

# **Constitution, Bylaws, and Continuing Resolutions**

**St. Paul's Lutheran Church & School**

**Waverly, Iowa**

**Evangelical Lutheran Church in America (ELCA)**



**Revised: April 28, 2024**

INTRODUCTION TO THE CONSTITUTION OF ST. PAUL'S EVANGELICAL LUTHERAN CHURCH  
Waverly, Iowa

**REQUIRED AND RECOMMENDED PROVISIONS**

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

The other provisions in the *Model Constitution for Congregations* (those that are not marked by [\*]) are **recommended provisions**. These provisions provide suggested wording that congregations may find useful. They may be included, omitted, or altered at the discretion of the individual congregation.

**CODIFICATION EXPLANATION**

The *Model Constitution for Congregations*, like the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* and the *Constitution for Synods*, is organized into chapters by general subject matter and codified as follows:

- a. Constitutional provisions in the *Model Constitution for Congregations* are codified with two sets of numbers, preceded by a “C”: the chapter number followed by a period, and a two-digit sequence number also followed by a period.
  1. **Required constitutional provisions**, as explained above, are preceded by [\*]. For example, \*C5.02. is a required constitutional provision in Chapter 5, the chapter on Powers of the Congregation.
  2. **Recommended constitutional provisions**, as explained above, are not preceded by [\*]. For example, C5.05. is a recommended provision in Chapter 5, the chapter on Powers of the Congregation.
  3. **Other constitutional provisions**, including modified versions of the recommended provisions, may be proposed and adopted by individual congregations. Such provisions may not conflict with the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* and are adopted and become effective in accordance with Chapter 16 of the *Model Constitution for Congregations*.
- b. The *Model Constitution for Congregations* contains no required or recommended **bylaws**. If a congregation chooses to adopt bylaws, they should be codified with three sets of numbers, each followed by a period: the chapter number (preceded by a “C”), the related constitutional provision number, and a two-digit bylaw number. For example, a bylaw could be codified as C5.03.01.

Bylaws are adopted and amended in accordance with Chapter 17 of the *Model Constitution for Congregations*. Congregations may adopt bylaws related to each congregation’s organization, operation, and life. Bylaws should be incorporated following the constitutional provisions to which they apply. They should not be organized in a separate section or document.
- c. The *Model Constitution for Congregations* does not contain any suggested **continuing resolutions**. If congregations adopt continuing resolutions, those also are codified with three sets of numbers, except that the third set is preceded by a capital letter indicating sequence and a two-digit number indicating the year of its adoption. For example, if a congregation adopted one or more continuing resolutions in 2022 related to the Powers of the Congregation, the first continuing resolution adopted could be numbered “C5.03.A22.”

Continuing resolutions are adopted and amended in accordance with Chapter 18 of the *Model Constitution for Congregations*.

They are intended to provide more detailed descriptions of operational patterns and practices within the congregation. They should be incorporated following the constitutional provisions and/or bylaws to which they apply. They should not be organized in a separate section or document.

Each congregation has discretion and may develop its own constitutional provisions, bylaws, and continuing resolutions (including bylaws and continuing resolutions related to required constitutional provisions) as long as they do not conflict with the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America* or required constitutional provisions in the *Model Constitution for Congregations*.

**Note:** In some chapters, you will see that certain numbers are missing from the numbering sequence. These omissions are intentional in order to provide options for future additions.

Constitution revised as of 4/28/2024.

**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 of Waverly, Bremer County, Iowa, also known and doing business as St. Paul's Lutheran Church & School.
- 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."
- C1.03. – C1.10. INTENTIONALLY LEFT BLANK FOR FUTURE USE
- 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. 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 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, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, embracing and welcoming racially and ethnically diverse populations, and standing in solidarity with the poor and oppressed 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 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 Council.

\*C4.05. This congregation shall adopt and periodically review 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 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, 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 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
- k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

\*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 Northeastern Iowa Synod of the Evangelical Lutheran Church in America.

C5.05. This congregation shall have an endowment fund entitled **St. Paul's Faith Forever Endowment Fund** that will operate as specified in this congregation's bylaws and continuing resolutions.

C5.05.01.A12.

RESTATED RESOLUTION CONCERNING ST. PAUL'S FAITH FOREVER ENDOWMENT FUND  
BE IT RESOLVED by St. Paul's Lutheran Church, Waverly, Iowa, that a St. Paul's Faith Forever Endowment Fund be and it is hereby established to be held, administered and distributed as follows:

1. Under the Bylaws of St. Paul's Lutheran Church, Bylaw VI provides 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(4-29-07) approved by the Congregation.
2. The Endowment Fund exists to receive gifts and bequests to St. Paul 's Lutheran Church of Waverly, Iowa, and to hold such gifts and bequests in good stewardship, so as to afford the Church the intended benefits in perpetuity. The total investment return shall be pursued in a way to minimize risk of both capital and income.

3. All funds and property received by the Church from gifts and bequests designated for endowment purposes shall be considered a permanent endowment and be used solely for the purpose intended. No part of the principal or income shall be used for any purpose other than that designated by the donor.
4. All property and funds received by the Church from bequests for which no designation has been made, shall be considered funds functioning as endowment, and the principal and income thereof shall be used solely for the benefit of St. Paul's Lutheran School operated by the Church.
5. During the fiscal year the Endowment Fund shall make available for the support of St. Paul's Lutheran School and other donor designated purposes, cash in an amount to be determined annually representing an established percent of the fund's three-year- average fair market value as determined as of the end of the calendar year. This rate will be called the "Spending Rate." This Spending Rate may be adjusted for market conditions in subsequent years, but shall not exceed 5% of the fund's market value without prior approval of the Church Council.
6. The Endowment Fund will seek to earn an additional return from the fund 's investments which will be retained in the fund to provide growth on the principal sufficient to offset increases in inflation, with a view of maintaining the purchasing power of the fund.
7. With the approval of the Church Council the Endowment Committee may seek out management consistent with the objectives of the Fund:  
Equity investments may not represent more than 60% or less than 40% of the assets. If market fluctuations move the stock portion outside these levels, it will not be necessary to sell or buy stocks immediately solely to rebalance the portfolio. However, the portfolio should be brought back into balance in a timely and orderly manner. Stock holdings are to be well diversified. Within the portion of the funds allocated to equities, no single company shall represent more than 10% of the market value. Keeping in mind the total return objective and the need to minimize risk in the portfolio as a whole, it is not necessary for each stock to pay dividends.
8. The Endowment Committee shall report to the Annual Meeting of the Congregation and shall set forth the corpus or principal balance in the fund and the amount of income earned and distributed during the past fiscal year.

C5.05.01.A24. Endowment Fund Designated Ministry Categories

1. St. Paul's Lutheran School Ministry (which shall be the default category for all gifts that are not designated to the other listed categories)
2. Youth and Children's Ministries
3. Local and Global Outreach Ministries
4. Worship and Music Ministries
5. Building and Grounds Upkeep and Enhancement

**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 roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
  - d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in 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 bylaws of the Evangelical Lutheran Church in America.
- d. The Northeastern Iowa 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 the bishop and/or the bishop's designees are voting members of this congregation, they 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 the bishop and/or the bishop's designees are voting members of this congregation, they 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.
- 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 had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in \*C6.05., to receive 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 to this church and receive Synod Council approval before terminating their membership in this church.
- h. If this congregation fails to achieve the required two-thirds vote of voting members present at 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 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 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 Northeastern Iowa 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 congregation's 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:
  - a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.
  - b. Shall—upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of the Northeastern Iowa Synod—reconvey and transfer all right, title, and interest in the property to the synod.

**Chapter 8.  
MEMBERSHIP**

- \*C8.01. Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- \*C8.02. Members shall be classified as follows:
  - a. **Baptized** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
  - b. **Confirmed** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.



- c. **Voting** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of this 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.
- 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.

C8.02.01. 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.

\*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 in America; or
- e. removal from the roll due to inactivity in accordance with the provisions of this constitution and its bylaws.

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

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

\*C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.

- \*C9.02. Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for 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, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, and embracing and welcoming racially and ethnically diverse populations.
  - 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 Northeastern Iowa 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 pastor's death or, following consultation with the synod bishop, for any of 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 this congregation in view of local conditions;
    - 4) inability to conduct the pastoral office effectively in view of disability or 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 disability or incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
    - 1) the bishop, who has 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 disability or 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 resumption of the ability to conduct the office effectively, 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.
- \*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 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 ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- \*C9.14. The 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 the secretary's 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 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 this congregation and the pastor in a form proposed by the synod bishop and approved by this congregation.

C9.16. – C9.20. INTENTIONALLY LEFT BLANK FOR FUTURE USE

- \*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 the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.22. Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the 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, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, and embracing and welcoming racially and ethnically diverse populations;
  - 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 this congregation shall be as follows:
- a. The call of this congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the deacon's death or, following consultation with the synod bishop, for any of 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) inability to conduct the office effectively in view of disability or 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 disability or 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, who has 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 disability or 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 resumption of the ability to conduct the office effectively, 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.

C9.30. INTENTIONALLY LEFT BLANK FOR FUTURE USE

\*C9.31. The deacon(s) shall submit a report of 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 as specified in the bylaws. Consistent with the laws of the State of Iowa, the bylaws shall designate one regular meeting per year as the annual meeting of this congregation.

C10.01.01. The annual congregational meeting will be held on the last Sunday of April, unless the congregational council otherwise directs.

C10.01.02. Each board and organization of the congregation shall furnish a written report to the secretary no later than 30 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 prior to the annual meeting.

C10.01.03. 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

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 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 weekends and by mail or electronic means, as permitted by state law, to all members at least 10 days in advance of the date of the meeting.

C10.04. The number of voting members required for a quorum shall be calculated as: ten percent (10%) of the average weekly number of those attending regular worship services in person and online for the previous calendar year. School worship, seasonal worship and special worship services shall not be included in the calculation.

C10.05. Voting by proxy or by absentee ballot shall not be permitted.

C10.06. All actions by the congregation shall be by majority vote of those 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 simultaneous aural communication or its equivalent. To the extent permitted by state law, notice of all meetings may be provided electronically.

C10.09. "*Ex officio*" as used herein means membership with full rights of voice and vote unless otherwise expressly limited.

## **Chapter 11. OFFICERS**

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

C11.01.01. The congregational officers shall include the president, the president-elect, the past-president, 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 three-year term, the first year as president-elect, the second year as president upon the election of a successor president-elect and the third year as past-president. 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 or the past-president, 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. Should the office of past-president be declared vacant it shall remain vacant until the next annual meeting.

C11.01.02. The president shall:

1. Preside at all meetings of the congregation, the church council, and executive committee.
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, letters of call on behalf of the congregation.

C.11.01.03. 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.

C11.01.04. 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.).

C11.01.05. 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.

C11.01.06. The past-president shall:

1. Assist in coordinating the organization and orientation of the first Church Council meeting following the Annual meeting.
2. Assist and coordinate with the immediate past-president the work of the nominating committee. They may also be elected to the nominating committee for the year they serve as past-president.
3. Perform other duties as requested by the president.

**Chapter 12.**  
**CONGREGATION COUNCIL**

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

C12.01.01. The Congregation Council shall be known as the Church Council and shall consist of the president, president-elect, past-president, secretary and treasurer of the congregation, the chairs of each of the Boards, the Pastors who are called to serve the congregation full-time, the Faith Formation Board high school member 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.

C12.01.02. 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.12.01.03. 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 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 2% in excess of the annual budget only after approval by a Congregation Meeting. The budget shall include this congregation's indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
4. 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.
5. The Church Council shall be responsible for this congregation's investments and its insurance program.

C12.01.04. The Church Council shall see that the provisions of this constitution, its bylaws and continuing resolutions are carried out.

C12.01.05. The Church Council shall provide a review of the membership roster.



- C12.01.06. The Church Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation.
- C12.01.07. The Church Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.01.08. 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.
- C12.01.09. A quorum for the transaction of business shall consist of a majority of the members of the Church Council, including the pastor(s) or interim pastor, except when the pastor(s) 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 synod bishop.
- C12.02. The Congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication or its equivalent. To the extent permitted by state law, notice of all meetings may be provided electronically.

**Chapter 13.**  
**CONGREGATION BOARDS & COMMITTEES**

- C13.01. Congregation boards and committees and their duties shall be specified in the bylaws.
- C13.01.01. Each board shall consist of five members, except the Faith Formation Board which will have six 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. One member of the Faith Formation Board shall be a high school youth elected annually and will be a member of the church council. Terms shall be staggered with three positions on each board standing for election each year except for the Faith Formation Board where the youth member shall be elected annually to a one-year term. 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.
- C13.01.02. **FAITH FORMATION BOARD**  
 The faith formation board shall be responsible for planning, oversight, and coordination of the faith formation programs of the congregation (excluding St. Paul's Lutheran School). This includes programs for the entire congregation.
- C13.01.03. **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.
- C13.01.04. **INTENTIONALLY LEFT BLANK BEGINNING IN 2024**
- C.13.01.05. **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, and volunteer ministry.

C13.01.06. SCHOOL BOARD

The school board shall ensure that the teachings at St. Paul's School are focused on the message of Christ and creating a God loving atmosphere. Establish and revise general operating policies and procedures as needed. Collaborate with the Finance Committee and Church Council regarding operations of the school. Work with other boards in reviewing and effectively communicating the ministry of St. Paul's Lutheran Church & School. Provide oversight for student progress through the review of assessment data, which will enable us to maintain accreditation with the Iowa Department of Education. Collaborate with the school staff to ensure that curriculum resources and materials are aligned with the goals and mission of the school. Serve as an advocate for the school.

C13.01.07. 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.

C13.01.08. 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 Lead Pastor is ex-officio on all Boards and Committees and may designate staff members as ex-officio to committees.

C13.01.09. SCHOOL FUND COMMITTEE

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

The School 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.

C13.01.10. 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.

C13.01.11. 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.

C13.01.12. 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.

C13.01.13. 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 Lead 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, Past-President, Treasurer, Secretary and Lead Pastor. The Committee may include other staff for consultation on a regular or temporary basis.

#### C13.01.14. FINANCE COMMITTEE

The Finance Committee shall provide review and recommendations for the financial affairs of the Congregation and analysis for financial reporting, review and recommendations of 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.

#### C13.01.15. 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 and the Pastor(s) 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.

#### C13.01.16. 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. The past-president is eligible to be elected to the nominating committee.

#### C13.01.17. 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 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. If this committee is not functioning, the Executive Committee shall fulfill the responsibilities of this committee until the committee is functioning.

#### C13.01.18. 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 be responsible for the administration of the Emergency Operations Plan for all ministries. The Property Committee shall be responsible for the oversight and management of St. Paul's Cemetery.

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. Terms of office shall be for two years. Terms of office shall be staggered, and members shall be eligible for reappointment.

#### C13.01.19. 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.

## **Chapter 14.**

### **ORGANIZATIONS WITHIN THE CONGREGATION**

C14.01. All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

C14.02. Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregation Council

## **Chapter 15.**

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

- \*C15.01. Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of 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 laypersons and two rostered ministers). 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:
- suspension from the privileges of congregation membership for a designated period of time;
  - suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
  - termination of membership in this congregation; or
  - 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 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 [president-elect] of this congregation of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue relates directly to the pastor, the bishop may begin the process in †S14.18.d. In all other matters, if the bishop's 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 Committee of the synod shall 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 Council's decision shall be final.

**Chapter 16.**  
**AMENDMENTS**

\*C16.01. Unless provision \*C16.04. is applicable, those section of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments to this constitution may be proposed by at least five voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at its regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify this congregation's members of the proposal 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 present and voting;  
and  
b. be ratified without change at the next regular meeting of this congregation by a two-thirds vote of those voting members present and voting.

\*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.

\*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. 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 the congregation's 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. 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 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.