

Constitution

Of

Christiana Evangelical
Lutheran Church

Salisbury, North Carolina

Amended June 26, 2011

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**CONSTITUTION
FOR
CHRISTIANA EVANGELICAL LUTHERAN CHURCH**

***PREAMBLE**

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt 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 CHRISTIANA EVANGELICAL LUTHERAN CHURCH.

C1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of CHRISTIANA EVANGELICAL LUTHERAN CHURCH is hereinafter designated as "this congregation."

C1.11. This congregation shall be incorporated under the laws of the State of North Carolina.

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 Scripture 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 North American Lutheran Church, 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.

C3.03 This congregation believes that no sin is greater than another in God's sight. We are all sinners, and undeserving of and saved only by the Grace of God. This congregation welcomes all people into its fellowship who come with a repentant heart to turn from their sin, and to seek God's mercy and forgiveness.

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. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing 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, and standing with the poor and powerless, and committing itself to their needs.
- e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
- 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 the sacraments are administered.
- b. Provide pastoral care and assist all members to participate in this ministry.
- c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
- d. Teach the Word of God.
- e. Witness to the reconciling Word of God in Christ, reaching out to all people.
- f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.

- g. Motivate its members to provide financial support for the congregation's ministries.
- h. Foster and participate in interdependent relationships with other congregations.
- i. Foster and participate in ecumenical relationships.
- j. Affirm that marriages, civil unions, or blessings of same gender relationships will not be performed on this church property or authorized by its pastor(s).

***C4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Congregation Council.

***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 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. call or terminate the call of associates in ministry, deaconesses, and diaconal ministers.
- 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 Congregation Council, boards, and committees, and require the members of the council, boards, and committees to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions.

***C5.04.** This congregation may choose from among its voting members laypersons to serve as delegates to represent it at meetings of any conferences, convocations, etc. where it is entitled to representation. Should the elected delegates be unable to attend, the Congregation Council may appoint alternates.

Chapter 6.

CHURCH AFFILIATION

***C6.01.** This congregation shall be an interdependent part of the North American Lutheran Church.

***C6.02.** This congregation accepts the Confession of Faith and agrees to the Purposes of the North American Lutheran Church and shall act in accordance with them.

***C6.03.** This congregation acknowledges its relationship with the North American Lutheran Church 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 North American Lutheran Church.
- c. This congregation agrees to call pastoral leadership from the clergy roster of the North American Lutheran Church in accordance with its call procedures except in special circumstances.
- d. This congregation agrees to consider associates in ministry, deaconesses, and diaconal ministers for call to other staff positions in the congregation according to the procedures of the

North American Lutheran Church.

***C6.04.** Affiliation with the North American Lutheran Church may be terminated as follows:

- a. This congregation takes action to dissolve.
- b. This congregation ceases to exist.
- c. This congregation is removed from membership in the North American Lutheran Church according to the procedures for discipline of the North American Lutheran Church.
- d. This congregation votes by a two-thirds majority at a special meeting in accordance with the procedures outlined in Chapter 10 of this constitution.

Chapter 7.

PROPERTY OWNERSHIP

***C7.01.** If this congregation ceases to exist, property shall be disposed of according to a two-thirds vote of the members.

***C7.02.** If this congregation is removed from membership in the North American Lutheran Church 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.

Chapter 8.

MEMBERSHIP

***C8.01.** 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 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. **Active/Voting** members are confirmed members. Such confirmed members shall have communed and made a financial contribution of record to this congregation during the preceding 12 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.
- d. **Associate** members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.
- e. **Inactive** members are persons currently on the membership roster who have not communed and not made a financial contribution of record to this congregation during the preceding 12 months.

***C8.03.** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.

***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, the mission district, and the churchwide organization of the North American Lutheran Church through contributions of their time, abilities, and financial support as biblical stewards.

***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 Congregation Council; or

e. removal from the roll due to inactive membership status, as defined in the bylaws, for 36 consecutive months.

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 in this congregation by at least a two-thirds majority ballot vote of members present and voting at a meeting legally called for that purpose.

***C9.02.** Only a member of the clergy roster of the North American Lutheran Church. may be called as a pastor of this congregation.

***C9.03.** Consistent with the faith and practice of the North American Lutheran Church,

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.

b. Each ordained minister with a congregational call shall, within the congregation:

1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;

2) supervise all schools and organizations of this congregation;

3) install regularly elected members of the Congregation Council; and

4) with the council, administer discipline.

c. Every pastor shall:

1) strive to extend the Kingdom of God in the community, in the nation, and abroad;

2) seek out and encourage qualified persons to prepare for the ministry of the Gospel;

3) impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and

4) endeavor to increase the support given by the congregation to the work of the churchwide organization of the North American Lutheran Church.

***C9.04.** a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated for the following reasons:

1) mutual agreement to terminate the call or the completion of a call for a specific term;

2) resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;

3) inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;

- 4) the physical or mental incapacity of the pastor;
 - 5) disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
 - 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, inappropriate or illegal conduct of the pastoral office have come to the attention of the staff support committee or the Congregation Council and are found by the council to be substantiated, or a petition signed by at least one-third of the voting members of the congregation is presented to the council, the Congregation Council shall appoint a committee of one council member, two members of the congregation outside the Congregation Council and two members from another Lutheran congregation, one a minister, to investigate and recommend a resolution.
- c. If the above actions do not bring about a resolution, then at a specially called congregational meeting the congregation may dismiss the pastor by a two-thirds majority vote of the voting members present and voting.
- *C9.06.** At a time of pastoral vacancy, an interim pastor shall be appointed by the Congregation Council.
- *C9.07.** 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 Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- *C9.08.** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation.
- *C9.09.** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors and the Congregation Council. As occasion requires, the documents may be revised.
- *C9.12.** The pastor of this congregation:
- a. shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
 - b. shall submit a summary of such statistics annually to the Congregation Council; and
 - c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.
- *C9.13.** The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation.

Chapter 10.

CONGREGATION MEETING

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 Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of 20 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 and 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 the regular postage affixed or paid, sent to the last known address of such members shall be sufficient. The aforementioned notice shall include the following:

(A) The specific purpose of the meeting and a specific definition of the issues that are to be addressed.

(B) If expenditures are to be voted upon, any and all expenditures to be voted on at the meeting, including but not limited to the amounts and purposes.

C10.04. Twenty-five percent of voting members shall constitute a quorum.

C10.05. Voting by proxy or by absentee ballot shall not be permitted.

C10.06. All actions by the congregation shall be by majority vote except as otherwise provided in this constitution.

C10.07. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11.

OFFICERS

C11.01. The officers of this congregation shall be a president, vice president, secretary, and treasurer.

a. Duties of the officers shall be specified in the bylaws.

b. The officers shall be voting members of the congregation.

c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.

d. If the Congregation Council elects its officers, the president, vice president, and secretary shall be selected from the elected membership of the Congregation Council. If the treasurer is not elected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council.

C11.02. The officers shall be elected by the Congregation Council by majority vote and shall serve for one year. The term shall begin on January 1st of the calendar year and end on December 31st of the same calendar year.

C11.03. No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than two consecutive terms in the same office.

Chapter 12.

CONGREGATION COUNCIL

C12.01. The voting membership of the Congregation Council shall consist of the pastor(s), the officers of the congregation, and twelve (12) members of the congregation. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. Successive terms of a Congregation Council member will not be allowed.

A three year waiting period shall be required of a Council member before he/she shall be allowed to serve again. A member's place on the Congregation Council shall be declared vacant if the member

a) ceases to be a voting member of this congregation or b) is absent from four successive regular meetings of the Congregation Council without cause. Consistent with the laws of the state in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other circumstances.

C12.02. The members of the Congregation Council except the pastor(s) shall be elected at a legally called meeting of the congregation during the month of November. Their term of office shall be for three (3) years, with the term of office beginning on January 1 and ending December 31. Newly elected Congregation Council members shall be installed at worship on any Sunday prior to the date they assume office.

C12.03. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting.

C12.04. The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance

with the Word of God and the faith and practice of the North American Lutheran Church. The duties of the Congregation Council shall include the following:

- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
- c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
- d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor.
- h. To emphasize partnership with the churchwide organization of the North American Lutheran Church as well as cooperation with other congregations, both Lutheran and non-Lutheran,.
- i. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.

C12.05. 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 North Carolina, 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.
- c. The Congregation Council may enter into contracts of up to one and one half percent of the annual budget for items not included in the budget. This limitation shall not apply to emergencies as determined by a majority of the Congregation Council, and emergencies shall include, but are not limited to, maintenance or repair of the structures and repair or replacement of equipment necessary to carry out this Congregation's ministry.
- d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than one and one half percent of the annual budget in excess of the anticipated receipts only after approval by a Congregation Meeting.
- e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies.
- f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.

C12.06. The Congregation Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.

C12.07. The Congregation Council shall provide for an annual review of the membership roster.

C12.08. The Congregation Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation.

C12.09. The Congregation Council shall submit a comprehensive report of the previous year's ministry to this congregation.

C12.11. The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called by the president at the request of at least one-half of

its members. Notice of each special meeting shall be given to all who are entitled to be present.

C12.12. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when the pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council.

Chapter 13.

CONGREGATION COMMITTEES

C13.01. The officers of this congregation and the pastor shall constitute the Executive Committee.

C13.02. A Nominating Committee shall consist of the five outgoing members of Congregation Council.

C13.05. When a pastoral vacancy occurs, a Call Committee of six voting members shall be elected by this congregation. Term of office will terminate upon installation of the newly called pastor.

C13.06. Other committees of this congregation may be formed, as the need arises, by decision of the Congregation Council.

C13.07. Duties of committees of this congregation shall be specified in the continuing resolutions.

C13.08. The [senior] pastor of this congregation shall be *ex officio* a member of all committees and boards of the congregation. [The president of this congregation shall be *ex officio* a member of all committees and boards of the congregation, except the Nominating Committee.]

Chapter 14.

ORGANIZATIONS WITHIN THE CONGREGATION

C14.01. All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

C14.02. Special interest groups may be organized only after authorization has been given by the Congregation Council.

Chapter 15.

DISCIPLINE OF MEMBERS AND ADJUDICATION

***C15.01.** Denial of the Christian faith as described in this constitution, 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 Congregation 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.

***C15.02.** 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 North American Lutheran Church. A member charged with the offense shall appear before the Congregation Council after having received a written citation, at least ten days prior to the meeting, specifying the exact charges that have been made against the member.

***C15.03.** 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. Should the allegations be

sustained by a two-thirds majority vote of the members of the Congregation 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 in this congregation. Disciplinary actions b. and c. shall be delivered to the member in writing.

C15.04. The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision. In such cases the Congregation Council shall appoint an Appeals Committee comprised of one council member, two members of the congregation outside the Congregation Council and two members from another Lutheran congregation, one a minister, to investigate and recommend a resolution. Such right may not be abridged and the decision of the Appeals Committee shall be final.

C15.05. 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.

C15.10. Adjudication

C15.11. When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties or the Congregation Council, members of this congregation shall have access to an Appeals Committee as described in C15.04 whose decision shall be final.

Chapter 16.

BYLAWS

***C16.01.** This congregation may adopt bylaws. No bylaw may conflict with this constitution.

***C16.02.** Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.

***C16.03.** Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose and that the Congregation Council notify the members of the proposal with the its recommendations at least 30 days in advance of the Congregation Meeting.

Chapter 17.

AMENDMENTS

***C17.01.** Amendments may be proposed by at least 25 voting members or by the Congregation Council. 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 members of the proposal with the council's recommendations at least 30 days in advance of the meeting.

***C17.02.** An amendment to this constitution, shall:

- a. be approved at a legally called meeting according to this constitution by a majority vote of those present and voting;
- b. be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and
- c. have the effective date included in the resolution # and noted in the constitution.'

Chapter 18.

CONTINUING RESOLUTIONS

***C18.01.** The Congregation Council may enact continuing resolutions which describe the function of the various committees or organizations of this congregation.

***C18.02.** Continuing resolutions shall be enacted or amended by a two-thirds vote of all voting members of the Congregation Council.

Chapter 19.

INDEMNIFICATION

***C19.01.** 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.

Chapter 20.

PARISH AUTHORIZATION

[* Required provisions when congregation is part of a parish]

***C20.01.** This congregation may unite in partnership with one or more other congregations to form a parish. Except as provided in *C20.02. and *C20.03., a written agreement, developed and approved by the voting members of each congregation participating in the parish, shall specify the powers and responsibilities that have been delegated to a Parish Council.

***C20.02.** Whenever a letter of call is being recommended for extension to an ordained minister of the North American Lutheran Church or a candidate for the roster of ordained ministers who has been recommended to the congregation to serve the congregations of a parish, such letter of call shall be first approved by a two-thirds vote at congregational meetings of each of the congregations forming the parish. If any congregation of the parish should fail to approve extending this call, the other congregation(s) in the same parish shall have the right to terminate the parish arrangement.

***C20.03.** Any one of the congregations of a parish may terminate the call of a pastor. In such case, the other congregation(s) in the same parish shall have the right to terminate the parish arrangement.

**BYLAWS
OF
CHRISTIANA EVANGELICAL LUTHERAN CHURCH
SALISBURY, N.C.**

**ARTICLE I
Offices**

1.1 Principal Office. The principal office of the Corporation shall be located at 6190 U.S. Highway 52, Salisbury N.C. 28146, or at such other location designated by the Board of Directors.

1.2 Registered Office. The registered office of the Corporation required by law to be maintained in the State of North Carolina may be, but need not be, identical with the principal office.

1.3 Other Offices. The Corporation may have offices at such other places, either within or without the State of North Carolina, as the Board of Directors may designate or as the affairs of the Corporation may require from time to time.

**ARTICLE II
Members**

2.1 Classes of Members. The Corporation shall have four classes of members. The designation of such classes and the qualifications and rights of the members of such classes shall be as set out in Chapter 8.02, (A Membership") of the Constitution.

2.2 Approval of Confirmed Members. Members shall be approved by the Congregation Council as set out in Chapter 8 of the Constitution.

2.3 Voting Rights. Each voting member shall be entitled to one vote on each matter submitted to a vote of the voting members.

2.4 Termination of Membership. The Board of Directors, by affirmative vote of two-thirds of all the members of the Council, may terminate membership as set out in the Church Constitution in C8.05. Inactive membership status is defined as a member who has not communed and not made a financial contribution of record to this congregation during the preceding 12 months.

2.5 Resignation. Any member may resign by filing a written resignation with the Pastor or any Council Member.

2.6 Reinstatement. Upon written request signed by a former member and filed with the Pastor or any Council Member, the Congregation Council may, by the approval of a majority of the members of the Council, reinstate such former member to membership.

**ARTICLE III
Meetings of Members**

3.1 Annual Meeting. An annual meeting of the members shall be held on a Sunday in the month of November in each year, at a regularly scheduled worship service, for the purpose of nominating Council members and for the transaction of such other business as may come before the meeting. If the nomination of council members shall not be held on the day designated herein for any annual meeting, or at any adjournment thereof, the Congregation Council shall cause the election to be held at a special meeting of the members as soon thereafter as conveniently may be.

3.2 Special Meetings. Special congregational meetings may be called by the Council President, the Pastor, and Council as set out in the Church Constitution (C10.02), or no less than twenty percent of the

members having voting rights (C10.04).

3.3 Place of Meetings. The Congregation Council may designate the place of meeting for any annual or special meeting.

3.4 Notice of Meetings. Written or printed notice stating the place, day, and hour of any meeting of members shall be delivered, either personally or by mail, to each member as set out in the Church Constitution in Chapter 10, Congregation Meeting. (C10.03).

3.5 Quorum. The members holding twenty five percent (C10.04) of the votes that may be cast at any meeting shall constitute a quorum at such meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice.

3.6 Proxies. No proxy voting shall be allowed as set out in the Church Constitution at C10.05.

3.7 Voting by Mail. No voting by mail shall be allowed as set out in the Church Constitution at C10.05.

ARTICLE IV

Congregation Council

4.1 General Powers. The powers and duties of the Congregation Council are set out in Chapter 12 of the Church Constitution.

4.2 Number, Term, and Qualifications. (C12.01, 12.02)

4.3 Election of Congregation Council. (C12.02)

4.4 Removal. Any Council member may be removed at any time by a majority of the voting members. A council member may not be removed by the congregational members at a meeting unless the notice of the meeting states that the purpose, or one of the purposes, of the meeting is removal of the council member and the members are notified in accordance with C10.03 of the Constitution. If any Congregation Council members are so removed, new Council member may be elected at the same meeting.

4.5 Vacancies. (C12.03)

ARTICLE V

Meetings of Council Members (see Chapter 12 of the Church constitution)

5.1 Annual Meetings.

5.2 Special Meetings. Special meetings of the Congregation Council may be called by or at the request of the President, the Pastor or any two council members.

5.3 Place of Meetings.

5.4 Notice of Meetings.

5.5 Waiver of Notice.

5.6 Quorum.

5.7 Manner of Acting. Except as otherwise provided in these Bylaws, the act of the majority of the Council members present at a meeting at which a quorum is present shall be the act of the Congregation Council.

5.8 Presumption of Assent. A Council member of the Church who is present at a meeting of the Church Council at which action on any church matter is taken shall be presumed to have assented to the action taken unless his contrary vote is recorded or his dissent is otherwise entered in the minutes of the meeting or unless he either files his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof or forwards his written dissent by registered mail to the Secretary of the Congregation immediately after the adjournment of the meeting. The right to dissent shall not apply to a council member who voted in favor of such action.

ARTICLE VI

Committees

6.1 Committees of Congregation Council. The Congregation Council, by resolution adopted by a majority of the council members in office, may designate and appoint one or more committees, each of which shall consist of one or more council members, which committees, to the extent provided in said resolution, shall have and exercise the authority of the council in the management of the Congregation; provided, however, that no such committee shall have the authority of the council in reference to amending, altering, or repealing the Bylaws; electing, appointing, or removing any member of any such committee or any council member or officer of the Congregation; amending the Articles of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another congregation; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Congregation; authorizing the voluntary dissolution of the Congregation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Congregation; or amending, altering, or repealing any resolution of the Congregation Council that by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Congregation Council, or any individual director, of any responsibility imposed upon it or him by law.

6.2 Other Committees. Other committees not having and exercising the authority of the Congregation Council in the management of the Congregation may be designated by a resolution adopted by a majority of the Council members present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be voting members of the Congregation and the council members of the Congregation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the Congregation shall be served by such removal. Each Committee shall have a member of the council as a member.

6.3 Term of Office. Each member of a committee shall continue as such until the next annual meeting of the Council of the Congregation and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.

6.4 Chairman. One member of each committee shall be appointed chairman by the executive committee, as defined by C13.01 or the Church Constitution, of the Congregation Council.

6.5 Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

6.6 Quorum. Unless otherwise provided in the resolution of the Congregation Council designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

6.7 Rules. Each committee may adopt rules for its own government not inconsistent with these Bylaws or with rules adopted by the Congregation Council.

ARTICLE VII (See Chapter 11 of the Church Constitution)

Officers

7.1 Officers of the Congregation. The officers of the Congregation shall consist of a President, a Vice President, and a Secretary. Any two or more offices may not be held by the same person. No officer may act in more than one capacity where the actions of two or more officers are required.

7.2 Election and Term. The officers of the Congregation shall be elected by the Council Members, and each officer shall hold office as set out in Chapter 11, Section C11.02 of the Church Constitution.

7.3 Removal. Any officer or agent elected or appointed by the Council may be removed by the Council as set out in Chapter 12, Section C12.01 of the Church Constitution.

7.4 Pastor. The Pastor shall be primarily responsible for the spiritual health and welfare of the Congregation. He shall further serve as an ex-officio officer of the Congregation and have such powers and duties as may from time to time be assigned to him by the Congregation Council. The Pastor may sign and execute in the name of the Congregation instruments authorized by the Congregation Council, except where the signing and execution of such documents shall be expressly delegated by the Congregation Council or the President to some other officer or agent of the Council or shall be required by law otherwise to be signed or executed.

7.5 President. The President shall be the chief executive officer of the Congregation and shall be primarily responsible for the implementation of policies of the Congregation Council. He shall have authority

over the general management of the Congregation in accordance with these Bylaws, subject only to the ultimate authority of the Congregation Council. He may sign and execute instruments in the name of the Congregation except in cases where the signing and the execution thereof shall be expressly delegated by the Council or by these Bylaws to some other officer or agent of the Congregation or shall be required by law otherwise to be signed or executed. In addition, he shall perform all duties incident to the office of the President and such other duties as from time to time may be assigned to him by the Congregation Council.

7.6 Vice-President. The Vice-President shall have such powers and duties as may from time to time be assigned to him by the Congregation Council. The Vice-President may sign and execute in the name of the Congregation instruments authorized by the Congregation Council, except where the signing and execution of such documents shall be expressly delegated by the Congregation Council or the President to some other officer or agent of the Congregation or shall be required by law otherwise to be signed or executed. In the absence of the President or in the event of his death, inability, or refusal to act, the Vice-President in the order of his length of service as Vice-President, unless otherwise determined by the Congregation Council, shall perform the duties of the President, and when so acting shall have all the powers of and be subject to all the restrictions upon the President.

7.7 Secretary. The Secretary shall keep the minutes of the meetings of the Congregation Council. He shall keep all minutes of all such meetings in books designated for those purposes. The Secretary shall see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law. He shall have charge of the books, records, and papers of the Congregation. He shall have custody of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents the execution of which on behalf of the Corporation under its seal is duly authorized, and shall sign such instruments as may require his signature. He shall in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President, by the Pastor, by the Council, or by these Bylaws.

ARTICLE VIII

Contracts, Loans, Checks, and Deposits

8.1 Contracts. The Congregation Council may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Congregation, and such authority may shall be confined to specific instances.

8.2 Loans. No loans shall be contracted on behalf of the Congregation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Congregation Council and

approved by a majority of the Congregational Members at a duly authorized and properly advertised meeting.

9.3 Checks and Drafts. All checks, drafts, or other orders for the payment of money, issued in the name of the Congregation, shall be signed by such officer or officers, agent or agents, or employee or employees of the Congregation and in such manner, including facsimile signatures, as shall from time to time be determined by resolution of the Congregation Council.

8.4 Deposits. All funds of the Congregation not otherwise employed shall be deposited from time to time to the credit of the Congregation in such depositories as the Congregation Council may select.

ARTICLE IX

General Provisions

9.1 Seal. The corporate seal of the Corporation shall contain the name of the Corporation and shall be in such form as approved by the Church Council.

9.2 Waiver of Notice. Whenever any notice is required to be given to any director by law, by the Articles of Incorporation, or by these Bylaws, a waiver thereof in writing signed by the director or directors entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

9.3 Fiscal Year. The fiscal year of the Congregation shall be as fixed by the Congregation Council.

9.4 Amendment of Bylaws. Except as otherwise provided by law, by the Articles of Incorporation or herein, these Bylaws may be amended or repealed and new Bylaws may be adopted as set out in Chapter 16 of the Church Constitution.

CONTINUING RESOLUTIONS OF CHRISTIANA EVANGELICAL LUTHERAN CHURCH

WHEREAS, the **Congregational** Council of Christiana Lutheran Church of Salisbury, North Carolina desire to establish certain committees and banking authority to aid in the day to day operations of the congregation as a worship center and business.

Therefore, be it resolved that we, the Congregation Council of Christiana Lutheran Church of Salisbury, North Carolina, do create and establish these committees and authorities on the 5th day of December 1999 as set out below:

ARTICLE 1 COMMITTEES

1.1 Prior to its first meeting in each congregational year, the Congregation Council Executive Committee shall appoint as many standing and special committees as the local and wider concerns of the congregation shall require. The procedure for appointing committees shall be as follows. Each such committee shall be composed of one or more members of the Congregation Council and, in addition, other confirmed members of the congregation. Although appointed by and responsible to the Congregation Council, these committees shall be recognized as representatives of the interests of, and performing essential services for, the congregation as a whole. The pastor shall have voice and vote in all committees.

1.2 Except as stipulated in the following paragraphs, the Congregation Council shall assign the duties of all committees, along with such instruction as in its judgment are in the best interests of the congregation. All actions of committees shall be subject to review by the Congregation Council.

1.3 There shall be a Committee on Christian Education. This committee, in association with the pastor, shall oversee the conduct and promotion of the schools, and the activities of all organizations and groups within the congregation. This committee shall encourage the use of teaching and worship materials published or approved by the North American Lutheran Church, and seek to introduce the church's periodicals and books of family devotion into the homes of the congregation. One of the primary aims of the Committee on Christian Education shall be to bring the call of ministry of the Gospel and other full-time vocations to the attention of qualified members of the congregation.

1.4 There shall be a Committee on Church Property – Grounds and Buildings. This committee shall see to the proper maintenance and protection of the property of the congregation, and shall take care that the same is kept in good repair. The groundskeeper and the custodian may attend meetings of this committee as ex-officio members.

1.5 There shall be a Committee on Evangelism. This committee shall stimulate and lead all members of the congregation in continuous and, from time to time, concerted endeavors to reawaken the spiritually indifferent and to reach others, who are yet un-won, with the Gospel and attach them to Christ's church. To this end, the committee shall devote itself to deepening spiritual life and shall periodically study the congregation in the context of its surrounding community.

1.6 There shall be a Committee on Stewardship. This committee shall prepare a draft budget for the succeeding year, including this congregation's proportionate share in support of the wider ministry being carried on in its behalf by the North American Lutheran Church, and shall submit such draft budget to the Congregation Council for its action and later presentation at a congregational meeting. The committee shall exercise oversight of all the financial affairs of the congregation to make sure that they are being conducted efficiently, giving particular attention to the prompt payment of obligations and to the regular payment of benevolence monies to the appropriate agencies. It shall, subject to approval of the Congregation Council, be responsible for the

congregation's investments and its total insurance program. It shall also provide for annual audits of the accounts of the treasurers and the financial secretary, if there be one, as well as of the accounts of the schools and organizations within the congregation. It shall also invoke and promote the expression of the Christian faith in daily living, teach the Christian use of money, diffuse knowledge of the congregation's local, national and world-wide ministries, and lead all its members to higher levels of proportionate giving for the Lord's work. This committee shall also be responsible for all congregational efforts which lead to informed and grateful giving. The congregational treasurer and assistant treasurer may attend meetings as ex-officio members.

1.7 There shall be a Committee on Social Ministry. This committee shall extend Christian compassion and helpfulness to the ill, the aged, the orphaned, the underprivileged, the imprisoned and, in general, to persons of all ages in need of aid in body or soul. It shall strive to enlist in these efforts as many as possible of the individual members and organizations of the congregation. This committee shall further have the duty to study social conditions, primarily in the local Community, in order to bring the cleansing and healing light of Christian truth to bear upon critical problems through thoughtful Christian discussion of facts and issues.

1.8 There shall be a Committee on Worship. This committee shall assist the Congregation Council in seeing that the services of God's house are conducted regularly and in accordance with the liturgy of the North American Lutheran Church, that competent ushers are recruited and trained, and that hymnals and other devotional materials are provided and properly cared for. This committee shall strive to advance the welfare and effective service of, care of paraments, vestments and musical instruments and, in consultation with the pastor, the music director and the organist, it shall furnish music supplies appropriate for the use in the worship of a congregation of the North American Lutheran Church. This committee shall supervise the following sub-committees: Altar Guild, Ushers, Worship Assistants, Flower Chart and Audio Visual Committee.

1.9 There shall be a Nominating Committee. This committee shall consist of the five outgoing Council members. The nominating committee is responsible for compiling a list of eligible candidates for the ballot for the election of the Congregation Council. Up to ten names will be recommended by this committee.

1.10 There shall be a Cemetery Committee

a. ENTITLEMENTS AND FEES

All active members (as determined by the congregation constitution), either baptized or confirmed, may secure a grave without charge in the congregation cemetery.

All inactive members (as determined by the congregation constitution), either baptized or confirmed, may secure a grave at a cost of \$800.00, to be paid before the grave is dug.

Former members, baptized or confirmed, may secure a grave at a cost of \$800.00, to be paid before the grave is dug.

A non-member that is a wife, husband, or minor child (17 years of age or under) of a member of Christiana may secure a grave in the cemetery at a cost of \$1000.00 to be paid before the grave is dug.

Note: Graves that were secured in the cemetery prior to December 31, 1977 by inactive or non-members were not covered by this action.

All members who have graves and transfer their membership to another congregation automatically relinquish their rights to their graves. This also refers to a single grave. The right can be retained provided they make payment to Christiana Lutheran Church Cemetery Fund of \$800.00 per grave. In the event they return to Christiana as a member, the \$800.00 per grave will be refunded.

In the future, when members transfer, they will be notified of this matter, calling their attention to what is necessary to retain the use of the church cemetery.

Sons and daughters, their wives and husbands, regardless of where they maintain their membership, who have given their lives in service for the Lord's work, along with former pastors and their wives, may receive a free grave in the cemetery.

No graves will be sold to non-members with no ties to Christiana Lutheran Church.

The Chairman of the Cemetery Committee retains authority to have an understanding with the funeral director before graves are opened concerning dirt being moved.

All monies received for the cemetery fund are to be kept in a separate fund and all interest accrued in this fund belongs to the cemetery fund.

b. MONUMENTS

In order to identify the graves, the family of the deceased is expected to erect some type of marker within a period of 12 months. Following this period, the church reserves the right to place a permanent marker of its choosing at the grave.

i. Cement must be poured around all monuments 4" x 6"

ii. No curbing may be placed in the cemetery.

Christiana Lutheran Church will be responsible for reasonable care of stones, but is aware that damage may occur due to weather and/or normal maintenance of the cemetery.

c. PLOTS

Grave plots are 10' x 14' and include three adult graves, or two adult graves and two child graves. This refers to plots surveyed and mapped after June 1960.

There shall be no above-ground burials.

Because of highway safety, no loose gravel shall be placed in the cemetery.

d. RESPONSIBILITIES

i. Assigning and/or selling plots and graves

ii. Keeping the map of the cemetery current

iii. General maintenance of cemetery

1.1 There shall be a committee on Pastoral Relations. This committee shall serve to ensure optimum relationship and communication between the pastor and the congregation.

1.2 There shall be a Youth Committee. This committee shall be responsible for ministry to the youth of this congregation and the community. It shall seek to make disciples of youth; to involve them in the life of this congregation and to strengthen them in their faith to grow spiritually as disciples of our Lord Jesus.

1.3 There shall be a Fellowship Committee. This committee shall be responsible for all designated meals for the congregation during the year.

1.4 There shall be a Facilities Committee. This committee shall be responsible for maintaining communication between the Congregation Council and any outside groups that use the Congregation's facilities.

1.5 There shall be a Long Range Planning Committee. This committee shall make plans for the spiritual and the physical needs of the Congregation.

ARTICLE 2. BANKING

2.1 This Congregation may open and maintain accounts, savings and checking, as well as investment accounts with various financial institutions and investment companies as the Congregation Council and Congregation deem appropriate.

2.2 The Congregation Council may from time to time appoint individuals to sign checks and expense monies at its request and in accordance with the annual budget. These people are the treasurer and assistant treasurer. In addition these people are authorized to transfer funds from account to account as needed.