

PROPOSED REVISION October 22, 2012

INTRODUCTION

The constitution of House of Prayer Lutheran Church is based on the Model Constitution for Congregations of the Evangelical Lutheran Church in America, originally adopted by the Constituting Convention of the ELCA in 1987 and amended by the 1989, 1991, 1993, 1995, 1997, 1999, 2001, 2003, 2005, 2007, 2009, and 2011 Churchwide Assemblies. The ELCA model is consistent with the requirements of the constitutional governing documents of the ELCA's churchwide organization and synods.

The constitution, bylaws, and continuing resolutions of House of Prayer Lutheran Church have been incorporated into one document. The document is divided into chapters, with each chapter containing constitution provisions, bylaws and any related continuing resolutions. This format, designed for clarity and ease of reference, has been used for the constitutions of the ELCA and the Saint Paul Area Synod.

In this document, constitution provisions are preceded by the letter "C" to distinguish them from comparable ones in the churchwide and synod documents. The "C" is followed by a two digit chapter number and a two digit provision number. In some chapters, certain numbers are missing from the numbering sequence. For example C9.10. does not appear; this reflects the numbering style in the Model Constitution for Congregations, in which the number ".10." and multiples thereof have been reserved for possible use in future editions.

Those sections that are preceded by an asterisk (*) correspond to provisions in the ELCA model that are required to be incorporated in the House of Prayer Lutheran Church constitution without alteration.

Bylaws are designated by the chapter number, the related constitutional provision number, and an additional two digit number. (C10.01.01)

Continuing resolutions, adopted by this congregation or the Congregation Council pursuant to Chapter 18, may be incorporated into this document. These are designated by three sets of numbers. The first set indicates the chapter; the second set indicates the subject; and the third set indicates the year in which the resolution was adopted, followed by a letter indicating the order of the resolution. (C13.04.03.12a)

CONSTITUTION FOR HOUSE OF PRAYER LUTHERAN CHURCH

(City of Oakdale, Washington County, State of Minnesota)

***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 House of Prayer Lutheran Church, Oakdale, MN.
- C1.02. For the purpose of this constitution and the accompanying bylaws, the House of Prayer Lutheran Church congregation is hereinafter designated as "this congregation."
- C1.11. This congregation shall be incorporated under the laws of the State of Minnesota.

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.
- *C3.03. The name Evangelical Lutheran Church in America (ELCA or “this church”) as used herein refers in general references to this whole church, including its three expressions— congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

CHAPTER 4. STATEMENT OF PURPOSE

- *C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- *C4.02. To participate in God's mission, this congregation as 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 church wide organization of the Evangelical Lutheran Church in America.
 - i. Foster and participate in ecumenical relationships consistent with church wide policy.
- *C4.04. This congregation shall develop an organization 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.
- *C4.06. References herein to the nature of the relationship between the three expressions of this church – congregations, synods, and churchwide organization – as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purpose of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

CHAPTER 5. POWERS OF THE CONGREGATION

- *C5.01. The powers of this congregation are those necessary to fulfill its purpose.
- *C5.02. The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.

- *C5.03. Only such authority as is delegated to the Congregation Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
- a. Call a pastor as provided in Chapter 9;
 - b. Terminate the call of a pastor as provided in Chapter 9;
 - c. Call or terminate the call of associates, deaconesses, and diaconal ministries in conformity with the applicable policy of the Evangelical Lutheran Church in America.
 - d. Adopt amendments to the constitution, as provided in Chapter 17, amendments to the bylaws, as specified in Chapter 16, and continuing resolutions, as provided in Chapter 18.
 - e. Approve the annual budget;
 - f. Acquire real and personal property by gift, devise, purchase, or other lawful means;
 - g. Hold title to and use its property for any and all activities consistent with its purpose;
 - h. Sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - i. Elect its officers and Congregation Council and require them to carry out their duties in accordance with the constitution and bylaws; and
 - j. Terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- *C5.04. This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be prescribed in guide lines established by the Saint Paul Area Synod of the Evangelical Lutheran Church in America.

- C5.05. This congregation shall have a Global Mission Ministry that will operate as specified in this congregation's bylaws. The purpose of the Global Mission Ministry is to provide for mission work beyond the operational budget of this congregation.

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 Saint Paul Area 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. These special circumstances are limited either to calling a candidate approved for the roster of ordained ministers of the Evangelical Lutheran Church in America or to contracting for pastoral services with an ordained minister of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
 - d. This congregation agrees to consider associates in ministry, deaconesses and diaconal ministers for 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. A congregation may terminate its relationship with this church by the following procedures:

- a. A resolution indicating the intent to terminate its relationship must be adopted at a legally called and conducted special meeting of the congregation by a two-thirds vote of the voting members present. Such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time the congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the congregation council. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
- b. The secretary of the congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted certifying the outcome of the vote, and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
- c. The bishop of the synod and the congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the synod of the notice as specified in paragraph b. above.
- d. If the congregation, after such consultation, still seeks to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present.

Notice of the meeting shall be mailed to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.

- e. A copy of the resolution, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, shall be sent to the bishop within 10 days after the resolution has been adopted, at which time the relationship between the congregation and this church shall be terminated subject to paragraphs g., h., and i. below. Unless this notification to the bishop also certifies that the congregation has voted by a two-thirds vote to affiliate with another Lutheran denomination, the congregation will be conclusively presumed to be an independent or non-Lutheran church.
- f. Notice of termination shall be forwarded by the bishop to the secretary of the church, who shall report the termination to the Churchwide Assembly.
- g. Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in *C6.05. shall be required to receive Synod Council approval before terminating their membership in this church.
- h. Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to receive synodical approval before terminating their membership in this church.
- i. Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
- j. If a congregation fails to achieve the required two-thirds vote of voting members present at the congregation's first meeting as specified in paragraph a. above, another special meeting to consider termination of relationship with this church may be called no sooner than six months after that first meeting. If a congregation fails to achieve the required two-thirds vote of voting members present at the congregation's second

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

- *C6.06. If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.
- *C6.07. If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate 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 Saint Paul Area 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, provided the process for termination of relationship in *C6.05. has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Saint Paul Area 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, and have followed the process for termination of relationship in C6.05., title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who

desire to continue as a congregation of the Evangelical Lutheran Church in America.

CHAPTER 8. MEMBERSHIP

- *C8.01. Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- *C8.02. Members shall be classified as follows:
 - a. Baptized members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. Confirmed members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
 - c. Voting members are confirmed members. Such confirmed members, during the current year 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 Lutheran or 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 a member 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.
- *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, synod, and the church wide 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 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 this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.02. Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.
- *C9.03.
 - a. Consistent with the faith and practice of the Evangelical Lutheran Church in America, 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 church wide organization of the Evangelical Lutheran Church (ELCA) in America and of the Saint Paul Area 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 was submitted;
 - 3) Inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
 - 4) The physical or mental incapacity of the pastor;
 - 5) Disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
 - 6) The dissolution of the congregation or the termination of a parish arrangement; or
 - 7) Suspension of the congregation as a result of discipline proceedings.
- b. When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of the synod, the bishop in his or her sole discretion may, or when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop shall, investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
- c. In case of alleged physical or mental incapacity, competent medical testimony shall be obtained. When such disability is evident, the bishop of the synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor .
- d. In the case of alleged local difficulties which 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 *C9.05d., the committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action to the synodical bishop, who may bring charges in accordance with the provisions of the constitution of the 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 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 without prejudice and with pay provided through a joint synodical and churchwide fund and with housing provided by the congregation.

- *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. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.
- *C9.08. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- *C9.09. When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- *C9.11. With the approval of the bishop of the synod, the congregation may depart from *C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the

completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.a.

*C9.12. The pastor of this congregation:

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

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

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

CHAPTER 10. CONGREGATION MEETING

C10.01. The annual meeting of this congregation shall be held at a time specified by the Congregation Council, as specified in the bylaws.

C10.01.01. An annual meeting of the congregation shall be held during the month of January on a date determined and announced by the Congregation Council at least two weeks in advance of the meeting.

C10.02. A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of ten percent of the voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

- C10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail to all [voting] members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient. Electronic notice of meetings may be provided in addition to notice by regular mail.
- C10.04. 10% voting members shall constitute a quorum.
- C10.05. Voting by proxy or by absentee ballot shall not be permitted.
- C10.06. All actions approved by the congregation shall be by majority vote of those members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

CHAPTER 11. OFFICERS

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

a. Duties of the officers shall be specified in the bylaws.

C11.01.01. PRESIDENT:

Chairs Congregation Meetings, Executive Committee meetings and Congregation Council meetings. The president shall be an advisory member of all Standing Committees and Congregation Committees, except the Audit committee.

Guidelines:

1. The President insures that the various committees are functioning and receiving necessary support from the Council, church staff and the Congregation.
2. As chairperson at Congregation Meetings and Congregation Council Meetings, the President, together with the executive committee, sets the agenda, sees that the agenda and reports are distributed, and adheres to Robert's Rules of Order in conducting the business.
3. Appoints necessary additional committees.

C11.01.02. VICE-PRESIDENT:

Chairs Congregation Meetings, Executive Committee meetings and Congregation Council meetings in President's absence. If the presidency is declared vacant, the Vice-President shall serve as President until the next legally called Congregation Meeting.

Guidelines:

1. Perform other duties or special projects as delegated by the Congregation Council.
2. See that all officers and committees operate according to their duties.
3. Preside at all meetings in the absence of the president or upon request by the President, following the guidelines set above.
4. Serve on any active Call Committee as the Congregation Council representative.
5. Serve as chairperson of the Ministry Board.

C11.01.03. SECRETARY:

The Secretary shall keep the minutes of the Congregation Council, congregation meetings, and shall oversee the records of the congregation, including up-to-date copies of the constitution and bylaws, which shall be available to the membership.

Guidelines:

1. Distribute the minutes and agendas before meetings in accordance with the constitution. Oversees the church office in collecting and distributing these materials and assuring their archive.
2. Serve as official correspondent for this congregation.
3. Oversee the publication of adapted/condensed Congregation Council minutes to be communicated to the congregation in the newsletter or other means.

C11.01.04. TREASURER:

The Treasurer shall work with the financial administrator to pay all bills promptly, as approved in the budget, by the Congregation Council, or the congregation. The Treasurer shall oversee adherence to this congregation's policy regarding financial accountability.

Guidelines:

1. With financial secretary and financial administrator, compiles financial report each month, including year to date figures for current year, for the Congregation Council and the congregation.
 2. Provides written financial reports including a summary of all receipts and disbursements for the congregation at its annual meeting.
 3. Oversees the work of the financial administrator.
 4. Ensures a satisfactory audit prior to annual meetings, and follow-up on concerns of the audit committee.
 5. Serves on the Finance Ministry and the Stewardship Ministry.
 6. Works with the financial secretary to see that all worship offerings are counted, deposited, and recorded.
- b. The officers of this congregation shall be voting members of the congregation.
 - c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.

C11.02. The congregation shall elect its officers by written ballot. The officers shall serve for two years. Their terms shall begin at the close of the annual meeting in which they are elected.

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

CHAPTER 12. CONGREGATION Council

C12.01. The voting membership of the Congregation Council shall consist of the pastor(s) and not more than five members of the congregation to be called the Ministry Board as explained in Chapter 13. and the officers of the congregation. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in

that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from four successive regular meetings of the Congregation Council without cause. Consistent with laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

- C12.02. The members of the Congregation Council, except the pastor(s), shall be elected by written ballot to serve two years. Such members shall be eligible to serve no more than two full terms consecutively, or no more than five years if due to filling a partial term. Their terms shall begin at the close of the annual meeting at which they are elected.
- C12.03. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting, or legally called congregational meeting
- C12.04. The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:
 - a. To lead this congregation in stating its mission, to do long- range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
 - b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
 - c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
 - d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling, appointment, 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 church wide organizations 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 Minnesota, except as otherwise provided herein.
- b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a legally called meeting of the congregation.
- c. The Congregation Council may enter into contracts and expenditures up to 2% of the annual congregation expense budget for items not included in the budget. Urgent property expenses necessary to protect the physical property may exceed this limit provided the congregation is notified of the urgent need and a congregational meeting is called within 60 days of the expense.
- d. The Congregation Council shall prepare an annual budget for adoption by this congregation and shall supervise the expenditure of funds in accordance therewith following its adoption. The budget shall seek to include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and

church wide 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, or its successors.
 - f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.
- C12.06. The Congregation Council shall see that the provisions of this constitution, its bylaws, and continuing resolutions are carried out.
- C12.07. The Congregation Council shall provide for an annual review of the membership roster.
- C12.08. The Congregation Council shall be responsible for the employment and supervision of staff of this congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.
- C12.09. The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.11. The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called by the President at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.
- C12.12. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when such person requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.

CHAPTER 13. MINISTRY BOARD, MINISTRY TEAMS, and CONGREGATIONAL COMMITTEES

- C13.01. The officers of this congregation and the pastor shall constitute the **Executive Committee**.

There shall be an Audit Committee reporting directly to the congregation and

making possible recommendations to the Executive Committee. The following committees, ministry teams shall report directly to the Executive Committee and may also be requested to report to the Congregation Council.

Call Committee
Nominating Committee
Personnel Committee

C13.02.

- a. There shall be a Ministry Board to lead the ministry of this congregation.
- b. The ministry of this congregation shall be organized and conducted through ministry teams, which shall be established, coordinated, and supported by the Ministry Board.

C13.02.01. The Ministry Board shall be led by the vice president, or his (her) designee, and shall consist of the pastor, the vice president and a minimum of four members at-large elected by the congregation. If there is an increase in the size and or activity in the congregation, more at-large members may be added, if requested by the Ministry Board and approved by the Congregation Council.

- a. Two members at-large of the Ministry Board shall be elected by the congregation at each annual meeting to serve for two years. Their terms shall begin at the close of the meeting in which they are elected. At-large elected members of the Ministry Board shall be eligible to serve up to two elective terms consecutively.
- b. In the first year following adoption of this bylaw section, the vice president and two members at-large of the Ministry Board shall be elected to two year terms. The four Congregation Council members, not completing their current terms, shall serve at-large on the Ministry Board for one year. In the second year following adoption, two members shall be elected. Thereafter, this bylaw section shall cease to be in effect and terms of elected members of the Ministry Board shall be as in C13.02.01.a.

C13.02.02. The Ministry Board shall lead the ministry of this congregation in light of the congregation's mission as articulated by the Congregation Council, and endeavor to further the achievement of long-range plans, goals, and

priorities set out by the Congregation Council.

- a. At the first meeting of the Ministry Board following elections at the annual meeting, Ministry Team leaders shall be determined.
- b. The Ministry Board shall meet in its entirety at least quarterly and shall determine the frequency and form of its other meetings. The Ministry Board shall determine the time and place of its meetings, its internal organization, and the method of recording and maintaining records of its decisions and activities.

The Ministry Board may reorganize ministry teams at their discretion.

- c. The work of the Ministry Board shall be subject to budgeting and reporting requirements which the Congregation Council shall determine and revise from time to time.
- d. The Ministry Board shall submit a comprehensive report to the Congregation Council each year and shall present the report to this congregation at the annual meeting. The report shall include, among other information, a list of all existing ministry teams.

C13.02.03 The Ministry Board shall establish and support ministry teams to develop and carry out both ongoing and new programs and activities of this congregation and shall provide coordination and communication among its ministry teams.

- a. There shall be the following ministries:

Administrative / Financial Ministry Team:

Finance Ministry
Memorial Ministry
Property Ministry

Lifelong Learning Ministry Team:

Christian Education Ministry
House of Prayer Preschool Board
Youth Ministry

Mission Ministry Team:

Global Mission Ministry
Ministry Growth and Outreach
Service Ministry
Women of HOPE

Worship Ministry Team:
 Altar Guild
 Stewardship Ministry
 Worship and Music Planning Ministry

- b. The Ministry Board shall establish additional ministry groups to develop and carry out both ongoing and new programs and activities of this congregation.
 - c. The Ministry Board shall be responsible for the recruitment and enlisting of members of each ministry team. All members of this congregation, and persons who are not members of this congregation, may be members of or participate in ministry teams, subject to the policies and procedures of the Congregation Council or the Ministry Board.
 - d. Each ministry team shall be associated with a member of the Ministry Board, who shall serve as a primary resource for the ministry team.
 - e. The actions of each ministry team, and any task force or subcommittee established by a ministry team, shall be included in a written report to the Ministry Board for review. Such reports shall be forwarded to the Congregation Council for review.
- C13.03. Should a member's place on the Ministry Board be declared vacant, the Congregation Council shall elect by majority vote a successor until the next annual meeting, or legally called congregational meeting.
- C13.04. Duties of the congregation ministries shall be specified in the bylaws.
- C13.04.01. Altar Guild
- Members of the Altar Guild are ministers of the liturgy. Members work in cooperation with the Pastor(s) and the Worship and Music Planning Team. This ministry involves preparing the worship place with the furnishings, appointments, vessels, elements, linens, and paraments used in the liturgy.

C13.04.02. Audit Committee

An Audit Committee of three voting members shall be appointed by the Congregation President or the Congregation Council. The Audit Committee shall audit the books of the congregation's primary and secondary accounts, including but not limited to checking, brokerage, House of Prayer Preschool checking, LOVE fund, Youth checking, Global Mission Ministry checking, and Women of Hope checking. Findings of the Audit Committee shall be presented to the congregation at the annual meeting and the Congregation Council shall be responsible for acting on recommendations of the Audit Committee. Primary accounts shall be audited annually. Secondary accounts shall be audited at least bi-annually. The members of the Audit Committee shall not be members of the Congregation Council or the Finance Ministry. Term of office will be one year. Members shall be eligible for reappointment.

C13.04.03. Call Committee

When a pastoral vacancy occurs, a Call Committee of at least six members, but not more than ten members, shall be elected by the Congregation Council. Term of office will terminate upon the installation of the newly called pastor.

C13.04.03.12a. Following the installation of the newly called pastor, an advisory committee shall be formed which may include members of the call committee.

C13.04.04. Christian Education Ministry

The Christian Education Ministry, in association with the pastor, shall promote the deepening of our relationships with God / Jesus Christ / Holy Spirit through our educational programs including Sunday School, Confirmation, Faith Matters (adult education), and Bible studies for all age groups; it shall seek an increase in Sunday and weekday events; seek to increase our mission field beyond our own members; and seek to increase inter-generational mentoring for people of all ages. One of the primary aims of the Christian Education Ministry shall be to deepen discipleship opportunities in the world to the attention of all persons of the congregation.

C13.04.05. Finance Ministry

The Treasurer shall be a member ex officio. The Financial Secretary shall be a member of this ministry. It shall prepare a draft budget for the succeeding year, including this congregation's full indicated share in

support of the wider ministry being carried on in its behalf by the Evangelical Lutheran Church in America and the synod, and shall submit such draft budget to the Congregation Council for its action and later presentation to a congregational meeting. The Finance Ministry shall exercise oversight of all the financial affairs of the congregation in keeping with the direction of the Congregation Council. (See Chapter 12, C12.05.a.)

C13.04.05.. FINANCIAL SECRETARY:

The Financial Secretary shall be appointed by the Executive Committee and shall receive all monies of this congregation, keep an itemized account of all transactions, and deposits all monies in the name of this congregation in a bank duly designated by it.

Guidelines:

1. Notifies the Treasurer and financial administrator of all deposits and the amounts.
2. Records all contributions on individual's records and sends out individual quarterly and yearly contribution forms.
3. Reports all receipts to Congregation as part of the annual financial statement.
4. Together with the Treasurer, compiles operating financial report each month, including year to date figures for current year, for the council and congregation.
5. Oversees the counters.
6. Serves on the Finance Ministry

C13.04.06. Global Mission Ministry

The Global Mission Ministry is charged with encouraging House of Prayer members to live out their faith in mission here in Oakdale as well as in the world. This Ministry is responsible for maintaining the relationship with our companion congregation in Ifunda Tanzania. This Ministry will educate, promote and offer new opportunities for members to be involved in mission.

C13.04.07. House of Prayer Preschool Board

The House of Prayer Preschool Board shall oversee the operations of the preschool and report to the Congregation Council. Policies and procedures are to be created and coordinated between the Director and House of Prayer Preschool Board and be approved by the Congregation Council.

C13.04.08. Memorial Ministry

The Memorial Ministry keeps records of donations to the church, by family and friends, of loved ones who have passed away. The Memorial Ministry is responsible for deciding how these gifts are spent. Memorial money is used to beautify and enhance our worship areas and church.

C13.04.09. Ministry Growth and Outreach

The main purpose of this Ministry is to encourage members to live out their faith and tell the Christian story in their neighborhoods. This Ministry shall be responsible for reaching out to new members, orienting and welcoming them, creating connections and/or opportunities to engage in the Ministry of House of Prayer.

C13.04.10. Nominating Committee

A Nominating Committee comprised of the outgoing members or members appointed by the executive committee shall serve as the annual Nominating Committee. The Nominating Committee will attempt to secure candidates for specific vacancies on the Congregation Council.

C13.04.11. Personnel Committee

A Personnel Committee shall consist of the President, Pastor, immediate past-President and 3 members appointed jointly by the President and the Pastor. The term of office shall be two years, with one member appointed the February following a presidential election and two members appointed the following year. The Personnel Committee shall assure that all staff have an annual review with their supervisor. They shall establish necessary policies and advise supervisors of policies, employment laws and best practices. Any paid or non-paid staff person may meet in confidence with the Personnel Committee without the presence of the Pastor and/or the supervisor of that person upon request. The Personnel

Committee shall also provide feedback opportunities for the Pastor. The Personnel Committee shall report and be responsible to the Executive Committee.

C13.04.12. Property Ministry

The Property Ministry shall see to the proper maintenance and protection of all property of the congregation, and shall take care that the same is kept in good repair.

C13.04.13. Service Ministry

The purpose of the Service Ministry shall be to extend Christian compassion and helpfulness to all persons in need of aid in body or soul. It shall strive to enlist in these efforts as many as possible of the individual members and organizations of the congregation. The Service Ministry shall further have the responsibility of seeking opportunities to bring the cleansing and healing light of Christian truth to bear upon critical problems.

C13.04.14. Stewardship Ministry

The Treasurer shall be a member ex officio. It shall be the function of the Stewardship Ministry to evoke and promote the expression of Christian faith in daily living; to teach the Christian use of money; to diffuse knowledge of this congregation's local, national and world-wide ministries; and to lead all its members to higher levels of proportionate giving for the Lord's work. The Stewardship Ministry shall also be responsible for the annual Estimate of Giving Appeal and other congregational efforts which lead to informed and grateful giving.

C13.04.15. Women of HOPE

Women of Hope (WOH) is the women's ministry of House of Prayer Lutheran Church. As a community, it follows the W/ELCA guidelines of Mission: Community, Growth and Action. Women of Hope plays a key role in hospitality – related ministry at HOP. WOH maintains the kitchen, including stocking it with supplies, and assists in serving the church and its members when there is a need, including providing refreshments for church functions not covered by any other ministry. Bible studies and other events are held for the spiritual growth and fellowship of women.

C13.04.16. Worship and Music Planning Ministry

The Worship and Music Planning Ministry shall work as liaisons with all Worship and Music Teams, such as choirs, musicians, altar guild, ushers, greeters, acolytes, assisting ministers, lectors, etc... to provide meaningful, engaging, Spirit filled worship . This Ministry shall also be evaluating regular liturgies and special events.

C13.04.17. Youth Ministry

The Youth Ministry shall be responsible to the areas of Middle, Senior, and Post High School youth of this church. Encouragement shall be given to our youth to participate in life and ministry of the church, both within and reaching beyond our membership into the community. All confirmed youth are eligible to serve on standing committees.

C13.05. This congregation will strive to have youth and young adults involved in the membership of each organization or committee in this congregation, where appropriate.

C13.06. The Ministry Board shall work with the ministry teams in creating and maintaining a policies and procedures manual for the congregation. The manual shall be kept in a place available for all involved person to be able to reference and follow. The manual shall be provided for all paid staff members.

CHAPTER 14. ORGANIZATIONS WITHIN THE CONGREGATION

C14.01. All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

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

CHAPTER 15. DISCIPLINE OF MEMBERS

- *C15.01. Denial of the Christian faith as described in this constitution, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Congregation Council. If, for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if not the pastor) or vice president shall administer such admonitions.
- *C15.02. 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 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 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 appeal.
- *C15.10. Adjudication
- *C15.11. When there is a 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 that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation’s members by mail of the proposal with the council’s recommendations at least 30 days in advance of the Congregation Meeting.
- *C16.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

CHAPTER 17. AMENDMENTS

- *C17.01. Unless provision *C17.04. is applicable, those sections of this constitution that are not required, in accord with the Model Constitution for congregations of the Evangelical Lutheran Church in America, may be amended in the following manner. Amendments may be proposed by at least 5 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 the council's recommendations at least 30 days in advance of the meeting.
- *C17.02. An amendment to this constitution, proposed under *C17.01., shall:
- a. Be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those present and voting.
 - b. Be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and
 - c. Have the effective date included in the resolution (such an effective date must be stated in relation to the requirements of *C17.03. to allow time for synodical review of the amendment) and noted in the constitution.
- *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 Saint Paul Area Synod of the ELCA.
- *C17.04. This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the Model Constitution for Congregations of the Evangelical Lutheran Church in America – as most recently amended by the Churchwide Assembly – by a simple majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail notice to the congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of 5 voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the

congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

CHAPTER 18. CONTINUING RESOLUTIONS

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

CHAPTER 19: INDEMNIFICATION

- *C19.01. Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregation Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.