



CONSTITUTION
of
ST. PAUL LUTHERAN CHURCH
Of New Braunfels

CONSTITUTION ST. PAUL LUTHERAN CHURCH
OF
NEW BRAUNFELS, TEXAS

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CONSTITUTION OF ST. PAUL LUTHERAN CHURCH OF NEW BRAUNFELS, TEXAS

PREAMBLE

We, baptized members of the Holy Christian Church, 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 St. Paul Lutheran Church of New Braunfels, Texas.
- C1.02 For the purpose of this Constitution the St. Paul Lutheran Church of New Braunfels, Texas, is hereinafter designated as "this Congregation."
- C1.03. This Congregation shall be incorporated under the laws of the State of Texas.

Chapter 2. CONFESSION 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, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- 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.
- C2.08. This Congregation accepts the will of God regarding sexuality and marriage as revealed in the Holy Bible. In particular,
 - a. God ordains that marriage is between one man and one woman;
 - b. Sex outside of marriage is a violation of God's law.
 - c. A child in the womb is a creation of God whose life is protected by the Fifth Commandment.
 - d. Rejection of one's biological sex is a rejection of the image in which God created that person.
- C2.09. All members and all persons employed by St. Paul Lutheran Church in any capacity, or who serve as volunteers, must abide by our Statement on Marriage and Sexuality. (This is posted at our Congregational website.)

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 is the gathering of all believers among whom the Gospel is preached in its purity and the sacraments are administered in accordance with the Gospel (*Augsburg Confession, Article 7*).

Chapter 4. STATEMENT OF PURPOSE of the CONGREGATION

- C4.01. The Church is a people created by God in Christ, empowered by the Holy Spirit, and called and sent to make disciples of Jesus Christ. The Mission Statement of the Congregation: As a Christ-centered, Gospel-driven Congregation, we are called by our Lord Jesus to go and make disciples of all nations.
- C4.02. To carry out God's mission, this Congregation as a part of the Church shall:
 - a. carry out Christ's Great Commission by reaching out to all people, near and far, to make disciples in Christ;

- b. provide services of worship at which the Word of God is preached, and the sacraments are administered;
- c. provide pastoral care and assist all members to participate in this ministry;
- d. challenge, equip, and support all members in carrying out their calling in their daily lives and in their Congregation;
- e. teach the Word of God;
- f. serve in response to God's love to meet human needs, whether charitable or spiritual;
- g. teach Biblical stewardship; and
- h. foster and participate in relationships with other congregations.

Chapter 5. POWERS OF THE CONGREGATION

- C5.01. The powers of this Congregation are those necessary to fulfill its purpose. Among them, this Congregation shall develop an organizational structure to be described in this constitution. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational groups and shall review their actions. Such descriptions shall be contained in continuing resolutions of the Congregation Council.
- C5.02. The powers of this Congregation are vested in the Congregation Meeting called and conducted as provided in this Constitution.
- C5.03. Only such authority as is delegated to the Congregation Council or other organizational units in this Congregation's governing documents is recognized. All remaining authority is retained by the Congregation. The Congregation is authorized to:
- a. call a pastor as provided in Chapter 9;
 - b. terminate the call of a pastor as provided in Chapter 9;
 - c. adopt amendments to the Constitution, as provided in Chapter 17,
 - d. approve the annual budget;
 - e. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - f. hold title to and use its property for any and all activities consistent with its purpose;
 - g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - h. elect its officers and Congregation Council, and require them to carry out their duties in accordance with the Constitution, and continuing resolutions; and
 - i. Affiliate or terminate its affiliation as provided in Chapter 6.
- C5.04. This Congregation shall choose from among its voting members individuals to serve as delegates to represent it at meetings of any conference, district, coalition, or other area subdivision or organization of which it is a member.
- C5.05. For financial purposes, the fiscal year of the Congregation is the calendar year.

Chapter 6. CHURCH AFFILIATION

- C6.01. This Congregation may affiliate with other church bodies with which it can accept a common confession of faith.
- C6.02. This Congregation may affiliate with other Christian church bodies as decided by a two thirds majority of the voting members of the Congregation then present and voting at a specially called meeting of the Congregation.
- C6.03. This Congregation may terminate its affiliation as follows:
- a. This Congregation takes action to dissolve.
 - b. This Congregation ceases to exist.
 - c. This Congregation is removed from membership by its affiliated organization.
 - d. This Congregation may terminate its affiliation with other Christian church bodies as decided by two-thirds majority of the voting members of the Congregation then present and voting at a specially called meeting of the Congregation.

Chapter 7. PROPERTY OWNERSHIP

- C7.01. If this Congregation ceases to exist, title to undisposed property shall be disbursed to nonprofit 501 (c) (3) entities and/or organizations as determined by a majority of the remaining voting members of the Congregation at a specially called meeting of the Congregation.
- C7.02. If this Congregation is removed from membership in an affiliated organization according to its procedure for discipline, title to property shall remain with this Congregation.
- C7.03. Regardless of affiliation, title to any real property and assets of the Congregation shall remain with the Congregation.

Chapter 8. MEMBERSHIP

- C8.01. Membership in this Congregation is a call to discipleship under Jesus Christ. Therefore, members of this Congregation shall be those baptized persons on the roll of this 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.
- 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 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 baptized persons received by affirmation of faith.

- 1. Voting members are confirmed members who have worshipped and communed in this Congregation an average of once every two months during the previous twelve months (or from the date of acceptance as a member), and have made a personal contribution of record to this Congregation at least once in the previous twelve months. Members of this Congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the Congregation.

- c. 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, or persons who wish to retain a relationship with this Congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this Congregation.

C8.03. Contingent upon completion of orientation, new members will be presented to the Congregation Council for approval by the Pastor.

C8.04. It shall be the privilege and duty of members of this Congregation to:

- a. make regular use of the means of grace, both Word and sacraments;
- b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
- c. support the work of this Congregation through contributions of their time, abilities, and financial support as biblical stewards.

C8.05. Membership in this Congregation shall be terminated by the Congregation Council for any of the following:

- a. death;
- b. resignation;
- c. transfer or release;
- d. disciplinary action by the Congregation Council; or
- e. inactivity
 - 1. A member that has not worshipped for six (6) months will be contacted.
 - 2. A member that has not worshipped for one (1) year will be evaluated for removal from the roll.

C8.06. Members who have been removed, dismissed, or who are known to have become members of other Congregations without transfer, will have lost membership in the Congregation and all rights pertaining thereto.

C8.07. Removal of members from the membership roll does not apply to individuals who are homebound, in elder care, military deployment or under confining disability.

- C8.08. Denial of the Christian faith as described in this Constitution, conduct grossly unbecoming a member of the Holy Christian Church, 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 (or Senior Pastor, if there are multiple pastors),
 - b. admonition by said pastor in the presence of at least two witnesses, and
 - c. notice to appear before the Congregation Council.

If, for any reason, said pastor is unable to administer the admonitions required by a) and b) hereof, the Congregation President or Congregation Vice President shall administer such admonitions.

- C8.09. If discipline against a member proceeds beyond counseling and admonition by the pastor (or Senior Pastor, if there are multiple pastors), charges against the accused member(s) that are specific and in writing shall be prepared by member(s) of the Congregation who shall sign the charges as the accuser(s). The written charges shall be filed with said pastor, who shall advise the Congregation Council of the need to issue a written notice to the accused and the accusers that specifies the time and place of the hearing before the Congregation Council. The written charges shall accompany the written notice to the accused. A member charged with the offense shall appear before the Congregation Council after having received a written notice at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Congregation Council may proceed with the hearing and may pass judgment in the member's absence.

- C8.10. To assure due process and due protection for the accused, members of the Congregation Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Congregation Council are disqualified from voting upon the question of the guilt of the accused member. In addition, due process requires the following:
- a. The right to be given a specific written statement of the charges;
 - b. The right to a hearing by the Congregation Council;
 - c. The right of the accused to testify in person or remain silent;
 - d. The right to call witnesses;
 - e. The right to introduce documentary evidence;
 - f. The right to confront and cross-examine witnesses;
 - g. The right to a hearing closed to the public unless both the accuser(s) and the accused agree to a public hearing;
 - h. The right to a written decision;
 - i. The right to be treated with fundamental procedural fairness, which means:
 1. Avoidance by Council members of written communications to or from either accused or accuser(s) without copy to the other;
 2. Avoidance by Council members of other communications with either the accused or the accuser(s) outside of the presence of the other;
 3. Maintaining proper decorum during the hearing;

4. Allowing both the accuser(s) and the accused to present their cases without unnecessary interruptions;
5. Keeping a verbatim record of the hearing, made either by audio or video recording; and
6. Allowing both the accuser(s) and the accused to be accompanied at the hearing by a representative (who may, but need not, be an attorney) who may also participate in the proceedings.

C8.11. Should the allegations be sustained by a two-thirds majority vote of the members of the Congregation Council who are not disqualified but are present and voting, and renewed admonition proves ineffectual, the Council shall impose one of the following disciplinary actions:

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

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

C8.12. The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Congregation. Notice of a decision to make such appeal shall be made in writing to the Congregation President within fifteen (15) days of Congregation Council's disciplinary decision. Upon receipt of such notice, the Congregation President shall call a special meeting of the Congregation to hear such appeal, to be held no later than sixty (60) days following the date of such notice. Such right may not be abridged and the decision of the Congregation shall be final.

C8.13. Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of a) evidence that injustice has been done or b) evidence of repentance and amendment.

C8.14. No member of this Congregation shall be subject to discipline for offenses that the Congregation Council has previously heard and decided, unless so ordered by the Congregation after an appeal. Said appeal shall be conducted in accordance with the provisions of Section C15.05 of the Constitution.

C8.15. When there is disagreement among factions within this Congregation on a substantive issue that cannot be resolved by the parties, members of this Congregation shall have access to the Congregation Council for consultation after informing the President of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the matter shall be referred to the Congregation whose decision shall be final.

Chapter 9. THE PASTORAL CALL

C9.01. Only pastors who are in agreement with our "Confession of Faith" (see Chapter 2 of this constitution) and our then-affiliated Lutheran association(s) shall be called and retained as pastors for St. Paul Lutheran Church.

- C9.02. Authority to call a full-time pastor shall rest in the Congregation. Such a call shall require a two-thirds (2/3) majority vote at a legally called Congregational meeting. Part-time pastors may be contracted by the church Council.
- C9.03. The call of the Congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which, except in the case of the death of the pastor, shall be terminated only for the following reasons:
- a. Mutual agreement to terminate the call;
 - b. Completion of a call for a specific term of years;
 - c. Resignation of the pastor;
 - d. The physical or mental incapacity of the pastor;
 - e. Disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty; or
 - f. The dissolution of the Congregation.
- C9.04. Termination of the employment of a full-time pastor shall require a 2/3 majority vote at a legally called Congregational meeting.
- C9.05. The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in the letter of call.

Chapter 10. CONGREGATION MEETING

- C10.01. The power and authority of this Congregation shall be exercised through the Congregation Meeting, called and held in conformity with the provisions of the Constitution, and continuing resolutions of the Congregation.
- C10.02. *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this Congregation.
- C10.03. Regular meetings of this Congregation shall be held semi-annually in June and November of each year. The time of day and specific date in June and November will be set by the Congregation Council.
- C10.04. A special Congregation Meeting shall specify the purpose (s) for which it is to be held and no other business shall be transacted at that meeting. A special Congregation Meeting shall be called by:
- a. the President of the Congregation upon written request of 50 voting members
 - b. the Congregation Council
 - c. the President of this Congregation
- C10.05. Notice of all meetings of this Congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail, electronic mail or other transmission to all voting members at least 10 days in advance of the date of the meeting.

- C10.06. Official notice of a meeting of the Congregation shall be in writing and be posted conspicuously in the place where the Congregation customarily worships. Such notice shall state the time, the place, the purpose of the meeting and include an agenda. It shall be signed by the Congregation President or by the persons who have called the meeting.
- C10.07. The current roster of voting members of the Congregation shall be available at each meeting of the Congregation. Each voting member shall have one vote and must be present at any meeting to cast that vote.
- C10.08. Attending voting members of a properly called meeting shall constitute a quorum.
- C10.09. Voting by proxy or by absentee ballot shall not be permitted.
- C10.10. All actions approved by the Congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this Constitution or by state law.
- C10.11. A meeting of the Congregation may, by majority vote, recess to reconvene upon call, provided that the time and place of such a reconvened meeting must be announced at a public meeting or service of the Congregation, or written notice be mailed to the voting members not less than ten (10) days in advance of the reconvened meeting.
- C10.12. When no more than two candidates are on the ballot for any elected position, the candidate receiving the greater number of votes shall be declared elected. Ties will be decided by revote until one candidate receives the greater number of votes. Alternate delegates may be elected.
- C10.13. In the event there are more than two candidates for any elected position of the Congregation and no candidate received more than 50% of the vote on the first ballot, a runoff election will be held for the two candidates receiving the most votes on the first ballot. The person receiving a majority in the subsequent ballot will be the newly elected officer or representative.
- C10. 14. The business carried out at each meeting is as follows:
- a. June Meeting
 - 1. Elections of officers and Congregational Council. President and Vice President in odd-numbered years and Treasurer in an even-numbered year. Two at-large Congregational Council members shall be elected each in odd and even numbered years.
 - 2. The Congregational Council annual report to the congregation.
 - b. November Meeting
 - 1. Approval of budget
 - 2. Congregation President Report
 - c. Other business of the church as necessary shall be conducted at each meeting

Chapter 11. OFFICERS

- C11.01. The officers of this Congregation shall be Congregation President, Congregation Vice President, and Congregation Treasurer. Their terms shall begin at the close of the meeting at which they are elected.
- C11.02. Each officer shall be a voting member of the Congregation as defined *in C8.02.c.* of the Constitution. Spouses may not concurrently serve as officers.
- C11.03. All officers shall annually sign a conflict of interest statement to be filed with the Church Administrator.
- C11.03. No officer shall hold more than one office at a time.
- C11.04. President
- a. The Congregation President shall preside at all meetings of the voting membership and shall enforce the Constitution of the Congregation and carry out the expressed will of the Congregation as embodied in the resolutions of the voting membership.
 - b. The Congregation President shall also call and preside over the meetings of the Congregation Council and shall endeavor to coordinate the functions, plans, and activities of the Congregation in all its parts for the total furtherance of Christ's Kingdom in our midst.
 - c. The Congregation President shall execute contracts as authorized by the Congregation or the Congregation Council.
 - d. Immediately after taking office, the Congregation President shall appoint a scribe who shall serve at the will of the Congregation President during his/her term of office. The scribe shall be present at all meetings of the Congregation and at all meetings of the Congregation Council. The scribe shall enter the minutes of all meetings of said groups in a permanent record book. In general, the Scribe shall perform all the duties normally pertaining to the position and such additional duties as the Congregation President or Congregation Council may delegate.
 - e. The Congregation President shall appoint tellers and a parliamentarian for Congregation meetings.
 - f. The Congregation President shall set the Congregation Council agenda with the request from the Congregation Council members. This Agenda shall be posted 3 days prior to the Congregation Council meeting.
- C11.05. The Congregation President, or, in his absence, another elected Officer of the Congregation in an emergency which risks imminent harm or damage shall be empowered to act to ensure the physical safety, and security of people, property and operations of the church.
- C11.06. Vice President
The Congregation Vice President, in the absence of the Congregation President, shall act for and on behalf of the Congregation President and shall be available for whatever duties the Congregation President shall assign.

C11.07.

Treasurer

- a. The Congregation Treasurer shall serve as the financial officer of the Congregation and chair of the Finance Committee.
- b. The Congregation Treasurer shall sign or review all checks for payment of bills, salaries, and all other financial commitments of the Congregation.
- c. The Congregation Treasurer shall arrange to borrow and/or refinance funds as directed by the Congregation.
- d. Together with the Church Administrator, the Congregation Treasurer shall:
 1. be responsible for accurate recording of the Congregation receipts and disbursements in accordance with generally accepted accounting principles;
 2. accurately record to the donors' records all contributions received and send annual giving statements to the donors by January 31st or in accordance with IRS rules;
 3. be responsible for remittance of benevolence/mission support and other designated offerings;
 4. be responsible for the prompt payment of salaries and bills as requested by Congregation members, Congregational Council, officers, staff, or Pastors and within the approved budget and cash flow availability;
 5. coordinate expenditures in such a way that an adequate balance is retained for payment of salaries and regularly recurring expenses.
 6. provide a report of all monies received through worship services, special offerings, or any other source;
 7. present written financial statements (and in comparison to budget) at meetings of the Congregation Council and the Congregation;
 8. submit permanent financial statements and records annually to an external auditor;
 9. have available for all committees and/or teams a current record of their accrued disbursements and budget allotment;
 10. provide the Congregation with any requested financial information;
 11. monitor the cash position of the Congregation and invest available funds as directed by the Finance Committee on behalf of the Congregation Council; and
 12. file all required State and Federal tax forms.

C11.08.

The Treasurer shall serve as the Corporation Secretary.

Chapter 12. CONGREGATION COUNCIL

C12.01.

The Council of this Congregation shall consist of four (4) Council Members, the officers of the Congregation, the Pastor(s) and the Church Administrator. The elected members terms shall begin at the close of the meeting at which they are elected.

- C12.02. The Congregation Council shall meet as needed to conduct the business of the Congregation and a meeting can be called by any Congregation Council member. Any member of the Congregational Council can add to the Agenda by contacting the President prior to the posting of the agenda.
- C12.03. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council.
- C12.04. The Congregation Council shall keep a permanent set of minutes for each meeting, and such minutes shall be the property of the Congregation and available to any Congregation voting member upon request.
- C12.05. The Congregation Council shall be responsible, within the existing structure of the Congregation, for coordinating the day-to-day activities of the church and resolving areas of conflict that may arise among the administrative committees or teams, and in consultation, as appropriate, with responsible teams and committees.
- C12.06. Each elected member of the Congregation Council shall be a voting member of the Congregation as defined in C8.02.c. of the Constitution. Spouses may not concurrently serve on the Congregation Council.
- C12.07. All Council and Committee members shall annually sign a conflict of interest statement to be filed with the Church Administrator.
- C12.08. The voting membership of the Congregation Council shall consist of the officers of the Congregation and four (4) Council members. The called Pastor(s) and the Church Administrator may have a voice but no vote at meetings of the Congregation Council.
- C12.09. Paid staff members, including called pastors, shall not be elected to any Congregation Council position or serve as a voting member on any administrative committee or team.
- C12.10. The members of the Congregation Council shall be elected to serve a two year term or until their successors are elected. Such members shall be eligible to serve no more than two consecutive full terms elected to the same position. No member of the Congregation Council shall be eligible to serve by election after serving continuously four years on the Congregation Council until a one-year period of separation from service to the Congregation Council has occurred.
- C12.11. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor. The successor shall fulfill the vacant term. If an individual is elected by Council to fulfill a partial term, he or she shall still be eligible to be elected to two additional full terms in the same position. The successor shall be ratified by the Congregation at its next meeting.

C12.12.

The Congregation Council shall have general oversight of the life and activities of this Congregation, and in particular its spiritual life, to the end that everything be done in accordance with the Word of God and the Congregation's Confession of Faith. The duties of the Congregation Council shall include the following:

- a. lead this Congregation in stating its mission, vision, and priorities, initiate long- range planning, and evaluate its activities in light of its mission, vision, and priorities;
- b. seek to involve all participants of this Congregation in worship, learning, witness, service, and support;
- c. oversee and provide for the administration of this Congregation to enable it to fulfill its functions and perform its mission;
- d. maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment;
- e. be examples individually and corporately of the style of life and ministry expected of all baptized persons;
- f. promote a Congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understandings;
- g. arrange for pastoral service during the sickness or absence of the pastor;
- h. explore and implement cooperation with other Lutheran bodies and with other denominations; and
- i. seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- j. Serve as the point of liaison between the Pastor(s), the officers of the Congregation, and the various administrative committees and teams in planning the total work of the Congregation
- k. Settle jurisdictional disputes between the administrative committees and teams
- l. Present to the Congregation, at its November semiannual meeting, an evaluation of the prior year's activities, a yearly plan of activity for the Congregation, as well as long-range plans for the development of Christ's work in our midst. To accomplish this task effectively, the Congregational Council shall hold a annual meeting, including both the current and most recent outgoing members of Council, no later than September 1st of each year.
- m. Prepare the agenda for Congregation meetings.
- n. Set the dates and times for the Congregation meetings.
- o. Appoint the Nominating Committee and any other committee as required and at the time required.
- p. Prepare and submit an annual budget to the Congregation.
- q. Shall coordinate an external audit no less than every three (3) years.
- r. Authorize expenditures that exceed the overall approved budget. The Congregation shall set the aggregate limit for such expenditures by continuing resolution during the meetings(s) in which the annual budget is approved or amended.
- s. In July of each year, and as needed at other times, designate four (4) voting members of the Congregation, to include the Congregation Treasurer, to serve as authorized signers on bank and investment accounts owned by the church, all of which require dual signatures.

- C12.13. The Congregation Council shall be responsible for the financial and property matters of this Congregation.
- a. The Congregation Council shall be the board of directors of this Congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Texas, except as otherwise provided herein.
 - b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the Congregation except as specified in continuing resolution.
 - c. The Congregation Council shall prepare an annual budget for the adoption by this Congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations in excess of the anticipated receipts only after approval by the Congregation at a Congregation Meeting.
 - d. The Congregation Council shall ascertain that the financial affairs of this Congregation are being conducted efficiently according to generally accepted accounting principles.
 - e. The Congregation Council shall be responsible for this Congregation's investments and its total insurance program including Directors and Officers insurance coverage and surety bond to cover employees and volunteers who handle monies.
- C12.14. The Congregation Council shall see that the provisions for this Constitution, and the continuing resolutions are enforced.
- C12.15. The Congregation Council shall be responsible for the implementation of policies and procedures for all employees of this Congregation. Subject to any authority delegated by the Congregation Council, the Council shall have the right to make the ultimate decision on any personnel-related or employment issues and such decision shall be final and binding for any employee and the Congregation.
- C12.16. The Congregation Council shall hire a Church Administrator to serve the Congregation by providing overall direction and executing the decisions of Council, Teams and Committees regarding the property, legal, financial, and business affairs of the Church, and providing leadership to and supervision of staff and volunteers involved in church administration.
- a. Authority to hire or terminate a Church Administrator shall be in the Congregation Council by at least a two-thirds majority ballot vote of Council members present and voting at a regular or special called meeting of the Congregation Council.
 - b. Specific duties, responsibilities, and authority delegated to the Church Administrator shall be detailed in a job description approved by the Congregation Council. The job description may be amended from time to time by the Congregation Council.

- c. The Church Administrator and all paid non-clergy staff shall be at-will employees and may be hired or terminated at will by the Congregation Council.

C12.17. Council members shall conduct an annual ministry review of the Pastor(s), an administrative review of the Church Administrator and a review of any other staff that reports directly to the Council. The review shall be completed and delivered to the Senior Pastor and Church Administrator by September 30th of each year. All meetings of this nature shall be held in closed session.

C12.18. Any officer or Council member of the Congregation who willfully neglects the duties of that office or has been charged with, convicted of, or placed on deferred adjudication by any Court of Law for an offense involving theft, fraud, moral turpitude or misappropriation of property or any felony offense may be removed by a two-thirds (2/3) majority vote of the voting members present in a meeting of the Congregation. The Congregation Council or the Congregation pursuant to C13.13 of the Constitution shall initiate removal by appointing an Investigating Committee of nine voting members, none of whom shall be a member of the Congregation Council. The Investigating Committee shall investigate the charges and, when appropriate, present formal charges upon at least a two-thirds (2/3) majority vote of members of the Investigating Committee that charges should be brought.

If charges are formally presented by the Investigation Committee, then a hearing shall be held before the Congregation at a special Congregation meeting. At said Congregation meeting, both sides shall have an opportunity to present evidence and witnesses. A decision for removal of any officer or director shall be by a two-thirds (2/3) majority vote of the voting members of the Congregation present. The Congregation President shall preside at any such hearing and shall oversee the conduct of the hearing. In the event the Congregation President is the subject of the hearing, the Congregation Council shall appoint the presiding officer. It is intended that the conduct of the hearing shall be informal and not subject to the rules of evidence or procedure such as in a court of law.

C12.19. To assure due process and due protection, the accused shall have the following rights:

- a. the right to be given a specific written statement of charges;
- b. the right of the accused to testify in person or remain silent;
- c. the right to call witnesses;
- d. the right to introduce documentary evidence;
- e. the right to confront and cross-examine witnesses;
- f. the right to a hearing closed to anyone outside the voting membership of the Congregation;
- g. the right to be treated with fundamental procedural fairness, which means:
 - 1. maintaining proper decorum during the hearing;
 - 2. allowing both the accuser(s) and the accused to present their cases without unnecessary interruptions;
 - 3. keeping a verbatim record of the hearing, made either by audio or video recording; and
 - 4. allowing both the accuser(s) and the accused to be accompanied at the hearing by a representative (who may, but

need not be, an attorney) who may also participate in the proceedings.

At the conclusion of the hearing, the Congregation shall render a decision by their vote as to whether or not the accused shall be removed from office. Such decision shall be recorded in writing by the Secretary of the Congregation.

- C12.20. When an office is made vacant by removal, resignation, or death or excommunication of the incumbent, a successor to such officer or member shall be elected by the Congregation Council.
- C12.21. The provisions of sections C12.18, C12.19 and C12.20 are intended to govern the discipline of the officers, Council members and directors of administrative teams and committees of the church and are distinct from Chapter 8 (Membership) of the Constitution relating to the discipline of members of the Congregation.

Chapter 13. CONGREGATION COMMITTEES

- C13.01 *Nominating Committee* shall be formed.
- C13.02 The Congregation Council shall appoint the chairperson and members of the Nominating Committee at least nine (9) months prior to the June Congregation meeting. The committee will consist of at least five (5) voting members of the Congregation, including at least one (1) of the members being an outgoing member of the Congregation Council. Appointment shall be for a term of one (1) year with members eligible to serve no more than two (2) consecutive terms. A member may be eligible to serve again on this committee after a one (1) year period of separation from service to this committee. The Pastor (s) shall serve as advisory member (s) with no vote.
- C13.03. For each position listed below, the Nominating Committee shall, through consultation with the Pastor(s), identify one or more candidates eligible and willing to serve and encourage their dedication to the mission and vision of the Congregation.
- a. Congregation President (odd)
 - b. Congregation Vice President (odd)
 - c. Congregation Treasurer (even)
 - d. Council Ad Hoc members – four (4) Council members (2ea. odd/even)
 - e. Delegates and alternates to Lutheran association conventions
 - f. Candidates for office or committees of Lutheran associations
- C13.04. Any voting member of the Congregation may submit to the committee names for inclusion on the list, and such names shall be placed in nomination by the committee along with the other candidates provided:
- a. That such names shall be submitted at least four (4) weeks before the date of the election meeting;
 - b. That the Nominating Committee, through consultation with the Pastor(s) shall have investigated the status of the proposed candidates and found them eligible for office and willing to serve.

- C13.05. The Nominating Committee, at least two (2) weeks before the date of the election meeting, shall publish on the church bulletin board the candidates for each position listed in C13.03.
- C13.06. Any Nominating Committee member who accepts a nomination for any of the positions in C13.03 must resign as a member of the Nominating Committee.
- C13.07. A *Call Committee* shall be formed whenever a pastoral call vacancy occurs that the Congregation intends to fill.
- C13.08. A Call Committee of at least seven (7) voting members of the Congregation shall be appointed by the Congregation Council. The Committee members' term of office will terminate at the installation of the newly called pastor. The Call Committee shall elect the head of the Committee.
- C13.09. A *Memorial Committee* shall be formed.
- C13.10. The Memorial Committee and its chair shall be appointed by the Congregation Council and shall report directly to the Congregation Council. The Memorial Committee shall be comprised of at least four (4) and not more than six (6) voting members. Appointment to said Committee shall be for a term of two (2) years with members eligible to serve not more than two (2) consecutive terms. A member may be eligible to serve again on this Committee after a one year period of separation from service to this committee has occurred.
- C13.11. A *Finance Committee* shall be formed.
- C13.12. The Finance Committee shall be appointed by the Congregation Council and shall report directly to the Congregation Council. The chair of the Finance Committee shall be the Treasurer of the Congregation. The Finance Committee shall be comprised of at least four (4) and not more than six (6) voting members. Appointment to said committee shall be for a term of two (2) years with members eligible to serve not more than two (2) consecutive terms. A member may be eligible to serve again on this committee after a one year period of separation from service to this committee has occurred.
- C13.13. Other Congregation committees may be formed as the need arises by decision of the Congregation Council.
- C13.14. Duties of Congregation committees shall be as specified through continuing resolutions approved by the Congregation Council.
- C13.15. The Pastor (or Senior Pastor, if there are multiple pastors) of this Congregation shall be a member with voice but no vote of all committees and teams of the Congregation. The Senior Pastor may designate another called pastor to serve in this capacity for any committee and team.
- C13.16. The Congregation President shall be a non-voting member of all committees and teams of the Congregation, except in the Congregation Council where the Congregation President shall have both voice and vote. Additionally, the Congregation President may not be a member of the Nominating Committee.

Chapter 14. ORGANIZATIONS WITHIN THE CONGREGATION

- C14.01. All organizations within this Congregation shall exist to support this Congregation in fulfilling its mission. As outgrowths and expressions of this Congregation's life, the organizations are subject to its oversight and direction.
- C14.02. Special interest groups other than those of the official organizations of this Congregation may be organized only after authorization has been given by the Congregation or the Congregation Council as specified in a continuing resolution.
- C14.03. All organizations, teams, committees, and special interest groups within the congregation will participate in the annual report to the Congregation.
- C14.04. Leaders for organizations, teams, committees and special interest groups shall meet with the Congregation Council at least semi-annually to ensure planning, activities, communication, and financial needs are coordinated among all groups with a focus on fulfilling the mission of the Congregation.

Chapter 15. AMENDMENTS

- C15.01. Amendments to this Constitution may be proposed by the Congregation Council or by written petition signed by at least 50 voting members. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this Congregation at its regular or special meeting called for that purpose. The Congregation Council shall notify the Congregation's members in writing of the proposal with the Council's recommendations at least 30 days in advance of the Congregation Meeting.
- C15.02. A proposed amendment to this Constitution, proposed under C15.01., shall
 - a. be approved at a properly called meeting according to this Constitution by a two thirds majority vote of those present and voting; and
 - b. have the effective date included in the resolution and noted in the Constitution.

Chapter 16. CONTINUING RESOLUTIONS

- C16.01. The Congregation in a properly called meeting or the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the Constitution of this Congregation.
- C16.02. Continuing resolutions shall be enacted or amended by a two-thirds majority vote of a meeting of the Congregation or a two-thirds majority vote of voting members of the Congregation Council present and voting at a regular or special called meeting.
- C16.03. Continuing resolutions enacted as a result of a Congregation vote may only be amended or rescinded by a two-thirds majority vote of a meeting of the Congregation.

Chapter 17. INDEMNIFICATION

- C17.01. Consistent with the provisions of the laws under which this Congregation is incorporated, this Congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregation Council member, officer, employee, agent, or other member of any committee of this Congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

The effective date of the revisions of this amended Constitution shall be June 28, 2021.