

Constitution and Council-Approved Bylaws Integrated: Submitted to Congregation
November 5, 2012

CONSTITUTION

MEMORIAL EVANGELICAL LUTHERAN CHURCH

(LUTHER PLACE MEMORIAL CHURCH)

As duly amended by Luther Place Memorial Church on January 11, 2009 and ratified on
May 3, 2009

[Prepared on 4/20/2009 by Daniel Weir]

[Preliminary remark to reader: This is a comprehensive, integrated document which includes: 1.) the amended constitution ratified by the Luther Place Congregation at the 2009 Annual Meeting approved by the Metro DC Synod of the ELCA the same year; and 2) by-laws approved by the Congregation in November 2012 (by-laws are in italics and marked with the letter "B"). – Dick Rortvedt, August 2015.]

PREAMBLE and MISSION

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.

Preamble. In the name of the Father and of the Son and of the Holy Spirit. We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel and desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, hereby adopt these bylaws and agree to be governed by them.

Chapter 1. NAME AND INCORPORATION

- 1.01. The name of this congregation shall be MEMORIAL EVANGELICAL LUTHERAN CHURCH (LUTHER PLACE MEMORIAL CHURCH).
- 1.02. For the purpose of this constitution and the accompanying bylaws, the MEMORIAL EVANGELICAL LUTHERAN CHURCH (LUTHER PLACE MEMORIAL CHURCH) congregation is hereinafter designated as "this congregation."
- 1.03. This congregation shall be incorporated under the laws of the District of Columbia.

Chapter 2. CONFESSION OF FAITH

- 2.01. This congregation confesses the Triune God, Father, Son, and Holy Spirit.
- 2.02. 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.
- 2.03. 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.
- 2.04. This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.
- 2.05. 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
- 2.06. 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.
- 2.07. This congregation confesses the Gospel, recorded in the Holy Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.
- 2.08. This congregation also confesses that the Church's teachings and actions have been marred and warped by the sin of racial, ethnic, religious, sexual, and gender prejudice. This congregation rejects the violent invectives of the Lutheran

Christian tradition and expresses our deep sorrow at the tragic effects suffered by generations of people. We recognize that prejudices such as anti-Semitism, racism, sexism, and heterosexism are contradictions and affronts to the Gospel, violations of our hope and calling, and we pledge this congregation to oppose the deadly working of such bigotry, both within our own circles and in the society around us.

Chapter 3. NATURE OF THE CHURCH

3.01. 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.

3.02. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.

Chapter 4. STATEMENT OF PURPOSE

B. 4. Current Vision Statement of the Congregation

A. God's purpose for our congregation is: To grow a Christ-centered inclusive community, led by the Spirit that proclaims the Gospel's transforming love and grace and challenges injustice.

B. The following guiding principles articulate the things we need to remember and be accountable for in living out our purpose. They are statements of the congregation's hopes and ideals, not just its present realities. They are ideals to which the community agrees to be held accountable.

- 1. All of God's creation is sacred.*
- 2. We listen to the Holy Spirit through worship, Scripture, and prayerful reflection.*
- 3. We seek continuous transformation to become radically hospitable.*
- 4. We invite all into the journey with Christ through reconciliation with each other and God.*
- 5. We respond to injustice through loving service and courageous action.*
- 6. We walk together in our celebrations and our struggles.*

4.01. 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.

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

- a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
- b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
- c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
- d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, 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.

4.03. 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 ministry.
- c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
- d. Teach the Word of God.

- e. Witness to the reconciling Word of God in Christ, reaching out to all people.
 - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
 - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America.
 - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
 - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- 4.04. 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.

B. 4.04 Organizational Structure.

We seek to live and work as a congregation following the teachings of Jesus: that we love one another (John 15:12), and that we proclaim, care, and serve. While many of our activities serve more than one goal, we group our committees and ministries as follows:

A. Proclaiming. Jesus taught the disciples to proclaim the good news (Mark 16:15). The activities of committees and ministries working on proclaiming the gospel shall focus on sustaining and growing the faith of both those who are, and those who seek to be, a part of the body of Christ, and on witnessing to those who are curious, struggling, ambivalent, or feel excluded. Examples of proclaiming include, but are not limited to, worship, education, evangelism, and spirituality groups.

B. Caring. Jesus instructed the disciples to attend to the hungry, thirsty, naked, sick, stranger, and imprisoned (Matthew 25:35-36). Committees and ministries working on caring for one another shall focus on meeting the needs of all those we encounter. Examples of caring include, but are not limited to, fellowship groups, outreach, benevolence, and support of ministries such as N Street Village, the Lutheran Volunteer Corps, and the Steinbruck Center.

C. Serving. The disciples are told by Jesus to wash one another's feet (John 13:14). The activities of committees and ministries working at serving each other shall focus on the practical activities that are necessary to ensure efficient use of resources, orderly operations, maintenance of facilities, and the tasks necessary for the continuing life of the

congregation. Examples of serving include, but are not limited to, property, stewardship, archives, and communications.

D. Constitution-Mandated Committees. In addition to the committees supporting the mission as outlined in (A), (B), and (C) above, the congregation council also appoints and supports committees mandated by the Constitution, including the Executive, Personnel, Finance, Audit, Call, and Nominating committees, and any others that may be required based on amendments to the Constitution. The duties of these committees are further specified in provision B. 13 below.

E. In addition to the congregation committees required by the Constitution other committees may be established and dissolved by the Congregation Council through continuing resolutions. The Congregation Council may also appoint committee chairs, task force conveners, and liaisons to the various ministry areas.

F. Committee responsibilities:

1. Those involved in related areas of ministry will convene together at least once each year to collaborate on plans and to coordinate areas of overlap in their work. This collaboration may happen in the context of an annual retreat or workshop as the Council, in coordination with the various committee chairs, sees fit.

2. These annual meetings shall include consideration of how each area of ministry fulfills the mission to proclaim, care, and serve; how each area attends to the needs of the congregation and to growth and outreach.

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

B4.05 Vision Statement Review

A. A congregation vision statement shall be developed from time to time and incorporated into the principal documents and information sources of the Congregation. (I prefer the principle spelling here.)

B. It is the responsibility of the Congregation Council to designate a leadership group to oversee the development of this statement. The Council will take the lead in the adoption, amendment, and implementation of the vision statement. Each new vision statement shall be approved by majority vote of the congregation.

Chapter 5. POWERS OF THE CONGREGATION

5.01. The powers of this congregation are those necessary to fulfill its purpose.

- 5.02. The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- 5.03. Only such authority as is delegated to the Congregation Council or other organizational units in the congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
- a. call a pastor as provided in Chapter 9;
 - b. terminate the call of a pastor as provided in Chapter 9;
 - c. call or terminate the call of associates in ministry, deaconesses, and diaconal ministers in conformity with the applicable policy of the Evangelical Lutheran Church in America;
 - d. adopt amendments to the constitution, as provided in Chapter 17, and amendments to the bylaws, as provided in Chapter 16.
 - e. approve the annual budget;
 - f. acquire real property by gift, devise, purchase, or other lawful means;
 - g. hold title to and use its property for any and all activities consistent with its purpose;
 - h. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - i. elect its Congregation Council and Call Committees and require them to carry out their duties in accordance with the constitution, bylaws [and continuing resolutions]; and
 - j. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- 5.04. 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 Metropolitan Washington Synod of the Evangelical Lutheran Church in America.

Chapter 6. CHURCH AFFILIATION

- 6.01. This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Metropolitan Washington Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- 6.02. 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.
- 6.03. This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
 - a. This congregation agrees to be responsible for its life as a Christian community.
 - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
 - c. This congregation agrees to call pastoral leadership from the clergy roster of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod, or, from the clergy roster of Extraordinary Lutheran Ministries or its successors in the commitment to the full participation of people of all sexual orientations and gender identities in the life and ministry of the Lutheran church.
 - d. This congregation agrees to consider associates in ministry, deaconesses, and diaconal ministers for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America or from the roster of Extraordinary Lutheran Ministries or its successors in the commitment to the full participation of people of all sexual orientations and gender identities in the life and ministry of the Lutheran church.
 - e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America or with the constitution of the synod.
- 6.04. Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:
 - a. This congregation takes action to dissolve.
 - b. This congregation ceases to exist.

- c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
 - d. This congregation follows the procedures outlined in 6.05.
- 6.05. This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:
- a. A resolution indicating the desire of this congregation to terminate its relationship must be adopted at a legally called and conducted special meeting of this congregation by a two-thirds majority of the voting members present.
 - b. The secretary of this congregation shall submit a copy of the resolution to the synodical bishop and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
 - c. The bishop of the synod shall consult with this congregation during a period of at least 90 days.
 - d. If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
 - e. A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between this congregation and ELCA shall be terminated.
 - f. Notice of termination shall be forwarded by the synodical bishop to the secretary of this church and published in the periodical of this church.
 - g. Since this congregation was a member of the Lutheran Church in America, it shall be required, in addition to the foregoing provisions in 6.05., to receive synodical approval before terminating its membership in the Evangelical Lutheran Church in America.
- 6.06. If this congregation is considering relocation, it shall confer with the bishop of the synod in which it is territorially located before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.

Chapter 7. PROPERTY OWNERSHIP

- 7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Metropolitan Washington Synod of the Evangelical Lutheran Church in America.
- 7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedures for discipline, title to property shall continue to reside in this congregation.
- 7.03. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer affiliation to another Lutheran church body, title to property shall continue to reside in this congregation. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Metropolitan Washington Synod.
- 7.04. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with the congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

Chapter 8. MEMBERSHIP

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

***B. 8.01 Membership Defined.** Members are the lifeblood of a dynamic congregation. While all are welcome to participate in the mission of the congregation, members have made an intentional commitment to Luther Place by fulfilling the requirements set forth in Chapter 8 of the congregation's Constitution, which are to make regular use of the means of grace, both Word and Sacraments; live in accordance with the Word of God and the teachings of the Lutheran church; and support the work of the congregation and the larger church body through contributions of time, abilities, and financial support.*

- 8.02. Members shall be classified as follows:

- a. BAPTIZED members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously

baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.

- b. CONFIRMED members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
- c. VOTING members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.
- d. ASSOCIATE members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.

B. 8.02A Membership Records.

A. It shall be the responsibility of the Pastor(s) and the Parish Administrator to maintain the official membership records of the congregation.

B. To that end, they shall establish procedures to ensure the maintenance of the following records:

- 1. Baptismal and confirmation records, letters of transfer, and applications for membership;*
- 2. Participation in communion as reported by each member annually;*
- 3. Contributions made by members and others (if made in a manner that identifies the donor); and*
- 4. Contact information, family relationships, and other such data as is necessary or useful to fulfilling the mission of the church.*

C. All membership information shall be subject to appropriate confidentiality restrictions with particular attention paid to state and federal laws and regulations concerning privacy issues.

D. The Parish Administrator shall prepare and distribute to the congregation on a regular basis a directory of the regular and associate members and shall report membership data to the synod and the national church in accordance with their requirements.

E. The Pastor(s) and the Parish Administrator shall review the rolls of the congregation during the last quarter of each calendar year to determine whether members have complied with the requirements of Chapter 8 of the Constitution.

B. 8.02B. Process for Affirmation of Membership or Removal from the Rolls

A. Should it be determined that a member has not so complied, a notice shall be sent explaining the criteria for membership, and providing an opportunity for the member to state whether or not the member wishes to remain on the congregation membership rolls.

1. If the member does not respond, that person's status shall be defined as inactive for a period of one year. If there is no response after one year, the member shall then be removed from the membership rolls.

2. If the member responds that they wish to be removed from the membership rolls, that person shall be removed.

3. If the member responds that they wish to remain on the rolls, that person shall be counseled regarding the requirements for membership in the form that the Pastor determines is best suited both to fulfill the requirements of the Constitution and to minister to the individual's needs.

B. Those members in inactive status are not eligible to vote at Congregation meetings.

C. Inactive status defined. Members in inactive status are those who have made no donation of record and who have not participated in communion at Luther Place for the period of one calendar year.

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

8.04. It shall be the privilege and duty of members of this congregation to:

- a. make regular use of the means of grace, both Word and sacraments;
- b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and

- c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

8.05. Membership in this congregation shall be terminated by any of the following:

- a. death;
- b. resignation;
- c. transfer or release;
- d. disciplinary action by the Congregation Council; or
- e. removal from the roll due to inactivity as defined in the bylaws. Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

Chapter 9. THE PASTOR

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

9.02. Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the synodical bishop or a member of the roster of Extraordinary Lutheran Ministries or its successors in the commitment to the full participation of people of all sexual orientations and gender identifies in the life and ministry of the Lutheran church, may be called as a pastor of this congregation.

9.03. Consistent with the faith and practice of the Evangelical Lutheran Church in America,

a. Every ordained minister shall:

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

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

- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
- 2) supervise all schools and organizations of this congregation;
- 3) install regularly elected members of the Congregation Council, and
- 4) with the council, administer discipline.

c. Every pastor shall:

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

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

9.05. a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical bishop and for the following reasons:

- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
- 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
- 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
- 4) the physical or mental incapacity of the pastor;
- 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;

- 6) the dissolution of the congregation; or
 - 7) suspension of the congregation as a result of discipline proceedings.
- b. When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of the synod, the bishop, at his or her sole discretion may, or when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop shall investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
 - c. In case of alleged physical or mental incapacity competent medical testimony shall be obtained. When such disability is evident, the bishop of the synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor.
 - d. In the case of alleged local difficulties which imperil the effective functioning of the congregation, all concerned persons shall be heard, after which the bishop of the synod together with the committee described in 9.05.b. shall decide on the course of action to be recommended to the pastor and the congregation. If they agree to carry out such recommendations, no further action shall be taken by the synod. If either party fails to assent, the congregation may dismiss the pastor at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
 - e. If, in the course of proceedings described in 9.05.d., the committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action to the synodical bishop, who may bring charges in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
 - f. If, following the appointment of the committee described in 9.05.b. or d., it should become apparent that the pastoral office cannot be conducted effectively in the congregation being served by the ordained minister due to local conditions, the bishop of the synod may temporarily suspend the pastor from service in the congregation without prejudice and with pay

provided through a joint synodical and churchwide fund and with housing provided by the congregation.

- 9.06. 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.
- 9.07. During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- 9.08. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- 9.09. 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.
- 9.11. With the approval of the bishop of the synod the congregation may depart from 9.05.a. and call a pastor for a specific term, Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop, shall meet with the pastor and representatives of the congregation for a review of the call. Such call may also be terminated before its expiration in accordance with the provisions of 9.05.a.
- 9.12. The pastor of the congregation:
 - a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation:
 - b. shall submit a summary of such statistics annually to the synod; and
 - c. shall become a member of this congregation upon receipt and acceptance of the letter of call.
- 9.13. 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.
- 9.14. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been

placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.

9.20. Ecumenical pastoral ministry

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

Chapter 10. CONGREGATIONAL MEETING

B. 10. CONGREGATION MEETING

The congregation meets at least twice per year (at annual election and annual budget meetings as specified by Chapter 10 of the Constitution) to receive the reports of the committees, task forces, and liaisons that attend the ministry areas of the congregation. At these meetings, the congregation also elects new members of the Congregation Council.

10.01. The annual election and the annual budget meetings of this congregation shall be held at times specified in the bylaws.

B. 10.01 Election and Budget Meetings

A. There shall be an annual election meeting of the congregation held each May.

1. Notice of this meeting shall be as set forth in Chapter 10.03 of the Constitution.

2. At this meeting the congregation shall elect members of the Congregation Council and receive reports from the staff, committees, task forces, and related organizations describing their activities during the prior year.

B. There shall be an annual budget meeting of the congregation at which the budget for the upcoming calendar year shall be considered and approved. This meeting may be held at any time between November 1 and January 15 of the following year.

1. Notice of this meeting shall be as set forth in Chapter 10.03 of the Constitution.

2. The proposed budget shall be distributed to all voting members of the congregation either by postal or electronic mail at least ten (10) days prior to the meeting

10.02. A special Congregational Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called by the president

at the written request of thirty-five voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

- 10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail to all members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular U.S. postal service mail, with the regular postage affixed or paid, sent to the last known address of such members or by electronic mail, shall be sufficient. The use of electronic correspondence shall be governed by the continuing resolutions of this congregation.
- 10.04. Thirty-five voting members shall constitute a quorum.
- 10.05. Voting by proxy or by absentee ballot shall not be permitted.
- 10.06. All actions by the congregation shall be by majority vote except as otherwise provided in this constitution or by the laws of the District of Columbia.
- 10.07. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11. OFFICERS

- 11.01. The Congregation Council shall elect its officers and they shall be the officers of the congregation.
 - a. The officers shall be a president, vice-president, secretary, and treasurer.
 - b. Duties of the officers shall be specified in the bylaws.
 - c. The officers shall be chosen from the members of the Congregation Council.
 - d. The newly elected Congregation Council shall meet at the end of the annual election meeting for the purpose of electing its officers. The officers shall be elected by written ballot and shall serve for one year or until their successors are elected.
- 11.02. No officer shall hold more than one office at a time.

B. 11. OFFICERS of the Congregation and Congregation Council

A. Duties of Officers defined:

- 1. President. The president shall be responsible for guiding and coordinating activities of the Congregation Council, the congregation and the church staff, and***

seeing that all requirements of the Constitution are carried out. The president shall chair all council, Executive Committee and congregation meetings. The president convenes all council meetings and oversees the setting of the meeting agenda.

2. Vice President. The vice president shall assume the duties of the President if the president is unable to carry them out. The vice president is also responsible for setting and disseminating the agenda for council meetings.

3. Treasurer. The treasurer is the chief financial officer of the congregation, and is responsible for accounting, recording and reporting all transactions, and for preparation of the annual budget. The treasurer may also engage the services of financial experts, either volunteer or paid, as needed, with the approval of the council. According to the Constitution, the treasurer is also an ex-officio member of the Finance Committee.

4. Secretary. The secretary is responsible for keeping written records of all congregation meetings and Congregation Council meetings and for official correspondence of the congregation and council.

B. The duties of any officer may be delegated to another officer if the former is temporarily unable to carry them out.

Chapter 12. CONGREGATION COUNCIL

12.01. The Congregation Council shall consist of 15 elected voting members of the congregation and the pastor(s) of the congregation. Any voting member of the congregation is eligible to be elected. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from four successive regular meetings of the Congregation Council without cause, or c) submits a letter of resignation. Consistent with the laws of the District of Columbia, this congregation may include in its bylaws procedures for the removal of a member of the Congregation Council in other circumstances.

B.12.01. Procedure for Removal of Congregation Council Members

A. In the event there is a written request to remove a member from Congregation Council, the Executive Committee shall meet to review the reason for the request and, if appropriate, notify that council member of the action and give them opportunity to resign.

B. If the council member wishes to continue on council, the member shall give the Executive Committee a written response to the request, and the Executive Committee shall review the request and present its recommendation to Congregation Council.

C. The Executive Committee is responsible for ensuring that the confidentiality of all proceedings is safeguarded.

D. If the Executive Committee recommends the removal, the Executive Committee shall present the recommendation to the Congregation Council.

E. The Council may not vote to remove a Council member unless a quorum is present, not counting the member who is the subject of the motion. Any vote by the Congregation Council to remove a council member must pass by a two-thirds majority of those present and voting on the motion. The member who is the subject of the motion is not eligible to vote on it.

12.02. All lay members of the Congregation Council shall be installed by the pastor according to the prescribed order of the church at the next public service following their election, or as soon thereafter as possible. The terms of Congregation Council members shall be for three years and shall extend until their successors are elected and installed. Those Congregation Council members serving a complete term may not be elected to a consecutive full term.

12.03. Should a member's place on the Congregation Council be declared vacant, the Executive Committee shall nominate to the Congregation Council, which shall elect, by majority vote, a successor until the next annual election meeting.

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

- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
- c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
- d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling, appointment, or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.

- f. To promote a congregational climate of peace and goodwill and, as differences and conflicts arise, to endeavor to foster mutual understanding.
 - g. To arrange for pastoral service during the sickness or absence of the pastor.
 - h. To emphasize partnership with the synod and churchwide units of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
 - i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
 - j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- 12.05. The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be responsible for the real and personal property matters of this congregation, and shall elect a Board of Trustees, who shall be charged with the responsibilities relating to church real property as provided in the District of Columbia code.
 - b. Without prior approval of the congregation, the Congregation Council, in any single action, may not incur obligations exceeding ten percent of the total budget for the year as adopted by the congregation. This latter restriction does not apply to expenditures for outreach ministries from funds secured from non-congregational sources. The receipt and expenditure of outreach funds' from non-congregational sources shall be procedurally covered in the bylaws.

B. 12.05.b. Use of Designated and Non-Designated Funds

A. On occasion, Luther Place may receive funds from Luther Place members or their estates, or grants or awards from individuals or organizations outside of the congregation. These awards may be designated (i.e. donated for a specific purpose or with conditions) or non-designated funds.

B. If funds are designated, the Congregation Council shall oversee the use of these funds to ensure that staff and administrators of Luther Place comply with any restrictions on the use of such funds that were specified by the donor at the time the gift was made.

C. If the Congregation Council determines that compliance with the restrictions for designated funds is inappropriate or impossible, the funds shall be declined.

D. Should such gifts consist of non-designated funds, the Congregation Council, with the recommendation of the Finance Committee, shall determine the use of the gift.

E. The Congregation Council may, on a case-by-case basis, recommend that a decision on the designation or acceptance of certain funds be taken to the congregation for a decision.

- c. The Congregation Council shall prepare an annual budget for adoption by this congregation and shall supervise the expenditure of funds in accordance therewith following its adoption. The budget shall include this congregation's support of the wider ministry being carried on in partnership with the synod and churchwide organization.
- d. 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.
- e. The Congregation Council, through review of the actions of its Finance Committee, shall be responsible for this congregation's investments and its total insurance program.

12.06 The Congregation Council shall elect a Board of Trustees, who shall be charged with the responsibilities relating to church real property as provided in the District of Columbia code.

- a. The Board of Trustees shall consist of six members of the Congregation Council of legal age, two to be elected from its new members at its first regular meeting in each congregational year. The Board of Trustees shall designate one of its members to serve as chair and all trustees shall continue in the discharge of their duties until their successors have been elected and installed.
- b. The Board of Trustees shall have full legal possession and control of the real property of the congregation and shall hold it for the use of the congregation. The Board of Trustees shall not have the authority to purchase, sell, mortgage, or otherwise dispose of or materially alter any real or leasehold property of the congregation without the consent and approval of two-thirds of the voters present at a properly called congregational meeting.
- c. In the event of the resignation of or separation otherwise of a member of the Board of Trustees, the unexpired term of such member shall be promptly filled by election at a meeting of the Congregation Council.

- d. A quorum for the transaction of business shall consist of a majority of the members of the Board of Trustees.

12.07. The Congregation Council shall see that the provisions of this constitution and its bylaws are carried out.

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

***B. 12.08. Membership Roster Review.** The Congregation Council shall assure that an annual review of the Congregation membership roster is conducted during the last quarter of each calendar year by the Senior Pastor as specified in bylaw B 8.01 E.*

12.09. The Congregation Council shall be responsible for the appointment and supervision of the salaried lay workers of this congregation as stipulated in the bylaws.

***B. 12.09. Salaried Staff Review.** The Congregation Council delegates day-to-day supervisory duties to the Senior Pastor. The Congregation Council must approve the hiring and firing of all Luther Place salaried positions. In the event that serious disciplinary action (e.g., suspension, formal reprimand) is recommended by the Senior Pastor in consultation with the Personnel Committee, it must be approved by the Executive Committee.*

12.10. The Congregation Council shall submit a comprehensive report to this congregation at the annual election meeting.

12.11. The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor(s), president, or a majority of the Congregation Council. Notice of such special meeting shall be given to all who are entitled to be present.

12.12. A quorum for the transaction of business shall consist of a majority of the voting members of the Congregation Council, except when such person requests or consents to be absent and has given prior approval to an agenda of routine matters which shall be the only business of the meeting.

Chapter 13. COMMITTEES OF THE CONGREGATION

The following are the duties of the constitutionally mandated committees of the congregation:

13.01. The officers of this congregation and the pastor(s) shall constitute the Executive Committee. The Executive Committee is responsible for identifying and coordinating the organization of the bylaws.

B 13.01. Executive Committee. *The Executive Committee of the council consists of the President, Vice President, Secretary, and Treasurer of the council, as well as the Pastor(s) and Parish Administrator.*

- 1. The Executive Committee will meet in executive session from time to time to discuss confidential or sensitive issues.*
- 2. The Executive Committee shall report its decisions to the Congregation Council .*
- 3. The Executive Committee shall assure that new members of the Congregation Council and new committee chairs are provided with copies of the Constitution and bylaws and that they understand their responsibilities to carry out the provisions of the Constitution and bylaws.*
- 4. The Executive Committee shall annually review the bylaws and recommend revisions when needed.*
- 5. The Executive Committee receives the reports of all of the committees required by the Constitution.*

13.02. The President and the Pastor(s) will be ex officio members on all committees.

13.03. A Nominating Committee of four voting members of this congregation, two of whom shall be outgoing members of the Congregation Council, shall be nominated by the Executive Committee and elected by the Congregation Council. The Nominating Committee shall solicit suggestions for nominations from the congregation, and additional nominations may be made from the floor at the congregational meeting with prior approval of the nominee.

B 13.03 Nominating Committee. *The Nominating Committee shall prepare a list of candidates for Council to fill both the vacancies of those stepping down from Council at the time of the annual meeting as well as any other vacancies that might exist at the time of the annual meeting. The Nominating Committee shall present this list to Council for affirmation in advance of the annual meeting and shall present this list to the congregation at the annual meeting.*

13.04. There shall be a Finance Committee, chaired by a Congregation Council member, with at least two members from the congregation at large. The Treasurer shall be an ex-officio member.

B 13.04 Finance Committee. *The Finance Committee shall develop the operating budget for each calendar year. The head of the Finance Committee is also charged with reporting to the Council on the state of the finances at each council meeting, and at each meeting of the congregation. The Finance Committee, in concert with the Personnel*

Committee and the Treasurer (see B13.06 below), annually reviews the salaries of church staff and suggests salary increases as appropriate.

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

B 13.05 Audit Committee. *The Audit Committee shall annually review church financial reports, records and internal controls and report their findings and recommendations in writing to the congregation Council. Use of the ELCA Congregation Audit Guide is recommended.*

13.06. A Personnel Committee of three voting members, at least one from the Congregation Council and at least one from the congregation at large, shall be nominated by the Executive Committee and elected by the Congregation Council. Term of office will be three years, with one member elected each year. Members shall be eligible for re-election.

B13.06 Personnel Committee. *The Personnel Committee shall be concerned with the ongoing relations between the congregation and the pastoral and lay staff. The Personnel Committee shall oversee the salary structure (with the approval of the Finance Committee and Treasurer), and shall develop personnel policies for all staff of the church and its ministries. Any disciplinary actions regarding staff are taken by the Personnel Committee in clear consultation with the Senior Pastor, and are to be taken in confidentiality and with compassion and clarity. The Congregation Council also charges the Personnel Committee with reviewing position descriptions, providing oversight for interview and selection processes, developing compensation and benefits packages, resolving conflicts, and assuring that performance evaluations are conducted annually with each employee.*

13.07. When a pastoral vacancy occurs, a Call Committee consisting of six voting members shall be elected by a special meeting of the congregation. Members will be elected from a slate of nominees selected by the Congregation Council. Nominations from the floor are permitted with prior approval of the nominee. Term of office will terminate at installation of the newly-called pastor.

B 13.07. Call Committee. *In the event of a pastoral vacancy in the congregation, the Call Committee, under the guidance of the ELCA and the bishop of the Metropolitan Washington Synod, shall prepare a description of the pastoral position the congregation is seeking to fill. It shall interview candidates and select a candidate for pastor to put forward to the congregation for a vote. The committee will disband when the*

congregation votes to call the candidate the committee has put forward. If the congregation rejects the candidate a new Call Committee will be formed.

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

B. 13.08 Other Committees. In addition to the congregation committees required by the Constitution other committees may be established and dissolved by the Congregation Council through continuing resolutions. These committees are to report regularly to the Congregation Council.

13.09. Duties of congregational committees shall be specified in the bylaws.

Chapter 14. ORGANIZATIONS WITHIN THE CONGREGATION

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

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

Chapter 15. DISCIPLINE OF MEMBERS

15.01. Denial of the Christian faith as described in this constitution, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Congregation Council. If, for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if not the pastor) or vice president shall administer such admonitions.

15.02. The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member(s) that are specific and in writing

shall be prepared by member(s) of the congregation who shall sign the charges as the accuser(s). The written charges shall be filed with the pastor, who shall advise the Congregation Council of the need to issue a written citation to the accused and the accusers that specifies the time and place of the hearing before the Congregation Council. The written charges shall accompany the written citation to the accused. A member charged with the offense shall appear before the Congregation Council after having received a written citation, at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Congregation Council may proceed with the hearing and may pass judgment in the member's absence.

- 15.03. Members of the Congregation Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Congregation Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Congregation Council who are not disqualified but who are present and voting, and renewed admonition prove ineffectual, the council shall impose one of the following disciplinary actions:
- a. censure before the council or congregation;
 - b. suspension from membership for a definite period of time; or
 - c. exclusion from membership in this congregation.

Disciplinary actions b. and c. shall be delivered to the member in writing.

- 15.04 The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Synod Council. Such right may not be abridged and the decision of the Synod Council shall be final.
- 15.05. Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of a) evidence that injustice has been done or b) evidence of repentance and amendment.
- 15.06. For disciplinary actions in this congregation, "due process" shall be observed as specified in 20.41.04. in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.
- 15.07. No member of a congregation shall be subject to discipline for offenses that the Congregation Council has previously heard and decided, unless so ordered by the Synod Council after an appeal.

15.10. Adjudication

- 15.11. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 16. BYLAWS

- 16.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- 16.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.
- 16.03. Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose and that the Congregation Council notify the congregation's members by mail (including electronic mail) of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting.
- 16.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 17. AMENDMENTS

- 17.01 Amendments to this constitution may be proposed by at least thirty-five voting members or by the Congregation Council. Proposals must be filed in writing the Congregation Council 60 days before formal consideration by this congregation at its regular or special meeting called for that purpose. The Congregation Council shall notify the members of the proposal with their recommendations at least 30 days in advance of the meeting.
- 17.02. A proposed amendment to this constitution shall:
- a. be approved at a properly called meeting according to this constitution by a majority vote of those present and voting;
 - b. be ratified without change at the next annual meeting by a two-thirds majority vote of those present, and voting; and
 - c. have the effective date included in the amendment and noted in the constitution.

- 17.03. Any amendments to this constitution shall be sent by the secretary of this congregation to the synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America, or the constitution of the Metropolitan Washington Synod.
- 17.04. This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the Model Constitution for Congregations of the Evangelical Lutheran Church in America—as most recently amended by the Churchwide Assembly—by a simple majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail (including electronic mail) notice to the congregation of such an amendment or amendments, together with the council’s recommendations, at least 30 days prior to the meeting. Upon the request of 35 voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

Chapter 18. CONTINUING RESOLUTIONS

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

***B. 18.02 Procedures for Adoption.** The initial set of Continuing Resolutions shall be enacted by majority vote at a meeting of the congregation. Subsequent amendments may be approved by a two-thirds vote of all voting members of the Congregation Council. Continuing Resolutions shall be reviewed annually by the Congregation Council and their re-affirmation and/or amendment shall be recorded in the regular minutes of the Congregation Council.*

Chapter 19. INDEMNIFICATION

- 19.01. Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a

Congregation Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.