

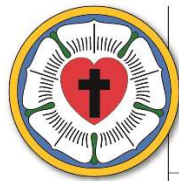
PROPOSED

CONSTITUTION

FOR

HOLY CROSS EVANGELICAL LUTHERAN CHURCH

(Adopted/amended as of [date])



NALC

North American Lutheran Church

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, superseding and replacing all prior Constitutions and Bylaws, as we solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

Chapter 1.

NAME AND INCORPORATION

- 1.01. The name of this congregation shall be Holy Cross Evangelical Lutheran Church.
- 1.02. This congregation shall be incorporated under the laws of the Commonwealth of Pennsylvania.
- 1.03. For the purpose of this constitution and any accompanying bylaws, the congregation of Holy Cross Evangelical Lutheran Church is hereinafter designated as "this congregation."

Chapter 2.

CONFESSION OF FAITH

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

- 2.01. The Triune God – Father, Son, and Holy Spirit¹
- 2.02. Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
 - a. We Believe That Jesus Is The Word Of God
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. We Believe That Jesus Is Fully Known Through The Preaching of Law and Gospel
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.f. Philippians 2:9-11, Hebrews 12:1-3, Hebrews 4:14-16, Revelation 20:11-15)
 - c. We Stand On The Word Of God
The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by the Holy Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them the Holy Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world. (c.f. John 1:1, 1:14, II Timothy 3:16-17, Romans 15:4, Psalm 1)
- 2.03. The canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith and life, "according to which all doctrines should and must be judged." (Formula of Concord, Epitome, Part I)

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

- 2.04. The Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of the Church.
- 2.05. The Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- 2.06. The other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- 2.07. The Gospel, recorded in the Holy Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.
- 2.08. We Will Strive For Genuine Worship.
Worship establishes and encourages a right relationship between God and his people. Worship is essential for the believer and central to the life of the Church. In it we cast our eyes to the cross, we come under the instruction of God's Word, and we are strengthened by the sacraments of Baptism and the Lord's Supper, bound together as Christ's body. (Hebrews 10:19-25, I Peter 2:9, John 4:23-24, Psalm 98:4-9, Psalm 105:1-4)
- 2.09. We Are Called By God.
We believe in "the priesthood of all believers" (I Peter 2:4-10). All of God's people are called to ministry and the body of Christ must recognize and affirm that call. God has gifted every believer through the presence and power of the Holy Spirit to serve the cause of Christ Jesus in the world. (c.f. Matthew 4:19, I Corinthians 12:12, 27, Ephesians 4:11-16)
- 2.10. We Are Free In Christ.
Because of what Jesus has done for us we are free. In this congregation it is OK to have fun, it is OK to make mistakes, and it is OK to say "no." We are free to serve God as the Lord leads us and not out of guilt, obligation or duty. We serve God in response to what the Lord has already done for us; we serve him joyfully. (c.f. Romans 8:1-2, Galatians 5:1, John 8:31-36)
- 2.11. We Will "Go And Make Disciples."
Jesus gave his disciples this command—"Go and make disciples of all nations." Therefore, the Church exists primarily for the sake of those who don't yet belong. We will seek to invite every person to consider a living and personal relationship with Jesus Christ, for he is the only way to salvation and eternal life. (c.f. John 14:6, Matthew 28:18-20, Matthew 4:18-20, Luke 19:10, Acts 1:8)
- 2.12. We Celebrate That God Transforms Human Lives
We believe that God changes lives and that he alone has the transforming power of the Holy Spirit to create faith and help us live lives that are pleasing to him. As believers, we accept that there is nothing in this world that ever stays the same except the solid rock of our salvation. We can, therefore learn to adjust and adapt to our changing surroundings. We worship Jesus as our Lord, not our tradition, not our history and not ourselves. (c.f. John 8:1-11, II Corinthians 5:17, Colossians 3:15)

Chapter 3.

NATURE OF THE CHURCH

- 3.01. We Believe That Jesus Is Lord, The Head Of The Church
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. Jesus is the head of the Church. Unity among the various expressions of the body of Christ is best achieved through focusing on Jesus, who alone is able to draw all people to himself. Jesus, *the second Person* of the Holy Trinity, is the complete and ultimate *revelation* of God, who is One God, Father, Son and Holy Spirit. (c.f. Matthew 22:34-40, John 14:6, Philippians 2:9-11, Augsburg Confession VII)
- 3.02. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under His rule and authority.
- 3.03. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations.
- 3.04. Judicatory Affiliations
- 3.04.1 This congregation exercises its ministry within the larger Church catholic. This congregation embodies the Church in its community and, for the sake of mission, lives in cooperative partnership with other congregations and within the structures of its judicatory affiliations. This congregation shall share responsibility for the decision-making processes of in such affiliate bodies.
- 3.04.2 This congregation shall affiliate with one or more Lutheran judicatory bodies. It shall be a member of such bodies by a two-thirds (2/3) majority vote at a legally called congregational meeting. Concurrent with the motion to cease affiliation with its existing judicatory, there must be a simultaneous proposal to establish a new affiliation. This action shall be part of the same motion presented at the legally called congregational meeting.
- 3.04.3 Judicatory relationships shall be recorded in the By-Laws of this congregation along with all requisite responsibilities entailed by such affiliations.

Chapter 4.

STATEMENT OF PURPOSE (No analogous section in current constitution)

- 4.01. The hearers of the Gospel are a people, called and sent by God, Father, Son, and Holy Spirit, to be a community of faith, hope and love, who witness to Christ and His coming Kingdom before all the world.
- 4.02. To participate in God's mission, this congregation as a part of the Church shall:
- Give honor and glory to God, the Father, Son, and Holy Spirit, worshipping Him in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, obedience and service.
 - Carry out Christ's Great Commission by proclaiming to all the world the Gospel of justification by grace through faith alone, according to the apostolic witness in Holy Scripture and in accordance with the Lutheran Confessions,
 - Preserve and transmit the Gospel faithfully to future generations.
 - Foster Christian fellowship and love, and extend a helping hand to humans in need.
 - Manifest the unity of our faith in Jesus Christ as God and Savior, and join with other Christians in prayer and action.
 - Nurture its members in the Word of God so as to grow in faith and hope and love, and to develop a sense of Christian vocation in daily life.
- 4.03. To fulfill these purposes, this congregation shall:

- a. Provide services of worship at which the Word of God is rightly preached and the sacraments are rightly administered.
 - b. Provide pastoral care and assist all members to participate in this ministry.
 - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
 - d. Teach the Word of God.
 - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
 - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
 - g. Encourage its members to provide appropriate financial support for the congregation's ministry and the ministry of other parts of the NALC & LCMC.
 - h. Foster and participate in relationships with other congregations and structures of the NALC & LCMC.
 - i. Foster and participate in ecumenical relations consistent with NALC & LCMC policy.
- 4.04. This congregation shall develop an organizational structure to be described in the bylaws. The Church Council may commission the congregation to develop committees to carry out essential congregational functions. The Council shall approve descriptions of the responsibilities of any such committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Church Council.
- 4.05. This congregation shall adopt a mission statement that shall guide its efforts in keeping the Great Commission (Matthew 28:19-20). Every three to five years it shall also adopt, review, or amend a vision statement which will provide specific direction for its programs and be incorporated into the congregational By-Laws.

Chapter 5.

POWERS OF THE CONGREGATION (No analogous section in current constitution)

- 5.01. The powers of this congregation are those necessary to fulfill its purpose.
- 5.02. The powers of this congregation are vested in the Congregational Meeting called and conducted as provided in this constitution and bylaws.
- 5.03. Only such authority as is delegated to the Church Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
- a. call a pastor as provided in Chapter 9;
 - b. terminate the call of a pastor as provided in Chapter 9;
 - c. appoint or terminate the service of commissioned lay leaders;
 - d. approve the annual budget;
 - e. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - f. hold title to and use its property for any and all activities consistent with its purpose;
 - g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - h. elect its Church Council, boards, and committees, and require the members of the council, boards, and committees to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions;
 - i. adopt amendments to this constitution as provided in Chapter 17, and amendments to the bylaws, as specified in Chapter 16;
 - j. establish or terminate a relationship with a church body.

- 5.04. This congregation is authorized to elect or appoint voting members of this congregation to serve as lay delegates and alternates to represent it at meetings of any conferences, convocations, and other meetings where this congregation is entitled to such representation.

Chapter 6.

CHURCH AFFILIATION (Compare to Part II of existing Constitution)

- 6.01. This congregation is a member of the NALC or any successor and is subject to the procedures of the NALC.
- 6.02. This congregation subscribes to the constitution of the NALC and will act in accordance with it.
- 6.03. This congregation will conduct its ministry in a manner consistent with its membership in the NALC:
- This congregation is responsible for its life as a Christian community.
 - This congregation pledges its participation in the life and mission of the NALC, including the prayerful consideration of appropriate financial support.
 - This congregation shall call only pastors who are members of the NALC or otherwise are authorized by the NALC to serve.
 - This congregation shall appoint only commissioned lay leaders who are members of the NALC or otherwise are authorized by the NALC to serve.
- 6.04. Affiliation with the NALC may be terminated as follows:
- This congregation dissolves.
 - This congregation ceases to exist.
 - This congregation is removed from membership in the NALC according to the procedures for discipline of the NALC.
 - This congregation, at a legally called and conducted special meeting, approves by at least a *[insert percentage if greater than simple majority]* 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 (Compare to Part VII, existing Constitution)

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

Chapter 8.

MEMBERSHIP (Compare to Part III, existing Constitution)

- 8.01. Members shall be individuals who by baptism, confirmation, and/or affirmation of their faith evidence their agreement with the Chapter 2 of this Constitution. Members of this congregation shall be those baptized persons (a) who are on the roll of this congregation at the time that this constitution is adopted or who are admitted thereafter, and (b) who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- 8.02. Members shall be classified as follows:
- a. *Baptized* members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. *Confirmed* members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
 - c. *Voting* members are confirmed members or adult members received by Baptism or transfer who have communed and made a contribution of record during the preceding calendar year. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.
 - d. *Associate* members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Church Council of this congregation.
- 8.03. All applications for confirmed membership shall be reported to the Church Council.
- 8.04. It shall be the privilege and duty of members of this congregation to:
- a. make regular use of the means of grace, both Word and sacraments;
 - b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
 - c. support the work of this congregation, the NALC & LCMC, and their ministries and structures through contributions of time, abilities, and financial support as biblical stewards.
- 8.05. Membership in this congregation shall be terminated by any of the following:
- a. death;
 - b. resignation;
 - c. transfer or release;
 - d. disciplinary action by the Church Council; or
 - e. removal from the roll due to inactivity as defined in the bylaws. Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

Chapter 9.

THE PASTOR

- 9.01. Only pastors who are in agreement with the "Statement of Faith" in Chapter 2 of this constitution shall be called and retained as pastors of Holy Cross Evangelical Lutheran Church.

- 9.02. Authority to call a pastor shall be in this congregation by at least a [two-thirds] majority vote of members present and voting at a meeting legally called for that purpose.
- 9.03. Consistent with the faith and practice of the NALC,
- a. Every ordained minister shall:
 - 1) preach the Word;
 - 2) administer the Sacraments;
 - 3) conduct public worship;
 - 4) provide pastoral care;
 - 5) serve as the chief evangelist in his or her ministry, and
 - 6) proclaim God's love to the world.
 - b. Each ordained minister with a congregational call shall, within the congregation:
 - 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 - 2) supervise all schools and organizations of this congregation;
 - 3) install regularly elected members of the Church Council; and
 - 4) with the Church Council, administer discipline.
 - c. Every pastor shall:
 - 1) strive to extend the Kingdom of God in the community, in the nation, and abroad;
 - 2) seek out and encourage qualified persons to prepare for the ministry of the Gospel; and
 - 3) impart knowledge of the NALC and its wider ministry through public provision of information, distribution of publications and other appropriate means,
- 9.03. The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call.
- 9.04. a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated for the following reasons:
- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
 - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
 - 4) the physical or mental incapacity of the pastor;
 - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty; or
 - 6) the dissolution of the congregation.
- b. If the Church Council determines that it may be appropriate to end a call for one of the reasons set out in sub-section (a), the Council shall consult with the pastor regarding the matter in accord with Biblical principles. If the Church Council and pastor do not reach agreement, the Church Council shall inform the Bishop of the NALC, who shall consult with the Church Council and the pastor and shall attempt to reach an agreed resolution. If the Bishop fails to facilitate an agreed resolution, the Church Council or the pastor may call a special Congregational Meeting to consider the matter. At such a meeting, the pastor and the Church Council leadership shall have a full and fair opportunity to present their positions on all matters relevant for consideration. Thereafter, the congregation by a two-

thirds vote may terminate the pastor's call. In all events, the Church Council by majority vote may suspend a pastor with pay if the Church Council determines that such suspension is necessary to protect the congregation and all whom it serves. No such suspension may last more than 90 days unless the pastor agrees otherwise.

- 9.05. At a time of pastoral vacancy, an interim pastor may be appointed by the Church Council.
- 9.06. During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the Church Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- 9.07. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation.
- 9.08. When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors and the Church Council. As occasion requires, the documents may be revised through the same consultation process.
- 9.09. The congregation may depart from the requirements in section 9.04 (a) by calling a pastor for a term of years. Details of such a call shall be in a writing that sets forth the purpose and conditions involved. Such call may be terminated before its expiration in accordance with the provisions in section 9.04 (a) and 9.04 (b).
- 9.10. The pastor of this congregation:
 - a. shall supervise the keeping of 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.
- 9.11. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation.

Chapter 10.

CONGREGATIONAL MEETING

- 10.01. The annual meeting and any other regular meetings of this congregation shall be held at times set by the congregation in bylaws or in other resolutions.
- 10.02. A special Congregational Meeting may be called by the pastor, the Church Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of 10% of the total 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. The pastor(s) shall be notified of the date, time, place and purpose of each special meeting.
- 10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or e-mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members, or sent to the last known e-mail address of such members, shall be sufficient.

- 10.04. 10% of total voting members shall constitute a quorum.
- 10.05. Voting by proxy or by absentee ballot shall ONLY be allowed in the case of persons serving in the military, students away from home, and members who are shut-in or reside in nursing homes.
- 10.06. All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by applicable law.
- 10.07. Abstaining votes or invalid ballots will not be included in the calculation to determine whether or not the proper affirmative majority has been attained, but shall be recorded in the minutes of the meeting.
- 10.08. *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.
- 10.09. An Annual Meeting of the congregation shall be held in accordance with a schedule determined by the Church Council.
- 10.09.a The agenda of the Annual Meeting shall include, but not be limited to, an election of Church Council members as needed and approval of the next calendar year's Ministry Budget or Spending Proposal.

Chapter 11.

OFFICERS OF THE CONGREGATION

- 11.01. The officers of this congregation shall be a president, vice president, secretary, and treasurer.
 - a. Duties of the officers shall be specified in the bylaws.
 - b. The officers shall be voting members of the congregation.
 - c. Officers of this congregation shall serve similar offices of the Church Council and shall be voting members of the Church Council.
 - d. If the Church Council elects its officers, the president, vice president, and secretary shall be selected from the elected membership of the Church Council. [If the treasurer or secretary is not elected from the elected membership of the Church Council, they shall have voice but not vote at the meetings of the Church Council.]
- 11.02. The pastor shall be *ex officio*² the president of the congregation. The Council shall elect by majority vote the other officers of the congregation, including a Council President, who shall serve for one year or until their successors are elected. Their terms shall begin immediately upon their election to office at the Council meeting following the annual congregational meeting.
- 11.03. 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.
- 11.04. If any elected office enumerated in this Chapter 11 becomes vacant, the Church Council shall elect a replacement as soon as practicable to serve the remainder of the unexpired term. The time served under this Section 11.04 shall not count for purposes of term limits.

² **NOTE: What is the role of an *ex officio*?** According to apriboardportal.com, “Ex officio” is a Latin phrase that translates as “from the office.” “Ex officio” refers to the position as a whole rather than the individual who holds the position. *The knowledge, expertise, and experience of ex officio members are valued as the board can significantly benefit from connections with the community.*

Chapter 12.

CHURCH COUNCIL

- 12.01. The voting membership of the Church Council shall consist of the officers of the congregation, plus voting members of the congregation consisting of no fewer than 3 [three] and no more than 8 [eight]. The number of non-officer voting members shall be at least 2% of the average Sunday worship attendance, rounded up.³ If the treasurer is not elected from the membership of the Church Council, the treasurer shall have voice but not vote. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. A member's place on the Church Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from [four] successive regular meetings of the Church Council without cause. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Church Council in other circumstances.
- 12.02. The members of the Church Council shall be elected by majority vote at the annual meeting of the congregation, as specified in the Bylaws. They shall serve terms of 3 years or until their successors are elected. Their terms shall begin at the next regular meeting of the Church Council and shall end at the completion of their term or the election of their replacement. Newly elected Church Council members shall be installed at worship on any Sunday prior to the date they assume office. Members shall be eligible to serve no more than two full terms consecutively.
- a. A member of the Church Council who is absent without excuse from three (3) consecutive regular meetings shall be consulted by the President; if the member is absent from additional regular meetings without valid excuse, the Church Council may declare the office vacant.
- 12.03. Should a member's place on the Church Council be declared vacant, the Church Council shall elect, by majority vote, a successor until the next annual meeting.
- 12.04. The Church Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God, the Lutheran Confessions and the faith and practice of the NALC. The duties of the Church Council shall include the following:
- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
 - b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
 - c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
 - d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
 - e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.

³ e.g., if average worship attendance is 100, the minimum number of Council members required is 7 (4 officers + 3 general members (2% of worship attendance is 2, but 3 are *required*); if average worship attendance is 375, the minimum number of Council members required is 12 (4 officers + 8 general members (2% of worship attendance is 7.5, which rounded up is 8).

- f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to foster resolution of such conflicts according to Biblical principles.
 - g. To arrange for pastoral service during the sickness or absence of the pastor.
 - h. To emphasize partnership with the NALC as well as cooperation with other Christian congregations, both Lutheran and non-Lutheran.
 - i. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
 - j. To annually review the performance and compensation of the pastor(s).
 - k. To choose delegates to any group or meeting in which the congregation is entitled to representation.
 - l. To establish policies and committees necessary for the ongoing operations and programs of Holy Cross Evangelical Lutheran Church with input from the congregation as appropriate.
 - m. To assign other duties and responsibilities to the officer positions as necessary.
- 12.05. The Church Council shall be responsible for the financial and property matters of this congregation.
- a. The Church Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Pennsylvania, except as otherwise provided herein.
 - b. The Church Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
 - c. The Church Council may enter into contracts of up to \$6,000 for items not included in the budget.
 - 1. In the event of a catastrophic property issue, Council is authorized to spend up to 10% of the annual budget to redress the issue, with the proviso a congregational meeting be called immediately to approve Council action.
 - 2. The Council is encouraged to budget in advance for large expenses.
 - d. The Church Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to designated recipients. It shall designate and grant authority to individuals to sign any legal documents on behalf of Holy Cross Evangelical Lutheran Church including but not limited to, checks, drafts, notes and any other order of monetary payment for Holy Cross Evangelical Lutheran Church.
 - e. The Church Council shall be responsible for this congregation's investments and its total insurance program.
- 12.06. The Church Council shall see that the provisions of this constitution and of the congregation's bylaws and continuing resolutions are carried out.
- 12.07. The Church Council shall provide for an annual review of the membership roster.
- 12.08. The Church Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation.
- 12.09. The Church Council shall submit a comprehensive report to this congregation at the annual meeting.

- 12.10. The Church Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called by the president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present not less than five (5) days prior to the meeting. The five (5) day notice may be waived by unanimous consent of the voting members of the Church Council.
- 12.11. A quorum for the transaction of business shall consist of a majority of the members of the Church Council. In addition, the pastor or interim pastor must be present, except when the pastor or interim pastor requests or consents to be absent and has been informed of the agenda for a particular regular or special meeting, or with the consent of the Bishop or Dean. In such a circumstance, the Church Council may not conduct any business beyond that which was included on the agenda as approved by the pastor, interim pastor, Bishop or Dean, as applicable. *Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Church Council.*

Chapter 13.

COMMITTEES OF THE CONGREGATION

- 13.01. The officers of this congregation and the senior pastor shall constitute the Executive Committee.
- 13.02. A Nominating Committee of 3 [three] voting members of this congregation, 1 [one] of whom, if possible, shall be an outgoing member of the Church Council, shall be elected at the annual meeting OR by the Church Council for a term of one year. Members of the Nominating Committee are not eligible to serve consecutive terms.
- 13.03. An Audit Committee of 3 [three] voting members shall be elected by the Church Council. Preference shall be that Audit Committee members shall not be members of the Church Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for reelection.
- 13.04. A Mutual Ministry Committee of at least 3 voting members may be appointed jointly by the president and the pastor. Term of office shall be three years, with one new member to be appointed each successive year.
- 13.05. When a pastoral vacancy occurs, a Call Committee of 6 [six] voting members shall be elected by this congregation OR by the Church Council. Term of office will terminate upon installation of the newly called pastor.
- 13.06. Other standing committees of this congregation may be formed, as the need arises, by decision of the Church Council.
- 13.07. Duties of the standing committees of this congregation shall be specified in the bylaws or continuing resolutions.
- 13.08. The [senior] pastor of this congregation shall be *ex officio* a member of all committees and boards of the congregation. The president of this Council shall be *ex officio* a member of all committees and boards of the congregation, except the Nominating Committee.

Chapter 14.

ORGANIZATIONS WITHIN THE CONGREGATION

- 14.01. All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of

Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

Chapter 15.

DISCIPLINE OF MEMBERS AND ADJUDICATION

- 15.01. Denial of the Christian faith as described in this constitution or the constitution of the NALC, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Church Council. If, for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if the president is not the pastor) or vice president shall administer such admonitions.
- 15.02. If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member(s) that are specific and in writing shall be prepared by member(s) of the congregation who shall sign the charges as the accuser(s). The written charges shall be filed with the pastor, who shall advise the Church Council of the need to issue a written citation to the accused and the accusers that specifies the time and place of the hearing before the Church Council. The written charges shall accompany the written citation to the accused. The written citation that specifies the time and place of the hearing before the Church Council and requests the presence of a member charged with an offense shall be sent at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Church Council may proceed with the hearing and may pass judgment in the member's absence.
- 15.03. Members of the Church Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Church Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Church Council who are not disqualified but who are present and voting, and renewed admonition prove ineffectual, the council shall impose one of the following disciplinary actions:
 - a. censure before the council or congregation;
 - b. suspension from membership for a definite period of time or until proof is provided of sufficient repentance and amendment; or
 - c. exclusion from membership in this congregation. The member will be notified of the Church Council's conclusion and any further action in writing within seven (7) days of the hearing.
- 15.04. The member against whom disciplinary action has been taken by the Church Council shall have the right to appeal to a Congregational Meeting, which may revise or overturn the Church Council's decision by a majority vote. Any such vote will be by secret ballot.
- 15.05. Disciplinary actions may be reconsidered and revoked by the Church Council upon receipt of (a) evidence that injustice has been done or (b) evidence of repentance and amendment.

Chapter 16.

BYLAWS

- 16.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- 16.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting. Bylaws may also be adopted or amended at any regular meeting of the Church Council with a quorum present by a 2/3 vote, subject to ratification at the next regular congregational meeting. Bylaw changes so adopted will be operational until the next regular or special meeting of the congregation.
- 16.03. Changes to the bylaws may be proposed by any voting member provided, however, (a) that such additions or amendments be submitted in writing to the Church Council at least [60] days before a regular or special Congregational Meeting called for that purpose and (b) that the Church Council notify the members of the proposal with any recommendations regarding the disposition of the proposal at least [30] days in advance of the Congregational Meeting.

Chapter 17.

AMENDMENTS

- 17.01. Amendments may be proposed by at least 10 percent of voting members or by the Church Council. Proposals must be filed in writing with the Church Council [60] days before a regular or special Congregational Meeting called for that purpose. The Church Council shall notify the members of the proposal with the council's recommendations regarding disposition of the proposal at least [30] days in advance of the meeting.
- 17.02. An amendment to this constitution, shall:
 - a. be approved at a legally called Congregational Meeting according to this constitution by a super majority (two-thirds) vote of those present and voting;
 - b. be ratified without change at the next annual Congregational Meeting by a two-thirds majority vote of those present and voting; and
 - c. have the effective date included in the resolution and noted in the constitution.

Chapter 18.

CONTINUING RESOLUTIONS

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

Chapter 19.

INDEMNIFICATION

- 19.01. Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Church Council member, officer, employee, agent, or other member of any committee of this congregation, was or is

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

Chapter 20.

ELDERS

- 20.01. The congregation shall have three Elders. The Elders will be responsible for the following functions:
 - a. Mutual Ministry – to affirm and strengthen the mission of the congregation and the pastor. Objectives are cleansing, filling, and renewing. This is done by careful listening and clarifying expectations, sharing and communicating, renewing and reflecting, praying and caring.
 - b. Discipline – to hear and evaluate complaints against the pastor or other members and to mediate disagreements between individuals or factions. If resolution cannot be attained at this point, the Elders will refer the issue to the Council for further action.
- 20.02. The Elders shall be of spiritual maturity and wisdom according to the Scriptures and be composed of three (3) members: one (1) member elected by the congregation, one (1) member elected by the Council, and one (1) member selected by the Pastor. Elders will be elected on a rolling basis.
- 20.03. The term of office shall be four (4) years. If the Pastor feels the need for a larger group to adequately respond to the needs of the office, the numbers above may be doubled to make a committee of six (6).

BYLAWS

FOR

HOLY CROSS EVANGELICAL LUTHERAN CHURCH

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 Bylaws and solemnly pledge ourselves to be governed by their provisions. In the name of the Father and of the Son and of the Holy Spirit.

NOTE: Bylaws are numbered according to the sections of the Constitution to which they work in reference.

- 8.05.e** Inactivity in the life of this congregation shall be defined as follows: At the end of the calendar year, if a member has not attended worship or made a contribution of record to Holy Cross Evangelical Lutheran Church during the preceding 12 months, the membership of that person may be terminated, upon approval by the Church Council.
1. A regular review of church membership for inactivity shall be conducted 90 days prior to the annual meeting.
 2. The Church Council shall only move to terminate the membership of a person due to inactivity after sufficient exploration of circumstances surrounding their inactivity, defined as follows:
 - a. The Council shall receive an official report of a member's inactivity.
 - b. A Church Council representative shall be designated to make personal contact with the inactive member within 15 days of the Council meeting such report was made.
 - c. After a verbal conversation has been conducted between the Council representative and inactive member, a report will be made by the Council member:
 - i. To the pastor if a legitimate personal, financial, or pastoral need is the cause of inactivity. Council shall be notified that the member shall not be removed from active status until appropriate further care is extended from the congregation and the situation has resolved itself.
 - ii. To the Council if the inactive member expresses apathy or a desire to terminate their membership in the congregation.
 - d. Following c.ii., Church Council shall send the member to be removed from the rolls a letter informing them that they have 30 days to contact the Church Council to explain mitigating circumstances surrounding their inactivity.
 - e. The failure to respond this letter in writing or attend worship and/or make a contribution of record shall constitute resignation from membership in this congregation.
 - f. The former member will be sent a letter detailing the change in their membership status and expressing ongoing Christian concern for them.

- 10.01** Barring unusual circumstances, the annual congregational meeting of this congregation shall be held the third Sunday in November. The agenda of this meeting shall include, but not be limited to:
- a. Election of a Congregational Secretary for the Annual Meeting
 - b. The adoption of an annual budget for the year in question
 - c. The election of Council members to fill expired terms
 - d. The reception of written/oral reports by:
 - 1. The Finance Committee
 - 2. The President of Council
 - 3. The (Senior) Pastor
 - e. Election of a Nominating Committee for the following year
 - f. Reports of other committees and ministries as helpful or requested by Council.
Written reports shall be submitted to the church Secretary for compilation and distribution by *October 15th* of the prior year
- 11.01.a** The duties of the officers of this congregation shall be as follows:
- a. The President shall preside at the meetings of the Church Council and of the congregation.
 - b. The Vice-President shall preside at the meetings of the Church Council and of the congregation in the absence of the President and assist in relations to the committees and other ministries of this church.
 - c. The Secretary shall oversee: (a) the keeping of the minutes of the Church Council, and (b) maintain of the records of the congregation.
 - d. The Treasurer shall handle the finances of Holy Cross Evangelical Lutheran Church in conjunction with the direction of the Church Council.
- 12.01** Council members must serve on one committee or other ministry of the congregation. They may also relate to other ministries as needed for the welfare of the congregation.
- 13.07** The duties of the standing committees of this congregation shall be detailed in the membership handbook, to be reviewed annually and updated as needed.