

GIFT of GRACE

LUTHERAN CHURCH

Holmen, Wisconsin

Constitution and Bylaws

Approved: February 11, 2018

Ratified: February 11, 2018



NALC

North American Lutheran Church

**CONSTITUTION
FOR
GIFT OF GRACE LUTHERAN CHURCH
(Adopted as of February 11, 2018)**

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

- 1.01.** The name of this congregation shall be Gift of Grace Lutheran Church.
- 1.02.** For the purpose of this constitution and any accompanying bylaws, the congregation of Gift of Grace Lutheran Church is hereinafter designated as “this congregation.”
- 1.03.** This congregation shall be incorporated under the laws of the State of Wisconsin.

Chapter 2.

CONFESSION OF FAITH

This congregation incorporates Article 2 of the constitution of the North American Lutheran Church (the “NALC”), confessing:

- 2.01. The Triune God – Father, Son, and Holy Spirit¹**
- 2.02 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.**

¹ The NALC does not require congregations to adopt a particular constitution. However, it does require a subscription to the NALC constitution and to the NALC confession of faith. By adopting Chapter 2, Section 6.02, and Section 6.03(c)-(d) from this model, all shown in bold, a congregation complies with these requirements.

c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by the Holy Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them the Holy Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.

- 2.03 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, "according to which all doctrines should and must be judged." (Formula of Concord, Epitome, Part I)**
- 2.04 The Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of the Church.**
- 2.05 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.**
- 2.06 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.**
- 2.07 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

- 3.01. The Church is the universal assembly of all believers among whom the Gospel is preached in its purity and the holy sacraments are administered according to the Gospel. (Augsburg Confession VII)**
- 3.02. 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.**
- 3.03. 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.**
- 3.04 This congregation exercises ministry within the mission of the NALC and LCMC. This congregation embodies the Church in its community and, for the sake of mission, lives in cooperative partnership with other congregations and within the other structures of the NALC. This congregation shall share responsibility for the decision-making processes of the NALC.**

Chapter 4.

STATEMENT OF PURPOSE

- 4.01.** The hearers of the Gospel are a people, called and sent by God, Father, Son, and Holy Spirit, to be a community of faith, hope and love, who witness to Christ and His coming Kingdom before all the world.
- 4.02.** To participate in God's mission, this congregation as a part of the Church shall:
- a. Give honor and glory to the Triune God, worshipping Him in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, obedience and service.
 - b. Carry out Christ's Great Commission by proclaiming to all the world the Gospel of justification by grace through faith alone, according to the apostolic witness in Holy Scripture and in accordance with the Lutheran Confessions,
 - c. Preserve and transmit the Gospel faithfully to future generations.
 - d. Foster Christian fellowship and love, and extend a helping hand to humans in need.
 - e. Manifest the unity of our faith in Jesus Christ as God and Savior, and join with other Christians in prayer and action.
 - f. Nurture its members in the Word of God so as to grow in faith and hope and love, and to develop a sense of Christian vocation in daily life.
- 4.03.** To fulfill these purposes, this congregation shall:
- a. Provide services of worship at which the Word of God is rightly preached and the sacraments are rightly 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. Encourage its members to provide appropriate financial support for the congregation's ministry and the ministry of other parts of the NALC.
 - h. Foster and participate in relationships with other congregations and structures of the NALC and LCMC.
 - i. Foster and participate in ecumenical relations consistent with NALC policy.
- 4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Church 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 Church Council.

- 4.05.** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.

Chapter 5.

POWERS OF THE CONGREGATION

- 5.01.** The powers of this congregation are those necessary to fulfill its purpose.
- 5.02.** The powers of this congregation are vested in the Congregational Meeting called and conducted as provided in this constitution and bylaws.
- 5.03.** Only such authority as is delegated to the Church 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. appoint or terminate the service of commissioned lay leaders.
 - d. approve the annual budget;
 - e. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - f. hold title to and use its property for any and all activities consistent with its purpose;
 - g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - h. elect its Church Council, boards, and committees, and require the members of the council, boards, and committees to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions.
 - i. adopt amendments to this constitution as provided in Chapter 17, and amendments to the bylaws, as specified in Chapter 16.
 - j. establish or terminate a relationship with a church body.
- 5.04.** This congregation may select voting members of this congregation to serve as lay delegates and alternates to represent it at meetings of any conferences, convocations, and other meetings where this congregation is entitled to such representation.

Chapter 6.

CHURCH AFFILIATION

- 6.01.** This congregation is an interdependent part of the NALC and LCMC or any successor

and is subject to the disciplinary rules of the NALC.

6.02. This congregation subscribes to the constitution of the NALC and will act in accordance with it.

6.03. This congregation will conduct its ministry in a manner consistent with its membership in the NALC:

a. This congregation is responsible for its life as a Christian community.

b. This congregation pledges its participation in the life and mission of the NALC, including the prayerful consideration of appropriate financial support.

c. This congregation shall call only pastors who are members of the NALC or otherwise are authorized by the NALC to serve.

d. This congregation shall appoint only commissioned lay leaders who are members of the NALC or otherwise are authorized by the NALC to serve.

6.04. Affiliation with the NALC may be terminated as follows:

a. This congregation dissolves.

b. This congregation ceases to exist.

c. This congregation is removed from membership in the NALC according to the procedures for discipline of the NALC.

d. This congregation, at a legally called and conducted special meeting, approves by at least a two-thirds majority of those present and voting a resolution directing that this congregation withdraw from the NALC. If this congregation adopts a resolution withdrawing from the NALC, all provisions of this constitution binding this congregation to the NALC shall be immediately ineffective. The congregation shall promptly deliver a copy of the withdrawal resolution to the NALC general secretary.

Chapter 7.

PROPERTY OWNERSHIP

7.01. This congregation is an independent legal entity with rights to purchase, hold, and convey real and personal property in accord with applicable law. The NALC shall have no right to or interest in the property of this congregation unless this congregation expressly conveys such a right or interest to the NALC. If this congregation dissolves, its property shall be distributed in accord with applicable law and with the bylaws.

Chapter 8.

MEMBERSHIP

8.01. Members of this congregation shall be those baptized persons (a) who are on the roll of this congregation at the time that this constitution is adopted or who are admitted

thereafter, and (b) who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.

8.02. 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. It is expected that all people transferring in would attend a new member class.
- c. **Voting** members are confirmed members who have communed and made a contribution of record during the past twelve months of the date of the vote. 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. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Church Council of this congregation.

8.03. All applications for confirmed membership shall be submitted to and shall require the approval of the Church Council.

8.04. 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 NALC, and their ministries and structures through contributions of time, abilities, and financial support as biblical stewards.

8.05. 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 Church 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

- 9.01.** Authority to call a pastor shall be in this congregation by at least a two-thirds majority vote of members present and voting at a meeting legally called for that purpose.
- 9.02.** Consistent with the faith and practice of the NALC,
- a. Every ordained minister shall:
 - 1) preach the Word;
 - 2) administer the sacraments;
 - 3) conduct public worship;
 - 4) provide pastoral care;
 - 5) serve as the chief evangelist in his or her ministry, and
 - 5) proclaim God's love to 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 Church Council; and
 - 4) with the Church 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; and
 - 3) impart knowledge of the NALC and its wider ministry through public provision of information, distribution of publications and other appropriate means,
- 9.03** 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.
- 9.04.** 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 for the following reasons:
- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
 - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
 - 4) the physical or mental incapacity of the pastor;

- 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty; or
- 6) the dissolution of the congregation.

b. If the Church Council determines that it may be appropriate to end a call for one of the reasons set out in sub-section (a), the Council shall consult with the pastor regarding the matter in accord with Biblical principles. If the Church Council and pastor do not reach agreement, the Congregation shall inform the Bishop of the NALC, who shall consult with the Church Council and the pastor and shall attempt to reach an agreed resolution. If the Bishop fails to facilitate an agreed resolution, the Church Council or the pastor may call a special Congregational Meeting to consider the matter. At such a meeting, the pastor and the Church Council leadership shall have a full and fair opportunity to present their positions on all matters relevant for consideration. Thereafter, the congregation by a two-thirds vote may terminate the pastor's call. In all events, the Church Council can suspend a pastor with pay by majority vote if the Church Council determines that such suspension is necessary to protect the congregation and all whom it serves.

- 9.05.** At a time of pastoral vacancy, an interim pastor may be appointed by the Church Council.
- 9.06.** 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 Church Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- 9.07.** 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.
- 9.08.** 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 and the Church Council. As occasion requires, the documents may be revised through the same consultation process.
- 9.09.** The congregation may depart from the requirements in section 9.04(a) by calling a pastor for a term of years. Details of such a call shall be in a writing that sets forth the purpose and conditions involved. Such call may be terminated before its expiration in accordance with the provisions in section 9.04(a) and 9.04(b).
- 9.10.** The pastor of this congregation:
 - a. shall keep accurate parochial records along with the Church Council 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 Church Council; 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.

9.11. The parochial records of this congregation shall be maintained by the pastor and the Church Council and shall remain the property of the congregation.

Chapter 10.

CONGREGATIONAL MEETING

- 10.01.** The annual meeting and any other regular meetings of this congregation shall be held at times set by the congregation in bylaws or in other resolutions.
- 10.02.** A special Congregational Meeting may be called by the pastor, the Church Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of twenty percent of 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.
- 10.03.** 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 e-mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members, or sent to the last known e-mail address of such members, shall be sufficient.
- 10.04.** Twenty percent of voting members shall constitute a quorum.
- 10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- 10.06.** All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by applicable law.
- 10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11.

OFFICERS OF THE CONGREGATION

- 11.01.** 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 the congregation.
 - c. Officers of this congregation shall serve similar offices of the Church Council and shall be voting members of the Church Council.

- 11.02.** The officers identified in this Chapter 11 shall be elected by the congregation at the annual meeting by written ballot and shall serve terms of two year(s). Their terms shall begin at the close of the meeting at which they are elected.
- 11.03.** No officer shall hold more than one office at a time. With the exception of Treasurer and Financial Secretary, no elected officer shall be eligible to serve more than two consecutive terms in the same office.
- 11.04.** The Treasurer and Financial Secretary shall not be members of the same household.
- 11.05.** If any elected office enumerated in this Chapter 11 becomes vacant, the Church Council shall appoint, by majority vote, a replacement as soon as practicable to serve until the next annual meeting. The time served under this Section 11.04 shall not count for purposes of term limits.

Chapter 12.

CHURCH COUNCIL

- 12.01.** The voting membership of the Church Council shall consist of the pastor(s), the officers of the congregation, and other elected voting members of the congregation as specified by the bylaws. The President only votes in the event of a tie. 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 Church Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from four successive regular meetings of the Church 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 Church Council in other circumstances.
- 12.02.** The members of the Church Council except the pastor(s) shall be elected by written ballot at the annual meeting of the congregation. They shall serve terms of two years. Their terms shall begin at the close of the meeting at which they are elected. Newly elected Church Council members shall be installed before adjourning the annual meeting at which they were elected. With the exception of the Treasurer and Financial Secretary, members shall be eligible to serve no more than two full terms consecutively.
- 12.03.** Should a member's place on the Church Council be declared vacant, the Church Council shall appoint, by majority vote, a successor until the next annual meeting.
- 12.04.** The Church 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, the Lutheran Confessions and the faith and practice of the NALC. The duties of the Church 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 foster resolution of such conflicts according to Biblical principles.

g. To arrange for pastoral service during the sickness or absence of the pastor.

h. To emphasize partnership with the NALC and LCMC as well as cooperation with other Christian congregations, both Lutheran and non-Lutheran.

i. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.

12.05. The Church Council shall be responsible for the financial and property matters of this congregation.

a. The Church 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 Wisconsin, except as otherwise provided herein.

b. The Church 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 Church Council may enter into contracts of up to five percent of the total anticipated expenditures in the then approved annual budget for items not included in the budget.

d. The Church Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than five percent of the total anticipated expenditures in the then approved annual budget in excess of the anticipated receipts only after approval by a Congregational Meeting.

e. The Church 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 designated recipients.

- f. The Church Council shall be responsible for this congregation's investments and its total insurance program.
- 12.06.** The Church Council shall see that the provisions of this constitution and of the congregation's bylaws and continuing resolutions are carried out.
- 12.07.** The Church Council shall provide for an annual review of the membership roster and work together to restore participation by inactive members when and where possible.
- 12.08.** The Church Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation.
- 12.09.** The Church Council shall submit a comprehensive report to this congregation at the annual meeting.
- 12.10.** The Church 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. Written notice of each special meeting shall be given to all who are entitled to be present.
- 12.11.** A quorum for the transaction of business shall consist of a majority of the members of the Church Council. In addition, the pastor or interim pastor must be present, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, or with the consent of the Bishop or Dean. In such a circumstance, the Church Council may not conduct any business beyond that which was included on the agenda as approved by the pastor, interim pastor, Bishop or Dean, as applicable. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Church Council.

Chapter 13.

COMMITTEES OF THE CONGREGATION

- 13.01.** The officers of this congregation and the pastor shall constitute the Executive Committee.
- 13.02.** A Nominating Committee of at least four voting members of this congregation, of whom, if possible, at least one shall be an outgoing members of the Church Council, shall be elected at the annual meeting for a term of one year. Members of the Nominating Committee are not eligible to serve more than two consecutive terms.
- 13.03** An Audit Committee of three voting members shall be elected by the Church Council. Audit Committee members shall not be members of the Church Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for reelection.
- 13.04.** When a pastoral vacancy occurs, a Call Committee of five-seven voting members shall be elected by this congregation. Term of office will terminate upon installation of the newly called pastor. The duties of the Call Committee will be further defined in the

bylaws.

- 13.05. Other committees of this congregation may be formed, as the need arises, by decision of the Church Council.
- 13.06. Duties of committees of this congregation shall be specified in the bylaws or continuing resolutions.
- 13.07. The pastor(s) of this congregation shall be *ex officio* a member of all committees and boards of the congregation with the exception of the Nominating and Audit Committees. The president of this congregation shall be *ex officio* a member of all committees and boards of the congregation, except the Nominating, Audit, and Call Committees.

Chapter 14.

ORGANIZATIONS WITHIN THE CONGREGATION

- 14.01. 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.

Chapter 15.

DISCIPLINE OF MEMBERS AND ADJUDICATION

- 15.01. Denial of the Christian faith as described in this constitution or the constitution of the NALC, 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 Church Council. If, for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if the president is not the pastor) or vice president shall administer such admonitions.
- 15.02. 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 Church 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 Church 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 Church Council and requests the presence of a member charged with an 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 Church Council may proceed with the hearing and may pass judgment in the member's absence.

- 15.03.** Members of the Church Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Church 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 Church 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.
- 15.04.** The member against whom disciplinary action has been taken by the Church Council shall have the right to appeal to a Congregational Meeting, which may revise or overturn the Church Council's decision by a majority vote. Any such vote will be by secret ballot.
- 15.05.** Disciplinary actions may be reconsidered and revoked by the Church Council upon receipt of (a) evidence that injustice has been done or (b) evidence of repentance and amendment.

Chapter 16.

BYLAWS

- 16.01.** This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- 16.02.** 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.
- 16.03.** Changes to the bylaws may be proposed by any voting member provided, however, (a) that such additions or amendments be submitted in writing to the Church Council at least 60 days before a regular or special Congregational Meeting called for that purpose and (b) that the Church Council notify the members of the proposal with any recommendations regarding the disposition of the proposal at least 30 days in advance of the Congregational Meeting. Amendments shall be considered ratified and have the effective date included in the resolution and noted in the bylaws.

Chapter 17.

AMENDMENTS

- 17.01. Amendments may be proposed by at least twenty-five percent of voting members or by the Church Council. Proposals must be filed in writing with the Church Council 60 days before a regular or special Congregational Meeting called for that purpose. The Church Council shall notify the members in writing of the proposal with the council’s recommendations regarding disposition of the proposal at least 30 days in advance of the meeting.

- 17.02. An amendment to this constitution, shall:
 - a. be approved at a legally called Congregational Meeting according to this constitution by a two-thirds majority vote of those present and voting;
 - b. be ratified without change at the next annual Congregational 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.

Chapter 18.

CONTINUING RESOLUTIONS

- 18.01. This congregation in a legally called Congregational Meeting or the Church 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 majority vote of a Congregational Meeting or a two-thirds vote of all voting members of the Church Council.

Chapter 19.

INDEMNIFICATION

- 19.01. 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 Church 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.

Gift of Grace Lutheran Church Bylaws

Approved and Ratified: February 11, 2018

Amended: February 3, 2019

Chapter 1.

MEMBERSHIP

B.01.01 A person who is a member of this congregation (i.e. baptized, confirmed, voting, or associate) may have his or her membership terminated in any one of the following ways:

- a. By death. At the death or notification of death, a member shall be removed from the membership roster.
- b. By resignation. Any member of Gift of Grace Lutheran Church may resign from membership at any time. The resignation must be received in writing and accepted by the Church Council before it is considered to be official.
- c. By transfer or release:
 - 1) By transfer to another Lutheran congregation. Those who maintain congregational membership records are authorized to send a letter of transfer as soon as it is requested and has been approved by the Church Council.
 - 2) By release to join another Christian church. If a member joins another Christian congregation, his or her membership with this congregation shall be terminated. Those who maintain the membership roster of Gift of Grace Lutheran Church shall be authorized to terminate membership immediately when it is known that the member has joined another church. A letter of release may be sent upon request.
- d. By reason of inactivity:
 - 1) If a member moves and his or her last address is unknown for a period of twelve months or more, those who maintain the membership records of this congregation shall request the Church Council terminate that person's membership. Upon action by the congregation council, the member's name shall be removed from the membership roster.
 - 2) A confirmed member who does not, for a period of one year, partake of Holy Communion, support the church with his/her offerings, and does not appear to desire to participate in the life and worship of the congregation shall be contacted by the pastor and/or a member of the Church Council when possible and be encouraged by them to active membership. If, during the second year, the confirmed member does not actively participate, the Church Council shall remove his/her name from the active membership list as one who is in need of our prayers and concerns.

Chapter 2.

ORGANIZATION

B.02.01. The Church Council shall consist of the five officers elected by the Congregation, one-three additional members also elected by the Congregation at its annual meeting to serve as At-Large Members, and the pastor(s) under call by the Congregation. The five officers are the President, Vice President, Secretary, Treasurer, and Financial Secretary. Except for the pastor(s), the Council Members will serve a two year term. Except for the Treasurer, Financial Secretary, and pastor(s), there shall be a limit of two consecutive full terms to serve on the Council. Voting members on the Council shall include the aforementioned. The President only votes in the event of a tie.

Chapter 3.

COUNCIL

B.03.01. The officers of the church shall be the Executive Committee of Gift of Grace Lutheran Church. The officers shall consist of the President, Vice President, Secretary, Treasurer, and Financial Secretary of the congregation. The pastor(s) shall be a member of the Executive Committee.

B.03.02. The duties of the President shall be as follows:

- a. Serve as the principal executive officer of the congregation.
- b. Preside at all meetings of the congregation, Church Council, and Executive Committee.
- c. Uphold the constitution and bylaws of this congregation and see that the will of this congregation is carried out as expressed in the resolutions of congregational meetings.
- d. Speak to those who are not fulfilling the responsibilities of the positions to which they have been elected, encourage them to do their duties, and, if need be, ask for resignation(s).
- e. Sign documents and papers of the congregation except where the execution thereof is expressly delegated by the Church Council to another officer, agent, or pastor(s).
- f. With the pastor(s) and assistance of the Secretary, ensure that accurate parochial records are kept and that a summary of such statistics is submitted annually to the Church Council and congregation.
- g. Sign checks for payment of bills, salaries, or other financial commitments of this congregation in the absence of the treasurer.

- h. Serve as an *ex officio* member of all committees except as prohibited by the Constitution.
- i. Serve as one of the evaluators of pastoral performance.
- j. Deliver an Annual Report to the congregation.

B.03.03. The duties of the Vice President shall be as follows:

- a. Carry out the duties of the President in the absence of the President.
- b. Act as Parliamentarian at Congregation and Church Council Meetings.

B.03.04. The duties of the Secretary shall be as follows:

- a. Record the minutes of all Congregation, Council, and Executive Committee Meetings and maintain the archival copies of the minutes for the Church's records.
- b. See to it that minutes of previous meetings shall be distributed at the beginning of all Congregation, Council, and Executive Meetings.
- c. Keep attendance records of each Church Council Meeting.
- d. Maintain membership records, making a roster of Voting Members available at each Congregation Meeting.
- e. Keep a record of the Officers of the Congregation and the Council Members as to when they were elected and when their two-year term ends, and whether they are able to serve another term.
- f. Sign the public documents of this congregation as the legal clerk of the corporation when it is called for.
- g. Keep safe and up-to-date a copy of this Constitution and Bylaws with all amendments.
- h. Help compile and distribute the Annual Report to the Congregation.

B.03.05. The duties of the Treasurer shall be as follows:

- a. Serve as the financial officer of the Congregation.
- b. Be responsible for the payment of accounts payable and approved by the Church Council and/or Congregation.
- c. Oversee all accounting and financial record keeping.
- d. Arrange for financial reporting to the Church Council and Congregation.
- e. Prepare monthly statements of income and expenses, including starting and ending balances and comparative statements with the annual budget for the Church Council meetings.
- f. Prepare a year-end financial report with the Financial Secretary on all income and

disbursements for the Annual Report.

- g. Prepare a draft of the Annual Budget for approval by the Church Council. After which it shall be brought to the annual meeting for final approval by the congregation.
- h. Withhold and pay federal and state taxes where appropriate and pay these obligations in accordance with the requirements of the law and submit appropriate reports.
- i. Submit financial records for audit at year-end and whenever a new incumbent fills this position.
- j. Make recommendations (as needed) to the Church Council regarding policies and procedures for cash management, annual budgeting, fund accounting, annual audit, etc.

B.03.06. The duties of the Financial Secretary shall be as follows:

- a. Oversee individuals approved by the Church Council who are assisting with money counting, depositing of monies, and the recording of individual contributions.
- b. Oversee money counting procedures so that the total amount listed on envelopes balances with the amount received in those envelopes and that the amount deposited balances to the total cash received. At least two individuals, not of the same household, shall count monies following each service at which a collection is taken and shall sign forms testifying to the accuracy of the count. These forms are to be provided by the Financial Secretary. One of the above money counters shall be responsible for depositing monies following services.
- c. Oversee the furnishing of financial information to the Treasurer on a weekly basis on the amount of monies, which are deposited.
- d. Serve as administrator or appoint administrators for Council approval of all financial assets held by this congregation such as building fund(s), trusts, memorial funds, etc. Oversee administration of the same in consultation with the Church Council so as to procure the highest possible yield while ensuring the safest investment.
- e. Record or oversee the confidential recording of contributions of individuals and furnish quarterly statements of contributions to members. Maintain those records for up to four years. After four years these records are to be destroyed.
- f. Oversee maintenance of confidentiality in regards to members' giving.
- g. Assist the Treasurer with preparing a year-end financial report on all income and disbursements for the Annual Report.
- h. Secure and file proper forms for employment as required by law.

- i. Prepare and file Federal and State reports as required.

B.03.07. The duties of At-Large Council Members shall be as follows:

- a. Serve as a liaison when needed between a Ministry Team(s) and the Church Council.

Chapter 4.

CONGREGATIONAL MEETINGS

B.04.01. Gift of Grace Lutheran Church of Holmen, Wisconsin shall hold a regularly scheduled annual meeting of the congregation each year, generally on the first Sunday of February.

B.04.02. The purpose of the annual meeting shall be to:

- a. Elect, from the Voting Members of the congregation, the officers as described in B.02.01.
- b. Elect, from the Voting Members of the congregation, the additional members to comprise the Council as described in B.02.01.
- c. Elect, from the Voting Members of the congregation, the Nominating Committee as described in B.05.02.
- d. Call for congregational approval of the annual budget (our mission spending plan) as submitted by the Church Council.
- e. Receive from the pastor(s), Church Council, church staff and organizations a report of their activities during the previous year.
- f. Conduct any other business considered appropriate by the pastor(s), the President of the congregation, Church Council, or members of the congregation in accordance with the constitution and bylaws of the church; and,
- g. Install newly elected Church Council members before adjournment of the meeting.

B.04.03. In Preparation for the annual meeting:

- a. The agenda for this meeting shall be prepared by the president in consultation with the pastor and approval by the Church Council and shall be included in the annual report. The sequence of items may be adjusted during the conduct of the meeting to allow for elections to take place between agenda items.
- b. Reports of the pastor, all officers, all committees and standing and special committees shall be submitted in writing to the members in advance of, and in preparation for, the annual meeting. This report may be made available to the members at the church on the Sunday prior to the annual meeting. These written reports shall also contain recommendations for congregational action, if indicated.

These reports, submitted to the members under one cover (if possible), shall be known as the annual report.

B.04.04. The Agenda for the annual meeting shall include:

- a. Opening Hymn and Prayer.
- b. Secretary's Report.
- c. President's Report.
- d. Pastor's Report.
- e. Treasurer's Report.
- f. Election of Officers, Council Members, and Nominating Committee.
- g. Adoption of Annual Budget (our mission spending plan).
- h. Any resolutions.
- i. Installment of newly elected Council members.
- j. Closing Prayer, Benediction, and Hymn.

Chapter 5.

COMMITTEES OF THE CONGREGATION

B.05.01. The duties of the Executive Committee shall be as follows:

- a. Provide all elements and support necessary for regular worship services, special services of the Church, and Christian education, assuring that all worship and education is done in accordance with Scripture and the Lutheran Confessions.
- b. Faithfully sustain and develop the spiritual life of all members of this congregation and their faith in Jesus Christ. Deepen and enrich the practice of daily discipleship and Christian fellowship within this congregation. Provide for meaningful participation in the mission of the Church, and seek new commitments in response to the calling of Jesus Christ within all areas of life.
- c. Supervise the maintenance and use of the Church's real and personal property, providing for its security, maintenance, repair, replacement, and adequate insurance.
- d. Ensure that the Treasurer and other members of the congregation or employees of the congregation with access to Church property and financial accounts are subject to adequate controls to prevent and discourage misappropriation of funds and property.
- e. Perform additional duties as needed, such as: determining job descriptions for paid

staff persons, conducting an exit interview when a pastor or paid staff person leaves the congregation, providing support for Pastor(s) and paid staff persons, providing annual evaluations of the Pastor(s) and paid staff persons, and, reviewing and recommending compensation and benefits for Pastor(s) and paid staff persons.

B.05.02. The Nominating Committee shall nominate at least one candidate for each elected office to be filled, securing the consent of each candidate. The list of nominees shall be presented to the congregation for election at the annual meeting.

B.05.03. The Audit Committee shall conduct an audit of the Church's financial records and controls at least once per calendar year or upon the request of the Church Council. The Treasurer, Financial Secretary, and employees of the Church shall cooperate with and provide access to the Audit Committee for a review and sampling of the Church's financial records. Any material discrepancies in the Church's financial records or exceptions to the Church's financial operations shall be reported by the Audit Committee to the Church Council and recorded in the minutes of the Church Council and made available to the congregation.

B.05.04. When a Pastoral vacancy occurs, the duties of the Call Committee shall be as follows:

- a. Contact the NALC Bishop's Office and/or Regional Dean for assistance with the call process.
- b. Prayerfully study and review the congregation's mission and pastoral needs.
- c. Gather descriptive information about the congregation, (e.g. history, pictures, directory, congregational reports, annual reports, etc.), to be used in compiling and completing the Congregation Profile Report.
- d. Receive recommendations from the NALC Bishop or Regional Dean for study.
- e. Interview pastoral candidate(s).
- f. Recommend a candidate to the congregation at a Special Meeting called for that purpose.

B.05.05. The Worship and Music Team shall consist of at least five members including the chairperson and at least one At-Large Council Member. The At-Large Council Member may serve as the chairperson, but is not required to do so. The pastor(s), choir director, and at least one accompanist shall serve as members. The duties of the Worship and Music Team shall be as follows:

- a. Recommend new forms of worship, liturgies, and hymns for use in public worship to the Church Council for approval.
- b. Coordinate the liturgy and music to be reflective of the selected themes of the worship services and assist in the selecting of weekly hymns and centering songs.

- c. Assist the pastor(s) in planning special services and church or pastoral celebrations, such as Prayer Around the Cross, Agape Feast, Outdoor Picnic service, Reformation, and anniversaries. Persons may be appointed by this committee as needed to fulfill this purpose.
- d. Schedule and train worship assistants (readers, assisting ministers, communion assistants, ushers, acolytes, crucifers, etc.)
- e. Encourage participation in choirs and special vocal and instrumental groups.
- f. Schedule special music when requested by the Church Council or pastor(s).
- g. Assist in the scheduling of outreach music activities such as hymn caroling and the choir singing at other churches or community events.
- h. Direct the members of the Altar Guild in the preparation of the altar area for worship and obtaining needed supplies.
- i. Oversee and encourage committees or groups who are responsible for decorations for the church, such as flowers or items for special occasions, such as Christmas, Easter, etc.
- j. Develop and review policies, which cover special services, such as weddings.

B.05.06. The Outreach and Service Team shall consist of at least five members including the chairperson and at least one At-Large Council Member. The At-Large Council Member may serve as the chairperson, but is not required to do so. At least one pastor shall serve as a member. The duties and concerns of the Outreach and Service Team shall be as follows:

- a. Reach out to residents in the community, the homebound, and people in need and make recommendations regarding such outreach to the Church Council.
- b. Spread the Gospel of Jesus Christ and the comfort of God's family to as many people as possible within our church, the local community, and the world and inform them about the worship opportunities at Gift of Grace Lutheran Church.
- c. Welcome and follow up with prospective members to Gift of Grace Lutheran Church.
- d. Encourage and train congregational members to be hospitable and inviting.
- e. Educate and inform the congregation, Church Council, and pastor on the societal concerns within this congregation, community, and the world.
- f. Lead the congregation to respond to emergency and on-going needs in this congregation, the community, and the world.
- g. Prepare and oversee the distribution of public relations material (brochures, flyers,

signage, etc.) about the congregation and its ministries.

Chapter 6.

PROPERTY OWNERSHIP

- B.06.01.** This congregation holds lawful title to all property and dedicates the use of that property to fulfill its mission as a Lutheran congregation.
- B.06.02.** This congregation is an independent legal entity with rights to purchase, hold, and convey real and personal property in accord with applicable law. Neither LCMC nor the NALC shall have a right to, or interest in, the property of this congregation unless this congregation expressly conveys such a right or interest.
- B.06.03.** If this congregation dissolves or ceases to exist, the remaining members will dispose of the property in a manner befitting God's call to Kingdom stewardship. Proceeds from any final disposition will be dispersed to settle all debts and financial obligations of this congregation. Any additional financial assets remaining will be dispersed to the benefit of Christ's church in a manner to be determined by the members of this congregation. Under no circumstances shall any proceeds become the property of any individual member.

Chapter 7.

HOLY COMMUNION

- B.07.01.** The Sacrament of Holy Communion is offered at Gift of Grace Lutheran Church at each Sunday Divine Service in which a Pastor is present and at other occasional services at the Pastor's discretion.
- B.07.02.** All are welcome to receive the Lord's Body and Blood who are baptized in the name of the Father and of the Son and of the Holy Spirit and believe that Jesus Christ, crucified and risen, is truly present in, with, and under the forms of bread and wine for the forgiveness of sins, life, and salvation.
- B.07.03.** Gift of Grace Lutheran Church does not have an established age for the reception of First Communion. The decision of when children may first receive Holy Communion is a decision to be made between the child, his or her parent(s) and the Pastor. First Communion would be preceded by instruction by the Pastor(s).

Gift of Grace Lutheran Church Continuing Resolution

C.01.01 MONTHLY BENEVOLENCE GIVING

WHEREAS, the Gift of Grace Lutheran congregation defines benevolence as an act of kindness or goodwill toward local or congregational individuals or families with a specified need or local, national, or international nonprofit agencies that help those in need; and

WHEREAS, it is the intent of the members of Gift of Grace Lutheran Church to express our thankfulness, as a congregation, to God for his many blessings and accordingly return benevolence monies to charitable outreach in our community and beyond;

THEREFORE, BE IT RESOLVED that the Gift of Grace Lutheran congregation will adhere to the following guidelines when determining and distributing benevolence monies.

The Church Council shall identify and approve a particular benevolence recipient(s) as defined above for each month. This shall be done by the Church Council on a quarterly basis, and the chosen benevolence recipient will be publicized to the congregation prior to their selected month of collection.

During the annual meeting, the congregation will vote on the percentage of monthly monies collected, calculated and directed to authorized benevolence recipients as part of approving the annual budget.

The amount of benevolence monies distributed each month shall be determined by calculating the congregationally-approved percentage of the total monthly loose offering and undesignated general offering monies collected unless the giver specifies that he/she does not want the gift(s) to be counted towards benevolence. Building funds, fellowship donations, and other designated monies will not be considered when determining the benevolence amounts paid out each month.

Approved by GGLC Council: 10/12/2018