

This document is intended for congregations that are planning to make changes to their governance structure. The document contains three samples (not models) whose features could be incorporated into a new or revised constitution and bylaws. The current WELS model constitution (available from Northwestern Publishing House) is another option that congregations may consider. Sample A is flexible enough to fit most WELS congregations. Sample B is best considered by larger congregations. Sample C is for congregations considering a consensus form of governance with a Leadership Council making final decisions with input from all adult members.

Constitution and Bylaws

SAMPLE A

Due to the flexibility built into this sample constitution and bylaws, it would fit most Lutheran congregations.

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

Constitution and Bylaws

Of

[Name of congregation]

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 its 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.

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 states 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 sample 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).

Section 2: The Congregation

In all matters not decided by the Word of God the congregation shall have the right of decision (Romans 12:10,14:19; Ephesians 5:21). As much as possible, the congregation will use a process of consensus building to arrive at decisions.

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 make and carry out 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. This article outlines the scope of the congregation's decision-making powers, emphasizing the areas where the congregation as a whole has the ultimate responsibility. It delineates the specific rights that members hold within the congregation.

This is the article where the governing body of the congregation is first mentioned—the “Council of Ministry.” That title is intended to stress that this group oversees not just the “business” aspects of the congregation (facility, budget, compensation, etc.) but also all ministry efforts within the church (evangelism, worship, education, etc.).

It should be noted that nowhere in this sample constitution or bylaws does it mention elders. In this sample, the Council of Ministry operates as the Board of Elders. This becomes evident in Bylaws Article III, Section 2, where the responsibilities of the Council of Ministry are outlined and include enacting church discipline when necessary. The bylaws do allow for the Council of Ministry to appoint any ministry action team or board they deem necessary. Thus, if the congregation grew to a size where it was deemed wise to have a separate Board of Elders, that board could easily be assembled. However, in the average sized congregation, it is feasible for the men serving on the Council of Ministry to also serve as elders. If feasible, there are benefits in having the men who oversee the church operations also be the ones who assist the pastor in soul care.

Article VI: Section 2 is where consensus building is first mentioned. “The congregational shall make decisions through a process of consensus building outlined in the Bylaws.” It will be just that—a general outline of how to approach consensus building. A more detailed, step-by-step process for consensus building should be developed, but that process need not be made part of the constitution or bylaws. (A sample process of consensus building is shared as part of the Lutheran Governance Resources.)

Article VII: Public Ministry

Section 1: The Right to Call

The congregation has the exclusive right to call pastors, teachers, and staff ministers.

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. Thus, the constitution itself prohibits calls being extended by a smaller group, e.g. the Council of Ministry. The bylaws list the extension of a call as a type of decision the congregation would make through its voting membership. However, at a call meeting, as part of the effort to build consensus, all communicant members are allowed to share their thoughts about the needs of the call, as well as the qualifications of the individuals placed on the call list.

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 (1 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 1986 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 repeal-able 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 repeal-able 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: Congregational Membership

Article V of the constitution defined three types of membership: baptized, communicant, and voting. That article pointed to the bylaws for additional details about membership. Those details are now covered in Article I of the bylaws.

Section 1: Privileges and Responsibilities

- A. “God is love” (1 John 4:8), and his love moves him to bless the members of his church with physical and spiritual gifts (1 John 3:1; James 1:17; 1 Corinthians 12:1-31). In return for these underserved blessings, we love him (1 John 4:19) and demonstrate that love with the works that we do. The exercise of such love we acknowledge as both a privilege and a responsibility. Therefore, it is expected that members of this congregation will:
- worship regularly and faithfully (Hebrew 10:25),
 - participate in on-going spiritual growth activities such as personal and/or group Bible study (2 Peter 3:18),
 - partake of the Lord’s Supper frequently, if they are recognized as those who can properly examine themselves (1 Corinthians 11:28) and who are willing and able to express confessional fellowship through participation in the Lord’s Supper (1 Corinthians 10:16-17),
 - share the good news about Jesus with others as God provides the opportunity (Acts 1:8),
 - have their children baptized as soon as possible because baptism saves us (1 Peter 3:21),
 - bring up their children in the training and instruction of the Lord (Ephesians 6:4),
 - remember that all their possessions, time, spiritual gifts, and abilities are a trust from God and, therefore, cheerfully decide in their hearts (2 Corinthians 9:7) the portion of their possessions, time, spiritual gifts, and abilities which they will devote to the Lord for use in carrying out the congregation’s ministry and programs, including the work of the church-at-large (1 Corinthians 9:14; 1 Corinthians 16:2; 2 Corinthians 9:6-11; 1 Peter 4:10; Matthew 20:18-20),
 - stay informed of issues and opportunities which God places before the congregation and work together with fellow members for consensus by offering input guided by the Word of God, based on the congregation’s mission, and shaped by the congregation’s planning documents.
- B. Our God has implanted within us Christians the new man, who desires to live righteously (2 Corinthians 5:17; Ephesians 4:24). Consequently, members of his church will:

- not live in obvious acts of the sinful nature (Galatians 5:19-21) but lead a Christian life (Galatians 5:22-25),
- permit themselves, when they have erred, to be admonished and corrected by their fellow Christians (Matthew 18:15-18),
- refuse to hold membership in any organization whose teachings and practices conflict with the Word of God (John 5:23; 8:31,32; 2 Corinthians 6:14-18).

Section 1 outlines the expectations for members in response to God's love. Part A focuses on participation in positive activities. This includes making faithful use of God's Word and sacraments, evangelism, discipleship of children, using one gifts in support of ministry, and generally being involved in the congregation. Part B focuses on avoidance of negative activities and a willingness, when sinful error has occurred, to accept loving admonishment.

Bylaw Article I: Congregational Membership (continued)

Section 2. Reception into Membership

- At baptism children become members of God's spiritual family. At the baptism of children whose parent(s) are members, those children are also then considered to be members of the congregation.
- Adults who wish to be received into membership in the congregation shall bring their request to the attention of a pastor(s). The Council of Ministry shall honor the request when accompanied by a letter of transfer from a congregation which is in agreement with this congregation in doctrine and practice. Notice of such receptions shall be reported to the entire congregation.
- Adults who are not members of a congregation which is in agreement with this congregation in doctrine and practice and desire to become members shall meet with the pastor(s) who will determine the level of instruction necessary for that person to be in a position to state oneness in faith with the members of the congregation. An adult who has completed a course of instruction in Lutheran Christian doctrine as determined by the pastor(s) and Council of Ministry will be received into membership either by profession of faith or by adult confirmation.

Section 3. Transfer, Release, or Removal from Membership

- Those desiring a transfer or release from membership shall bring their request to the attention of the pastor or the Council of Ministry for action.
- Transfer of membership shall apply only to those who desire membership in a congregation which is in doctrinal fellowship with our congregation (Acts 2:42).

- C. Release from membership shall apply when affiliation is sought with a Christian church and/or denomination not in agreement with this congregation in doctrine and practice (Romans 16:17).
- D. Members with whom the congregation has been unable to communicate, despite diligent efforts to do so, may be removed from the membership list.
- E. Members who persist in an error that in itself does not make the presence of saving faith impossible may be removed from membership after they have been evangelically admonished by their fellow Christians (Matthew 18:15-16) and when their adherence to error becomes public and a matter of divisiveness (Titus 3:10) and thus an offense and obstacle to the truth of God's Word (Romans 16:17). This action shall not be used as a substitute for the loving act of excommunication when impenitence is clearly evident.
- F. Members who persistently abstain from the congregation's public ministry of Word and Sacrament, despite being evangelically admonished by their fellow Christians, yet who give a confession that makes the presence of saving faith possible, may be removed from membership for self-exclusion as a loving attempt to remove the false security that congregational membership saves. This action shall not be used as a substitute for the loving act of excommunication when impenitence is clearly evident.
- G. Members transferred, released, or removed have no further rights in this congregation and its property.

Bylaws Article I, Section 2 details the process for individuals to become members of the congregation. (Note, just as in Article V of the constitution, this section stipulates that infants who are baptized in the congregation are considered members only if their parents are members.) Section 3 then outlines the various ways individuals may cease to be members of the congregation.

The terminology – release, removal, etc.—used here is what is most common in Lutheran congregations.

Bylaws Article I, Sections 3D deals with members who have not been to church in some time. The congregation no longer has accurate contact information for this member. Eventually, it is good order for those individuals to be removed from membership. The elder training resources at welscongregationalservices.net suggest a system of “diligent efforts” to establish contact with such members. Following that system allows for consistency when removing names from membership rosters.

Bylaws Article I, Sections 3E and 3F deals with members who provide a Christian testimony that would seem to indicate the presence of faith. Yet, there are reasons for these individuals to no longer be members. In Section 3E, the issue is not only that the member persistently adheres to a doctrinal error, but that error is public within the congregation and causing offence, i.e. potentially leading others into that error. For example, imagine a member persistently advocates for the belief that God created everything through the process of evolution. I.e. He not only believes that, but tries to convince others in the congregation to believe the same. That member may still indeed be

Christian. However, allowing that individual to remain a member risks other members falling into that error.

In Section 3F, the issue is the member, for whatever reason, refuses to benefit from the congregation's public ministry of Word and sacrament. When church leaders speak to him, his verbal testimony indicates that he believes in Jesus. His testimony in action indicates that he believes he doesn't need to be part of the congregation. When used this way, removal is still a type of church discipline, yet it stops short of saying "We are certain that if you would die, you would be eternally damned," which is what excommunication communicates. (These bylaws state that care will be taken to ensure that removing the individual from membership is not an "easy out," sparing congregational leaders from having to actually excommunicate the member.)

Note that the Council of Ministry handles all membership requests. These actions are then reported to the congregation in whatever communication methods the congregation utilizes. When it comes to reception into membership, many congregations formally welcome new members through a rite inserted into the order of service at worship.

Bylaw Article I: Congregational Membership (continued)

Section 4: Church Discipline and Excommunication

Christian discipline shall be exercised in this congregation according to Matthew 18:15-18 toward those who err from the faith or who in other ways have given offense. Those members who become evident as impenitent sinners must be excommunicated. At all times this shall be done in the spirit of the gospel, namely, to regain the erring. A unanimous vote of the pastor(s) and Council of Ministry is necessary for excommunication. This ministration must be reported to the church at the next congregational assembly. Those who have been excommunicated from this congregation lose all rights and privileges in the congregation and its property.

Section 5: Reinstatement

When, by the grace of God, a person who has been excommunicated or removed from membership for public sin repents of his or her sin, that person is to be reinstated with all former rights and privileges of this congregation (2 Corinthians 2:6-8).

Section 6: Right of Appeal

Any person who has been subject to disciplinary action by this congregation shall be notified in writing by the congregation of the right of appeal. This notification shall occur within thirty days of the completion of the disciplinary action. Such appeal must be filed in writing with the district president of the church body with which the congregation is affiliated, with a copy to the congregation, within sixty days of the disciplinary action. (Currently, *[name of congregation]* is affiliated with the Wisconsin Evangelical Lutheran Synod and a member of the

*[geographical designation, e.g. Southeastern Wisconsin]
district.)*

Bylaws Article I, Sections 4, discusses excommunication. Noteworthy is that it requires “a unanimous vote of the pastor and Council of Ministry” instead of a unanimous vote by the voting membership at a special meeting. (In discussing Article IV of the constitution, we noted that in this sample constitution, the Council of Ministry serves as the Board of Elders.) Entrusting this responsibility to the pastor(s) and Council 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.) When Jesus says “tell it to the church” (Matthew 18:17) as a final step in church discipline, he does not say the church must then vote unanimously. Jesus simply says fellow believers should be informed of the unrepentant sin, that they might be aware of the individual’s spiritual state and interact with them accordingly.

Bylaw Article II: Organization of the Congregation

Section 1: Consensus-building

The congregation and its leaders shall make decisions regarding matters of congregational life, programs, and business through a process of congregational consensus-building, based on the congregation’s mission statement and guided by the congregation’s planning documents. By using verbal, print, and/or electronic communications, the congregation’s leaders shall offer all members information on such matters. By using open forums, questionnaires, opinionnaires, and/or polls the congregation’s leaders shall seek valued input from all communicant members.

This section broadly outlines a decision-making process based on consensus-building. The consensus sample has a number of aims.

First and foremost, the consensus sample seeks the best possible gospel ministry efforts for a congregation’s context by seeking the collective wisdom of the entire Body of Christ. This approach can not only help sharpen ministry strategy and tactics, but also can foster volunteerism. When members are asked to help with some ministry effort, it is an effort in which they had some say.

Second, to accomplish that first aim, the consensus sample allows for the ideas and insights of women to be utilized. WELS Conference of Presidents gives this encouragement.

“When planning and assessing, involve [your sisters in Christ]; seek their wisdom and unique contributions. Look to build partnerships and consensus long before there is a need for any binding, authoritative decision. Blessed by God’s male and female design, our ministries will be stronger when men and women partner fully for Christ’s mission.”¹

¹ WELS Conference of Presidents: Instruction, encouragement, and guidance regarding God’s unchanging truths and presented in “Scriptural Principles of Man and Women Roles”; September 2024, 19.

Third, the process of consensus building can help foster unity and minimize the potential for conflict, as it lowers the risk of "winners and losers" in decision-making. It potentially minimizes the need for binding votes by the voting membership. Here are some real-life examples of congregation decisions within WELS that were reached by a consensus process, without any vote ever being taken:

- The construction of a 5-million-dollar church expansion.
- The addition of a staff minister. (The extension of the call to that staff minister was made through the voting membership at a congregational meeting where the call list was presented to and discussed by all attending communicant members.)
- The daughtering of a congregation.

Through the consensus building process, it became clear what the vast majority of members deemed a wise direction. Thus, no vote was necessary.

This section does not specify exactly what the consensus-building process will look like. This section simply mentions that the process involves two-way communication. Information is communicated, perhaps in multiple ways, to the membership. Members are provided with the opportunity, in a variety of possible ways, to communicate their thoughts and opinions, providing ideas and insights, as well as asking any needed clarifying questions.

It would be wise for the congregation to have a supplemental document that outlines exactly how the consensus-building process will function. That document could outline how and when information will be shared, how input and feedback will be collected, when membership will come together to discuss the issues, the role of a facilitator, etc.

Note that the total timeline for consensus-building can vary depending on the complexity of the issue, the level of engagement required, and any emerging disagreements that need more discussion. The goal is to ensure that the congregation reaches a unified stance, which typically takes longer than a traditional vote but aims for greater cohesion and less conflict. As a general rule, under a consensus sample format, the congregation would meet about four times annually. One of those meetings would be a formal business meeting to approve an annual ministry plan. The other three could be open forums where updates about ministry efforts were shared, feedback was received, and time was set aside for more open discussion.

Bylaw Article II: Organization of the Congregation (continued)

Section 2: Voting Membership

- A. Sometimes the congregation will 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.

The congregation shall make such decisions through its voters. When the consensus-building process has been utilized, the voting membership will take the result of the process into consideration in decision-making.

- 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.)
 - 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. While consensus building is adequate for many decisions, there are still going to be binding, authoritative decisions, ones that are a Biblical exercise of headship, that will need to be made at times. The bulleted examples of authoritative decisions are common examples within our church body.

In making such decisions, Section 2A specifies that the ideas and input of women would still be sought and heard. This is also 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.”²

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.

² Ibid 20.

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 congregations 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.

Bylaws Article II, Section 3 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.

Bylaw Article II: Organization of the Congregation (continued)

Section 3: 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 3A 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 II, Section 3 lays out the requirements for congregational meetings. This sample 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. As mentioned in

Bylaws Article II, Section 2A, the voting membership will approve the plan, budget, as well as elect any needed Council of Ministry members.

Section 3B 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 3C stipulates who shall run the meeting. It has been established in Section 1 that a consensus-building process will be utilized when making decisions. It may be that the congregational president or vice president or another Council of Ministry member serves as facilitator of the consensus-building discussion. However, it is not necessary that the presiding officer and facilitator be the same person. The responsibilities overlap, though have key distinctions.

- *Presiding Officer:* This person is responsible for overseeing the meeting, maintaining order, and ensuring that it follows the agenda and the organization’s rules or bylaws. Their role is more formal and procedural, focusing adherence to rules established in the constitution and bylaws.
- *Facilitator:* A facilitator is primarily focused on guiding discussions, fostering participation, and making sure that everyone is heard. They may use specific techniques to help the group reach an agreement. A facilitator’s role is more informal and focused on ensuring the discussion is productive and inclusive.

It may be simplest if a member of the Council of Ministry serves as facilitator at an open forum or congregational meeting. The Lutheran Governance Resources include guidance on how to facilitate. However, if the Lord of the Church has led someone into your congregation who has been trained in consensus-building facilitation, it may be wiser for the presiding officer to ask them to function as facilitator for a portion of the meeting.

Section 3D 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 3E 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.

Bylaw Article III: 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)
- Practice loving church discipline when necessary, following the principles established in Matthew 18:15-18
- 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 its decisions regarding important matters of congregational spiritual life and business based on a process of congregational consensus-building as described in Article II, Section 1 of these bylaws.

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.

Bylaws Article III deals with the Council of Ministry, the one elected body in this sample constitution. As was mentioned in our discussion of Article VI of the constitution, the Council of Ministry functions as the combination of a more traditional Church Council and the Board of Elders. This has been a common practice in Lutheran congregations.

This dual purpose is seen in Section 1, which states, "The Council of Ministry shall be responsible for the spiritual *and* material affairs of the congregation." Section 1 also states that the Council of Ministry works with the called workers "in carrying out the ministry 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 good order in worship, for assisting with shepherding work, in helping distribute the Sacrament when necessary (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. In Bylaws Article IV, it will be clear the Council of Ministry can appoint other ministry teams to help with any of these responsibilities – material or spiritual – as is deemed necessary.

Section 2 also instructs the Council of Ministry to well utilize the process of consensus building. The insights and ideas of the broader Body of Christ within the congregation are, after the Word of God, to be the dominant factor in influencing the activity of the Council of Ministry.

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.

Bylaw Article III: Council of Ministry (continued)

Section 3: 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 composed of as many members (but not fewer than the number of corporate officers required by state law) as the congregation by resolution shall from time to time determine.
- B. The term of office for each member of the Council of Ministry shall be three years.
- C. 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.
- D. The pastor(s) of the congregation shall be an ex-officio member of the Council of Ministry.

Section 4: 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 offices must meet all the criteria for voting membership described in Article II, Section 2B of these Bylaws. 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 III, Section 3A, discusses the very flexible structure of the Council of Ministry. The congregation (typically with the advice of the Council of Ministry) determines how many men are needed to effectively carry out the responsibilities described in Bylaws Article III, Section 2.

This number will be determined by other operational decisions made, some of which may relate to the size of the congregation. For example, Bylaws Article IV discusses the ability of the Council of Ministry to appoint Ministry Action Teams as needed. These are individuals who could oversee certain ministry efforts: evangelism, fellowship, youth discipleship, etc. Article VI mentions that a member of the Council of Ministry may serve on those Ministry Action Teams, providing a link between that team and the Council of Ministry. If that is deemed desirable, then in a larger congregation with multiple Ministry Action Teams, you would need a larger Council of Ministry, so that no one individual was overwhelmed with service on his teams.

Section 3B and C 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 sample, there are no term limits placed on service in the Council of Ministry. This is to accommodate the fact that in many congregations, it can be difficult to find men who are willing or able to provide the amount of time that is necessary to serve in this position. If someone is able and willing, let him. However, that can be changed to fit your local context as well. Your congregation may prefer to specify term limits to share the responsibility more broadly, as well as getting the new perspectives new council members might bring.

Section 3D has the pastor serving as an ex-officio voting member of the Council of Ministry. Sometimes the pastor serves as an advisory member of the church council. In this sample, because the Council of Ministry essentially serves as the Board of Elders and enacts church discipline when necessary, the pastor is a full member. Your congregation could change this section to read that the pastor is an advisory member of the Council of Ministry, but that he does vote in matters of church discipline.

If a congregation were to have multiple pastors or pastor and staff minister or principal, and if it was deemed wise to have *all* those male called workers serve as ex-officio members of the Council of Ministry, it might be necessary to change this Section 2D to stipulate those individuals are non-voting/advisory members.

Bylaws Article III, Section 4 provides the qualifications for service on the Council of Ministry. The text is standard for Lutheran governance samples. However, this is a vital section for the health of a congregation. A congregation needs spiritually mature leaders. Thus, Section 4 specifies that anyone serving on the Council of Ministry must meet the criteria for voting membership described in Article II, Section 2B of the Bylaws.

Bylaw Article III: Council of Ministry (continued)

Section 5: Election to the Council of Ministry

- A. The president shall appoint a nominating committee 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.
- C. The nomination committee shall ensure that anyone nominated meets the criteria for voting membership described in Article II, Section 2B of these Bylaws. The nominating committee shall check with each qualified candidate as to his willingness to serve.

- D. The nominating committee will submit their list of recommended candidates 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.
- F. No more than ten days following the annual Business Meeting of the congregation the Council of Ministry shall meet to elect from its own members individuals to serve for one-year in the following offices: president, vice-president, and secretary. Officers are eligible for election in subsequent years for as long as they continue to serve on the Council of Ministry.
- G. As soon as possible after the elections, the new members of the Council and any new officers 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 individuals that is no longer than the number of positions that need to be filled. This perhaps lessens the chance of any hard feelings when one “loses” the vote.
- This sample 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.
- In this sample, members are not electing men to specific positions, but simply to the Council of Ministry. Each year the members of the Council of Ministry divide up responsibilities, such as officer positions, as they believe best fits their skill sets and their other vocational responsibilities. Thus, a man might be elected to a three-year term and serve as president only one or two of those years. (Again, this sample constitution aims at extreme flexibility.)
- Section 5F delineates the three officer positions as president, vice-presenting, and secretary. The duties for those offices will be described in Section 6. The position of treasurer (or financial secretary) is not used in this sample, as that is the office that a) typically requires

the most training/expertise, and b) can most easily be structured as a service position, one open to any supremely qualified male or female member of the congregation.

- Section 5G 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 congregations 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 asessed 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.

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.

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 sample, 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: Coordinators & Ministry Action Teams

Section 1: Flexible Organization

- A. The organizational structure of the congregation for carrying out 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 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.

2. 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.
 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 coordinator to oversee a ministry effort. There is no surrounding Ministry Action Team. Instead, the coordinator simply recruits people when needed. For example, 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.

Section 1A2 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. A common example is a Soul Care Team. This is the team that would be trained to track member attendance using some system and follow up on members who seemed to be drifting away. They would provide loving encouragement to such members. If, in interacting with straying members, it becomes clear that more admonition or even church discipline is needed, the Soul Care Team would hand off the effort with that member to the Council of Ministry, whom we said functions as the Board of Elders.

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.

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're constitutionally required to have this-or-that committee or group. This sample makes that unnecessary. Church leadership will establish whatever amount of organization is needed to efficiently carry out the ministry plans.

In a small congregation where the main ministry activities are worship, Bible study/Sunday school, some fellowship events, and friendship evangelism, often nothing more is needed than the Council of Ministry. That is fine! Free up God's people to serve in their other vocations. In a larger congregation that has adopted a ministry plan calling for a half-dozen different programs, the

Council of Ministry may need the help of several Ministry Action Teams and coordinators. In this governance sample, those pivots can be made without any need to amend the constitution or bylaws or to take a vote.

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 and 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 fellowshiping as brothers and sisters in Christ. That is to be encouraged! But if a group is going to assemble to do representative ministry of the congregation or to attempt to serve congregation members, it needs the consent and approval of the Council of Ministry.

Bylaw Article IV: Coordinators & Ministry Action Teams (continued)

Section 2: Relationship to Council of Ministry

- A. All organizational positions described in Bylaws Article IV, 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 18 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 IV, 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 are 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.³

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.”⁴ Samples of position descriptions are provided in the Lutheran Governance Resources module at 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 a Soul Care Team, who oversees the process of tracking worship attendance and encouraging members who have been absent for a couple weeks. For something like that, there might be both a pastor and a councilman who serves on the Soul Care 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 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. For example, a congregation might have a School Team which, in the vast majority of its functions, is simply providing service to the congregation: providing encouragement and volunteer assistance to principal, teachers and staff; listening to ideas, concerns, and suggestions of school parents; helping with facility maintenance and improvement; helping promote the ministry of the school in the community; providing support of extra-curricular activities; etc. Now imagine that School Team is asked to produce policy recommendations that affect curriculum standards or teacher schedule. They serve the congregation by providing recommendations; however, the final decision would be a binding decision affecting called workers. 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.

³ Ibid 19

⁴ Ibid

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.

Bylaw Article IV: Coordinators & Ministry Action Teams (continued)

Section 3. 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. (E.g. Board of Elders within a Soul Care Team; School Board within a School Team.)
- B. Membership on a Board is open to voting members, defined in Bylaws Article II, Section 2B.
- C. Member 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. A Board chair will be appointed by the Council of Ministry.

The consistent aim of this governance sample is to provide flexibility. Bylaws Article IV, Section 3, allows the Council of Ministry, which is the only authoritative body established in this governance sample, to delegate some responsibilities to a subgroup within a Ministry Action Team if it's deemed wise or necessary.

For example, imagine a church has a large and growing school. Desiring a robust partnership between men and women, the Council of Ministry appoints a School Team of a dozen men and women. However, there are enough authoritative decisions about the school that need to be made, it is not practical to ask the Council of Ministry to consider them all. The councilmen might simply not be well-informed enough about school issues to make a sound decision. Thus, the Council of Ministry appoints a School Board as a subgroup within the School Team and vests it with the authority to make such decisions.

Since service on the School Board is more than simply a service position, but also a headship position, Section 3B limits service on the Board to voting members. Section 3C stipulates that these board members are still appointed by the Council of Ministry.

Since a Ministry Action Team is a service group, Bylaws Article IV, 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. Note the terminology. A “team” is a service group that operates with a “coordinator,” a service position. A “board” is an authoritative leadership group that operates with a “chair.”

Constitution and Bylaws

SAMPLE B

This Sample is designed for larger congregations.

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

Constitution and Bylaws

Of

[Name of congregation]

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.

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 samples 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 Sample constitution puts things that are more likely to evolve or change in the bylaws. For sample, 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 Sample 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 sample, 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 (1 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 1986 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 Sample 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. Samples 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 samples 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.”⁵

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. 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.

⁵ Ibid 20.

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.

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 Sample 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 sample, 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 Samples. 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 Sample 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 Sample constitution is intended to serve as an sample 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 sample, 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 Sample 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)⁶

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 sample, 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.

⁶ Ibid 19

In Summary

The congregation will want to prayerfully wrestle with the congregational structure, so that it 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 Sample, 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 Sample constitution will illustrate), the congregation might choose to have an organizational “group within a group.” For sample, 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 sample, 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 Sample 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 Sample, 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 Sample, 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 Sample 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.

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 Sample, 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:
 - 0. help foster the spiritual welfare of members by encouraging regular participation in Word and Sacrament and addressing instances of neglect,
 - 1. provide an sample for membership by participating regularly in worship and Bible study,
 - 2. 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 samples: 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 sample, 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 sample, 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 Sample makes that unnecessary. Church leadership will establish whatever amount of organization is needed to efficiently carry out the ministry plans.

This Sample constitution was constructed with large congregations with educational ministries in mind. Thus, it calls for the Board of Education and Board of Elders. This Sample 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 fellowshiping 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 (continued)

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.⁷

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.”⁸ Samples of position descriptions are provided in the Lutheran Governance Resources module at welscongregationalservices.net.

⁷ Ibid 19

⁸ Ibid

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 sample, 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.

BYLAW ARTICLE VI: Coordinators & Ministry Action Teams (continued)

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 Sample is to provide flexibility. Bylaws Article VI, Section 3, allows the Council of Ministry, which is the only authoritative body established in this governance Sample, 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.

Constitution and Bylaws

SAMPLE C

This is a sample of a congregational governance model which does not include a voters' assembly.

Constitution and Bylaws

of

[Name of congregation]

Preamble

WHEREAS, the Apostle Paul sets forth, 1 Corinthians 14:40, that all things in the church shall be done "in a fitting and orderly way;" and
WHEREAS, the history of the Christian Church of all times shows that certain agreements and regulations are helpful to fulfill the purpose and attain the objectives of congregations; therefore be it
RESOLVED, that we, a congregation of Lutheran Christians in [City], [State], do herewith, in the name of the Triune God, Father, Son and Holy Spirit, adopt the following
CONSTITUTION AND BYLAWS.

ARTICLE I: Name

The name of this congregation shall be _____

ARTICLE II: Articles of faith

Section 1. 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. 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' Creed

2. The Nicene Creed
3. The Athanasian Creed
- 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

Section 3. 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 4. 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.

Section 5. All controversies which may arise in this congregation shall be decided and adjusted according to this norm of doctrine and practice.

Article III: Purpose & Objective

Section 1. The continuing purpose of this congregation, as a gathering of Christians, is to serve all people in God's world with the gospel of Jesus Christ on the basis of the Holy Scriptures (Mark 16:15- 16; Matthew 28:18-20; Acts 1:8).

Section 2. The primary objective of this congregation shall be to proclaim the law and the gospel in our congregation, community, and the world (2 Timothy 4:2), so that through the means of grace the Holy Spirit might:

- A. lead sinners to repentance and faith in Jesus Christ for life and salvation (Luke 24:46-48).
- B. strengthen believers in faith and sanctification (Romans 10:17).
- C. equip believers as disciples, stewards, witnesses, and servants to share the gospel and live their faith (Ephesians 4:11,12; Matthew 5:16).

Article IV: 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 II, if, and as long as, such a church body exists.

Article V: Organization

Section 1.

Members

The membership of this congregation shall consist of those individuals who have been received under Article VI of this Constitution into the confessional fellowship of this congregation and who remain in that fellowship.

Section 2. Leadership Council Members

The Leadership Council members of this congregation shall be those members of this congregation who have been selected under Article VII of this Constitution to serve as overseers of this congregation and trustees of its property.

Section 3. Pastors

The pastors of this congregation shall be qualified public ministers of the gospel called under Article IX of this Constitution to provide spiritual oversight for the gathering and nurturing of souls.

Section 4. Lead Pastor

The Lead Pastor shall be a pastor of this congregation selected by the Leadership Council members to provide executive oversight of the staff and affairs of this congregation.

Section 5. Leadership Council

The Leadership Council shall be comprised of all of the Leadership Council members of this congregation and the Lead Pastor by virtue of his office. The Leadership Council shall serve as the board of directors of this corporation and shall select officers from among their number.

Article VI: Church Membership

Section 1. Classification:

- A. Baptized members of this congregation are those who have been baptized into the Christian faith in the name of the Triune God and desire membership.
- B. Communicant members are those baptized souls who confess the chief parts of Christian doctrine as written in Dr. Martin Luther's Small Catechism and who have declared their adherence to all the canonical books of the Old and New Testaments, without qualification, as the only rule and norm of faith and life.

Section 2. Reception

An individual shall be received into membership at the discretion of the Leadership Council after it has been established that the requisites of Section 1 of this Article are met.

Section 3. Privileges and Responsibilities.

“God is love” (1 John 4:8) and his love ever moves him to bless the members of his church

with physical and spiritual gifts (1 John 3:1; James 1:17). In return for all of these undeserved blessings, we love him (1 John 4:19) and show that love with the works that we do. The exercise of such love we acknowledge as both a privilege and a responsibility. Some of the privileges and responsibilities to be noted are the following:

A. Our God has given us his Word, the one thing needful (Luke 10:42), which alone can save our souls and tell us how to live a God-pleasing life (2 Timothy 3:15-17). Consequently, members of this congregation will consider it a distinct privilege and a responsibility to

1. Hear and receive the Word of God diligently (Luke 11:28).
2. Provide and promote opportunities for Christian education (2 Peter 3:18).
3. Bring up their children in the training and instruction of the Lord (Ephesians 6:4)
4. Share the gospel with all people (Acts 1:8).

B. Our God has given us two sacraments: Holy Baptism and Holy Communion, which are means that our Lord uses to bring his grace to us. Consequently, members of this congregation will

1. Have their children baptized early in life, for “baptism now saves you also” (1 Peter 3:21).
2. Frequently partake of Holy Communion (1 Corinthians 11:23-26), if they are recognized as such who can properly examine themselves (1 Corinthians 11:28). Only those in our confessional fellowship of faith are permitted to commune at our altar (Close Communion: 1 Corinthians 1:10; 2 Corinthians 6:14-15; Romans 16:17).

C. Our God has given us the privilege and responsibility of being managers over a certain portion of his estate and assures us he will graciously bless our faithful management (2 Corinthians 9:6). Therefore, members of this congregation will under grace

1. Continually remember that all their possessions, time and abilities are really a trust from God.
2. Cheerfully decide in their hearts (2 Corinthians 9:7) the portion of their possessions and time and abilities which they will regularly devote to the Lord for use in carrying out that which this congregation has made its concern, not omitting the work of the church-at-large (Matthew 28:19; 1 Corinthians 9:14; 16:2; 2 Corinthians 9:6-11; 1 Peter 4:10).
3. Regularly attend meetings of this congregation and lend this congregation their counsel and aid.

D. Our God has implanted within us Christians the new self, who desires to live righteously (2 Corinthians 5:17; Ephesians 4:24). Consequently, members of this congregation will

1. Not live in obvious acts of the sinful nature (Galatians 5:19-21) but lead a Christian life (Galatians 5:22-25).
2. When they have erred, permit themselves to be admonished and corrected by their fellow Christians in the spirit of Matthew 18:15-18.

3. Refuse to hold membership in any organization whose teachings and practices conflict with the Word of God (John 5:23; 8:31,32; 2 Corinthians 6:14-18).

Section 4. Discipline and Excommunication

Members of this congregation shall hold each other accountable in accord with Matthew 18:15-18 if one believes another has erred from the faith or in other ways given offense, including promoting false doctrine or stirring up division. Members who have been held to account in accord with Matthew 18:15-18 and yet persist in refusing to conform to biblical truth shall be excommunicated, that is to be excluded from fellowship and removed from membership (Titus 3:10; Romans 16:17). At all times this shall be done in the spirit of the gospel, namely, to bring forth repentance and regain the erring (Galatians 6:1). In order that this congregation may be “perfectly united in mind and thought” (1 Corinthians 1:10), both a properly held congregational meeting (as described in Bylaws, Article I) as well as a unanimous vote of a quorum of the Leadership Council is necessary for excommunication from membership.

Section 5. Termination of Fellowship

Members who persist in an error that in itself does not make the presence of saving faith impossible and who otherwise are not under church discipline (Article VI, Section 3-D) may be excluded from the fellowship of this congregation

- A. after they have been evangelically admonished by the fellow Christians in the spirit of Matthew 18:15-16; and
- B. when their adherence to error becomes public and a matter of divisiveness (Titus 3:10) and thus an offense and obstacle to the truth of God’s Word (Romans 16:17).

A unanimous vote of a quorum of the Leadership Council is necessary for termination of fellowship. This action shall not be used for removing inactive members or as a substitute for the loving act of excommunication when impenitence is clearly evident.

Section 6. Release

A member may be released from membership if he or she:

- A. requests transfer to another congregation;
- B. requests release from membership; or
- C. has disengaged from fellowship and by their actions or words removed themselves from the spiritual care of this congregation. They are removed by unanimous vote of a quorum of the Leadership Council.

Section 7. Loss of Rights and Privileges

Those who have been excommunicated, terminated, transferred or released from membership lose all rights and privileges in this congregation and its property.

Section 8. Reinstatement

When, by the grace of God, a person who has been excommunicated or terminated from membership under Section 4 of this Article sincerely repents of his or her sin, he or she is to be reinstated as a member with all former rights and privileges (2 Corinthians 2:6–8).

Article VII: Leadership

Section 1. In the New Testament church, elders were appointed in the churches (Acts 14:23; Titus 1:5) to oversee, serve and shepherd the flock (Acts 20:28; 1 Peter 5:1-3). Likewise, Leadership Council members shall be selected from among the male members of this congregation to oversee, serve and shepherd this congregation (1 Timothy 3:1-7).

Section 2. The qualifications, selection process, and roles and duties of the Leadership Council members are given in the Bylaws.

Section 3. The respect and esteem of this congregation are due to these Leadership Council members 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).

Article VIII: Powers and Rights of the Leadership Council

Section 1. In all matters of Christian faith and life the Word of God is supreme (Psalm 119:105). The Leadership Council shall have final authority in all matters of the application of the Word of God within this congregation.

Section 2. In all matters not decided by the Word of God the Leadership Council shall have the right of decision (Romans 14:19; Hebrews 13:17).

Section 3. The Leadership Council shall have the legal right and power to perform every act in the name and for the welfare of this congregation. The Leadership Council may use any means available in its discretion to gather information and opinion relating to issues affecting any aspect of this congregation or its affairs. At all times the Leadership Council shall strive to do God's will in the best interests of this congregation and the church-at-large. Unless otherwise specified, all decisions shall require a majority vote of the Leadership Council with a quorum present. The Leadership Council in an emergency may act in the name and for the welfare of the congregation.

Section 4. No group or society may be organized within this congregation without the approval of the Leadership Council. The Leadership Council shall be assured that the aims of such a group are in complete harmony with this congregation's aims before it grants its approval (1 Corinthians 1:10; 12:25).

Article IX: The Public Ministry

Section 1. The Leadership Council, acting on behalf of this congregation, has the exclusive right to call pastors, teachers and staff ministers.

Section 2. Any pastors of this congregation shall be called from men 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 to them. (Ephesians 4:11-16; 1 Timothy 3:1-7; Titus 1:6-9).

Section 3. Teachers and Staff Ministers for this congregation shall be called from individuals in accord with the confessional standard of this congregation as set forth in Article II of this Constitution (Ephesians 4:11-16; Romans 12:6-8).

Section 4. In case of a vacancy in the office of pastor, staff minister, or teacher, the Leadership Council 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, staff minister, or teacher.

Article X: Removal from Office or Call

Section 1. If a Leadership Council member willfully neglects his duty and upon due admonition does not amend, the congregation has the right and eventually the duty to remove him from his office and to elect another in his place (1 Timothy 3:8-13). This removal requires a vote in accordance with Article 5 of the Bylaws.

Section 2. If pastor, teacher or staff ministry willfully neglects his or her duty and upon due admonition does not amend, the congregation has the right and eventually the duty to remove their call and call another in his or her place (1 Timothy 3:8-13). This removal requires a vote in accordance with Article 5 of the Bylaws.

Section 3. Sufficient and urgent causes for removing a pastor, teacher or staff minister 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 XI: Meetings of the Congregation

Meetings of this congregation shall be held at such times and in such manner as stated in the Bylaws. These meetings shall give members of this congregation opportunity to hear, discuss, and offer input to the Leadership Council for action in matters pertaining to the welfare of this congregation and the church-at-large.

Article XII: Separation or Dissolution

Section 1. If at any time a separation should occur in this congregation—may God graciously prevent it—the property and all equipment of this congregation shall remain with that portion of the membership who adhere to this Constitution, regardless of number.

Section 2. A unanimous vote of entire Leadership Council shall be required to terminate or dissolve this congregation. In the event of termination or dissolution of this congregation, the Leadership Council shall, after paying or making provision for the payment of all the liabilities of this congregation, distribute the remaining assets to, and only to, one or more organizations that qualify 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 XIII: Repeals and Alterations

Section 1. Articles II and XIII Section 1 shall be considered unalterable and irrevocable, inasmuch as they express clear scriptural teachings.

Section 2. A unanimous vote of the entire Leadership Council shall be required to alter or repeal any article of this Constitution or to add an article hereto, after seeking input and feedback from the Congregation. A unanimous vote of the entire Leadership Council shall be required to alter or repeal any article of the accompanying Bylaws or to add an article thereto, after seeking input and feedback from the Congregation.

Bylaws

Bylaw Article I: Meetings of the Congregation

Section 1. Meetings of the congregation shall be held not less than one time during the course of a fiscal year, generally in June or July. Additional meetings of the congregation at large will be held as needed to allow all members to be apprised of ministry plan progress, be informed on congregational affairs, and to provide input on matters of importance. The fiscal year of this congregation is July 1 through June 30.

Section 2. The Leadership Council shall set the date, time, and place of the meetings. Announcement of meetings shall be made to members of the congregation at least two weeks prior to the meeting.

Section 3. The purpose of the meetings shall be for the Leadership Council to provide reports to the members on the state of the congregation and for the members to provide input and feedback to the Leadership Council on important decisions under consideration. A proposed

budget for the next fiscal year shall be presented and discussed at a meeting of the congregation annually, prior to final approval by the Leadership Council. Leadership Council vacancies and renewals shall also be presented to the congregation for feedback.

Section 4. Meetings of the congregation shall be conducted according to good Christian order. Roberts' Rules of Order may be followed for parliamentary procedure. The president of the congregation shall preside over meetings of the congregation. The vice president may preside over meetings of the congregation in the absence of or by direction of the president.

Section 5. No one shall bring to any meeting of the congregation a charge or complaint against any member, or against a pastor, teacher or staff minister, unless he has first privately admonished him/her in a Christian manner in the spirit of Matthew 18:15-18.

Section 6. Special meetings of the congregation may be called by the Leadership Council or the pastor. A special meeting request will also be honored upon written request of three families. Such meetings must be announced according to the general rule set forth in Section 2 with the purpose clearly stated.

Bylaw Article II: Leadership Council

Section 1. Per Article V of the Constitution, this congregation shall be governed by a Leadership Council.

Section 2. Composition

The Leadership Council shall consist of no less than three and no more than eight men who are members of the congregation (not including the Lead Pastor). The Lead Pastor shall be one of the members of the Leadership Council by virtue of his office. No staff member other than the Lead Pastor may be a member of the Leadership Council.

Section 3. Officers

The Leadership Council shall annually select from among their number at least three men to serve as the officers of the congregation. The officers of the congregation shall consist of a president, a vice-president, a secretary, and a treasurer. If only three men are filling the four officer positions, the treasurer shall also be the vice-president. The Lead Pastor may not be an officer.

Section 4. Duty

The Leadership Council shall serve primarily as discerners and guardians of the congregation. They are to oversee the flock (1 Peter 5:1-3), not specific projects or areas of ministry. They shall evaluate and set the direction of the congregation according to the following criteria:

- A. Faithfulness to the Word of God
- B. Advancement of the congregation's mission and vision
- C. Strategic use of the congregation's resources to maximize outreach

Section 5. Authority

The Leadership Council as a governing body for the congregation shall have final authority as granted by Article VIII Sections 1-2 of the Constitution. This shall include any and all matters concerning the overall direction of the congregation, such as:

- A. Oversight of doctrinal integrity, biblical teachings and their application
- B. Overall direction and alignment of congregation
- C. Prioritization of resources
- D. Approval of the annual budget
- E. Issuing calls
- F. Oversight of the Lead Pastor
- G. Oversight of church discipline
- H. Control the corporate property of the congregation
- I. Borrow money, pledge the assets of the congregation, sell, lease or otherwise dispose of the real and personal property of the congregation
- J. Acquiring property by purchase, trade, gift or device
- K. Hiring and firing of all non-called congregation employees.

The President, Vice President, and Secretary of the congregation are designated as the persons who shall sign all documents for the congregation. A minimum of 2 signatures is required on all deeds, mortgages, notes, lease and/or legal documents executed by the officers on behalf of the congregation.

Section 6. Meetings

The Leadership Council shall meet at least once per quarter. Meetings may be called by the president or the Lead Pastor. The president of the congregation shall serve as chairman, or he may delegate to the vice president or another Leadership Council member if he is unable to attend. Members of the Leadership Council may attend in person or remotely. A quorum shall consist of at least half of the members of the Leadership Council. With a quorum present, unless otherwise specified, all decisions shall require a majority vote to pass.

Section 7. Communication with the Congregation

There are eight decisions that the Leadership Council shall not make without first inviting input and feedback from the congregation at a properly convened meeting of the congregation:

- A. Approval of the annual budget
- B. Approval of unbudgeted expenses or new debt in excess of 10% of the previous year's overall annual operating budget
- C. Issuing calls for pastors
- D. Selection of a member to a regular term on the Leadership Council
- E. Plans to change worship locations, or open additional worship locations
- F. Revisions to the Constitution or Bylaws
- G. Changing or establishing denominational affiliation
- H. Dissolving the congregation

Section 8. Advisors to the Leadership Council

The Leadership Council may invite advisors/consultants as needed for specific tasks/issues; this may also include non-[name of congregation] members. These persons will be advisory only, holding no voting rights or authority to make decisions or act on behalf of the congregation.

Section 9. Selection Process

The following process shall be followed to select a Leadership Council member to fill a normal term on the Leadership Council:

- A. The Leadership Council shall communicate to members of the congregation that a term is expiring, or that a new seat is being added to the Leadership Council, at least 45 days prior to selection.
- B. Members shall be invited to nominate or self-nominate for the open term. Willing nominees shall complete and submit a [name of congregation] Leadership Council Member Application form in order to be considered as a candidate.
- C. Candidates vetted by the Leadership Council shall then be presented to the congregation during an official congregational meeting, as described in Article I.
- D. An 80% majority vote of a quorum of the Leadership Council shall be required to select a new Leadership Council member.

Section 10. Terms of Office

Leadership Council members shall serve three-year terms that are staggered such that no more than half of the current Leadership Council member terms shall expire in any given fiscal year. As necessary Leadership Council members may be selected to terms of less than three years in order to maintain proper staggering. A Leadership Council member may serve up to four consecutive terms after which he must take a minimum of one year off before being eligible to serve again. A Leadership Council member whose term is expiring shall continue to serve in his capacity until his successor attends his first Leadership Council meeting.

Section 11. Accountability

Each member of the Leadership Council shall participate in a personal performance and commitment evaluation during a regular Leadership Council meeting (suggested as part of the annual planning meeting). As part of the evaluation, each member will self-assess their personal commitment, life circumstances and how they individually carried out the past year's duties with the end result being a personal goal of what they plan to work on or improve in the coming year. The following items shall be considered:

- A. Faithfulness to God's Word
- B. Faithfulness to Leadership Council responsibilities and duties
- C. Faithfulness in support of the mission of the congregation

Section 12. Vacancies

If a vacancy occurs prior to the end of a term, then the Leadership Council may fill the vacancy by appointment. If a vacancy occurs and Leadership Council fills the vacancy by appointment, the appointment shall be interim until a replacement can be selected in accord

with Section 9 of this Article. The Leadership Council may also choose to eliminate the position from the Leadership Council so long as composition is maintained in accord with Section 2 of this Article. In the event that no suitable candidate can be found to fill the vacancy, the Leadership Council shall, at the next regularly scheduled council meeting, divide the duties of the vacant position among themselves, so that the functions of the vacant position can continue to be performed until it is filled.

Section 13. Calling of Pastors, Teachers, or Staff Ministers

The following process shall be followed to call pastors, teachers or staff ministers:

- A. The Leadership Council will contact the District President to determine next steps in the call process.
- B. Under the guidance of the District President, a call meeting date shall be set and the appropriate notification given to the congregation (in the case of calling a pastor).
- C. An official congregational meeting, as described in Article I, is required for the calling of a pastor.
- D. While recommended, a congregational meeting is not required for the calling of a teacher or staff minister.
- E. During the call meeting, the Leadership Council may gather feedback, information or lead discussions about the candidates in any way they deem fit. This could include open discussion, a straw poll or other such means.
- F. The Leadership Council shall take into account the feedback and discussion from the congregation; however, final issuing of a divine call is the sole responsibility of the Leadership Council.
- G. A vote of the Leadership Council is necessary to issue a divine call.
- H. The Church President will take the lead in contacting and informing individuals called by the congregation. He may make use of other church members or a committee to help in this process.
- I. An 80% majority vote of a quorum of the Leadership Council shall be required to call a new pastor, teacher, or staff minister.

Bylaw Article III: Duties/Authorities of Officers of the Congregation

Section 1. President

The president shall preside as chairman of all business sessions of the congregation and shall perform such duties as may be assigned to him. He shall have general supervision of all congregational affairs. He shall sign all deeds, mortgages, notes, leases, and/or all legal documents, as directed by the congregation. He shall conduct all its business affairs in a sound Christian manner; the president is an ex officio member of all ministry teams.

Section 2. Vice President

The vice-president shall assist the president in conducting the business and corporate affairs of the congregation. He shall have the authority to countersign all deeds, mortgages, notes, lease and/or legal documents executed by the congregation. He shall conduct all business affairs in a sound Christian manner. The vice-president shall be the president's designate to conduct meetings if needed and shall serve as the president elect.

Section 3. Secretary

The secretary shall record accurately the proceedings of all meetings of the congregation and the Leadership Council. He shall be responsible for the legal records of the congregation; have the authority to countersign all deeds, mortgages, notes, leases and/or legal documents executed by the congregation and assist in conducting all its business affairs in a sound Christian format. He shall also perform other duties as may be assigned to him by the congregation.

Section 4. Treasurer

- A. The treasurer shall be accountable for the financial affairs of the congregation. In this oversight role, the treasurer shall ensure that there are appropriate processes in place for oversight and control of all expenditures and receipts of funds and that all the financial affairs of the congregation are maintained in good order. Annually the treasurer shall ensure that a written report on the financial condition of the congregation is provided at a scheduled meeting of the congregation. This report shall include fiscal year-to-date budget performance and fund balances.
- B. The treasurer shall ensure that an annual statement is provided to each member of the congregation detailing the member's donations.
- C. The treasurer shall ensure that a proposed budget for the coming year is prepared. The proposed budget shall be presented for review and comment at a scheduled meeting of the congregation.
- D. The treasurer may enlist professional help to assist him in these duties with Leadership Council approval. In the event the treasurer is unable to perform his functions, the president or the vice president or secretary shall have authority to carry them out.

An annual audit, in detail and scope as defined by the Leadership Council, shall be performed on financial records, unless deemed unnecessary by the Leadership Council for that year. At a minimum an audit shall be performed at least once every three years.

Bylaw Article IV: Lead pastor

Section 1. At such time that there is more than one pastor, a Lead Pastor shall annually, to coincide with the fiscal year, be appointed by the Leadership Council from among the men

serving in the office of pastor of the congregation. There shall be no limit to number of consecutive years that a pastor may be appointed the Lead Pastor. In the event of a vacancy the Leadership Council may either appoint one of the other pastors on staff to serve as interim Lead Pastor or may work with the proper Synod representative to call a vacancy pastor.

Section 2. Duties/Authorities of the Lead Pastor

The Lead Pastor's duties shall be to

- A. Shepherd the congregation in Word and Sacrament.
- B. Lead the staff and members to engage with the congregation's mission and vision
- C. Oversee the efficiency, alignment and faithfulness of called and hired staff
- D. Oversee the efficiency and alignment of all congregational ministries
- E. Provide direction to fellow workers on staff.

Section 3. Limits of Power

There are three decisions the Lead Pastor shall not make without approval from the Leadership Council:

- A. Exceeding the approved annual budget in any top-level budget category
- B. Removing or releasing a member from membership in the congregation
- C. Terminating a call

Section 4. Annual Review

The Lead Pastor shall participate in an annual review of his performance conducted at the direction of the Leadership Council.

Bylaw Article V: Removal from Office or Call

Section 1. Removal of Office

If it becomes apparent that a Leadership Council member or the Lead Pastor is not fit for his office, he may resign from the Leadership Council or the Lead Pastor role. If he does not resign, he may be removed from the Leadership Council or the Lead Pastor role by an 80% majority vote of a quorum of the Leadership Council, excluding the individual under scrutiny.

Section 2. Removal of a Call

If it becomes apparent that a called worker (pastor, staff minister, or teacher) is not fit for office, the called worker may resign. If he or she does not resign, he or she may be removed by a unanimous vote of the entire Leadership Council. Sufficient causes for removal are: 1) persistent adherence to false doctrine; 2) scandalous life; 3) willful neglect of duty; 4) established inability to perform the duties of his or her office; 5) lack of evidence of a Spirit-filled life; or 6) displaying a lack of alignment with the mission and vision of [name of congregation]. It is recommended that decisions of this nature are done in consultation with the active Circuit Pastor and/or District President.

Bylaw Article VI: Marriage

This congregation believes in the sanctity of the marital union as described in Scripture. Namely, that God created marriage as a sacred covenant relationship between one man and one woman for the purposes of procreation and companionship in keeping with the covenant relationship God himself established with his own creation (Genesis 2:15-24; Romans 1:18-32). This congregation affirms that all marriage ceremonies performed in the name of this congregation and any related celebrations or activities allowed in its facilities shall be for unions that meet the standards of Scripture. Furthermore, pastors of this congregation will engage only in marriage ceremonies that are in keeping with this standard.

Bylaw Article VII: Insurance coverage and Indemnification

Section 1. Indemnification

Indemnification by the Corporation for its Leadership Council members, corporate officers and agents as defined below shall be as broad as permitted by [name of state] law governing not-for-profit institutions in effect at the time the incident leading to the request for indemnification occurs. Specifically, the Corporation shall, to the full extent permitted by said law, indemnify, defend and hold harmless any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, officer or agent of the Corporation or is or was serving at the request of the Corporation as a director or officer of any other Corporation or enterprise.

Section 2. Absolute Right

The right of an individual director, officer or agent who receives said indemnifications shall be absolute, without any determination by a majority vote of non-involved, independent legal counsel, arbitrators, affirmative vote of Leadership Council members, or any other process. Any prior limitations of this Corporation on such indemnification are hereby removed.

Section 3. Agent

An "Agent" of the Corporation is defined to mean a person serving the Corporation at the request of the Leadership Council on a volunteer basis including, but not limited to any attorneys or accountants that are not Leadership Council members who assist in the set-up of the Corporation or other corporate business.

Section 4. Insurance

The Leadership Council may, but is not required to purchase insurance and to keep in force to cover obligations arising out of this extension of indemnification, or other liabilities including the costs of defending any actions against an officer, director or agent of the corporation, as such insurance is deemed necessary and appropriate by the Leadership Council.

Section 5. Inurement

This indemnification right shall inure to the benefit of the heirs, executors, administrators and personal representatives of such person. To the extent permitted by law, this indemnification right shall also be extended retroactively to former officers and agents and current officers and agents to the time said individuals first began serving the Corporation in the capacities enumerated herein.

Section 6. Severability

If anything contained herein is ruled to be invalid or unenforceable, the balance of the provisions shall survive.

Section 7. Changes in [name of state] Law

If there is any change of the [name of state] statutory provisions applicable to the Corporation relating to the subject matter of this Article 12, then the indemnification to which any person shall be entitled under this Article shall be determined by the changed provisions, but only to the extent that the change permits the Corporation to provide broader indemnification rights than the provisions permitted the Corporation to provide before the change.

Section 8. Definitions

Any reference to “corporation” in this Article VII shall refer to [name of congregation].

Bylaw Article VIII: Repeals and Amendments

These Bylaws may be repealed or amended, or new Bylaws adopted, by an 85% majority vote of the entire Leadership Council after seeking input and feedback from the Congregation.