter 11)**

- A. The congregational officers shall include the president, the president-elect, the secretary, and the treasurer. The officers shall be voting members of the congregation. Officers of this congregation shall serve similar offices of the Church Council and shall be voting members of the Church Council.

A president-elect shall be elected by the congregation each year at its annual meeting to serve a two-year term, the first year as president-elect and the second year as president upon the election of a successor

president-elect. The secretary and treasurer shall each be elected to a two-year term by the congregation every two years at its annual meeting. Terms shall be staggered.

No officer shall hold more than one office at a time. The president-elect, secretary, and treasurer shall begin their terms at the close of the annual meeting at which they are elected. The secretary and treasurer may be elected for a second two-year term.

Should the office of president be declared vacant, the Church Council shall elect, by majority vote, an interim president, who may be the president elect to assume the office of president for the remaining portion of the vacant term.

Should the office of president-elect, secretary, or treasurer be declared vacant, the Council may elect, by majority vote, a successor to complete the unexpired term.

- B. The president shall:
1. Preside at all meetings of the congregation, the church council, and executive committee without vote except in case of tie.
  2. Carry out the will of the congregation as ordered by this constitution, bylaws, and resolutions of the congregation.
  3. Deliver an annual report to the congregation.
  4. Certify in writing to conferences, synods, and other conventions the delegates elected by the congregation or church council.
  5. Execute, in conjunction with the secretary/treasurer, letters of call on behalf of the congregation.
- C. The president-elect shall:
1. Perform the duties of the president in the president's absence, incapacity, or at the president's request.
  2. Serve on the finance committee.
  3. Perform other duties as requested by the president.
- D. The secretary shall:
1. Cause the proceedings of the congregation and church council to be recorded with copies made available to congregation members.
  2. Cause the proceedings of the executive committee meetings to be recorded.
  3. Cause secretarial records to be retained and codified and filed permanently in the church office.
  4. Cause attendance records of each council meeting to be kept; advise president of absentees and their reason for absence; cause members having been absent without cause for two regular meetings of the church council to be notified.
  5. Announce all church and council meetings and arrange for meeting places.
  6. Oversee the maintenance of membership records and the roster of voting members; cause to be prepared a directory of church council and board members.
  7. Assist president on agenda items, calling to attention matters deferred or referred to committees for further study and recommendations.
  8. Cause a register of congregational and church council resolutions and policies to be maintained; recommend closure when appropriate.
  9. Execute, in conjunction with the president, letters of call on behalf of the congregation.
  10. Oversee the safekeeping of all official congregational documents (e.g., deeds, mortgages, articles of incorporation, constitution and bylaws, tax returns, etc.).
- E. The treasurer shall:
1. Supervise the financial procedures, records, and investments of the congregation.
  2. Cause a monthly statement of income and expense compared to budget to be rendered to the church council.
  3. Serve as a co-signer on checks.
  4. Serve as chair of the Finance Committee.
  5. Deliver an annual financial report to the congregation.

## **BYLAW V: AUTHORITY AND FUNCTION OF BOARDS (Constitution, Chapter 13)**

Each board shall consist of five members and a chair elected for two-year terms by the congregation at its annual meeting. All board chairs and the members of all boards other than the School Board shall be members of the congregation. One member of the School Board, other than its chair, may be an individual who is not a member of the congregation. Terms shall be staggered with three positions on each board standing for election each year. Terms shall begin at the close of the annual meeting at which members are elected. No member shall serve on the same board for more than two consecutive full terms.

Should a position on any board become vacant, including that of chair of the board, the Church Council shall elect, by majority vote, a successor to complete the unexpired term.

### **A. FAMILY AND YOUTH BOARD**

The family and youth board shall be responsible for developing and implementing an intergenerational partnership with home, congregation, and St. Paul's School to assist families with faith formation. This board shall also develop programming for junior high, senior high and young adults.

### **B. MISSION BOARD**

The mission board shall be responsible for planning, oversight and coordination of programs which provide for an active response to the gospel that strives for peace and justice. The work of the board will focus on both local and global evangelism and outreach.

### **C. PARISH EDUCATION BOARD**

The parish education board shall be responsible for the planning, oversight and coordination of the various educational programs of the congregation (excluding St. Paul's Lutheran School). The board will intentionally provide educational opportunities for all ages in the congregation. Areas of responsibility include, but are not limited to, Sunday School, confirmation ministry, small group ministry, and other programs that support the educational goals of the congregation.

### **D. PARISH LIFE BOARD**

The parish life board shall be responsible for planning, oversight and coordination of programs which seek to enhance the communal life of the congregation. The work of the board will focus on, but will not be limited to intergenerational fellowship events, new member orientation, small fellowship groups, intercessory prayer visitation ministries, and volunteer ministry.

### **E. SCHOOL BOARD**

The school board shall be responsible for the planning and oversight of general operating policies (financial and otherwise) for St. Paul's Lutheran School. This includes periodic review and recommendations regarding the staff salary schedule. The board shall also provide for an active program of public relations and student recruitment within and outside the congregation. When authorized by the church council to fill vacancies on the school staff, the board will oversee the hiring process.

### **F. WORSHIP BOARD**

The worship board shall be responsible for planning, oversight and coordination of the programs that contribute to the worship life of the congregation. The work of the board will include, but not be limited to, attention to the following areas: music, worship resources and the development of a worship community at which all are welcome.

## **BYLAW VI: AUTHORITY AND FUNCTION OF COMMITTEES (Constitution, Chapter 13)**

Should a position on any Committee become vacant, including that of Chair of the Committee, the Church Council shall elect, by majority vote, a successor to complete the unexpired term.

The Head-of-Staff Pastor is ex-officio on all Committees and may designate staff members as ex-officio to committees.

### **A. ANNUAL FUND COMMITTEE**

The Annual Fund Committee shall be responsible for the planning, oversight and coordination of their fundraising activities approved by the Church Council.

The Annual Fund Committee shall consist of the Chair and five or more members appointed by the Church Council. Term of office shall be for two years. Terms of office shall be staggered and members shall be eligible for reappointment.

**B. AUDIT COMMITTEE**

The Audit Committee shall examine the Congregation's financial records at least once each year and shall present a report thereof, including suggested changes in accounting practices, to the Church Council. The Audit Committee report will be made available to the Congregation.

The Audit Committee shall consist of three members appointed by the Church Council. Audit Committee members shall not be members of the Church Council. Term of office shall be three years, with one member appointed each year. Members shall be eligible for reappointment.

**C. CALL COMMITTEE**

When a Pastoral vacancy occurs, a Call Committee of six members shall be appointed by the Church Council. Term of office will terminate at the installation of the newly called Pastor.

**D. ENDOWMENT COMMITTEE**

The Endowment Committee shall be responsible for the oversight, management, and development of the St. Paul's Faith Forever Endowment Fund according to the terms set forth in the resolution establishing the endowment (6-11-79) or in subsequent revisions approved by the Congregation.

The Endowment Committee shall consist of the Chair and five members appointed by the Church Council. Term of office shall be for two years. Terms of office shall be staggered and members shall be eligible for reappointment.

**E. EXECUTIVE COMMITTEE**

The Executive Committee shall have all the powers of the Church Council between meetings of the Church Council and shall be responsible for shaping agendas for regular or special meetings of the Church Council; for evaluation of the Head-of-Staff Pastor; and other tasks delegated by the Church Council. The Executive Committee will keep a record of its activity for the Church Council.

The Executive Committee shall consist of the President, President-Elect, Treasurer, Secretary and Head-Of-Staff Pastor. The Committee may include other staff for consultation on a regular or temporary basis.

**F. FINANCE COMMITTEE**

The Finance Committee shall provide oversight for the financial affairs of the Congregation and analysis for financial reporting, oversee financial procedures for congregational acquisitions, and shall be responsible for programs of financial management.

The Finance Committee shall consist of the Treasurer, who shall serve as Chair; the President-Elect; the Chair of the School Board or designee; the Chair of the Property Committee or designee; and two Members-At-Large, with financial management experience, appointed by the Church Council. Members-At-Large shall serve two-year staggered terms of office and shall be eligible for reappointment.

**G. MUTUAL MINISTRY COMMITTEE**

The Mutual Ministry Committee shall provide for support of the Pastors. The work of the Committee shall include mutual conversation and consultation about the ministry of this Congregation.

The Mutual Ministry Committee shall consist of six members appointed jointly by the Executive Committee to two-year terms. Terms of office shall be staggered. One member of the Mutual Ministry Committee shall be designated as liaison to the Church Council. No member shall serve for more than two consecutive terms. The remaining term of any vacancy shall be filled in the same manner as the appointment of new members to the Committee.

#### H. NOMINATING COMMITTEE

The Nominating Committee shall nominate at least one candidate for each vacant position to be elected by the Congregation at the annual Congregational Meeting. Additional nominations of persons may be made from the floor at the time of the annual Congregational Meeting.

The Nominating Committee shall consist of six members and three members shall be elected at each annual meeting. Term of office shall be for two years. Terms of office shall be staggered. Members of the Nominating Committee are not eligible for consecutive reelection.

#### I. PERSONNEL COMMITTEE

The Personnel Committee shall review current staff policies in order to assure the maintenance of a current Employee Handbook. When deemed appropriate, the Personnel Committee will recommend policy changes to the Church Council for action. The Personnel Committee will also hear employee grievances which relate to termination.

The Personnel Committee shall consist of the Chair and five or more members appointed by the Church Council. Term of office shall be for two years. Terms of office shall be staggered and members shall be eligible for reappointment.

#### J. PROPERTY COMMITTEE

The Property Committee shall be responsible for the care and management of all physical and real properties of the Congregation.

The Property Committee shall consist of the Chair and five or more members appointed by the Church Council. The Director of Administration shall serve as consultant. Term of office shall be for two years. Terms of office shall be staggered and members shall be eligible for reappointment.

#### K. STEWARDSHIP COMMITTEE

The Stewardship Committee shall be responsible for helping people grow in faith through their year round giving of time, talent and treasure.

The Stewardship Committee shall consist of the Chair and five or more members appointed by the Church Council. Term of office shall be for two years. Terms of office shall be staggered and members shall be eligible for reappointment.