

**CONSTITUTION  
and  
BYLAWS  
for  
GETHSEMANE LUTHERAN CHURCH  
LEXINGTON, KY**

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**\*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 Gethsemane Lutheran Church.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation Gethsemane Lutheran Church is hereinafter designated as "this congregation."
- C1.11.** This congregation shall be incorporated under the laws of the State of Kentucky.

**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.

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Required provision

### **Chapter 3.**

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

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

### **Chapter 4.**

#### **STATEMENT OF PURPOSE**

- \*C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- \*C4.02. To participate in God's mission, this congregation as 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.
- \*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, boards, and committees, and require them] to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
  - j. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

**B05.03.01** The congregation, by majority vote, may establish an emergency maintenance fund to be used as described in B13.06.02.

**\*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 Indiana-Kentucky Synod of the Evangelical Lutheran Church in America.

## **Chapter 6.**

### **CHURCH AFFILIATION**

**\*C6.01.** This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Indiana-Kentucky Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.

**B6.01.01** Hereafter the Evangelical Lutheran Church in America may be referred to as the ELCA, and the Indiana-Kentucky Synod may be referred to as the Synod.

**\*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 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 Indiana-Kentucky Synod of the Evangelical Lutheran Church in America.

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

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

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

**C7.05.** Notwithstanding the provisions of \*C7.02. and \*C.7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:

- a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.
- b. Shall—upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of the Indiana-Kentucky Synod reconvey and transfer all right, title, and interest in the property to the synod.

## **Chapter 8.**

### **MEMBERSHIP**

- \*C8.01.** Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- \*C8.02.** Members shall be classified as follows:
- a. **Baptized** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
  - b. **Confirmed** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
  - c. **Voting** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.
  - d. **Associate** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, or persons who wish to retain a relationship with this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.
- B8.02.01** The Congregational Council shall maintain a roll of the voting membership of the congregation. The congregation shall maintain records of giving and communion participation sufficient to determine the voting membership in the following manner:
- A. At the end of the calendar year and two weeks before any special meeting, this congregation's office shall give to the secretary a list of those members who have communed at least once during the current and preceding year.
  - B. At the end of the calendar year and two weeks before any special meeting, the financial secretary shall give to the secretary a list of confirmed members who have given a contribution of record during the current and previous year.
  - C. Under the supervision of the secretary, the church office shall prepare name tags for each confirmed member who has given a contribution of record and communed at least once during the current and preceding year.
  - D. Only those persons with such name tags shall be allowed to vote or speak during congregational meetings, unless the privilege of speaking is granted by the consent of the assembly.
- B8.02.02** The Congregation Council shall notify the person being dropped from voting membership of the Council's action. First Class mail to the person's last known address shall constitute such notification.
- B8.02.03** Voting membership is restored when the person again meets the requirements for voting membership as defined in this constitution.
- \*C8.03.** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.
- B8.03.01** The Congregation Council shall approve membership for those who meet the conditions stated in this constitution and who meet one of the following:
- A. Complete an adult instruction program leading to the Rite of Confirmation (or adult baptism)
  - B. Desire to reaffirm their faith
  - C. Furnish a letter of transfer
- Therefore, the pastor may welcome such persons into membership as soon as those conditions are met, subject to ratification by the Congregational Council. The pastor is not obligated to welcome all persons who present a letter of transfer immediately, but may discuss whatever concerns exist with the appropriate committee of the 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.

- B8.05.01** The pastor is authorized to send a letter of transfer or a release from membership as soon as it is requested. The pastor will then report this termination of membership to the Congregational Council.
- B8.05.02** The Congregational Council may, upon recommendation of the pastor, remove from the membership rolls persons who have not participated in the congregation for the current and previous year, as defined in this constitution. The congregation Council shall restore such persons to the membership rolls when they resume participation in the congregation.
- B8.05.03** The Congregational Council may, at the recommendation of the pastor, remove from the membership rolls persons whose whereabouts is unknown for a period of 12 months.
- B8.05.04** Persons whose names have been removed from the rolls are not eligible for a transfer of membership to another congregation.

## 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 Indiana-Kentucky Synod of the ELCA.
- B9.03.01** The pastor is an *ex officio* member of all councils, committees, task forces, organizations, units, or groups within this congregation. The pastor may attend all of their meetings, but attendance at all meetings is neither required or expected.
- \*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.

**B9.04.01** The Congregation Council shall annually, for all called persons, review the terms of the call as required or permitted in the Letter of Call. Recommendations of the Staff Support Committee, also known as the Mutual Ministry Committee, will be considered. Personnel costs for all called persons shall be included in the annual budget.

- \*C9.05.**
- a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical bishop and for the following reasons:
    - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
    - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
    - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
    - 4) the physical or mental incapacity of the pastor;
    - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
    - 6) the dissolution of the congregation or the termination of a parish arrangement; or
    - 7) suspension of the congregation as a result of discipline proceedings.
  - b. When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of the synod, the bishop in his or her sole discretion may, or when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop shall, investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
  - c. In 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).

**B9.05.01** Persons licensed by the Bishop of the Indiana-Kentucky Synod may occasionally perform pastoral functions in the absence of the regular or interim pastor.

**\*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.
- C9.20. Ecumenical pastoral ministry**
- C9.21.** Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, an ordained minister of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the congregation and the ordained minister in a form proposed by the synodical bishop and approved by the congregation.

## **Chapter 10.**

### **CONGREGATION MEETING**

- C10.01.** The annual meeting of this congregation shall be held at a time specified in the bylaws.
- B10.01.01** The annual meeting shall be scheduled by Congregation Council to occur in January.
- B10.01.02** All reports will be made available to all members seven days in advance of the meeting, except the audit report.
- C10.02.** A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon 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 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.
- C10.04.** The voting members present shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** 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.
- B10.06.01** In the following cases voting shall be by written ballot:
- A. To elect members of the Congregation Council when the number of candidates exceeds the number of seats to be filled.
  - B. To adopt or amend the Articles of Incorporation and the Constitution of the congregation.
  - C. To call a pastor or associate in ministry.
  - D. To adopt any action related to the pastor taken under Chapter 9 of the constitution.
  - E. To remove a member from office in the congregation.

- F. To take any action related to membership in the ELCA under Chapter 6 of the constitution.
- G. To purchase, encumber, or dispose of real property.
- H. When requested by ten or more voting members present.
- I. At the discretion of the presiding officer.

**B10.06.02** Three tellers, appointed by the president during the conduct of annual or special meetings. Are responsible for counting ballots.

- A. The tellers shall normally do their tabulating in the back of the room where the meeting is held, and the meeting shall continue with other business while ballots are being counted.
- B. The results of the tabulation shall be given to the secretary who shall announce the results.
  - 1. In the case of voting on issues, the vote count shall be announced.
  - 2. In the case of elections, only the names of winners shall be announced, but the vote count shall not be made public.

**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.
- d. It is recommended that a candidate for president have previous church council experience.

**B.11.01.01** The president shall:

- A. Conduct the monthly and special meetings of the council and annual and special meetings of the congregation.
- B. Serve as an advisor to the pastor and members of the council or committees between meetings.
- C. Serve as an *ex officio* member of the Mutual Ministry Committee.

**B11.01.02** The vice-president shall:

- A. Assume the duties of the president in the absence or incapacity of the president.
- B. Serve as the person in charge of long range planning for the congregation along with all members of the Congregation Council.
- C. Carry out such duties as may be assigned by the president or council.
- D. Represent the congregation and cast the congregation's vote at conferences, assemblies, cluster meetings, and other extra-congregational gatherings in which the council or congregation may participate. The incumbent is urged to accept the nomination to be the congregation's delegate to the synod assembly but is not required to be the delegate.

**B11.01.03** The secretary shall:

- A. Sign public documents as the clerk of the corporation.
- B. Maintain at least one copy of this Constitution and Bylaws with accompanying Continuing Resolutions and their changes in the church office, so that all members may have access to it.
- C. Prepare name tags for voting members before each annual and special meeting of the congregation.
- D. Write and receive approval on minutes taken at meetings of the council and congregation.
- E. Post minutes for viewing by the members.
- F. Keep approved minutes so that they remain the property of the congregation.
- G. Prepare a summary of council considerations and action for inclusion in the congregation's newsletter.
- H. Maintain an attendance roster for all council meetings.
- I. Notify those members of the council who have unexcused absences for three successive meetings that the constitution requires that the seat may be declared vacant on the fourth unexcused absence.

**B11.01.04** The treasurer shall:

- A. Administer the funds of the congregation as authorized by the council.
- B. Recommend investment policies to the council and administer investments as approved by the council.
- C. Ensure that bills, budgeted expenses, and other items approved by council are paid in a timely manner. Committee chairpersons or the council have primary responsibility for determining validity of expenditures.
- D. Maintain or supervise the maintenance of a ledger of expenditures for the congregation.
- E. Report each month to council and at least annually to the congregation the financial status of the congregation.
- F. Recommend solutions to financial problems.
- G. Present budget proposals to congregational meetings. (Budget proposals are prepared by the treasurer and council.)
- H. Present the church's financial records to the Audit Committee.
- I. Prepare employee, federal, state, and city reports as required by law.

**C11.02.** The congregation 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 two years 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.

**B11.03.01** No officer shall succeed themselves on the council more than once and, after serving on the council for two full terms shall not be eligible to serve on the council for at least one year.

**B11.03.02** An officer may, for incapacity to fulfill the office, be suspended from office by a majority vote of the Congregation Council. The council may appoint a substitute for the period of incapacity.

## **Chapter 12.**

### **CONGREGATION COUNCIL**

**C12.01.** The voting membership of the Congregation Council shall consist of at least 13 members, the pastor(s), the officers of the congregation, and chairpersons of the council committees. 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 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.

**B12.01.01** No chairperson of a council committee shall succeed themselves on the council more than once and, after serving on the council for two full terms shall not be eligible to serve on council for at least one year.

**C12.02.** The members of the Congregation Council except the pastor(s) shall be elected by written ballot to serve for two years or until their successors are elected. 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.

**B12.02.01** Half the terms on council shall expire each year.

**B12.02.02** No council member shall concurrently occupy more than one position.

**B12.02.04** In accordance with this constitution, Congregation Council shall determine and announce the time and place of the meeting for the election of new members.

**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.

**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 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 Kentucky, 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 5% of the budget for items not included in the budget.
  - d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than 5% of the budget in excess of the anticipated receipts only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in 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.
- B12.05.01** The council shall appoint a member of the congregation to serve as Financial Secretary. The Nominating Committee may be asked to recommend candidates for this position. The financial secretary shall:
- A. Serve as a member of the Finance Committee.
  - B. Keep an accurate record of the contributions to the congregation.
  - C. Product quarterly and annual confidential statements of individual and family contributions.
  - D. Recruit offering counters.
  - E. Provide procedures and training for the counting and deposit of contributions.
  - F. Report deposits to the treasurer on a weekly basis.
  - G. Provide reports and forecast of giving as required by the Finance Committee and stewardship programs.
  - H. Present records of deposits and giving to the Audit Committee for audit.
- B12.05.02** The council shall, when authorized by the congregation, act on behalf of the congregation in the transaction of all capital investments, assumptions of loans or mortgages, disbursement or acquisition of property, and the securing of legal counsel.
- B12.05.03** 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 ELCA unless application for such use has been approved by the Congregation Council upon recommendation of the Executive Committee.
- B12.05.04** The Congregation Council may accept special gifts. Recognition of the gift shall be made in a manner agreeable to both the individual(s) and the council.
- B12.05.05** From the beginning of the fiscal year, in January, until the congregational approval of a new budget, the prior year's budget remains in effect.
- B12.05.06** The transfer of funds from one line item to another may be made by appropriate Congregation Council approval.
- 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 supervision of the salaried lay workers of this congregation.
- B12.08.01** The Congregation Council shall employ such persons as are needed to carry on the work of the congregation. Salaries and benefits of such persons shall be included in the annual budget. The Executive Committee shall make recommendations as described in this constitution.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.11.** The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called 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.
- B12.11.01** At its initial meeting of each year, the Congregation Council shall select a standard time and place for its monthly meetings. Time or place of the meeting may be changed by a decision of the council. Time and place of the regular meetings shall be announced.
- C12.12.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.

### Chapter 13.

#### CONGREGATION COMMITTEES

- C13.01.** The officers of this congregation and the pastor shall constitute the *Executive Committee*.
- C13.02.** A *Nominating Committee* of six voting members of this congregation, two of whom, if possible, shall be outgoing members of the Congregation Council, shall be elected at the annual meeting for a term of one year. Members of the Nominating Committee are not eligible for consecutive reelection.
- B13.02.01** The Congregational Council may fill vacancies on the Nominating Committee.
- B13.02.02** The Nominating Committee shall attempt to nominate one or more voting members as candidates for each Congregational Council seat to be filled. The committee shall secure the consent of the candidate to serve if elected. The Nominating Committee may recommend candidates for all congregational committees, except the Nominating and Mutual Ministry Committees.
- B13.02.03** The Nominating Committee may recommend candidates to the Congregation Council for Financial Secretary.
- B13.02.04** Council may ask the Nominating Committee to recommend appointments to council committees or special or ad hoc committees.
- B13.02.05** On considering candidates for office, the Nominating Committee shall consider the following factors:
- A. Regular attendance at worship and communion.
  - B. Involvement in Bible study and other forms of Christian education.
  - C. Faithful support of the congregation's life and ministry.
  - D. Reputation in the community.
  - E. Ability to do the work required by the position.
- 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 shall be three years, with one member elected each year. Members shall be eligible for reelection.
- B13.03.01** The Audit Committee reports directly to the congregation at the annual meeting and, if called upon to do so, at special congregational meetings.
- B13.03.02** The Congregation Council may fill vacancies on the Audit Committee. Council appointments are effective until the next annual meeting.
- B13.03.03** The Audit Committee shall audit all financial records of the congregation and of all organizations maintaining their own treasuries, and shall present its report to the annual meeting in writing. The Audit Committee shall carefully examine all insurance policies to

determine the amount and kind of insurance in force. The committee may recommend changes in the coverage. It may also recommend policies which preserve assets of the church, be they historic records, physical property, or other assets.

**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.

**B13.04.01** The Mutual Ministry Committee has the following responsibilities:

- A. Three voting members shall be appointed by the pastor, and two voting members shall be appointed by the council. The president of this congregation shall be *ex officio* a member representing the council.
- B. Be a support, sounding board, and advice mechanism for the pastor in the care and ministering to the congregation and community.
- C. To maintain mutually supportive relationships between the pastor and the congregation.
- D. If disagreements develop between the pastor and members of the congregation, it is the committee's responsibility to notify the Executive Committee of the council and provide all information available.
- E. The committee as a whole shall prepare and update a document, such as "Roles and Responsibilities of the Pastor and the Congregation" in relationship to which semiannual evaluations of the pastoral performance are to take place.
- F. Annually conduct a mutual performance review.
- G. Annually, at the time of budget preparation, recommend pastoral salary and benefit changes to the Congregation Council.

**C13.05.** When a pastoral vacancy occurs, a *Call Committee* of six voting members shall be elected by this congregation. Term of office will terminate upon installation of the newly called pastor.

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

**C13.07.** Duties of committees of this congregation shall be specified in the bylaws or continuing resolutions.

**B13.07.01** The following Congregational Council committees will be chaired by the person elected to the position on the council. Additional members of these committees may be recommended of the Nominating Committee, the Congregational Council, or appointed by the committee chair and registered with the council secretary. Following are general expectations or requirements for all committees:

- A. Solicits the participation of members to serve on the committee.
- B. Prepares and posts agendas in advance of meetings, so that members who have an interest may provide input.
- C. Conducts regular monthly meetings.
- D. Reports all activities, decisions, and recommendations to the Congregation Council by written report.
- E. Oversees communication between the committee and the congregation through written summaries in the newsletter or other appropriate means.
- F. Prepares an annual budget request.
- G. Prepares a written report of the committee's activities for the annual congregational meeting.
- H. Seeks the advice of the pastor when developing programs for the church.

**B13.07.02** The Executive Committee, composed of the pastor and the officers of the Congregation Council, may with the agreement of two members and the appropriate committee chair, expend money from the Emergency Maintenance Fund when immediate action is required to maintain the safety or suitability for use of the congregation's property.

**B13.07.03** The Finance Committee shall consist of the treasurer, as chair, financial secretary, and other members as appointed by council. The Finance Committee shall:

- A. Based on input from the standing committees, Mutual Ministry committee, and direction from the Long Range Planning Committee, prepare an annual budget recommendation for the Congregation Council.
- B. Assist the Congregational Life Committee in the annual financial stewardship program.
- C. Recommend financial policies to the treasurer, council, and congregation.

**B13.07.04** The Congregational Life Committee shall:

- A. Maintain the peace and harmony of the congregation by monitoring the climate and outlook of the congregation and help it, as a body, develop a positive, forward-looking spirit.
- B. Integrate new members into the life of the congregation, possibly with a shepherding or sponsorship program.

- C. Develop a program to encourage active membership retention and for dealing with inactive or potentially inactive members.
- D. Assist members in identifying their gifts or talents and pass this information to other leaders who can solicit their use in the church.
- E. Conduct an annual stewardship program.
- F. Develop a year-round program of stewardship education.
- G. Organize and supervise the Prayer Chain.
- H. Make devotional materials available to the congregation.
- I. Develop programs to benefit members in time of crisis or tragedy.
- J. Oversee the Caring Committee for longer term needs.
- K. Oversee hospital and shut-in calling.

**B13.07.05** The Fellowship Committee shall:

- A. Maintain the membership roster of the congregation.
- B. Help members become better acquainted through small group and full congregation activities.
- C. Coordinate the work of other groups in the congregation.
- D. Aid the Long Range Planning Committee with information on congregational membership.
- E. Plan and carry out fellowship activities directed at most members of the congregation.
- F. Encourage groups within the congregation to support groups beyond the congregation, whether in the ELCA, the larger Christian church, or within the community.

**B13.07.06** The Outreach Committee shall:

- A. Develop and oversee the outreach programs of the church, such as mailings, road signs, print media, website.
- B. Develop a plan for identifying, welcoming, and inviting new members of the community.
- C. Oversee the providing of hospitality after worship services.
- D. Develop programs that enable members to tell their faith stories.
- E. Develop programs of social ministry within the community.
- F. Guide the congregation to participate in programs with other Christians that benefit the community.

**B13.07.07** The Worship and Music Committee shall:

- A. Schedule and instruct organists, assisting ministers, lector, ushers, acolytes, and the alter guild.
- B. Assist with the development and planning of special worship services or modifications and adjustments of the regular worship service.
- C. Supervise organists, choir director, choir, and those providing music to worship. Make recommendations for the appropriate level of compensation.
- D. Lead the congregation in celebrating special occasions.
- E. Oversee the purchase of supplies needed in worship.
- F. Coordinate the display of art or decorations in the church.
- G. Supervise the worship service nursery and its staffing.

**B13.07.08** The Christian Education Committee shall:

- A. Oversee the Christian education programs for all ages.
- B. With the pastor, coordinate the confirmation and first communion programs.
- C. Coordinate special children's programs.
- D. Purchase supplies for all educational programs.
- E. Examine educational facilities and equipment and make recommendations for repair or replacement.
- F. Coordinate the church library.
- G. Oversee the Cradle roll (birth to 3 years old).
- H. Appoint a Sunday School superintendent.

**B13.07.09** The Property Committee shall:

- A. Annually inspect the property before budgeting and develop a maintenance plan.
- B. Schedule repairs and maintenance to keep the property in a good quality of repair.
- C. Ensure the property is properly insured.
- D. Keep an inventory of all church property.
- E. Schedule and instruct members who are to open and lock the facility for worship and events.

- F. Create and supervise volunteer groups to maintain the property.
- G. Prepare and advise Congregation Council on contract for groups using the facilities.
- H. Prepare and advise Congregation Council on service and maintenance contracts.

**B13.07.10** The Youth Committee shall:

- A. Insure the inclusion of youth of all ages in the life of the church.
- B. Identify and support counselors or sponsors for the youth program.
- C. Interview and recommend to the Congregation Council any paid persons in support of the youth program.

**C13.08.** The pastor of this congregation shall be *ex officio* a member of all committees and boards of the congregation. [The president of this congregation shall be *ex officio* a member 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 determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

**B14.01.01** Organizations may establish a treasury and have their own treasurer for the receipt and disbursement of funds. Such organizations shall submit their financial records the Audit Committee for an annual audit and submit a written financial report to the congregation at the annual meeting.

**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. The written citation that specifies the time and place of the hearing before the Congregation Council and requests the presence of a member charged with the offense shall be sent at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Congregation Council may proceed with the hearing and may pass judgment in the member's absence.

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

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

c. exclusion from membership in this congregation.

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

- \*C15.04. The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Synod Council. Such right may not be abridged and the decision of the Synod Council shall be final.
- \*C15.05. Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of a) evidence that injustice has been done or b) evidence of repentance and amendment.
- \*C15.06. For disciplinary actions in this congregation, “due process” shall be observed as specified in 20.41.04. in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- \*C15.07. No member of a congregation shall be subject to discipline for offenses that the Congregation Council has previously heard and decided, unless so ordered by the Synod Council after an appeal.
- \*C15.10. **Adjudication**
- \*C15.11. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

## Chapter 16.

### BYLAWS

- \*C16.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- \*C16.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.
- \*C16.03. Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose and that the Congregation Council notify the 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 ten 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 resolution<sup>1</sup> 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 Indiana-Kentucky 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—by a simple majority vote of those voting members present and voting at any legally called meeting of the

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

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 ten 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. 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.