

Constitution and Bylaws for Salem Evangelical Lutheran Church

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CONSTITUTION

PREAMBLE

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

Chapter 1: NAME AND INCORPORATION

- C1.01. The name of this congregation shall be Salem Evangelical Lutheran Church.
- C1.02. For the purpose of this constitution and the accompanying bylaws, the Salem Evangelical Lutheran Church congregation is hereinafter designated as "this congregation."
- C1.03. This congregation shall be incorporated under the laws of the State of Minnesota.

Chapter 2 CONFESSIO OF FAITH

- C2.01. This congregation confesses the Triune God, Father, Son and Holy Spirit.
- C2.02. This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
 - a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
 - b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
 - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- C2.03. This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.
- C2.04. This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.
- C2.05. This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel.
- C2.06. This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- C2.07. This congregation confesses the Gospel, recorded in the Holy Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

Chapter 3: NATURE OF THE CHURCH

- C3.01. All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under His rule and authority.
- C3.02. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.

Chapter 4 STATEMENT OF PURPOSE

- C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.

- C4.02. To participate in God's mission, this congregation as a part of the Church shall:
- a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service;
 - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations;
 - c. Reach out to all people to bring them to faith in Christ and do all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all;
 - d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, standing with the poor and powerless, and committing itself to their needs;
 - e. Nurture its members in the Word of God so they will grow in faith and hope and love, see daily life as the primary setting for the exercise of their Christian calling, and use the gifts of the Spirit for their life together and for their calling in the world; and
 - f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
- C4.03. To fulfill these purposes, this congregation shall:
- a. Provide services of worship, at which the Word of God is preached and sacraments are administered;
 - b. Provide pastoral care and assist all members to participate in this ministry;
 - c. Challenge spiritually, equip, and support all members in carrying out their calling in their daily lives and in this congregation;
 - d. Teach the Word of God;
 - e. Witness to the reconciling Word of God in Christ, reaching out to all people;
 - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society;
 - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other parts of the Evangelical Lutheran Church in America; and
 - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
 - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- C4.04. This congregation's organizational structure shall be described in the bylaws.
- C4.05. This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.

Chapter 5: **POWERS OF THE CONGREGATION**

- C5.01. The powers of this congregation are those necessary to fulfill its purpose
- C5.02. The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- C5.03. Only such authority as is delegated to the Church Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by this congregation. This congregation is authorized to:
- a. call pastors as provided in Chapter 9;
 - b. terminate the call of a pastor as provided in Chapter 9;
 - c. appoint or terminate the appointment of associates in ministry in conformity with the applicable policy of the Evangelical Lutheran Church in America;
 - d. approve the annual budget;
 - e. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - f. hold title to and use its property for any and all activities consistent with its purpose;
 - g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - h. elect the Congregation Council, and require them to carry out their duties in accordance with the constitution and bylaws; and
 - i. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

Chapter 6 **CHURCH AFFILIATION**

- C6.01. This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its

- successor, and of the Saint Paul Area Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- C6.02. This congregation accepts the Confession of Faith and agrees to the purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- C6.03. This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
- a. This congregation agrees to be responsible for its life as a Christian community;
 - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America;
 - c. This congregation agrees to call pastoral leadership from the clergy roster of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod;
 - d. This congregation agrees to consider associates in ministry for appointment to other staff positions in this congregation according to the procedures of the Evangelical Lutheran Church in America; and
 - e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.
- C6.04. Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:
- a. This congregation takes action to dissolve;
 - b. This congregation ceases to exist; or
 - c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
- C6.05. This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:
- a. A resolution indicating the desire of this congregation to terminate its relationship must be adopted at a legally called and conducted special meeting of this congregation by a two-thirds majority of the voting members present.
 - b. The secretary of this congregation shall submit a copy of the resolution to the bishop of the synod and shall mail a copy of the resolution to voting members of this congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
 - c. The bishop of the synod shall consult with this congregation during a period of at least 90 days.
 - d. If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-third majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
 - e. A certified copy of the resolution to terminate its relationship shall be sent to the bishop of the synod, at which time the relationship between this congregation and the Evangelical Lutheran Church in America shall be terminated.
 - f. Notice of termination shall be forwarded by the bishop of the synod to the secretary of this congregation and published in the periodical of this congregation.
- C6.06. If this congregation is considering relocation, it shall confer with the bishop of the Saint Paul Area Synod before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is taken.

Chapter 7: PROPERTY OWNERSHIP

- C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Saint Paul Area Synod of the Evangelical Lutheran Church in America.
- C7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.
- C7.03. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Saint Paul Area Synod.
- C7.04. If a two-thirds majority of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may

give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

Chapter 8: MEMBERSHIP

- C8.01. Members of this congregation shall be those baptized persons on the roll of the congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- C8.02. Members shall be classified as follows:
- a. Baptized members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. Confirmed members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
 - c. Voting members are confirmed members. Such confirmed members shall have participated as stated in C8.04.
 - d. Associate members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. If associate members desire to have voting rights and eligibility for elected offices or membership on the Church Council of this congregation, they can request that privilege of the Church Council.
 - e. Members may have an inactive and non-voting status if they wish to remain in the community but have not met the participation or contribution requirements. (Also see bylaws).
- C8.03. All prospective members who meet the definition in C8.02b above shall be submitted to the Church Council by the Membership Committee to be formally added to the congregation's roster of confirmed members. Such action by the Council shall normally take place prior to the reception in worship services, but may, if a new member has not yet made a final decision to join Salem by the time of the Council meeting, take place afterwards.
- C8.04. It shall be the privilege and duty of members of this congregation to:
- a. regularly participate in worship, the Word, sacraments and prayer;
 - b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
 - c. support the work of this congregation through contributions of their time and their abilities;
 - d. support the work of the congregation, the Saint Paul Area Synod, and the churchwide organization of the Evangelical Lutheran Church in America through financial support to Salem.
- C8.05. Membership in this congregation shall be terminated by any of the following:
- a. death;
 - b. resignation;
 - c. transfer or release;
 - d. disciplinary action by the Church Council; or
 - e. removal from the roll due to inactivity as defined in this constitution and the bylaws.
- C8.06. Such persons who have been removed from the roll of members shall remain persons for whom the church has a continuing pastoral concern.

Chapter 9 THE PASTOR

- C9.01. Authority to call a pastor shall be by at least a two-thirds majority ballot vote of members present and voting at the meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- C9.02. Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the bishop of the synod may be called as a pastor of this congregation.
- C9.03. Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every ordained minister shall:
 - 1) preach the Word;
 - 2) administer the sacraments;
 - 3) conduct public worship;

- 4) provide pastoral care; and
 - 5) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world; and
 - 6) support and encourage members to act on their faith as they apply gospel teaching to the issues of their lives and the world.
- B Each ordained minister with a congregational call shall, within this congregation:
- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 - 2) provide guidance and advice to all schools, committees, and organizations of this congregation;
 - 3) install regularly elected members of the Congregation Council;
 - 4) with the council, administer discipline;
- 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel and strive to extend the Kingdom of God in the community, in the nation, and abroad;
 - 6) impart knowledge of the church and its wider ministry; and
 - 7) become a member of this congregation.
- C9.04. The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call, which shall be attested to by the bishop of the synod.
- C9.05a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which, except in the death of the pastor, shall be terminated only following consultation with the synodical bishop and for the following reasons:
- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor;
 - 3) inability to conduct the pastoral office effectively in this congregation in view of local conditions;
 - 4) the physical or mental incapacity of the pastor;
 - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
 - 6) the dissolution of the congregation; or
 - 7) suspension of the congregation as a result of discipline proceedings.
- b. When allegations of physical or mental incapacity of the pastor or ineffective conduct of the pastoral office have come to the attention of the bishop of the synod, the bishop in his or her sole discretion may, or when such allegations have been brought to the synod's attention by an official recital of allegations by the Church Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop shall, investigate such conditions personally in company with a committee of two ordained ministers and one lay person.
- c. In case of alleged physical or mental incapacity, competent medical testimony shall be obtained. When such disability is evident, the bishop of the synod, with the advice of the investigating committee, shall declare the pastorate vacant. Upon the restoration of a disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in this congregation, or in another field of labor.
- d. In the case of alleged local difficulties that imperil the effective functioning of this congregation, all concerned persons shall be heard, after which the bishop of the synod together with the Church Council shall decide on the course of action to be recommended to the pastor and this congregation. If they agree to carry out such recommendations, no further action shall be taken by the synod. If either party fails to assent, the congregation may dismiss the pastor, or request his/her resignation, by a special majority vote of the voting members present at a legally called meeting after consultation with the bishop.
- e. If, in the course of proceedings described in *C9.05d, the Synod Consultation Committee concludes that there may be grounds for disciplinary action, the Synod Consultation Committee shall make recommendations concerning disciplinary action to the synodical bishop who may bring charges, in accordance with the provisions of the constitution and bylaws of the Evangelical Lutheran Church in America and the constitution of this synod.
- f. If, following the appointment of the Synod Consultation Committee described in C9.05b, it should become apparent that the pastoral office cannot be conducted effectively in this congregation due to local conditions, the bishop of the Saint Paul Area Synod may temporarily suspend the pastor from service in this congregation without prejudice and with pay provided through a joint churchwide/synod fund.
- C9.06. In the event of a pastoral vacancy, a congregational staff assessment committee will be formed by the Church Council.
- a. The committee will determine congregational needs for staffing, as well as a recommendation for a process and timeline to achieve that and present it to the Church Council;
 - b. The Church Council will review the recommendation and call a congregational meeting to present the

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- recommendation, and if needed, to form a call committee.
- C9.07. The Church Council will, in consultation with the synod bishop, provide for an interim pastor.
- C9.08. During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and the Church Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- C9.09. This congregation shall make a satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation.
- C9.10. When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Church Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- C9.10. With the approval of the bishop of the synod, the congregation may depart from C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing, setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop, or a designated representative of the bishop, shall meet with the pastor and representatives of this congregation for a review of the call. Such call may also be terminated before its expiration in accordance with the provisions of C9.05.a.
- C9.11. The pastor shall keep accurate parochial records of all members, baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation and shall submit a summary of such statistics annually to this congregation and to the synod.
- C9.12. The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

Chapter 10 CONGREGATION MEETINGS

- C10.01. The annual meeting of this congregation shall be held at a time specified in the bylaws.
- C10.02. A special Congregation Meeting may be called by the pastor, the Church Council, or the president of this congregation, or shall be called at the written request of 10 percent of the voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.
- C10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays or by mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with first class postage affixed or paid, sent to the last known address of such members shall be sufficient.
- C10.04. Should a special meeting be called, the pastor(s) are to be notified before the meeting.
- C10.05. Ten (10)percent of voting members shall constitute a quorum. In the event that a quorum is not present, the president of this congregation shall recess the meeting and **shall reconvene the meeting in the manner prescribed in C10.03, at which time quorum shall be the voting members present.**
- C10.06. Voting by proxy or by absentee ballot shall not be permitted.
- C10.07. All actions by this congregation shall be by majority vote except as otherwise provided in this constitution or bylaws.
- C10.08. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

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Chapter 11 OFFICERS (See Bylaws Chapter IV, Congregational Officers)

- C11.01. The officers of this congregation shall be a president, vice-president, secretary, and financial secretary.
- a. Duties of the officers shall be specified in the bylaws.
- b. Officers shall be voting members of the Church Council.
- C11.02. Officers shall be elected for a two-year term. Officers' terms shall begin at the close of the Annual Meeting at which they are elected.
- C11.03. No officer shall hold more than one office at a time. Officers shall not be eligible to serve more than two consecutive terms in the same office.

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Chapter 12: CHURCH COUNCIL (See Bylaws Chapter V, Church Council)

- C12.01 Membership
- a. The voting membership of the Church Council shall consist of nine members in the following positions:
1. the president, vice president, secretary, and financial secretary of this congregation;
 2. chairs of the three boards (Duties and responsibilities of the three boards shall be found in the Bylaws)

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and

3. two at-large members from this congregation.

b. Any voting member of this congregation may be elected to the Church Council.

c. No officer shall hold more than one office at a time.

C12.02 Terms of Office

a. Officers shall serve a two-year term, not to exceed two consecutive terms.

b. Board chairs shall serve a two-year term, not to exceed two consecutive terms.

c. At-large members shall serve a two-year term, with no term limit.

d. The term of office of Council members shall begin at the close of the Annual Meeting at which they are elected.

C12.03. Vacancy

a. Should a member's place on the Church Council become vacant, the congregational president shall appoint a replacement, subject to ratification by a majority of the Church Council, until the next Annual Meeting.

b. A member's place on the Church Council shall be declared vacant if:

1. the member resigns;

2. the member ceases to be a voting member of this congregation; or

3. the member has been absent from three consecutive regular meetings of the Church Council without prior notification.

C12.04. Nomination to Office

a. officers and at-large members are to be nominated by the Nominating Committee.

b. Board chairs are to be nominated by the Church Council.

c. Members may be nominated from the floor at the Annual Meeting for any Church Council positions.

C12.05 The Congregation Council shall have general oversight of the life and activities of this congregation, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Church Council shall include the following:

a. To lead this congregation in stating its mission,

b. To create a congregational vision;

c. To do long-range planning;

d. To set goals and objectives;

e. To establish a yearly calendar;

f. To create policies and review them annually;

g. To evaluate its mission and vision each year and progress toward yearly goals and objectives;

h. To submit a comprehensive report to this congregation at the Annual Meeting;

i. To seek to involve all members of this congregation in worship, learning, witness, service and support; and

j. To oversee the work of the Endowment Fund Committee.

C12.06. The Church Council shall be the board of trustees of this congregation. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Minnesota, except as otherwise provided herein.

a. The Church Council shall have the authority to buy, sell, or encumber real property (land and things permanently attached to the land, such as buildings and other structures) if it is specifically authorized to do so by a meeting of this congregation.

b. The Church Council may enter into contracts of up to 2 percent of the annual budget for items not included in the budget.

c. The Church Council shall ~~prepare an~~ annual budget for adoption by this congregation.

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C12.07. The Church Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.

C12.08. The Church Council shall normally meet once a month. Special meetings may be called by the pastor or the congregational president, or shall be called at the request of at least one-half of its members. Notice of each special meeting shall be given at least 5 days in advance to all who are entitled to be present.

C12.11. A quorum for the transaction of business shall consist of seven members of the Church Council.

Chapter 13: CONGREGATION COMMITTEES

C13.01. Executive Committee

a. The congregational president, vice president, secretary, financial secretary, and the pastor shall constitute

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the Executive Committee.

C13.02. Nominating Committee

- a. The nominating Committee shall consist of four members.
- b. Three members of this Nominating Committee shall be elected at the Annual Meeting. These members shall not also be members of the Church Council.
- c. One member shall be elected by the Church Council from its membership.
- d. The term of office for the Nominating Committee shall be one year.
- e. Nominating Committee members shall be eligible to serve no more than two consecutive terms.
- f. The duties and responsibilities of the Nominating Committee shall be found in the bylaws.

C13.03. Audit Committee

- a. The Auditing Committee shall consist of three members elected by this congregation.
- b. Members of the Church Council and Operating Board shall be ineligible for membership on the Auditing Committee.
- c. The duties and responsibilities of the Auditing Committee shall be found in the bylaws.

C13.04. Endowment Fund Committee

- a. The Endowment Fund Committee shall consist of five members elected by this congregation.
- b. The term of office for Endowment Fund Committee members shall be three years, with staggered terms.
- c. The duties and responsibilities of the Endowment Fund Committee shall be found in the bylaws.

C13.05. Call Committee

- a. A Call Committee shall be formed when a pastoral vacancy occurs based on the recommendation of the staff assessment committee.
- b. The Call Committee shall consist of nine voting members elected by this congregation.
- c. The duties and responsibilities of the Call Committee shall be found in the bylaws.

C13.06. Personnel Committee

- a. The Personnel Committee shall consist of 4 members elected by the congregation, the Church Council President, and the Pastor (ex-officio).
- b. The term of office shall be 4 years with a limit of 2 consecutive years.
- c. The duties and responsibilities of the Personnel Committee shall be found in the bylaws.

C13.07. Other congregation committees may be formed by the Church Council, as the need arises.

Chapter 14 **BOARDS**

C14.01. Much of the work, operation, and mission of this congregation shall be carried out by three boards.

C14.02. The three boards shall be:

- a. Nurturing Board;
- b. Operating Board; and
- c. Sharing Board.

C14.03. Chairs of the boards are nominated by the Church Council and elected by this congregation.

C14.04. Boards shall consist of a minimum of five members.

C14.05. Board members shall be selected and appointed by the board chair.

C14.06. Duties and responsibilities of the boards shall be found in the bylaws.

Chapter 15: **ORGANIZATIONS WITHIN THE CONGREGATION**

C15.01. All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to Council oversight and direction.

C15.02. Special interest groups, other than those of the official organization of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Church Council (and specified in a continuing resolution or the bylaws).

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Chapter 16: **DISCIPLINE OF MEMBERS**

C16.01. Denial of the Christian faith as described in this constitution, and/or conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps:

- a) private admonition by the pastor;
- b) admonition by the pastor in the presence of two or three witnesses; and
- c) citation to appear before the Church Council.

If for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president (if not the pastor) or vice president shall administer such admonitions.

C16.02 The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. A member charged with the offense shall appear before the Church Council after having received a written notice, at least ten days prior to the meeting, specifying the exact charges that have been made against the member. If the member charged with the offense fails to appear at the scheduled hearing, the Church Council may proceed with the hearing and may pass judgment in the member's absence.

C16.03 Members of the Church Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Church Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Church Council who are not disqualified but who are present and voting, and renewed admonition prove ineffectual, the Council shall impose one of the following disciplinary actions:

- a. censure before the Council or congregation;
- b. suspension from membership for a definite period of time; or
- c. exclusion from membership from membership in this congregation.

Disciplinary actions a. and c. shall be delivered to the members in writing.

C16.04 The member against whom disciplinary action has been taken by the Church Council shall have the right to appeal the decision to the Synod Council. Such right may not be abridged and the decision of the Synod Council shall be final.

C16.05. Disciplinary actions may be reconsidered and revoked by the Church Council upon receipt of:
a. evidence that injustice has been done; or
b. evidence of repentance and amendment.

C16.06. For disciplinary actions in the congregation, "due process" shall be observed as specified in 20.41.03. in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America.

C16.10. **Adjudication**

C16.11. When there is a disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Church Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

Chapter 17: **BYLAWS**

C17.01. This congregation shall adopt bylaws which specify the details of this congregation's organization, operation and life necessary for the implementation of this constitution. No bylaw may conflict with this constitution. Bylaws shall describe the function and purpose of the various committees or organizations of this congregation and may be adopted for other functions and activities.

C17.02 Proposed changes and/or additions to the bylaws must be submitted in writing to the Church Council.

C17.03. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.

C17.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the Saint Paul Area Synod.

Chapter 18 **AMENDMENTS**

- C18.01. Amendments to this constitution may be proposed in one of two ways:
- a. by the Church Council, or
 - b. by at least 15 voting members of this congregation.
 1. Such proposals must be made in writing to the Church Council.
 2. Such proposals must be presented to this congregation at a regular or special meeting.
 3. If such a proposed amendment is to be considered at a meeting of this congregation that is already scheduled, the proposed amendment must be made to the Church Council at least 60 days prior to that meeting.
 4. If the Church Council needs to call a special meeting of this congregation, it shall do so according to the provisions in Chapter 10.
- C18.02. A proposed amendment to this constitution shall:
- a. be provided to the members of this congregation in writing with the Church Council's recommendations at least 30 days in advance of the Congregational Meeting at which the amendment will be considered.
 - b. be approved at a properly called meeting according to this constitution by a majority vote of those present and voting;
 - c. be ratified without change at the next Annual Meeting by a two-thirds majority vote of those present and voting; and
 - d. have the effective date included in the resolution and noted in the constitution.
- C18.03. Any amendments of this constitution shall be sent by the secretary of this congregation to the Saint Paul Area Synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the Saint Paul Area Synod, unless the Saint Paul Area Synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America or the constitution of the Saint Paul Area Synod.
- C18.04. Whenever the Model Constitution for Congregations of the Evangelical Lutheran in America is amended by the Churchwide Assembly, this constitution may be amended to reflect any such amendment by a simple majority vote at any subsequent meeting of this congregation without presentation at a prior meeting of this congregation, provided that the Church Council has submitted by mail notice to this congregation of such an amendment or amendments at least 30 days prior to the meeting. Following the adoption of an amendment, the secretary of this congregation shall submit a copy thereof to the Saint Paul Area Synod, consistent with

Chapter 19 CONTINUING RESOLUTIONS

- C19.01. The Church Council may enact continuing resolutions which describe and establish policy for this congregation.
- C19.02. Continuing resolutions shall be enacted or amended by a two-thirds majority vote of all voting members of the Church Council.

Chapter 20 INDEMNIFICATION

- C20.01. Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Church Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

BYLAWS

Chapter I MEMBERSHIP

Section 1. Acceptance for membership. The following are the steps to be followed by people desiring to become new members of this Salem.

- A. New member orientation/education.
 - 1) All prospective members will attend member preparation classes
 - 2) The sessions will cover such topics as what it means to be a Lutheran, expectations of membership, Salem's Mission Statement, liturgy, worship, stewardship, ethics, spiritual gifts, and Bible study
 - 3) Non-baptized applicants will be baptized prior to their acceptance. Prospective members must first express an interest in joining this congregation.
- B. After completing the classes, applicants will be presented to the Church Council for approval.
- C. After approval by the Church Council, members will be formally received at a member acceptance service.

Section 2. Admission to Baptized Membership

- A. Children, one or both of whose parents or guardians are members of this congregation shall, upon receiving Christian baptism, be received as baptized members of this congregation.
- B. Children, neither of whose parents or guardians are members of this congregation shall, upon Christian baptism duly recorded as a ministerial act performed under the auspices of this congregation, be received as baptized members of this congregation unless there is an understanding that, for good reason, they will be enrolled as baptized members of another congregation, in which case notice of the baptism shall be given to the congregation in which the child is to be enrolled as a baptized member.
- C. Children baptized in other congregations shall be received as baptized members of this congregation upon admission of one or both parents or guardians to membership, or by consent of one or both parents or guardians, or by action of the Congregation Council.
- D. Prior to baptism, parent/parents/guardians of the child to be baptized shall attend baptismal instruction.

Section 3: Admission to Confirmed Membership

- A. Baptized children shall be admitted to confirmed membership through confirmation classes to prepare for participation in the rite of confirmation to include a public affirmation of faith in Jesus Christ for salvation.
- B. New members receive confirmed status on acceptance for membership.
- C. Baptized members who are beyond Salem's confirmation age, receive confirmed status after completing the steps listed in section 1.

Section 4: Discontinuance of Membership

- A. Any confirmed and voting member in good standing desiring to change his/her membership to another church shall, upon request, be entitled to a letter of transfer.
- B. Baptized members who have failed to attend worship services or Christian Education, receive Holy Communion or make a contribution of record for a period of two consecutive years will be contacted to determine if they wish to be active members at Salem.
- C. The decision to withdraw will come from the member.

Chapter II: FINANCIAL MATTERS.

Section 1. Salem's fiscal year shall be January 1 to December 31.

Section 2. Salem's financial records shall be audited by an outside, independent auditor at the change of the congregational financial secretary or at the discretion of the Church Council

Chapter III. ANNUAL MEETING AND SPECIAL CONGREGATIONAL MEETINGS

Section 1. The annual meeting for this congregation shall be held not later than the first Sunday in February. As determined by the Church Council following the procedures for call of congregation meetings as written in C10.03 of the Constitution. Special and other meetings may be called following the procedures for call of Congregational Meetings as written in C10.03 of the Constitution.

Section 2. The current roster of eligible voting members shall be available at each Congregational Meeting.

Section 3. A quorum to conduct business is defined in C10.05 of the Constitution.

Section 4. *In the event a quorum is not present, the President of the Congregation shall recess the meeting and reconvene the meeting in the manner prescribed in C10.03 of the Constitution, at which time the voting members*

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present shall constitute a quorum. [See C.10.05](#)

Section 5. When necessary to complete the business of the meeting, a Congregational Meeting may, by majority vote, recess to reconvene at a specified date, time and place.

Section 6. The order of business at the annual meeting shall include:

- A. Opening Devotion,
- B. Approval of minutes,
- C. Elections,
- D. Pastoral staff report(s),
- E. Church Council, [Financial Secretary](#), Boards, and other reports,
- F. Approval of budget,
- G. Unfinished business,
- H. New business,
- I. Adjournment, and
- J. Closing prayer.

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Section 7. In the following cases voting shall be by written ballot:

- A. To elect members of the Church C, Auditing Committee, Endowment Fund Committee, Personnel Committee, and Nominating Committee.
- B. To adopt or amend the articles of incorporation, constitution or bylaws of this congregation;
- C. To call a pastor or request resignation.
- D. To sever membership from the Evangelical Lutheran Church in America.
- E. To dispose of, encumber, or purchase real property (land and things permanently attached to the land, such as buildings and other structures of a permanent nature).
- F. When requested by 10 or more voting members present.

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Section 8. No person shall be declared elected without having received a majority of the votes cast. If more than one ballot is required in an election, it shall be in order, by proper motion, to limit the balloting, after the first ballot, to the three candidates receiving the highest number of votes on the first ballot and after the second ballot to limit the balloting to the two candidates receiving the highest number of votes.

Section 9. Except as otherwise provided in the constitution, bylaws and Roberts' Rules of Order, all matters shall be decided by majority vote.

Section 10. At each Congregational Annual Meeting a booklet of reports shall be available.

- A. All boards and organizations handling funds within this congregation shall submit accounts showing receipts, disbursements, balance and location of the funds at the close of the year represented. These shall be included in the booklet of reports.
- B. The pastor(s), ministerial staff members, congregational president, Council, all chair of council boards and congregation committees, and all organizations not a part of the Congregation Council shall submit written yearly activity reports for publication in the annual report of this congregation.

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Chapter IV: CONGREGATION OFFICERS

Section 1: PRESIDENT. The duties of this office include:

- A. preside over meetings of the Church Council and this congregation utilizing parliamentary procedure;
- B. convene and serve as chair of the Executive Committee;
- C. prepare agendas for Church Council meetings and Congregational meetings;
- D. appoint members to vacant positions on the Church Council and congregational committees with ratification by the Church Council;
- E. communicate regularly with the board chairs and the pastor;
- F. address issues given to the Church Council by this congregation;
- G. represent this congregation at community functions, as appropriate;
- H. attend to issues necessary for the smooth running of the Church Council, to include:
 - 1. develop and utilize effective communication processes within the Church Council and with staff and office personnel;
 - 2. develop and maintain effective communication with all committees, task forces, and boards; and
 - 3. evaluate the effectiveness of Executive Committee, Church Council, and Congregational Meetings.

Section 2: VICE-PRESIDENT. The duties of this office include:

- A. assume the duties of the congregational president in the event of his/her absence;
- B. convene the Nominating Committee and the Auditing Committee;
- C. maintain a record of Church Council attendance;

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- D. maintain a calendar of events;
- E. communicate regularly with all board chairs;
- F. contact Church Council members in the event of their absence to keep them informed and to encourage their attendance;
- G. maintain a record of chairs of all committees, task forces, and boards;
- H. schedule devotions and treats within the Church Council; and
- I. assist the congregational president, as needed.

Section 3: SECRETARY. The duties of this office include:

- A. keep, publish, and preserve minutes of all Church Council, Congregational, and Executive Committee meetings;
- B. keep, publish and preserve policies approved by the Church Council;
- C. prepare and send Church Council and congregational correspondence;
- D. communicate actions, issues and concerns to this congregation, as appropriate.

Section 4: ~~(Treasurer is not an officer. Moved requirements in Bylaws).~~

Section 5: FINANCIAL SECRETARY. The duties of this office include:

- A. serve on the Operating Board;
- B. develop, implement, and maintain programs for receiving, counting, accounting for, and disbursing funds according to generally accepted accounting principles, including:
 - 1. develop and maintain a Corps of Counters; and
 - 2. develop and maintain programs for the safe deposit and keeping of all funds.
- C. report the offerings of this congregation regularly to this congregation;
- D. prepare the annual budget;
- E. maintain a record of all individual contributions and gifts;
- F. maintain a record of worship attendance'
- G. prepare and provide a written monthly financial report to the Church Council'
- H. prepare and provide an annual written financial report to this congregation;
- I. analyze quarterly the financial status of this congregation and report it to the Church Council;
- J. ~~appoint and oversee the position of TREASURER. The treasurer shall be bonded.~~
- K. serve as Salem's primary liaison with financial institutions; and
- L. serve as Salem's chief financial officer.
- M. ~~The financial secretary shall be bonded.~~

Section 6: The officers have only such authority as may be delegated to them by this congregation and exercise such authority in accordance with the constitution, bylaws and resolutions of this congregation.

Chapter V: THE CONGREGATION COUNCIL (See also Constitution, Chapter 12, Church Council)

Section 1. Meetings of the Church Council shall be held on the same day of the week each month as established by the council at its organizational meeting, unless a different date is agreed upon by a majority of the Church Council.

Section 2. Any member having two consecutive unexcused absences from regular meetings, without prior notification, shall be contacted by the council vice-president

Section 3. The Church Council is empowered to form special and ad hoc committees to conduct Church Council or congregational business or activities, as deemed necessary.

Section 4. The Church Council shall nominate three board chairs for election at the Annual Meeting.

Section 5. Any vacancy on the Church Council (officers, board chairs, and at-large members) shall be filled by appointment by the congregational president and ratified by a two-thirds vote of the Church Council. The term of the person appointed shall be identical to that of the member who vacated the position. If the person appointed serves less than twelve months of an unexpired term, the appointee can be elected to a succeeding full term.

Section 6. No Church Council business shall be transacted unless seven of the members are present.

Section 7. The Congregation Council shall ensure that the aggregate of all expenditures must not exceed the total of the approved budget by more than five percent without the approval of this congregation.

Section 8. The Church Council shall be responsible for approving recommendations from the Operating Board to authorize expenditures beyond board budgets.

Section 9. The Church Council shall, at least once a year, review the entire program of this congregation and establish a

Deleted: TREASURER. The duties of this office include:

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- A. be bonded;¶
 - B. disburse funds and pay all bills, payrolls, and taxes, as authorized;¶
 - C. post all expenses to accounts and banks;¶
 - D. transfer funds between accounts and banks.

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yearly calendar.

Section 10. The Church Council shall be examples individually and corporately of the style of life and ministry expected of all baptized members.

Section 11. The Church Council shall promote a congregational climate of peace and goodwill and, as differences and conflicts arise, endeavor to foster mutual understanding.

Section 12. The Church Council shall seek out and encourage qualified persons to prepare for the ministry of the Gospel.

Section 13. The Church Council shall develop lay leaders, as needed, to fulfill the ministry responsibilities of this congregation.

Section 14. The Church shall actively encourage members to attend the Annual Meeting and special meetings of this congregation.

Chapter VI: BOARD CHAIRS.

Section 1. Board chairs shall see that all the duties of the board are carried out.

Section 2. Board chairs shall serve as members of the Church Council and report to the Council monthly the activities of the board.

Section 3. Board chairs shall convene board meetings.

Section 4. Board chairs shall meet/be in contact with the pastor and/or other designated staff.

Chapter VII. CHURCH COUNCIL BOARDS (See also Constitution, Chapter 14, Boards) [\(See new language in C12.01\)](#)

Section 1. GENERAL

- A. Boards shall have authority to appoint committees, task forces, and individuals to accomplish the responsibilities of that board;
- B. All boards shall submit a yearly budget to the Operating Board that applies to the annual budget of this congregation in accordance with a timeline set by the Operating Board;
- C. Each board shall communicate with the Church Council about the work of the board;
- D. Each board shall set yearly goals that are in harmony with Salem's mission and vision and review them annually;
- E. All boards shall ensure that they do not exceed their budgets;
- F. Boards shall meet at least six times a year;
- G. Boards shall consist of a minimum of five people;
- H. Boards shall cooperate and coordinate with other boards when responsibilities overlap;
- I. Boards shall be examples individually and corporately of the style of life and ministry expected of all baptized members;
- J. Boards shall promote a congregational climate of peace and goodwill and, as differences and conflicts arise, endeavor to foster mutual understanding;
- K. Boards shall seek out and encourage qualified persons to prepare for the ministry of the Gospel;
- L. Boards shall develop lay leaders, as needed, to fulfill the ministry responsibilities of this congregation.

Section 2. NURTURING BOARD. It shall nurture the faith and bring the Gospel message to the people of Salem.

- A. The Nurturing Board shall provide for meaningful worship services and encourage members to actively participate in worship. Responsibilities shall include:
 1. supporting the pastor and worship planning team, as appropriate;
 2. facilitating the logistics of worship; and
 3. scheduling and training congregational members to assist in worship by serving as greeters, acolytes, communion assistants, lay readers, ushers, altar care teams, assisting ministers, sound and light operators, and other positions as needed.
- B. The Nurturing Board shall attend to the overall worship life of this congregation. Responsibilities shall include:
 1. researching creative ideas for worship;
 2. recommending adjustments to the worship format;
 3. seeing to the physical arrangements and layout for the use of worship space;
 4. acting as a forum for receiving worship ideas from this congregation;
 5. systematically getting feedback from this congregation regarding worship;
 6. ***cooperating with the Operating Board to hire appropriate directors of music groups;***
 7. enhancing the logistics for worship;
 8. overseeing the yearly schedule for worship;

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9. maintaining and improving worship equipment.
- C. The Nurturing Board shall promote spiritual growth and work to bring the Gospel message to the people of Salem and this community so that they can develop a personal relationship with Christ and be equipped to share the Gospel with others.
- D. The Nurturing Board shall develop, implement, and administer programs of education for this congregation. This includes:
 1. Sunday School;
 2. summer programming for children;
 3. confirmation programs;
 4. Bible study groups;
 5. adult education programs; and
 6. other educational programs.
- E. The Nurturing Board shall study and consider for implementation educational ideas and programs suggested by the Saint Paul Area Synod and the Evangelical Lutheran Church in America.
- F. The Nurturing Board shall affirm, empower, and engage youth through the age of 18 by:
 1. providing a Christ-centered, affirming, and relational ministry to young people which assists them in:
 - a. honoring God;
 - b. growing in a relevant scriptural faith;
 - c. realizing their gifts;
 - d. sowing God's love to others; and
 - e. actively living in a Christian community.
 2. planning and providing a yearly youth program; and
 3. planning and providing activities that involve youth with their families.
- G. The Nurturing Board shall develop, implement, and maintain programs, activities, and services that enhance and enrich the physical, mental, and spiritual health of all Salem members and surrounding community members by providing education, health service, support groups, and other health-related activities.
- H. The Nurturing Board shall be responsible for the development and operation of programs to encourage good stewardship attitudes based on scriptural principles by:
 1. encouraging total lifestyle stewardship in the areas of:
 - a. sharing our time and skills;
 - b. responding to God's grace with our financial gifts; and
 - c. protecting the environment.
 2. developing, implementing, and maintaining a program to assist members in discovering their God-given gifts.
 3. encouraging stewardship programs of all kinds with all the organizations associated with this congregation.

Section 3. OPERATING BOARD. It shall take care of the business of Salem.

- A. The Operating Board shall establish a Finance Committee to assist the Financial Secretary in developing, implementing and maintaining systems...
- B. The Operating Board shall oversee the work of the Financial Secretary and ensure that the duties are carried out.
- C. The Operating Board shall develop and implement programs for the acquisition, licensing, care, operation, maintenance, and upgrade of office electronic equipment and software;
- D. The Operating Board shall ensure access to training on office equipment and software;
- E. The Operating Board shall develop and implement programs for the care, operation, and maintenance of all equipment, furnishings, buildings, and grounds which are the property of this congregation and be responsible to:
 1. implement programs for safety, energy control, and long-range planning;
 2. develop and recruit volunteers from this congregation to assist in special cleanup, painting, repair, and other similar projects; and
 3. annually review and update the insurance policies on Salem in conjunction with the Auditing Committee.
- F. The Operating Board shall ensure the strong financial stability of this congregation, its work and its mission,

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1. review purchases to be made on behalf of this congregation;¶
 2. review the proposed disbursement of funds;¶
 3. keep and maintain a record of all individual contributions;¶
 4. prepare and distribute quarterly and annual individual giving statements;¶
 5. develop and manage a Corps of Counters that shall be responsible for the receipt, prompt counting, documentation, and deposit of all income;¶
 6. develop procedures to ensure the safe keeping of all funds;¶
 7. provide a written financial report to the Church Council monthly and to this congregation at its Annual Meeting;¶
 8. ensure the proper recording of all gifts to this congregation and provide asset accounts, which are separate dedicated fund assets from those of the general operating funds of Salem (Funds given to Salem for purposes other than general operations are, by definition, not to be available for use by the general fund.);¶
 9. prepare and submit a balanced budget to the Church Council and to this congregation at each Annual Meeting; and ¶
 10. review quarterly the financial status of this congregation, including its income, expenses, investments, insurance, debts, and debt service and make reports to the Church Council and/or this congregation for action, when needed.

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and be responsible to:

1. conduct an intensive annual stewardship campaign to challenge all confirmed members to make a financial commitment to Salem;
2. Regularly evaluate the pledge process and subsequent offerings of this congregation in cooperation with the Finance Committee and share these evaluations with the members of this congregation and the Church Council; and
3. establish methods of collecting offerings from the congregation.

Deleted: procure and distribute offering envelopes.

Section 4. SHARING BOARD. It shall share the love of Christ within this congregation and with our neighbors near and far.

- A. The Sharing Board shall develop and implement programs to carry the message of Christ and His church to the community.
- B. The Sharing Board shall develop and implement programs that promote Christian Fellowship.
- C. The Sharing Board shall develop and implement programs that invite and incorporate new members into the active life of this congregation, including the responsibilities to:
 1. organize and coordinate contacts with visitors; and
 2. coordinate the new members' classes in accordance with the provisions in Chapter I Section 1A of the Bylaws.
- D. The Sharing Board shall create and assign the process for the maintenance of an accurate membership list.
- E. The Sharing Board shall develop and implement strategies for reaching out to inactive members.
- F. The Sharing Board shall develop and implement informational, advocacy, and action programs that attend to the physical, social justice, and humanitarian needs of people of this congregation and our world.
- G. The Sharing Board shall advertise and publicize, to Salem and the community, events programs and activities of this congregation.

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Chapter VIII. CONGREGATION COMMITTEES (See also Constitution Chapter 13, Congregation Committees)

Section 1. Nominating Committee

- A. The Nominating Committee shall consist of four members.
- B. Three members of the Nominating Committee shall be elected at the Annual Meeting. These members shall not also be members of the Church Council.
- C. One shall be elected by the Church Council from its own membership.
- D. The members of the Nominating Committee shall serve for the year following their election. Nominating Committee members shall be eligible to serve no more than two consecutive terms.
- E. The congregational vice president shall convene the first meeting of the Nominating Committee not later than January 15th of each year but, thereafter, shall not serve as a member of the Nominating Committee.
- F. The Nominating Committee shall nominate one or more candidates for the following offices and delegate positions to be filled at the Annual Meeting and shall secure consent of each candidate to serve, if elected:
 1. congregational officers (president, vice president, secretary, treasurer, and financial secretary);
 2. two at-large Church Council members;
 3. "Board Chairs"
 4. Saint Paul Area Synod delegates;
 5. Auditing Committee members;
 6. Nominating Committee members;
 7. Endowment Fund Committee members;
 8. Personnel Committee members;
 9. delegates to other organizations as determined by the Church Council.

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Section 2. AUDITING COMMITTEE

- A. The Auditing Committee shall annually audit all financial records of this congregation and auxiliary organizations and present a written report, including any recommendations for change, to this congregation by the end of the first quarter of the following fiscal year.
- B. The Auditing Committee shall carefully examine all insurance policies in conjunction with the Operating Board, as well as fidelity bonds, to determine the amount and kind of insurance and fidelity in force, and include this information in its report.
- C. The Auditing Committee shall give independent assurance that all financial records fairly represent the finances of this congregation.

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D. The Auditing Committee shall review the year's financial activity to determine whether it has been properly recorded in acceptance with generally accepted accounting principles.

E. The Auditing Committee shall be convened each year by the congregational vice president or any other member of the Executive Committee, except the congregation financial secretary.

Section 3. ENDOWMENT FUND COMMITTEE

A. The purpose of the Endowment Fund Committee is to promote responsible Christian stewardship of people's accumulated assets and to enhance the outreach ministry of this congregation by providing an orderly method, to be approved by this congregation, for receiving and administering gifts given to Salem through gifts, wills, and other forms of estate planning.

Section 4. EXECUTIVE COMMITTEE

A. The Executive Committee shall consist of the president, vice president, secretary, financial secretary, and pastor;

B. The Executive Committee shall meet regularly to plan for and coordinate the smooth running of Church Council and congregational Annual Meeting.

C. The Executive Committee may be called together to handle routine administrative business delegated by the Church Council;

D. The Executive Committee with two members of the Personnel Committee shall conduct an annual performance review with the pastor.

Section 5. CALL COMMITTEE

A. In the event of a vacancy in the office of pastor, a Congregational Staff Needs Assessment Task Force shall be formed by the Church Council. A task force may be convened in the event of other vacancies or called positions at the discretion of the Church Council.

B. The Congregational Staff Needs Assessment Task Force shall be responsible for determining congregational needs for staffing, as well as for developing a recommendation for a process for calling a pastor, if that is deemed necessary.

C. Upon the completion of the task force's work, a report shall be brought to the Church Council for approval. The Church Council shall call a Congregational Meeting to approve the recommendation and, if needed, to form a Call Committee.

D. The Call Committee shall consist of nine congregational members. Upon the installation of the pastor, the Call Committee shall meet as a transition advisory team with the pastor up to three times during the first year.

E. The congregational president shall convene the first meeting of the Call Committee. The Call Committee shall select a chair, and other officers, if so desired.

F. The Call Committee shall be responsible to:

1. meet with the Saint Paul Area Synod staff person to determine the call process;
2. review the existing letter of call and position description and adjust them based on current congregational needs;

3. hold closed meetings but keep this congregation as informed of its progress and procedures as possible while maintaining necessary confidentiality of the candidates being considered;

4. recommend a candidate to this congregation for the pastor office. (*See also C9.01 of the Constitution.*)

Section 6. PERSONNEL COMMITTEE

A. The Personnel Committee shall consist of:

1. 4 members chosen by the congregation;
2. the current Church Council President;
3. the Pastor as an ex-officio member.

B. The purpose of the Personnel Committee shall be to:

1. develop personnel policies and make policy recommendations to the Church

Council for approval.

2. develop a performance review process for all staff.
3. meet with all paid staff at least annually.
4. review the compensation packages of the staff and make recommendations to the Church Council.
5. develop position descriptions and hiring procedures.
6. at the pastor's request, may assist with the hiring process and may give advice regarding a candidate's ability to perform in a specific position.
7. at the pastor's request, may be present for performance or position description discussions with employees.

8. The Personnel Committee may be called upon to investigate complaints of sexual harassment and equal

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Deleted: Revised 2011

[opportunity employment.](#)

C. Personnel Committee Terms of Office will be 4 years with a limit of two consecutive terms.

Chapter IX USE OF CHURCH PROPERTY AND EQUIPMENT

Section 1. The property of this congregation shall be for the use of this congregation in its normal function as a Lutheran Church, and shall not be used in any way not in harmony with the purpose and goals of this congregation.

Section 2. Buildings, furnishings, and equipment which are the property of this congregation shall not be loaned or rented to any group or individuals not affiliated with this congregation unless application for such use has been approved by the Church Council. [Conforms to the use policies established by the Church Council.](#)