

**THE CONSTITUTION
OF
CHRIST LUTHERAN CHURCH
HELLERTOWN**



Based on the
Constitution for
the ELCA,
by the

Lutheran Church in America. This Constitution approved by Christ
Lutheran Hellertown Congregation Council, the Synod, and subsequently
by the Congregation on 02/09/2020.

(CR03 amended by Council 05/19/2020)

Note: An asterisk (*) preceding the Preamble and Chapter
designation denotes wording required by Synod that must remain
unchanged

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TABLE OF CONTENTS

*PREAMBLE.....	3
CHAPTER 1. NAME AND INCORPORATION	3
CHAPTER 2. CONFESSION OF FAITH.....	3
CHAPTER 3. NATURE OF THE CHURCH.....	4
CHAPTER 4. STATEMENT OF PURPOSE.....	5
CHAPTER 5. POWERS OF THE CONGREGATION.....	6
CHAPTER 6. CHURCH AFFILIATION.....	7
CHAPTER 7. PROPERTY OWNERSHIP.....	10
CHAPTER 8. MEMBERSHIP.....	11
CHAPTER 9. ROSTERED MINISTER.....	13
CHAPTER 10. CONGREGATION MEETING.....	19
CHAPTER 11. OFFICERS.....	20
CHAPTER 12. CONGREGATION COUNCIL.....	21
CHAPTER 13. CONGREGATION COMMITTEES.....	23
CHAPTER 14. ORGANIZATIONS WITHIN THE CONGREGATION.....	25
CHAPTER 15. DISCIPLINE OF MEMBERS AND ADJUDICATION.....	25
CHAPTER 16. AMENDMENTS.....	27
CHAPTER 17. BYLAWS.....	28
CHAPTER 18. CONTINUING RESOLUTIONS.....	29
CHAPTER 19. INDEMNIFICATION.....	29
CHAPTER 20. PARISH AUTHORIZATION.....	29
BY-LAWS.....	31
BL.01: ANNUAL CONGREGATIONAL MEETING:.....	31
BL.02. OFFICERS.....	31
BL.03. ANNUAL FINANCIAL MEETING.....	32
BL.04. ANNUAL MEMBERSHIP REVIEW.....	33
BL.05. CHRIST LUTHERAN CHURCH SCHOLARSHIP.....	33
CONTINUING RESOLUTIONS.....	36
CR 01: MINISTRY TEAMS:.....	36
CR.02: CHRIST LUTHERAN CHURCH MEMORIAL ENDOWMENT TRUST.....	42
CR.03: ENDOWMENT MISSION COMMITTEE.....	42
CR.04: EXECUTIVE COMMITTEE:.....	43
CR.05: MISSION STATEMENT.....	43
CR.06: VISION STATEMENT.....	43
CR.07: FAITH STATEMENT.....	43
APPENDIX I: THE CHRIST LUTHERAN CHURCH OF HELLERTOWN, PENNSYLVANIA, INC. MEMORIAL ENDOWMENT TRUST AGREEMENT.....	44
APPENDIX II: CHRIST LUTHERAN CHURCH OF HELLERTOWN, PA. INC. BY-LAWS AND ARTICLES FOR ADMINISTRATION OF PROSSER FUND ACCOUNTS.....	49

***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 The Christ Lutheran Church of Hellertown, Pennsylvania, Inc.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation "The Christ Lutheran Church of Hellertown, Pennsylvania, Inc." is hereinafter designated as "this congregation."
- C1.11.** This congregation shall be incorporated under the laws of the Commonwealth of Pennsylvania.

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. This church confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian unity throughout the world.
- *C3.03. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.
- *C3.04. This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God’s mission in the world.
- *C3.05. The name Evangelical Lutheran Church in America (ELCA or “this church”) as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

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 this congregation's ministry and the ministry of other expressions of the Evangelical Lutheran Church in America.
 - h. Foster and participate in interdependent relationships with other

congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.

- i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- *C4.04.** This congregation 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 Committees.
- *C4.05.** This congregation shall adopt and periodically review a mission statement which will provide specific direction for its programs.
- *C4.06.** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God’s mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

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 this congregation. This 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 a minister of Word and Service;
 - d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America;
 - e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18.
 - f. approve the annual budget;
 - g. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - h. hold title to and use its property for any and all activities consistent with its purpose;
 - i. sell, mortgage, lease, transfer, or otherwise dispose of its property by

- any lawful means;
 - j. elect its Congregation Council, who then elects its officers and appoints committees, and requires them to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
 - k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- *C5.04.** This congregation shall elect from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by this congregation and other qualifications shall be as prescribed in guidelines established by the Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America.
- C5.05.** This congregation shall have a mission endowment fund that will operate as specified in this congregation's bylaws and/or continuing resolutions. The purpose of the mission endowment fund is to provide for mission work beyond the operational budget of this congregation.

Chapter 6. CHURCH AFFILIATION

- *C6.01.** This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- *C6.02.** This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- *C6.03.** This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
- a. This congregation agrees to be responsible for its life as a Christian community.
 - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
 - c. This congregation agrees to call pastoral leadership from the clergy roster of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of ordained ministers of the Evangelical Lutheran Church in America or to contracting for pastoral services with an ordained minister of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.

- d. This congregation agrees to consider ministers of Word and Service ministers for call to other staff positions in this congregation according to the procedures of the Evangelical Lutheran Church in America.
- e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.

***C6.04.** Affiliation with the Evangelical Lutheran Church in America is 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 Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America or in accordance with provision 9.23 of the constitution and bylaws of the Evangelical Lutheran Church in America
- d. The Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America .takes charge and control of the property of this congregation to hold, manage, and convey the same on behalf of the synod pursuant to *S13.24 of the synod constitution. This congregation shall have the right to appeal the decision to the next Synod Assembly..
- e. This congregation follows the procedures outlined in *C6.05.

***C6.05.** This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:

- a. A resolution indicating the desire of this congregation to terminate its relationship must be adopted at two legally called and conducted special meetings of this congregation by a two-thirds majority of the voting members present at each meeting. The first such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time this congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the Congregation Council. Unless he or she is a voting member of this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
- b. Within 10 days after the resolution has been voted upon at the first meeting,, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to voting members of this congregation..

- c. If the resolution was adopted by a two-thirds vote of the voting members present at the first meeting, the bishop of the synod and this congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the bishop of the attestation and certification as specified in paragraph b. above.
- d. If this congregation, after consultation, is still considering termination of its relationship with this church, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present. Notice of the second meeting shall be sent to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of this congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the second meeting.
- e. Within 10 days after the resolution has been voted upon, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the second special meeting was legally called and conducted and certifying to the outcome of the vote, and shall send copies of resolution and certification to the voting members of the congregation. If the resolution was adopted by a two-thirds vote of the voting members present at the second meeting, the relationship between the congregation and this church shall be terminated subject to Synod Council approval as required by paragraphs f. and g. below.
- f. Unless this notification to the bishop also certifies that this congregation has voted to affiliate with another Lutheran denomination, this congregation shall be deemed an independent or non-Lutheran church, in which case *C7.04 shall apply.
- g. This congregation shall abide by these covenants by and among the three expressions of this church:
 - 1. Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in *C6.05. shall be required to receive Synod Council approval before terminating their membership in this church.
 - 2. Congregations which had been members of the Lutheran Church in America shall be required, in to complying with the foregoing provisions in *C6.05., to receive syndical approval before terminating the membership in this church
 - 3. Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
- h. If this congregation fails to achieve the required two-thirds vote of the

voting members present at this congregation's first meeting as specified in paragraph a. above, or fails to achieve the required two-thirds vote of voting members present at this congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all the requirements of *C6.05. and may begin no sooner than six months after meeting at which the two-thirds vote was not achieved..

***C6.06.** If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is taken

***C6.07.** If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action.

Chapter 7. PROPERTY OWNERSHIP

***C7.01.** If this congregation ceases to exist, title to undisposed property shall pass to the Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America.

***C7.02.** If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline or pursuant to 9.23 of the constitution and bylaws of the Evangelical Lutheran Church in America, title to property shall continue to reside in this congregation.

***C7.03.** If 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, provided the process for termination of relationship in *C6.05. has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of The Evangelical Lutheran Church in America - Northeastern Pennsylvania Synod.

***C7.04.** If the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the process, established by the synod may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a

congregation of the Evangelical Lutheran Church in America..In neither case does title to this congregation's property transfer to the synod.

- *C7.05.** Notwithstanding the provisions of *C7.02. and *C.7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:
- a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.
 - b. Shall—upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of the Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America - reconvey and transfer all right, title, and interest in the property to the synod.

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. ***Voting*** members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. 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 this congregation as well as the other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws. They shall not have voted as a seasonal member of another congregation of this church in the previous two calendar months.
 - 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 These

individuals have all the privileges and duties of membership except voting rights or other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.

- e. **Seasonal** members are voting members of other congregations of this church who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregation Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal member voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:
- 1) they shall not be eligible for elected office in, or for membership on the Congregation Council or on a call committee of, this congregation;
 - 2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;
 - 3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with this church;
 - 4) they shall not be eligible to serve as voting members from this congregation of the Synod Assembly or the Churchwide Assembly;
 - 5) they shall not, even if otherwise permitted by this congregation, vote by proxy or by absentee ballot; and
 - 6) they shall not, within any two calendar month period, exercise voting rights in this congregation and in the congregation where they remain voting members.

***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 synod, and the churchwide organization of the Evangelical Lutheran Church in America 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 in accordance with Chapter 20 of the constitution

- and bylaws of the Evangelical Lutheran Church in America; or
- e. Removal from the roll due to inactivity as defined in the bylaws. 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. ROSTERED MINISTER

- *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. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.02.** Only a member of the roster of the Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for this congregation by the synod bishop may be called as a pastor of this congregation.
- *C9.03.** Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every ordained minister shall:
 - 1) Preach the Word;
 - 2) Administer the sacraments;
 - 3) Conduct public worship;
 - 4) Provide pastoral care;
 - 5) Seek out and encourage qualified persons to prepare for the ministry of the Gospel;
 - 6) Impart knowledge of this church and its wider ministry through available channels of effective communication
 - 7) witness to the Kingdom of God in the community, in the nation, and abroad; and
 - 8) 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 pastor with a congregational call shall, within the congregation:
 - 1) Offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 - 2) Relate to all schools and organizations of this congregation;
 - 3) Install regularly elected members of the Congregation Council;
 - 4) With the council, administer discipline,
 - 5) Endeavor to increase the support given by the congregation to the work of the churchwide organization and of the Northeastern Pennsylvania Synod of the Evangelical Lutheran Church in America and
 - 6) encourage adherence to covenantal relationship with this church

as expressed in the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

- *C9.04.** The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call, which shall be attested by the bishop of the synod.
- *C9.05.** The provisions for termination of the mutual relationship between a minister of Word and Sacrament and this congregation shall be as follows:
- a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the pastor's death or, following consultation with the bishop, 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, no later than 30 days after the date on which it was submitted;
 - 3) Inability to conduct the pastoral office effectively in this congregation in view of local conditions;
 - 4) Physical disability or mental incapacity of the pastor;
 - 5) Suspension of the pastor through discipline for more than three months;
 - 6) Resignation or removal of the pastor from the roster of ordained ministers of this church;
 - 7) Termination of the relationship between this church and this congregation;
 - 8) Dissolution of this congregation or the termination of a parish arrangement; or
 - 9) Suspension of this congregation through discipline for more than six months.
 - b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
 - 1) The bishop in his or her sole discretion may investigate such conditions personally together with a committee of two ordained ministers and one layperson, or
 - 2) When such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two ordained ministers and one layperson.
 - c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and

document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant and the pastor shall be listed on the clergy roster with disability status.. Upon removal of the disability and the restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.

- d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to this congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.
- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, this congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

- *C9.06.** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.
- *C9.07.** During the period of service, an interim pastor shall have the rights and duties in this congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.
- *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 before beginning service in a call to another congregation or employment in another ministry setting ***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, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.

- *C9.11.** With the approval of the bishop of the synod, this congregation may depart from *C9.05.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.05.a.
- *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 this congregation;
 - b. Shall submit a summary of such statistics annually to the synod; 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 pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- *C9.14.** The parochial records of this congregation shall be maintained by the pastor and shall remain the property of this congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another call or approval of a request for change in roster status.
- C9.15.** Under special circumstances, subject to the approval of the synod bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between this congregation and the pastor in a form proposed by the synod bishop and approved by this congregation.
- *C9.21.** Authority to call a deacon shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.22.** Only a member of the roster of Ministers of Word and Service of the

Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synod bishop may be called as a deacon of this congregation.

- *C9.23.** Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:
- a. Be rooted in the Word of God, for proclamation and service;
 - b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
 - c. Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world, witnessing to the realm of God in the community, the nation, and abroad;
 - d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
 - e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
 - f. Practice stewardship that respects God's gift of time, talents, and resources;
 - g. Be grounded in a gathered community for ongoing diaconal formation;
 - h. Share knowledge of this church and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
 - i. Identify and encourage qualified persons to prepare for ministry of the gospel.
- *C9.24.** The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.
- *C9.25.** The provisions for termination of the mutual relationship between a minister of Word and Service and a congregation shall be as follows:
- a. The call of a congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the deacon's death or, following consultation with the synod bishop, 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 deacon, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
 - 3) inability to conduct the ministry of Word and Service effectively in this congregation in view of local conditions;
 - 4) physical disability or mental incapacity of the deacon;
 - 5) suspension of the deacon through discipline for more than three months;
 - 6) resignation or removal of the deacon from the roster of Ministers of Word and Service of this church;
 - 7) termination of the relationship between this church and this

- congregation;
 - 8) dissolution of this congregation or the termination of a parish arrangement; or
 - 9) suspension of this congregation through discipline for more than six months.
- b. When allegations of physical disability or mental incapacity of the deacon under paragraph a.4) above, or ineffective conduct of the office of minister of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,
 - 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
 - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
 - c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the deacon's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service with disability status. . Upon removal of the disability and the restoration of the deacon to health, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.
 - d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.
 - e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of

the voting members present and voting where the bishop and the committee recommended termination of the call.

- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- *C9.26.** This congregation shall make satisfactory settlement of all financial obligations to a former deacon before calling a successor. A deacon shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting..
- *C9.27.** When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- *C9.28.** With the approval of the bishop of the synod, this congregation may depart from *C9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.25.a.
- *C9.29.** The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- *C9.31.** The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

Chapter 10. CONGREGATION MEETING

- C10.01.** This congregation shall have at least one regular meeting per year. The regular meeting(s) of the congregation shall be held at the time(s) specified in the bylaws. Consistent with the laws of the Commonwealth of Pennsylvania, the bylaws shall designate one regular meeting per year as the annual meeting of this congregation. .
- 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 this congregation upon the written request of 10 percent of the voting members. The president of the Congregation Council shall call a special meeting upon request of the synod bishop. 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 or electronic means, as permitted by state law, to all voting members at least 10 days in advance of the date of the meeting.
- C10.04.** Fifty (50) voting members shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** All actions approved by this congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.
- C10.08.** This congregation may hold meetings by remote communication, including electronically, and by telephone conference, as long as there is an opportunity for simultaneous aural communication. To the extent permitted by state law, notice of all meetings may be provided electronically.

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 this congregation.
 - c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
 - d. 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 selected 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 Congregation Council shall elect its officers and they shall be the officers of this congregation. The officers shall be elected by written ballot during a scheduled Congregation Council meeting and shall serve for one year or until their successors are elected. Their terms shall begin effective immediately during the Congregation Council meeting at which they are elected.
- C11.03.** No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than three (3) full consecutive terms in the same office. No officer shall be an employee of Christ Lutheran Church of Hellertown, Pennsylvania, Inc.

Chapter 12. CONGREGATION COUNCIL

- C12.01.** The voting membership of the Congregation Council shall consist of the pastor(s), the deacon(s), and not more than twelve (12) nor fewer than six (6) adult members of this congregation and one (1) or two (2) youth representatives, each of whom is a high school student under the age of 21 when elected. Any voting member of this congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. 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, this 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) and deacon(s) shall be elected by simple voice majority to serve for three (3) years or until their successors are elected, except for the youth member(s) who shall serve only one one-year term. Adult members shall be eligible to serve no more than two full terms consecutively. All terms shall begin at the close of the annual meeting at which they are elected.
- 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. Individuals who have served less than one-half of a regular term shall be eligible for nomination and possible election to a full term.
- 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 Evangelical Lutheran Church in America. 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 under-

- standing.
 - g. To arrange for pastoral service during the sickness or absence of the pastor.
 - h. To emphasize support of the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
 - i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
 - j. 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 Commonwealth of Pennsylvania, 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 this congregation.
 - c. The Congregation Council may enter into contracts in emergency situations for amounts not to exceed 20% of the current approved budget
 - 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 20% in excess of the current approved annual budget only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in collaboration with the synod and churchwide organization.
 - 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 mission support monies to the synod treasurer.
 - 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 paid/employed staff of this congregation. Nothing in this provision shall be deemed to affect this congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- 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, following consultation with the synod bishop.
- C12.13.** The Congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

Chapter 13. CONGREGATION COMMITTEES

- C13.01.** The officers of this congregation and the pastor shall constitute the *Executive Committee*.
- C13.02.** A *Nominating Committee* of not more than six voting members of this congregation, two of whom, if possible, shall be outgoing members of the Congregation Council, shall be elected at the annual meeting for a term of one year. Members of the Nominating Committee are not eligible for consecutive reelection.
- C13.03.** An *Audit Committee* of three voting members shall be appointed by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for reelection.
- C13.04.** A *Mutual Ministry Committee* (in the absence of a mutual ministry committee, the duties shall be fulfilled by the executive committee) of six (6) members shall be appointed jointly by the president, vice president,

and the senior pastor. Term of office shall be two years, with three members to be appointed each successive year. The Mutual Ministry Committee is also referred to herein as the Mutual Ministry Team.

- C13.05.** When a vacancy occurs in a position for which this congregation calls a rostered minister, a *Call Committee* of six voting members shall be elected by this congregation. Term of office will terminate upon installation of the newly called rostered minister.
- C13.06.** **The Trustees of Christ Lutheran Church Endowment Trust** shall be five (5) voting members and shall be appointed for a five (5) year term by the members of Congregation Council. Their term shall begin January 1st of each calendar year. No member shall be elected to more than two (2) consecutive five (5) year terms. After a lapse of at least one (1) year, former committee members may be reelected. If a member resigns from the committee, or dies before the end of their term, another church member shall be appointed by Congregation Council to fill the remaining term. Responsibilities of the Trustees are further described in the Christ Lutheran Church Endowment Trust Agreement(s). The Trustees are accountable first to the terms and conditions of the Christ Lutheran Church Endowment Trust Agreement(s) and secondarily to the Congregation Council.
- C13.07.** The **Endowment Mission Committee** shall be five (5) voting members and shall be appointed for a five (5) year term by the members of the Congregation Council. Their term shall begin January 1st of each calendar year. Any voting church member may serve as a committee member. No member shall serve more than two consecutive five (5) year terms. After a lapse of at least one (1) year, former committee members may be reelected. If a member resigns from the committee, or dies before the end of their term, another church member shall be appointed by Congregation Council to fill the remaining term.
- C13.08.** Other committees of this congregation may be formed, as the need arises, by decision of the Congregation Council.
- C13.09.** Duties of committees of this congregation shall be specified in the continuing resolutions.
- C13.10.** The senior pastor of this congregation shall be *ex officio* a member of all committees and boards of this 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, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregation Council and specified in a continuing resolution.

Chapter 15. DISCIPLINE OF MEMBERS AND ADJUDICATION

- *C15.01.** Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of this congregation, or willful and repeated harassment or defamation of member(s) of this congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15–17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Congregation Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregation Council.
- *C15.02.** The process for discipline of a member of this congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to *C15.01 do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three lay persons and

two clergy). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.

- *C15.03.** If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case, and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members plus the nonvoting chair comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.
- *C15.04.** The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- *C15.05.** By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:

 - a. suspension from the privileges of congregation membership for a designated period of time;
 - b. suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
 - c. termination of membership in this congregation; or
 - d. termination of membership in this congregation and exclusion from the church property and from all congregation activities.
- *C15.06.** The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the

Congregation Council and recorded in the minutes of the next council meeting.

***C15.07.** No member of this congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.

***C15.10. Adjudication**

***C15.11.** When there is a disagreement between or among factions within this congregation on a substantive issue which cannot be resolved by the parties, members of this congregation may petition the synod bishop for consultation after informing the president of this congregation of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue relates directly to the pastor, the bishop may begin the process in *S14.18.d. In all other matters, if the bishop's consultation fails to resolve the issue, the bishop shall refer the matter to the Consultation Committee of the synod, which shall undertake efforts to find an appropriate solution. If the Consultation Committee's efforts fail to resolve the dispute, the entire matter shall be referred to the Synod Council for adjudication by whatever process the Council deems necessary. The Synod Council's decision shall be final.

Chapter 16. AMENDMENTS

***C16.01.** Unless provision *C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least ten percent (10%) of 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 a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify this congregation's members of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.

***C16.02.** An amendment to this constitution, proposed under *C16.01., shall:

- a. Be approved at any legally called meeting of this congregation by a majority vote of those present and voting;
- b. Be ratified without change at the next regular meeting of this congregation held pursuant to C10.01, 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.

- *C16.03.** Any amendments to this constitution that result from the processes provided in *C16.01. and *C16.02. shall be sent by the secretary of this congregation to the synod. The synod shall notify this congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.
- *C16.04.** This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the Model Constitution for Congregations of the Evangelical Lutheran Church in America – as most recently amended by the Churchwide Assembly -- by a simple majority vote of those voting members present and voting at any legally called meeting of this congregation without presentation at a prior meeting of this congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, notice to this congregation of such an amendment or amendments, together with the council’s recommendations, at least 30 days prior to the meeting. Upon the request of at least two (2) voting members of this congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of this congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

Chapter 17. BYLAWS

- *C17.01.** This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- *C17.02.** 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.
- *C17.03.** 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 this congregation’s members mail of the proposal with the council’s recommendations at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.
- *C17.04.** Adopted or amended bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 18. CONTINUING RESOLUTIONS

- *C18.01. This congregation in a legally called meeting of the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.
- *C18.02. Continuing resolutions shall be enacted or amended by a majority vote of a meeting of this congregation or a two-thirds vote of all voting members of the Congregation Council.
- *C18.03. Adopted or amended continuing resolutions shall be sent by the secretary of this congregation to the synod.

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 with one or more other congregations recognized by the synod named in *C6.01. to form a parish. Except as provided in *C20.02. and *C20.03., a written agreement, developed in consultation with the synod and approved by the voting members of each congregation participating in the parish, shall specify the powers and responsibilities that have been delegated to the Parish Council. The Parish Agreement shall identify which congregation of the parish issues calls on behalf of the member congregations or shall establish a process for identifying which congregation issues calls on behalf of the member congregations.
- *C20.02. One congregation of a parish shall issue a call on behalf of the member congregations to a minister of Word and Sacrament or a candidate for the roster of Ministers of Word and Sacrament who has been recommended by the synod bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.
- *C20.03. One congregation of a parish may issue a call on behalf of the member

congregations to a minister of Word and Service or a candidate for the roster of Ministers of Word and Service who has been recommended by the synod bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.

- *C20.04.** Any one of the congregations of the parish may terminate their relationship with the pastor as provided in †S14.18.d. of the synod constitution of the synod named in *C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.
- *C20.05.** Any one of the congregations of the parish may terminate their relationship with a minister of Word and Service as provided in †S14.43.d. of the synod constitution of the synod named in *C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.
- *C20.06.** Whenever a parish agreement is terminated, the call of any rostered minister serving that parish is terminated. Should any congregation that was formerly part of the parish agreement desire to issue a new call to that rostered minister, it may do so in accordance with the call process of this church.

BY-LAWS

BL.01: ANNUAL CONGREGATIONAL MEETING:

The Annual Congregational Meeting shall be held on a date fixed by the Congregation Council, usually the last Sunday in January. At the annual meeting, the pastor(s), the treasurer or financial secretary of the congregation, and the officers of the various organizations, ministries, and schools within the congregation shall submit reports in writing. The Congregation Council shall make nominations for Congregation Council membership. Additional nominations may be made from the floor. A plurality of the votes shall be necessary for election.

The following shall constitute the Order of Business:

- a. Roll Call
- b. Devotions
- c. Reading of Minutes
- d. Report of the Pastor
- e. Report of the Treasurer and Financial Administrator
- f. Report of Standing Committees
- g. Report of Ministry Teams (see Continuing Resolution CR01)
- h. Trustee Reports
- i. Endowment Mission Team Reports
- j. Task Force and other reports (see Chapter 13)
- k. Reception of Petitions and Communications
- l. Unfinished Business
- m. New Business
- n. Adjournment with Prayer

BL.02. OFFICERS

a. **President Congregation Council:** Shall preside at all meetings of the Congregation Council and Executive Committee. Shall appoint the chairpersons and members of such standing committees as the Congregation Council may authorize and such other special committees as are deemed necessary from time to time. Shall be an ex-officio member of all committees. Shall perform such duties as usually pertain to such office or as may be assigned by the Congregation Council.

b. **Vice President Congregation Council:** Shall perform the duties of the

President when absent and such other duties as the Congregation Council may designate.

c. **Secretary:** Shall be responsible for ensuring the keeping of an accurate record of the proceedings of the meetings of the Congregation Council and Executive Meetings, to notify new members of the Congregation Council of their election, to issue correspondence on behalf of, and at the direction of, Council and to oversee the issuing of all notices of meetings to the Congregation Council. The Secretary, along with the President, are authorized to review and sign all contracts, titles or other important documents of the corporation and ensure their safekeeping.

d. **Treasurer:** Shall be responsible for control and management of monies and all other assets and liabilities of the congregation. The Treasurer shall recommend fiscal standards and policies and shall monitor and report on the financial condition of the congregation. The Treasurer shall cause the congregation to maintain accounting practices, records, and reports in such manner suitable to requirements of the Northeastern Pennsylvania Synod and auditors. Reports shall include annual financial statements. The Treasurer shall transfer all bequests directed to the Memorial Endowment Trust to the Trustees as they are received. The original documents shall be kept in the church's safe deposit box (or church safe if the church does not maintain an active safe deposit box).

BL.03. ANNUAL FINANCIAL MEETING

The purpose of the Annual Financial Congregational meeting is to present the annual financial report of the Christ Lutheran Church, including the Endowment Trust, and report on the actual distribution of income and any other business related to Christ Lutheran Church Endowment Trust. This meeting is scheduled by the Congregation Council and should be scheduled in the first quarter of each year in order to timely report to the congregation using “year-end” financial totals and information from the prior year.

At the discretion of Congregation Council, the activities of the Annual Financial Meeting may be included in the Annual Congregational meeting agenda, thereby avoiding the need for a separate Annual Financial Meeting.

BL.04. ANNUAL MEMBERSHIP REVIEW

Upon yearly membership roll review by the Evangelism Team, the member(s) who:

- a) Have neither notified Christ Lutheran Church of their present status nor their associate membership with other churches,
- b) Have no contributions of record to Christ Lutheran Church for the current and preceding year, and
- c) Have no record of Holy Communion for the current and preceding year

is hereby declared an inactive member unless, by mutual agreement of the Senior Pastor and Congregation Council President, there are extenuating circumstances that warrant the person being retained on the active member list.

The inactive member list will be presented yearly to Congregation Council (as defined by the Congregation Council calendar of events) for their review and subsequent vote for removal from membership rolls, as recommended by Evangelism Team. Upon approval from Congregation Council and Council President, a letter will be sent explaining the status to the inactive member(s). This removal process is utilized to maintain an accurate membership roll with Christ Lutheran Church.

BL.05. CHRIST LUTHERAN CHURCH SCHOLARSHIP

The Congregation of Christ Lutheran Church maintains a Scholarship Fund to support our youth and other members in their continuing education.

- a) **Scholarship Review Team:** A Scholarship Review Team shall be formed annually, comprised of the current Faith Formation Team leader, all adults employed by this congregation in Youth Ministry roles, the Senior Pastor, and, if not under consideration for the Scholarship, the current Congregation Council youth representative(s) , to assess the available candidates and develop the recommendation to provide to Council.. The Faith Formation Team lead will chair this team. In the event the Faith Formation

Team lead position is vacant, the Senior Pastor will facilitate the team to select a lead from the team membership.

- b) Scholarship Team Recommendation:** The Scholarship Review Team will review the Scholarship candidates and develop a recommendation as to which one of the candidates, if any, should get that year's Christ Lutheran Church Scholarship Award. In the event that the team recommends more than one candidate, the recommendation shall include the recommended relative funding award percentage; for example, a recommendation to split equally between two (2) candidates would be a 50%/50% award split. The team lead reports the team's recommendation to Council, preferably in time to allow for the awards to be presented at the recipient's high school graduation ceremony, if applicable.
- c) Scholarship Funding Recommendation:** The Christ Lutheran Church Endowment Trustees shall manage the funds and investments that comprise the Christ Lutheran Church Scholarship Fund. Each year the Trustees will evaluate the current funds available, both principal and income, and the Lead Trustee will present their recommendation for that year's Scholarship funding level to Congregation Council.
- d) Council Funding Approval:** At a timeframe defined by the Congregation Council Calendar, Congregation Council will review and discuss the recommended Scholarship award recipient(s), the recommended overall funding levels, and associated percentages, if any. Council will then vote to approve specific Scholarship recipients at specific Scholarship amounts.
- e) Limits and Restrictions:**

 - a. Money granted to any one member in any given year shall be limited to a maximum of \$3,000.
 - b. Scholarship Awards shall be issued by check made out jointly to the Scholarship winner and the educational institution that the winner will be attending

- c. If, for any reason, the Award check remains not cashed one year after its issue date, the church will attempt to contact the winner in an effort to ascertain if the situation has changed and the winner will no longer be attending higher education. If, after that best-effort attempt has been made, the check remains not cashed, the check is to be voided and the funds returned to the Scholarship Fund.

CONTINUING RESOLUTIONS

CR 01: MINISTRY TEAMS:

CR.01.01 The following Teams will assist the Congregation Council with their responsibility to involve members of the congregation in important and ongoing leadership, mission, financial, and operational roles. A member of Congregation Council will be assigned as a liaison with the leader(s) of each Team. (Please see CR01 Figure 1 for the Ministry Team organizational chart)

CR.01.02: WORSHIP AND MUSIC:

Worship is an important part of our Christian life, faith journey and connection with God. The worship and music team is responsible for all functions, tasks and activities related to all worship services taking place at Christ Lutheran Church. The Worship and Music team serves to assist the staff in providing a meaningful spiritual experience.

OBECTIVES:

- Fully staff all volunteer positions during worship to insure an excellent worship experience.
- Understand the needs of our congregation and community to guide Pastor and Council in identifying and offering worship opportunities for all people seeking to know and connect with God, growth in faith and transform their lives
- Create a meaningful, enriching spiritual experience for people attending worship services
- Collaborate with Pastor to ensure worship services are consistent with our Faith Statement
- Oversee and ensure that all staff, functions and materials needed for worship are provided

FUNCTIONS:

- Responsible for helping Pastor create an enjoyable and meaningful spiritual experience for members and guests during worship services
- Collaborate with the Connections Team and Pastor in identifying needs and developing worship opportunities that welcome and attract people with diverse backgrounds and faith journeys
- Oversee scheduling of volunteers and staff that perform functions during worship services.

- Ensure all materials needed for worship services are available and accessible
- Organize and oversee scheduling of Nursery services during worship
- Encourage and inspire participation by congregation in worship and music service volunteering
- Work closely and regularly collaborate with other teams to support and promote a welcoming and warm worship atmosphere.

CR.01.03: FAITH FORMATION

The Faith Formation Team is responsible for providing education, encouragement and opportunities for the congregation and community to grow in their journey of Christian faith and relationship with God. The Faith Formation Team will keep Christ Lutheran relevant by offering educational opportunities and administering youth and adult educational programs including: all Christian education programs, Sunday School, Adult Bible Study, and a robust youth ministry program for our community.

OBJECTIVES:

- Oversee development and implementation of an outstanding youth ministry
- Oversee development, coordination and implementation of Christian education opportunities for members and non-members of all ages and faiths
- Strive to transform lives and our community through an understanding of the wisdom of Jesus

FUNCTIONS:

- Responsible for planning, organizing and implementing youth Christian education opportunities, including Sunday School program, under guidance from Pastor/Associate Pastor
- Collaborate with Pastor/Associate Pastor to develop, plan and implement a vibrant youth ministry that provides youth in our community with opportunities for Christian service, leadership, social events, activities and a safe haven to know God, grow in faith and continue their journey with Christ
- Collaborate with Pastor/Associate Pastor to plan, organize and implement Communion and Confirmation programs
- Collaborate with Pastor to plan, organize and implement adult Christian education opportunities

CR.01.04: CONNECTIONS WITH OUR COMMUNITY:

The Connections Team is responsible for enhancing the personal interactions that all

members, guests and visitors have with Christ Lutheran Church, to keep Christ Lutheran relevant in our community, and welcome and encourage church membership and participation in our mission to know God, Grow in Faith and Sow the seeds of Love with thanksgiving and joy.

OBJECTIVES:

- Create a welcoming, loving and fun community of faith for members, guests and visitors
- Increase awareness and participation in worship and activities of Christ Lutheran Church
- Encourage member involvement and support for the missions and ministries of Christ Lutheran
- Educate and encourage Christian stewardship
- Provide opportunities for people to experience and live the teachings of Jesus

FUNCTIONS:

- Responsible for welcoming and following up with visitors & guests at all church events and worship services including the capturing of names and contact information, identifying interest in church participation and membership, and providing information about Christ Lutheran Church
- Collaborate with Pastor on implementation and execution of New Member Process
- Training, scheduling and overseeing the duties of Greeters, Ushers & Coffee Hour at worship services
- Develop, oversee and execute Congregational Services and Special Events to enhance parish life, reach out to the community and provide opportunities for people to experience God's love and grace through Christ Lutheran
- Marketing, Public Relations, and increasing awareness of Christ Lutheran, our Faith Statement, Missions and activities of the Church
- Drive membership, attendance and active participation in Christ Lutheran
- Educate the congregation on Christian Stewardship, and implement an annual and ongoing Stewardship plan to support the activities and mission of the Church
- “Brand” our church using our faith statement
- Use all types of Media to publicize special events, worship services, speakers
- Create a Publicity Check list to help anyone organizing an event to get the word out.
- Maintain paid and unpaid avenues of publicity. Contact information needs to be kept up to date.

CR.01.05: OUTREACH:-

This ministry provides information and opportunities for the congregation to recognize the needs of the “least of these” and develops programs and initiatives to meet those needs and help those who are less fortunate.

OBJECTIVES:

- Promote and coordinate member involvement in all outreach activities provided by the congregation

FUNCTIONS:

- Coordinate “Feed the Hungry” initiatives including church garden, food bank, elderly housing, New Bethany Ministries and World Hunger programs
- Coordinate targeted initiatives to support the Hellertown Ministerium Crisis Fund, Christmas gift programs (i.e. mitten tree, gifts and LCS ingathering), disaster relief and Miller Memorial Blood Bank drives.

CR.01.06: FINANCE: The basic task of this team will be that the financial assets and offerings of the congregation will be administered in such a way that we are good stewards of God's abundant grace, always striving to be consistent with our vision of life together as God's New Covenant Community. The treasurer(s) shall be a member (members) ex-officio of the Finance Team. Among the tasks this team will do are:

- a. Budget design and supervision
- b. Monitor and maintain the financial statements of the church on a monthly basis.
- c. Reviewing and recommending to council ways of adapting to the stresses of balancing income and expenses in times of scarce resources.

CR.01.07: STEWARDSHIP: The basic task of this team will be to raise the consciousness of the members of the congregation in a way that will help them to respond generously with who they are and what they manage in terms of their time, their skills and talents, and their financial or other real assets. Among the tasks of the team are:

- a. Year round stewardship education with an emphasis on such ideas as "proportionate giving" and the best other ideas available. This will require research and study of the various materials available, as well as selection and the means of distribution.
- b. Evaluation and selection of offering envelopes and other mechanisms

involved with enabling the collection of offerings, including, but not limited to, Electronic Funds transfers.

c. This item is intentionally left blank

d. Serve as the clearing team for encouraging and coordinating the opportunity for persons to volunteer for all tasks related to the congregation.

CR.01.08: PROPERTY: The basic task of this team will be to manage the material properties of the congregation in such a way that we are good stewards of God's abundant blessings.

Among the tasks that this team will do are:

a. Establish guidelines for, and provide input to, the Finance and Property Administrator.

b. Coordination of volunteers in property related tasks.

c. Planning, studying and recommending for immediate and long-range property needs.

CR.01.09: -CONNECTIONS WITH EACH OTHER:

The team will work to strengthen the bond between members spiritually and socially by bringing everyone together in the life of the congregation.

OBJECTIVES:

- Work with other teams to ensure we provide a welcoming, loving and fun community of faith for all members
- Ensure that the new member process provides a comprehensive introduction to the mission and activities of the congregation
- Encourage member involvement in all social activities provided by the congregation

FUNCTIONS:

- Collaborate with Pastor on implementation and execution of the New Member Process including New Member Social, Orientation and Sunday programs
- Coordinate congregation breakfast, Lenten soup supper, dinner club, Secret Sister, Mother's Day and other social events
- Work with other teams and church office staff to publicize all events
- Design and implement Sunday coffee program

CR.01.10 This item intentionally left blank

CR.01.11: CARE GIVING: TEAM:

The Care Giving Team creates opportunities for our congregation members to sow seeds of love through caring. We care for one another and seek ways in which we might care for our members, families and others in need in our community.

OBJECTIVES:

- Sow seeds of love through tangible acts of kindness and caring for others
- Increase congregation awareness and participation in care giving opportunities
- Enhance people's connection and relationship with God
- Provide opportunities for people to experience and live the teachings of Jesus

FUNCTIONS:

- Responsible for organizing and coordinating services that provide immediate and ongoing care programs for members of our congregation, their families and our community
- Develop and implement a communication plan to make members aware of Care Giving services, and how to receive services and care in times of need
- Care Giving Ministries include but are not limited to the following:
 - Card Ministry and Get Well Cards
 - Emergency Out Reach Services
 - Congregational Care Team
 - Prayer Chain
 - Funeral Luncheons
 - Soup for Homebound and LIFT
 - Eucharistic Ministry
 - Blood Bank
 - Prayer Shawl Team
 - Quilters

CR.01.12: YOUTH: The basic task of this team is to provide services for the youth of our congregation that are designed to meet the special needs of youth, which might include activities such as:

- a) Participation in local, regional, and national ELCA Youth Conventions to facilitate their faith development
- b) A variety of service projects involving our youth

CR.01.13: MUTUAL MINISTRY: The basic task of this team is to provide

Human Resources services for the employees of the Christ Lutheran Church, Hellertown, including, but not limited to, ensuring that annual employee performance reviews are conducted and appropriate employment policies and procedures are documented and in effect. In addition, this team also works to resolve disputes between church members and/or employees of Christ Lutheran Church, Hellertown. The responsibilities of the Mutual Ministry Team may be delegated to another appropriate team and members of church council at the discretion of Council (Refer to Chapter C13.04 for additional information regarding this team)

CR.02: CHRIST LUTHERAN CHURCH MEMORIAL ENDOWMENT TRUST

The task of the Christ Lutheran Church Endowment trustees is to manage and invest property bequeathed to Christ Lutheran Church and directed in accordance with Christ Lutheran Church Endowment Trust Agreement. See Appendix I of this document for further details.

CR.03: ENDOWMENT MISSION COMMITTEE

(Updated/approved by Congregation Council: 5/19/20) The task of this Ministry Team is to study bequests and recommend guidelines for distribution of income available from the Christ Lutheran Church Endowment Trust.

- a) Income that is earned from the Prosser Trust shall be distributed as follows: Fifty percent (50%) of the annual income distribution shall be used for benevolent projects and activities outside Christ Lutheran Church, Hellertown and Fifty percent (50%) of the annual income distribution for projects and ministries which are normally not in the operating budget of Christ Lutheran Church, Hellertown
- b) Income that is earned from the Memorial Endowment Trust fund shall be distributed by Christ Lutheran, Hellertown according to recommendations from the Endowment Mission Committee for any need presented to this committee, once reviewed and approved by the Congregation Council in consultation with the Finance Team and further reviewed and approved by the Congregation at an annual meeting of this congregation.

The team shall have the responsibility to ensure that distribution guidelines are followed. The team shall maintain copies of all communications and instruments of bequests. The team will also be responsible for recording bequests in the Memorial Book. The team will elect a chairperson, who will set meetings, report to Congregation Council, and keep the team organized.

CR.04: EXECUTIVE COMMITTEE:

The Executive Committee of the Congregation Council shall be empowered to take action on emergency matters of the Congregation Council that cannot be held over to the next meeting of the Congregation Council, but shall include such action in their report at the first meeting of the Congregation Council thereafter. The Executive Committee is also empowered to fulfill any other function so designated by the Congregation Council, which shall include, but not be limited to, long range planning and performance evaluation of the pastor(s).

CR.05: MISSION STATEMENT

The mission of Christ Lutheran Church of Hellertown, Pennsylvania is:

To Know God, Grow in Faith, and Sow seeds of Love with Thanksgiving and Joy

CR.06: VISION STATEMENT

The people of Christ Lutheran Hellertown strive to transform lives and communities by understanding and following the wisdom of Jesus.

CR.07: FAITH STATEMENT

The Faith Statement of Christ Lutheran Church Hellertown is as follows:

The people of Christ Lutheran Church of Hellertown invite you to experience Christianity as a way of life, not a set of creeds and doctrines demanding total agreement. We invite you to join us as we seek to discover the relevance of Jesus' teachings for our time. We look to scripture, faith, experience and reason to inform our journey. We affirm that all people are created in the divine image, and that God is active in many people, including those who do not profess the Christian faith. We acknowledge and respect people of other faiths who understand that God is working in them and through them to bring about peace, justice, love, and reconciliation among God's people. We take the Bible seriously, not literally. We strive to transform our lives to live the teachings of Jesus and, above all, to love unconditionally. We welcome all persons into our midst, without regard to race, age, gender, sexual orientation, or abilities.

You are welcome here. Come join the journey!

APPENDIX I: THE CHRIST LUTHERAN CHURCH OF HELLERTOWN, PENNSYLVANIA, INC. MEMORIAL ENDOWMENT TRUST AGREEMENT

THIS INDENTURE, made this ___ day of _____ 1992, between THE CHRIST LUTHERAN CHURCH of HELLERTOWN, Pennsylvania, Inc. and the TRUSTEES OF CHRIST LUTHERAN CHURCH MEMORIAL ENDOWMENT TRUST:

WITNESSETH:

WHEREAS, it is the desire of the Congregation Council of Christ Lutheran Church of Hellertown, Pennsylvania, Inc., to encourage stewardship for projects other than those provided for in the current budget of the Church; and

WHEREAS, it is the desire of said church to recognize in a suitable, permanent manner, such gifts as aforesaid through the creation of a separate trust fund; and Christ Lutheran Church, duly constituted on the 21st day of September, 1986, the congregation authorized the officers of the Congregation Council to enter into a trust agreement with the Trustees of the "Memorial Endowment Trust," under the provisions and conditions set forth below:

NOW, THEREFORE, in consideration of the premises and of the mutual covenants herein contained, the grantor does hereby assign, convey, transfer, and deliver to the Trustees the property set forth in the schedule annexed hereto.

TO HAVE AND TO HOLD the same and any other property which the Trustees may heretofore acquire IN TRUST, nevertheless, for the following uses and purposes and subject to the terms and conditions hereinafter set forth.

I. ADMINISTRATIVE

1. The Trustees of the Christ Lutheran Church Memorial Endowment Trust shall be five (5) voting members and shall be appointed for five (5) year terms by the Congregation Council. Their terms shall begin January 1st of each calendar year. Responsibilities of the Trustees are further described in the Memorial Endowment Trust Agreement. In the event of the death, resignation, or removal of a Trustee, The Christ Lutheran Congregation Council has full authority to fill the vacancy for the unexpired term of the deceased, resigned, or removed Trustee.
2. A Trustee at the time of his/her election must be a member in good standing of The Christ Lutheran Church, as defined by the Articles of Incorporation and Constitution of The Christ Lutheran Church of Hellertown, Pennsylvania, Inc.
3. Any Trustee may be removed by a vote of two-thirds (2/3) of the votes of the Congregation Council for any violations of the terms of this Trust Agreement, the Articles of Incorporation of the Constitution of The Christ Lutheran Church of Hellertown, Pennsylvania, Inc.

A Trustee may not be removed for any difference of opinion caused by the exercise of his/her duties hereunder, when exercised in sound business discretion.

- 4 (A) The Trustees shall decide all matters by majority vote and shall conduct themselves and their investments in a sound

- businesslike manner
- 4 (B) The Trustees shall maintain such records and accounts so as to adequately reflect all activities thereof
 - 4 (C) The Trustees' accounts shall be audited annually by a committee appointed by the Congregational Council, as defined by the constitution of The Christ Lutheran Church of Hellertown, Pennsylvania, Inc.
 - 4 (D) All cash, bank accounts, real estate, stocks, bonds and all other property will be held in the name of The Christ Lutheran Church of Hellertown, Pennsylvania, Inc. as such and not as individuals
 - 4 (E) The Trustees shall not be obligated to procure any surety bondsmen for the faithful performance of their duties. In the event that such security is requested by The Christ Lutheran Congregation Council, the expense thereof shall be borne by the person or persons or group requesting the same.

II DISPOSITIVE PROVISIONS

1. The Trustees shall hold, mortgage, invest, and reinvest the trust estate, collect the income and pay, at their discretion, in such installments as they deem prudent to The Christ Lutheran Church of Hellertown, Pennsylvania, Inc., provided that such payments will be used for the religious and charitable activities of the Church, following the guidelines of the grantor. The Trustees, upon application of the Congregation Council need not inquire into the application of said funds after the same have been paid to the Church.

III POWERS OF TRUSTEES

1. The Trustees are hereby expressly authorized and empowered, in their sole and absolute discretion,

(A) To purchase or otherwise acquire and to retain, whether originally a part of the trust estate or subsequently acquired, any and all stocks, bonds, notes, or other securities, or any variety of real or personal property, including stocks or interests in investment trusts and common trust funds, as they may deem advisable, provided the same are approved by the Pennsylvania Legal List. However, if securities so bequeathed are not on the Legal List, the Trustees shall have the right to retain same as they deem advisable.

(B) To sell, pledge, mortgage, transfer, exchange, convert or otherwise dispose of, or grant options with respect to, any and all property at any time forming a part of the trust estate, in such manner, at such time or times, for such purposes, for such prices and upon such terms, credits and conditions as they may deem advisable.

(C) To borrow money for any purpose connected with the protection, preservation or improvement of the trust estate

whenever in their judgment advisable, and as security to mortgage or pledge any real or personal property forming a part of the trust estate upon such terms and conditions as they may deem advisable.

(D) To vote in person or by general or limited proxy with respect to any shares of stock or other securities held by them; to consent, directly or through a committee or other agent, to the reorganization, consolidation, merger, dissolution or liquidation of any corporation in which the trust may have any interest, or to the sale, lease, pledge or mortgage of any property by or to any such corporation; and to make any payments and to take any steps which they may deem necessary or proper to enable them to obtain the benefit to any such transaction.

(E) To hold investments in the name of a nominee, provided, however, that said nominee shall not be a trustee of the trust herein created.

(F) To pay, compromise, compound, adjust, submit to arbitration, sell or release any claims or demands of the trust against others or of others against the trust on such terms as they may deem advisable, including the acceptance of deeds of real property in satisfaction of bonds and mortgages, and to make any payments in connection therewith which they may deem advisable.

(G) To execute and deliver any and all instruments in writing which they deem advisable to carryout any of the foregoing powers. No party to any such instrument in writing signed by the Trustees shall be obligated to inquire into its validity, or be bound to see to the application by the Trustees of any money or other such property paid or delivered to them by such party pursuant to the terms of any such instrument.

IV

INCOME-PRINCIPAL PROVISIONS

1 (A) Dividends on shares of stock payable in the stock or any class of the corporation declaring or authorizing the same shall be treated as principal, except that any such dividends paid in lieu of periodic cash dividends or in lieu or recoupment of dividends defaulted or accumulated while the shares of stock are held in the trust shall be income.

(B) Rents, royalties and cash dividends received from wasting assets (including without limitation cash dividends paid by oil, coal, lumber or mining companies), extraordinary cash dividends other than liquidating dividends, and dividends payable in the stock of a corporation other than the corporation declaring or authorizing the same shall be income.

(C) The proceeds of the sale of unproductive or underproductive property, liquidating dividends and rights to subscribe to stock shall be principal.

(D) No sinking fund shall be created as to any security received or purchased at a premium or at a price in excess of the call or redemption price.

(E) It is imperative that income be segregated when received in a separate account as such, and that Trustees are hereby authorized to seek legal aid to determine whether income or principal.

V ADDITIONS TO TRUST

- (A) The grantor may at any time and from time to time transfer and deliver to the Trustees property given, devised, and bequeathed to it and shall be held in all respects subject to the provisions of this trust. In the event that grantor is bequeathed property for a specific purpose and said purpose is consistent with the terms of this trust, then grantor shall transfer the same to the trust and it shall be held and in all respects subject to the provisions of this trust.
- (B) All property of the trust fund whether originally or subsequently transferred to the Trustees, may be commingled and treated as part of a single trust provided, said fund is suitably accounted for in fulfilling the memorial aspects of the fund and the donors thereof.

VI TREATMENT OF ACCRUALS

(A) The Trustees shall be entitled to all income accrued and unpaid on any securities at the time of their receipt and subject to the provisions of Article IV hereof, the same shall be income. No dividend, the record date of which is prior to the delivery date to the Trustees of the shares on which said dividend is declared, shall become property of the trust.

VII COMPENSATION OF TRUSTEES

- (A) The Trustees hereto consider it an honor and a moral obligation to serve faithfully in the performance of their obligations hereunder and shall be entitled to compensation at a rate of One (\$1.00) Dollar per calendar year from the income of said trust.
- (B) The Trustees shall also be entitled to reimbursement for reasonable expenses incurred in the performance of their duties.

VII ACCEPTANCE BY TRUSTEES

- (A) The Trustees acknowledge the receipt from the grantor of the property set forth in the annexed schedule and accept the trust hereby erected upon the terms set forth herein.
- (B) The Trustees shall also be entitled to reimbursement for reasonable expenses incurred in the performance of their duties.

IX

GOVERNING LAW

- (A) The grantor hereby expressly reserves the right, at any time and from time to time, by a duly executed instrument delivered to the Trustees, after corporation approval, to amend this instrument and the trusts herein created in any respect whatsoever and also to revoke the same either in whole or part.
- (B) Upon any such revocation, the Trustees, upon receiving proper receipt, shall deliver to the grantor all the property then in their hands in respect of which the trust has been revoked and execute and deliver any instrument which may be necessary to release any interest the Trustees may have in such property. No amendment shall be made to this instrument which shall in any way increase the obligations of the Trustees hereunder or change their rights or duties without their consent.
- (C) This indenture shall extend to and be binding upon the successors and assigns of the grantor and upon the successors of the Trustees.

IN WITNESS WHEREOF, the parties hereunto have executed this instrument the day and year first above written.

ATTEST:

THE CHRIST LUTHERAN
CHURCH of HELLERTOWN,
PENNSYLVANIA, INC.

Secretary

By _____
President

TRUSTEE

TRUSTEE

TRUSTEE

TRUSTEE

TRUSTEE

APPENDIX II: CHRIST LUTHERAN CHURCH OF HELLERTOWN, PA. INC. BY-LAWS AND ARTICLES FOR ADMINISTRATION OF PROSSER FUND ACCOUNTS

Article I: Definitions:

The following terms, whenever used herein, shall have the following meanings:

- (a) Prosser Trust – refers to money received on January 10, 1988 by Tom Botlock, on behalf of Christ Lutheran Church, from the Prosser Charitable and Religious Trust, in the amount of \$360,400.00
- (b) Prosser Fund Committee – refers to the six (6) present members serving on the committee as established by Christ Lutheran Church Resolution of December 30, 1987 and all future elected members.
- (c) Church Council – refers to currently active members serving a term as Church Council person, as elected by Congregation.
- (d) Majority Vote – shall mean more than one-half of all valid votes cast.
- (e) Church Members – refers to a Christ Lutheran Church Member currently shown on the church records, as an active member.
- (f) Quorum – shall be defined in the current constitution of Christ Lutheran Church.
- (g) Fund Income – Money received from any investment of the principal amount received from the Prosser Trust.
- (h) Prosser Benevolent Fund – fund established for benevolent projects and activities outside Christ Lutheran Church.
- (i) Prosser C.L.C. Fund – fund established for projects and ministries not normally in the operating budget of Christ Lutheran Church.
- (j) Prosser Scholarship Fund – money to be set aside for religious educational scholarships or educational lectures.
- (k) Prosser Fund Congregational Meeting – is an annual congregational meeting held to read the financial report, elect a new Prosser Fund Committee member and vote on distribution of Fund Income and any proposed amendments.
- (l) Christ Lutheran Church – refers to the congregation as defined in the constitution of Christ Lutheran Church.

It is the intent of these by-laws and articles to provide for the administration of money received from the Prosser Trust. It shall provide for the investment of Prosser Fund money (refer to article II), distribution of Fund Income (refer to article II), election of Prosser Fund Committee members (refer to article III), and provides a method for making amendments (refer to article IV).

It provides guidelines for the use of Prosser Scholarship Fund (refer to article V), Prosser Benevolent Fund (refer to article VI), and the Prosser C.L.C Fund (refer to article VII)

It is intended to use 50% of fund income for benevolent projects and activities outside Christ Lutheran Church, and 50% of fund income for projects and ministries which are normally not in the operating budget of Christ Lutheran Church.

It is the intent of the Prosser Fund Committee and the present Church Council to preserve as much of the \$360,400.00 as possible, and use the Fund Income for projects approved by Church Council and Congregational vote.

All expenses incurred for administration of the three (3) new Prosser Funds shall be paid equally from the fund income of the Prosser Benevolent Fund and Prosser C.L.C Fund prior to any disbursement of fund income.

In the event Christ Lutheran Church changes its identity through merger or alters its name in any manner, any new identity shall mean the same as Christ Lutheran Church stated in these by-laws and articles.

These funds shall be audited yearly by an accounting firm, with a written report given to Church Council, and copy given to the Prosser Fund Committee prior to the Prosser Congregational Meeting.

Members of the Committee shall not be liable for any losses which may be incurred upon the investments of the assets of the Funds except to the extent such losses shall have been by bad faith or gross negligence. No member shall be personally liable as long as he/she acts in good faith and with ordinary prudence. Each member shall be liable only for his/her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any self dealing or transactions with the fund in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his/her personal interests would conflict with the interest of the fund.

Be it further resolved, that in the event Christ Lutheran Church ceases to exist either through merger or dissolution, disposition of transfer of the FUNDS shall be at the discretion of Church Council in conformity with the approved congregational constitution and in consultation with the bishop of the synod to which this congregation belongs as such time.

Article II: Investment:

Investment: from the original Trust disbursement of \$360,400.00, a sum of \$10,400.00 shall be invested in a Fund Investment to be known as “Prosser Scholarship Fund”, (refer to article V), for administration of this fund.

The remaining \$350,000 is to be divided into equal amounts and invested to produce income, and/or growth, in principal. These accounts to be known as “Prosser Benevolent Fund” and “Prosser C.L.C. Fund.”

All invested Prosser Fund money is to be invested through a reputable, professional money-management firm. Fund investment shall be diversified to produce income with a risk investment of low to moderate risk.

It is understood that these three (3) new Prosser Fund Accounts are not to be combined with any other memorial or trust accounts, administered by Christ Lutheran Church presently or in the future. New monies may be donated, at any time to increase the principal in these three (3) fund accounts. Any new money added to any of these fund accounts will be administered by these by-laws and articles.

Alterations to all monies in these Fund Accounts may be altered in compliance with article IV.

Administration of these three (3) new Prosser Fund Accounts is to be accomplished by the three (3) administrators currently handling the memorial and other Trust Accounts and two (2) newly appointed administrators. These five (5) administrators will recommend to Church Council the investment firms to manage these accounts. Fund income from these accounts shall be turned over to Church Council and/or the Prosser Fund Committee members for distribution in accordance with final Congregational vote. If agreements can not be reached as to the disbursement of fund income, it shall be reinvested, and become part of the principal in the Fund accounts.

Distribution of Fund Income shall be as follows:

Prosser Scholarship Fund, shall be reinvested in this fund account.

Prosser Benevolent Fund, shall be distributed on a yearly basis.

Prosser C.L.C. Fund, shall be distributed each six months.

Article III Prosser Fund Committee:

Prosser Fund Committee: the Prosser Fund Committee will have three (3) members.

Any active church member may serve as a Prosser Fund Committee member.

Term: A member's term will be three (3) years, beginning January 1st of each calendar year.

At an annual Prosser Fund Congregational meeting, all names of replacement candidates shall be placed on the ballot, for a Congregational vote. The candidate receiving a majority vote becomes the new member of the Prosser Fund Committee. Tie votes will require a second ballot. If second ballot results in a tie, Church Council President shall cast the deciding vote.

Any Committee person, whose term is up, may be re-elected by having their name placed on the ballot. No member shall serve more than two consecutive three (3) year terms. After a lapse of one (1) year, former Committee members may be re-elected.

If a member resigns from the Committee, or dies before the end of their term, another Church member shall be selected by Church Council to fill the remaining term.

The Committee will elect a Chairperson, who will set meetings, report to Church Council, and keep the committee organized.

Duties of the Prosser Fund Committee Members:

1. Seek replacement candidates for a member whose term is expiring.
2. Seek suggestions from church membership for distribution of Prosser Benevolent Fund and Prosser C.L.C Fund incomes. Meet with Church Council for approval of distribution of the fund income.
3. Make sure the agencies chosen for the fund disbursement receive the money.
4. Investigate and process any amendment requests.
5. Have a yearly audit of the Prosser Fund Accounts, and report results to Church Council.
6. Conduct an annual Congregational meeting for voting on January distribution of fund income.

7. Conduct committee meetings as required to administer to all aspects of these by-laws and articles.

Article IV: Amendments:

Amendments: to amend any part of these by-laws, a church member should:

1. Submit in writing, to the Prosser Fund Committee, your reasons for requesting a change, benefit this change will provide, the present wording, your amended wording, or new additions. Also, include your name, address and phone number for direct contact by the Committee.
2. Prosser Fund Committee will review the suggested changes to see if the request is reasonable.
3. At the next Church Council meeting, you and one Prosser Fund Committee member will present the proposed amendment for Church Council approval.
4. Church Council can deny, approve or return to the Prosser Fund Committee for further investigation of any proposed amendments.
5. After investigation, this amendment will again be presented to Church Council.
6. If approved by Church Council, this amendment will now be presented at the next Prosser Fund Congregational meeting for a majority vote.
7. An approving majority vote by a quorum of church members shall make the amendment change, effective from that date.
8. No amendment can be retroactive.

Article V: Prosser Scholarship Fund:

Prosser Scholarship Fund: The principle amount deposited in this Fund Account of \$10,400.00, plus accumulating interest, is intended to provide some financial aid to any Church member wishing to go to college or seminary, to become a Lutheran Ordained minister or to become employed in a full time church vocation. Money granted to a Church member may not exceed \$3,000.00 a year. Any member wishing to apply should contact the Prosser Fund Committee.

If the Prosser Scholarship Fund account drops below \$9,000.00, equal amounts of trust income from the Prosser Benevolent and Prosser C.L.C Funds shall be used to bring this Scholarship Fund back to the \$10,400.00 principal amount.

The principal amount in this fund can be raised, at the request of Church Council, or the Prosser Fund Committee, after a majority vote by a quorum of Church members.

Educational Lecture Series: money in this fund may also be used to provide educational lectures, by special guest speakers, for our Church members or Sunday School groups. Also, a community lecture could be sponsored by Christ Lutheran Church, funded by this Fund. It might be possibly be held at the Church or a High School auditorium.

Lectures would be sponsored when enough fund income has accumulated in the Prosser Scholarship Fund. The Prosser Fund Committee would research speakers and subject material, than give recommendations to Church Council for approval. If approved, Church members would be asked to organize the event.

Article VI: Prosser Benevolent Fund:

Prosser Benevolent Fund: fund income in this account if for distribution to benevolent projects and activities outside Christ Lutheran Church.

Ideas for these activities can originate from any Church member or Church organization within Christ Lutheran Church. Prosser Fund Committee members are also responsible to provide ideas for disbursement of fund income. Ideas should be presented to the Prosser Fund Committee, who will investigate the proposed organization. All ideas shall be submitted to Church Council by the Prosser Fund Committee in October of each year for approval or denial. The amount of disbursement to be determined by Church Council and the Prosser Fund Committee.

All approved organizations are to be placed on a ballot for a approval or a denial vote at the November Prosser Congregational meeting. All approved organizations would receive disbursement in January or February.

Article VII: Prosser CLC Fund:

Prosser C.L.C Fund: fund income in this account is for distribution to projects and ministries not normally in the operating budget of Christ Lutheran Church. Not normally in the operating budget shall mean that the item or project has never been in the yearly operating budgets of Christ Lutheran Church at any time in the past.

Ideas may originate from any Church member or organization within Christ Lutheran Church. Prosser Fund Committee members are also responsible to provide ideas for disbursement of fund income. All ideas shall be presented to the Prosser Fund Committee for investigation of cost and need. All ideas will be presented to Church Council in October for approval or denial. The amount of disbursement to be determined by Church Council and the Prosser Fund Committee.

All approved ministries or projects are to be placed on a ballot for approval or denial at the November Prosser Fund Congregational meeting. All approved projects could receive funds during the twice-a-year distribution of fund income.