

# Constitution and Bylaws

# EXAMPLE B

This Example is designed for larger congregations.

This document will walk through aim of each article in Example B and, when necessary, the individual sections of an article. **The text of the constitution and bylaws is in red.**

# Preamble

God in his holy Word desires that a Christian congregation not only conform to the Word of God in doctrine and practice (Psalm 119:105, Galatians 1:6-8) but also that all things be done in a fitting and orderly way (1 Corinthians 14:40). Therefore, we, the members of *[church name]* Lutheran Church of *[location]* set forth this constitution and bylaws to govern all our congregational affairs.

The preamble of a constitution is an optional, yet common, introductory statement that outlines the fundamental principles and goals of the document.

# Constitution

## Article I: Legal Name

The legal name of this congregation shall be *[church name]* Evangelical Lutheran Church.

Article I formally identifies the congregation by specifying its official, legal name. This ensures clarity and consistency in all legal matters involving the church. In all legal documents, the church should be referred to by the name specified in this article.

Generally, the legal name of a WELS congregation includes the identifying name (e.g. Trinity, St. Paul's, etc.) followed by "Evangelical Lutheran Church." This identifies as a congregation within the Lutheran tradition, aligns the congregation with other WELS congregations in how it's named, and distinguishes the congregation from churches of other traditions with the same identifying name.

This article is not intended to imply that the full legal name of the congregation must be used in all church literature, mailings, signage, etc. The congregation may, for practical reasons, abbreviate the name. E.g. "Trinity Lutheran Church," "Trinity Lutheran," or simply "Trinity" instead of "Trinity Evangelical Lutheran Church."

## **Article II: Mission**

*[Insert congregational mission statement here]*

Article II shares the congregation's stated mission, drawn from God's Word. It may delineate core ministry activities, such as: worshipping God, nurturing the faith of members with the Word, engaging in outreach to the lost, etc. Ultimately, the aim of this article is to communicate, "This is what God has called the members of this congregation to do."

If your congregation has formally adopted a mission and/or purpose statement, it would be inserted into this article. It is a worthwhile endeavor to study the mission of the Church every few years. After that study, the congregational mission statement can be produced, updated, or simply affirmed.

Resources for producing a congregational mission statement can be found at [welscongregationalservices.net](http://welscongregationalservices.net).

## Article III: Confessional Standard

### Section 1: Holy Scriptures

This congregation accepts and confesses all the canonical books of the Old and New Testaments as the verbally inspired and inerrant Word of God and submits to this Word as the only infallible authority of all matters of faith and life (2 Timothy 3:15-17).

### Section 2: Creeds & Confessions

This congregation accepts and confesses all the symbolical books of the Evangelical Lutheran Church contained in the Book of Concord of 1580 as true statements of scriptural doctrine. They are:

- A. The three ecumenical Creeds
  - 1. The Apostles'
  - 2. The Nicene
  - 3. The Athanasian
- B. The six Lutheran Confessions
  - 1. Dr. Martin Luther's Small Catechism
  - 2. Dr. Martin Luther's Large Catechism
  - 3. The Unaltered Augsburg Confession
  - 4. The Apology of the Augsburg Confession
  - 5. The Smalcald Articles
  - 6. The Formula of Concord

This congregation accepts and confesses these symbolical books without reservation, not insofar as, but because they are the presentation and explanation of the pure doctrine of the Word of God and a summary of the faith held by the Evangelical Lutheran Church.

### Section 3: Doctrinal Controversy

No doctrine shall be taught or tolerated in this congregation which is in any way at variance with the Holy Scriptures and these symbolical books. All controversies which may arise in this congregation shall be decided and adjusted according to this norm of doctrine and practice.

Article III promotes doctrinal unity by outlining the theological foundations that guide the church's teachings, worship, and practices. This article establishes the congregation's adherence to specific creeds and confessions, such as the Apostles', Nicene, and Athanasian Creeds, as well as the Lutheran Confessions, providing a clear and consistent framework for faith and practice. Finally, this article enables confessional relationships with other congregations and the broader church body.

The last paragraph of Section 2 makes it clear the congregation holds a *quia*, not *quatenus*, subscription to the Lutheran confessions. *Quatenus* is a Latin term meaning "insofar as." A *quatenus* subscription to the confessions means that the church body subscribes to the confessions "insofar as" they are in agreement with the teachings of Scripture. This type of subscription is conditional. It implies agreement with the confessions only to the extent that they align with one's understanding of the Bible. *Quia* is a Latin term meaning "because." A *quia* subscription to the confessions means

that the individual or church body subscribes to the confessions "because" they believe that the confessions are a true and faithful exposition of the teachings of Scripture. This type of subscription is unconditional and comprehensive. It implies full agreement with the doctrinal content of the confessions without reservations.

## **Article IV: Church Affiliation**

This congregation shall affiliate itself only with a church body that holds to all the truths of God's Word in doctrine and practice and is bound to the confession of faith as set forth in Article III, if, and as long as, such a church body exists.

Article IV establishes the parameters for any connection between the congregation and a larger denominational body, without requiring such a connection. If the congregation were going to be part of a denominational body (such as the Wisconsin Evangelical Lutheran Synod) that body would need to have the same confessional standard as described in Article III.

## Article V: Congregational Membership

The privileges and responsibilities of membership, as well as the process for the admission of new members and termination of membership, shall be set forth in the bylaws of this congregation. The types of membership are as follows:

- A. Baptized members are all persons those who have been baptized into the Christian faith in the name of the triune God (Matthew 28:18-20; Mark 16:16).
- B. Communicant members are all baptized persons within the congregation who confess Jesus Christ to be their Lord and Savior and have stated their adherence to all the canonical books of the Old and New Testament, without qualification, as the only rule and norm of faith and life, and have declared their agreement with a course of instruction in Lutheran Christian doctrine as determined by the pastor(s) and Council of Ministry.
- C. Voting members are male communicant members (1 Corinthians 11:3; 1 Corinthians 14:34; 1 Timothy 2:12) who meet all the qualifications for voting as specified in the Bylaws.

Article V defines membership along the three traditional classifications. Some notes about each.

### *Baptized membership*

Baptized membership is predicated upon a number of factors. First, the person must have been baptized into the Christian faith in the name of the triune God. Second, the person must either be of age where they can express a desire to be a member of the congregation; or, if the baptized individual is an infant or child, they must have a parent or guardian who expresses the desire that the baptized individual become a member. "Baptized membership" is synonymous with "total membership."

Churches sometimes have occasion to baptize individuals – both children and adults – who *don't* become members. These are recorded on the congregation's list of ministrations. However, though an individual is baptized, he or she is not automatically a baptized member. Congregational membership requires mutual recognition: the individual expresses the desire to be a member (or to have his or her child become a member) *and* the congregation expresses the desire to receive the individual into membership. Without *both*, the person is not a member, even if he or she has been baptized as a ministration of the congregation.

### *Communicant membership*

"Communicant" is derived from the Latin word "communicare," which means "to share." "Communicant" came refer to all those who were allowed to share in Holy Communion. Thus, communicant membership is a subset of baptized membership. Communicant membership includes all baptized persons within the congregation who, after a course of instruction in Lutheran Christian doctrine, have declared their doctrinal agreement with that teaching. That course of instruction is typically determined by the pastor and church council. Often there are two courses, one is designed for youth and another for adults.

The fact that there is a "communicant membership" does not mean that only members of a congregation may commune within that congregation. WELS congregations welcome fellow believers who are communicant members of other congregations, provided those congregations



are in full doctrinal fellowship with WELS or sister synods. These guests are typically asked to announce their desire to receive Holy Communion to the pastor or another congregational leader in some way.

### *Voting membership*

Voting membership is a subset of communicant membership. At times a congregation will need to make a binding, authoritative decision for the good of others. When congregations exercise authority in this way, it is through the voting membership. Since God has asked men to provide such leadership (1 Corinthians 11; 1 Corinthians 14; 1 Timothy 2), voting membership consists of male communicant members who meet the requirements established in the bylaws.

The establishment of the classification of “voting membership” should not be interpreted to mean that this constitution requires that all decisions should be made by calling for a vote. That approach is inefficient and unnecessarily restrictive. As previously stated, “*at times* a congregation will need to make a binding, authoritative decision...” (The bylaws will provide examples of such decisions.) However, this constitution assumes that many or most decisions will not rise to that level. Thus, it encourages decisions to be made by a process of consensus building when appropriate. That process would involve the broader communicant membership.

Article V stipulates that voting members need to “meet all the qualifications for voting as specified in the Bylaws.” The rationale for those qualifications will be discussed there.

The “privileges and responsibilities” of membership will also be discussed in the bylaws. That is also where the following will be shared:

- the various ways one might be received into membership
- when church discipline, including excommunication, might be utilized
- the definition and process of transfer, release, and removal from membership
- how and when one loses the rights and privileges of membership
- how one who has lost those rights might be reinstated to membership

The reason for keeping these things in the bylaws is that they may change over time. This Example constitution puts things that are more likely to evolve or change in the bylaws. For example, in a small congregation, it may be wise that excommunication only occurs after a unanimous vote of voters at a congregational meeting. In a large congregation, that policy is probably not feasible, as it is extremely unlikely one knows all his fellow members. In such a congregation, excommunication might occur through the unanimous vote of the Council of Ministry (and/or the Board of Elders, if that is a separate group from the Council of Ministry) then subsequently reported to the congregation.

## **Article VI: Congregational Organization**

### **Section 1: The Word of God**

In all matters of Christian faith and life the Word of God is supreme (Psalm 119:105). Neither the congregation nor any group within the congregation (Council, Board, Ministry Action Team, etc.) nor any individual has the right to order or establish anything whatsoever that is contrary to the Word of God and the Lutheran Confessions (listed in Article III). If this is done, then all such orders, plans and resolutions are invalid.

### **Section 2: The Congregation**

The congregation shall have oversight of the congregation's ministry (Romans 12:10, 14:19; Ephesians 5:21). This oversight is exercised in the following ways.

- a. The congregation shall be responsible for approving any long-range plans, as well as the annual ministry plan.
- b. The congregation shall be responsible for extending a divine call to called workers.
- c. The congregation shall be responsible for the election of the Council of Ministry.
- d. Any additional oversight responsibilities shall be delimited in the bylaws.

### **Section 3: The Council of Ministry**

The Council of Ministry, together with the called pastor(s), shall have from the congregation the authority and responsibility to plan congregational ministry and make the operational decisions necessary for the execution of the congregation's mission. The officers of the congregation shall be such as the Bylaws of this constitution prescribe. The Council of Ministry shall have no authority beyond that which has been conferred upon them in this Constitution or Bylaws.

Article V defined congregational membership. Article VI now shares how the congregation is rightly organized. Section 1 stresses that the Word of God reigns supreme in determining congregational ministry. It stipulates that any action taken contrary to God's Word is invalid. This ranges from action taken by one individual (e.g. a pastor) to an action taken by the voting membership.

Section 2 lays out the organizational rights of the congregation. This Example constitution is designed with a larger congregation in mind: large staff, multiple ministry programs (such as a school), a large budget with multiple sources of revenue. It is generally unrealistic to think that members of such a congregation can be well informed enough to participate in more tactical planning and decision-making. Thus, those responsibilities fall to a smaller leadership group. The congregation provides broader oversight of ministry in the ways delineated in Section 2.

Section 3 explains that ministry planning and operational decisions fall to the Council of Ministry and called workers. Additional leadership and management groups – Boards, Ministry Action Teams, etc. – will be described later and serve under the oversight of the Council of Ministry.

## **Article VII: Public Ministry**

### **Section 1: The Right to Call**

The congregation has the exclusive right to call pastors, teachers, and staff ministers. The position of pastor or principal/director must be extended through the congregation. With other called worker positions, the congregation may choose to delegate the responsibility of extending calls to a smaller group.

### **Section 2: Qualifications**

The offices of pastor, teacher, and staff minister in this congregation shall be conferred only upon such individuals who are qualified for this ministry and publicly and without reservation profess their acceptance of and adherence to Article II of this Constitution, and such acceptance and adherence shall be required of them in the call extended by the congregation (Ephesians 4:11-16; 1 Timothy 3:1-7; Titus 1:6-9; Romans 12:6-8).

### **Section 3: Vacancies**

In case of a vacancy in the office of pastor, staff minister, or teacher or when the congregation desires to call additional called workers, the congregation shall notify the president of the district so that he may assist in temporarily filling the vacancy and in giving his good counsel in regard to the calling of a new pastor, teacher, or staff minister.

Article VII, Section 1 designates who has the right to extend a divine call – the congregation.

Some calls include a high degree of oversight over doctrine, practice, and other called workers, e.g. a pastor or (depending on the position description) a principal/director. Section 1 stipulates that such calls must be extended through the congregation. This would occur at a properly communicated congregational assembly. All communicant members would be allowed to share their opinions on the call. The call would ultimately be issued through the voting membership.

Section 1 allows for other calls to be extended to a smaller group vested by the congregation with that authority, if that is deemed more practical. Imagine a congregation with over a dozen called workers working within the elementary school and/or early childhood ministries. In such a congregation there will likely be multiple calls issued every year for various teacher positions. It might be that congregation chooses to vest another group with the authority to call such individuals. For example, the congregation needs a sixth-grade teacher, preferably who could also oversee the school technology. At a joint meeting of the Council of Ministry and School Team, a call for that position might be discussed. Eventually the Council of Ministry and male members of the School Team would extend the call.

Section 2 states the qualifications for called workers. Note that those qualifications are the same for all classifications of called workers. Thus, this article assumes any pastor, teacher, or staff minister will subscribe to the confessional standard described in Article III.

Section 3 explains the process to fill a ministry vacancy.

## **Article VIII: Removal from Office**

### **Section 1: Congregational Officer**

If anyone who holds an elected office in the congregation willfully neglects his duty and upon due admonition does not amend, the congregation has the right and eventually the duty to remove him from office and to elect another in his place (I Timothy 3:8-13).

### **Section 2: Called Worker**

Sufficient and urgent causes for removing a called worker are persistent adherence to false doctrine, scandalous life, willful neglect of duty or established inability to perform the duties of his office (1 Timothy 3: 1-7; Titus 1:6-9). In such a case the advice and good counsel of the appropriate district officer shall be sought.

Article VI, Section 3 described service on the council of ministry. Article VII described service in public ministry. Now, Article VIII establishes clear and fair procedures for the removal of church officers, called workers, or other congregational leaders from their positions within the congregation when, sadly, it becomes necessary. Article VIII is essential for maintaining the integrity, accountability, and proper functioning of church leadership by providing a structured process for addressing situations where one is no longer fit to serve.

## Article IX: Separation or Dissolution

### Section 1: Separation

If at any time a separation should occur in this congregation, the property and all equipment of this congregation shall remain with that portion of the membership which adheres to this Constitution, regardless of number.

### Section 2: Dissolution

In the event of the dissolution of the congregation, the Council of Ministry shall, after paying or making provision for the payment of all the liabilities of the congregation, dispose of its remaining assets, if any, exclusively for the purposes of the congregation, by distributing, at the direction of the congregation, the remaining assets to (and only to) one or more organizations with which the congregation is in fellowship, which shall at the time qualify as exempt organization(s) (under section 501 (c) 3 of the Internal Revenue Code of 1994 or the corresponding provision of any future United States Internal Revenue Code).

Article IX serves to outline the formal process by which a congregation may disband or separate from a synod or denomination. In a Lutheran constitution, an article on separation or dissolution has the following aims.

*Provide legal clarity.* The article offers a clear legal and procedural framework for the dissolution of the church or its separation from a larger governing body. This ensures that the process is orderly and follows established guidelines, reducing confusion or conflict during what can be an emotional time.

*Protect assets.* The article often details how the church's property and financial assets will be handled upon dissolution. This might include provisions for transferring assets to another congregation, the synod, or ministry efforts, ensuring that church resources continue to serve a Christian purpose.

*Guard doctrine and mission.* A separation or dissolution article ensures that any decision to separate is made in line with the church's confessional stance. This protects the integrity of the congregation's theological beliefs and its mission in the event of significant structural change.

Overall, the article is designed to facilitate a respectful and orderly process, ensuring that the congregation's mission and assets are handled faithfully even in times of significant change.

Note that, if a congregation were to sadly split over a doctrinal issue, the ability of Article IX, Section 1 to ensure that the church property remains with the group that adheres to the confessional standards established in Article III is limited. Historically, courts do not want to be put in the position of attempting to evaluate whether or not a congregation is adhering to a theological confession. Nevertheless, it is good and right to include that stipulation in this article.

## **Article X: Amendments and Alterations**

### **Section 1: Unalterable and Unrepealable Articles**

Inasmuch as they express clear, scriptural teachings, the following articles of this constitution shall be unalterable and unrepealable: Article III—Confessional Standard; Article IV—Church Affiliation.

### **Section 2: Process for Altering or Repealing Articles of the Constitution**

Proposals to alter or repeal any alterable or repealable article of this Constitution or to add an article shall be submitted in writing to the Council of Ministry. Any proposal shall be publicly announced a minimum of two Sundays immediately preceding the congregational meeting in which the proposal shall be discussed. Any proposal shall be discussed in an initial congregational meeting and voted on in a subsequent meeting held no less than one week after the initial meeting. A two-thirds vote of the voting members present shall be required to alter or repeal any alterable or repealable article of this Constitution or to add an article.

### **Section 3: Processes for Repealing or Amending Bylaws**

Any and all bylaws may be repealed or amended by a majority vote of the voting members present at any regular meeting, provided that public notice of this proposed action shall have been given the congregation on at least two Sundays prior to the time of the meeting, and provided that the proposed amendment has been submitted in writing to the Council of Ministry for its study and recommendation.

Article X outlines the procedure for making changes to the constitution or bylaws. Its purpose includes:

*Maintaining flexibility.* This article allows the church constitution to evolve over time, adapting to new challenges, legal requirements, or changing needs of the congregation, while still preserving core doctrinal commitments.

*Safeguarding theological beliefs.* Section 1 places restrictions on amending sections of the constitution related to doctrine or confessional statements. This ensures any changes to the congregation's operating processes don't compromise the theological foundation of the congregation.

*Clarifying process.* This article establishes the procedure for proposing, discussing, and voting on amendments. Note that the procedure includes advance notice, a required majority vote, and involvement of church leadership, ensuring transparency and consensus.

# Bylaws

## Bylaw Article I: Meetings of the Congregation

### Section 1: Frequency of Meetings

- A. An annual congregational Business Meeting shall be held to approve the annual plan for ministry, the corresponding budget, and to elect members to the Council of Ministry as needed. This Business Meeting shall be called by the Council of Ministry by publicly announcing the date and place at least two Sundays prior to the date of the meeting.
- B. Additional congregational meetings may be held at other times of the year subject to a call by the Council of Ministry or at the request of twenty percent of voting members within the congregation. Such meetings must be announced according to the general rule set forth in Section 2A with the purpose(s) clearly stated.
- C. The president of the congregation, vice president, or their designated Council of Ministry member shall preside at all congregational meetings.
- D. No one shall bring to any meeting a charge or complaint against any member or against a pastor, staff minister, or teacher unless he has first admonished him in a Christian manner in the spirit of Matthew 18:15-20.
- E. The meetings shall be conducted according to good, Christian order.

Bylaws Article I, Section 1 lays general parameters for congregational meetings. This Example only requires one meeting annually. It is referred to as the “annual congregational business meeting” instead of “Voters Meeting” to stress that all communicant members are encouraged to attend and share their thoughts and opinions on the proposed annual plan for ministry.

Section 1B allows for additional meetings to be called throughout the year as needed. Generally, if that gathering is to allow members to ask questions, share opinions, and provide input on congregational information that has been shared, that gathering is called an “open forum.” If it is believed that a formal vote will need to be taken on some issue (e.g. extending a divine call), it is generally called a “congregational meeting.”

Section 1C stipulates who shall run the meeting. Generally, it is the congregational president. However, if the aim is to hold a congregational open forum with wide-ranging discussion, the president may wish to designate someone with training in group facilitation to guide that portion of the meeting.

Section 1D encourages addressing conflicts or grievances directly and privately, following the biblical principle of resolving disputes first between the individuals involved. It reflects Jesus' teaching in Matthew 18:15-20, which prioritizes personal confrontation and reconciliation over public accusation. Addressing issues privately before escalating them to a public forum helps prevent unnecessary conflict and potential embarrassment for those involved. This can reduce the likelihood of conflicts becoming larger, more public disputes that might negatively impact the congregation's unity.

Section 1E simply calls for meetings to be conducted in an orderly way. Sometimes constitutions will recommend a process, such as *Roberts Rules of Order*. In reality, those rules are rarely followed. In the vast majority of congregations, when utilizing a well-facilitated consensus-building approach, this order is achieved without having a guidebook.



## ARTICLE II: Meetings of the Congregation (continued)

### Section 2: Voting Membership

- A. Article VI, Section 2 of the Constitution stipulates that the congregation has general oversight of ministry efforts. To this end, the congregation will occasionally need to make authoritative and binding decisions for the good of others. Examples would be:
- the calling or removing of a called worker,
  - the electing or removing of a member of the Council of Ministry,
  - the adoption of a ministry plan and corresponding budget,
  - the approval of major congregational loans or purchases,
  - the dissolution or consolidation of the congregation.
- Such decisions will take place at a properly called congregational meeting where all communicant members in good standing are invited to voice their thoughts and opinions. The congregation shall then make such decisions through its voting membership.
- B. All communicant members who meet all the following criteria shall be considered voting members:
1. Voting members must be male, since making authoritative, binding decisions is an exercise of headship (1 Corinthians 11:3; 1 Corinthians 14:34; 1 Timothy 2:12).
  2. Voting members must have attained the age of eighteen, since making good decisions requires a level of experience and maturity.
  3. Voting members must have attended in-person a minimum of half of the regular worship services in the previous calendar year, since voters will make decisions for the good of other members which requires a familiarity with those members. (The Council of Ministry may waive this criterion for new members who meet the other criteria.) **(Think this subsection through before inclusion. There are a number of caveats related to it.)**
  4. Voting members must be in good standing. (I.e. He must not be currently under some form of church discipline.)
- C. The voters present at a properly called meeting shall constitute a quorum to do business. A simple majority of the votes cast by the voting members present at a properly convened meeting of the congregation will be sufficient for such decisions except as otherwise provided in this constitution and bylaws.

Bylaws Article II, Section 2A establishes the need for voting membership. At times there will need to be binding decisions, ones that are a clear exercise of Biblical headship. The bulleted text in Section 2A are examples of decisions typically considered to be appropriately made by voting membership.

Section 2A also specifies that at any meeting where the voting membership functions, it is done after all communicant members in good standing have been invited to share their ideas and insights. This is in keeping with the encouragement provided by WELS Conference of Presidents.

“Just as in a marriage a husband seeks the good counsel of his wife and a wife positively influences her husband, men and women do the same in a congregation.”<sup>1</sup>

Bylaws Article II, Section 2B establishes the criteria for voting membership. Exercising loving Christ-like authority in his Church is a great privilege and is to be done for the good of others. Points 1, 2, and 4 are relatively common in Lutheran constitutions. Point 3 – requiring one to have attended at least half of regular weekend services in the previous year – is somewhat unique. However, a congregation would want decisions about mission and ministry to flow from hearts and minds in which the Spirit has created a level of spiritual maturity. The Spirit does that through his Means of Grace. Moreover, as the Bylaws state, “...voters will make decisions for the good of other members which requires a familiarity with those members.”

One might ask, “Won’t this prohibit some men from voting who are simply limited in their ability to attend because they are homebound or work most weekends?” Yes. In the case of homebound members, they did not vote anyway, as almost no constitutions allow voting by proxy. With those who work, there is still the issue of familiarity with the people and ministry within the congregation. One cannot make an informed decision for the good of fellow members if work prevents him from regularly engaging with them.

It must be noted that this is not a form of discipline (unlike criterion #4). Members who do not meet criterion #3 still retain the most important privileges of membership: to hear God’s Word, to receive the sacrament, to be absolved of sin, to make use of the congregation’s ministries (e.g. school), to enjoy fellowship with members, to receive visitation when sick or homebound, to receive spiritual counseling from the pastor, etc. However, the responsibility of voting is retained for those members who are regularly engaged with the congregation’s ministry and other members of the congregation. That cannot happen if a member is rarely present when the church gathers.

Obviously, to enact criterion #3, it is important that the congregation have a solid system for tracking the in-person worship of membership. In the vast majority of our congregations, where attendance is fewer than 100, this is not challenging. It simply requires the pastor (and/or other church leaders) to spend some time after worship making note of who was present. In larger congregations it requires more formal methods of tracking in-person worship (e.g. Connection Cards). Such methods are shared in the elder training program on [welscongregationalservices.net](http://welscongregationalservices.net). Don’t include this in your bylaws unless you are committed to maintaining accurate attendance records and reviewing attendance. A clear plan and method for informing members in advance of the meeting regarding their voting eligibility must also be in place. You will want avoid publicly embarrassing a member by announcing in the voters assembly he is not an eligible voter.

Bylaws Article II, Section 2c simply stipulates that, generally, a quorum for voting, when necessary, is the simple majority of voting members present at that congregational meeting. There are a few exceptions (e.g. amending the constitution) that are then articulated in the constitution or bylaws.

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<sup>1</sup> Ibid 20.

## **Bylaw Article II: Council of Ministry**

### **Section 1: Purpose of the Council of Ministry**

The Council of Ministry shall be responsible for the spiritual and material affairs of the congregation. As servant-leaders, the Council of Ministry shall demonstrate selfless love and service for the well-being, spiritual growth, and unity of all the members. The Council of Ministry is accountable to God and all the members of the congregation.

The members of the Council of Ministry shall work together with and support the called workers in carrying out the ministry of the congregation in accord with Scripture and the stated mission of the congregation.

### **Section 2: Responsibilities of the Council of Ministry**

The congregation entrusts the Council of Ministry the following responsibilities:

- Serve as an example to the congregation, adorning their high office with a godly way of life (1 Timothy 3:8-12)
- Care in love for their fellow members who have special needs (Galatians 6:9-10)
- Oversee the work of the Boards, Committees, and Coordinators outlined in these Bylaws
- Handle all issues related to membership changes
- See to the production and implementation of all congregational plans and budgets
- Oversee all of the congregation's programming
- Implement the congregation's policies and resolutions
- Administrate the physical and financial resources of the congregation
- Serve as a link between the congregation and synod/district
- Be responsible for all other matters pertaining to the good and welfare of the congregation

The Council of Ministry shall make certain its decisions regarding important matters of congregational spiritual life and business align with the long-range and annual ministry plans approved by the congregation.

The Council of Ministry shall control the corporate property of the congregation according to the direction given to it by the congregation. The Council of Ministry is hereby empowered to borrow money, pledge the assets of the congregation, sell, lease

or otherwise dispose of the real and personal property of the congregation all at the direction of the congregation. It shall also have the right to acquire property by any legal means as directed by the congregation.

### **Section 3: Qualifications for the Council of Ministry**

The first New Testament congregation at Jerusalem chose men “full of the Spirit and wisdom” (Acts 6:1-6) to aid the apostles in the administration of its affairs. This congregation shall choose Council of Ministry officers with like qualifications (1 Timothy 3:8-13). These officers must meet all the criteria for voting membership described in Article II, Section 2B of these Bylaws. Additionally, they must have reached the age of twenty-one at the time of the elections at the annual business meeting. The respect and esteem of the congregation are due these officers in the performance of their duties, and they shall be given its cooperation. They shall conduct themselves in a manner befitting their responsible office (1 Timothy 3:8-13).

Bylaws Article II deals with the Council of Ministry, the one elected body in this Example constitution.

Section 1 states, “The Council of Ministry shall be responsible for the spiritual *and* material affairs of the congregation.” Thus, the men elected to the Council of Ministry oversee things like budgets and insurance policies and maintenance (material affairs.) They also are responsible for insuring that the doctrine and practice of the congregation conform to the Word of God and Lutheran Confessions (spiritual affairs). This is reinforced in Section 2, where some of the delineated responsibilities relate to business and operations, and others relate to loving spiritual service of members.

Section 2 instructs the Council of Ministry to “make certain its decisions regarding important matters of congregational spiritual life and business align with the long-range and annual ministry plans.” This relates to what was established in the Constitution, Article VI, Section 2, which stipulated that passing ministry plans is one of the ways the congregation has oversight of congregational ministry. If the Council of Ministry (or a Board or Committee or Team) wanted to pursue a course of action that is not found in the long-range or annual ministry plan, it would seek permission from the congregation first.

Section 2 closes by placing some major legal responsibilities upon the Council of Ministry. This is the group that is responsible for major purchases, taking out loans, etc. Section 2 specifies this is “directed by the congregation,” i.e. it will be a result of the consensus-building process and, quite possibly, a vote cast by the voting membership. What Section 2 doesn’t specify is any details or qualifications regarding those functions. For example, does the Council of Ministry need to get congregational approval for a purchase of a storage shed that will be paid off in six installments? Technically, that is a loan, but it probably falls within the operating budget. Such details or qualifications can be written into operational policies, rather than written into the bylaws.

Bylaws Article III, Section 3 provides the qualifications for service on the Council of Ministry. The text is standard for Lutheran governance Examples. However, this is a vital section for the health of a congregation. A congregation needs spiritually mature leaders. Thus, Section 3 specifies that anyone serving on the Council of Ministry must meet the criteria for voting membership described in the Bylaws.

Since this Example constitution is intended especially for larger congregations, in Section 3, it stipulates an age requirement higher than that of voting membership. In a larger congregation with more complicated operations, it is probably wise to let a younger member gain experience by serving on some ministry operational group below the Council of Ministry.

## **Bylaw Article III: Council of Ministry (continued)**

### **Section 4: Structure of the Council of Ministry**

- A. The congregation shall elect at its annual Business Meeting, specified in the Bylaws, Article II, Section 3, a Council of Ministry that includes the following congregational officer positions:
  - a. President
  - b. Vice-President
  - c. Secretary
  - d. Chairman of the Board of Elders
  - e. Chairman of the Board of Education
- B. At that annual Business Meeting, the congregation may also elect as many additional Ministry Officers as the congregation has determined is necessary for the effective oversight of congregational operations.
- C. The total number of officers needed—those enumerated in Section 3A, plus those referenced in Section 3B – shall, from time to time, be recommended by the Council of Ministry and established by a resolution of the congregation. The Council of Ministry shall not be fewer than the officers enumerated in Section 3A.

Bylaws Article III, Section 4A, stipulates five mandatory officer positions. Two of those positions call for the existence of other leadership groups – the Board of Elders and Board of Education – to which the Council of Ministry would delegate certain responsibilities. Obviously, the Council of Ministry could be larger. Thus, the congregation will want to wrestle with the following questions.

#### *How Large a Council Is Needed?*

Section 4B enables flexibility, allowing the congregation to elect additional Ministry Officers beyond the five mandatory officers stipulated in section 4A. The need for these positions is probably determined by how many Boards or Committees or Ministry Action Teams the congregation believes are necessary for the effective operations of the church.

This Example constitution is intended to serve as an example of governance for larger congregations. Such congregations potentially have many ministry programs. Imagine a large congregation wanted to have the following standing operational groups:

1. Shepherding Committee
2. Visitation Committee
3. Board of Elders
4. Board of Education
5. Adult Discipleship Committee
6. Youth Discipleship Committee
7. Outreach Committee
8. Worship Committee
9. Stewardship Committee
10. Finance Committee
11. Building and Grounds Committee/Trustees
12. Fellowship Committee

13. Communications Committee
14. Public Relations Committee
15. Long-Range Planning Committee

Not all those groups would need to be led by someone who sits on the Council of Ministry. But it would probably be beneficial if someone from the Council of Ministry served on most of those groups. That would provide a communications connection, so that the men who have been elected by the congregation to have oversight of the material and spiritual affairs of the congregation (as stipulated in Bylaws Article II, Section 1) are aware of all the ministry efforts taking place in these various operational groups.

In this example, it raises the question of whether the five officers mandated by Section 4A and the pastor(s) are adequate to have Council of Ministry representation on those fifteen operational groups. If not, Section 4B allows the congregation to elect additional “at large” Ministry Officers. They could serve in those operational groups, without necessarily needing to be the leader of them, providing that communications connection between the ministry operations group and the Council of Ministry.

#### *Council of Ministry: Management or Oversight?*

One might ask, if a congregation is going to have a large number of operational groups, should Section 4A call for more than five mandated officer positions. Congregations have done that, adding officer positions like Chairman of the Board of Outreach, Chairman of the Board of Property, Chairman of the Fellowship Committee, etc. When wrestling with this, there is an important question congregations will ask themselves. Do we want the Council of Ministry officer providing *management* or *oversight* of the operational group? Note that Section 4B calls it “oversight.” Management and oversight are different skill sets.

*Management* is more about the day-to-day operations. If you manage a congregational operational group, you need to be able to action plan: breaking objectives or initiatives into manageable steps and assigning due dates and resources to each of those steps. You need to be willing to do volunteer recruitment as needed. When managing a vital operational group of a congregation, in an average week, there will likely be things for you to do on multiple days: a communication to make, a report to produce, etc. **Management is primarily a service position. It is typically more labor intensive.**

*Oversight* is more about ensuring that what the operational group is doing is in line with both the congregation’s long-range plans (mission, vision, values) and annual ministry plan (i.e. that operational group’s annual objectives and budget). A person in a position of oversight may need to encourage the operational group to stay on task (i.e. the approved annual plan). That person also keeps the Council of Ministry informed about any possible plan revisions (e.g. if a new budget issue in that operational group arose). However, it is not as much day-to-day work. **Oversight is primarily a leadership position.**

In this Example constitution, rather than thinking a Council of Ministry member needs to manage every operational group, the Council of Ministry is allowed to appoint someone to coordinate the work of that group. This allows the Council of Ministry to hand-pick someone who possesses a) the needed management skill sets, b) the passion and/or experience in that ministry, and c) the time to provide effective management. A Council of Ministry member can then serve on that operational group, providing oversight, without having to also do the day-to-day management.

#### *Ministry Group: Service or Authority?*

WELS Conference of Presidents writes:

Ministries have achieved a more robust male and female partnership by distinguishing clearly between positions that do or do not exercise headship. A non-headship level of ministry teams is a wonderful place for men and women to collaborate... A congregation may even consider minimizing the number of headship level groups and expanding the number of teams that are actively serving. (underlining added)<sup>2</sup>

A congregation will want to prayerfully wrestle with whether a ministry operational group is providing headship, making binding decisions that reflect application of doctrinal principles, or whether the operational group exists more to serve the congregation's mission and adopted plan for ministry.

In some cases, clearly the operational group does the former. For example, the Board of Elders might need to enact church discipline with individuals who are living in unrepentant sin. The Board of Education may tell teachers, "Here is the theological curriculum you will be using." Those are matters of headship. Thus, the authority being exercised in those decisions is such that God has entrusted to men within the congregation.

In other cases, the operational group is simply individuals volunteering to serve the congregation by carrying out objectives established in the ministry plan. Consider the Fellowship Committee. Perhaps the congregation's annual plan of ministry calls for there to be a number of congregational events that bring members together in a way they might socialize and become better connected: a summer church picnic, a church Christmas party, mid-week Lenten meals, new-member celebrations, etc. The congregation decided to steward the Lord's dollars for this ministry effort. All the activity that must take place for those objectives to now be fulfilled—planning a menu, setting up tables, perhaps decorating, recruiting volunteers—is loving service done to fulfill the congregation's wishes. Not only could men and women serve together on such a committee, but it might also be that the day-to-day coordination of this committee is entrusted to a woman.

A congregation that wants to "[achieve] a more robust male and female partnership," making better use of the ideas, skills, and passion of women for ministry, may want to clearly define the responsibilities of the operational groups to indicate that such groups are service entities, open to men and women. Likewise, the congregation will produce carefully crafted position descriptions for coordinator positions.

As congregations wrestle with these three questions, it would demonstrate love and appreciation for our broader church body if constitutions in WELS congregations, as much as possible, were consistent in terminology, even in cases where Scripture hasn't defined that terminology. That would help avoid confusion and possibly causing offence.

The glossary included in these governance resources reserves the term "Council" or "Board" for operational groups within a congregation that regularly exercise headship. The English vernacular typically connects binding authority with groups that bear that name. Thus, in our WELS congregations, we would use "Council" or "Board" for ministry operational groups that are limited by Scripture to service by men. The terms "Committee" or "Team" can be used when referring to operational groups that are more service oriented, open to both men and women to participate. Likewise, the glossary reserves the term "Chairman" when the management of that ministry operational group includes exercising authority. It suggests the term "Coordinator" when the management of that ministry operational group is simply providing that specific service to the congregation and others in that group, i.e. the service of coordinating the efforts of that group.

### *In Summary*

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<sup>2</sup> Ibid 19



The congregation will want to prayerfully wrestle with the congregational structure, so that is upholds the Biblical head/helper principles, while also not placing restrictions on the service of women that goes beyond Scripture.

The congregational officer positions listed in this Example, Bylaws Article III, Section 4A, are the positions that will, of necessity at times, include the responsibility of exercising selfless, Christ-like authority over others. But with those other Committees, it simply depends on the congregational aims and the position descriptions.

In some cases (as this Example constitution will illustrate), the congregation might choose to have an organizational “group within a group.” For example, take the vital ministry task of pursuing members who are drifting from church. The first steps in attempting to reclaim those members is simply evangelical encouragement. For example, if a member is absent from church for four straight weeks, another member calls them with encouragement. *“Hey, just calling to see if everything is ok. I’ve missed you at church.”* If the absent member is a woman, perhaps that phone call might be better received if it came from another woman. So, this Example suggests having a Soul Care Team, consisting of men and women, overseen by the Board of Elders, which would consist of men. The Soul Care Team would provide those initial inquiries and encouragement to straying members. When the straying member’s obstinacy rises to the level of requiring admonition, an Elder would step in for that church discipline work. This would represent “a more robust male and female partnership” that would be beneficial to gospel ministry.

If the congregation determines that, in their context, it is wisest to have the members of the Council of Ministry to provide both *oversight* and *management* for every operational group, they could add required chairmen positions to Section 4A and eliminate Section 4B.

## **Bylaw Article III: Council of Ministry (continued)**

### **Section 4: Structure of the Council of Ministry (continued)**

- D. The term of office for each member of the Council of Ministry shall be three years. No officer shall serve more than two consecutive full terms. He shall again be eligible for election one year after the expiration of his second full term of office.
- E. The term of one third of the members of the Council of Ministry, if possible, shall expire each year. Such expired terms are to be filled by election at the annual Business Meeting. Each member shall serve until his successor is installed.
- F. The pastor(s) of the congregation shall be an ex-officio advisory member of the Council of Ministry.

Section 4D and 4E describe length of terms and how many expire in an average year. Those timeframes can be adjusted to best fit your local context. In this Example, there are term limits placed on service in the Council of Ministry. This is to allow for the privilege and responsibility of this work to be more broadly shared. Having term limits also allows for the new perspectives which new council members might bring.

Section 4F has all the pastors of the congregation serving as ex-officio advisory members of the Council of Ministry. Sometimes congregations will make the pastor a voting member of the Council; however, that is typically when the Council of Ministry also serves as the Board of Elders. In this Example, those are two separate groups.

If a congregation were to have multiple pastors or a principal, or director, or a staff minister, and if it was deemed wise to have all those male called workers serving as ex-officio advisory members of the Council of Ministry, Section 4F could be changed. E.g., “The pastor, the principal, the director, and the staff minister shall be ex-officio advisory members of the council of ministry.”

## **Bylaw Article III: Council of Ministry (continued)**

### **Section 5: Election to the Council of Ministry**

- A. The president shall appoint a nominating committee consisting of not less than three members of the congregation and the pastor(s).
- B. The nominating committee shall solicit nominations for the Council of Ministry. Any communicant member who has reached the age of eighteen may make a nomination. They are to nominate a qualified individual only to one of the open offices on the Council of Ministry.
- C. The nomination committee shall ensure that anyone nominated meets the criteria for voting membership described in Article II, Section 2B of these Bylaws, as well as the age requirement (twenty-one) stipulated in Article III, Section 3 of these Bylaws. The nominating committee shall check with each qualified candidate as to his willingness to serve in the position to which he has been nominated.
- D. The nominating committee will submit their list of recommended candidates for the open positions to the Council of Ministry. The Council of Ministry shall produce and publish a final list of nominees at least two Sundays prior to the date of the annual Business Meeting. No additional nominations will be taken after this final list of candidates has been published.
- E. At its annual business meeting, after discussion, the voting membership shall elect the candidates. A majority of votes cast shall be necessary for election to a position on the Council of Ministry.
- F. As soon as possible after the elections, the new members of the Council shall be installed into their positions at a regular service and thus be presented to the congregation.

Section 5 establishes the process for electing the Council of Ministry. Some items of note.

- Any communicant member (likely to be older) can serve on the nominating committee. Their role is simply to collect names and determine if the men who are nominated a) are eligible to serve, according to the criterion of the Bylaws, and b) willing to serve. When the list of men who are nominated, eligible and willing has been compiled, that list is passed along to the Council of Ministry. The final decision of whether or not a name is brought forward to the congregation for discussion and the voting membership for election is up to the Council of Ministry.
- Any communicant member can nominate an individual for service on the Council of Ministry. Nomination is not an exercise of authority, but simply a recommendation.
- Section 5D specifies that the Council of Ministry will publish a final list. It does not mandate that list include every person who was nominated, is eligible, and expressed willingness to serve. The Council of Ministry may decide to bring forth a list of nominations that has one name for each open position. This perhaps lessens the chance of any hard feelings when one “loses” the vote.

- This Example does not allow for additional nominations being taken from the floor at the business meeting. The rationale is that if the nomination process is well established and conducted over an adequate period of time, there is no need for nominations from the floor.
- Section 5E indicates that in electing a nominee, one is making a judgment about their doctrinal fitness to serve. Thus, it gives the responsibility of electing church officers to the voting membership.
- Section 5F calls for a formal installation of Council of Ministry members annually. This is important. These men are being asked by God, through the church, to serve in a public capacity. While we typically reserve the term “divine call” to refer to full-time public ministry, there is certainly a high calling that these men have received.

## **Bylaw Article III: Council of Ministry (continued)**

### **Section 6: Duties of Council Officers**

#### **A. President**

- The president shall have general supervision of the affairs of the congregation and conduct all its business affairs according to established good order.
- He shall preside as chairman at all congregational and council meetings. (He may appoint a facilitator to oversee the process of consensus building.)
- He shall see to it that the councilmen carry out their responsibilities and offer reports to the council and congregation.
- He shall oversee the congregation's financial operations, including providing oversight of any individuals appointed or hired to manage the congregation's finances, e.g. congregational treasurer, congregational financial secretary, business manager, etc.
- He is authorized to sign documents and supervise expenditures of the congregation and Council of Ministry.
- He shall perform such other duties as outlined in this Constitution and Bylaws, or as assigned to him by the congregation.

#### **B. Vice-President**

- The vice-president shall assume the responsibilities of the president in his absence.
- He shall oversee a process whereby annually the workload, health, and financial well-being of all called workers is assessed and any concerns are addressed.
- He is authorized to provide the required second signature for all legal documents directed to be executed by the congregation.

#### **C. Secretary**

- The secretary shall keep minutes of all congregational and council meetings and submit them for revision and approval at each subsequent meeting.
- He is authorized to provide the required second signature for all legal documents directed to be executed by the congregation.

#### **D. Chairman of the Board of Elders**

- The chairman of the Board of Elders will provide spiritual leadership, oversight, and management to the Soul Care Committee and the Board of Elders.
- He will preside over all meetings of those two groups.
- He will ensure the elders fulfill their responsibilities to support the pastoral ministry.
- He will oversee a system for addressing delinquency.

- He will work with the pastor to provide necessary training to members of the Soul Care Committee and Board of Elders.
- He will maintain records of the meetings of the Soul Care Committee and the Board of Elders.
- He shall be responsible for producing an annual ministry plan and budget for the Soul Care Committee and Board of Elders.
- He will report on the activities and concerns of the Soul Care Committee and the Board of Elders to the Council of Ministry.

#### E. Chairman of the Board of Education

- The chairman of the Board of Education will provide spiritual leadership, oversight, and management of the School Committee and the Board of Education.
- He will preside over all meetings of those two groups.
- He will work closely with the pastor(s), principal, teachers, and congregational leadership to ensure the educational ministry is aligned with the mission, vision, and values of the congregation.
- He will manage a volunteerism system within the school-related ministry of the congregation.
- He will maintain records of the meetings of the School Committee and Board of Education.
- He shall be responsible for producing an annual ministry plan and budget for the School Team and the Board of Education.
- He shall work with the principal or director in producing an annual ministry plan and budget for the school.
- He will report on the activities and concerns of the School Committee and Board of Education to the Council of Ministry.

Bylaws Article III, Section 6 specify the duties of the officers. They are fairly typical and use normal verbiage in describing officer duties.

Section 6B does place a unique and increasingly needed duty on the Vice-President. He oversees a process where the overall well-being of called workers is assessed annually. More ideas about how the Vice-President might fulfill this responsibility can be obtained from WELS Care Committee for Called Workers, which has resources located at [welscongregationalservices.net](http://welscongregationalservices.net).

Section 6D and 6E describe the duties of the chairman of the Board of Elders and Board of Education. The duties of the Board themselves are stipulated later in these Bylaws.

It may be wise for the congregation to produce a more detailed position description for all those officer roles. Those positions descriptions would delineate every responsibility and expectation of the office. It could also suggest an approximate average amount of time spent monthly in this role.



## **Bylaw Article III: Council of Ministry (continued)**

### **Section 7: Meetings of the Council of Ministry**

The Council of Ministry shall meet at regular intervals as determined by the Council of Ministry. Special meetings may be called by the pastor(s) or the president. The council shall not convene to transact business without the knowledge of the pastor. A majority of the members of the council shall constitute a quorum.

### **Section 8. Council Vacancies**

In the event of a vacancy on the Council of Ministry, the vacancy shall be filled by appointment of the president, with approval of the Council of Ministry, and effective until that term expires.

In keeping with the flexible nature of this Example, Bylaws Article III, Section 7 calls for the Council of Ministry to meet regularly, without stating what that regular interval should be. Monthly is typical.

In determining the frequency of Council of Ministry meetings, it is wise to have them frequently enough that the need to “talk shop” at the worship service is minimized. When God’s people gather, the Council of Ministry needs to focus on connecting with the saints, finding how their week went, warmly welcoming any worship guests, etc. That is *not* the time to discuss the budget or ministry plan, but the time to connect with the people who have come into God’s house.

Section 8 provides a simple way to fill vacancies.



## **BYLAW ARTICLE IV: Soul Care Committee & Board of Elders**

### **Section 1: Soul Care Committee**

- A. The Soul Care Committee shall have the following responsibilities:
  - help foster the spiritual welfare of members by encouraging regular participation in Word and Sacrament and addressing instances of neglect,
  - provide an example for membership by participating regularly in worship and Bible study,
  - care in love for their fellow members who have special needs.
- B. Members of the Soul Care Committee are appointed by the Council of Ministry. The Council may appoint as many members as it believes is necessary to effectively fulfill the responsibilities of the Soul Care Committee.
- C. Service on the Soul Care Committee is open to any communicant member in good standing.
- D. The Soul Care Committee shall meet as regularly as is needed for effectively carrying out the responsibilities delineated in Section 1A.

### **Section 2: The Board of Elders**

- A. The Board of Elders shall have the following responsibilities:
  - assist the pastor in administering the spiritual affairs of the congregation, including assisting with visitation ministry as needed,
  - insure that regular worship services are conducted in good order,
  - practice loving church discipline when necessary, following the principles established in Matthew 18:15-18. (Note that when church discipline reaches the point of excommunication, that shall require a unanimous vote at a combined meeting of the Board of Elders and the Council of Ministry.
- B. The Chairmen of the Board of Elders is elected by the congregation. The Council of Ministry may appoint as many additional elders to this Board as it believes necessary to effectively fulfill the responsibilities of the Board of Elders.
- C. Service on the Board of Elders is open to any voting member of the congregation.
- D. The pastor(s) shall be an ex-officio voting member of the Board of Elders.
- E. The Board of Elders shall meet as regularly as is needed for effectively carrying out the responsibilities delineated in Section 2A.

Article IV establishes a group-within-a-group for the purpose of soul care, particularly the quick and zealous pursuit of delinquent members. As was mentioned previously, the initial steps of that pursuit is simply contacting straying members to ascertain why they have not been to worship for a period of time. The assignment of those contacts is the responsibility of the Chairman of the Board of Elders. Article III, Section 6D stipulates that individual is to provide oversight and management for both of these groups.

For Article IV to be faithfully followed, the following must be present:

- The congregation will have a good system for tracking member engagement, such as worship attendance.
- The congregation will have a soul care system, in writing, that is followed without waver. E.g. Step 1 – When a member misses for four straight weeks, a member of the Soul Care Committee phones them to provide encouragement. Step 2 – When a member misses for eight straight weeks, a member of the Soul Care Committee visits to provide encouragement. Step 8 – When a member misses for thirty-two straight weeks, a member of the Board of Elders and a pastor visit to issue admonition about unrepentant sin.
- The congregation will offer training for both of these operational groups.

It is important for the congregational leadership to communicate that tracking attendance and having a soul care system flows from love for the souls Christ has led into the congregation.

Section 2A begins to explain the process of excommunication. More will be shared in a later Bylaw on Congregational Membership. For now, we simply highlight the fact that Section 2A stipulates that excommunication requires a unanimous vote of a proper quorum at a joint meeting with the Council of Ministry and the Board of Elders. This is a step back from the more traditional standard, which is that excommunication required a unanimous vote of voting members. Entrusting this responsibility to the men who serve on the Council of Ministry and Board of Elders is intended to prevent one voting member from blocking a needed excommunication for some reason. (E.g. A grandfather refuses to excommunicate his grandson, who is clearly living in unrepentant sin.)

You note with both these groups, the only individual who is elected is the Chairman of the Board of Elders. This allows for a quicker, more nimble process when there is a need to staff or increase the size of these operational groups. It also avoids the damage done when there are elections with “losers.” (That tends to harm future willingness to stand for election.)

## **BYLAW ARTICLE V: School Committee and Board of Education**

### **Section 1: School Committee**

- A. The School Committee shall have the following responsibilities:
  - promote all the youth educational agencies of the congregation,
  - serve as a liaison between parents, staff, and the congregation,
  - plan and coordinate school events, fundraisers, and community outreach,
  - offer recommendations and feedback to the Board of Education for consideration,
  - provide support and encouragement to all school faculty and staff through recognition, resources, and fellowship activities,
  - assist in maintaining facilities and organizing volunteer efforts.
- B. Members of the School Committee are appointed by the Council of Ministry. The Council may appoint as many members as it believes is necessary to effectively fulfill the responsibilities of the School Committee.
- C. Service on the School Committee is open to any communicant member in good standing.

### **Section 2: The Board of Education**

- A. The Board of Education shall have the following responsibilities:
  - ensure adherence of all school ministries to the congregation's mission and values,
  - address major disciplinary or policy concerns escalated by the school team or staff,
  - provide final approval of curriculum in alignment with Lutheran doctrine,
  - approve the school's annual budget to be sent to the congregation for final approval,
  - formulate all policies to be followed in the educational phases of the congregation's work. (Note that all policies regarding divinely called teachers must be passed at a joint meeting of the School Team and the Council of Ministry. The voting on these policies shall be done by the voting members of those two groups.)
- B. The Chairmen of the Board of Education is elected by the congregation. The Council of Ministry may appoint as many additional members to this Board as it believes necessary to effectively fulfill the responsibilities of the Board of Education.
- C. Service on the Board of Education is open to any voting member of the congregation.

Article V establishes a group-within-a-group for the purpose of providing oversight and management to school-related ministries, e.g. early childhood ministries, elementary school, etc.

The School Committee consists of men and women who are appointed by the Council of Ministry to fulfil the responsibilities delineated in Section 1A. In the past, these responsibilities have sometimes been carried about by an all-male Board of Education. What is the rationale for the pivot?

- First, most of the faculties in WELS consist primarily of women. Having a School Committee that includes women allows female faculty members to have other women they can talk to about issues about which they would perhaps not feel entirely comfortable talking to men.
- Second, studies have shown that typically it is the mother who is more engaged with what is happening in her child's education. Therefore, having a women's perspective when school issues are discussed is wise, and aligns with the encouragement of the Conference of Presidents to make appropriate use of the ideas and insights of women.
- Third, the bulleted responsibilities in Section 1A are acts of service, not authority. To prohibit women from these acts of service is unnecessarily restrictive.

Section 2 establishes the Board of Education. The only individual who is elected is the Chairman of the Board of Elders. Additional members are appointed by the Council of Ministry. This allows for a quicker, more nimble process when there is a need to staff or increase the size of these operational groups.

The final bulleted item in Section 2A assumes that the Board of Education will likely be a much smaller subset of the School Committee. Thus, to have more collective wisdom brought into policy decisions, policies affecting teachers called to serve the school would be voted on at a joint meeting of the Council of Ministry and School Committee. Such policy decisions will often constitute an act of authority over those called workers. Thus, after everyone is allowed to share their thoughts on the policies, the final vote falls to the voting members, i.e. the Council of Ministry and Board of Education. Having the Council of Ministry involved in such decisions (i.e. ones that affect called workers) also aligns with the overall oversight of material and spiritual affairs that Article VI, Section 3 of this Constitution gives to that operational group.

## **BYLAW ARTICLE VI: Coordinators & Ministry Action Teams**

### **Section 1: Flexible Organization**

- A. The organizational structure of the congregation for carrying out any additional ministry programs and activities shall be flexible. The Council of Ministry may use any or all of these methods:
  - 1. The Council of Ministry may appoint a standing Ministry Action Team to conduct a ministry program or activity. This ministry action team shall have a coordinator either appointed by the Council of Ministry or chosen by the ministry action team members.
  - 2. The Council of Ministry may appoint a coordinator (with no surrounding Ministry Action Team) who will receive training and direction and then work together with others to conduct a ministry program or activity.
  - 3. The Council of Ministry may appoint a task force, limited in time and assignment, to carry out some ministry effort. This task force shall have a coordinator either appointed by the Council of Ministry or chosen by the task force members.
- B. All ministry programs and activities will be carried out in line with the congregation's mission and guided by the congregation's planning documents.
- C. Any organized group or program intended to represent or serve the congregation shall exist only by consent and approval of the Council of Ministry.

Bylaws Article IV, Section 1 provides multiple ways the Council of Ministry may ensure that ministry programs and activities are carried out well.

Section 1A1 allows the Council of Ministry to appoint a Ministry Action Team. This option works well for a ministry activity that is more of an ongoing effort. Common examples: a Fellowship Team, an Evangelism Team, a Worship Team, a Property and Grounds Team. These Ministry Action Teams may have a lot of responsibilities. The Council of Ministry might ask them to produce an annual ministry plan and budget. It would be wise for the congregation to produce a position description for these Ministry Action Teams and their coordinator position.

Section 1A2 allows the Council of Ministry to appoint a coordinator to oversee a ministry effort. There is no surrounding Ministry Action Team. Instead, the coordinator simply recruits people when needed. For example, instead of having a full Fellowship Team, a congregation might suffice with a coordinator of fellowship. When the congregation is going to have a church picnic or Christmas party, the coordinator would recruit others to help with that event, perhaps by using a congregational time and talent survey. This option works well for ministry efforts that are periodic.

With Ministry Action Teams, the Council of Ministry has the option of either appointing one of the team members to serve as the coordinator, or to allow the team to choose a coordinator from their group. If there is someone who clearly has the gifts and the passion to coordinate such efforts, the Council of Ministry may wish to appoint them. But if the Council isn't sure who is best qualified, it is fine to let the Ministry Action Team figure it out on their own.

Section 1A3 allows the Council of Ministry to appoint a task force to deal with an assignment that is limited in scope and time. For example, a task force might be appointed to study the feasibility of a building project. Again, the Council of Ministry has the option of either appointing one of the task force members to serve as the coordinator, or to allow the task force to choose a coordinator from their group.

So, as the title of Bylaws Article IV, Section 1 indicates, the goal is to provide complete flexibility to congregational leadership. A common frustration in congregations is that they are constitutionally required to have this-or-that committee or group. This Example makes that unnecessary. Church leadership will establish whatever amount of organization is needed to efficiently carry out the ministry plans.

This Example constitution was constructed with large congregations with educational ministries in mind. Thus, it calls for the Board of Education and Board of Elders. This Example focuses on those because such groups will, of necessity at times, exercise Biblical authority/headship. With other ministry efforts, Bylaw Article VI allows complete flexibility. For many of the Ministry Action Teams that a church might want to have function are going to be entirely service oriented.

Section 1B stipulates that any ministry programs need to align with the congregation's mission statement and planning documents. This section serves as a sort of litmus test for new ideas. A member might have a wonderful idea for a new ministry effort, but does it fit well with the ministry plan, both annual and long-range? If not, then before the congregation would appoint a Ministry Action Team, it would ask if they should even try to implement the idea. If they agree it should, the ministry plan (and perhaps the budget) needs to be amended.

Section 1C prohibits the assembly of a *representative* ministry group without the consent of the Council of Ministry. The word "represent" is an important distinction. A group of congregation members might, on their own, decide they want to get together for mutual encouragement in their Christian walk. They are not representing the congregation, but simply fellowshipping as brothers and sisters in Christ. That is to be encouraged! But if a group is going to assemble to perform representative ministry on behalf of the congregation or to attempt to serve congregation members, it needs the consent and approval of the Council of Ministry.

## **BYLAW ARTICLE VI: Coordinators & Ministry Action Teams**

### **Section 2: Relationship to Council of Ministry**

- A. All organizational positions described in Bylaws Article VI, Section 1A are service positions. Individuals serve at the discretion and under the authority of the Council of Ministry.
- B. The Council of Ministry shall provide a position description for any coordinator and a list of responsibilities for any Ministry Action Team or task force.
- C. There may be at least one member of the Council of Ministry and/or one pastor serving on any Ministry Action Team or task force. These individuals need not serve as the coordinators of those teams (though, he can).
- D. Communication between any Ministry Action Teams/task force occurs through reports produced by coordinator and shared by the councilman and/or pastor who serves on that group. (If a coordinator is functioning with no surrounding Ministry Action Team, they shall report to a designed member of the Council of Ministry.)
- E. If a Ministry Action Team or task force would need to make a recommendation for a binding decision (i.e. the type of decisions that would typically relate to responsibilities reserved for the voting membership or delegated to the Council of Ministry), that recommendation is passed up to the Council of Ministry through the communication process described in Bylaws Article IV, Section 2D.
- F. The Council of Ministry may choose to convene periodically with coordinators to discuss ministry plans and objectives. That group shall be known as the Ministry Coordinating Committee.

### **Section 3: Eligibility for Service**

- A. Any communicant member over the age of 18 and in good standing can serve on a Ministry Action Team or task force, pending the approval of the Council of Ministry.
- B. Any communicant member over the age of 21 and in good standing can serve as a coordinator, with or without a surrounding Ministry Action Team, pending the approval of the Council of Ministry.

Bylaws Article VI, Section 2A establishes that coordinators and Ministry Action Teams are service positions who operate at the discretion and under the authority of the Council of Ministry. Thus, service in these positions is open to men and women, as is stipulated in Section 3A and 3B. This also follows the encouragement of WELS Conference of Presidents.

Ministries have achieved a more robust male and female partnership by distinguishing clearly between positions that do or do not exercise headship. A non-headship level of ministry teams is a wonderful place for men and women to collaborate... A

congregation may even consider minimizing the number of headship level groups and expanding the number of teams that are actively serving.<sup>3</sup>

Section 2B aims at ensuring that Ministry Action Teams and coordinators do indeed operate as service positions. Position descriptions and carefully crafted lists of responsibilities can “clearly communicate and maintain a proper distinction between headship and non-headship positions, engaging our sisters in Christ in every biblically appropriate way.”<sup>4</sup> Samples of position descriptions are provided in the Lutheran Governance Resources module at [welscongregationalservices.net](http://welscongregationalservices.net).

Section 2C stipulates that, for any Ministry Action Team or task force, there “*may be at least one* member of the Council of Ministry and/or pastor” who serves. This will likely depend on the responsibility of that Ministry Action Team. For example, consider an Evangelism Team, who executes the evangelism activities called for in the annual ministry plan, as well as promoting overall mission-mindedness within the congregation. The congregation would want either a pastor or a councilman serving on the Evangelism Team. Now consider something like the Property Care Team, who oversees the upkeep of facility and grounds. It might be unnecessary to have any pastor or councilman serving on that team.

Section 2C also stresses, the presence of a councilman or pastor does *not* necessarily mean those men coordinate the work of the team. It may be best to let another team member fill the role of coordinator, with the councilman or pastor simply providing support and a communication connection with the Council of Ministry. Section 2D addresses exactly that – communication with the Council of Ministry.

Section 2E acknowledges that, on rare occasion, a Ministry Action Team might need to make a recommendation which, if enacted, would represent a binding decision, the nature of which would typically be reserved for the voting membership. Thus, those recommendations would be passed along to the Council of Ministry either to make the final decision or, if deemed wise, to bring the recommendations to the congregation for broad discussion and approval by the voting membership.

Section 2F also works to ensure good communication among all the individuals who are involved in the coordination of the congregational ministry efforts, who together constitute what is titled the Ministry Coordinating Committee.

Section 2A established that “All organizational positions described in Bylaws Article IV, Section 1A are service positions [i.e. service on Ministry Actions Teams and task forces, or service as coordinators]. Individuals serve at the discretion and under the authority of the Council of Ministry.” This can be reinforced by congregations crafting lists of responsibilities for Ministry Action Teams and position descriptions for coordinators. Since Ministry Action Teams are service positions, Section 3 establishes that any communicant member, male or female, over the age of 18 who is a member in good standing can serve in any of these positions. Thus, while the Council of Ministry consists of male leadership, the Ministry Coordinating Committee may consist of both men and women.

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<sup>3</sup> Ibid 19

<sup>4</sup> Ibid



## **ARTICLE VI: Coordinators & Ministry Action Teams**

### **Section 3. Additional Boards**

- A. The Council of Ministry can, if it deems it necessary or wise, delegate authoritative decisions to a subgroup within a Ministry Action Team. That subgroup shall be known as a Board.
- B. Membership on a Board is open to voting members, defined in Bylaws Article II, Section 2B.
- C. Members of any Boards shall be appointed by the Council of Ministry.
- D. A member of the Council of Ministry and/or the pastor(s) shall serve on every Board.
- E. The chairmen for these additional boards will be appointed by the Council of Ministry.

The consistent aim of this governance Example is to provide flexibility. Bylaws Article VI, Section 3, allows the Council of Ministry, which is the only authoritative body established in this governance Example, to delegate some responsibilities to a subgroup within a Ministry Action Team if it's deemed wise or necessary. This is already built into earlier Bylaws. The Board of Elders exists within the Soul Care Team and the Board of Education exists within the School Team. This allows the Council of Ministry to do the same with other organizational groups, if that is deemed necessary.

Since a Ministry Action Team is a service group, Bylaws Article VI, Section 2C stipulated that a pastor or councilman *may* serve on the team. Since all Boards have authority vested in them by the Council of Ministry, Section 3D *requires* a pastor or councilman to serve.

Section 3E stipulates that a Board "chair" is appointed by the Council of Ministry.