

# **Holy Cross Lutheran Church**

## **Constitution and Bylaws**

**1090 Sterling Road  
Herndon, Virginia 20170**

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It supersedes all previous editions and incorporates all relevant amendments approved by the 2019 and 2022 Churchwide Assemblies.

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Note: ELCA required provisions are marked with an asterisk. The provisions of the Constitution and Bylaws that pertain to the same matter are placed together. Constitutional provisions are codified with two sets of numbers: the chapter number and a two-digit number (for example, C8.05). Bylaws provisions are codified with three sets of numbers: the chapter number, the related constitutional provision number, and a two-digit number (for example, C8.05.01). Continuing resolutions, like bylaws, are codified using the number of the related provision in the constitution, followed by a capital letter and a number. Thus, a continuing resolution based on provision C4.04 in the constitution might be codified as C4.04.A90, where the "A" indicates that it is the first continuing resolution regarding that subject and the "90" indicates that it was adopted in 1990. Certain numbers are intentionally missing from the numbering sequence in some chapters and reserved for future use.

# CONSTITUTION AND BYLAWS

## Holy Cross Lutheran Church

### Herndon, Virginia

#### **\*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 <sup>1</sup>**

**C1.01.** The name of this congregation shall be Holy Cross Lutheran Church of Herndon, Virginia.

**C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of Holy Cross Lutheran Church congregation is hereinafter designated as "this congregation."

#### **Chapter 2. CONFESSIOIN 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.

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<sup>1</sup> Provision C1.11 of the Model Constitution regarding parish authorization has been omitted as non-applicable.

- \*C2.07. This congregation confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God’s mission in the world.

### **Chapter 3. NATURE OF THE CHURCH**

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

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

- \*C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God’s creative, redeeming, and sanctifying activity in the world.
- \*C4.02. To participate in God’s mission, this congregation as a part of the Church shall:
  - a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
  - b. Proclaim God’s saving Gospel of justification by grace for Christ’s sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
  - c. Carry out Christ’s Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
  - d. Serve in response to God’s love to meet human needs, caring for the sick and the aged, advocating dignity, 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 this congregation's ministry and the ministry of the other expressions of the Evangelical Lutheran Church in America.
  - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
  - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- \*C4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Congregation Committees.
- \*C4.05.** This congregation shall adopt and periodically review a mission statement which will provide specific direction for its programs.
- C4.05.01.** Holy Cross is the people of God, called by the Holy Spirit, committed to live with God, our Father and His Son, Jesus Christ our Lord. We are a united family dedicated to reaching out and providing opportunity through worship, witness, education, and service. Come grow with us in faith, love, and commitment to God our Father and in loving service to all people.
- \*C4.06.** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

## **Chapter 5. POWERS OF THIS CONGREGATION<sup>2</sup>**

- \*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;

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<sup>2</sup>Provision C5.05 of the Model Constitution concerning a mission endowment fund has been omitted as non-applicable.

- 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;
- g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- i. elect its officers, trustees, Congregation Council, boards, and ministry committees, and require them 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.

**C5.03.01.** The property of this congregation shall be held in trust by three trustees elected by this congregation and appointed by the court according to the laws of the Commonwealth of Virginia.

- C5.03.02.**
- a. Trustees shall be voting members of this congregation.
  - b. Trustees shall serve for a term not to exceed five years, without limit as to the number of consecutive terms.
  - c. A trustee's office shall be declared vacant if the trustee ceases to be a voting member of this congregation.
  - d. Should a trustee's office be declared vacant, this congregation shall elect a person who is a voting member and who is of legal age and the officers shall recommend to the court that the person so elected be appointed trustee.

**\*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 Metropolitan Washington, D.C. Synod of the Evangelical Lutheran Church in America.

## **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 Metropolitan Washington, D.C. 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 Metropolitan Washington, D.C. Synod of the Evangelical Lutheran Church in America 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 at the first meeting, the bishop of the synod and this congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the bishop of the attestation and certification as specified in paragraph b. above.
- d. If this congregation, after such consultation, is still considering termination of its relationship with this church such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the second meeting shall be sent to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of

this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the second meeting.

- e. Within 10 days after the resolution has been voted upon, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the second special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to the voting members of the congregation. If the resolution was adopted by a two-thirds vote of the voting members present at the second meeting, the relationship between the congregation and this church shall be terminated subject to Synod Council approval as required by paragraphs f. and g. below.
  - 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 Metropolitan Washington, D.C. 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 of 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 Metropolitan Washington, D.C. Synod of the Evangelical Lutheran Church in America.
- \*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 Metropolitan Washington, D.C. Synod of the Evangelical Lutheran Church in America—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.

**\*C8.03.** 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.

**C8.05.01.** This congregation shall be responsible for fostering faithful membership to include continuing concern and conscientious pastoral care for members, in an effort to encourage fulfillment of their duties and responsibilities, when they do not partake of Holy Communion,

support the church with their offerings, or appear to desire to participate in the life and worship of this congregation.

When such members have failed to receive Holy Communion and to make a contribution of record for a period of one calendar year, they may be deemed inactive. Voting members retain rights and privileges as provided in \*C8.02.c. After a second calendar year of failing to receive Holy Communion and making a contribution of record, members may be removed from the roll of members by the Congregation Council. This procedure will take place only when there is a pastor under call to serve this congregation or with the approval of the bishop of the synod and after such members have been counseled about the matter, if possible.

## **Chapter 9. ROSTERED MINISTER**

- \*C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.02. Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for this congregation by the synod bishop may be called as a pastor of this congregation.
- \*C9.03. Consistent with the faith and practice of the Evangelical Lutheran Church in America,
  - a. Every minister of Word and Sacrament shall:
    - 1) preach the Word;
    - 2) administer the sacraments;
    - 3) conduct public worship;
    - 4) provide pastoral care;
    - 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
    - 6) impart knowledge of this church and its wider ministry through available channels of effective communication;
    - 7) witness to the Kingdom of God in the community, in the nation, and abroad; and
    - 8) speak publicly to the world in solidarity with the poor and oppressed, 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 Metropolitan Washington, D.C. Synod of the Evangelical Lutheran Church in America; 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, no later than 30 days after the date on which it was submitted;
  - 3) inability to conduct the pastoral office effectively in this congregation in view of local conditions;
  - 4) 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.
- \*C9.21.** Authority to call a deacon shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.22.** Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synod bishop may be called as a deacon of this congregation.
- \*C9.23.** Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:
- a. Be rooted in the Word of God, for proclamation and service;
  - b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
  - c. Speak publicly to the world in solidarity with the poor and oppressed, 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 a congregation shall be as follows:
- a. The call of a congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the 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) in ability 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 health, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.
  - d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.
  - e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
  - f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

- \*C9.26. This congregation shall make satisfactory settlement of all financial obligations to a former deacon before calling a successor. A deacon shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting.
- \*C9.27. When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- \*C9.28. With the approval of the bishop of the synod, this congregation may depart from \*C9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of \*C9.25.a.
- \*C9.29. The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- \*C9.31. The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

## **Chapter 10. CONGREGATION MEETING**

- C10.01.** This congregation shall have at least one regular meeting per year. The regular meeting(s) of the congregation shall be held at the time(s) specified in the bylaws. Consistent with the laws of the Commonwealth of Virginia, the bylaws shall designate one regular meeting per year as the annual meeting of this congregation.
  - C10.01.01.** An annual meeting of this congregation shall be held during the month of November.
  - C10.01.02.** A current roster of voting members shall be determined prior to each annual meeting.
  - C10.01.03.** All ministry committees and organizations handling funds within this congregation shall submit accounts to the treasurer or the church office prior to the annual meeting and the treasurer shall include such accounts in his/her report to this congregation.
  - C10.01.04.** The following constitute guidelines for the order of business at the annual meeting:
    - a. opening devotion;
    - b. approval of the minutes;
    - c. reports of the pastor(s), Congregation Council, the treasurer, ministry committees, and others;
    - d. elections (e.g., for officers, members of the Congregation Council, trustees, and members of the Nominating Committee);
    - e. approval of the budget;
    - f. unfinished business;
    - g. new business;
    - h. closing prayer;
    - i. adjournment.
- C10.02.** A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of this congregation at the written request of ten percent of the voting members. The president



of this congregation shall call a special meeting upon request of the synod bishop. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

**C10.03.** Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by law, to all voting members at least 10 days in advance of the date of the meeting.

**C10.04.** Ten percent of the voting members shall constitute a quorum.

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

**C10.06.** All actions by this congregation shall be by majority vote except as otherwise provided in this constitution or by state law.

**C10.06.01.** In the following cases, voting shall be by ballot:

- a. to elect the officers, members of the Congregation Council, trustees, and members of the Nominating Committee;
- b. to adopt or amend the articles of this Constitution or Bylaws;
- c. to call a pastor(s) or to request his/her resignation;
- d. to remove a member from office in this congregation;
- e. to sever membership in the Evangelical Lutheran Church in America;
- f. to dispose of, encumber, or purchase real property;
- g. when requested by ten (10) or more voting members present.

**C10.06.02.** No one shall be declared elected unless he/she has received a majority of the votes cast.

**C10.06.03.** If more than one ballot is required in an election, it shall be in order by proper motion to limit the balloting after the first ballot to the three (3) candidates who received the highest number of votes on the first ballot; and after the second ballot, to limit the balloting to the two (2) candidates who received the highest number of votes.

**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 shall be a president, vice-president, secretary, and treasurer.

a. Duties of the officers shall be specified in the bylaws.

b. The officers shall be voting members of this congregation.

c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.

**C11.01.01.** The president shall be an ex-officio member of all ministry committees of the Congregation Council and the congregation.

**C11.01.02.** The president shall preside at meetings of this congregation and the Congregation Council.

**C11.01.03.** The vice-president shall preside in the event of the president's inability to serve.

**C11.01.04.** The secretary shall keep accurate minutes of all meetings of this congregation and the Congregation Council in a volume provided by

this congregation, which shall be preserved permanently in the archives of this congregation.

- C11.01.05.** The treasurer shall keep the books of account of this congregation; and be responsible for:
- a) receiving all funds,
  - b) disbursing them on proper orders,
  - c) making monthly remittance of benevolence receipts to the treasurer of the synod, and
  - d) keeping records of all income from members.
- C11.01.06.** The treasurer may recommend the appointment of assistant treasurer(s) with the approval of the Congregation Council with specific duties defined by the treasurer and approved by the Congregation Council.
- C11.01.07.** The treasurer shall make written report of all financial transactions to the Congregation Council monthly and to this congregation at its annual meeting. A satisfactory audit for the preceding year shall be completed by the end of the first quarter. All financial officers shall give corporate surety, in amounts determined by the Congregation Council, for which the premium shall be paid by this congregation. Fidelity coverage provided by the Evangelical Lutheran Church in America shall be deemed a fulfillment of this requirement.
- C11.01.A95.<sup>3</sup> Office of the President.** The person serving in this capacity has the responsibility for presiding at the meetings of the congregation and the Congregation Council. This person shall lead the Executive Committee meeting prior to each Congregation Council meeting. This person shall work with the pastors in developing the budget proposal for administrative costs each year as well as developing the visions for the congregation's ministry. This person, jointly with the pastors, shall appoint members to the staff support committees. This person shall also be an ex-officio member of all ministry committees of the congregation and the Congregation Council. This person shall be a voting member of the Executive Committee and the Congregation Council as outlined in the constitution and by-laws.
- C11.01.B95. Office of the Vice-President.** This person shall preside at meetings of the Congregation Council and meetings of the congregation in the absence of the President. This person shall be a voting member of the Executive Committee and the Congregation Council as outlined in the constitution and by-laws. The person serving in this position may lead a ministry committee whose primary responsibility is to oversee the finances of the congregation. The finance committee monitors expenses in relation to income, presents recommendations to the Congregation Council regarding expenditures and investments, initiates the yearly audit, and examines giving and expense trends within the congregation. The Finance Committee makes sure all financial commitments and obligations are made in a timely manner. In addition, the Finance Committee is responsible for designing and presenting to the Congregation Council a feasible financial working budget yearly. The Finance Committee also oversees the counting system for all offerings received within the congregation.

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<sup>3</sup> This is a Continuing resolution. For numbering conventions, see note on page 1.

**C11.01.C95. Office of the Secretary.** The person serving in this capacity has responsibility for recording the minutes of all Congregation Council meetings and all called congregational meetings. This person receives written reports from the pastors, ministry committees and other committees or task forces of the congregation and includes them in the official Record of Minutes of the congregation. In addition, this person also records resolutions that are adopted by the Congregation Council and makes them a part of the official Record of Minutes. This person shall be a voting member of the Executive Committee and the Congregation Council as outlined in the constitution and by-laws.

**C11.01.D95. Office of the Treasurer.** The person serving in this capacity has responsibility for recording the financial deposits and making timely payments of all authorized bills of the congregation. This person also makes a monthly written report to the Congregation Council and an annual written report to the congregation of all financial transactions. The person serving in this capacity makes available all necessary items and information for the annual audit of the financial records. This person also coordinates the payroll of the pastors and all employees of the congregation. This person shall be a voting member of the Executive Committee and the Congregation Council as outlined in the constitution and by-laws.

**C11.02.** This congregation shall elect its officers and they shall be the officers of this congregation. The officers shall be elected by written ballot and shall serve for two years. Officers shall begin their terms on 15 January following the annual meeting at which they are elected.

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

## **Chapter 12. CONGREGATION COUNCIL**

**C12.01.** The voting membership of the Congregation Council shall consist of the pastor(s), the deacon(s), the officers of this congregation, and not more than twelve and not less than eight members of this congregation. Any voting member of this congregation may be elected subject only to the limitation on the length of continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from two successive regular meetings of the Congregation Council without cause. Consistent with the laws of the state in which this congregation is incorporated, this congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

**C12.01.01.** There shall be nine (9) members of the Congregation Council, in addition to the officers, the pastor(s) / called leaders.

**C12.01.A95 Community Outreach Ministry.** The person serving in this position normally leads a ministry committee whose primary responsibility is to oversee the congregation's benevolent ministry to the local community. This ministry committee is involved with planning and organizing programs in the congregation to help the less fortunate in the surrounding community. It is also responsible for conducting blood drives within the congregation periodically. This ministry committee annually evaluates local benevolent causes to which the congregation financially contributes. It also plans ongoing programs

of education to enlighten the congregation's awareness of the need to reach the less fortunate with God's Word and Christian action, especially through the ELCA World Hunger Appeal and other church-wide benevolent causes.

**C12.01.B95 Christian Education.** The person serving in this position normally leads a ministry committee whose primary responsibility is to oversee the educational programs within the congregation's ministry, specifically for growth in Christian knowledge. Such educational opportunities normally include programs for a children's Sunday School, a confirmation ministry program for twelve and thirteen year olds (7th and 8th graders), a teen ministry (9th - 12th grades), a young adult/college ministry, and adults. This ministry committee also coordinates, selects materials, and enlists teachers for Sunday School for all ages. In addition, the ministry committee implements programs for a family ministry and Bible Studies. It is also the responsibility of this ministry committee to oversee the Church library and media program. This ministry committee also recommends to the Congregation Council persons to appoint for the Sunday School Superintendent and Assistant Superintendents.

**C12.01.C95 Stewardship.** The person serving in this position normally leads a ministry committee whose primary responsibility is to organize, plan and implement a year-round program of stewardship education and growth in mission interpretation and response. This ministry committee is responsible for conducting an Every Member Response program each year and collecting periodically "Time and Talent" data. This ministry committee emphasizes endowments, special gifts and wills to the congregation and wider church. This ministry committee plans and implements programs that deepen members' commitment to Jesus Christ and to Christ's mission throughout the world and challenges members to a faithful response reflected in increased financial commitment and personal involvement.

**C12.01.D95 Worship and Music.** The person serving in this position normally leads a ministry committee whose primary responsibility is to organize, plan, and implement opportunities for worship throughout the year with the congregation. This ministry committee organizes worship participants such as: communion assistants, readers, acolytes, cross bearers, torch bearers, Bible bearers, banner bearers, and ushers. This ministry committee oversees the care of the altar and worship space and appointments through the Altar Guild. It also provides music opportunities and encourages participation through choirs for children, youth, adults, instrumentalists, and bell ringers. This ministry committee includes but is not limited to the pastors, organist, assistant organists, and all choir directors.

**C12.01.E95 Church Property.** The person serving in this position normally leads a ministry committee whose function is to oversee the care and maintenance of all physical property of this congregation and shall make recommendations pertaining thereto to the Congregation Council.

**C12.01.F95 Personnel.** The person serving in this position normally leads a ministry committee which oversees all personnel issues, drafts personnel procedures, makes salary recommendations, and meets

with each staff person annually to discuss job description, salary, concerns and affirmations.

**C12.01.G.95 Christian Fellowship.** The person serving in this position normally leads the Christian Fellowship ministry committee whose primary function is to coordinate the fellowship and recreational activities of this congregation.

**C12.01.H.95 Youth.** The person serving in this position normally leads the Youth Ministry committee whose primary function is the spiritual, social, and physical welfare of the youth of this congregation.

**C12.01.I.95 Evangelism.** The person serving in this position normally leads the Evangelism Ministry committee whose primary responsibility is the development and administration of a sound program of evangelism and matters pertaining to the spiritual care of this congregation. This ministry is responsible for communicating with visitors, new members, and inactive members.

**C12.02.** The members of the Congregational Council except the pastor(s) and deacon(s) shall be elected by written ballot to serve for two years. Such members shall be eligible to serve no more than two full terms consecutively. Congregational Council members shall begin their terms on 15 January following the annual meeting at which they elected.

**C12.02.01.** Elected members of the Congregation Council shall serve their terms in such a manner that approximately one-half of the terms expire annually.

**C12.03.** Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor to serve until the term begins for a successor elected at the next annual meeting. Individuals who have served less than one-half of a regular term shall be eligible for nomination and election to a full term.

**C12.04.** The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:

- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
- c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
- d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling, appointment, or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f. To promote a congregational climate of peace and goodwill and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor.
- h. To emphasize support of the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
- i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.

- C12.04.01.** The Congregation Council shall appoint a Sunday Church School Superintendent(s) for a term of one year, such term to become effective in September.
- C12.04.02.** The Congregation Council shall appoint persons from the voting membership of this congregation as delegates in the permitted numbers to the conventions of the synod and the meetings of the conference to which this congregation belongs. The expenses incurred by such delegates in connection with their attendance, except for travel to the conventions of the synod, shall be paid by this congregation.
- C12.05.** The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the Commonwealth of Virginia, except as otherwise provided herein.
  - b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of this congregation.
  - c. The Congregation Council may enter into contracts for emergency repairs to church property and facilities of up to \$25,000.00 for items not included in the budget.
  - d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations in excess of the anticipated receipts only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in collaboration with the synod and churchwide organization.
  - e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of mission support monies to the synod.
  - f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.
- C12.05.01.** The annual budget shall be prepared and a detailed budget submitted to the congregation with the written notice of the annual meeting.
- C12.05.02** Council should limit what a ministry can spend when actual receipts are less than anticipated receipts and/or below budget. Expenditures in excess of the total budget are not allowed without congregational approval.
- C12.05.03.** The fiscal year of this congregation shall be from January 1 through December 31. Level of spending for the following January shall be at the same level as the previous January until the Annual Congregational Meeting when the new fiscal year budget is approved.
- C12.05.04.** All contracts for services to this congregation shall be approved in advance by the Congregation Council.
- C12.05.05.** Buildings and their furnishings which are the property of this congregation shall not be lent or rented to any group or individual not affiliated with this congregation or with the Evangelical Lutheran Church of America unless the application for such use has been approved by the pastor or interim pastor, the president, and the church property ministry chairperson, and provided that, following transmission by electronic means by the church property ministry

chairperson of notice of the application to all other members of the Congregation Council, no objection is received within twenty-four hours by the church property ministry chairperson. Approval by the pastor or interim pastor, the president, and the church property ministry chairperson may be accomplished by electronic transmission to each other. A description of each application approved by this process will be made a part of the official Record Minutes by the Congregation Council secretary. An application not approved by this process may be included in the transaction of business at a Congregation Council meeting.

- C12.05.06.** Buildings and their furnishings which are the property of this congregation shall not be lent or rented to any group affiliated with another denomination on a continuing basis unless application for such use has been approved by the congregation.
- C12.06.** The Congregation Council shall see that the provisions of this constitution, its bylaws and the continuing resolutions are carried out.
- C12.07.** The Congregation Council shall provide for an annual review of the membership roster.
- C12.08.** The Congregation Council shall be responsible for the appointment and supervision of the salaried lay workers of this congregation.
- C12.08.01.** The Congregation Council shall be empowered to procure such help as is needed to carry on the work of the congregation such as organist, choir director, parish worker, pastor's secretary, office secretary, intern, and custodian.
- C12.08.02.** Salaries of all paid staff members shall be subject to approval by the congregation.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.11.** The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.
- C12.11.01.** The following shall constitute guidelines for the Order of Business at regular Congregation Council meetings:
- a. devotions;
  - b. approval of the minutes;
  - c. approval of the treasurer's report;
  - d. approval of the assistant treasurer's report;
  - e. pastor's report;
  - f. reading of correspondence;
  - g. reports of standing ministry committees;
  - h. reports of select ministry committees;
  - i. unfinished business;
  - j. new business;
  - k. closing prayer;
  - l. adjournment.
- C12.12.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when such person requests or consents to be absent and has given prior approval to an agenda of routine matters which shall be the only business of the meeting.
- C12.12.01** Except to the extent that the constitution requires that action by the Congregation Council be taken at a meeting, action within the authority of

the Congregation Council may be approved without a meeting if each member of the Congregation Council provides consent to a written description of the action to be taken. Consent may be accomplished by electronic transmission to the other members of the Congregation Council. Approval is effective when consent of the last member of the Congregation Council is received. A description of each approved action will be made a part of the official Record of Minutes by the Congregation Council secretary. A matter not approved by this process may be included in the transaction of business at a Congregation Council meeting.

- C12.13.** 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 MINISTRY COMMITTEES**

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

- C13.02.** A **Nominating Committee** of six voting members of this congregation, two of whom, if possible, shall be outgoing members of the Congregation Council, shall be elected at the annual meeting for a term of one year. Members of the Nominating Committee are not eligible for consecutive reelection.

**C13.02.01.** The pastor shall serve as the convener and as an advisory member of the Nominating Committee.

**C13.02.02.** The members shall nominate one or more candidates for each vacant position to be filled on the Congregation Council and shall secure the consent of each candidate to serve, if elected.

**C13.02.03.** In addition to the candidates submitted by the Nominating Committee, additional nominations may be made from the floor only with the consent of the party nominated.

**C13.02.04.** A replacement to fill a vacancy occurring in the Nominating Committee membership shall be approved by the Executive Committee.

**C13.02.05.** The outgoing council member is defined as one whose term expires at the annual meeting.

- C13.03.** An **Audit Committee** of three voting members shall be elected by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. Term of office will be three years, with one member elected each year. Members shall be eligible for reelection.

**C13.03.01.** The Audit Committee shall audit all financial records of this congregation proper and present its written report to the Congregation Council. The Audit Committee shall carefully examine all insurance policies to determine the amount and kind of insurance in force and include this report in its statement. If deemed advisable by the Congregation Council, all or part of the duties of the Audit Committee may be performed by a Certified Public Accountant duly licensed by the Commonwealth of Virginia.

- C13.04.** A **Mutual Ministry Committee** (in the absence of the mutual ministry committee, their duties shall be fulfilled by the executive committee) shall be appointed jointly by the president and the pastor. Term of office shall be two years, with three members to be appointed each successive year.



**C13.05.** When a vacancy occurs in a position for which this congregation calls a rostered minister, a **Call Committee** of six voting members shall be elected by this congregation. Term of office will terminate upon the installation of the newly called rostered minister.

**C13.06.** Other congregational ministry committees may be formed as the need arises, by decision of the Congregation Council.

**C13.06.01.** The Congregation Council shall appoint from the congregation membership ministry committees for Social Ministry, Christian Education, Christian Fellowship, Worship and Music, Youth, Stewardship, Evangelism, Church Property, Finance, and Personnel. Each ministry committee so established shall have at least one Congregation Council member or Officer, who may serve as the ministry committee leader.

**C13.07.** Duties of congregational ministry committees shall be specified in the continuing resolutions.

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

#### **Chapter 14. ORGANIZATIONS WITHIN THIS CONGREGATION**

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

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

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

**\*C15.01.** Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of 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:
  - a. suspension from the privileges of congregation membership for a designated period of time;
  - b. suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
  - c. termination of membership in this congregation; or
  - d. termination of membership in this congregation and exclusion from the church property and from all congregation activities.
- \***C15.06.** The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.
- \***C15.07.** No member of this congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.
- \***C15.10. Adjudication**
- \***C15.11.** When there is disagreement between or among factions within this congregation on a substantive issue which cannot be resolved by the parties, members of this congregation may petition the synod bishop for consultation after informing the president of this congregation of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue 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's efforts

fail to resolve the dispute, the entire matter shall be referred to the Synod Council for adjudication by whatever process the Council deems necessary. The Synod Council's decision shall be final.

## **Chapter 16. AMENDMENTS**

- \*C16.01.** Unless provision \*C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least five voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify this congregation's members of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.
- \*C16.02.** An amendment to this constitution, proposed under \*C16.01., shall:
- a. be approved at any legally called meeting of this congregation according to this constitution by a majority vote of those voting members 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 the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.
- \*C16.04.** This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* as most recently amended by the Churchwide Assembly. Such amendments may be approved by a majority vote of those voting members present and voting at any legally called meeting of 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.** This congregation in a legally called meeting or the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.

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

**\*C18.03.** Adopted or amended continuing resolutions shall be sent by the secretary of this congregation to the synod.

## **Chapter 19. INDEMNIFICATION**

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

**Chapter 20 of the Model Constitution has been omitted as non-applicable.**

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