

**CONSTITUTION**  
**Bylaws and Continuing Resolutions**  
**Of**  
**EMMAUS LUTHERAN CHURCH**

**JANUARY 29, 2017**

Emmaus Lutheran Church

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## Codification Explanation

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

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

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

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

- a. Major sectors are designated as chapters. The chapter designation becomes the first number in the codification sequence and is followed by a period. Thus, provisions in "Chapter 8. Membership" are preceded by "8."
- b. Constitutional provisions are codified with two sets of numbers: the chapter number and a two-digit number preceding the second period in the codification. Thus, one constitutional provision related to "Membership" is codified \*C8.02.
- c. Bylaw provisions are codified with three sets of numbers: the chapter number, the related constitutional provision number, and a two-digit number. Thus, one bylaw provision related to "Membership" would be codified C8.02.01. Because bylaws and continuing resolutions normally are so specifically related to details of each congregation's organization, operation, and life, no model set of bylaws or continuing resolutions is provided. Each congregation may develop its own bylaws and continuing resolutions, but no such bylaws or continuing resolutions may conflict with this constitution, the constitution and bylaws of the Evangelical Lutheran Church in America, and the constitution of the synod, as indicated in \*C6.03.e.
- d. The Congregation Council may adopt "continuing resolutions," which may provide descriptions of operational patterns or of the ongoing responsibilities of committees or other units within the organizational structure of the congregation. Within the

governing documents of a congregation, continuing resolutions are the provisions most easily amended. Unlike constitutional provisions and bylaws, continuing resolutions may be updated regularly by the Congregation Council without the necessity of calling a regular or special Congregation Meeting. Continuing resolutions also are codified with three sets of numbers except that the third set is preceded by a capital letter. Thus, a continuing resolution might be numbered C13. to designate the chapter; C13.07. to designate the subject matter within the chapter; and the third set might be numbered A01. in the codification C13.07.A01. to indicate by the "A" that it is the first continuing resolution regarding that subject and to indicate by the "01" that it was adopted in 2001.

- e. When many related provisions are parts of a unit that are considered inseparable, they normally are lettered "a," "b," "c," etc. When related provisions are part of a unit but considered separable, such as a list of duties, they are normally numbered in sequence. If the related provisions cannot be judged clearly to be separable or inseparable, preference will be given to a number sequence.

## **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 Emmaus Lutheran Church, Inc.
- C1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of Emmaus Lutheran Church, Inc. is hereinafter designated as "this congregation."
- C1.03. This congregation shall be incorporated under the laws of the State of Florida.

## **Chapter 2 - CONFESSION OF FAITH**

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

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

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



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

- \*C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
  
- \*C4.02. To participate in God's mission, this congregation as a part of the Church shall:
  - a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
  - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
  - c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
  - d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, and committing itself to their needs.
  - e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
  - f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
  
- \*C4.03 To fulfill these purposes, this congregation shall:
  - a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
  - b. Provide pastoral care and assist all members to participate in this ministry.
  - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
  - d. Teach the Word of God.
  - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
  - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
  - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America.

- h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
  - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- \*C4.04. This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. [Such descriptions shall be contained in continuing resolutions in the section on the Congregation Committees.]
- \*C4.05. This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.

#### **C4.05.A06. Mission and Vision Statements**

***Mission Statement:*** We are children of God welcoming all as an inclusive and diverse body of Christ. We show God's love by sharing His word with others by what we say and do. We are changing the world by using the gifts God has given us to serve others.

***Vision Statement:*** We are children of God. God loves us. God is using us to change the world.

- \*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 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 a minister of Word and Service;
  - d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America;
  - e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18;
  - f. approve the annual budget;
  - g. acquire real and personal property by gift, devise, purchase, or other lawful means;
  - h. hold title to and use its property for any and all activities consistent with its purpose;
  - i. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
  - j. elect its officers, and Congregation Council, boards, and committees, and require them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
  - k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- \*C5.04. This congregation shall 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 Florida-Bahamas 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 Florida-Bahamas Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- \*C6.02. This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- \*C6.03 This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
  - a. This congregation agrees to be responsible for its life as a Christian community.
  - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
  - c. This congregation agrees to call pastoral leadership from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
  - d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in 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 Florida-Bahamas 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 Florida-Bahamas 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 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 as 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 the ELCA, who shall report the termination to the Churchwide Assembly.
  - g. This congregation shall abide by these covenants by and among the three expressions of this church;
    - 1) Congregations seeking to terminate their relationships with this church which fail or refuse to comply with each of the forgoing provisions in \*C6.05., shall be required to receive Synod Council approval before terminating their membership in this church.
    - 2) Congregations which had been members of the Lutheran Church in

America shall be required, in addition to complying with the foregoing provisions in \*C6.05., to receive synodical approval before terminating their membership in this church.

- 3) Congregations established by the Evangelical Lutheran in America shall be required, in addition to complying with the foregoing provisions in \*C6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
- h. If this congregation fails to achieve the required two-thirds vote of voting members present at 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 this 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 considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization, before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is 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 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 Florida-Bahamas 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 two-thirds 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, provided the process of 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 Florida-Bahamas Synod.
- \*C7.04. If two-thirds 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.
- 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 Florida-Bahamas 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 as well as the other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.
  - d. **Associate** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. These individuals have all the privileges and duties of membership except voting rights or other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.
  - e. **Seasonal** members are voting members of other ELCA congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregation Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal member voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:
    - 1) they shall not be eligible for elected office in, or for membership on the Congregation Council or on a call committee of this congregation;
    - 2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;



- 3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with the ELCA;
- 4) they shall not be eligible to serve as voting members from this congregation of the Synod Assembly or the Churchwide Assembly;
- 5) they shall not, even if otherwise permitted by this congregation, vote by proxy or by absentee ballot; and
- 6) they shall not, within any two calendar month period, exercise voting rights in this congregation and in the congregation where they remain voting members.

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

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

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

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

- a. death;
- b. resignation;
- c. transfer or release;
- d. action in accordance with ELCA constitutional provision 20.41. and the accompanying bylaws ; or
- e. removal from the roll due to inactivity in accordance with the provisions of this constitution and its bylaws. Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

**C8.05.A12 Inactive Members** Inactive Member shall be defined as a person who has not communed and made a contribution of record to this congregation during the current or preceding calendar year.

## **Chapter 9. – ROSTERED MINISTER**

- \*C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.02. Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for 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 minister of Word and Sacrament shall:
    - 1) preach the Word;
    - 2) administer the sacraments;
    - 3) conduct public worship;
    - 4) provide pastoral care;
    - 5) seek out and encourage qualified persons to prepare for ministry of the Gospel;
    - 6) impart knowledge of this church and its wider ministry through distribution of its communications and publications;
    - 7) witness of the Kingdom of God in community, in the nations and abroad; and
    - 8) 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 pastor with a congregational call shall, within the congregation:
    - 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
    - 2) relate to all schools and organizations of this congregation;
    - 3) install regularly elected members of the Congregation Council;
    - 4) with the council, administer discipline
    - 5) endeavor to increase the support given by the congregation to the work of the ELCA churchwide organization and of the Florida-Bahama 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. The provisions for termination of the mutual relationship between a minister of Word and Sacrament and this congregation shall be as follows:
  - a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, shall be terminated only by death or, following consultation with the synodical bishop 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, no later than 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;
    - 4) physical disability, or mental incapacity of the pastor;
    - 5) suspension of the pastor through discipline for more than three months;
    - 6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
    - 7) termination of the relationship between this church and the congregation;
    - 8) dissolution of the congregation; or the termination of a parish arrangement; or
    - 9) suspension of the congregation through discipline for more than six months.
  
  - b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of the synod,
    - 1) the bishop in his or her sole discretion may, investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
    - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the congregation council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
  
  - c. In case of alleged physical disability or mental incapacity, under paragraph a.4) above, the bishop's committee shall obtain and document competent

medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of the synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament as disabled. Upon removal of the disability and restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.

- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from, all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.
  - e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
  - f. If, in the course of proceedings described in paragraph c. or paragraph d above, the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning discipline, in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- \*C9.06. At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.
- \*C9.07. During the period of service, an interim pastor shall have the rights and duties in 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 rostered minister providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.
- \*C9.08. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting 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.
- C9.15. Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the congregation and the pastor in a form proposed by the synodical bishop and approved by the congregation.
- \*C9.21. Authority to call a minister of Word and Service shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by [this congregation][the Congregation Council] to recommend the call, shall seek the advice and help of the bishop of the synod.

- \*C9.22. Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synodical bishop may be called as a deacon of this congregation.
- \*C9.23. Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:
- a. Be rooted in the Word of God, for proclamation and service;
  - b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
  - c. Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world, witnessing to the realm of God in the community, the nation, and abroad;
  - d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
  - e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
  - f. Practice stewardship that respects God's gift of time, talents, and resources;
  - g. Be grounded in a gathered community for ongoing diaconal formation;
  - h. Share knowledge of the ELCA and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
  - i. Identify and encourage qualified persons to prepare for ministry of the gospel.
- \*C9.24. The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.
- \*C9.25. The provisions for termination of the mutual relationship between a minister of Word and Service and a congregation shall be as follows:
- a. The call of a congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, 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 deacon, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;

- 3) inability to conduct the ministry of Word and Service effectively in this congregation in view of local conditions;
  - 4) physical disability or mental incapacity of the deacon;
  - 5) suspension of the deacon through discipline for more than three months;
  - 6) resignation or removal of the deacon from the roster of Ministers of Word and Service of this church;
  - 7) termination of the relationship between this church and this congregation;
  - 8) dissolution of this congregation or the termination of a parish arrangement; or
  - 9) suspension of this congregation through discipline for more than six months.
- b. When allegations of physical disability or mental incapacity of the deacon under paragraph a.4) above, or ineffective conduct of the office of minister of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,
- 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
  - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
- c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the deacon's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service as disabled. Upon removal of the disability and the restoration of the deacon to health, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.
- d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end

and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.

- e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds 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.
  - f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- \*C9.26. The deacon shall make satisfactory settlement of all financial obligations to a former congregation before:
- a. installation in another field of labor, or
  - b. the issuance of a certificate of dismissal or transfer.
- \*C9.27. When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- \*C9.28. With the approval of the bishop of the synod, this congregation may depart from \*C9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of \*C9.25.a.
- \*C9.29. The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- \*C9.31. The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.





## **Chapter 10. – CONGREGATION MEETING**

C10.01. The semi-annual meetings and any specially called meetings of this congregation shall be held at a time determined by the Congregation Council.

### **C10.01.00. Meetings of This Congregation**

C10.01.01. The congregation shall hold two (2) general meetings, one in January and one in July, each year.

C10.01.02. The purpose of these meetings shall be to transact any general or specific business of this congregation, provide general and specific information to this congregation regarding its current status, receive input from this congregation in regard to its feelings and goals and review the progress of this congregation.

C10.01.03. As all or part of the January meeting the business shall be to consider and adopt an operating budget for the coming year and to conduct all necessary elections for specific offices as specified in the constitution and bylaws.

C10.01.04. The roster of voting members shall be available at each semi-annual meeting and any specially called meeting of this congregation. All voting members shall sign in using the provided roster.

C10.02. A Special Congregation Meeting may be called by the [senior] 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 ten percent, 10%, of the voting members. The president of the Congregation Council shall call a special meeting upon request of the synodical bishop. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

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

**C10.03.12A 30 Day Notice** Whenever possible a notice of the date of special and regular meetings of the Congregation will be given 30 days in advance.

C10.04. 10 percent of the voting members shall constitute a quorum.

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

- C10.06. All actions approved by the congregation shall be by a 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. In the event of conflict between Robert's Rules of Order and this constitution, bylaws, and/or continuing resolutions, then this constitution, bylaws, and/or continuing resolutions shall take precedence.

## **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. Officers with voting rights on the Congregation Council shall not be employed lay workers in the congregation.
  - d. When the Congregation Council elects its officers, the president, vice president, secretary, and treasurer shall be selected from the elected membership of the Congregation Council.

### **C11.01.00. Officers' Duties and Responsibilities**

- C11.01.01. The President shall preside at meetings of this congregation and of the Congregation Council.
- C11.01.02. The Vice-President shall preside at meetings of the congregation and of the Congregation Council in the absence of the President.
- C11.01.03. The Secretary shall:
- a. See that the minutes of all congregation meetings and Congregation Council meetings are recorded and deposited in the church office in the book designed for such purposes and shall retain a copy for their records.
  - b. Distribute copies of all minutes to the Congregation Council members and advisory board members.
  - c. The minutes of all meetings shall be posted and distributed no later than 21 days after each meeting.
  - d. Record approval of the minutes with any corrections at the next regularly called Congregation Council meeting as part of that meeting's minutes.
- C11.01.04. The Treasurer shall:
- a. Serve as financial officer of the congregation.
  - b. See that a Finance Director, Financial Secretary and at a minimum two (2) Assistant Treasurers are appointed by the Congregation Council as part of a Finance Team.
  - c. Supervise and direct work of the appointed team members as defined in their job descriptions including the preparation of the annual budget.
  - d. Balance the bank statement(s) monthly; verify accuracy of monthly financial reports; and, present reports to the Congregation Council.

C11.02. The Congregation Council shall elect its officers and they shall be the officers of the congregation. The officers shall be elected by written ballot and shall serve for one year or until their successors are elected. Their terms shall begin at the end of the January semi-annual meeting at which they are elected.

**C11.02.00. Election of Officers**

C11.02.01. The President, Vice President, Secretary, and Treasurer for the year shall be elected by the new Congregation Council from its own membership. Florida Law requires that officers of a Corporation be at least 18 years of age. Election shall be by majority vote of those present and voting. The elected officers, along with the rest of the council, shall normally be installed at a worship service on a Sunday following their election. If an officer's election is to fill a vacancy, the installation shall be as soon as practical after the election.

C11.03. No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than two (2) consecutive terms [a total of two (2) years] in the same office.

## **Chapter 12. – CONGREGATION COUNCIL**

C12.01. The voting membership of the Congregation Council shall consist of the pastor(s), the officers of the congregation, and a minimum of five (5) and not more than eight (8) *at large* members of the congregation. The congregation recommends that one member of the Congregation Council be a confirmed youth or young adult. 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 ceases to be a voting member of this congregation or is absent from two successive regular meetings of the Congregation Council without cause. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

### **C12.01.00. Composition of the Congregation Council**

C12.01.01. Composition of the Congregation Council shall be as follows:

- a. The Voting membership shall consist of the following officers:
  - 1) President
  - 2) Vice-president
  - 3) Secretary
  - 4) Treasurer; and,
  - 5) Minimum of Five (5) and no more than Eight (8) Members at Large
  - 6) Pastor(s)
- b. The Advisory members with voice but no vote shall be as follows:
  - 1) Financial Director
  - 2) Others, who are not employed, as determined by the Congregation Council or identified in continuing resolutions,
- c. The Congregation Council shall be responsible for appointing the Financial Director, Assistant Financial Director, Financial Secretary, Assistant Treasurers, and Finance Committee of the congregation. Their terms shall begin on January 1, and shall conclude on December 31, of the same year. The length of the term shall be for one (1) year with no maximum terms of service. All those appointed shall be members of the congregation.

**C12.01.01.A12. Duties of the Financial Director** shall be as follows:

- Authorize the disbursement of funds in accordance with the decisions of the Congregation Council and as revenues permit.

- Work with the Finance Team to prepare an annual budget for Congregation Council review.

**C12.01.01.B12. Duties of the Financial Secretary shall be:**

- Weekly data entry of contributions and any other income.

**C12.01.01.C12. The duties of the Assistant Treasurers shall be:**

- Sign and distribute prepared checks

**C12.01.01.D12. The duties of the Finance Committee shall be:**

- Create annual budget
- Work with Treasurer and Finance Director in making recommendations to the Congregation council for unexpected expenditures.
- Assist the Treasurer and Finance Director in monitoring the financial status of the church.

**C12.01.10. Discipline and Removal of Congregation Council Members**

C12.01.11. Voting members of the Congregation Council who are absent without sufficient cause from two (2) successive regular meetings of the Congregation Council shall be contacted by the President and may be required to submit their resignation.

C12.01.12. Voting members of the congregation Council who neglect the duties of their office may be removed by a two-thirds (2/3) vote of the Congregation Council.

C12.01.13. This congregation may also request such disciplinary action by the presentation of a petition signed by at least ten percent (10%) of its voting members to the Congregation Council. The Congregation Council shall then review the matter and take appropriate action.

C12.02. The members of the Congregation Council except the pastor(s) shall be elected at a legally called meeting of the congregation during the month of January. Their term of office shall be for three years, with the term of office beginning at the end of the meeting at which they were elected and ending at the end of the January meeting three years later. Newly elected Congregation Council members shall be installed at worship the Sunday following their election.

**C12.02.00. Eligibility**

- C12.02.01. Congregation Council Voting Members having served two (2) consecutive three (3) year terms shall be ineligible to run for election to the Congregation Council the next year.
- C12.02.02. Congregation Council persons no longer in office may serve on any committee or team.
- C12.02.03. Congregation Council Members may not be employed as a lay worker of the congregation, employed by any related organization of the Church or serve on a board of any related organization of the Church.
- C12.02.04. Congregation Council Members may not be related to any immediate family member (spouse, parent, sibling, or child) that is employed by the congregation, employed by any related organization of the Church, or anyone serving on a board of a related organization of the Church.

**C12.02.10. Nominations and Elections**

- C12.02.11. Nominations and elections shall be made to the specific offices identified in the bylaws to paragraph C12.01.
  - C12.02.12. The slate of candidates shall be prepared by the Nominating Committee and announced to the congregation at least one week prior to the January semi-annual meeting at which the election is held. It is recommended that at least two more names than needed to fill the vacant slots shall be submitted to the congregation.
  - C12.02.13. Whenever possible, a brief biography of all candidates nominated for election shall be published and or posted for the congregation's information at least one (1) week before the election.
  - C12.02.14. Nominations may be made from the floor providing prior consent has been received in writing from the person(s) being nominated.
  - C12.02.15. All elections shall be by written ballot.
- C12.03. Should any position on the Congregation Council be declared vacant, the Nominating Committee shall submit a successor's name. The successor shall be appointed by the Congregation Council. Appointment shall be by majority vote of those present and voting. The successor shall serve out the remainder of the term of his/her predecessor. The successor shall have all the duties, responsibilities and authorities of his/her predecessor.

**C12.03.A12. Vacancies on Congregation Council** When vacancies occur on the Congregation Council, the Nominating Committee shall



first consider those persons nominated for the current Congregation Council with the next highest total votes but not elected.

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 rostered minister(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.

**C12.04.A12. Additional Tasks of the Congregation Council** shall be to:

- Maintain a comprehensive over-view of this congregation's operations to ensure that they remain within the focus of the Church's stated mission and within the Mission Statement of the congregation.

- Be responsible for setting the long range goals for the direction of this congregation. These goals shall be presented to this congregation for discussion and approval. Once approved, these goals can only be changed or rescinded by the Congregation Council.
- Regularly communicate with all committees.
- Receive reports from the committees regarding their areas of responsibility.
- Elect from names provided by the Nominating Committee of congregation members delegates to groups or meetings at which this congregation is entitled and expected to be represented.
- Meet periodically with the committee leaders for goal setting and evaluation of progress.
- Approve Church membership of adults wishing to become members by transfer, or affirmation of faith and all persons wishing to become member by confirmation.

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 Florida, 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 \$5,000 for items not included in the budget.
- d. The Congregation Council shall prepare an annual budget for adoption by this congregation and shall supervise the expenditure of funds in accordance therewith following its adoption. The Congregation Council may incur obligations of more than five percent (5%) 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.

**C12.05.A12. Legal and Corporate Matters** All legal documents shall be signed by the President and the Secretary on behalf of this congregation and this Congregation Council.

- C12.06. The Congregation Council shall see that the provisions of this constitution and its bylaws, and the continuing resolutions are carried out.

**C12.06.00. Review of the Constitution**

- C12.06.01. A team of two (2) members of the congregation along with the senior pastor as advisor shall be responsible for no less than every three-year review of this constitution, its bylaws and its continuing resolutions. This report shall include pertinent information received from the ELCA and the Florida-Bahamas Synod. This report shall also recommend changes as beneficial to the life of the congregation.

**C12.06.01.A12. Constitution, bylaws, and continuing resolution review** process shall be as follows:

- Congregation Council shall appoint the review team in September of the year the ELCA holds their bi-annual assembly.
- Once any changes necessary to the constitution are received from the ELCA the team shall review and make note of the necessary changes, add or change as appropriate any continuing resolutions passed during the past three years, and make recommendations for any bylaw changes to reflect current processes.
- Present the constitution, bylaws, and continuing resolution document with changes noted to the Congregation Council at their November meeting.
- Congregation Council shall notify the congregation's members no later than 30 days prior to January semi-annual meeting of the congregation of the proposal with the council's recommendations for changes/updates to the constitution, bylaws, and continuing resolution document for a vote at the January semi-annual meeting of the congregation.

- 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 of staff for this

congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.

**C12.08.A12. Hiring and Supervision of Employed Lay Workers**

- The senior pastor shall be responsible for the supervision of all employed lay workers.
- Two-thirds (2/3) majority of the Congregation Council members present and voting shall be required to hire or dismiss an employed lay worker.

C12.09. The Congregation Council shall submit a comprehensive report to this congregation at the January semi-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 expected to be present and posted on the church calendar(s).

C12.12. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the [senior] pastor(s) or interim pastor, except when the [senior] pastor(s) or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the [senior] pastor(s) 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.

C12.13 The Congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

## **Chapter 13. – CONGREGATION COMMITTEES**

C13.01. The officers of this congregation and the pastor(s) shall constitute the Executive Committee.

C13.02 Nominating Committee

- a. A Nominating Committee consisting of at least four (4) and not more than six (6) voting members of this congregation shall be elected at the January semi-annual meeting. If possible, at least two members shall be outgoing members of the Congregation Council.
- b. The term of office shall be two years from January 1 to December 31 of the following year.
- c. One-half of the members shall be elected annually by the congregation at the January semi-annual Congregation meeting.
- d. Members of the Nominating Committee shall not be eligible for consecutive reelection to the Nominating Committee.
- e. The Nominating Committee shall submit by December 31<sup>st</sup> of each year the name(s) of candidates for Congregation Council.

### **C13.02.A12. Procedures for nomination of Nominating Committee Members**

- The procedures for the nomination and election of the Nominating Committee shall be as defined for the voting members of the Congregation Council (refer to C12.02)
- Vacancies on the Nominating Committee shall be filled by appointment from the Congregation Council. The successor(s) shall serve out the term of their predecessors.

### **C13.02.B12. Nominating Committee Operations shall be:**

- The President shall call the first meeting of the Nominating Committee following the semi-annual meeting at which they were elected. The Nominating Committee shall elect a chairperson from within.
- The Nominating Committee shall provide in a timely manner the names of candidates for both normal elections and elections and appointments to fill vacancies.
- Any nominee for either the Congregation Council or the Nominating Committee shall submit a bio for publication.

- The Nominating Committee shall provide nominees for:
  - the Congregation Council
  - the Nominating Committee,
  - Mutual/Personnel Committee, and
  - Representatives for Synod Assembly or other meetings as described in \*C5.04.
- The Nomination Committee shall give consideration to eligible persons who offer their names in nomination for open positions

C13.03. An Audit Committee of three (3) voting members shall be appointed by the Congregation Council unless the audit is referred to a licensed CPA. Audit Committee members shall not be members of the Congregation Council or have any fiduciary responsibilities to the congregation. Their term of office shall be for one (1) year beginning February 1 and ending January 31 of the following year. Members shall be eligible for reappointment.

**C13.03.00. Audit Committee Vacancies**

C13.03.01 Vacancies on the Audit Committee shall be filled by appointment of the Congregation Council. The successors shall serve out the term of their predecessors.

C13.04. A Mutual Ministry/Personnel Committee shall consist of five members: one (1) member of the Congregation Council, one (1) member selected by the rostered minister and three (3) members of the Church currently not serving on the Congregation Council. Annually, those members appointed by the Congregation Council and pastor(s) may be reappointed or new appointments made, as necessary.

- a. Initially, the Nominating Committee shall provide the names of at least six (6) members for consideration by the Congregation. The candidate receiving the most votes shall serve a term of three (3) years and the candidates receiving the second and third most votes shall serve a term of two (2) years. Whenever a seat is declared vacant the position shall be filled by the person having received the next highest votes. Should there be no names available the Nominating Committee shall submit a successor's name for approval by the Congregation Council for the completion of the term. Anyone serving an initial term or successor term of two (2) years or more may only serve one additional three (3) year term. Those members serving a successor term of one (1) year or less may serve up to two (2) consecutive three (3) year terms.

**C13.04.A12. Mutual/Personnel Committee** - At the first meeting of the committee each year, the committee shall elect from their members, a chairperson and a recording secretary.

The Mutual/Personnel Committee shall meet at least four times per year, and shall be responsible for the following:

- Develop and/or modify Job Descriptions for each salaried and/or hourly employee of Emmaus Lutheran Church with an emphasis on objectives and tasks necessary to complete the expectations of the position. These Job Descriptions to be approved by the Congregation Council;
- Develop a format for committee and volunteer guidelines. Work with the Ministry Opportunities Coordinator and staff to review guidelines. The guidelines will be approved by the Congregation Council;
- Develop an evaluation process inclusive of forms for all salaried and/or hourly employees of Emmaus Lutheran Church for approval by the Congregation Council;
- Review and recommend modifications to the Personnel Policy as necessary for approval by the Congregation Council; and
- Provide other personnel related functions as requested by the Congregation Council.

**C13.04.B12. Employee and Volunteer Background Check**

Emmaus Lutheran Church (“Church”) values the physical and emotional well-being of children in its care, the people who we serve, and our employees and volunteers; and

- Criminal background checks including sexual abuse offender checks should be undertaken in an effort to safeguard in particular the well-being of children and youth in connection with church activities;
- The attached BACKGROUND CHECK POLICY is hereby adopted to govern criminal and sexual offender background checks for Church employees and certain volunteers.
- Said policy may be updated or changed by the Mutual Ministry/Personnel Committee of the Church and approved by the Congregation Council when necessary as required by law or as other requirements may dictate.

C13.05. When a pastoral vacancy occurs, a Call Committee of six voting members from the congregation shall be elected by this congregation. Their term of office shall begin upon their election and terminate at the installation of the newly-called pastor(s).

**C13.05.A12. Election and Vacancies**

- This election shall take place at a special Congregation Meeting called for this purpose. The procedures for the

nomination and election of the Call committee shall be as defined for the voting members of the Congregation Council, except that biographies will not be published. (refer to C12.02)

- Vacancies on the Call Committee shall be filled by appointment of the Congregation Council. The successors shall serve out the term of their predecessors.

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

**C13.06.A12. Standing Committees** are:

- Christian Education – Responsible for the adult and children Sunday School, Pre-Confirmation and Confirmation, and Vacation Bible School.
- Evangelism – Responsible for outreach to first time Sunday guests and community outreach efforts.
- Fellowship – Responsible for Sunday Morning Coffee Hour, Saturday Evening Fellowship Events, Member Support (prayer chain, Sunshine Lady), Special Events Callers, Wonderful Wednesday, Support our Troops Christmas boxes, Funeral Receptions, Caregiver programs, and Bereavement programs.
- Finance – Refer to C12.01.01.D12
- Mutual Ministry/Personnel – Responsible for developing and maintaining job descriptions for all staff, job guidelines for volunteers, personnel policies, evaluation process for salaried staff, and assisting with personnel conflict issues.
- Property – Responsible for Decorations, Facilities Use, Garden Maintenance, Property repair/maintenance, and Work and Clean-up days.
- Social Concerns – Responsible for Food Pantry, and various shared community outreach programs such as Community In Action (Holiday Stores), Church World Service Outreach programs (Crop Hunger Walk and Blanket Sunday), Thrivent outreach programs (Crop Drop and Thrivent Weigh), and Habitat for Humanity.
- Stewardship – Annual and ongoing stewardship drive.
- Worship – Responsible for training and scheduling Worship Assistants for all services including Assisting Ministers, Acolytes and Crucifers, Altar Guild, Children's Time,



Communion Assistants, Greeters, Lectors, Music, Power Point Operators, Ushers, and assisting the Pastor(s) to provide Home Communion to our members who are sick or shut-ins.

- Youth – Responsible for Youth Program(s) for Christian Growth, Service Projects, and Social Activities.

C13.07. Duties of committees of this congregation shall be specified in the bylaws.

**C13.07.A12. General Operation and Duties**

- The committees will meet as often as necessary to accomplish their responsibilities.
- The responsibilities of the committees shall be to:
  - Lead and oversee the operations of this congregation as it applies to their specific areas of responsibility.
  - Communicate to the Congregation Council their plans and activities.
  - Create, as necessary, *ad hoc* teams for the completion of specific tasks. Such teams shall be established for a specific purpose and shall be of a limited lifetime.

C13.07.03. The committee chairpersons and team leaders shall be responsible for the coordinating and calendaring of events through this congregation's church office.

C13.07.04. Chairpersons shall be responsible for gathering their own committee and team personnel.

C13.08. The pastor(s) shall be an Advisory Member(s) on all committees and teams.

## **Chapter 14. – ORGANIZATIONS WITHIN THE CONGREGATION**

- C14.01. All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.
  
- C14.02. Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregation Council.

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

\*C15.01. Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of the congregation, or willful and repeated harassment or defamation of member(s) of the congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15-17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Congregation Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregation Council. .

\*C15.02. The process for discipline of a member of 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 the counseling, censure, and admonitions pursuant to C15.01 do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three lay persons and two ministers of Word and Sacrament). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.

\*C15.03.

If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case, and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members plus the nonvoting chair comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.

- \*C15.04. The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- \*C15.05. By vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, of the following disciplinary sanctions can be imposed:
- a. suspension from the privileges of congregation membership for a designated period of time;
  - b. suspension from the privileges of congregation membership until the pastor and Congregational Council receive evidence, satisfactory to them, of repentance and amendment of life;
  - c. termination of membership in the congregation; or
  - d. termination of membership in the congregation and exclusion from the church property and from all congregation activities.
- .
- \*C15.06. The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.
- \*C15.07. No member of the congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.
- \*C15.10. **Adjudication**
- \*C15.11. When there is disagreement among factions within this congregation on a substantive issue 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. – AMENDMENTS

- \*C16.01. Unless provision \*C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least 10 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 of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.
- \*C16.02. An amendment to this constitution, proposed under \*C16.01., shall:
- a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those voting members present and voting;
  - b. be ratified without change at the next annual meeting by a two-thirds vote of those voting members present and voting; and
  - c. have the effective date included in the resolution (such an effective date must be stated in relation to the requirements of \*C17.03. to allow time for synodical review of the amendment) and noted in the constitution.
- \*C16.03. Any amendments to this constitution that result from the processes provided in \*C16.01. and \*C16.02. shall be sent by the secretary of this congregation to the synod. The synod shall notify the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.
- \*C16.04. This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* – as most recently amended by the Churchwide Assembly. Such amendments may be approved by a majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, 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 at least two (2) 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 17. – BYLAWS**

- \*C17.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- \*C17.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a two-thirds vote of those voting members present and voting.
- \*C17.03. Changes to the bylaws may be proposed by any voting member provided, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify this congregation's members of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.
- \*C17.04. Approved changes to the bylaws shall be sent by the Secretary of this congregation to the synod.

## **Chapter 18. – CONTINUING RESOLUTIONS**

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



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