

**Proposed Changes to the - CONSTITUTION & BYLAWS
OF
LUTHERAN CHURCH OF OUR REDEEMER
WATERTOWN, SOUTH DAKOTA**

***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 Lutheran Church of Our Redeemer.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the Lutheran Church of Our Redeemer congregation is hereinafter designated as "this congregation".
- C1.03.** This congregation shall be incorporated under the laws of the State of South Dakota.

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 & 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.

***Required Provisions**

- *C2.03. This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith and life.
- *C2.04. This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.
- *C2.05. This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg confession.
- *C2.06. This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- *C2.07. This congregation confesses the Gospel, recorded in the Holy Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

Chapter 3.

NATURE OF THE CHURCH

- *C3.01. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.
- *C3.02. 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. This church, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.
- *C3.03. The name Evangelical Lutheran Church in America (ELCA or "this church") as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

Chapter 4.

STATEMENT OF PURPOSE

- *C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- *C4.02. To participate in God's mission, this congregation as a part of the Church shall:

- a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
- b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
- c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
- d. Serve in response to God's love to meet human needs, caring for the sick and 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 this 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 ~~South Dakota~~ synod, and 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 groups and shall review their actions. Such description shall be contained in continuing resolutions of the Congregation Council.
- *C4.05.** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs. ~~The mission statement appears in the Continuing Resolutions.~~
- *C4.06.** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God’s mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

Chapter 5.

POWERS OF THE CONGREGATION

- *C5.01.** The powers of this congregation are those necessary to fulfill its purpose.
- *C5.02.** 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 the 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, amendments to the bylaws, as specified in Chapter 16, and continuing resolutions, as provided in Chapter 18..**
 - 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 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; ~~and~~
- ~~e. establish Trust Funds and prescribe procedures for their management.~~

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 South Dakota Synod of the Evangelical Lutheran Church in America. This congregation is subject to 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. **These special circumstances are limited either to calling a candidate approved for the roster of ordained ministers of the Evangelical Lutheran Church in America or to contracting for pastoral services with an ordained minister of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.**
 - d. This congregation agrees to consider associates in ministry, **deaconesses, and diaconal ministers** for appointment 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 SD 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 or with the constitution of the South Dakota 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 the 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 ELCA shall be terminated.~~
- ~~f. Notice of termination shall be forwarded by the synodical bishop to the secretary of the ELCA and published in its periodical.~~
- a. A resolution indicating the intent to terminate its relationship must be adopted at a legally called and conducted special meeting of the congregation by a two-thirds vote of the voting members present. Such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time the congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the congregation council. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
- b. The secretary of the congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and

certifying the outcome of the vote, and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.

- c. The bishop of the synod and the congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the synod of the notice as specified in paragraph b. above.
- d. If the congregation, after such consultation, still seeks to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the meeting shall be mailed to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
- e. A copy of the resolution, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, shall be sent to the bishop within 10 days after the resolution has been adopted, at which time the relationship between the congregation and this church shall be terminated subject to paragraphs g., h., and i. below. Unless this notification to the bishop also certifies that the congregation has voted by a two-thirds vote to affiliate with another Lutheran denomination, the congregation will be conclusively presumed to be an independent or non-Lutheran church.
- f. Notice of termination shall be forwarded by the bishop to the secretary of this church, who shall report the termination to the Churchwide Assembly.
- g. Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in *C6.05. shall be required to receive synod council approval before terminating their membership in this church.
- h. Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to receive synodical approval before terminating their membership in this church.
- i. Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to satisfy all financial obligations to this church and receive synod council approval before terminating their membership in this church.
- j. If a congregation fails to achieve the required two-thirds vote of voting members present at the congregation's first meeting as specified in paragraph a. above, another special meeting to consider termination of relationship with this church may be called no sooner than six months after that first meeting. If a congregation fails to achieve the required two-thirds vote of voting

members present at the congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all requirements of *C6.05. and may begin no sooner than six months after that second meeting.

- *C6.06. If this congregation is considering relocation, it shall confer with the bishop of the Synod in which it is territorially located and the appropriate program unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.
- *C6.07. If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate program unit of the churchwide organization before any steps are taken leading to such action.

Chapter 7.

PROPERTY OWNERSHIP

- *C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the South Dakota Synod of the Evangelical Lutheran Church in America.
- *C7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.
- *C7.03. If a two-thirds majority of the voting members of this congregation present at a ~~regularly~~legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation, provided the process for termination of relationship in *C6.05. has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the South Dakota Synod.
- ~~*C7.04. If this two-thirds majority of the voting members of this congregation present at a regularly 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 the 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 the 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.~~

- *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 and have followed the process for termination of relationship in *C6.05., title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the 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 the 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 shall have communed and made a contribution of record during the current or preceding year.
 - d. *Associate* members are persons holding membership in other [Christian] congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. 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.
 - e. ~~*In Transit* members are baptized or confirmed members who have moved from this congregation's geographical area and have not transferred membership to another congregation.~~
 - f. ~~*Inactive Members* are confirmed members who no longer show interest in attending worship services and partaking in Holy Communion and who do not contribute to the congregational treasury.~~

***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 and **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 ~~regularly~~ **legally** called for that purpose. Before a call is issued, the officers, or a committee selected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.

***C9.02.** Only a member of the clergy roster of the Evangelical Lutheran Church in America **or a candidate for the roster of ordained ministers** who has been recommended for it 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, every ordained minister shall preach the Word, administer the sacraments, conduct public worship, provide pastoral care, and shall speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world. Each ordained minister with a congregational call shall, within the congregation, offer instruction, confirm, marry, visit the sick and distressed, and bury the dead; supervise all schools and organizations of the congregation; shall install regularly elected members of the Congregation Council, and with the council administer discipline. Every pastor shall seek out and encourage qualified persons to prepare for the ministry of the~~

~~Gospel and strive to extend the Kingdom of God in the community, in the nation, and abroad; shall impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and shall endeavor to increase the support given the congregation to the work of the Evangelical Lutheran Church in America and of the synod of the ELCA.~~

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 South Dakota Synod of the ELCA.

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

***C9.05.** a. The call by this 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 of years;
- 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; or
- 6) the dissolution of the congregation **or the termination of a parish arrangement; or**
- 7) **suspension of the congregation as a result of discipline proceedings.**

b. ~~In the case of alleged~~ **When allegations of** physical or mental incapacity of the pastor or ineffective conduct of the pastoral office, it shall be the responsibility of the bishop of the synod, ~~when such difficulties are personally known or have been brought to the synod's attention by an official recital of allegations by the Congregation Council, or by petition signed by at least one-third of the voting members of the congregation, to investigate such conditions personally in company with a committee of two ordained ministers and one lay person.~~ **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 ~~which~~ **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 by a two-thirds majority vote of the voting members present at a ~~regularly~~ **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. ~~The foregoing procedure shall never be invoked when questions of doctrine, morality, or continued neglect of duty are involved; all such cases being treated as disciplinary matters~~ 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 in the course of the proceedings, it should become apparent that the pastoral office cannot be conducted effectively in the congregation being served by the ordained minister, the bishop of the synod may temporarily suspend the pastor from service in the congregation without prejudice and with pay provided through a joint churchwide/synod fund and with housing provided by the congregation.~~ 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 may 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 of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or the Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor. **Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.**

***C9.08.** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation.

***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

church 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 of years. 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 call may also be terminated before its expiration in accordance with the provisions of C9.05.a.

***C9.12.** ~~The pastor shall be responsible for accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation, and shall submit a summary of such statistics annually to the synod.~~

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 annual meeting of this congregation shall be held at a time specified in the bylaws.

C10.02. A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, or shall be called at the written request of 10 percent of the voting members. The call for each special meeting

shall specify the purpose for which it is to be held and no other business shall be transacted.

- C10.03.** Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays or 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 member shall be sufficient.
- C10.04.** Forty voting members shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** All actions by the congregation shall be by majority vote **of those voting members present and voting**, except as otherwise provided in this constitution **or by state law**.
- C10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11.

OFFICERS

- C11.01.** The officers of this congregation shall be a president, vice-president, secretary, and treasurer.
- a. Duties of the officers shall be specified in the bylaws.
 - b. The officers shall be voting members of the congregation.
 - c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
- C11.02.** The Congregation Council shall elect its officers and they shall be the officers of the congregation. The officers 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. No elected officer shall be eligible to serve more than two consecutive terms in the same office.

Chapter 12.

CHURCH COUNCIL

- C12.01.** The voting membership of the Congregation Council shall consist of ~~the pastors and~~ not more than 15 members of the congregation. Any voting member of the congregation may be elected, subject only to the limitation on the length of

continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from three successive regular meetings of the Congregation Council without cause. **The pastors, associates in ministry, deaconesses, and diaconal ministers shall be advisory members of the Congregation Council without vote.**

- C12.02.** The members of the Congregation Council except the pastors shall be elected by written ballot to serve for 3 years or until their successors are elected. Such members shall not be eligible to serve consecutive terms. Their terms shall begin at the close of annual meeting at which they are elected. Approximately one-third of the Council shall be elected each year. Newly elected Congregation Council members shall be installed at a subsequent worship service.
- C12.03.** Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor to fill the unexpired term. The filling of an unexpired term of less than 1 year shall not be deemed to be a term of office.
- 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.
- C12.05.** The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of South Dakota, 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.
- C12.06.** The Congregation Council shall see that the provisions of this constitution, bylaws and the continuing resolutions are carried out.

Chapter 13.

CONGREGATIONAL COMMITTEES

- C13.01.** The officers of this congregation and the pastor(s) shall constitute the *Executive Committee*.
- C13.02.** A *Nominating Committee* of six voting members of this congregation, four of

whom shall be elected at the annual meeting for a term of one year. Two shall be elected by the Congregation Council from its membership. Members of the Nominating Committee are not eligible for consecutive re-election.

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

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

C13.05. When a pastoral vacancy occurs, a *Call Committee* of six or more voting members shall be appointed by the Congregation Council. Term of office will terminate at installation of the newly-called pastor.

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

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

C13.08. The sr. pastor and the president of this congregation shall be *ex officio* members of all committees and boards 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 receive reports concerning their membership, work, and finances.

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

Chapter 15.

DISCIPLINE OF MEMBERS

***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.** ~~A member charged with the offense shall appear before the Congregation Council having received a written notice, specifying the exact charges that have been made against the member, at least 10 days prior to the meeting.~~

The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member(s) that are specific and in writing shall be prepared by member(s) of the congregation who shall sign the charges as the accuser(s). The written charges shall be filed with the pastor, who shall advise the Congregation Council of the need to issue a written citation to the accused and the accusers that specifies the time and place of the hearing before the Congregation Council. The written charges shall accompany the written citation to the accused. The written citation that specifies the time and place of the hearing before the Congregation Council and requests the presence of a member charged with the offense shall be sent at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Congregation Council may proceed with the hearing and may pass judgment in the member's absence.

***C15.03.** ~~Should the allegations be sustained by a two-thirds majority vote of the Congregation Council, the council shall impose one of the following disciplinary actions:~~

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. **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. The Congregation Council shall notify the congregation’s members of the proposal **by mail** with its recommendations at least 30 days in advance of the Congregation Meeting.

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 to this constitution may be proposed by at least 40 voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at its regular or special meeting called for that purpose. The Congregation Council shall notify the congregation's members **by mail** of the proposal together with ~~their~~ **the council's** recommendations at least 30 days in advance of the meeting.

- *C17.02.** A proposed amendment to this constitution shall:
- a. be approved at a ~~properly~~ **legally** called **Congregational Meeting** according to this constitution by a majority vote of those present and voting;
 - b. be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and
 - c. have the effective date included in the resolution and noted in the constitution.

***C17.03.** Any amendments to this constitution **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 South Dakota Synod **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. Such amendments may be approved 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 40 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.

Chapter 18.

CONTINUING RESOLUTIONS

C18.01. ~~Continuing resolutions enacted by the congregation shall be recorded in "Continuing Resolutions" and may be amended or rescinded only by the congregation.~~

***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.** The Congregation Council may also enact other continuing resolutions which describe the function of the various committees or organizations of this congregation. These continuing resolutions shall be enacted or amended by a two-thirds vote of all voting members of the Congregation Council.~~

***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.

11/7/90

**By-Laws
of
Lutheran Church of Our Redeemer**

Organizational Structure

B1.01 ANNUAL MEETING

- a. The time of the annual congregation meeting shall be set by the Congregation Council. Normally this is to be in January after a reasonable time has been given for the preparation of the various sections of the Annual Report.
- b. The order of business at the annual meeting shall be:
 1. Opening devotions
 2. Approval of minutes
 3. Reports of the pastor(s), church council, treasurer, committees, etc.
 4. Elections
 5. Approval of the budget
 6. Unfinished business
 7. New business
 8. Closing prayer
- c. In the following cases voting shall be by ballot:
 1. To elect the church council.
 2. To amend the Articles of Incorporation, or by-laws of the congregation.
 3. To call a pastor or to request his/her resignation.
 4. To excommunicate a member from the congregation or remove a member.
 5. To sever membership in the Evangelical Lutheran Church in America.
 6. To dispose of, encumber, or purchase real property.
 7. When requested by ten or more voting member present.
- d. Except as otherwise provided in the constitution and by-laws, all matters shall be decided by majority vote of those present and voting.
- e. No one shall be declared elected unless he\she has received a majority of the votes cast.
- f. 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.

B1.02 SPECIAL CONGREGATION MEETINGS

- a. The congregation shall also hold such special meetings as may be called by the congregation, the pastor, the president, the church council, the Synod Bishop, or by petition of at least 10 percent of the individual voting members. The official call for all special meetings of the congregation shall state in writing the time, place, and purpose of the meeting and shall be signed by the proper officer or individuals authorized above and shall be posted prominently in the place where the congregation usually worships.
- b. The calling of such special meetings, including the time, place, and purpose shall also be announced orally at all public services within ten days prior to such meetings or by notice mailed to the voting members at least ten days in advance; and provided that meetings to consider the disposition of or encumbrance of real property must also be called and held in conformity with such specific provisions of civil laws may be applicable.
- c. No special meeting of the congregation may be held without properly notifying the pastor(s) in view of their position as a member of the congregation and an advisor in all congregational affairs. No business other than that stated as the purpose of the meeting shall be acted upon at such special meetings.
- d. When necessary to complete the business of the meeting, a congregational meeting may be by majority vote recess to reconvene at a specified time and place. A congregational 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 public service in advance or by written notice to the voting members mailed not less than three days in advance.

B2.01 THE CONGREGATION COUNCIL - ORGANIZATION

- a. The Congregation Council shall consist of fifteen (15) lay members. The lay members shall be elected each for a term of three years, but elected in such a manner that after the first election, one-third (1/3) or approximately one-third (1/3) is elected each year. **The pastors, associates in ministry, deaconesses, and diaconal ministers shall be advisory members of the Congregation Council without vote.**
- b. In addition to the requirements of congregational membership stated in Article VI of the Articles of Incorporation, qualifications for membership on the Congregation Council shall include such practical ability as is needful in promoting the various interests of the congregation as outlined in the duties of the various committees of the council.
- c. No member of the Congregation Council shall succeed him/her self as a council member. The filling of an unexpired term of less than one year shall not be deemed to be a term of office.
- d. Immediately after the annual meeting of the congregation at which time the members of the Congregation Council are elected, the council shall elect officers and committees as specified by Chapter 11 of the Constitution and these By-Laws.
- e. Any vacancy in the Congregation Council shall be filled by appointment by the remaining member of the council for the duration of the unexpired term.
- f. No Congregation Council business shall be transacted unless a majority of the council members is present.

B2.02 RESPONSIBILITIES OF THE CONGREGATION COUNCIL

- a. The Congregation Council shall see that the provisions of the constitution, its by-laws and the continuing resolutions are carried out.
- b. The Congregation Council, in order to meet the general oversight responsibilities required in Article C12.04 of the Constitution, shall have the following duties:
 1. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
 2. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
 3. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission, as outlined in the statement of purpose of LCOOR.
 4. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their call, or employment.
 5. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
 6. To promote a congregational climate of peace and goodwill and, as differences and conflicts arise, to endeavor to foster mutual understanding.
 7. To arrange for pastoral service during the sickness or absence of the pastor.
 8. To emphasize partnership with the synod and churchwide units of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
 9. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
- c. The Congregation Council shall provide for an annual review of the membership roster in accordance with the following:
 1. Members in good standing, who move away, shall be encouraged to transfer their membership. A Letter of Transfer shall be granted them upon request.
 2. A confirmed member of this congregation who in the judgment of the Congregation Council shows no interest in attending worship services and does not partake in Holy Communion and who does not contribute to the congregational treasury according to the congregation's records for a period of two years, shall be presumed no longer to desire membership in this congregation. However, these names (permanent record statistics) shall be kept in an inactive file for a period of one year thereafter. These persons shall be encouraged to take part in the congregational life, or to transfer to

another congregation. If an inactive person resumes activity within the one year period, the person shall be restored to active membership; if not, the person shall be dismissed from this congregation, and if possible shall be notified of this action.

3. Children who have not been confirmed and who do not participate in the Christian Education program of this congregation shall be contacted by the Congregation Council and their parents and/or guardians admonished of their responsibility to participate in the Christian Education program. After this action, the child may be removed from the Baptized membership roll of this congregation.
 4. Members who are definitely known to have become members of other congregations without transfer, have thereby terminated their membership in this congregation and have surrendered all their members rights, shall be dropped from membership rolls.
- d. The Congregation Council shall be responsible for the appointment, supervision, and termination of the salaried lay workers of this congregation.
 - e. The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
 - f. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption and may not incur additional obligations in excess of 10% of anticipated income without congregational approval. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
 - g. 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.
 - h. The Congregation Council shall be responsible for this congregation's investments and its total insurance program..
 - i. The Congregation Council shall supervise and manage all non-budget funds (except Trust Funds) which are received as designated gifts of otherwise acquired by the congregation and shall include an accounting of these funds in the annual report to the congregation.
 - j. The Congregation Council shall endeavor to set aside and maintain reserve funds for the replacement and repair of the congregation's facilities and equipment. An accounting of these funds shall be included in the annual report to the congregation.

B2.03 CONGREGATION COUNCIL MEETINGS

- a. The Congregation council shall hold regular monthly meetings and such special meetings as shall be deemed necessary at such times as the council shall determine. Special meetings may be called by the pastor(s) or the president, and shall be called at the request of at least one-third (1/3) of its members. Notice of each special meeting shall be given to all who are entitled to be present.
- b. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council.

- c. In the event that a member of the Congregation Council absents himself from three consecutive regular meetings of the council without excuse acceptable to the council, he shall forfeit his membership on the Congregation Council. Any member having two consecutive unexcused absences from regular meetings shall be notified thereof by the secretary.
- d. Since it is incumbent upon all members of the congregation to make diligent use of the Word of God in the public worship as well as the Sacraments, officers or council members who neglect these privileges shall forfeit the right to serve in their elected or appointed capacities.

B2.04 COMMITTEES OF THE CONGREGATION COUNCIL

- a. The Congregation Council shall establish the following standing committees:
 - 1. Education
 - 2. Evangelism
 - 3. Fellowship
 - 4. Policy
 - 5. Preschool
 - 6. Property
 - 7. Stewardship
 - 8. Worship & Music
 - 9. Youth
- a. There shall be from seven to ten members of each committee. The members shall be appointed for a term of two years. They shall not be members of the Congregation Council. The Congregation Council shall seek membership on the committees by a letter of call. In the same manner it shall seek a person or persons to chair each committee. The Congregation Council shall appoint one of its members as a liaison to each of the committees.
- b. The committees may be subdivided as the tasks warrant, with members given specific assignments.
- c. The Congregation Council shall at least once a year invite the full membership of its boards and committees together with representatives chosen by the organizations of the congregation to review the entire program of the congregation.

B2.05 DUTIES OF OFFICERS AND COMMITTEES OF THE CONGREGATION COUNCIL

- a. The president shall preside over meetings of the Congregation Council and of the congregation unless the meeting decides otherwise.
- b. The vice president shall preside in the absence of the president unless the meeting decides otherwise.

- c. The secretary shall keep minutes of the council and of the congregation and shall preserve its archives.
- d. The treasurer shall be bonded and shall be custodian of all funds of the congregation, local and synodical, and shall disburse all such funds in accordance with the decisions of the congregation or the Congregation Council. He shall present a duly audited report to the annual congregation meeting and such other reports to the congregation council as may be required.

B2.06 OTHER RESPONSIBILITIES OF THE CONGREGATION COUNCIL

- a. The Congregation Council shall be empowered to secure such help as is needed to carry on the work of the congregation such as organist, choir director, parish worker, pastor's secretary, intern, custodian, etc. and shall fix their salaries.
- b. Adjustments in the salary of the pastor shall be the responsibility of the Congregation Council, subject to the congregation's approval of the budget.
- c. The Executive Committee shall develop the Congregation Council agenda, shall serve as the Personnel Committee, shall establish staff salaries and benefits and shall serve as the Congregation Council's interim authority between meetings.
- d. Use of the church:
 - 1. The property of the congregation shall be for the use of the congregation in its normal function as a Lutheran Church and shall not be used in any way not in harmony with the purpose of the congregation.
 - 2. Buildings which are the property of the congregation shall not be lent or rented to any group or individual not affiliated with the congregation or with the Evangelical Lutheran Church in America unless application for such use has been approved by the Congregation Council by a two-thirds (2/3) majority vote in the case of a request for occasional use, or by a two-thirds (2/3) majority vote of the congregation in the case of a request for regular use.

B3.01 OTHER COMMITTEES OF THE CONGREGATION

- a. Executive Committee
 - 1. The Executive Committee shall consist of the officers of the congregation and senior pastor.
 - 2. The Executive Committee shall develop the agenda for the congregation meetings, shall serve as the personnel committee and shall serve as the council's interim authority between meetings. Any actions taken by the Executive Committee shall be reported to and be subject to approval of the Congregation Council at its next regular meeting.
- a. Nomination Committee
 - 1. The nominating committee shall be composed of six members, two of which shall be elected by the Congregation Council from its own membership and four of which shall be elected by the annual meeting from nominations made on the floor. The pastor shall serve as convener and as an advisor member. (see C13.02)

2. The members of the nominating committee shall serve for the year following their election. They shall nominate one candidate for each office to be filled and shall secure the consent of each candidate to serve if elected.
 3. 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.
 4. In addition to the candidates submitted by the nominating committee, additional nominations may be made from the floor.
 5. A vacancy in the congregational elected membership of the nominating committee shall be filled by appointment of the Congregation Council.
- a. An auditing committee composed of three persons shall be appointed by the president with the approval of the Congregation Council. The auditing committee shall audit all financial records of the congregation proper, and present its report to the annual meeting in writing. The auditing committee shall carefully examine all insurance policies to determine the amount and kind of insurance in force and include this report in its statement. (see C13.03)

B4.01 REPORTS OF ORGANIZATIONS

All committees and organizations handling funds within the congregation shall submit accounts to the treasurer or the church office at least ten days prior to the annual meeting, and the treasurer shall include such accounts in his report to the meeting.

B5.01 MINISTERIAL RECORDS

The pastors shall be responsible for keeping accurate record of membership and of their ministerial acts on forms provided by the congregation and which shall remain the property of the congregation. They shall report these statistics to the congregation annually, and, when required to, the secretary of the Evangelical Lutheran Church in America. Upon leaving the congregation, they shall complete the records of their ministry up to the time of their departure.

B6.01 TRUST FUND

The purpose of the Trust Fund is to enhance the mission and work of Lutheran Church of Our Redeemer by establishing new ministries and stewardship opportunities additional to and apart from the general operation of the congregation. The membership of Lutheran Church of Our Redeemer annually, at the annual meeting, shall decide for what purposes the Trust Fund income is to be used. The Trust Fund Committee shall be the custodian of the Trust Fund.

a. The Trust Fund Committee

1. The committee shall consist of at least five members, all of whom shall be voting members of Lutheran Church of Our Redeemer. The term of each member shall be three (3) years, at each annual meeting the congregation shall elect the necessary number 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 re-elected after a lapse of twelve (12) months between his or 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 remaining members by the affirmative vote of three (3) shall forthwith elect a member to fill the vacancy until the next annual meeting of the congregation, at which time the congregation shall elect a member to fill the vacancy. In the event the vacancy is not filled within (30) days after it occurs, the congregation may fill it at a special meeting called for that purpose.
3. The Nomination Committee of the congregation shall nominate for this committee and report at the annual meeting in the same manner as it does for other offices or committees. Nominations may also be made from the floor. The person receiving the greater number of votes at the annual meeting shall be elected.

All Trust Fund committee members shall endeavor to maintain a high degree of communication with the church council, other organizations within the church, and the 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 Lutheran Church of Our Redeemer. A Trust Fund committee member may not serve concurrently on the church council. The senior pastor of the church and the president or chairperson of the church council shall be ex-officio non-voting members of the Trust Fund Committee.

4. The committee shall elect from its membership a chairperson, treasurer, and secretary.
5. The committee shall meet at least once a month 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 interest of the fund. The committee, when it deems it unnecessary to hold a particular monthly meeting, may cancel a meeting. Special meetings may be called with a twenty-four (24) hours written or oral notice to members of the committee by the chairperson or any two members. No notice, other than recording of the resolution of the committee fixing the time of the regular meetings, need to be given to the members. Each member is charged with knowledge of the contents of the minute book. If all members are present, consent in writing to the minutes of the minute book by a member of the committee shall constitute his or her approval of the action reflected in the minutes and taken at the meeting and shall have the same force and effect as though he or she had been present and voting at the meeting reflected by the minutes.
6. A quorum shall consist of three (3) members. The affirmative vote of a majority present and voting shall carry any motion or resolution.

7. 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.
8. The committee shall maintain accounts with such financial institutions as 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 the secretary of the committee.
9. 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.
10. 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 interest of the Trust Fund.
11. The committee shall maintain complete and accurate books of accounts and may employ such professional help as it deems necessary in this connection. The books shall be audited annually in time so that such audit report will be on file at the time of the annual meeting of the congregation.
12. The secretary shall maintain complete and accurate minutes of all meetings of the committee and supply a copy thereof to each member promptly after the meeting. Each member shall keep a complete copy of minutes to be delivered to his or her successor. **The secretary shall also supply a copy of the minutes to the church council.**
13. The chairperson, or the member designated by the chairperson, shall preside at all committee meetings.
14. 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 personal interests would conflict with the interests of the Fund.

b. Committee duties

1. The Trust Fund Committee, at each annual meeting of the congregation, shall render a full and complete audited 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, estates, etc. from any individual or corporation or organization or from any other source in cash or 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 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.
4. The committee is to inform the members of the congregation the purposes of the Fund, and my periodically arrange for members of the congregation to meet with professional counselors in the areas of charitable giving, wills, bequests, insurance, etc.
5. 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.

c. 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 Lutheran Church of Our Redeemer.

1. To take, have, hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest, and in all other respects to handle manage and control, the Trust Fund, or any part thereof, as they in their judgment and discretion shall deep 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 and forms of property, real or personal or mixed; and to invest or reinvest the Fund or assets herein, or any thereof, as they 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 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 the 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 Lutheran Church of Our Redeemer 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 accounting procedures;
7. To hold investments in the name of Lutheran Church of Our Redeemer Trust Fund on behalf of the congregation and to 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 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 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.

d. The Congregation

1. The congregation may upon recommendation by the Trust Fund Committee decide when and if any Fund principle, or corpus, shall be used by a two-thirds (2/3) majority vote of those present **and voting** at a legally called meeting of the congregation.
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.

e. 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 donations, gifts and 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 principle and income from the memorial Fund for church purposes as designated by the donor or as provided in this document.

f. Tax Exemptions

Any gifts given to the Trust Fund, as well as all income derived therefrom, shall be used exclusively for religious, charitable and educational purposes within the meaning of Section of 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions 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 to 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this 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 of 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law or (b) do any act which would render contributions to the Trust Fund non-deductible under Section 170(c) (2) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Law.

This Trust Fund may be dissolved in accordance with the laws of the State of South Dakota. Upon dissolution of this Trust Fund, and after the 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 provisions of any future United States Internal Revenue Law.

B7.01 AMENDMENTS TO BY-LAWS

By-laws may be adopted or amended in accordance with Chapter 16 of the Constitution.