

**CONSTITUTION
FOR
FIRST LUTHERAN CHURCH
NEW RICHMOND, WISCONSIN
A CONGREGATION OF THE
EVANGELICAL LUTHERAN CHURCH IN AMERICA®**



2009

CONTENTS

Introduction.....	3
Codification Explanation.....	3
Preamble.....	4
Chapter 1 Name and Incorporation	5
Chapter 2 Confession of Faith	5
Chapter 3 Nature of the Church.....	5
Chapter 4 Statement of Purpose	6
Chapter 5 Powers of the Congregation.....	6
Chapter 6 Church Affiliation.....	7
Chapter 7 Property Ownership	8
Chapter 8 Membership	9
Chapter 9 The Pastor	9
Chapter 10 Congregation Meeting	11
Chapter 11 Officers	12
Chapter 12 Congregation Council	11
Chapter 13 Congregation Committees.....	14
Chapter 14 Organizations within the Congregation.....	14
Chapter 15 Discipline of Members and Adjudication	14
Chapter 16 Bylaws	15
Chapter 17 Amendments	15
Chapter 18 Continuing Resolutions.....	15
Chapter 19 Indemnification.....	16
Chapter 20 Parish Authorization.....	16
Bylaws.....	17
Continuing Resolutions.....	20
Addendums.....	22
Resolution Establishing First Lutheran Church Trust Fund.....	22
Resolution Establishing [First Lutheran Church Child Care Center] First Lutheran Christian Academy.....	28

INTRODUCTION

The *Model Constitution for Congregations of the Evangelical Lutheran Church in America* originally was adopted by the Constituting Convention of this church in Columbus, Ohio, on April 30, 1987. This was done as required by the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

This current edition of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* contains changes adopted by the 1989, 1991, 1993, 1995, 1997, 1999, 2001, 2003, 2005, and 2007 Churchwide Assemblies.

The model is consistent with the requirements of the constitutional governing documents of the ELCA's churchwide organization and synods.

***Required provisions:** Sections of this constitution marked by an asterisk [*] are required when a congregation amends its governing documents. These sections must be used without alteration or amendment of the text in any manner (neither additions nor deletions). This is in keeping with provision 9.52. in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. This provision stipulates 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 churchwide constitution. The provisions herein marked by an asterisk are those that are indicated as required in ELCA constitutional provision 9.25.b.

***Review by synod:** In keeping with provisions that apply to all congregations of this church, each congregation is to provide a copy of its governing documents to the synod. As specified by ELCA bylaw 9.53.03. (numbering as listed in the 1991 and subsequent editions):

All proposed changes in the constitution or incorporation documents of a congregation shall be referred to the synod with which the congregation is affiliated. The synod shall approve or disapprove the proposed changes within 120 days of receipt thereof, and shall notify the congregation of its decision; in the absence of a decision, the changes shall go into effect.

***Codification explanation:** A numerical codification indicates (a) general subject, (b) constitutional provisions, (c) bylaws, and (d) continuing resolutions.

- a. Major sectors are designated as chapters. The chapter designation becomes the first number in the codification sequence and is followed by a period. Thus, provisions in "Chapter 8. Membership" are preceded by "8."
- b. Constitutional provisions are codified with two sets of numbers: the chapter number and a two-digit number preceding the second period in the codification. Thus, one constitutional provision related to "Membership" is codified *C8.02.
- c. Bylaw provisions are codified with three sets of numbers: the chapter number, the related constitutional provision number, and a two-digit number. Thus, one bylaw provision related to "Membership" would be codified C8.02.01. Because bylaws and continuing resolutions normally are so specifically related to details of each congregation's organization, operation, and life, no model set of bylaws or continuing resolutions is provided. Each congregation may develop its own bylaws and continuing resolutions, but no such bylaws or continuing resolutions may conflict with this constitution, the constitution and bylaws of the Evangelical Lutheran Church in America, and the constitution of the synod, as indicated in *C6.03.e.
- d. The Congregation Council may adopt "continuing resolutions," which may provide descriptions of operational patterns or of the ongoing responsibilities of committees or other units within the organizational structure of the congregation. Within the governing documents of a congregation, continuing resolutions are the provisions most easily amended. Unlike constitutional provisions and bylaws, continuing resolutions may be updated regularly by the Congregation Council without the necessity of calling a regular or special Congregation Meeting. Continuing resolutions also are codified with three sets of numbers except that the third set is preceded by a capital letter. Thus, a continuing resolution might be numbered C13. to designate the chapter; C13.07. to designate the subject matter within the chapter; and the third set might be numbered A07. in the codification C13.07.A07. to indicate by the "A" that it is the first continuing resolution regarding that subject and to indicate by the "07" that it was adopted in 2007.

***Ease of use:** The provisions of your congregation's constitution, the bylaws, and the continuing resolutions that pertain to the same matter should be placed together for clarity and ease in use.

If chapter numbers are considered the major sequence number, constitution numbers as a fraction of the chapter number, and bylaw numbers as a fraction of the constitution number, then the codification can be said to provide a progressive sequence. Thus, *C5.01. will precede C5.03.10., and C9.11.16. will precede *C9.13.

All provisions in the *Model Constitution for Congregations* are prefaced with "C" to distinguish these provisions from comparable ones in the synodical and churchwide constitutions.

***Missing numbers:** As you work with the *Model Constitution for Congregations*, you may notice that certain numbers seem to be missing from the numbering sequence in some chapters. That is intentional. In the style followed here, the number ".10." and multiples thereof have been reserved for possible use as section headings in future editions. Therefore, in the sequence, for example, of Chapters 1, 9, and 12, these ".10." numbers do not appear.

* **Selection of options:** Alternatives are provided in certain places within the model. Those are noted by square brackets. For example, *C9.01. offers the alternative of election of a call committee by the congregation or by the Congregation Council. One alternative should be chosen in each instance where square brackets appear in the text.

Optional texts are provided in separate paragraphs in Chapters 11 and 12 regarding the Congregation Council and its membership. Each congregation will need to select one of those options for council membership or a variation thereof, subject to approval through the synod's constitutional review process.

* **References to church:** In the governing documents, "Church" with a capital letter is used in references to the one, holy, catholic, and apostolic Church. In references to the Evangelical Lutheran Church in America, the words "church" and "this church" in lower case letters are employed, although, for clarity in this constitution, the full name or "ELCA" normally is used.

The specific congregation may be identified, as provided in C1.02., as "this congregation."

* **Guidelines:** A list of guidelines for a congregation engaging in review and amendment of its constitution is available through each synod office and on the ELCA Web site (www.elca.org/secretary/Constitutions/ModelGuide.pdf).

The task of amending a constitution is not easy. It is, however, an important endeavor that merits thoughtful work. In your constitutional responsibilities, God grant you wisdom, mutual love, clear understanding of good order, and commitment to the unity of this church in faithful witness to our Lord and Savior, Jesus Christ.

THE REV. LOWELL G. ALMEN
Secretary
Evangelical Lutheran Church in America
August 2007

CONSTITUTION
for
FIRST LUTHERAN CHURCH OF NEW RICHMOND, WISCONSIN
a congregation of the
EVANGELICAL LUTHERAN CHURCH IN AMERICA

***PREAMBLE**

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

Chapter 1.

NAME AND INCORPORATION

- C1.01.** The name of this congregation shall be First Lutheran Church in New Richmond and Surrounding Territory, St. Croix County, Wisconsin.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of First Lutheran Church in New Richmond and Surrounding Territory, St. Croix County, Wisconsin is hereinafter designated as "this congregation."
- C1.11.** This congregation shall be incorporated under the laws of the State of Wisconsin.

Chapter 2.

CONFESSION OF FAITH

- *C2.01.** This congregation confesses the Triune God, Father, Son, and Holy Spirit.
- *C2.02.** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
 - a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
 - b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
 - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- *C2.03.** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.
- *C2.04.** This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.
- *C2.05.** This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- *C2.06.** This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- *C2.07.** This congregation confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

Chapter 3.

* Required provision

NATURE OF THE CHURCH

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

Chapter 4.

STATEMENT OF PURPOSE

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

Chapter 5.

POWERS OF THE CONGREGATION

- *C5.01. The powers of this congregation are those necessary to fulfill its purpose.
- *C5.02. The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- *C5.03. Only such authority as is delegated to the Congregation Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
 - a. call a pastor as provided in Chapter 9;
 - b. terminate the call of a pastor as provided in Chapter 9;
 - c. call or terminate the call of associates in ministry, deaconesses, and diaconal ministers in conformity with the applicable policy of the Evangelical Lutheran Church in America;
 - d. adopt amendments to the constitution, as provided in Chapter 17, and amendments to the bylaws, as specified in Chapter 16.
 - e. approve the annual budget;
 - f. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - g. hold title to and use its property for any and all activities consistent with its purpose;
 - h. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - i. elect its Congregation Council, committees, and representatives 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.
- *C5.04. This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Northwest Synod of Wisconsin of the Evangelical Lutheran Church in America.
- C5.05. This congregation shall have a mission endowment fund that will operate as specified in this congregation's continuing resolutions. The purpose of the mission endowment fund is to provide for mission work beyond the operational budget of this congregation.

Chapter 6.

CHURCH AFFILIATION

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

procedure:

- a. A resolution indicating the desire of this congregation to terminate its relationship must be adopted at a legally called and conducted special meeting of this congregation by a two-thirds majority of the voting members present.
- b. The secretary of this congregation shall submit a copy of the resolution to the synodical bishop and shall mail a copy of the resolution to voting members of this congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
- c. The bishop of the synod shall consult with this congregation during a period of at least 90 days.
- d. If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
- e. A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between this congregation and the Evangelical Lutheran Church in America shall be terminated.
- f. Notice of termination shall be forwarded by the synodical bishop to the secretary of this church and published in the periodical of this church.

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

Chapter 7.

PROPERTY OWNERSHIP

- *C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Northwest Synod of Wisconsin of the Evangelical Lutheran Church in America.
- *C7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.
- *C7.03. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Northwest Synod of Wisconsin.
- *C7.04. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

Chapter 8.

MEMBERSHIP

- *C8.01. Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- *C8.02. Members shall be classified as follows:
- a. **Baptized** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. **Confirmed** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
 - c. **Voting** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of

voice and vote at every regular and special meeting of the congregation.

- d. *Associate* members are persons holding membership in other Lutheran congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, or persons who wish to retain a relationship with this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.

***C8.03.** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.

***C8.04.** It shall be the privilege and duty of members of this congregation to:

- a. make regular use of the means of grace, both Word and sacraments;
- b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
- c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

***C8.05.** Membership in this congregation shall be terminated by any of the following:

- a. death;
- b. resignation;
- c. transfer or release;
- d. disciplinary action by the Congregation Council; or
- e. removal from the roll due to inactivity as defined in the bylaws.

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

Chapter 9.

THE PASTOR

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

***C9.02.** Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.

***C9.03.** Consistent with the faith and practice of the Evangelical Lutheran Church in America,

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

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

- *C9.05.** a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical bishop and for the following reasons:
- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
 - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
 - 4) the physical or mental incapacity of the pastor;
 - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
 - 6) the dissolution of the congregation; or
 - 7) suspension of the congregation as a result of discipline proceedings.
- b. When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of the synod, the bishop in his or her sole discretion may, or when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop shall, investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
- c. In case of alleged physical or mental incapacity, competent medical testimony shall be obtained. When such disability is evident, the bishop of the synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor.
- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation, all concerned persons shall be heard, after which the bishop of the synod together with the committee described in *C9.05.b. shall decide on the course of action to be recommended to the pastor and the congregation. If they agree to carry out such recommendations, no further action shall be taken by the synod. If either party fails to assent, the congregation may dismiss the pastor at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- e. If, in the course of proceedings described in *C9.05.d., the committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action to the synodical bishop, who may bring charges in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
- f. If, following the appointment of the committee described in *C9.05.b. or d., it should become apparent that the pastoral office cannot be conducted effectively in the congregation(s) being served by the ordained minister due to local conditions, the bishop of the synod may temporarily suspend the pastor from service in the congregation(s) without prejudice and with pay provided through a joint synodical and churchwide fund and with housing provided by the congregation(s).
- *C9.06.** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.
- *C9.07.** During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- *C9.08.** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- *C9.09.** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- *C9.11.** With the approval of the bishop of the synod, the congregation may depart from *C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the

completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.a.

- *C9.12. The pastor of this congregation:
 - a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
 - b. shall submit a summary of such statistics annually to the synod; and
 - c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.
- *C9.13. The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- *C9.14. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.

Chapter 10.

CONGREGATION MEETING

- C10.01. The power and authority of this congregation shall be exercised through the congregational meeting, called and held in conformity with civil laws and the provisions of the Constitution and Bylaws of this congregation.
- C10.02. The annual meeting of this congregation shall be held at a time specified in the bylaws.
- C10.03. A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of twenty voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.
- C10.04. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient.
- C10.05. Fifty voting members shall constitute a quorum.
- C10.06. Voting by proxy or by absentee ballot shall not be permitted.
- C10.07. All actions approved 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.
- C10.08. *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11.

OFFICERS

- C11.01. The officers of this congregation shall be a president, vice president, and secretary.
 - a. Duties of the officers shall be specified in the bylaws.
 - b. The officers shall be voting members of the congregation.
 - c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
 - d. If the Congregation Council elects its officers, the president, vice president, and secretary shall be selected from the elected membership of the Congregation Council immediately after the Annual Meeting of the Congregation.
 - e. The Congregational Council shall appoint a treasurer and financial secretary from the membership of the congregation. These appointments shall be elected by written ballot and shall serve for one year or until their successors are elected.
- C11.02. The Congregation Council shall elect its officers, and they shall be the officers of the congregation. The officers shall be elected by written ballot and shall serve for one year or until their successors are elected. Their terms shall begin at the close of the annual meeting at which they are elected.
- C11.03. No officer shall hold more than one office at a time.

Chapter 12.

CONGREGATION COUNCIL

- C12.01.** The voting membership of the Congregation Council shall consist of not more than thirteen voting members of the congregation. Any voting member of the congregation may be elected (with the exception of those who are employees or their family members), 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 four successive regular meetings of the Congregation Council without cause. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.
- C12.02.** The members of the Congregation Council shall be elected by written ballot to serve for three years or until their successors are elected. The members shall be elected in such a manner that a third of the council membership is elected each year. Such members shall be eligible to serve no more than two full terms consecutively. Their terms shall begin at the close of the annual meeting at which they are elected.
- C12.03.** Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting. Individuals who have served less than one-half of a regular term shall be eligible for nomination and possible 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 or employment.
 - e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
 - f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
 - g. To arrange for pastoral service during the sickness or absence of the pastor.
 - h. To emphasize partnership with the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
 - i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
 - j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- C12.05.** The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of trustees/directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Wisconsin, except as otherwise provided herein.
 - b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
 - c. The Congregation Council may enter into contracts of up to 8% of the annual ministry plan for items not included in the budget.
 - d. The Congregation Council shall prepare an annual ministry plan for adoption by this congregation, shall oversee the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than 8% of the annual ministry plan in excess of the anticipated receipts only after approval by a Congregation Meeting. The annual ministry plan shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
 - e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.
 - f. The Congregation Council shall be responsible for this congregation's investments and its total insurance

program.

- g. The Congregation Council shall annually provide for the audit of the financial records of this congregation and its auxiliary organizations, and present its report at the annual meeting of 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 employment and oversight of the salaried lay workers of this congregation.
- C12.09. The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.10. The Congregation Council shall appoint such committees, mission teams, and task forces as may be necessary or advisable to facilitate the discharge of its responsibilities.
 - a. The Congregational Council shall guide and provide general oversight for, adopt job descriptions for, and annually review the activities of the committees, mission teams, and task forces. The Congregation Council may appoint representatives from its membership to the committees, mission teams, and task forces of the church as needed or as requested.
 - b. The Administration/Finance Committee and the Property Committee shall each consist of six members from the congregation at large. They shall be elected at the annual meeting for three-year terms. These terms shall be staggered so that two elections are made each year. The Congregation Council shall appoint two representatives from its midst to each of these two committees.
 - c. The Congregation Council shall appoint representatives from the Congregation at large to the other various committees, mission teams, and task forces. The Congregation Council shall pay particular attention to making the appointments as representative as possible in order to avoid having certain individuals on multiple committees, mission teams, and task forces. Each committee, mission team, or task force shall be responsible for its own organization, electing from its membership a team leader and recorder. Each committee, mission team, or task force shall meet at least quarterly throughout the year and shall report to the Congregation Council and to the Congregation Annual Meeting.
 - d. No committee, mission team, task force, or organization of this congregation may have or hold funds or accounts separate from the congregation without expressed permission from the congregation by a majority vote at a Congregation 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 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.
- C12.12. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor(s) or interim pastor(s), except when the pastor(s) or interim pastor(s) requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.

Chapter 13.

CONGREGATION COMMITTEES

- C13.01. The officers of this congregation and the pastor(s) shall constitute the *Executive Committee*.
- C13.02. A *Nominating Committee* of five voting members of this congregation, two of whom shall be elected by the Congregation Council from its own membership and three of whom shall be elected by the annual meeting for a term of one year. Members of the Nominating Committee are not eligible for consecutive reelection. A vacancy in the congregationally elected membership of the Nominating Committee may be filled by action of the Congregation Council. The Senior Pastor shall serve as convener and as an advisory member of the Nominating Committee.
- C13.03. An *Audit Committee* of three voting members shall be appointed by the president with the approval of the Congregation Council. Audit Committee members shall not be members of the Congregation Council or of the Administration/Finance Mission Team. Term of office shall be three years, with one member selected each year. Members shall be eligible for re-appointment.
- C13.04. A *Mutual Ministry 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. Each member may be re-appointed one time. Committee members shall hold no other office in the church during their terms.
- C13.05. When a pastoral vacancy occurs, a *Call Committee* of six voting members shall be elected by the Congregation Council. This committee shall consist of two council members, one member of the Mutual Ministry Committee, and

three voting members of the congregation at large. Term of office will terminate upon installation of the newly called pastor.

- C13.06.** Other committees, mission teams, or task forces of this congregation may be formed, as the need arises, by decision of the Congregation Council.
- C13.07.** Duties of committees or mission teams of this congregation shall be specified in the continuing resolutions.
- C13.08.** The senior pastor of this congregation shall be *ex officio* a member of all committees, mission teams, and task forces of the congregation. The president of this congregation shall be *ex officio* a member of all committees, mission teams, boards, and task forces of the congregation, except the Nominating Committee

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 and specified in a continuing resolution.

Chapter 15.

DISCIPLINE OF MEMBERS AND ADJUDICATION

- *C15.01.** Denial of the Christian faith as described in this constitution, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Congregation Council. If, for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if not the pastor) or vice president shall administer such admonitions.
- *C15.02.** The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member(s) that are specific and in writing shall be prepared by member(s) of the congregation who shall sign the charges as the accuser(s). The written charges shall be filed with the pastor, who shall advise the Congregation Council of the need to issue a written citation to the accused and the accusers that specifies the time and place of the hearing before the Congregation Council. The written charges shall accompany the written citation to the accused. A member charged with the offense shall appear before the Congregation Council after having received a written citation, at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Congregation Council may proceed with the hearing and may pass judgment in the member's absence.
- *C15.03.** Members of the Congregation Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Congregation Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Congregation Council who are not disqualified but who are present and voting, and renewed admonition prove ineffectual, the council shall impose one of the following disciplinary actions:
 - a. censure before the council or congregation;
 - b. suspension from membership for a definite period of time; or
 - c. exclusion from membership in this congregation.Disciplinary actions b. and c. shall be delivered to the member in writing.
- *C15.04.** The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Synod Council. Such right may not be abridged and the decision of the Synod Council shall be final.
- *C15.05.** Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of a) evidence that injustice has been done or b) evidence of repentance and amendment.
- *C15.06.** For disciplinary actions in this congregation, "due process" shall be observed as specified in 20.41.04. in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

- *C15.07. No member of a congregation shall be subject to discipline for offenses that the Congregation Council has previously heard and decided, unless so ordered by the Synod Council after an appeal.
- *C15.10. **Adjudication**
- *C15.11. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 16.
BYLAWS

- *C16.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- *C16.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.
- *C16.03. Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose and that the Congregation Council notify the congregation's members by mail of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting.
- *C16.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 17.
AMENDMENTS

- *C17.01. Unless provision *C17.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least twenty voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation's members by mail of the proposal together with the council's recommendations at least 30 days in advance of the meeting.
- *C17.02. An amendment to this constitution, proposed under *C17.01., shall:
 - a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those present and voting;
 - b. be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and
 - c. have the effective date included in the resolution¹ and noted in the constitution.
- *C17.03. Any amendments to this constitution that result from the processes provided in *C17.01. and *C17.02. shall be sent by the secretary of this congregation to the synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America or the constitution of the Northwest Synod of Wisconsin of the ELCA.
- *C17.04. 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—by a simple majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail notice to the congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of twenty voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

¹ Such an effective date must be stated in relation to the requirements of *C17.03. to allow time for synodical review of the amendment.

Chapter 18.

CONTINUING RESOLUTIONS

- *C18.01. The congregation in a legally called meeting or the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.
- *C18.02. Continuing resolutions shall be enacted or amended by a majority vote of a meeting of the congregation or a two-thirds vote of all voting members of the Congregation Council.

Chapter 19.

INDEMNIFICATION

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

Chapter 20.

PARISH AUTHORIZATION

- C20.01. This congregation may unite in partnership with one or more other congregations recognized by the synod named in *C6.01. to form a parish. Except as provided in *C20.02. and *C20.03., a written agreement, developed in consultation with the synod and approved by the voting members of each congregation participating in the parish, shall specify the powers and responsibilities that have been delegated to a Parish Council.
- C20.02. Whenever a letter of call is being recommended for extension to an ordained minister of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended to the congregation by the synodical bishop to serve the congregations of a parish, such letter of call shall be first approved by a two-thirds vote at congregational meetings of each of the congregations forming the parish. If any congregation of the parish should fail to approve extending this call, the other congregation(s) in the same parish shall have the right to terminate the parish arrangement.
- C20.03. Any one of the congregations of a parish may terminate the call of a pastor as provided in +S14.13.d. of the synodical constitution of the synod named in *C6.01. In such case, the other congregation(s) in the same parish shall have the right to terminate the parish arrangement.

BYLAWS

Chapter 4.

STATEMENT OF PURPOSE

- C4.02.01.** Baptized Lutherans and other newcomers are invited to participate in the Sacrament of Holy Communion. All are welcome who believe in the real presence of Jesus Christ in the sacrament of Holy Communion.

Chapter 6.

CHURCH AFFILIATION

- C6.03.a.01.** Benevolence giving to the Evangelical Lutheran Church in America and the Northwest Synod of Wisconsin shall be according to a percentage of the receipts to the church with the exception of gifts given to building funds, special funds, or otherwise designated giving.
- C6.03.a.02.** A minimum of 10% of these gifts stated in C10.02.02. shall be remitted to the Northwest Synod of Wisconsin for mission support beyond the congregation for synodical and churchwide ministries of the Evangelical Lutheran Church in America.
- C6.03.a.03.** The congregation shall review and establish the percentage of gifts at or above 10% during each annual meeting. The congregation may not give less than 10% without amending these bylaws.

Chapter 7.

PROPERTY OWNERSHIP

- C7.01.01.** Real property shall not be purchased, disposed of, or encumbered in any manner except by resolution adopted by vote of two-thirds or more of the members present and voting at a legally called meeting of the congregation.

Chapter 8.

MEMBERSHIP

- C8.05.e.01.** Removal from the Roll Due to Inactivity
- a.** Any confirmed member who does not attend worship services, and who does not partake in communion, and who does not contribute financially or in any other way to support the work of this congregation for a period of two years, may be removed from the active membership roll by action of the Congregation Council.
 1. Such persons shall lose the right to vote, shall not be counted in the membership statistics of the congregation, and shall forfeit their right to any property, and shall be notified of the action to remove them from active membership.
 2. The names of such persons shall be carried on the responsibility list of the congregation for a period of one year, during which time they shall be encouraged to receive the word and sacrament ministry of the congregation and to participate in congregational life.
 3. Persons who resume activity within the one-year period shall be restored to active membership with full rights and privileges.
 4. Persons not resuming activity in the congregation shall be dismissed from membership and notified accordingly.
 - b.** Baptized children who are inactive, who have not participated in a confirmation program nor in an alternate instruction program, and who have not affirmed their faith, may be removed from membership at age 18. Such youth shall be notified of this provision and be encouraged to receive instruction and affirm their faith.
 - c.** Members who are known to have become members of other congregations without transfer or prior request for release from membership shall therefore have lost membership in this congregation.

Chapter 9.

THE PASTOR

- C9.01.01.** A call to a member of the clergy roster for the position of associate pastor shall be issued in consultation with the senior pastor in accordance with the provisions of C9.01.
- C9.11.01.** Upon the resignation of the senior pastor, the associate pastor shall submit a resignation to the Congregational Council to take effect no later than thirty days after the time a senior-elect accepts the call.

Chapter 10.

CONGREGATION MEETING

C10.01.01. In the following cases voting shall be by ballot.

- a.** to elect the Congregation Council;
- b.** to adopt or amend the articles of incorporation, constitution, or bylaws of the congregation;
- c.** to call a pastor or to request his or her resignation;
- d.** to excommunicate a member from the 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 or more voting members present.

C10.02.01. The annual meeting of this congregation shall be held in the month of February.

C10.02.02.

- a.** No one shall be declared elected unless that person has received a majority of the votes cast.
- b.** 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 candidates receiving the highest number of votes on the first ballot and after the second ballot to limit the balloting to the two candidates receiving the highest number of votes.

C10.03.01. No special meeting of the congregation may be held without properly notifying the pastor(s).

C10.04.01. When necessary to complete the business of the meeting, a Congregation Meeting may by majority vote recess to reconvene at a special time and place. A Congregation Meeting may also decide to recess to reconvene upon call, but the time and place of such reconvened meeting must then be announced at no less than one weekend's public services in advance or by written notice to the voting members mailed not less than three days in advance.

Chapter 11.

OFFICERS

C11.01a.01. Duties of officers and committees of the Congregation Council shall include:

- a.** The president shall preside over meetings of the Congregational Council and of the congregation unless the majority at that meeting decides otherwise.
- b.** The vice-president shall preside in the absence of the president, unless the majority at that meeting decides otherwise.
- c.** The secretary shall keep the minutes of the Congregation Council and of the congregation and shall preserve its archives.

C11.01.e.01.

- a.** The treasurer shall be the custodian of the funds of the congregation, and shall disburse such funds in accordance with the decisions of the church council. The treasurer shall present a duly audited report to the annual meeting and monthly reports to the Congregation Council, or as may be required by the Congregation Council.
- b.** The financial secretary shall keep a record of all pledges of the congregation and shall record all collections, individual contributions, and special offerings for current expenses, benevolences, and other purposes.

Chapter 12.

CONGREGATION COUNCIL

C12.01.01. The pastors shall be advisory members of the Congregation Council.

C12.01.02. A representative of the First Lutheran Church Women shall have a voting membership on the Congregation Council.

C12.01.03. If the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council.

Chapter 14.

ORGANIZATIONS WITHIN THE CONGREGATION

C14.02.01. FIRST LUTHERAN CHURCH TRUST FUND

- a.** The First Lutheran Church Trust Fund, established and approved by resolution of the congregation on February 8, 1987, is an organization within this Congregation. The Resolution establishing this Trust Fund is made an addendum to this Constitution, and all members are made privy to its contents and uses. The Trust Fund Resolution is incorporated by reference, provided that no provision of the Resolution shall conflict with this

Constitution or Bylaws. The Resolution may not be altered or amended except as provided in the Resolution.

- b.** The Trust Fund shall consist of a Perpetual Fund and a Memorial Fund. The Trust Fund Committee shall be the custodian of the Trust Fund and shall manage the Funds in accordance with the provisions of the Trust Fund Resolution.

C14.02.02. FIRST LUTHERAN CHRISTIAN ACADEMY [First Lutheran Church Child Care Center]

- a.** The First Lutheran Christian Academy [First Lutheran Church Child Care Center], established and approved by resolution of the Congregation on July 11, 1987, is an organization within this Congregation. The Resolution establishing the First Lutheran Christian Academy is made an Addendum to this Constitution, and all members are made privy to its contents and uses. The Christian Academy Resolution is incorporated herein by reference, provided that no provision of the Resolution shall conflict with this Constitution or Bylaws. The Resolution may be amended as a Bylaw as provided for in this Constitution.
- b.** The affairs of the First Lutheran Christian Academy shall be under the oversight of the Congregation Council. The First Lutheran Christian Academy Board shall be responsible for the general administration of the academy.

CONTINUING RESOLUTIONS

Chapter 10.

CONGREGATION MEETING

- C10.01.01.** The order of business at the annual meeting shall include:
- a.** opening devotions;
 - b.** reports of the pastors, the Congregation Council, the treasurer, committees, mission teams, task forces, the Trust Fund Committee, the Christian Academy Board, the First Lutheran Church Women, and others;
 - c.** elections,
 - d.** unfinished business;
 - e.** new business;
 - f.** approval of the budget;
 - g.** establish Evangelical Lutheran Church in America benevolence support (see Bylaws C6.03.a.01. – C6.03.a.03);
 - h.** approval of the minutes of said meeting;
 - i.** closing prayer.

Chapter 12.

CONGREGATION COUNCIL

- C12.10.b.01.** An Administration and Finance Mission Team shall work to enhance the procedures related to the accounting, purchasing, banking, insurance, and investment of funds for the congregation, with the exception of the auxiliaries and trust funds. The treasurer shall be ex-officio member of this mission team.
- C12.10.b.02.** A Property Mission Team shall work to enhance the care and maintenance and use of church property.
- C12.10.c.01.** A Children's Education Mission Team shall work to enhance the Sunday school, midweek, and Vacation Bible School educational ministry for children.
- C12.10.c.02.** A Church in Society Mission Team shall work to enhance the special services and ministries to the institutions and agencies of the community which serve the elderly, the ill, the differently abled, or the otherwise neglected. This team shall seek to direct the congregation and its organizations in special ministries to people with special needs in our community. This team shall work to increase awareness about the domestic and overseas mission programs and personnel of the Evangelical Lutheran Church in America and encourage support of them through regular contributions to the synod.
- C12.10.c.03.** An Evangelism Mission Team shall work to enhance the reaching out of this congregation to the unchurched; the ministering to the inactives; and the extending of hospitality to all who come to the church. This team shall seek ways to deepen the spiritual life of the congregation. This team shall annually review the membership roster.
- C12.10.c.04.** A Human Resources Mission Team shall work with the pastors and staff in setting expectations, developing position descriptions, conducting mutual ministry reviews, making salary recommendations, and addressing employment-related issues as they pertain to the pastors and staff members. The senior pastor and council president shall serve as ex-officio members of this mission team.
- C12.10.c.05.** A Lifelong Learning Team shall work to enhance adult education and small groups ministry in the congregation.
- C12.10.c.06.** A Stewardship Mission Team shall work to enhance the congregation's development in accordance with scriptural principles of stewardship including time, talent, and treasure.
- C12.10.c.07.** An Ushering Mission Team shall work to enhance the gathered worship assemblies of this congregation through involving members in ushering, greeting, hosting the welcome center, and serving refreshments.
- C12.10.c.08.** A Visual Outreach Mission Team shall work to enhance the worship life and various missions through visual means.
- C12.10.c.09.** A Worship Mission Team shall work to enhance the worship and music of the various gathered worship assemblies.
- C12.10.c.10.** A Youth Mission Team shall work to enhance the activities which seek to meet the needs of youth through their elementary, middle school, high school, and young adult years. This team shall also promote coordination among the various teams working with youth and recruit and train leadership from the congregation to work in the youth program.

Chapter 13.

CONGREGATION COMMITTEES

- C13.01.01.** The *Executive Committee* shall exercise oversight of the congregational programs, committees, and mission teams; establish the monthly Congregation Council agenda; review the finances and liabilities of the congregation; and annually review the Constitution, Bylaws, and Continuing Resolutions, and recommend necessary changes.
- C13.02.01.** A *Nominating Committee* shall nominate one or more candidates for each membership on the Congregation Council, the Trust Fund Committee, the Administration/Finance and the Property Committees, and the Christian Academy Board. In addition, the Nominating Committee shall nominate one or more candidates for the three positions on the Nominating Committee and shall secure the consent of each candidate to serve if elected. The candidates of the Nominating Committee shall be made known to the Congregation in conjunction with the announcement of the special or annual meeting at which the election is to take place. In addition to the candidates submitted by the Nominating Committee, additional nominations may be made from the floor.
- C13.03.01.** An *Audit Committee* shall audit all financial records of the congregation proper and present its report to the annual meeting in writing.
- C13.04.01.** A *Mutual Ministry* Committee shall be responsible for maintaining a positive working relationship between pastors, staff, and the congregation. They shall confidentially provide support and communication and assist with conflict resolution. Any unresolved issues shall be brought to the Congregation Council.

ADDENDUMS

C14.02.01. RESOLUTION ESTABLISHING THE FIRST LUTHERAN CHURCH TRUST FUND

RESOLUTION ESTABLISHING THE FIRST LUTHERAN CHURCH TRUST FUND

FIRST LUTHERAN CHURCH, New Richmond, Wisconsin, has a living endowment of faithful members with rich gifts and varied talents.

“As each has received a gift, employ it for another as good stewards of God’s varied grace whoever renders it by the strength which God supplies, in order that in everything God may be glorified.” 1 Peter 4:10-11

NOW THEREFORE, in order to establish a Trust Fund consisting of a Perpetual Fund in which the principal will be retained and only the income used, and a Memorial Fund from which both principal and income can be used, all to enable the further growth of our Church, its ministries and stewardship opportunities:

BE IT RESOLVED:

That the membership of First Lutheran Church establish a Trust Fund providing for two separate funds to be known as the “Perpetual Fund” and the “Memorial Fund”, to receive and administer gifts, bequests, estate, insurance, memorials and other assets. And,

BE IT FURTHER RESOLVED:

That the efforts of First Lutheran Church in establishing the Trust Fund be dedicated to the Glory of Almighty God. And,

BE IT FURTHER RESOLVED:

That the purpose of the Trust Fund is to enhance the work of the church by establishing new ministries and stewardship opportunities additional to and apart from the general operation of the congregation. And,

BE IT FURTHER RESOLVED:

That the membership of First Lutheran Church annually, at its annual meeting, decide for what purpose the Trust Fund income is to be used. And,

BE IT FURTHER RESOLVED:

That the Trust Fund Committee shall be custodian of the Trust Fund. And,

BE IT FURTHER RESOLVED:

That while First Lutheran Church has every intention of using the Trust Fund as set forth in these resolutions, it does recognize the passage of time and changing circumstances, there may be a time when it is not feasible to utilize the Trust Fund as was intended. Should that situation develop, First Lutheran Church or its successors in interest shall then be free to make such other use of the income and principal as is consistent with the charitable and religious purposes of First Lutheran Church, in accordance with provisions of the laws of the State of Wisconsin, and preserving the principal of those gifts designated to be perpetual, carrying out the donor’s wishes.

NOW THEREFORE, in order to carry out the purposes of the Trust Fund and enable the further extension and stewardship work of our church,

BE IT FURTHER RESOLVED:

I. THE COMMITTEE

1. The committee shall consist of six (6) voting members, all of whom shall be voting members of First Lutheran Church. Except as herein limited, the term of each member shall be three (3) years. After the adoption of this resolution by the congregation, it shall elect six (6) members to the committee—two (2) for a term of three (3) years; two (2) for a term of two (2) years; and two (2) for a term of one (1) year. Thereafter, at each annual meeting the congregation shall elect two members of the congregation for a term of three (3) years. No member shall serve more than two consecutive terms. A partial term shall not be counted for this purpose. A former committee member may be reelected after a lapse of one (1) year between this/her election for a third term and the completion of his/her second term.
2. In the event of a vacancy on the committee, the committee shall report said vacancy to the Executive Committee of the Congregation Council. The committee may recommend a replacement to fill the vacancy, provided the person recommended meets the requirements set forth in paragraph 1 above. The Executive Committee shall prepare recommendations for filling the vacancy to be presented to the Church Council. The Executive Committee shall report to the Congregation Council its recommendations. The Congregation Council shall deliberate and make the final decision as to the filling of the vacancy. The person filling the vacancy shall serve on the committee until the next annual meeting of the congregation, at which time the congregation shall elect a member to fill the remaining term of the position vacated.
3. Committee members shall be nominated and elected in accordance with the applicable provisions of the First Lutheran Church Constitution.
4. All Trust Fund committee members shall endeavor to maintain a high degree of communication with the Congregation Council, other organizations within the church, and members of the congregation to nurture the total life and mission of the church and of the Fund. Each committee member must be a member in good standing of first Lutheran Church. The Trust Fund committee shall not have more than two (2) members who are currently serving on the Congregation Council. The pastors of the church, the president or chairperson, and the vice-president or vice-chairperson of the Congregation Council shall be ex-officio non-voting member of the Trust Fund Committee.
5. The Committee shall elect from its membership a chairperson, treasurer, and secretary.
6. The committee shall meet at least quarterly at the church at a time fixed by resolution of the committee and more frequently as it may be deemed by it for the best interests of the Fund. Special meetings may be called on twenty-four (24) hours written or oral notice to the members of the committee by the chairperson or any two voting members. No notice other than recording of the resolution of the committee fixing the time of the regular meetings need be given members. Each member is charged with knowledge of the contents of the minute book.
7. A quorum shall consist of four (4) members. The affirmative vote of a majority present and voting shall carry any motion or resolution.
8. The committee shall establish written rules and regulations as may be necessary for the conduct of its business. It shall adopt standards and goals to guide in the expenditure of the income from the Fund which it may amend all within the stated purposes of this Fund and which are consistent with the Constitution, by-laws, policies and procedures of First Lutheran Church.
9. The committee shall maintain accounts with such financial institutions it may by resolution authorize and determine. All checks and other documents transferring or expending any funds or assets in the Fund shall be executed by the treasurer and either the chairperson or secretary of the committee.
10. Any members of the committee with check-signing authority, at the expense of the Fund, shall provide a corporate fidelity bond in a principal amount to be determined from time to time by the committee.
11. The committee may ask other members of the congregation to serve as advisory members and may employ, at the expense of the Trust Fund income, such professional counseling on investments and legal matters as it deems to be for the best interests of the Fund.
12. The committee shall maintain complete and accurate books of the accounts and may employ such professional help as it deems necessary in this connection. The books shall be audited annually by a certified public accountant in time so that such audit report will be on file at the time of the annual meeting of the congregation.

13. The secretary shall maintain complete and accurate minutes of all meetings of the committee and supply a copy thereof to each member within seven (7) days after the meeting. Each member shall keep a complete copy of minutes to be delivered to his or her successor.

14. The chair, or the member designated by the chair, shall preside at all committee meetings

15. No member of the committee shall engage in any self-dealing or transactions with the Fund in which the member of the committee has direct or indirect financial interest and shall at all times refrain from any conduct in which his/her personal interests would conflict with the interests of the Fund.

II. COMMITTEE DUTIES

1. The Trust Fund Committee, at each annual meeting of the congregation, shall render a full and complete account of the administration of the Trust Fund during the preceding year.

2. The Trust Fund Committee or church may receive funds through gifts, memorials, bequests, wills, and/or estates from any individual or corporation or organization or from any other source in cash as in other property acceptable to them. All trust funds and property shall be kept and maintained separate, distinct, and independent from the funds and property otherwise belonging to the church.

3. The Trust Fund Committee may co-mingle the funds and property of the Perpetual Fund, the Memorial Fund, and any other funds or property held in the Trust Fund, and administer such funds as a single fund, so long as the committee records at all times accurately reflect the receipts and disbursements properly allocable to each fund and the property in each fund.

4. The Trust Fund Committee shall in no event be required to make physical segregation of the assets of the Trust Fund in order to conform to the directions of any individual donors but may establish separate accounts in its accounting records.

5. The Trust Fund Committee is to inform the members of the congregation of the purposes of the fund, and may periodically arrange for members of the congregation to meet with professional counselors in the areas of charitable giving, wills, bequests, insurance, and other related matters.

6. All new members of the Trust Fund Committee are to receive a copy of the Trust Fund format to become acquainted with the function and purposes of the Fund.

III. COMMITTEE POWERS

In the administration of this Trust Fund, The Trust Fund Committee shall have all powers and authority necessary to carry out the purposes of the Fund, including the following powers and authority on behalf of First Lutheran Church:

1. To take, have, hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest, and in all other respects to handle and manage and control, the Trust Fund, or any part thereof, as they in their judgment and discretion shall deem wise and prudent;

2. To retain any property in the form in which received; to convert and reconvert the Trust Fund, or any part thereof, into other kinds of property, real or personal or mixed; and to invest or reinvest the Fund or assets herein, or any thereof, as they shall deem wise and prudent, including in such common or preferred stocks, bonds, debentures, mortgages, notes or other securities, investments or property whether real or personal, which they in their absolute discretion may select or determine, and including, without limitation, savings deposits of any bank, mutual savings bank, federal home loan bank or savings and loan association, or in the Evangelical Lutheran Church in America Mission Fund, or in any common trust fund, mutual fund, or any like fund, subject to the usual standards of prudence required of trustees of similar funds;

3. To receive income, profits, rents and proceeds of the Trust Fund and to collect and receipt for the same, and pay all administrative and necessary expenses in connection with it. Expenses are to be paid from the Trust Fund income;

4. To make, execute and deliver all instruments necessary or proper for the accomplishment of the purposes of the First Lutheran church Trust Fund or of any of the foregoing powers, including deeds, bills of sale, transfers, leases, mortgages,

assignments, conveyances, contracts, purchase agreements, waivers, releases and settlements;

5. To contribute, donate, support or distribute, from time to time, for the purposes herein stated, such payments or amounts as the Trust Fund Committee in its discretion shall determine.

6. To determine what is principal and income according to accepted accounting procedures;

7. To hold investments in the name of the First Lutheran Church Trust Fund on behalf of the congregation and sign checks and all other necessary documents on behalf of the congregation in furtherance of the Trust Fund purposes;

8. To employ and reasonably compensate from the Trust Fund income, accountants, agents, and attorneys to assist and advise in the execution of the Trust Fund, without liability for their omissions or neglect, but using reasonable care in their selection, and to rely on the advice of the persons so employed.

9. The Trust Fund Committee shall not be liable for any losses which may be incurred upon investments of the Trust Fund except to the extent that such losses shall have been caused by the bad faith or gross negligence of the committee members. No member shall be personally liable as long as he or she acts in good faith and with ordinary prudence in discharging the duties of the office. Each committee member shall be liable only for his or her own willful misconduct or omissions in bad faith. No committee member shall be liable for the acts or omissions of any other committee member, or of any accountant, agent, attorney or custodian selected with reasonable care.

10. The Trust Fund Committee members shall not receive any compensation, but may be reimbursed from the income of the Trust Fund for expenses reasonably incurred.

IV. THE CONGREGATION

1. The congregation may upon recommendation by the Trust Fund Committee decide when and if any Fund principal, or corpus, shall be used by a two-thirds (2/3) majority vote of those present at a legally-called meeting of the congregation. A meeting so called shall not be considered legally called unless a minimum of ten (10) percent of the eligible voting members of the congregation are present. This provision holds true if the principal, or corpus, is ever needed in the event of a catastrophe, or dire emergency.

2. The Trust Fund Committee shall supply the congregation with sufficient information to make the best use of the Trust Fund according to its purposes.

3. This Trust Fund Resolution may not be altered or amended except by a two-thirds (2/3) majority vote of the members present at a legally called meeting of the congregation (see definition of "legally-called meeting of the congregation": Section IV, paragraph 1, above) or at any annual meeting of the congregation. Notice shall be provided of the intent to alter or amend the Resolution as specified in Article III, paragraph 2, of the Constitution of First Lutheran Church.

V. MEMORIAL FUND

There is hereby established for administration by the Trust Fund Committee a separate fund to be known as the "Memorial Fund". The Memorial Fund will receive gifts, bequests, donations, memorials, and other contributions which are not to be included in the Perpetual Fund or in the general fund of the church. The Memorial Fund shall be administered by the Trust Fund Committee and distributed in the same manner and for similar purposes as are herein stated for the Trust Fund, except that the Trust Fund Committee may disburse both principal and income from the Memorial Funds for church purposes as designated by the donor or as provided for in this document.

VI. TAX EXEMPTIONS

Any gifts given to the Trust Fund, as well as all income derived there-from, shall be used exclusively for religious, charitable and educational purposes with Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law. This Trust Fund is created and shall be operated exclusively for church purposes. No part of the income or property of this Fund shall inure the benefit of or be distributable to any member, director or officer of the

church or to any other private person, except that the Trust Fund Committee is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No part of the activities of the Trust Fund shall be the carrying on of propaganda or otherwise attempting to influence legislation, and it shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of the document, the Trust Fund shall

- (a) not carry on any activities not permitted to be carried on by an entity exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or
- (b) do any act which would render contributions to the Trust Fund non-destructible under Section 170 (c) (2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

This Trust Fund may be dissolved in accordance with the laws of the State of Wisconsin. Upon dissolution of this Trust Fund, and after payment of all liabilities, obligations, costs and expenses incurred by this Trust Fund, any remaining assets shall be distributed to such entities organized and operated exclusively for one or more purposes described in Sections 170 (c) (2) and 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

THIS TRUST FUND RESOLUTION, accepted by the congregation of First Lutheran Church, via recommendation by the Church Council, at a legally-called congregation meeting is hereby made an Addendum to the Constitution of First Lutheran Church, New Richmond, Wisconsin, and all members are made privy to its contents and uses.

DATED this ____ day of February, 1987, at New Richmond, Wisconsin

FIRST LUTHERAN CHURCH

By: _____
David Borg, President

And: _____
Richard Nelson, Secretary

FIRST LUTHERAN CHURCH MEMORIAL GIFT POLICY

1. Memorials are given to the glory of God in memory of a loved one and to memorialize the deceased and/or a particular stewardship interest.
2. The First Lutheran Endowment Fund has been established to receive bequests, among which can be memorial gifts. This is an excellent channel for memorial gifts, but unless such designation is made by the giver, memorial gifts will normally go to the memorial fund.
3. Memorial gifts of cash will be received for designated programs. Recognition of the loved one will be placed on the Memorial Gift Board with a memorial of \$500 or more.
 - a. Designated memorial gifts of cash shall be deposited into the designated account for which it was made and drawn upon by the Trust Committee for said designated purpose.
 - i. The Trust Committee will allocate designated memorial gifts of cash, which do not have an exactly associated designation account, to a similar designation account or have the freedom to create a new designated account.
 - ii. Funds will be held in the designated account until it is needed for its designated purpose. If an appropriate designated need does not arise within one (1) year from the time of contribution, designated funds may be re-designated to a more immediate need.
 - b. Undesignated memorial gifts of cash shall be deposited into the undesignated account from which the Trust Committee can draw from to purchase special items for the congregation or other ministries.
 - i. Funds will be held in the undesignated account until it is needed.
4. Specified memorial gifts shall be received upon approval by the Trust Committee. Recognition of the deceased person and the gift will be placed on the Memorial Gift Board for all items with a value of \$500 or more. No identifying recognition, in any form, shall be placed on the item.
5. The Trust Committee from time to time in consultation with the Congregation Council and Committees shall establish a list of items needed or programs that memorials can be given to.
6. The accounting for and the acknowledgement of memorials lies with the Trust Committee and First Lutheran Church.
7. All memorials given to First Lutheran Trust Committee shall become the property of the First Lutheran Church Trust and managed by the First Lutheran Church Trust Committee.
8. It is understood by the congregation, and by the giver of any memorial gift, that nothing except God's love and grace is absolutely permanent. Therefore, while most memorials will remain in place for many years, there will come a time for nearly all of them when they have served their purpose. At such time, in faithful service to our living God, the function or location of the memorial may be changed.

Trust Committee:
Chair, Jim Peirson
Secretary, Vern Skoglund
Treasurer, Ed Jessen
Gene Bonnes
Michael Helgeson
John Helling

January 25, 2006

C14.02.02. RESOLUTION ESTABLISHING THE FIRST LUTHERAN CHRISTIAN ACADEMY
[FIRST LUTHERAN CHURCH CHILD CARE CENTER]
RESOLUTION ESTABLISHING THE FIRST LUTHERAN
CHRISTIAN ACADEMY

WHEREAS, as Stewards of God's resources, First Lutheran Church recognizes the need to provide an academy for the young in a Christian setting, and

WHEREAS, an academy is a mission of the Church in serving God's people, and

WHEREAS, God has blessed First Lutheran Church with a large facility adequate to service the community with a Christian academy. Further, as stewards of this facility it is our responsibility to utilize the physical space of the church in ways that reflect our love of God, and

WHEREAS, there is a demonstrated need for a Christian academy in our community, and

WHEREAS, the academy will be a place where the people caring for the young will, by their actions, show that Christians are caring people,

NOW THEREFORE, BE IT RESOLVED, that First Lutheran Church, New Richmond, Wisconsin, establish a First Lutheran Christian Academy [FIRST LUTHERAN CHURCH CHILD CARE CENTER] to be operated under the general supervision of the Congregation Council of First Lutheran church, and that the following bylaws are hereby adopted to govern the operation of the said Christian Academy.

ARTICLE I: Name and Address

The Christian Academy shall be known as First Lutheran Christian Academy [FIRST LUTHERAN CHURCH CHILD CARE CENTER], and shall be conducted at First Lutheran Church, 258 North Third Street, New Richmond, Wisconsin 54017.

ARTICLE II: Purpose

We believe that one of the important ways our congregation can carry out its purpose – *Because God first loved us, we reach out to make Christ known to as many people as possible* – is to promote Christianity by providing an educational and nurturing environment for children to our congregation and to the community.

We believe that our congregation's life and mission include assisting in the development of their children. First Lutheran Christian Academy offers young children a Christian setting to grow, to learn, and to develop physically, spiritually, intellectually, and socially.

We believe that First Lutheran Christian Academy will provide a place where children can awaken to the joy of discovery of good in the world around them and the good in themselves and where the people caring for them will, by their actions, show that Christians are caring people. The Christian Academy will provide times of prayer for blessings, opportunities for the children to learn of Christian events and seasons, and times of singing of Christian music.

We believe that a Christian Academy can help children develop attitudes which form the foundation for a positive self-image and good relationships and that First Lutheran Christian Academy is the kind of place where children can expand their perception of God, of other people, and of the physical world in which God has placed us.

We believe that dedicated and caring Christian academy workers can provide children with nurture essential to growth and development.

ARTICLE III: Governing Body

Section 1: The Congregation Council shall have general oversight of the life and activities of this Christian Academy 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 and of First Lutheran Church. The Congregation Council shall be responsible for maintaining and protecting its property and management of its business and fiscal affairs. In accordance with the policy of First Lutheran Church and its Congregation Council, the affairs of the Christian Academy shall be under the supervision of the Christian Academy Board. The board shall consist of nine (9) voting members. The board shall be determined as follows: one parent who has a child enrolled at the academy (need not be members of First Lutheran Church), two members of the Congregation Council, and six voting members of the congregation with three year terms. In addition, the director and the treasurer of First Lutheran Christian Academy, as well as the senior pastor shall be ex-officio members of the board.

Section 2: The qualifications for board members shall be an interest in the academy and a willingness to serve.

Section 3: The purpose of the Christian Academy Board shall be:

- (a) Act and conduct its business as the supervisory body of the academy.
- (b) Provide continuity of administration.
- (c) Encourage staff to raise their professional standards by attending classes, institutes, and workshops.

Section 4: The selection of board members and terms of service shall be as follows:

- (a) The parent board member shall have a term of one (1) year and shall be appointed by the Congregation Council.
- (b) The Congregation Council members shall have a term of one (1) year and shall be appointed by the Executive Committee of the Congregation Council.
- (c) After the adoption of this resolution by the congregation, it shall elect two members to the board for a term of three (3) years, two for a term of two (2) years, and two for a term of one (1) year. Thereafter, the congregational members shall be elected by the Congregation at its annual meeting and shall serve for a term of three (3) years. No elected member shall serve more than two (2) consecutive terms. A partial term shall not be counted for this purpose.
- (d) In the event of a vacancy on the board, the board shall report said vacancy to the Executive Committee of the Congregation Council. The board may recommend a replacement to fill the vacancy, provided the person recommended meets the requirements set forth above. The Executive Committee shall prepare recommendations for filling the vacancy to be presented to the Congregation Council. The Executive Committee shall report to the Congregation Council its recommendations. The Congregation Council shall deliberate and make the final decision as to the filling of the vacancy. The person filling the vacancy shall serve on the board until the next annual meeting of the congregation, and which time the congregation shall elect a member to fill the remaining term of the position vacated.

Section 5: The Christian Academy Board shall elect from its membership a chair and secretary. A treasurer shall be appointed by the board and shall have voice but not vote.

- (a) The duties of the chair shall be: call and preside at meetings of the Christian Academy Board.
- (b) The duties of the secretary shall be: record minutes of the meetings and conduct official correspondence.
- (c) The duties of the treasurer shall be: serve as the custodian of the funds of the Christian Academy and disburse such funds in accordance with the decisions of the board. The treasurer shall present a duly audited report to the Annual Congregation Meeting and monthly reports to the Christian Academy Board and to the Congregation Council.

Section 6: The Christian Academy Board shall normally meet once a month on a scheduled day and time as the board shall from, time to time, determine. A majority of the voting members shall constitute a quorum.

Section 7: The Christian Academy Board shall be responsible for assuring the academy is operated in accordance with the Constitution and policy of the Congregation, these bylaws, and all statutory requirements and administrative rules established by the State of Wisconsin. Any issue not resolvable by the board shall be referred to the Congregation Council for resolution.

Section 8: The Christian Academy Board shall be responsible for the employment and supervision of the director and

staff of this Christian Academy. The board shall select such staff who exhibit high Christian character and who meet the standards established by the State of Wisconsin.

Section 9: The Christian Academy Board shall determine all human resource policies such as but not limited to: salaries, hours, job responsibilities, sick leave, vacations, and code of conduct.

ARTICLE IV: Administration

Section 1: The director should demonstrate Christian commitment, have experience in a child care center setting, and be able to give professional leadership to the Christian Academy. The Director must meet the educational requirements of the State of Wisconsin.

Section 2: The director shall be responsible for the overall operation of the Christian Academy and direct supervision of the staff in accordance with policies established by the Congregation Council and Christian Academy Board.

Section 3: The director shall establish and supervise the scheduling of the child care center, subject to review by the board.

Section 4: The director shall insure, as far as possible, that the Christian Academy operates within the limits of the established annual ministry plan.

ARTICLE V: Financing

Section 1: The Christian Academy Board shall establish an academy ministry plan each year. Such ministry plan shall be formulated to insure that tuition is set at a rate sufficient to assure sound fiscal operation of the academy.

Section 2: The Christian Academy fiscal year shall coincide with the fiscal year of First Lutheran Church.

Section 3: The cost of rent, utilities, building maintenance, insurance, and bookkeeping shall be reimbursed to First Lutheran Church.

Section 4: The director shall receive the record all tuition fees and other income of the academy. These monies shall be deposited into the First Lutheran Christian Academy account by the child care center treasurer. The treasurer shall be responsible for paying all outstanding bills and the salaries of the staff.

Section 5: The director shall be authorized to maintain and shall account for a petty cash fund not to exceed \$25.00 at any one time.

Section 6: The director shall give a report in cooperation with the treasurer of the Christian Academy Board at the regularly called meetings of the board and shall report to the congregation at the annual meeting.

AMENDMENTS

Section 1: Amendments to these bylaws may be initiated by the board, the Congregation Council, or any member of the congregation.

Section 2: Amendments shall be approved in accordance with the constitution of First Lutheran Church.