

BY-LAWS
Of
Faith Lutheran Church of Little Falls, Minnesota

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1.0 CONGREGATION

B 1.01 To fulfill its purpose the Congregation shall:

- a. Love, glorify, and submit to the living Christ as Children of God, ministering to others by the transforming work of the Holy Spirit.
- 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 the Congregation.
- e. Teach the Word of God.
- f. Witness to the reconciling Word of God in Christ, reaching out to all people.
- g. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
- h. Motivate its members to provide financial support for their Congregation's ministry.

2.0 MEMBERSHIP:

B 2.01 Members of this Church shall be those as defined in the Constitution.

3.0 CONGREGATIONAL COUNCIL

B 3.01 Term of Office: A Council Member's term shall begin with the first Council meeting following the Annual Congregational Meeting at which he or she is elected.

B 3.02 The Congregational Council shall consist of twelve members, elected each for a term of three years, but elected in such a manner that after the first election, one-third (or approximately one-third) is elected each year.

B 3.03 The Congregational Council shall have general oversight of the life and activities of this Congregation and, in particular, its worship life, to the end that everything shall be done in accordance with the Word of God.

B 3.04 The duties of the Congregational Council and each individual Council Member shall include the following:

- a. To lead the Congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate Congregational activities in light of Congregational 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 the 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 serve as an example, individually and corporately, of the witness 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 seek out and encourage qualified persons to prepare for the ministry of the Gospel.

B 3.05 The Congregational Council shall be the board of directors of the 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 Minnesota, except as otherwise provided herein.

B 3.06 The Congregational 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.

B 3.07 The Congregational Council shall have the authority to accept and/or receive property on behalf of the Congregation.

B 3.08 The Congregational Council may enter into non-budgeted expenditures of up to ten percent (10%) of the annual budget (General Operating & Mission Fund) without Congregational approval.

B 3.09 The Congregational Council shall be responsible for the preparation of the annual budget for adoption by the Congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur total expenditures exceeding ten percent (10%) of the amount of the annual budget only with Congregational approval.

B 3.10 The Congregational Council shall be responsible for the Congregation's investments and its total insurance program.

B 3.11 The Congregational Council shall, from time to time, report to the Congregation on the financial status of the organization.

B 3.12 The Congregational Council shall provide for an annual review of the membership roster.

B 3.13 The Congregational Council shall submit a comprehensive report to the Congregation at the annual meeting.

B 3.14 The Congregational Council shall meet once a month except for agreed upon cancellations. The Lead Pastor and the President shall confer in establishing an agenda prior to the Congregational Council meeting. Special meetings may be called by the Lead Pastor or the President, and shall be called by the President at the request of at least one-half (1/2) of the Council Members. Notice of each special meeting shall be given in advance of the meeting to all who are entitled to be present.

B 3.15 A quorum for the transaction of business shall consist of a majority of the members of the Congregational Council.

B 3.16 The Congregational Council shall insure that the provisions of the Articles of Incorporation, the Constitution, its By-Laws, and any Continuing Resolutions are implemented.

B 3.17 If any member of the Congregational Council ceases to be a voting member of the Congregation, his or her office shall at once be declared vacant by the Congregational Council. The vacant position will be filled as defined by the constitution.

B 3.18 To minimize conflict of interest, no Congregational Council members shall be an immediate family member of a current staff member employed for more than twenty (20) hours per week.

Additionally, no two Congregational Council members can be immediate family members. Family members include any of the following relationships:

- Parents and Stepparents

- Children and Stepchildren

- Grandparents

- Grandchildren

- Siblings

- Spouses

- In-laws (mother-in-law, father-in-law, daughter-in-law, son-in-law)

4.0 OFFICERS

B 4.01 The Congregational Council shall elect from its elected membership a President, a Vice President, a Secretary and a Treasurer. The officers will be elected at the first meeting of the Congregational Council following the Annual Meeting. Officers may serve two (2) consecutive years in the same office.

B 4.02 The President shall be the chairperson of the Congregation and the Congregational Council. In the event of the President's absence or inability to perform his or her duties, the Vice President shall serve in his or her place.

B 4.03 The Secretary shall keep accurate minutes of all meetings of the Congregation and of the Congregational Council in a volume provided by the Congregation, which volume shall be preserved permanently in its archives.

B 4.04 The Treasurer shall insure that the books of account of the Congregation are properly maintained, including receipt, recording and disbursement of all funds from all sources in accordance with established procedures.

B 4.05 The Treasurer shall be responsible to make a summary report of all transactions to the Congregational Council monthly and to the Congregation, together with a satisfactory audit, at its annual meeting.

B 4.06 Corporate surety shall be provided all financial officers in the amount determined by the Congregational Council, for which the premium shall be paid by the Congregation.

5.0 ORGANIZATIONS WITHIN THE CONGREGATION

B 5.01 All organizations within the Congregation shall exist to aid it in ministering to the members of the Congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of the Congregation's life, the organizations are subject to its oversight and direction.

B 5.02 Special interest groups may be organized only after authorization has been given by the Congregational Council.

6.0 CONGREGATIONAL TEAMS

B 6.01 The Executive Team shall consist of the officers of the Congregation, the past president of the Congregational Council and the Lead Pastor. They shall provide an annual review of the Lead Pastor, and shall function as the Personnel Team.

B 6.02 Structured under the Congregational Council are six Teams of Ministry comprised of: (1) Worship and Prayer Team, (2) Management and Finance Team, (3) Mission and Outreach Team, (4) Youth and Family Team, (5) Congregational Life Team, and (6) Children's Ministry Team. Each Team shall have, as its membership, at least two Council Members and not more than five (5) members-at-large from the Congregation, as approved by Council. Additionally, whenever possible, a staff member shall be assigned to a Team. Detailed listing of duties and responsibilities for each team may be found in the Continuing Resolutions as adopted by the Congregational Council.

B 6.03 Ministry Team members shall have terms of office staggered for smooth transition of new members. Team members may serve up to two (2) three (3) year terms after which they may switch to another Ministry Team or be on no team for one or more years before being reappointed to a ministry team. Each Ministry Team shall elect its own chairperson. Congregational Council members shall not be eligible to be elected as chairperson of Ministry Teams. Ministry Team chairpersons may not serve more than two (2) consecutive years as chair, after which a new chairperson shall be elected by the Ministry Team.

B 6.04 The Nominating Team shall be comprised of five (5) voting members of this Congregation, two (2) of which shall be members of the Congregational Council and three (3) shall be appointed by the Congregational Council prior to November 1. The term of office shall be one year. The Lead Pastor shall be an ex-officio member of the Nominating Team. The Nominating Team shall take such steps as are necessary to encourage broad participation in leadership roles. They shall recommend candidates who have demonstrated their spiritual maturity by:

- a. Their regular participation in worship and the sacrament of Holy Communion;
- b. Giving leadership and support in programs and ministries;
- c. Making regular financial gifts in support of the Congregation.

B 6.05 The Audit Team shall ensure that an audit of the Congregational financial records is to be performed annually prior to the annual meeting. The report of the audit shall be presented to the Congregation at the annual meeting. A team of at least two auditors shall be appointed by the Congregational Council. Auditors shall serve for a one (1) year term only and must have at least two (2) years separation of auditor duties before being reappointed. The church financial secretary shall be available to meet with the Audit Team but shall not be a member of the Audit Team. Auditors shall not be members of the Congregational Council. An external audit may be conducted every third year.

B 6.06 The Call Team shall be responsible for reviewing candidates for pastoral positions. The President of the Council shall be an ex-officio member of the Call Team when calling a Lead Pastor. The Lead Pastor and the President of the Council shall both be ex-officio members of the Call Team when calling additional Pastors responsible to the Lead Pastor.

B 6.07 A detailed Continuing Resolution shall be drafted and approved by the Congregation Council defining the purpose, authority, etc. of the Call Team.

B 6.08 Other Congregational teams and task forces may be formed as the need arises.

7.0 CONGREGATIONAL MEETINGS

B 7.01 The Annual Congregational Meeting shall be held between January 1 and the first Sunday in February, as determined by the Congregation Council.

B 7.02 A special Congregational Meeting may be called by the Lead Pastor, the Congregational Council, or the President of this Congregation, and shall be called by the President of the Congregation upon the written request of ten (10) percent of the voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

B 7.03 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 ten (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.

B 7.04 Ten percent (10%) of voting members shall constitute a quorum.

B 7.05 Voting by proxy or by absentee ballot shall not be permitted.

B 7.06 All actions by the Congregation shall be by majority vote except as otherwise provided in the By-Laws or Constitution.

8.0 AFFILIATIONS

B 8.01 The Congregation may initiate or terminate its formal affiliation with any organization by a simple majority vote of the members present at a regularly or specially called meeting. This Congregation is affiliated with Lutheran Congregations in Mission for Christ (LCMC).

9.0 DISCIPLINE OF MEMBERS

B 9.01 Denial of the Christian faith as described in the Confession of Faith in the Constitution, conduct grossly unbecoming a member of the Church of Christ, or causing divisions in the Congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15, 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 Congregational Council.

B 9.02 A member charged with an offense and cited to appear before the Congregational Council shall receive a written notice, specifying the exact charges that have been made against the member, at least ten (10) days prior to the meeting.

B 9.03 Members of the Congregational Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Congregational Council are disqualified from voting upon the question of the guilt of the accused member. If renewed admonitions prove ineffectual, and the allegations are sustained by a two-thirds (2/3) majority vote of the members of the Congregational Council who are not disqualified but who are present and voting, the Congregational Council shall impose one of the following disciplinary actions:

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

B 9.04 Disciplinary actions b. and c. shall be delivered to the member in writing.

B 9.05 Disciplinary actions may be reconsidered and revoked by the Congregational Council upon receipt of:

- a. evidence that injustice has been done, or
- b. evidence of repentance and amendment.

10.0 MEDIATION

B 10.01 When there is serious disagreement among factions within the Congregation that cannot be resolved by the parties, the use of mediation services available within affiliated organizations is encouraged.

11.0 AMENDMENTS

B 11.01 Amendments to the By-Laws shall be governed by the Constitution.

12.0 PARLIAMENTARY AUTHORITY

B 12.01 Roberts' Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this Congregation, Congregational Council, and its teams.