



**Constitution, Bylaws,
and Continuing Resolutions
of
First United Lutheran Church of Cobb County, Inc.,
A Congregation of the Southeastern Synod,
Evangelical Lutheran Church in America®**

DATE	Approved by Congregational Council
DATE	Approved by Congregational vote
DATE	Ratified by Congregational vote
DATE	Approved by Synod

Ratified by this congregation on _____.

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	Constitution, Bylaws, and Continuing Resolutions of First United Lutheran Church of Cobb County, GA. A Congregation of the Southeastern Synod, Evangelical Lutheran Church in America®	

***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 First United Lutheran Church of Cobb County.
- C1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of First United Lutheran Church is hereinafter designated as “this congregation.”
- C1.11. FULC was incorporated under the laws of the State of Georgia on April 14, 1975.

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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.

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- *C2.06. This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- *C2.07. This congregation confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

CHAPTER 3 NATURE OF THE CHURCH

- *C3.01. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under His rule and authority.
- *C3.02. This church confesses the one, holy, catholic, and apostolic *Church* and is resolved to serve Christian unity throughout the world.
- *C3.03. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.
- *C3.04. This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of

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churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God's mission in the world.

- *C3.05. The name Evangelical Lutheran Church in America (ELCA or "this church") as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the church wide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the church wide organization to which specific references may be made herein.

CHAPTER 4 STATEMENT OF PURPOSE

- *C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- *C4.02. To participate in God's mission, this congregation as a part of the Church shall:
- a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
 - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
 - c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.

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- 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.

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- g. Motivate its members to provide financial support for the congregation's ministry and the ministry of the other expressions 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.

C4.03.01.

Schooling on the Word

This congregation shall, under the purview of the Senior Pastor and the Director of Faith Formation, conduct:

- a. Sunday Church School for youth of all ages, adults, and visitors that teaches the Holy Scriptures and continues to reinforce their meaning in our daily lives;
- b. Confirmation / First Communion for young people that prepares them for their First Communion by educating them in our shared beliefs as established in Holy Scripture and Luther's Small Catechism, tests the candidates, and conducts the annual confirmation ceremony; and
- c. Vacation Bible School for small children during the summer school break that provides an opportunity for fun and fellowship while teaching them about Jesus and his Saving Grace.

*C4.04.

This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions.

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Such descriptions shall be contained in continuing resolutions in the section on Congregation Committees.

- *C4.05. This congregation shall adopt and periodically review a mission statement which will provide specific direction for its programs.

C4.05.A17. **Mission Statement**

First United Lutheran Church is called to worship, serve, and learn together as we grow disciples of Jesus Christ for God's mission of love for the world.

- *C4.06. References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the church wide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

CHAPTER 5 POWERS OF THE CONGREGATION

- *C5.01. The powers of this congregation are those necessary to fulfill its purpose.

- *C5.02. The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.

C5.02.01. **Definition of "majority"**

Unless otherwise specified in this *Amended Constitution* all votes required of this congregation or the Congregation Council shall be by simple majority of the voters present at the time of the vote.

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*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 this congregation. This congregation is authorized to:

- a. call a pastor as provided in Chapter 9;
- b. terminate the call of a pastor as provided in Chapter 9;
- c. call a minister of Word and Service;
- d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America;
- e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18.
- f. approve the annual budget;
- g. acquire real and personal property by gift, devise, purchase, or other lawful means;
- h. hold title to and use its property for any and all activities consistent with its purpose;
- i. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- j. elect its officers and Congregational Council and require them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
- k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

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C5.03.01. Fiscal and Program Years

The fiscal year of this congregation shall be the calendar year, beginning on January 1 and ending on December 31 of each calendar year. The program year of this congregation shall begin on July 1 and end on June 30 of the next calendar year.

*C5.04. This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Southeastern Synod of the Evangelical Lutheran Church in America.

C5.04.01. Synod Assembly Voting Members

This congregation shall choose from among its voting members laypersons to serve as delegates to any meeting of the synod to which this congregation is invited. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Southeastern Synod, and, of the Evangelical Lutheran Church in America.

C5.04.02. Expenses of Synod Assembly Voting Members

This congregation may approve or may authorize the Congregation Council to approve payment by this congregation of any or all travel expenses incurred pursuant to Paragraph *C5.04. and/or Bylaw No. C5.04.01.

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 Southeastern Synod of the Evangelical Lutheran Church in

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America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.

*C6.02. This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.

*C6.03. This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:

- a. This congregation agrees to be responsible for its life as a Christian community.
- b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
- c. This congregation agrees to call pastoral leadership from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
- d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in this 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

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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 is 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 or in accordance with provision 9.23¹ of the constitution and bylaws of the Evangelical Lutheran Church in America.
- d. The Southeastern Synod takes charge and control of the property of this congregation to hold, manage, and convey the same on behalf of the synod pursuant to †S13.24² of the synod constitution. This congregation shall have the right to appeal the decision to the next Synod Assembly.
- e. This congregation follows the procedures outlined in *C6.05.

*C6.05. This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:

- a. A resolution indicating the intent to terminate its relationship must be adopted at two legally called and conducted special meetings of this congregation by a two-thirds vote of the voting members present at each meeting.

¹ See Attachment D for this provision.

² See Attachment D for this provision.

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The first 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 this 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 this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the first meeting.

- b. Within 10 days after the resolution has been voted upon at the first meeting, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to voting members of this congregation.
- c. If the resolution was adopted by a two-thirds vote of the voting members present at the first meeting, the bishop of the synod and this congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the bishop of the attestation and certification as specified in paragraph b. above.
- d. If this congregation, after such consultation, is still considering termination of its relationship with this church, 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 second meeting shall be sent 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 this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the second meeting.

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- e. Within 10 days after the resolution has been voted upon, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that thesecond special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to the voting members of the congregation. If the resolution was adopted by a two-thirds vote of the voting members present at the second meeting, the relationship between the congregation and this church shall be terminated subject to Synod Council approval as required by paragraphs f. and g. below.
- f. Unless this notification to the bishop also certifies that this congregation has voted to affiliate with another Lutheran denomination, this congregation shall be deemed an independent or non-Lutheran church, in which case *C7.04. shall apply.
- g. This congregation shall abide by these covenants by and among the three expressions of this church:
 - 1) 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.
 - 2) Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to receive synod approval before terminating their membership in this church.
 - 3) Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions

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in *C6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.

- h. If this congregation fails to achieve the required two-thirds vote of voting members present at this congregation's first meeting as specified in paragraph a. above, or fails to achieve the required two-thirds vote of voting members present at this 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 meeting at which the two-thirds vote was not achieved.

*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 taken.

*C6.07. If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action.

CHAPTER 7 PROPERTY OWNERSHIP

*C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Southeastern Synod of the Evangelical Lutheran Church in America.³

*C7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline or pursuant to 9.23 of the constitution

³ See attachment D for this provision

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and bylaws of the Evangelical Lutheran Church in America, title to property shall continue to reside in this congregation.

*C7.03. If 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 Southeastern Synod.

*C7.04. If 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 process established by the synod, 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. In neither case does title to this congregation's property transfer to the synod.

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

- a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.

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- b. Shall—upon written demand by the Synod Council, pursuant to †S13.23⁴. of the constitution of the Southeastern Synod—reconvey and transfer all right, title, and interest in the property to the synod.

CHAPTER 8 MEMBERSHIP

*C8.01. Members of this congregation shall be those baptized persons on the rolls of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.

*C8.02. Members shall be classified as follows:

- a. ***Baptized*** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
- b. ***Confirmed*** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
- c. ***Voting*** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote

⁴ See Attachment D for this provision.

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at every regular and special meeting of this congregation as well as the other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws. They shall not have voted as a seasonal member of another congregation of this church in the previous two calendar months.

- d. *Associate* members are persons holding membership in other Lutheran congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. These individuals have all the privileges and duties of membership except voting rights or other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.
- e. *Seasonal* members are voting members of other congregations of this church who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregation Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal member voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:
 - 1) they shall not be eligible for elected office in, or for membership on the Congregation Council or on a call committee of, this congregation;
 - 2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;
 - 3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with this church;

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

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

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

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

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

- a. death;
- b. resignation;

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- c. transfer or release;
- d. disciplinary action in accordance with Chapter 20 of the constitution and bylaws of the Evangelical Lutheran Church in America; or
- e. removal from the roll due to inactivity in accordance with the provisions of this constitution and its bylaws.

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

C8.05.01. Removal of Congregational Members: The Congregation Council is delegated authority to remove confirmed members from the membership roll of this congregation for those reasons specified in this Chapter and for failure to receive Holy Communion and to make a contribution of record to this congregation during the current or preceding calendar year. The Senior Pastor shall present to the Congregation Council at least once each year a list of members who are subject to removal. Special attention shall be exercised by the senior pastor and the Congregation Council to ensure that confirmed members on active duty with any of the United States' military services and Coast Guard and other employees of the United States' Federal Government are not unnecessarily disenfranchised of their membership, rights, and benefits due to their lack of attendance and/or financial support of this congregation while they are temporarily stationed outside a reasonable commute area of this congregation.

CHAPTER 9 ROSTERED MINISTER

***C9.01.** Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected jointly by this congregation

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and the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.

*C9.02. Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for this congregation by the synod bishop may be called as a pastor of this congregation.

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

a. Every minister of Word and Sacrament shall:

- 1) preach the Word;
- 2) administer the sacraments;
- 3) conduct public worship;
- 4) provide pastoral care;
- 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
- 6) impart knowledge of this church and its wider ministry through available channels of effective communication;
- 7) witness to the Kingdom of God in the community, in the nation, and abroad; and
- 8) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.

b. Each pastor with a congregational call shall, within the congregation:

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- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
- 2) relate to all schools and organizations of this congregation;
- 3) install regularly elected members of the Congregation Council;
- 4) with the council, administer discipline;
- 5) endeavor to increase the support given by the congregation to the work of the churchwide organization and of the Southeastern Synod; and
- 6) encourage adherence to covenantal relationship with this church as expressed in the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

C9.03.01.

Same Sex Marriage

WHEREAS our gracious God sent His Son Jesus Christ into the world to reveal His love to all people; and WHEREAS marriage is a gift of God intended for the joy and mutual strength of those who enter it and for the well-being of the whole human family; and WHEREAS each of us is a child of God, We, the members of First United Lutheran Church of Cobb County, Inc., do hereby adopt the policy that each of our pastors and/or ministers of Word and Sacrament may at his/her discretion and at the place(s) this congregation meets or worships or at any other location acceptable to the pastor or minister of Word and sacrament, solemnize the marriage between two children of God, as permitted by law.

*C9.04.

The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included

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in a letter of call, which shall be attested by the bishop of the synod.

*C9.05.

The provisions for termination of the mutual relationship between a Minister of Word and Sacrament and this congregation shall be as follows:

- a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the pastor's death or, following consultation with the synod bishop, for the following reasons:
 - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
 - 3) inability to conduct the pastoral office effectively in this congregation in view of local conditions;
 - 4) physical disability or mental incapacity of the pastor;
 - 5) suspension of the pastor through discipline for more than three months;
 - 6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
 - 7) termination of the relationship between this church and this congregation.
 - 8) dissolution of this congregation or the termination of a parish arrangement; or

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- 9) suspension of this congregation through discipline for more than six months.
- b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
 - 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
 - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
 - c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament with disability status. Upon removal of the disability and the restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.
 - d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph

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a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to this congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.

- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, this congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

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

*C9.07. During the period of service, an interim pastor shall have the rights and duties in this congregation of a regularly called pastor

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and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any rostered minister providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.

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

*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, this 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 this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.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 this congregation;

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- b. shall submit a summary of such statistics annually to the synod; and
- c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.

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

*C9.14. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of this 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 call or approval of a request for change in roster status.

C9.15. Under special circumstances, subject to the approval of the synod bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between this congregation and the pastor in a form proposed by the synod bishop and approved by this congregation.

*C9.21. Authority to call a deacon shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation and the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.

*C9.22. Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been

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recommended for this congregation by the synod bishop may be called as a deacon of this congregation.

*C9.23.

Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:

- a. Be rooted in the Word of God, for proclamation and service;
- b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
- c. Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world, witnessing to the realm of God in the community, the nation, and abroad;
- d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
- e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
- f. Practice stewardship that respects God's gift of time, talents, and resources;
- g. Be grounded in a gathered community for ongoing diaconal formation;
- h. Share knowledge of this church and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
- i. Identify and encourage qualified persons to prepare for ministry of the gospel.

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*C9.24. The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.

*C9.25. The provisions for termination of the mutual relationship between a Minister of Word and Service and a congregation shall be as follows:

- a. The call of a congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the deacon's death or, following consultation with the synod bishop, for the following reasons:
 - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the deacon, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
 - 3) inability to conduct the ministry of Word and Service effectively in this congregation in view of local conditions;
 - 4) physical disability or mental incapacity of the deacon;
 - 5) suspension of the deacon through discipline for more than three months;
 - 6) resignation or removal of the deacon from the roster of Ministers of Word and Service of this church;
 - 7) termination of the relationship between this church and this congregation;

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- 8) dissolution of this congregation or the termination of a parish arrangement; or
 - 9) suspension of this congregation through discipline for more than six months.
- b. When allegations of physical disability or mental incapacity of the deacon under paragraph a.4) above, or ineffective conduct of the office of Minister of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,
- 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
 - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
- c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the deacon's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service with disability status. Upon removal of the disability and the restoration of the deacon to health, the bishop shall take

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steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.

- d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.
- e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

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- *C9.26. The deacon shall make satisfactory settlement of all financial obligations to a former congregation before:
- a. Installation another field of labor, or
 - b. the issuance of a certificate of dismissal or transfer.
- *C9.27. When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- *C9.28. With the approval of the bishop of the synod, this congregation may depart from *C9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.25.a.
- *C9.29. The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- *C9.31. The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

CHAPTER 10 CONGREGATION MEETING

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

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C10.01.01. **Congregational Meetings**

This congregation shall meet at least semi-annually as follows: (a) during the month of December for purposes of approving a budget for the coming year, and to consider other appropriate items of concern to this congregation; and (b) during the month of May or June to hold a general election for Officers and other Congregation Council members, except the Senior Pastor, for the following program year, to receive reports from the Officers and Congregation Council, and to consider other appropriate items of concern to this congregation.

C10.02. A special Congregation Meeting may be called by the Senior Pastor, the Congregation Council, or the President of this congregation, and shall be called by the President of this congregation upon the written request of ten (10) of the voting members. The President of the Congregation Council shall call a special meeting upon request of the synod bishop. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

C10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by state law, to all voting members of this congregation at least 10 days in advance of the date of the meeting. Depositing notices required by this Paragraph in an official United States' postal box with the required postage affixed or paid and addressed to the last known address of each voting member, or sending the notice to a voting member at an electronic address provided by that voting member shall be sufficient. The last known address or electronic mailing address contained in the most recent membership roster of this congregation shall be considered the appropriate address to which each notice shall be sent. A voting member of this congregation who provides an electronic mailing address may provide written notice, signed and dated, to the Secretary of this congregation of his/her election not to receive notices under this Paragraph by electronic means. The secretary of this

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congregation shall include verification in the official records of this congregation that the distribution of each notice was completed as required.

- C10.04. The voting members present and voting at any meeting of this congregation shall constitute a quorum.
- C10.05. Voting by proxy or by absentee ballot shall not be permitted.
- C10.06. All actions approved by this congregation shall be by simple majority vote of those voting members present and voting, except as otherwise provided in this constitution.
- C10.07. *Robert's Rules of Order*, latest edition, may be consulted and referenced by the presiding officer at any meeting of this congregation or Congregation Council but adherence to *Robert's Rules of Order* shall not be required. Rather, each person attending any meeting of this congregation or the Congregation Council shall conduct himself/herself according to Christian teachings. The presiding officer of each such meeting shall ensure that all voting members present are permitted to involve themselves in all discussions and voting. However, upon a properly made and seconded motion the presiding officer may terminate further discussion on any particular point or subject matter as a whole if a simple majority of the voting members present vote that further discussion on the particular point or subject matter as a whole will not benefit this congregation's further deliberation, discernment, and vote.
- C10.08. This congregation may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication. To the extent permitted by state law, notice of all meetings may be provided electronically.

CHAPTER 11 OFFICERS

Ratified by this congregation on _____.

C11.01. The Officers of this congregation shall be a President, Executive Vice-President, Vice-President of Facilities, Treasurer, Secretary and the Senior Pastor.

- a. Duties of the Officers shall be specified in the bylaws.
- b. The Officers shall be voting members of this congregation. If any Officer ceases to be a voting member of this congregation his/her office shall immediately be declared vacant by the Congregation Council, which shall fill the vacancy for the unexpired term without delay.
- c. The Officers of this congregation shall serve the same offices on the Congregation Council and shall be voting members of the Congregation Council.

C11.01.01. **Organizational Structure** See Attachment C.

C11.01.02. **Duties of Officers**

- a. All Officers shall:
 - 1) read and be generally familiar with this *Amended Constitution*;
 - 2) keep accurate notes of his/her activities as an Officer and Congregation Council member in a manner specified by the Congregation Council, with all such notes being the exclusive property of this congregation at all times;
 - 3) provide leadership to those committees and organizations organized to assist him/her in the performance of his/her duties;
 - 4) provide a written annual report to this congregation at its May/June semi-annual meeting on matters under his/her purview; and

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- 5) perform such other duties as this congregation and/or the Congregation Council shall from time-to-time determine.

b. The President shall:

- 1) exercise overall responsibility for ensuring this congregation performs its duties and responsibilities in accordance with its obligations as a congregation of the Southeastern Synod, Evangelical Lutheran Church in America and this *Amended Constitution*; and
- 2) preside at all meetings of this congregation and the Congregational Council

c. The Executive Vice-President shall:

- 1) act in the stead of the President in his/her absence or inability to perform his/her duties for any reason; and
- 2) provide leadership and counsel for matters related to the administration of this congregation's duties and responsibilities (e.g. personnel management, and the enforcement of policies and procedures for the effective governance of this congregation, the slate of elected officers, and the Congregation Council.

d. The Vice-President of Facilities shall:

- 1) supervise and oversee the maintenance, repair, improvement, security, decoration, and cleanliness of this congregation's buildings, facilities, equipment, and grounds;

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- 2) ensure this congregation's buildings, facilities, equipment, and grounds are ready and able to support the successful and meaningful teaching of the Word as established by the pastor(s);
- 3) together with the Treasurer oversee the receipt and expenditure of restricted funds earned through the rental of this congregation's buildings, facilities, equipment, and grounds, including parking spaces;
- 4) report to the Congregation Council regarding all non-routine matters affecting this congregation's buildings, facilities, equipment, grounds, and income and expenses associated with the rental of such buildings, facilities, equipment, and grounds; and
- 5) report to the Senior Pastor regarding the status of all buildings, facilities, equipment, and grounds to the extent they are prepared and able to assist the pastor(s) in the teaching of the Word.

e. The Treasurer shall:

- 1) keep all books of account of this congregation, ensuring that the books of account completely and accurately document all receipts and expenditures; and
- 2) make written monthly financial reports to the Congregation Council.

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f. The Secretary:

- 1) keeps accurate minutes of all meetings of this congregation and the Congregation Council in a manner determined by this congregation and/or the Congregation Council, with all minutes and other records being the property of this congregation; and
- 2) keeps complete and accurate copies of all submitted, modified, and adopted bylaws, continuing resolutions, motions, and other matters submitted for consideration at any meeting of this congregation and the Congregation Council in a manner determined by this congregation and/or the Congregation Council, with all such documents being the exclusive property of this congregation.

C11.02. This congregation shall elect its President, Executive Vice-President, Vice-President of Facilities, Treasurer, and Secretary at its semi-annual May/June congregation meeting, and they shall be the Officers of this congregation, to include persons to fill open positions. The Officers shall be elected to serve for two years or until their successors are elected. The terms of all officers shall begin on July 1st after the election and shall end on June 30th of the second calendar year after the election. Congregation Council members and Congregation Council officers shall be installed at a worship service designated by the President not earlier than the second Sunday and not later than the fourth Sunday in June of the year elected.

C11.03. No Officer shall hold more than one (1) office in this congregation at a time. No elected Officer, with the exception of the Treasurer, shall be eligible to serve more than two (2) consecutive terms in the same office. The Treasurer is eligible to serve not more than three (3) consecutive terms.

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CHAPTER 12 CONGREGATION COUNCIL

- C12.01. The voting membership of the Congregation Council shall consist of the Senior Pastor, the elected Officers, and not more than three (3) members elected at large; if possible, one (1) member should be under the age twenty-one (21) and another under age thirty (30) at the time of election. Any voting member of this congregation who either is or will have been a voting member for a minimum of twelve months prior to the Congregation Council meeting at which he/she is to begin his/her term may be elected as an at large member.
- C12.02. The at large members of the Congregation Council shall be elected at a legally called meeting of the congregation during the month of May or June. Their term of office shall be for two years beginning on July 1st of the year elected and ending on June 30th two (2) calendar years later. At large members may be elected for no more than two (2) consecutive terms. Newly elected at large Congregation Council members shall be installed at a worship service designated by the President not earlier than the second Sunday and not later than the fourth Sunday in June of the year elected.
- C12.03. 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, b) is absent from four successive regular meetings of the Congregation Council without cause or excuse, or (c) resigns from the Congregation Council. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances. The Congregation Council shall elect, by simple majority vote of the voters present, a successor from the voting members of the congregation to complete the term of any vacant position. Any individual who, after being appointed to complete the unfinished term of an officer, and who has served less than one-half of a regular term of that office shall be eligible for nomination and possible election for a full term to that same position.

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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 but not be limited to the following:

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

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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 managing 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 Georgia, except as otherwise provided herein.
- b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of this congregation.
- c. The Congregation Council may enter into contracts of up to \$10,000 for items not included in the budget.
- d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than \$10,000 in excess of the anticipated receipts only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in collaboration with the synod and churchwide organization.

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- 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 to the regular forwarding of mission support monies to the synod treasurer.
- f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.

C12.05.01. Financial Secretary

The Treasurer may appoint one (1) voting member of this congregation not an Officer or other member of the Congregation Council to serve as the Financial Secretary. This appointee shall perform those duties assigned by the Treasurer and serves at the pleasure of the Treasurer. The Financial Secretary is not subject to a term limit.

C12.05.A17. Cash Management

The Congregation Council shall protect the ability of this congregation to meet its operating expenses by establishing a goal to maintain an available cash reserve of not less than six (6) weeks of regular operating expenses. This minimum shall not include funds restricted for special gifts, parking lot rental revenue, the Capital Fund, or for any endowment fund; as these funds are restricted and shall not be used for church operations unless specific written authorization exists to the contrary.

If the operating cash reserve is projected to fall below the six (6) week level, the Treasurer will immediately notify the President who, upon the advice of the Treasurer, may call a special meeting of the Congregation Council to enact emergency measures. In any event, such notification will require the Congregation Council to produce and execute a written action plan of remedial measures at its next regularly scheduled meeting.

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C12.05.B17. **Restricted Funds - Parking Lot Income**

All income earned through the rental of any portion of the parking lot(s) owned by this congregation shall be maintained in a separate account and shall be expended only for the maintenance and improvement of the exterior of the church properties, including the landscaping, sidewalks, and parking lots. Parking lot rental income shall not be used to maintain or improve the interior or the exterior of the church building itself. The account funds shall be managed by the FULC Board of Trustees. The members shall be the Treasurer, Bookkeeper, Pastor(s), Vice President of Facilities, and a Member at Large to be approved by the Congregation Council. The board will be chaired by the Vice President of Facilities.

C12.05.C17. **Capital Fund**

The Congregation Council, with input by the Strategic Planning Committee when appropriate, shall establish a vehicle for long term financial planning for this congregation that provides for the funding of projects exceeding the scope, time horizon, and/or cost of the annual expense budget.

The Capital Fund will include both regular capital assets to be purchased for church infrastructure improvement and capital raised as part of a capital campaign or other fundraising to support a defined strategic mission. The dollar amount any particular item or project shall be determined by this congregation and/or Congregation Council. Capital funds raised to support regular church infrastructure improvements must not be commingled with other capital funds.

Funds not otherwise restricted may be moved from the General Fund to the Capital Fund by vote of this congregation or the Congregation Council. Except as prohibited by law, funds may

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be moved from the Capital Fund to the General Fund to cover ordinary operating expenses only by simple majority vote of this congregation's voting members present at a properly called meeting for this purpose.

C12.05.D17. Gifts in Memoriam or In Honor of Specified Individuals

The receipt of a gift in memoriam or in honor of a specified individual (hereafter "Gift") is a great and honored moment for this congregation. Extreme care shall be exercised to ensure that appropriate gratitude is extended to every donor and that each Gift is properly recorded and expended. Ultimate management of Gifts rests with the Congregation Council, subject to an overriding decision by this congregation.

The Treasurer may appoint not more than two (2) members of the Finance Committee as Memorial Coordinators (hereafter "Coordinators") to assist with matters relating to Gifts.⁵ Coordinators may not be Officers or other members of the Congregation Council. Coordinators serve at the pleasure of the Treasurer and are not subject to term limits.

The Treasurer shall from time-to-time establish procedures for this important function in protecting the receipt and expenditure of Gifts. All procedures to account for Gifts shall be set forth in this Continuing Resolution. Current procedures are set forth below.

- a. The Coordinators shall maintain a ledger including pertinent information about the deceased, bereaved, honoree, and donor, as appropriate, in the secured room with other financial records.
- b. The Bookkeeper will create a separate account within the Special Funds general ledger for each deceased person or honoree for whom a Gift is received

⁵ See also Continuing Resolution No. C13.07.K17. Finance Committee.

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- c. Within 45 calendar days after a death has been reported or a gift is received in honor of another, the Coordinators will work with the donor or family representative (the donor may or may not retain the power to direct disposition of a Gift, especially when the donor is not deceased) to document and sign an approved plan for the allocation of any Gift received.
- d. Within 30 calendar days of receipt of a Gift the Coordinators will acknowledge the donor directly by mail. The Coordinators will establish an agreement with the donor or family representative that the Gift will be used according to the wishes of the donor or family representative (keeping in mind that it is the donor's wishes to which the congregation is legally bound). The Coordinators will resolve any disagreement with the family representative or the donor regarding the use of the Gift, and written approval of the resolution by the donor or family representative will be secured. If the donor or family representative cannot be reached within 90 days of the receipt of the Gift, it will be treated as an undesignated Gift.
- e. Undesignated Gifts will be allocated to the purpose established by the donor or family representative. In the absence of a donor or family representative or an approved plan for the disposition of the Gift, undesignated Gifts will be allocated to the General Fund.
- f. The Coordinators will complete and sign a Gift Voucher identifying the amount and designated use of each Gift, and present it to the Treasurer for signature along with a copy of the approved plan. The Treasurer will then forward it to the Bookkeeper for reallocation to the required Special Fund account.

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- g. The Bookkeeper will disburse funds as authorized via signed expense vouchers, and the Coordinators will update Gift records as necessary. The line item for each Gift will be closed out upon disbursement of the entire Gift. All documentation for each Gift will be placed in the official Gift file(s).

C12.06.01

Parliamentarian

The Congregation Council may appoint one (1) voting member of this congregation as a Parliamentarian whose duties it shall be to:

- a. familiarize himself/herself with this *Amended Constitution*, and the constitutions, bylaws, and continuing resolutions of the ELCA and the Southeastern Synod of the ELCA; and
- b. provide competent, fair, and unbiased advice the Congregation Council, Officers, and this congregation on all matters of interpretation relating to the documents identified in Subparagraphs a. and b. herein.

The Parliamentarian serves at the pleasure of the Congregation Council and is not subject to term limitations.

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

C12.08. The Congregation Council shall be responsible for the employment and supervision of the staff of this congregation. Nothing in this provision shall be deemed to affect this 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 semi-annual May/June meeting.

Ratified by this congregation on _____.

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

C12.12. A quorum for the transaction of business shall consist of a simple majority of the voting members of the Congregation Council, including the Senior Pastor or Interim Pastor, except when the Senior Pastor or Interim Pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the Senior 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 synod bishop.

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

CHAPTER 13 CONGREGATION COMMITTEES

C13.01. Executive Committee

The Officers of this congregation and the Senior Pastor constitute the Executive Committee. The Executive Committee exists solely to perform those function(s) mandated by the ELCA and/or Southeastern Synod.

C13.02. Nominating Committee

The Nominating Committee shall consist of three (3) members. Not later than January 31 of each calendar year the Congregation Council shall appoint one (1) voting member each year of this

Ratified by this congregation on _____.

congregation to this Committee. When possible, the Committee's membership should include at least one (1) outgoing Congregation Council member and at least one (1) member should be under the age of thirty (30) at the time of appointment; the same Committee member may satisfy both of these preferences. The Committee shall select one (1) Committee member as the Committee Chairperson. Members shall serve terms of two (2) years and shall serve not more than two (2) consecutive terms. The staggered terms of Committee members is meant to ensure continuity in the Committee's policies, procedures, and practices from year to year, as appropriate.

C13.02.E17. **Nominating Committee Duties**

The Committee shall endeavor to identify the best candidates from amongst the voting members of this congregation for each officer's position and the Congregation Council at large member positions. The Committee shall endeavor to include as nominees for officer and at large members one (1) or more persons under the age of twenty-one (21) as of the date of the proposed election. Not later than March 31 of each calendar year the Committee shall recommend to the Congregation Council not less than two (2) voting members of this congregation for each officer's position and each at large Congregation Council member position.

No person shall attempt to or actually interfere with or influence the Committee in the exercise of its duties. The Chairperson shall immediately report any such attempt or actual interference or influencing to the President verbally with a written report within two (2) calendar days thereafter. The President shall investigate any such allegation within five (5) calendar days of receiving the verbal report and report the results of his/her investigation to the whole Congregation Council which shall determine an appropriate action for any founded allegation.

Ratified by this congregation on _____.

C13.03.

Audit Committee

The Audit Committee is an ad hoc committee empaneled each year to conduct an annual financial audit of the congregation's financial management. The Committee is an independent reviewer of this congregation's financial practices and records to ensure that all such practices and records are accurate, complete, and comply with Christian principles espoused by the ELCA, the Southeastern Synod, and this congregation. When planning the audit, the Financial Secretary shall appoint a minimum of ten (10) voting members of this congregation to the Committee, designating one (1) of the members as the Chairperson. No Committee member is required to possess any formal training as an accountant, bookkeeper, or similar profession. The minister(s) of Word and Sacrament(s), Congregation Council members, the Bookkeeper, and any person who otherwise assists directly with this congregation's financial records are not eligible for appointment to the Committee. Committee members shall each serve at the pleasure of the Financial Committee Chair and may serve as often as the Chair determines.

C13.03.J17.

Audit Committee Duties

The Audit Committee shall have full and unfettered access to all financial records of this congregation; however, no Audit Committee member shall remove any of the said financial records from the place at which the Congregation Council regularly meets. The Treasurer, Bookkeeper (if there is one), and the Financial Secretary shall assist the Audit Committee as and when requested. The Chairperson shall document all actions of the Audit Committee, maintaining an historical folder and/or file that is the property of this congregation. The chairperson shall keep the Congregation Council apprised of all matters relating to an audit and is a non-voting member of the Congregation Council for purposes of addressing audit matters only.

No person shall attempt to or actually interfere with or influence

Ratified by this congregation on _____.

the Committee in the exercise of its duties. The Chairperson shall immediately report any such attempt or actual interference or influencing to the President verbally with a written report within two (2) calendar days thereafter. The President shall investigate any such allegation within five (5) calendar days of receiving the verbal report and report the results of his/her investigation to the whole Congregation Council which shall determine an appropriate action for any founded allegation.

C13.04. Mutual Ministry Committee

The Mutual Ministry Committee affirms and strengthens the mission of the congregation by serving as advocates, a resource and support for congregational staff.

C13.04.01. This committee shall be composed of a chair person and two members who are appointed by the pastor, the president, and the vice president of the congregation council. No committee member shall hold a position on the Congregation Council during their committee term. Members shall serve three years and not serve more than two (2) consecutive terms.

C13.04.02 This committee shall:

- a. seek to support the pastor and staff of this congregation by demonstrating concern for their spiritual, emotional, and physical well-being and by offering support when they are experiencing personal or pastoral stress;
- b. be receptive to any communication concerning attitudes and conditions within this congregation; and
- c. provide a forum where such concerns may be discussed in a helpful and, when necessary, in a confidential manner.

This committee shall, when appropriate, work with the Congregation Administration Committee to offer effective support to the pastor and staff of this congregation.

Ratified by this congregation on _____.

C13.04.03. A Mutual Ministry committee member shall be designated by the committee to attend to at least one staff person within the first year of his/her appointment. The committee members shall meet with their designated staff members at a time that is mutually agreed upon and also check in with them on a regular basis.

C13.04.04. The Mutual Ministry Committee shall meet quarterly, but also on an “as needed” basis. Committee members shall be accountable to other members of the committee, the congregation council (quarterly reports), and the congregation (annual report).

C13.04.A19. **Congregation Administration Committee**

The Congregation Administration Committee provides the Human Resources function for all paid staff. The committee shall consist of the president, and vice president of the council with two members appointed by the Congregation Council. Duties for the committee include but are not limited to:

- a. hiring of new staff;
- b. annual review of staff;
 - 1. A minimum of two committee members are required to perform a review of staff.
- c. maintenance of staff records;
- d. salary recommendations to council;
- e. discipline of staff members if need arises;
- f. maintain job descriptions for staff.

C13.05. Call Committee: When a vacancy occurs in a position for which this congregation calls a rostered minister, a ***Call Committee*** of six voting members shall be elected in the following manner. The Congregation Council shall elect three members and this congregation shall elect three members from amongst the voting members of this congregation. The members’ terms shall terminate upon installation of the newly called rostered minister.

Ratified by this congregation on _____.

C13.06. The Congregation Council may establish or disestablish committees as it deems appropriate. The formation of all committees which are expected at formation to exist for a period of at least three (3) years shall be set forth in the bylaws of this congregation and inserted immediately following Paragraph C13.07. Bylaws establishing committees will be inserted before continuing resolutions establishing committees.

C13.07. Duties of all committees of this congregation established by bylaw shall be set forth in a Continuing Resolution inserted in this document immediately following the establishing bylaw. Duties of all committees of this congregation established by continuing resolution shall be specified in the establishing continuing resolution.

C13.07.G17. **Strategic Planning Committee**

The Executive Vice-President and Treasurer jointly appoint not more than three (3) members of this congregation, at least one (1) of which shall if possible be under the age of twenty-one (21) at the time of appointment, when there is a present need and requirement to develop a planning vehicle for large scale projects involving outside funding and coordination of multiple groups. One (1) of the Committee members shall be appointed the Committee Chairperson. The Committee receives capital funding requests from the Treasurer and/or Executive Vice-President for projects that cannot be funded from the General Fund, and develops and recommends to the Executive Vice-President and Treasurer a plan to fund such requests (e.g., capital campaigns). Capital funding projects exceed the life of one (1) budget year or the dollar limit supportable by the General Fund. The planning process will not exceed five (5) years into the future.

C13.07.N17. **Worship and Music Committee**

The Worship and Music Committee exists to assist the pastor(s) in providing the highest quality of praise to God the Father, Son,

Ratified by this congregation on _____.

and Holy Spirit. The Committee consists of the Traditional Music Leader, the Praise and Worship Music Leader, and not more than three (3) members of this congregation appointed by the Senior Pastor. The Music Leaders co-chair the Committee. If possible, at least one (1) of the Committee members should be under the age of twenty-one (21) at the time of appointment. The Committee shall meet as necessary to discuss and plan this congregation's worship services. The Senior Pastor represents the Committee on the Congregation Council.

C13.07.O17. Property Committee

The Vice-President of Facilities may appoint not more than six (6) members of this congregation to assist him/her in the performance of his/her duties. One of the Committee members shall be appointed the Committee Chairperson. The Vice-President of Facilities reports the Committee's activities to the Congregation Council.

C13.07.K17. Finance Committee

The Treasurer, the Financial Secretary, and Bookkeeper (if there is one) are members of the committee. The Treasurer may appoint a minimum of four (4) additional members of this congregation to the Committee. One (1) member of the Committee shall be responsible for the annual Stewardship drive. The Treasurer will appoint at least one (1) Committee member as Memorial Coordinator responsible for Memorials accounting.⁶ The Treasurer will appoint a Committee member to chair the Committee. The Committee assists the Treasurer in managing this congregation's financial assets and liabilities. This includes gathering budget requests, putting together a draft budget, administering a budget, securing insurance, and coordinating and cooperating in an annual Audit. Committee members also assist the Officers, Congregation Council members, and this congregation's organizations to understand

⁶ See also Continuing Resolution No. C12.05.D17. Gifts in Memoriam and In Honor of Specified Individuals.

Ratified by this congregation on _____.

this congregation's financial structure and condition and helps them to properly manage funds. The Treasurer represents the Committee on the Congregation Council.

C13.07.H17. Faith Formation Team

This Team consists of not less than three (3) nor more than five (5) members of this congregation appointed by the Faith Formation Director. This Team assists her/him with organizing faith formation ministries for this congregation including, but not limited to, Christian education, intergenerational ministry, and youth and family ministries. The Faith Formation Director determines the Team's specific duties as necessary for the good of this congregation and is the Team's Chairperson. She/he reports on the Team's activities to the Senior Pastor, who reports on the Team's activities to the Congregation Council.

C13.08. The Senior Pastor and the President of this congregation, or their designees, shall be *ex officio* members of all committees, boards, and groups of this congregation.

CHAPTER 14 ORGANIZATIONS WITHIN THIS 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 semi-annual or any special 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.

Ratified by this congregation on _____.

Special Interest Groups and Small Group Ministries

The establishment of special interest groups and small group ministries is the purgative of this congregation and the Congregation Council. In general, the Congregation Council is responsible for the establishment of all such entities that desire to conduct their business on this congregation's property. A special interest group may exist only so long as its official membership includes a member of this congregation. Each group must provide the Congregation Council an annual report not later than May 1 of each calendar year of the group's activities, goals, accomplishments, and all other information of any interest to this congregation. Reports may be submitted electronically. Furthermore, each group must comply with all requirements established by this congregation and the Congregation Council. Each group must also keep the Congregation Council informed of any changes in the group's name, leadership, or purpose.

The Congregation Council approves the establishment of the following special interest groups:

- a. Christ Care Groups;
- b. Quilters For Christ;
- c. Stephen Ministry;
- d. Via de Cristo and reunion groups;
- e. Levites;
- f. Christian Concerns; and
- g. Seniors;
- h. Dorcas Cicle; and

Ratified by this congregation on _____.

- i. FULC Prayer and Study Group.

CHAPTER 15 DISCIPLINE OF MEMBERS AND ADJUDICATION

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

*C15.02. The process for discipline of a member of this congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to *C15.01. do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three lay persons and two ministers of Word and Sacrament). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after

Ratified by this congregation on _____.

requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.

*C15.03. If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members, plus the nonvoting chair, comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.

*C15.04. The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

*C15.05. By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:

- a. suspension from the privileges of congregation membership for a designated period of time;
- b. suspension from the privileges of congregation membership until the pastor and Congregation Council

Ratified by this congregation on _____.

receive evidence, satisfactory to them, of repentance and amendment of life;

- c. termination of membership in this congregation; or
- d. termination of membership in this congregation and exclusion from the church property and from all congregation activities.

*C15.06. The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.

*C15.07. No member of the congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.

*C15.10. **Adjudication**

*C15.11. When there is disagreement between or among factions within this congregation on a substantive issue which cannot be resolved by the parties, members of this congregation may petition the synod bishop for consultation after informing the president of this congregation of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue relates directly to the pastor, the bishop may begin the process in †S14.18.d. In all other matters, if the bishop's consultation fails to resolve the issue, the bishop shall refer the matter to the Consultation Committee of the synod, which shall undertake efforts to find an appropriate solution. If the Consultation Committee's efforts fail to resolve the dispute, the entire matter shall be referred to the Synod Council for adjudication by whatever process the Council deems necessary. The Synod Council's decision shall be final.

Ratified by this congregation on _____.

CHAPTER 16 AMENDMENTS

*C16.01. Unless provision *C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least five (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 Congregation Meeting called for that purpose. The Congregation Council shall notify this congregation's members of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.

*C16.02. An amendment to this constitution, proposed under *C16.01., shall:

- a. be approved at any legally called meeting of this congregation by a majority vote of those voting members present and voting;
- b. be ratified without change at the next regular meeting of this congregation held pursuant to C10.01. by a two-thirds vote of those voting members present and voting; and
- c. have the effective date included in the resolution² and noted in the constitution.

*C16.03. Any amendments to this constitution that result from the processes provided in *C16.01. and *C16.02. shall be sent by the secretary of this congregation to the synod. The synod shall notify the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.

Ratified by this congregation on _____.

- *C16.04. This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* as most recently amended by the Churchwide Assembly. Such amendments may be approved by a majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, notice to the congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of at least two (2) voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

CHAPTER 17 BYLAWS

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

Ratified by this congregation on _____.

- *C17.04. Adopted or amended bylaws shall be sent by the secretary of this congregation to the synod.

CHAPTER 18 CONTINUING RESOLUTIONS

- *C18.01. This 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 this congregation or a two-thirds vote of all voting members of the Congregation Council.

C18.02.01. Continuing Resolutions - Authority to Adopt, Amend, and Repeal:

- a. Continuing Resolutions adopted by the Congregation Council may be amended or repealed by the Congregation Council in its own right, or by the actions of a Congregation Meeting as the authority from which the Congregation Council is empowered to act.
- b. Continuing Resolutions adopted by a Congregation Meeting may be amended or repealed only by a Congregation Meeting.

- *C18.03. Adopted or amended continuing resolutions shall be sent by the secretary of this congregation to the synod.

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

Ratified by this congregation on _____.

made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

Chapter 20

PARISH AUTHORIZATION

- *C20.01. This congregation may unite with one or more other congregations recognized by the synod named in *C6.01. to form a parish. Except as provided in *C20.02. and *C20.03., a written agreement, developed in consultation with the synod and approved by the voting members of each congregation participating in the parish, shall specify the powers and responsibilities that have been delegated to the Parish Council. The Parish Agreement shall identify which congregation of the parish issues calls on behalf of the member congregations or shall establish a process for identifying which congregation issues calls on behalf of the member congregations.
- *C20.02. One congregation of a parish shall issue a call on behalf of the member congregations to a minister of Word and Sacrament or a candidate for the roster of Ministers of Word and Sacrament who has been recommended by the synod bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.
- *C20.03. One congregation of a parish may issue a call on behalf of the member congregations to a minister of Word and Service or a candidate for the roster of Ministers of Word and Service who has been recommended by the synod bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.

Ratified by this congregation on _____.

- *C20.04. Any one of the congregations of the parish may terminate their relationship with the pastor as provided in †S14.18.d. of the synod constitution of the synod named in *C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.
- *C20.05. Any one of the congregations of the parish may terminate their relationship with a minister of Word and Service as provided in †S14.43.d. of the synod constitution of the synod named in *C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.
- *C20.06. Whenever a parish agreement is terminated, the call of any rostered minister serving that parish is terminated. Should any congregation that was formerly part of the parish agreement desire to issue a new call to that rostered minister, it may do so in accordance with the call process of this church.

Ratified by this congregation on _____.

ATTACHMENT A

KEY FOR NUMBERING CONSTITUTIONAL PROVISIONS

The numbering system used throughout this document is designated by the Evangelical Lutheran Church in America (“ELCA”).

1. The letter “C” precedes every section number.
2. An asterisk (“*”) before the letter “C” indicates a provision mandated by the ELCA. Its content cannot be altered without prior consent of the Southeastern Synod of the ELCA and the ELCA.
3. The first number(s) following the letter “C” designate the Chapter and it/they are followed by a period (“.”).
4. The two (2) numbers following the period “.” designate the paragraph number within the Chapter and they are followed by a period (“.”).
5. If the second period (“.”) is followed by two (2) then it designates a FULC bylaw. These numbers are followed by a period (“.”). Only the FULC congregation may adopt a FULC bylaw. The ELCA requires that a bylaw is placed in the Constitution where it is most applicable.
6. If the second period (“.”) is followed by a capital letter (A-Z) and then two numbers it designates an FULC continuing resolution. The numbers indicate the calendar year in which the continuing resolution was adopted and the letter indicates when that continuing resolution was adopted. (For example: Continuing Resolution No. C12.05._17. Cash Management was adopted in 2017 and it was the __ continuing resolution adopted in 2017.) This grouping of a letter and two (2) numbers is followed by a period (“.”). Either the FULC congregation or the Congregation Council may adopt a FULC continuing resolution, but the Congregation Council may not amend or repeal a continuing resolution adopted by the congregation. The ELCA requires that a continuing resolution is placed in the Constitution where it is most applicable.

Ratified by this congregation on _____.

ATTACHMENT B

ARTICLES OF INCORPORATION

Ratified by this congregation on _____.



OFFICE OF SECRETARY OF STATE

I, Ben W. Fortson, Jr., Secretary of State of the State of Georgia, do hereby certify, that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

FIRST UNITED LUTHERAN CHURCH of Cobb County, Inc.

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After each period of time, this certificate is void.



In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of office, at the Capitol, in the City of Atlanta, this
3rd day of April, in the year of our Lord
One Thousand Nine Hundred and Seventy-five and
of the Independence of the United States of America the One
Hundred and Ninety-ninth.

Ben W. Fortson Jr.

Secretary of State, Ex-Officio Corporation
Commissioner of the State of Georgia

THE MARIETTA DAILY JOURNAL
and
NEIGHBOR NEWSPAPERS, INC.

PUBLISHER'S AFFIDAVIT

STATE OF GEORGIA

COUNTY OF COBB

Before me the undersigned, a Notary Public, this day came _____
_____ Billie M. Foster _____, personally known to me
who being first duly sworn according to law, says that _____ she _____ is
_____ Treasurer _____ of _____ Times-Journal, Inc. _____
Publisher of _____ The Marietta Daily Journal _____, the official
newspaper of which Sheriff's advertisements in and for said County are published
and a newspaper of general circulation with its principal place of business in said
county, and that there has been deposited with said newspaper the cost of publishing
four insertions of application for Charter of "FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, INC." _____, once
a week for four successive weeks with the order of the Judge of Cobb Superior Court
there.

Billie M. Foster

Sworn to and subscribed

before me this _____ 14th _____ day

of _____ April, _____, 1975

Theresa Kemp Richardson

Notary Public, Georgia, State at Large
My Commission Expires Oct. 13, 1976.

IN THE SUPERIOR COURT OF
COBB COUNTY, GEORGIA

GEORGIA
COBB COUNTY

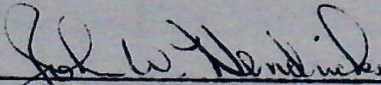
The petition of the **FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc.**,
Cobb County, Georgia, petitioner shows the court as follows:

1.

The Articles of Incorporation of the **FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc.**, Cobb County, Georgia, executed by the President and attested by the Secretary are attached hereto.

WHEREFORE, petitioner prays that the Articles of Incorporation of the **FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc.**, Cobb County, Georgia, be granted.

By

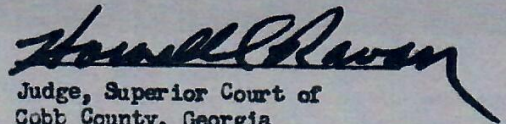

John W. Hendricks

O R D E R

The Articles of Incorporation of the **FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc.**, Cobb County, Georgia, having been examined and found lawful,

IT IS HEREBY ORDERED that the Articles of Incorporation of the **FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc.**, Cobb County, Georgia, BE, and the same are hereby granted.

Dated April 14, 1975.


Judge, Superior Court of
Cobb County, Georgia

ARTICLES OF INCORPORATION

The officers of the congregation of the FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc., Cobb County, Georgia, acting in accordance with a unanimous resolution of said congregation, seek to incorporate under the following Articles of Incorporation:

1. That they desire for themselves, their associates and successors, to be incorporated as a church and religious society as provided by law under the name and style of the FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc.

2. Petitioners ask to be incorporated under the name and style aforesaid perpetually with all privileges enjoyed by like corporations and permitted by law.

3. Petitioners show that a church has already been established in Cobb County, and petitioners wish corporate authority to enforce good order, receive donations, make purchases and alienate realty and personalty, and do not intend to make any profit for the benefit of any individual whatsoever.

4. The manner in which directors shall be elected or appointed will be provided for in the by-laws of the corporation.

5. 3835 Westmoreland Drive, N. E., Kennesaw, Georgia, is the address of the initial registered office of the corporation with the R v. John W. Hendricks being the initial registered agent at that address.

6. The initial board of directors includes:

- (A) John W. Hendricks, 3835 Westmoreland Drive, N.E., Kennesaw, Ga.
- (B) Malcolm MacMorrison, 60 Kathryn Drive, Marietta, Ga.
- (C) Neil Van Every, 915 Tanglewood Trail, Woodstock, Ga.
- (D) Mildred E. Magee, 610 Hawkins Store Rd., N.E., Kennesaw, Ga.

7. Rev. John W. Hendricks is acting as incorporator for the congregation of said church in the capacity of their representative, and his address is 3835 Westmoreland Drive, N.E., Kennesaw, Ga. 30144.

IN WITNESS WHEREOF, THE FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, Inc., COBB COUNTY, GEORGIA, has caused these Articles of Incorporation to be executed and attested by its duly authorized officers, on this 8th day of April, 1975.

ATTEST:

John W. Hendricks
Malcolm MacMorrison
Neil Van Every
Mildred E. Magee

FIRST UNITED LUTHERAN CHURCH
OF COBB COUNTY, INC.

DUPLICATE



*I, Ben M. Fortson, Jr., Secretary of State of the
State of Georgia, do hereby certify, that*

"FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, INC."

was on the 14th day of April, 1975,
duly incorporated under the laws of the State of Georgia by the Superior Court of
Cobb County for a period of perpetual years
from said date, in accordance with the certified copy hereto attached, and that the original
articles of incorporation of said corporation has been duly filed in the office of the
Secretary of State and the fees therefor paid, provided by law.

IN TESTIMONY WHEREOF, I have hereunto set my hand
and affixed the seal of office, at the Capitol, in the City of
Atlanta, this 16th day of April in the year
of our Lord One Thousand Nine Hundred and Seventy
Five and of the Independence of the United States
of America the One Hundred and Ninety-Ninth.

Ben M. Fortson, Jr.

SECRETARY OF STATE, EX-OFFICIO CORPORATION
COMMISSIONER OF THE STATE OF GEORGIA.

GEORGIA, COBB COUNTY

I, J. S. WILLIAMS Deputy Clerk of the Superior Court of

Cobb County, Georgia, do hereby certify that the foregoing is a true and correct copy of the Petition for Charter of "FIRST UNITED LUTHERAN CHURCH OF COBB COUNTY, INC.", as the same appears on file in this office.

I further certify that all cost has been paid to me, which is in full of all fees and costs of the Clerk of the Cobb Superior Court in connection with said cause.

IN WITNESS WHEREOF I have hereunto set my official hand and affixed the seal of Cobb Superior Court this 14th day of April, 19 75


Deputy Clerk

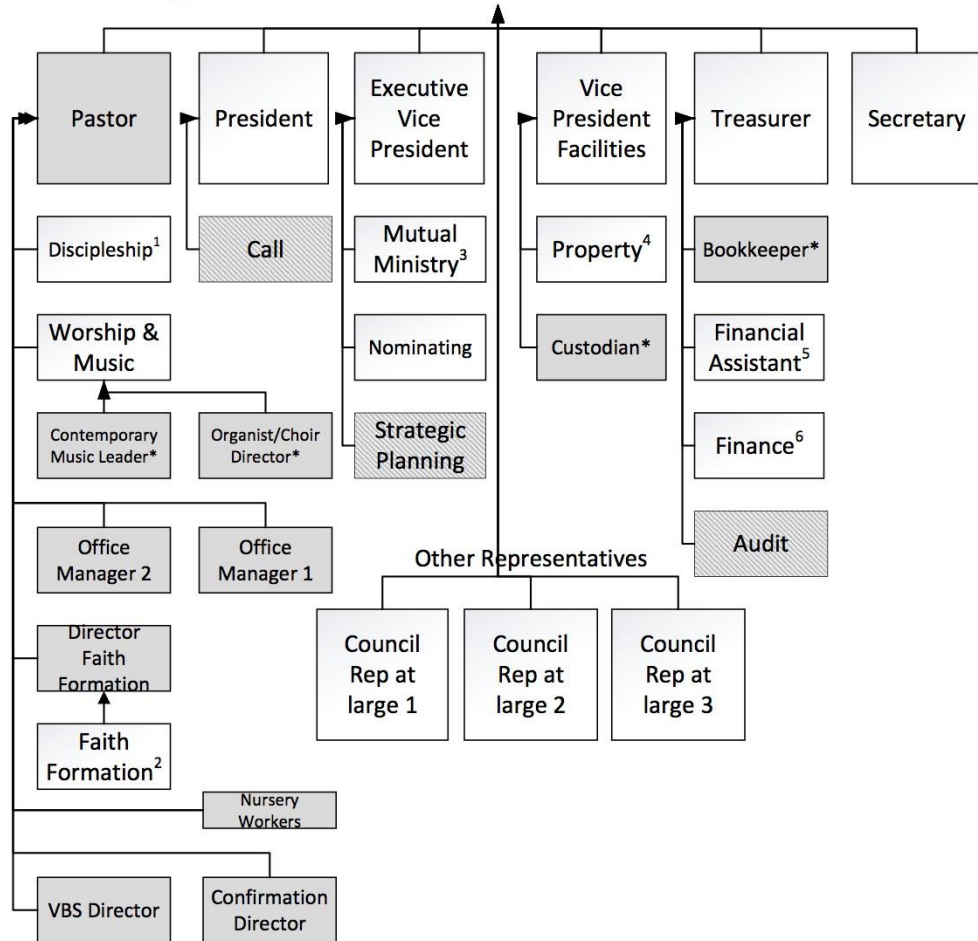
(Seal)

Attachment C—ORGANIZATIONAL STRUCTURE

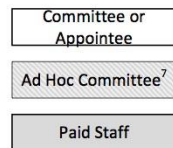
C11.01.01

Executive Committee

FULC Congregational Council



KEY:



Notes:

- 1 Inclusive of Evangelism, Christian Concerns, Membership, & Other Special Interests
 - 2 Inclusive of former Christian Education and Youth & Family ministries
 - 3 Retitled; formerly known as Shared Ministry
 - 4 Inclusive of former Property, Trustee, and Decorating committees
 - 5 Volunteer position replacing Financial Secretary role
 - 6 Five person team inclusive of Memorials & Stewardship functions
 - 7 Ad Hoc committees that are empaneled when needed
- * Staff are positioned with the groups they work with but all report to the Pastor.

Ratified by this congregation on _____.

Attachment D

ELCA Constitution References

- 9.23. In accord with constitutional provision 9.21.d. and bylaw 9.21.01. and without invoking the provisions of Chapter 20, a congregation that maintains as its pastor a minister of Word and Sacrament who has resigned or been removed from this church's roster of Ministers of Word and Sacrament or that calls as its pastor one who has not been approved for the roster of Ministers of Word and Sacrament may be removed from the roster of congregations of this church by the Synod Council upon recommendation of the synod bishop.
- 9.21. This church shall recognize, receive, and maintain on the roster those congregations which by their practice as well as their governing documents:
- a. preach the Word, administer the sacraments, and carry out God's mission;
 - b. accept this church's Confession of Faith;
 - c. agree to the Statement of Purpose of this church;
 - d. agree to call pastoral leadership from the roster of Ministers of Word and Sacrament of this church in accordance with the call procedures of this church, except in special circumstances as defined in the bylaws accompanying this provision, and with the approval of the synod bishop;
 - e. agree to be responsible for their life as a Christian community;
 - f. agree to support the life and work of this church; and
 - g. adhere to the additional commitments expressed in this chapter of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- 9.21.01.** Approval of the synod bishop, as required in 9.21.d., involves the bishop's attesting that a candidate for the roster of Ministers of Word and Sacrament of this church has been approved, in conformity with the governing documents and policies of this church, through the synod candidacy process for first call as a seminary graduate or for call in this church through approval for reception into this church from another Lutheran church body or another Christian church body. Consultation with the synod bishop in accordance with the call procedures and governing documents of

Ratified by this congregation on _____.

this church and the synod is required for the calling of pastoral leadership from among persons on the roster of Ministers of Word and Sacrament of this church or persons who are approved as eligible candidates for the roster of Ministers of Word and Sacrament of this church.

SE Synod Constitution References

†S13.24. The Synod Council, itself or through trustees appointed by it, may take charge and control of the property of a congregation of this synod to hold, manage, and convey the same on behalf of this synod, if any of the following apply:

- a. The congregation has disbanded, ceased to worship, or otherwise ceased to exist as a congregation.
- b. The congregation has abandoned its property.
- c. The remaining members of the congregation decide that it is no longer possible to function as a congregation or that they are unable to provide required governance.
- d. The Synod Council determines that the membership of a congregation has become so scattered or so diminished in numbers that it cannot provide required governance or that it has become impractical for the congregation to fulfill the purposes for which it was organized.
- e. The Synod Council determines that it is necessary for this synod to protect and preserve the congregation's property from waste and deterioration. The congregation shall have the right to appeal any such decision to the next Synod Assembly.

Ratified by this congregation on _____.