

CONSTITUTION,
BYLAWS and
CONTINUING RESOLUTIONS
FOR
ST. JOHN EVANGELICAL LUTHERAN CHURCH
ORLANDO AND WINTER PARK, FLORIDA

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ST. JOHN EVANGELICAL LUTHERAN CHURCH

Orlando and Winter Park, Florida

CONSTITUTION, BYLAWS AND CONTINUING RESOLUTIONS

***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 St. John Evangelical Lutheran Church of Orlando and Winter Park, Florida Inc.

C1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of St. John Evangelical Lutheran Church of Orlando and Winter Park, Florida Inc. is hereinafter designated as "this congregation."

C1.11. 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. 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.

C4.03.01. Care of Members

C4.03.02. Responsibilities of the congregation for fostering faithful membership shall include:

- a. *Proper instruction in the Word of God and the teaching of the Lutheran church prior to reception as confirmed members;*
- b. *Transfer of membership to another Lutheran congregation or the issuing of a certificate of standing and/or release to another evangelical congregation at the request of the confirmed member; (Such transfer of membership or issuing of a certificate of standing and/or release should be granted to baptized but unconfirmed children at the request of their parents.)*

- c. *Encouraging members who move from the community which the congregation serves to transfer to a Lutheran congregation which can serve them effectively and in which they can participate regularly. A Lutheran congregation in the new community in which such members live shall be notified of their move.*
- d. *Continuing concern and conscientious pastoral care for members, encouraging fulfillment of their duties and responsibilities to partake of Holy Communion, support the church with their offerings, and to participate in the life and worship of the congregation.*

*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.

C4.05.01. STATEMENT OF MISSION

C4.05.02. It is the purpose of this congregation to be the people of God in this place, believing and accepting Jesus Christ as our Lord and Savior, and involving as many persons as will share our confession of faith in living and sharing the Gospel in Christian fellowship as defined by our mission of “Serving the Risen Lord through Worship, Discipleship and Outreach, with love and compassion for all by all”.

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 and require the members of the council to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
- j. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

C5.03.01. FINANCES

C5.03.02. The fiscal year shall be July 1 - June 30.

C5.03.03. Disbursement of funds shall be in accord with the budget and, to the extent possible, such disbursements shall be evenly prorated to each month of the year.

C5.03.03.A98. GUIDELINES FOR RESTRICTED FUNDS

- A. THE ESTABLISHMENT OF A RESTRICTED FUND REQUIRES A MINIMUM OPENING BALANCE OF \$20,000.00. RESTRICTED FUNDS WILL BE INVESTED IN AN INSTRUMENT NORMALLY PROVIDING A HIGHER YIELD THAN A MONEY MARKET FUND. RESTRICTED FUNDS MAY BE POOLED AND INVESTED IN ONE INSTRUMENT OR REVENUE FROM ONE RESTRICTED FUND MAY BE INVESTED IN MORE THAN ONE INSTRUMENT. ALL INVESTMENT GAINS (OR LOSSES) WILL BE PROPORTIONATELY DISTRIBUTED TO ALL RESTRICTED FUNDS.
- B. RESTRICTED FUNDS WILL BE MANAGED BY THE RESTRICTED FUND TRUSTEES CONSISTING OF THE CONGREGATION TREASURER AND FINANCIAL SECRETARY. IT WILL BE THEIR RESPONSIBILITY TO INVEST THE FUNDS, ADMINISTER AND DOCUMENT:
 - 1) CHURCH COUNCIL AUTHORIZATION TO ESTABLISH THE FUND AND APPROVE ITS PURPOSE.
 - 2) PROCEDURE FOR DISTRIBUTION OF THE RESTRICTED FUND: A TASK FORCE APPOINTED BY THE COUNCIL WILL DEFINE THE PURPOSE OF THE FUND IN KEEPING WITH THE DONOR'S WISHES AND RECOMMEND TO COUNCIL DISTRIBUTIONS FROM THE FUND.
- C. SHOULD THE BALANCE OF A RESTRICTED FUND FALL BELOW \$5,000.00 FOR A PERIOD OF 90 DAYS, THE FUND WILL BE CONVERTED FROM A RESTRICTED FUND TO A DEDICATED FUND AND WOULD BE SUBJECT TO THE SAME OPENING BALANCE REQUIREMENT AS A NEWLY CREATED RESTRICTED FUND.

NOTES:

- 1) A DEDICATED FUND DIFFERS FROM A RESTRICTED FUND. REVENUE IN A DEDICATED FUND RESIDES IN THE GENERAL MONEY MARKET ACCOUNT OF THE CONGREGATION. IT IS COMMINGLED AND AVAILABLE FOR CASH FLOW PURPOSES THROUGH THE FUND ACCOUNTING PROCEDURE OF INTERNAL BORROWING. INTEREST EARNED BY THE GENERAL MONEY MARKET ACCOUNT IS DISTRIBUTED TO THE BUDGETED INCOME ACCOUNT "INTEREST".

C5.03.04. In the event available funds require a reduction in expenditures, the finance committee shall advise and recommend to the Congregation Council reduction of budget allocations or other action that will prohibit delinquency in the payment of obligations.

*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.

C5.04.01. SYNOD ASSEMBLY VOTING MEMBERS

*C5.04.02. Elected voting members chosen from the congregation to be voting members, in the permitted numbers, of the assemblies of the synod, and of the meetings of the conference to which this congregation belongs shall have all reasonable expenses incurred by such voting members of the synod assemblies and conference meetings and other meetings as described in *C5.04. paid by the congregation. A summary report of the issues acted upon at such assemblies or meetings shall be presented to this congregation by a voting member following such a meeting.*

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 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 the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
- c. The bishop of the synod shall consult with this congregation during a period of at least 90 days.
- d. If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
- e. A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between this congregation and 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.
- g. Since this congregation was a member of the Lutheran Church in America, it shall be required, in addition to the foregoing provisions in *C6.05., to receive synodical approval before terminating its membership in the Evangelical Lutheran Church in America.

*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 or 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 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 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 Florida-Bahamas 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 the congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

Chapter 8. **MEMBERSHIP**

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

C08.02.01. The Congregation Council shall have final authority for classification of membership. A copy of the membership role with members classified as above, shall be provided for each meeting of the congregation.

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

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

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

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

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

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

Chapter 9. **THE PASTOR**

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

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

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

a. Every ordained minister shall:

1. preach the Word;
2. administer the sacraments;
3. conduct public worship;
4. provide pastoral care; and
5. speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.

- b. Each ordained minister with a congregational call shall, within the congregation:
 1. offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 2. supervise all schools and organizations of this congregation;
 3. install regularly elected members of the Congregation Council; and
 4. with the council, administer discipline.

- c. Every pastor shall:
 1. strive to extend the Kingdom of God in the community, in the nation, and abroad;
 2. seek out and encourage qualified persons to prepare for the ministry of the Gospel;
 3. impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and
 4. endeavor to increase the support given by the congregation to the work of the churchwide organization of the Evangelical Lutheran Church in America (ELCA) and of the Florida-Bahamas Synod of the ELCA.

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

*C9.05. a. The call 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 is 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.
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- 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 the recommendations concerning disciplinary action to the synodical bishop, who may bring charges in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
- f. If, following the appointment of the committee described in *C9.05.b. or d., it should become apparent that the pastoral office cannot be conducted effectively in the congregation(s) being served by the ordained minister due to local conditions, the bishop of the synod may temporarily suspend the pastor from service in the congregation(s) without prejudice and with pay provided through a joint synodical and churchwide fund and with housing provided by the congregation(s).

*C9.06. At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.

*C9.07. During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.

*C9.08. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.

*C9.09. When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.

*C9.11. With the approval of the bishop of the synod, the congregation may depart from *C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.a.

*C9.12. The pastor of this congregation:

- a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
- b. shall submit a summary of such statistics annually to the synod; and
- c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.

*C9.13. The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

*C9.14. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.

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 MEETINGS

C10.01. The semiannual meetings of this congregation shall be held at a time specified in the bylaws.

C10.01.01. A congregational meeting for the election of members of the Congregation Council shall normally be held on a Sunday in September of each year on a date and at a time and place to be determined by the Congregation Council.

C10.01.02. A congregational meeting for the adoption of a proposed budget for the new fiscal year shall normally be held in May or June, on a date and at a time and place to be decided by the Congregation Council. The proposed budget shall be made available for pickup at least two weeks prior to the vote, or mailed/emailed to members upon request. The preceding year's budget shall provide continuing financial authority at that level until the new year's budget is approved.

C10.01.03. Prior to the annual congregational meeting, the pastor(s), and other members of the church staff, the president, vice president, the congregational secretary, the treasurer, each of the committees and other organizations or ministry groups within the church, shall submit a written annual report to the congregation, which shall include the annual budget. The annual report shall be made available for pickup at least two weeks prior to the meeting and at the meeting. The report can be mailed/emailed to members who do not pick them up upon request.

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 150 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 all services of worship on the preceding two consecutive Sundays and by mail/email to all voting members postmarked at least 14 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage applied or paid, sent to the last known address of such members shall be sufficient.

- a. nominations and elections to church positions requiring congregation action or the call of a pastor, associate in ministry, diaconal minister or deaconess may occur following each Sunday worship service on a given Sunday. No other motions or business shall be considered at such a meeting whose sole purpose is to nominate or vote for people to fill positions within this congregation.
- b. a meeting of this congregation for any other purpose shall be held no earlier than either between the worship services or immediately following the last worship service of the two week cycle or anytime thereafter.

C10.04. Any number of voting members present shall constitute a quorum.

C10.05. Voting by proxy or 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 local, state or federal law.

C10.07. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11. OFFICERS & EXECUTIVE COMMITTEE

C11.01. The officers of this congregation shall be a president, vice-president, secretary, treasurer, and financial secretary.

- a. Duties of the officers shall be specified in the bylaws.
- b. The officers shall be voting members of this congregation.
- c. Officers of this congregation shall serve similar offices on the Congregation Council and shall be voting members of the Congregation Council.
- d. The Congregation Council shall elect the president, vice president and secretary from the elected membership of the Congregation Council. The treasurer and financial secretary shall be elected by the Congregation Council from the voting membership of this congregation at large, the nominating procedure to be in compliance with C13.02.

C11.01.01. Duties of officers of Council/Congregation

C11.01.02. The general duties of the officers shall be as outlined in Robert's Rules of Order, latest revision. In addition, the officers shall have the following specific duties:

- a. President: Preside over the various meetings of Congregation Council, Congregation and Executive Committee.*
- b. Vice President: In event of the president's inability to serve, the Vice President shall preside over the various meetings of Congregation Council, Congregation and Executive Committee.*
- c. Secretary: Be the corresponding secretary of the Congregation Council and Congregation and responsible for the functions of the recording secretary of the Congregation Council and Congregation, insuring that minutes are recorded and posted.*
- d. Treasurer: Be responsible to see that the books of the accounts of the congregation are properly kept and that all funds are properly disbursed, making monthly remittance of benevolence receipts according to the congregational covenant with Synod. The treasurer shall make a written report of all financial transactions to the monthly Congregation Council meetings and to the congregation at the annual meeting. The treasurer shall be a member of the finance committee, ex-officio.*
- e. Financial Secretary: Shall be responsible for the collection, counting and tabulation of all contributions received, and for the assignment of these to the proper church and church members accounts. The financial secretary shall be responsible to see that a report of the above be regularly submitted to the staff needing such reports, and to the Congregation Council.*
- f. Both the treasurer and the financial secretary will be responsible to work with the senior pastor, and the finance committee during those periods where expenses, cash flow, and/or contributions are causing financial problems, to avoid deficits at the end of the church financial year. Their recommendations in such times shall be presented to the Congregation Council for action.*

C11.02. The Congregation Council shall elect its officers by ecclesiastical ballot and they shall be the officers of the congregation and they shall serve for one year or until a successor is elected. The term shall begin with their election at the January Congregation Council meeting and end when the new officers (their successors) are elected the following January. The treasurer and financial secretary, also elected by written ballot by the Congregation Council, shall serve for three years and may succeed themselves for one additional term. Their term also begins with their election at the January Congregation Council meeting. Vacated offices shall be filled by a similar process for the unexpired term.

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

Chapter 12. CONGREGATION COUNCIL

C12.01. The voting membership of the Congregation Council shall consist of the pastor(s), not more than 15 or fewer than 9 members elected by the congregation, and the treasurer and financial secretary of this congregation. The lay rostered leaders of the congregation shall be members ex-officio with voice but not vote. Any voting member of the congregation may be elected, subject to the limitation on the length of continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from three successive regular meetings of the Congregation Council without cause. Consistent with the laws of the state of Florida, this congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

C12.01.01A05. THERE SHALL BE A TOTAL OF NINE ELECTED MEMBERS OF THE CONGREGATION COUNCIL.

C12.02. The members of the Congregation Council (except the pastor(s), treasurer, financial secretary, and lay rostered leaders of the congregation) shall be elected at a legally called meeting of the congregation during the month of September. Their term of office shall be for three (3) years with the term of office beginning on January 1 and ending on December 31. Council members having served full three-year terms shall not be eligible to succeed themselves. Their tenure shall be so arranged that one-third of the terms expire annually. Newly elected Congregation Council members shall be installed at worship on a Sunday prior to the date they assume office.

C12.02.01. The Congregation Council at or before its August meeting shall each year review the recommendations of the nominating committee for Council membership. The Congregation Council shall submit to the congregation a minimum of one week before the meeting for the election of Congregation Council members the names of two or more nominees for each Council vacancy to be filled. Additional nominations may be made from the floor. Council will endeavor to provide the names of all candidates, with biographical sketches and photos, at the services on the Sunday of the balloting. Congregation Council members shall be elected by a plurality of the voting members present. In the event of a tie, a runoff would be required.

C12.03. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor to serve until the end of the unexpired term. If the unexpired term is less than 12 months, the successor shall be eligible to be elected to a full consecutive term.

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

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

C12.05. The Congregation Council shall be responsible for the financial and property matters of this congregation.

- a. The Congregation Council shall be the board of 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.

C12.05.01. This authority includes the establishment and use of a line of credit in order to remain current on the financial obligations of this congregation that are within the current year's congregationally approved budget.

- 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 \$10,000 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 more than 3 percent in excess of the annual budget's 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.
- g. The Congregation Council shall be responsible for an annual internal audit of all accounts of the congregation. A report of such audit shall be provided to the congregation.

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

C12.07. The Congregation Council shall provide for an annual review of the membership roster.

C12.08. The Congregation Council shall be responsible for the oversight of employment and supervision of the lay workers of this congregation.

C12.09. The Congregation Council shall submit a comprehensive annual report to this congregation at the September annual meeting.

C12.11. The Congregation Council shall normally meet once a month. Special meetings may be called by the senior pastor or the president, and shall be called by the president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.

C12.11.01. In the event the regular monthly meeting can not be held, the Congregation Council members shall be given due and timely notice and an alternate date named.

C12.11.02. The time and date of all regularly scheduled Congregation Council Meetings shall be posted and announced at least two weeks in advance of the meeting. The time and date of all special Congregation Council Meetings shall be posted and announced as soon as it is scheduled.

C12.11.03. All meetings of the Congregation Council shall be open to all members of the congregation with no voice and no vote.

C12.11.04. Actions may be taken on an urgent matter without a meeting if consent is given by a two-thirds majority of the voting members of council by phone, fax or e-mail to disposition such action. The action must be approved by a majority of the council members and the results ratified and recorded in minutes of the subsequent council meeting.

C12.11.05. Minutes of all Congregation Council Meetings or Congregational Meetings shall be marked at the top and bottom of each page as "PRELIMINARY" prior to approval by the Congregation Council or Congregation. Upon approval by the Congregation Council or Congregation, the minutes shall be marked as "APPROVED" and include the secretary's initials and the date on each page.

C12.11.06. Minutes of all Congregation Council Meetings or Congregational Meeting shall be posted with appropriate markings within two weeks (excluding any minutes taken during an "executive session"). When the minutes are approved by Council or the Congregation, they will be posted where the congregation will have free and easy access to review.

C12.12. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor(s) or interim pastor(s), except when such person requests or consents to be absent and has given prior approval to an agenda of routine matters which shall be the only business of the meeting. Chronic or repeated absence of the pastor(s) or interim pastor(s) 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. CONGREGATIONAL COMMITTEES

C13.01. The Executive Committee shall consist of the officers and called pastor(s) of this congregation. It shall be a permanent subcommittee of the Congregation Council. It assists the Congregation Council in accomplishing its duties and responsibilities and reports to the Congregation Council.

C13.01.01. The Executive Committee shall receive reports from various committees and staff and help assure that all matters needing to come before the Congregation Council do so, in a proper and organized way. The Congregation Council, at times, may empower the Executive Committee to act on its behalf between Congregation Council meetings.

C13.02. A Nominating Committee chaired by the vice-president of the Congregation Council, consisting of three Council persons whose three year terms will currently expire and three non-council members of the congregation, shall be appointed by the Congregation Council at its June meeting to prepare a slate of candidates for the office of council person and that of treasurer or financial secretary for Council election as term limits may apply. Consideration should be given to those persons who have demonstrated faithful worship attendance and active participation in the life of the congregation.

C13.03. When a pastoral vacancy occurs, a Call Committee of six voting members shall be appointed by the Congregation Council. Term of office will terminate at installation of the newly-called pastor.

C13.04. A Staff Support Committee shall be appointed by the Congregation Council. It shall consist of four members of this congregation whose term of office shall be for four years with terms arranged so that one member retires each year. Members shall be eligible for reappointment or extension of their term of office.

C13.05. Other congregational committees may be formed as the need arises, by decision of the Congregation Council.

C13.06. Duties of congregational committees shall be specified in the continuing resolutions.

C13.07. 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.

C13.08. The senior pastor of this congregation shall be ex officio a member of all committees and boards of the congregation, except the staff support committee. 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.

C14.01.01. ORGANIZATIONAL STRUCTURES

C14.01.02. At its March meeting, the Congregation Council shall review its organizational requirements and appoint various committees and task forces as are needed to carry out the functions of the congregation in keeping with its stated mission. The function and responsibilities of these committees shall be defined by the Congregation Council in continuing resolutions.

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 TO CONSTITUTION**

*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 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 Congregational Meeting called for that purpose. The Congregation Council shall notify the congregation's members by mail of the proposal together with this 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 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 Florida-Bahamas Synod of the ELCA.

*C17.04. Whenever the *Model Constitution for Congregations* is amended by the Churchwide Assembly, this constitution may be amended to incorporate any such amendment by a simple majority vote of those voting members present and voting at any subsequent meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail notice to the congregation of such an amendment or amendments together with the council's recommendations, at least 30 days prior to the meeting. 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.

C17.04.A09. DEFINITION AND TERMS

C17.04.01.A09 THE MODEL CONSTITUTION FOR CONGREGATIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA ORIGINALLY WAS ADOPTED BY THE CONSTITUTING CONVENTION OF THIS CHURCH IN COLUMBUS, OHIO, ON APRIL 30, 1987. THIS WAS DONE AS REQUIRED BY THE CONSTITUTIONS, BYLAWS, AND CONTINUING RESOLUTIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA. THIS CURRENT EDITION OF THE MODEL CONSTITUTION FOR CONGREGATIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA CONTAINS CHANGES ADOPTED BY CHURCHWIDE ASSEMBLIES. THE MODEL IS CONSISTENT WITH THE REQUIREMENTS OF THE CONSTITUTIONAL GOVERNING DOCUMENTS OF THE ELCA'S CHURCHWIDE ORGANIZATION AND SYNODS.

C17.04.02.A09 IN KEEPING WITH PROVISION 9.52. IN THE CONSTITUTION, BYLAWS, AND CONTINUING RESOLUTIONS OF THE EVANGELICAL LUTHERAN CHURCH IN AMERICA, SECTIONS OF THIS CONSTITUTION MARKED BY AN ASTERISK [*] ARE REQUIRED IN THIS CONSTITUTION WHEN THE 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 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

C17.04.03.A09 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. 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. 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 A05. IN THE CODIFICATION C13.07.A05. TO INDICATE BY THE "A" THAT IT IS THE FIRST CONTINUING RESOLUTION REGARDING THAT SUBJECT AND TO INDICATE BY THE "05" THAT IT WAS ADOPTED IN 2005.

C17.04.04.A09 FOR CLARITY, BYLAWS ARE PRINTED IN ITALICS AND CONTINUING RESOLUTIONS ARE PRINTED IN SMALL CAPS. PARAGRAPHS PRECEDED BY "*" INDICATES REQUIRED ELCA REQUIRED WORDING.

C17.04.05.A09 CHANGES TO THIS DOCUMENT ARE MADE AS FOLLOWS:

1. TO THE ELCA REQUIRED ENTRIES AND NOT REQUIRED ENTRIES IN ACCORDANCE WITH CHAPTER 17,
2. TO THE BYLAWS IN ACCORDANCE WITH CHAPTER 16 AND TO CONTINUING RESOLUTIONS IN ACCORDANCE WITH CHAPTER 18.

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.

*18.02. Continuing resolutions shall be enacted or amended by a a majority vote of a meeting of the congregation or 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.