

Supplemental Material

to the Constitution, Bylaws, and Continuing Resolutions of Spirit of Grace Lutheran Church

Last Revision: May 15, 2019



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Contents

Pastor's Forward	1
Introduction to the ELCA Model Constitution for Congregations	2
A Quick Guide to the Proposed Constitution Based on Draft P1	6
Table of Revisions leading to Draft P2	12

Pastor's Forward

Dear Spirit of Grace Participant,

Adopting a Constitution, Bylaws, and Continuing Resolutions for Spirit of Grace Lutheran Church is a momentous step in the history of our congregation. You are encouraged to read it over carefully, give thoughtful and prayerful consideration to the entire document, and offer your feedback.

What you have in front of you is the product of dozens and dozens of hours of careful writing, revising, and reflection.

While it may seem dry and lifeless, a Constitution is a very important document for a congregation. It sets the bounds and expectations on leaders, it expresses our procedures and our ideals, and it sets the direction and parameters for ministry.

Weighing in at just over 15,000 words, I realize that reading it is a daunting proposition. A significant portion is “boilerplate” required provisions from the ELCA Model Constitution for Congregations that we are required to adopt as part of this process. I’ve included a crib sheet in the next few pages that reduces the reading burden by 90%. I hope it will help you focus on the parts that are truly unique to Spirit of Grace.

If you have questions, comments, or suggestions about this draft, please reach out to any member of the Leadership Team. You can reach me in particular by texting/calling 308-999-9027 or emailing Pastor@SOG.Church.

Also, remember that you are invited to bring your questions and feedback to the congregational hearing on Sunday, March 17 after church.

Thank you for your attention to this important step in our congregation’s organization process.

Peace,

Pastor Ted Carnahan

Pastor Ted Carnahan, mission developer, March 2019

Introduction to the ELCA Model Constitution for Congregations

W. Chris Boerger, ELCA Churchwide Secretary, August 2016.

The Model Constitution for Congregations of the Evangelical Lutheran Church in America, like the other governing documents of this church, reflects the theology and polity of this church as it organizes itself to preach the gospel of Jesus Christ, share the sacraments, reach out to the neighbor with good news and share the love of God in the world. Each expression of this church --- churchwide, synod, and congregation --- is held together in a relationship of interdependence that encourages each to respond to its context. These documents also demonstrate our commitment to seeing ourselves with others as part of the one, holy, catholic, and apostolic Church. As such, the Model Constitution for Congregations is deeply rooted in Scripture, the Lutheran Confessions, and the history of this church and its predecessors.

The Model Constitution for Congregations was adopted by the Constituting Convention of the Evangelical Lutheran Church in America, as required by the Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. This current edition of the Model Constitution for Congregations of the Evangelical Lutheran Church in America contains changes adopted by all churchwide assemblies, including the fourteenth Churchwide Assembly in 2016. It is consistent with the requirements of the governing documents of the ELCA's churchwide organization and synods, and it provides organizational flexibility to recognize the context of local congregations.

→ **Required provisions:** Sections of this constitution marked by an asterisk [*] are required when a congregation amends its governing documents. These sections must be used without alteration or amendment of the text in any manner (i.e., neither additions nor deletions are permissible). This requirement is based on provision 9.52. in the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. This provision requires that when a congregation of this church "wishes to amend any provision of its governing documents, the governing documents of that congregation shall be so amended to conform to 9.25.b." in the churchwide constitution. Provisions in the Model Constitution for Congregations identified by an asterisk [*] are those required under ELCA

constitutional provision 9.25.b.

→ **Review by synod:** Each congregation of this church is to provide a copy of its governing documents, and any amendments thereto, to its synod. In accordance with ELCA bylaw 9.53.03., amendments to a congregation constitution become effective only when approved by the synod. This bylaw provides:

All proposed changes in the constitution or incorporation documents of a congregation shall be referred to the synod with which the congregation is affiliated. The synod shall notify the 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. The synod shall recognize that congregations may organize themselves in a manner which they deem most appropriate.

→ No governing document amendment will be approved by a synod if it conflicts with the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America. In order to meet constitutional requirements and to avoid potential problems, all proposed amendments to a congregation's constitutional provisions, bylaws, and continuing resolutions should be submitted to the synod for review.

→ **Amendment consistent with the Model Constitution for Congregations:** A congregation that amends its constitution to be in conformity with the Model Constitution for Congregations will report these changes to its synod. The amendments become effective upon adoption by the congregation, [*C16.04](#). While synod approval is not required, it is wise to work with the synod in preparing to present these amendments to the congregational meeting.

→ **Codification explanation:** The Model Constitution for Congregations is organized into chapters by general subject matter and codified as (a) constitutional provisions, (b) bylaws, and (c) continuing resolutions. Each provision is preceded by a capital "C." If a constitutional provision is mandatory, it will be preceded by an asterisk, "*C."

a. Constitutional provisions are codified with two sets of numbers, preceded by a "C": the chapter number, followed by a period, and a two-digit number. A period follows the two-digit number. Thus, one required constitutional provision related to "Membership" in [Chapter 8](#) is codified as "*C8.02." A provision in [Chapter 12](#) relating to a report by the Congregation Council to the congregation at an annual meeting is codified as "C12.09." Constitutional provisions are adopted and amended in accordance with [Chapter 16](#) titled "Amendments."

b. Bylaw provisions follow constitutional provisions to which they apply. They are not

intended to be organized in a separate document at the end of the constitutional provisions. Bylaws are codified with three sets of numbers: the chapter number (preceded by a "C"), the related constitutional provision number, and a two-digit number. There are periods after the chapter number, after the reference to the constitutional provision, and after the bylaw number. Thus, a bylaw provision related to "Membership" would be codified as "C8.02.01." A bylaw relating to the contents of an annual report by the Congregation Council to the congregation at an annual meeting would be codified as "C12.09.01." Because bylaws and continuing resolutions normally relate to specific practices and details of each congregation's organization, operation, and life, there is not a model set of bylaws or continuing resolutions. Thus, each congregation has discretion and may develop its own bylaws and continuing resolutions, including bylaws and continuing resolutions under required constitutional provisions, but no such bylaw or continuing resolution may conflict with constitutional provisions in the Model Constitution for Congregations, the Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America, or the constitution of the synod, as indicated in [*C6.03.e](#). Bylaws are adopted and amended in accordance with Chapters 16 and 17.

- c. Continuing resolutions are intended to provide descriptions of operational patterns and practices or of the ongoing responsibilities of committees or other units within the organizational structure of the congregation. They follow the relevant constitutional provision or bylaw to which they refer. Continuing resolutions also are codified with three sets of numbers, except that the third set is preceded by a capital letter. Thus, a continuing resolution describing congregational committees in [Chapter 13](#) might be numbered "C13.07A13." The initial numbers "C13.07" indicate that the continuing resolution relates to the designated constitutional provision, which in this case provides that the duties of congregational committees may be specified in bylaws or continuing resolutions. The final letter and numbers "A13" designate that this is the first continuing resolution "A" and the year that it was adopted, in this example 2013. Continuing resolutions are adopted and amended in accordance with [Chapter 18](#). Unlike constitutional provisions and bylaws which are adopted by the congregation at a legally called and conducted meeting, continuing resolutions may be adopted either by a congregational meeting or by the Congregation Council.

→ **Missing numbers:** You will notice that certain numbers are missing from the numbering sequence in some chapters. These omissions are intentional. For example, in some chapters the number ".10." and multiples thereof have been reserved for possible use as section headings in future editions.

→ **Selection of options:** Alternatives are provided in some places within the Model

Constitution for Congregations. Alternatives are noted by brackets or blank lines. For example, constitutional provision [*C9.01.](#) offers the alternative of election of a call committee by the congregation or by the Congregation Council. Only one alternative should be chosen in each instance where brackets appear in the text. In other provisions, alternative provisions are provided. Thus, in Chapters 11 and 12, regarding "Officers" and "Congregation Council," options are provided separated by the word "or." Each congregation should select one of those options, subject to approval through the synod's constitutional review process. Where a blank line appears, such as in [C1.01.](#) or [C10.02.](#), the appropriate word, phrase, or number determined by the individual congregation should be inserted.

- **References to church:** In the governing documents, "Church" with a capital letter refers to the one, holy, catholic, and apostolic Church. The words "church" or "this church" in lowercase letters refer to the Evangelical Lutheran Church in America. The specific congregation may be identified, as provided in [C1.02.](#), as "this congregation."
- **Guidelines:** A list of guidelines for a congregation engaging in review and amendment of its constitution is available through each synod office and at [ELCA.org](#).
- **Consultation and concluding comments:** Each synod has a process to review proposed amendments to congregational constitutions. The work of both congregations in amending their governing documents and the synod in reviewing proposed amendments is facilitated by consultation and cooperation before proposed amendments are acted upon by the congregation. In addition, each congregation should establish a process for periodic review of its governing documents. You are encouraged to contact your synod office to assist your congregation in its periodic review of governing document provisions and to assess whether problems may exist with respect to proposed amendments.

The important task of amending a constitution is challenging. It is, however, an essential endeavor that merits thoughtful work. In addressing your constitutional responsibilities, may God grant you and your colleagues wisdom, discernment, and commitment to the unity of this church in faithful witness to our Lord and Savior, Jesus Christ.

Secretary Wm Chris Boerger

Evangelical Lutheran Church in America

August 17, 2016

A Quick Guide to the Proposed Constitution Based on Draft P1

Pastor Ted Carnahan

Chapter 1. Name and Incorporation

The congregation is officially named Spirit of Grace Lutheran Church [C1.01.](#)

Chapter 2. Confession of Faith

Our confession of faith is rooted in the Triune God who reveals himself as the Father, Son, and Holy Spirit. [*C2.01.](#)

Jesus Christ is our Lord and Savior. The Gospel is the power of salvation for all who believe. [*C2.02.](#)

The Holy Bible is our authoritative source and standard of belief and practice. [*C2.03.](#)

The Three Ecumenical Creeds (the Apostles', the Nicene, and the Athanasian) are our confession of the faith of the One, Holy, Catholic, and Apostolic Church. [*C2.04.](#)

We are Lutheran Christians, united not by worship practice, language, or culture, but by our confessional theology. That theology is formally set forth in the Book of Concord, and especially in the Unaltered Augsburg Confession. [*C2.05.](#) [*C2.06.](#) [*C2.07.](#)

Chapter 3. Nature of the Church

Jesus Christ is the one leader, one ruler, and one source of authority. [*C3.01.](#)

Our congregation participates in the life of the universal Church [*C3.02.](#) through the Evangelical Lutheran Church in America (ELCA) [*C3.03.](#) and the Lutheran World Federation (LWF) [*C3.04.](#)

The ELCA is organized into three “expressions,” congregations, synods (geographical

districts), and the churchwide organization (national church office). [*C3.05.](#)

[Chapter 4. Statement of Purpose](#)

The Church’s purpose is to carry out the mission of God to bear witness to God’s “creative, redeeming, and sanctifying activity in the world.” [*C4.01.](#)

1. **Background checks** are required for people working with minor children or around money (Bylaw [C4.03.01.](#))
2. **Holy Communion** is available to all with no minimum age. [C4.03.02.](#)
3. Our **mission** statement [C4.05.01.](#), **vision** [C4.05.02.](#), vision heart [C4.05.03.](#) and **core values** [C4.05.04.](#) are established.

[Chapter 5. Powers of the Congregation](#)

Establishes the legal authority of the congregation as a corporation.

1. **The Congregation Meeting** has ultimate authority to govern the direction of the church, but many of the day-to-day operational decisions are delegated to the Congregation Council. [*C5.03.](#)
2. Establishes a high bar for making changes to the rules for church funds. [C5.06.](#)
3. **Endowment Fund** policy and rules [C5.05.01.](#)
4. **Strategic Development Fund** policy and rules [C5.06.01.](#)
5. **Designated Gifts Fund** [C5.06.02.](#) and **Memorial Gifts Fund** [C5.06.03.](#),

Note: Out of a concern that the original Designated and Memorial Gifts Fund policy that we recently passed was difficult to understand, we’ve separated the two. The policies aren’t changing, just how they’re organized.

[Chapter 6. Church Affiliation](#)

Establishes our interdependent relationship with the Nebraska Synod and the Evangelical Lutheran Church in America. It also provides a legal procedure for terminating that relationship.

[Chapter 7. Property Ownership](#)

If the congregation closes, is disciplined, or chooses to leave the ELCA, this chapter determines who the church’s property belongs to.

Chapter 8. Membership

Establishes expectations and legal definitions of membership in the congregation, lays out the reasons that membership can be terminated, and establishes some recordkeeping requirements.

1. **Confirmation** minimum age and curriculum is the responsibility of the pastor in conversation with parents and the Congregation Council. [C8.02.01.](#)
2. **Automatic termination of membership for inactive members** who (a) are at least 21 years old, (b) haven't communed in over two years, and (c) haven't given an offering in over two years. Establishes a mechanism for waiving this policy for members who are ill, attending higher education, or are serving in the military. [C8.05.01.](#)
3. **Policy on handing off members who are moving** [C8.05.02.](#) and policy on letters of membership transfer [C8.05.03.](#)
4. **Spirit of Grace's Discipleship Covenant** is established in [C8.06.](#) and [C8.06.01.](#)
5. **Attendance** recordkeeping standards [C8.07.](#) and [C8.07.01.](#)

Chapter 9. Rostered Minister

Call process, job responsibilities, authority, expectations, and disciplinary processes of "rostered ministers," a term which our denomination uses to refer to both pastors and deacons.

1. **Responsibility for convening a Call Committee** to find a candidate to recommend to the congregation to serve as a pastor or deacon is delegated to the Congregation Council. See [C9.01.](#) and [C9.21.](#)

Chapter 10. Congregation Meeting

Establishes the rules around legal meetings of the congregation.

1. **Annual meeting** is to be held on a Sunday in February that the Council chooses [C10.01.01.](#)
2. **Special congregation meetings** may be called by the pastor, the Council, or by petition of ten voting members. [C10.02.](#)
3. Voting members must be notified of meetings in advance. [C10.03.](#)
4. **To determine a quorum** for Congregation Meetings, we will use a moving average

based on worship attendance. [C10.04.](#)

[Chapter 11. Officers](#)

Establishes the rules, procedures, and responsibilities relating to officers of the congregation.

1. Duties of the President and Vice President [C11.01.01.](#), Secretary [C11.01.02.](#), and Treasurer [C11.01.03.](#) are laid out here.
2. Congregational officers are elected by the Council and serve one year terms. [C11.02.](#)

[Chapter 12. Congregation Council \(aka Leadership Team\)](#)

Establishes the rules, procedures, and responsibilities relating to the Congregation Council (aka “Leadership Team”).

1. The term “Leadership Team” is fully interchangeable with the term “Congregation Council” for legal purposes. [C12.04.01.](#)
2. **The Leadership Team** will consist of the pastor and between four and six elected laypeople. There are no age requirements for Leadership Team members. [C12.01.](#)
3. **Terms and Term Limits** for Leadership Team members [C12.02.](#) If a seat on the Leadership Team becomes vacant, they may fill that seat until the next annual meeting. [C12.03.](#)
4. **Weather Cancellation** Policy [C12.04A19.](#)
5. The Leadership Team is limited to spending no more than 10% above the annual budget without asking for permission from the congregation. [C12.05.c.](#)
6. **Covenant Leaders** (see [C13.09.](#)) may spend funds from their budget without further permission, subject to sensible limits. [C12.05.01.](#) One important rule is that we don’t spend money for special items that we are fundraising for until we have the money in hand. [C12.05.01.d.](#)
7. Sets out rules for how the congregation’s charge accounts are administered. [C12.05.02.](#)
8. The **Financial Secretary** heads an **Offering Team** which counts the offering and keeps records.
9. **The pastor is the head of staff** and is responsible for the employment and supervision of all staff members. [C12.08.](#)

[Chapter 13. Congregational Leadership Committees](#)

Establishes the teams and committees that coordinate our life and ministry together..

1. **The Executive Committee** is made up of the officers of the congregation and the pastor.

2. **The Nominating Committee** selects members to become leadership candidates in a Leadership Selection Group and nominates leadership candidates for positions of responsibility. [C13.02.](#), [C13.02.01.](#) The pastor has the right to veto nominations confidentially, which can be overridden in several ways if needed. [C13.02.02.](#)
3. **The Audit Committee** performs an annual audit of the church's finances. [C13.03.](#)
4. **A Call Committee** is elected by the Congregation Council when there is a pastoral vacancy. [C13.05.](#)
5. **Covenant Leaders** [C13.09.](#) are accountable to **Spirit of Grace's Leadership Covenant.** [C13.09.01.](#) To be elected or appointed to a leadership position you have to be a Covenant Leader.

[Chapter 14.](#) Organizations within the Congregation

Establishes the standards for organizations within the congregation.

1. Non-ELCA special interest groups must get approval from a congregation meeting prior to being organized. This is aimed at limiting divisive or partisan activity within the congregation. [C14.02.](#)

[Chapter 15.](#) Discipline of Members and Adjudication

Establishes the rules and standards for disciplining or expelling members.

1. **Spirit of Grace's Discipleship Covenant** ([C8.06.01.](#)) is the standard we uphold for Christian conduct in the life of our congregation.

[Chapter 16.](#) Amendments

Establishes the rules and procedures for amending this constitution. To change this constitution, an amendment must be proposed, approved by a majority at a specially called congregation meeting, and then ratified without changes by a two-thirds vote at the next annual meeting.

1. Ordinarily, amendments may be proposed by petition of at least ten voting members. [*C16.01.](#) Changes to bring this constitution up to date with the Model Constitution have reduced requirements.

[Chapter 17.](#) Bylaws

Establishes the rules and procedures for proposing, amending, or removing bylaws. Bylaws are adopted or amended by two-thirds votes of Congregation Meetings, so they require a lot of agreement to make changes.

Chapter 18. Continuing Resolutions

Establishes the rules and procedures for enacting continuing resolutions.

Chapter 19. Indemnification

Allows the congregation to provide indemnification for certain leaders.

Chapter 20. Parish Authorization

Allows the congregation to enter into “parish” arrangements with other congregations to share ministries and jointly call a pastor.

Note: Including this chapter gives Spirit of Grace the flexibility to choose to be part of a parish in the future without first undergoing a constitutional amendment process that could take up to a year to complete. This chapter is unchanged from the Model Constitution.

Table of Revisions leading to Draft P2

Based on the feedback garnered at the congregational hearing on Sunday, March 17, 2019, the Leadership Team met on Monday, March 18 and adopted the following revisions:

1. Made the language “Congregation Meeting” and “Congregation Council” consistent throughout by replacing the word “congregational” with “congregation” and fixing capitalization. Ref: [C5.06.01.](#); [C5.06.02.c.](#) & [.d.](#); [C5.06.03.c.](#); [C11.01.01.](#); [C11.01.02.](#); [C13.09.02.](#) & [.c.](#)
2. Substituted the language “Congregation Council” in place of “Leadership Team” wherever it occurs for consistency, except in [C12.04.01.](#) (which allows “Leadership Team” to serve as a legally interchangeable term for “Congregation Council”) and [C13.09.01.](#) (which reflects our current usage in the Leadership Covenant.) Ref: [C5.05.01.b.](#) & [.c.1.](#); [C5.06.01.b.](#) & [.c.](#)
3. Corrected the typo in the last sentence of [*C5.04.](#) to read, “...the Nebraska Synod of the Evangelical Lutheran...”
4. Amended the first sentence of [C12.08.](#) to read, “The Congregation Council, or by continuing resolution of this congregation the pastor, shall be responsible for the employment and supervision of the staff of this congregation.”
5. Adopted continuing resolution [C12.08A19.](#), which delegates authority to the pastor per the amended [C12.08.](#)
6. Deleted [C5.06.02.g.](#) and [C5.06.03.e.](#), which granted the Council authority to delegate responsibility for certain parts of the Designated Gifts Fund Policy and Memorial Gifts Fund Policy, respectively.
7. Added a new subsection g to bylaw [C5.06.02.](#), the Designated Gifts Fund Policy, which now states, “In keeping with this congregation’s belief that gifts to the work of God should be recognized at the time of giving, no permanent recognition of designated gifts shall be established.”
8. Added a new subsection e to bylaw [C5.06.03.](#), the Memorial Gifts Fund Policy, which now states, “In keeping with this congregation’s belief that gifts to the work of God should be recognized at the time of giving, no permanent recognition of memorial gifts shall be established.”

Table of Revisions leading to Initial Adoption on May 5, 2019

Per the advice of Bishop Brian Maas and Synod Attorney Bill Biggs, the following changes were incorporated into the version adopted at the Congregation Charter Meeting on May 5, 2019:

1. Square brackets and struck-out passages were removed where those symbols denoted optional or alternative clauses, so that the text reflects only what was actually adopted.
2. A mistaken edit to required provision *C4.05. was reverted to its required text, "This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs."

Minor formatting changes were also made.

None of these changes were judged to alter the governing documents in any significant way.