

**CONSTITUTION  
ALL SAINTS LUTHERAN CHURCH  
ARLINGTON, TEXAS  
2021**

**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 All Saints Lutheran Church, and shall be located in Arlington, Texas.

**C1.02.** For the purpose of this constitution and the accompanying bylaws, the All Saints Lutheran Church congregation is hereinafter designated as "this congregation."

**C1.03.** This congregation shall be incorporated under the laws of the State of Texas.

**CHAPTER 2 – CONFESSION OF FAITH**

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

**C2.01.** The Triune God, Father, Son, and Holy Spirit.

**C2.02.** Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.

a. Jesus Christ is the word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.

b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.

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, "according to which all doctrines should and must be judged".

**C2.04.** The Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of the Church.

**C2.05.** The Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.

**C2.06.** The other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.

**C2.07.** The Gospel, recorded in the Holy Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church of God's mission in the world.

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

**C3.01** The Church is the universal assembly of all believers among whom the Gospel is preached in its purity and the holy sacraments are administered according to the Gospel.

**C3.02.** All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under His rule and authority.

**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.

**C3.04.** This congregation exercises ministry within the mission of the NALC and shall share responsibility for the decision making processes of the NALC. This congregation embodies the Church in its community and, for the sake of mission, lives in cooperative partnership with other congregations and within the other structures of the NALC.

### **CHAPTER 4 – STATEMENT OF PURPOSE**

**C4.01.** The hearers of the Gospel are a people, called and sent by God, Father, Son, and Holy Spirit, to be a community of faith, hope and love, who witness to Christ and His coming Kingdom before all the world.

**C4.02.** To participate in God's mission, this congregation as a part of the Church shall:

- a. Give honor and glory to the Triune God, worshipping Him in proclamation of the Word, the sacraments and through lives of prayer, praise, thanksgiving, witness, obedience and service;
  - b. Carry out Christ's Great Commission by proclaiming to the entire world the Gospel of justification by grace through faith alone, according to the apostolic witness in Holy Scripture and in accordance with the Lutheran Confessions;
  - c. Preserve and transmit the Gospel faithfully to future generations;
- d. Foster Christian fellowship and love, extending a helping hand to humans in need;
- e. Manifest the unity of our faith in Jesus Christ as God and Savior, joining with other Christians in prayer and action; and
- f. Nurture its members in the Word of God so as to grow in faith and hope and love.

**C4.03.** To fulfill these purposes, this congregation shall:

- a. Provide services of worship at which the Word of God is rightly preached and the sacraments are rightly administered.
- b. Provide pastoral care and assist all members to participate in this ministry.
- c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
- d. Teach the Word of God.
- e. Witness to the reconciling Word of God in Christ, reaching out to all people.
- f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
- g. Encourage its members to provide appropriate financial support for the congregation's ministry and the ministry of other parts of the NALC.

- h. Foster and participate in relationships with other congregations and structures of the NALC.
- i. Foster and participate in ecumenical relations consistent with NALC policy.

**C4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Church Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. [Such descriptions shall be contained in continuing resolutions in the section on the Church Council.]

**C4.05.** This congregation shall, from time to time, adopt, revise or renew a mission statement, which will provide specific direction for its programs.

#### **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 Congregational Meeting, called and conducted as provided for in this constitution and bylaws.

**C5.03.** Only such authority as is delegated to the Congregation Council (“Council”) or other organizational units in this congregation’s governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:

- a. Call a pastor as provided in Chapter 9;
- b. Terminate the call of a pastor as provided in Chapter 9;
- c. Appoint or terminate the service of commissioned lay leaders;
- d. Approve the annual budget;
- e. Acquire real and personal property by gift, devise, purchase, or other lawful means;
- f. Hold title to and use its property for any and all activities consistent with its purpose;
- g. Sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- h. Elect its officers, Council, boards/teams and committees and require those elected to carry out their duties in accordance with the constitution and bylaws;
- i. Adopt amendments to this constitution as provided in Chapter 17, and amendments to the bylaws as specified in Chapter 16; and

**C5.04.** This congregation shall choose from among its voting members, laypersons to serve as lay delegates and alternates to represent it at meetings where this congregation is entitled to such representation.

#### **CHAPTER 6 – CHURCH AFFILIATION**

**C6.01.** This congregation is an interdependent part of the NALC or any successor thereto.

**C6.02.** This congregation subscribes to the constitution of the NALC and will act in accordance with it.

**C6.03.** This congregation will conduct its ministry in a manner consistent with its membership in the NALC:

- a. This congregation is responsible for its life as a Christian community;
- b. This congregation pledges its participation in the life and mission of the NALC, including the prayerful consideration of appropriate financial support;
- c. This congregation shall call only pastors who are members of the NALC or otherwise are authorized by the NALC to serve;

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

**C6.04.** Affiliation with the NALC may be terminated as follows:

a. This congregation dissolves.

b. This congregation ceases to exist.

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

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

## **CHAPTER 7 – PROPERTY OWNERSHIP**

**C7.01.** This congregation is an independent legal entity with rights to purchase, hold and convey real and personal property in accordance with applicable law. The NALC shall have no right to or interest in the property of this congregation unless this congregation expressly conveys such a right or interest to the NALC. If this congregation dissolves, its property shall be disposed of in accordance with applicable law. Final determination of the disposition of property will be by a two-thirds majority vote at a congregational meeting called for that purpose.

## **CHAPTER 8 – MEMBERSHIP**

**C8.01.** Members of this congregation shall be those baptized persons (a) who are on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and (b) 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, were previously baptized in the name of the Triune God and 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 who attend church regularly, and who have, during the current or preceding year, communed in this congregation and have made a contribution of record. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.

d. **Associate** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Council.

**C8.03.** All applications for confirmed membership shall be submitted to and shall require the approval of the 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 NALC, and their ministries and structures through contributions of time, abilities, and financial support as biblical stewards.

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

- a. Resignation;
- b. Transfer or release;
- c. Disciplinary action by the Council;
- d. Removal from the roll due to inactivity as defined in the bylaws (Bylaw C.8.04.02) ; or
- e. Death.

## **CHAPTER 9 – THE PASTOR(S)**

**C9.01.** Authority to call a pastor shall be in this congregation by at least a two-thirds majority ballot vote at a congregational meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and assistance of the NALC.

**C9.02** Consistent with the faith and practice of the NALC, every ordained minister shall:

- a. Preach the Word;
  - b. Administer the sacraments;
  - c. Conduct public worship;
  - d. Provide pastoral care;
  - e. Serve as the chief evangelist in his or her ministry; and
  - f. Proclaim God’s love to the world.
- g. Each ordained minister with a congregational call shall, within the congregation:
- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
  - 2) oversight of all schools and organizations of this congregation;
  - 3) install regularly elected members of the Church Council; and
  - 4) with the Church Council, administer discipline.
- c. Every pastor shall:
- 1) strive to extend the Kingdom of God in the community, in the nation, and abroad;
  - 2) seek out and encourage qualified persons to prepare for the ministry of the Gospel; and
  - 3) impart knowledge of the NALC and its wider ministry through public provision of information, distribution of publications and other appropriate means,

**C9.03.** Only a member of the clergy roster of the NALC or a candidate, who is otherwise authorized by the NALC to serve, may be called as pastor of this congregation.

**C9.04.** The duties and responsibilities of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call. A copy of the duties and responsibilities of the pastor is available upon request to the Office Manager.

**C9.05.** Ending a call:

a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which may be terminated for the following reasons:

- 1) Mutual agreement to terminate the call;
- 2) Resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
- 3) Inability to conduct the pastoral office effectively in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
- 4) The physical or mental incapacity of the pastor;
- 5) Disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
- 7) Suspension of the congregation as a result of disciplinary proceeding; or
- 6) The dissolution of the congregation

b. If the Council determines that it is necessary to terminate the call of a pastor as specified in subsection (a) above, the Council will consult with the pastor regarding the matter in accord with Biblical principles. If the Council and the pastor do not reach agreement, the Council shall inform the Bishop of the NALC, who shall consult with the Council and the pastor and shall attempt to reach a resolution. If the Bishop fails to facilitate a resolution, the Council may vote to terminate the pastor's call by a two-thirds majority of all voting members of the Council. The congregation shall ratify the Council vote by a two-thirds majority vote during a congregational meeting called for that purpose.

c. In all events, the Council can suspend a pastor with pay by majority vote (for a specified period of time) if the Council determines that such suspension is necessary to protect the congregation and all whom it serves.

**C9.06.** At a time of pastoral vacancy, an interim pastoral leader may be appointed by the Council.

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

**C9.08.** If a pastor receives a call to another ministry, the pastor may consult the Council before reaching a decision. The pastor shall announce a decision to this congregation as quickly as possible, normally within three (3) weeks. When a call has been accepted, the pastor shall submit a resignation to the Council as soon as feasible, normally within one (1) month.

**C9.10.** The pastor of this congregation:

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

**C9.11.** The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation.

## **CHAPTER 10 – CONGREGATIONAL MEETINGS**

**C10.01.** The annual meeting of this congregation shall be held on the first Sunday in November.

**C10.02.** A special congregational meeting:

- a. May be called by the pastor, a majority vote of the Congregation Council, or the president of this congregation;
- b. Shall be called by the president of the congregation upon the written request of at least five percent (5%) of the voting members;
- c. The call for each special meeting shall specify the purpose for which it is to be held and no additional business shall be transacted at that meeting.

**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 e-mail to all voting members at least ten (10) days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members or last known e-mail address of such members shall be sufficient.

**C10.04.** The current roster of voting members shall be available at each meeting of this congregation and ten percent (10%) of the voting members shall constitute a quorum.

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

**C10.06.** All actions by the congregation shall be by majority vote except as otherwise provided in this constitution.

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

## **CHAPTER 11 – OFFICERS**

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

- a. Duties of the officers shall be specified in C11.01.01 of the bylaws.
- b. The officers shall be voting members of the congregation.
- c. Officers of this congregation shall serve similar offices of the Council and shall be voting members of the Council.

**C11.02.** The congregation shall elect its officers by written ballot at the November meeting. Officers shall serve a term of one year as described in C10.01.01 (b) of the bylaws or until their successors are selected. Their terms shall begin in January of the following calendar year and will be evidenced by installation during a regular Sunday worship service.

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

## **CHAPTER 12 – CONGREGATION COUNCIL**

**C12.01.** The voting membership of the Council shall consist of the officers of the congregation, the Treasurer-Elect, Secretary-Elect, Chairperson of the Ministry Teams and Chairperson of the Trustee Teams of the congregation. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office.

**C12.02.** The pastor(s) shall be ex-officio members of the Council with voice and vote.

**C12.03.** The members of the Council, except the pastor(s), shall be elected by written ballot at the November meeting to serve one-year terms as defined by C10.01.01(b) of the bylaws or until their successors are selected. Such members shall be eligible to serve no more than two full terms consecutively in the same office. No members shall be eligible to serve more than four full consecutive years on the Council. Their terms shall begin in January of the following calendar year and will be evidenced by installation at a Sunday worship service. Immediate family members (spouses, parents, children, in-laws, siblings) shall not serve simultaneously on the Council.

**C12.04.** Should a member's place on the Council be declared vacant as described in C12.04.01 of the bylaws, the Council shall elect, by majority vote, a successor until the next annual meeting. The Nominating Committee shall present the name of at least one candidate for the office who is in compliance with section C12.03 of this constitution.

**C12.05.** The 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 Lutheran Confessions. The duties of the Council are further described in C12.05.01 of the bylaws.

**C12.06.** The Council shall meet monthly or as needed. Special meetings may be called by the pastor or the president and shall be called by the president at the request of at least one-half of Council members. Notice of each special meeting shall be given to all who are entitled to be present at least 24 hours in advance of the time of the special meeting. A quorum for the transaction of business for any regular or special meeting shall consist of two-thirds of the voting members of the Council.

In addition, the pastor (or interim pastor) must be present, except when the pastor (or interim pastor) requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting. In such a circumstance, the Council may not conduct any business beyond that which was included on the agenda as approved by the pastor (or interim pastor). Two or more absences of the pastor (or interim pastor) who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Council.

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

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

**C13.02.** A Nominating Committee of voting members of this congregation shall be elected in accordance with C13.02.01 of the by-laws.

**C13.03.** An Audit Committee of three voting members shall be selected by the Council. Audit Committee members shall not be members of the Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for reelection.

**C13.04.** When it is necessary to call a pastor, a Call Committee of at least five voting members shall be nominated by the Council and submitted to the congregation for election at a congregational meeting. Additional nominations may be accepted from the floor during the meeting. The term of the committee ends upon installation of the newly called pastor.

**C13.05.** Other committees of this congregation may be formed or dissolved, as the need arises, by decision of the Council.

**C13.06.** Duties and terms of committees of this congregation may be specified in policy documents and continuing resolutions.

**C13.08.** The pastor and the president of this congregation shall be ex officio members of all committees and boards/teams of the congregation. except the Nominating and Call Committees.

### **CHAPTER 14 – ORGANIZATIONS OF THE CONGREGATION**

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



## **Chapter 15 - DISCIPLINE OF MEMBERS AND ADJUDICATION**

**15.01.** Denial of the Christian faith as described in this constitution or the constitution of the NALC, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Church Council. If, for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president or vice president shall administer such admonitions.

**15.02.** If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member(s) that are specific and in writing shall be prepared by member(s) of the congregation who shall sign the charges as the accuser(s). The written charges shall be filed with the pastor, who shall advise the Church Council of the need to issue a written citation to the accused and the accusers that specifies the time and place of the hearing before the Church Council. The written charges shall accompany the written citation to the accused. The written citation that specifies the time and place of the hearing before the Church Council and requests the presence of a member charged with an offense shall be sent at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Church Council may proceed with the hearing and may pass judgment in the member's absence.

**15.03.** Members of the Church Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Church Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Church Council who are not disqualified but who are present and voting, and renewed admonition proves ineffectual, the council shall impose one of the following disciplinary actions:

- a. censure before the council or congregation;
- b. suspension from membership for a definite period of time; or
- c. exclusion from membership in this congregation. Disciplinary actions b. and c. shall be

delivered to the member in writing.

**15.04.** The member against whom disciplinary action has been taken by the Church Council shall have the right to appeal to a Congregational Meeting, which may revise or overturn the Church Council's decision by a majority vote. Any such vote will be by secret ballot.

**15.05.** Disciplinary actions may be reconsidered and revoked by the Church Council upon receipt of (a) evidence that injustice has been done or (b) evidence of repentance and amendment.

## **CHAPTER 16 – BYLAWS**

**C16.01.** Bylaws may be adopted or amended at any legally called meeting of this congregation. No bylaw may conflict with this constitution.

**C16.02.** Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Council at least 60 days before a regular or special Congregational Meeting called for that purpose and that the Council shall notify voting members of the proposal with its recommendations at least 30 days in advance of the Congregational Meeting.

**C16.03.** A proposed Bylaw adoption or amendment to this constitution shall:

- a. Be ratified, confirmed and approved at a legally called Congregational Meeting according to this constitution by a two-thirds majority vote of those voting members present.
- b. Have the effective date included in the resolution and noted in the constitution.

## **CHAPTER 17 – AMENDMENTS**

**C17.01.** Amendments to this constitution may be proposed by at least five percent (5%) of the voting members or by the Council. Proposals must be filed in writing with the Council 60 days before formal consideration by this congregation at its regular or special Congregational Meeting called for that purpose. The Council shall notify the voting members of the proposal with its recommendations at least 30 days in advance of the meeting.

**C17.02.** A proposed amendment to this constitution shall:

- a. Be ratified, confirmed and approved at a legally called Congregational Meeting according to this constitution by a two-thirds majority vote of those voting members present.
- b. Have the effective date included in the resolution and noted in the constitution.

**C17.03.** This constitution may be amended to bring any section into conformity with a section or sections of the *Model Constitution for Congregations of the NALC*—<https://thenalc.org/model-constitution-for-congregations/> as most recently amended –at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Council has submitted by mail notice to the congregation of such an amendment or amendments, together with the council’s recommendations, at least 30 days prior to the meeting. Following the adoption of an amendment required by the NALC, the secretary of the congregation shall submit a copy thereof to the NALC. Such provisions shall become effective immediately following a vote of approval.

## **CHAPTER 18 – CONTINUING RESOLUTIONS**

**C18.01.** The congregation, in a legally called meeting, may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.

## **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 of each person who, by reason of the fact that such person is or was a Council member, officer, employee, agent or other member of an any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration or investigative proceeding.

## BYLAWS

### **C8.02.01 – MINISTRY MEMBERSHIP**

- a. Any voting member of this congregation is eligible to be a voting member on any committee or team. Baptized, confirmed and associate members may serve as advisory or resource members.
- b. Any voting member wishing to serve the congregation on a board, committee, team or council shall follow the guidelines set forth in 1 Timothy 3:1-7.

### **C8.04.02 – MEMBERSHIP**

- a. The Council shall implement a system of contact by mail, e-mail or phone to confirmed members who have relocated from this community (non-resident members) encouraging them to affiliate with another congregation and including a list of Lutheran churches in their area. If the member fails to request a transfer within six (6) months, the congregation will notify a Lutheran congregation in the community of the member's residence if known. Non-resident members who have not affiliated with another congregation after one year shall be released from this congregation by an open letter of transfer issued by the Council and sent to the last known postal or e-mail address.
- b. The pastor shall provide a Letter of Transfer to a confirmed member who desires to change membership to another Lutheran congregation. The pastor shall report the action to the Council.
- c. The Council shall grant a release from membership to a confirmed member desiring to resign or be released.
- d. Confirmed members who neither participate in worship nor Holy Communion for a period of six (6) months, shall not be included in the membership statistics of this congregation. The Council shall encourage these members to take part in the worship life of this congregation or to transfer membership. If there is no positive response for an additional six (6) months, the member shall be released from this congregation by an open letter of transfer issued by the Council. If a member resumes a regular pattern of worship and Holy Communion, Council action shall restore active membership following completion of a membership orientation class by the member to be restored.
- e. Members for whom contact information is no longer known may be removed from membership by Council action.
- f. All contacts shall be made in a non-judgmental manner and should encourage non-attending members to seek fellowship within another congregation that better meets their spiritual needs.

### **C8.05.01 – PAROCHIAL RECORDS**

- a. The records of this congregation shall be and remain the property of the congregation. They shall consist of:
  - i. The membership roster which identifies all different categories of membership;
  - ii. Ministerial acts performed by the pastor(s);
  - iii. Minutes of the meetings of this congregation and the Council, for which the secretary of this congregation shall be responsible;
  - iv. Financial records of this congregation, for which the treasurer of this congregation shall be responsible.
  - v. Ballots and attendance rosters for which the secretary of this congregation shall be responsible. Ballots and attendance rosters shall be disposed of after the minutes reflecting the results thereof have been approved.
- b. The Council shall be responsible for developing and administering a records retention policy that complies with legal requirements.

- c. The pastor(s) shall annually report to the congregation a summary of ministerial acts and shall report to the NALC such statistics as may be requested.
- d. Should this congregation be dissolved, the official records of this congregation shall be deposited in the archives of the NALC or its successor.

**C10.01.01 – ANNUAL MEETING OF THIS CONGREGATION**

- a. The voting members shall receive the following at the annual meeting of this congregation:
  - i. reports from all organizations of this congregation,
  - ii. and shall receive and approve the budget for the following year. The proposed budget shall be made available to the congregation no less than seven (7) days before such meeting and will be approved at this meeting.
  - iii. a financial statement,
  - iv. all other reports that are necessary or will be voted on at this meeting.

All reports shall be submitted in writing to the president of this congregation not less than fourteen (14) days before such meeting.

  - b. The meeting of this congregation will include the election to one (1) year terms of the following:
    - i. President-elect (becomes President the following year),;
    - ii. Secretary-elect (becomes Secretary the following year),;
    - iii. Treasurer-elect (becomes Treasurer the following year),;
    - iv. Chairperson of the Ministry Team
    - v. Chairperson of the Trustee Teams
  - c. All officers' terms of service shall be as specified in C11.03 of the constitution; except when someone is appointed to the position by council.

**C11.01.01 – DUTIES AND RESPONSIBILITIES OF OFFICERS**

- a. The primary duty of each officer is to minister to congregational members providing each the opportunity to further their commitment to ministry and the mission of this congregation.
- b. The secondary duty of each officer shall be to provide leadership and direction to the congregation on behalf of the voter's assembly.
- c. Additional duties of each officer shall be as follows:
  - i. The President, or in the President's absence, the president-elect, shall preside at the meetings of the Council and of this congregation.
  - ii. The President, or, in the President's absence, another council officer shall have the authority to execute documents on behalf of the congregation as directed by the congregation or council.
  - iii. The Secretary shall keep the minutes of meetings of the Council and of this congregation as well as maintain a current list of voting members.
  - iv. The Treasurer shall be responsible for all funds of this congregation and shall disburse such funds in accordance with the decisions of this congregation or the Council; be responsible for accurate recording of congregational receipts and disbursements; and, make regular reports to the Council, and to this congregation as may be required.
  - v. Each officer-elect shall participate with the office-holder in order to prepare themselves to assume the position when their term begins and/or in the absence of the office-holder.

**C12.04.01 – CONGREGATION COUNCIL VACANCIES**

A member's place on the Council may be declared vacant if any the following circumstances exist:

- a. The member resigns from office;
- b. The member ceases to be a voting member of this congregation;
- c. The member exhibits behavior in conflict with 1Timothy 3:1-7;
- d. The member is absent from four (4) successive regular meetings of the Council without cause, following consultation by the congregation President after two (2) successive absences from regular meetings without cause; or
- e. 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 Council in other circumstances.

**2.05.01 – DUTIES AND RESPONSIBILITIES OF CONGREGATION COUNCIL**

a. General:

The Council shall:

- i. 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;
- ii. Seek to involve all members of this congregation in worship, learning, witness, service, and support;
- iii. Maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment;
- iv. Be examples individually and corporately of the style of life and ministry expected of all baptized persons;
- v. Promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster resolution of such conflicts according to Biblical principles; and
- vi. Seek out and encourage qualified persons to prepare for the ministry of the Gospel.

b. Administrative:

The Council shall:

- i. Have authority to assign one of its members to handle the daily administration needs of the congregation;
- ii. Be responsible for the employment and supervision of the paid workers of this congregation. All paid positions shall have a job description to be reviewed and approved annually;
- iii. Arrange for pastoral service during the sickness or absence of the pastor;
- iv. Submit a comprehensive report to this congregation at the annual meeting;
- iv. Direct the annual review and update of the congregational Mission Statement;
- vi. Provide for an annual review of the membership roster;
- v. Authorize, oversee and provide for the organization and administration of the boards, teams, committees and organizations of this congregation, enabling them to fulfill their functions and perform their mission.
  - a. Review and approve each board/team’s job description annually; and
  - b. Receive reports regarding membership, work and finances.

c. Financial and Property:

The Council shall:

- i. Be the board of directors of this congregation, and as such shall be responsible for maintenance and protection of its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Texas, except as otherwise provided herein;

- ii. Not have the authority to buy, sell, or encumber real property or negotiate to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation;
- iii. Not enter into contracts that are not included in the budget unless monies are available from contributions to gifts and memorials or dedicated accounts; and
- iv. Prepare an annual budget for adoption by this congregation, supervise the expenditure of funds in accordance with the adopted budget, and incur obligations of more than the budget items only after approval by a congregation meeting.

**C13.02.01 – NOMINATING COMMITTEE**

a. Organization:

i. The Nominating Committee shall consist of an odd number of members, (not more than five (5) but not less than three (3) who shall be elected at the annual congregational meeting in November: Whenever a vacancy occurs on the Nominating Committee, Council shall appoint a member until the next congregation meeting.

ii. The elected members shall serve for a one (1) year term and shall not serve more than two (2) consecutive terms.

b. Nominating of Council candidates:

i. The Nominating Committee shall prepare a list of candidates to be presented to the Congregation, drawn from among voting members of this congregation. Not more than two (2) persons shall be nominated for each position to be filled. This list of candidates, by position, shall then be made available to the members of this congregation at least four (4) weeks prior to the annual congregational meeting in November.

ii. Following the publication of the Nominating Committee's list of candidates, any voting member of this congregation may submit to the Nominating Committee, in writing, additional names for inclusion on the list, and such names shall be placed in nomination by the Nominating Committee along with the candidates already chosen provided that:

a) Such names shall be submitted at least two (2) weeks before the date of the annual meeting of this congregation, and

iii. The Nominating Committee, at least one (1) week before the date of the annual meeting in November, shall publish to this congregation the final list of candidates for the positions to be filled. No additional nominations will be accepted at the meeting.

iv. Whenever a vacancy occurs on the Council, the Nominating Committee shall present at least one (1) candidate to the Congregational Council.

c. Nomination of Nominating Committee candidates:

Individuals interested in being considered to serve on the Nominating Committee should submit their names to the Council President before the October council meeting. The list of candidates will be presented to the congregation at the annual meeting. Candidates shall be elected by ballot with a simple majority. The Committee shall be convened as soon after the November meeting as practical to be instructed as to their responsibilities.

Constitution and Bylaws were adopted on \_\_\_\_\_.

The latest update to the NALC Model for Congregations is dated 9/15/2015.

