

**CONSTITUTION OF DIVINE REDEEMER EVANGELICAL LUTHERAN CHURCH  
HARTLAND, WISCONSIN  
(02-24-22)**

**PREAMBLE**

The will of our Lord Jesus Christ is that His disciples should preach the Gospel to the whole world and to baptize in the name of the Triune God (Mark 16:16, Matthew 28:18-20, Acts 1:8). That Christ's mission for His Church might be carried out according to His will, He has commanded that Christians unite in worship (Hebrews 10:24-25), practice fellowship with one another (Acts 2:42), witness to all people (Acts 1:8), help each other grow in the Word (Ephesians 4:7-16, Mark 10:42-44, John 13:35, Galatians 6:10), administer the Sacraments (Matt 26: 26-28, I Corinthians 11:23-26) and the Office of the Keys as His Church (John 20:21-23, Matthew 18:15-20) and maintain decency and order (I Corinthians 14:40) in the Church.

Therefore we, a number of Lutheran Christians living in and near the city of Hartland in Waukesha County and the State of Wisconsin, accept and subscribe to the following Constitution and Bylaws, in accordance with which all spiritual and material affairs of the congregation shall be governed.

**ARTICLE 1: NAME**

The name of this congregation shall be:

**Divine Redeemer Evangelical Lutheran Church**

**ARTICLE 2: CONFESSIONS**

This congregation accepts all the canonical books of the Old and New Testaments as the inspired and revealed Word of God, and all the symbolical books of the Evangelical Lutheran Church, contained in the Book of Concord of the year 1580, as the correct presentation and true exposition of Christian doctrine drawn from the Holy Scriptures, viz.:

1. The Three Ecumenical Creeds, viz.: The Apostles', the Nicene, and the Athanasian
2. The Unaltered Augsburg Confession
3. The Apology of the Augsburg Confession
4. The Smalcald Articles
5. Treatise on the Power and Primacy of the Pope

6. Luther's Large Catechism
7. Luther's Small Catechism
8. The Formula of Concord

No doctrine or practice in conflict, or inconsistent, with the above norms of our faith and life shall be taught or tolerated in this congregation.

### **ARTICLE 3: SYNODICAL MEMBERSHIP**

This congregation shall be a member of The Lutheran Church–Missouri Synod ( hereto referenced as "Synod") as long as the confessions and constitutions of said Synod are in accord with the confessions and Constitution of this congregation as stated in Article 2.

This congregation shall, to the best of its ability, cooperate with said Synod and assist it in affecting all sound measures intended for the building up of the Kingdom of God.

### **ARTICLE 4: MEMBERSHIP**

- A. Baptized membership in this congregation is held by all those who are baptized in the Name of the Triune God and are under the pastoral care of its pastor(s).
- B. Communicant membership in this congregation may be held only by those who:
  1. Are baptized in the Name of the Triune God.
  2. Have declared their acceptance of the Confessions of this congregation as contained in Article 2 of this Constitution.
  3. Have been accepted into communicant membership in accordance with the Bylaws of this congregation and shall remain faithful to the responsibilities of membership as contained in the Bylaws.
  4. Attend church services faithfully.
  5. Contribute regularly and faithfully, as God has prospered them, toward the building of Christ's Kingdom in the congregation and throughout the world.
  6. Shall as members of this congregation have the parental care of unconfirmed children incumbent upon them to commit such children to proper training in pure Christian doctrine.
  7. Devote their time and talents to the extension of the Kingdom of God.
  8. Do not live in manifest works of the flesh (Galatians 5:19-21), but lead a Christian life.
  9. Are not members of any organization (secret, or oath bound society) in conflict with the confession of faith stated in Article 2 of this Constitution (II Corinthians 6:14-18).

- C. Voting members are communicants, male and female, who have reached the age of 18, who have been accepted by the Voters' Assembly, and who have had the opportunity to read the Constitution and Bylaws of the congregation.
- D. The membership and membership privileges of each communicant member shall remain in force so long as the member shall maintain eligibility according to the nine points in Article 4, Section B and shall meet the requirements stated in provisions of the Bylaws. A member who voluntarily severs connection with this congregation, who has been released or transferred, or who has been excommunicated excludes oneself according to the provisions of the Bylaws, shall be deemed to have terminated membership in this congregation along with all rights and privileges of such membership.

## **ARTICLE 5: ORGANIZATION**

### **A. General**

This congregation shall be represented by and administer all its affairs through its body of voting members known as the Voters' Assembly. Only communicant members who have qualified according to the membership provisions of the Bylaws shall be received as voting members of the congregation.

A properly-called Voters' Assembly must have a quorum of seventy-five (75) voting members. All Voters' Assembly meetings, regular and special, shall be communicated to the congregation at least fourteen (14) calendar days prior to the date of the meeting.

This congregation, acting through the Voters' Assembly, and subject to the limiting provisions and regulations of this Constitution and its associated Bylaws, shall have supreme power in the administration of its affairs. It is not empowered, however, to decide anything contrary to the Word of God and the Confessions of the Lutheran Church (Article 2) and any such decisions shall be null and void.

The Voters' Assembly shall delegate to the Board of Directors (Board) authority to conduct and perform the acts and affairs of this congregation in accordance with responsibility provisions of the Bylaws in its stead between meetings of the Voters' Assembly.

No duly elected officer of this congregation, member of the Board of Directors, member of the Committee of Lay Eldership, or member of the ministry staff shall have any power or authority beyond that conferred upon them by the congregation acting

through its Voters' Assembly. Specially delegated rights and powers shall be subject to revision or complete withdrawal by the Voters' Assembly at its discretion.

### **B. Officers of the Congregation**

The officers of the congregation shall consist of a President Elect, a President, and an Immediate Past President, elected from among the voting members in accordance with the Bylaws of the congregation.

### **C. The Board of Directors**

The Board of Directors shall be comprised of the officers, six (6) other voting members elected by the Voters' Assembly (or appointed to fill vacancies as provided in the Bylaws), and the Executive Pastor, who serves as permanent non-voting member.

### **D. Ministry**

The ministry staff shall carry out their duties in accordance with the policies and directives established by the Board of Directors.

### **E. The Committee of Lay Eldership**

This committee is to assist the pastoral staff in carrying out the pastoral ministry (i.e. discharging the pastoral functions, dealing with matters of spiritual authority and discipline, and serving as a source of advice for the pastoral staff).

Qualifications for the Committee of Lay Eldership include:

- Are male.
- Have proven themselves faithful to the Lord and His Church.
- Regularly participate in the worship and educational life of our congregation.
- Undertake personal spiritual disciplines for the development of their own faith lives and strive to live a life consistent with I Timothy 3.
- Are not on the payroll of the congregation.

## **ARTICLE 6: BONDING**

All elected and appointed persons responsible for the receiving, counting, or disbursement of congregational funds shall be bonded by the congregation.

## **ARTICLE 7: MINISTERS OF RELIGION-ORDAINED AND MINISTERS OF RELIGION-COMMISSIONED**

**A. Eligibility**

Only such candidates shall be elected and called to serve as pastors, or as called servants, who profess acceptance of, and pledge faithful adherence to, the Confessions of this congregation as set forth in Article 2 of this Constitution, and are qualified, endorsed, and a member of The Lutheran Church—Missouri Synod.

**B. Tenure**

In the absence of adequate cause for dismissal, as defined in the Bylaws associated with this Constitution, the tenure of an elected and called pastor, or other called servant, under a "Tenured Call" shall be the remainder of his/her active life, retirement, or until the Lord calls him/her into another field of service.

For a called servant (other than a pastor) issued a "Non-tenured Call," documents should include renewal and termination.

**C. Termination**

Called Ministers of Religion-Ordained or Ministers of Religion-Commissioned may be removed from office in Christian and lawful order for one of the following reasons: persistent adherence to false doctrine, scandalous life, willful neglect of the duties of office, the inability to perform duties, or domineering in office.

**ARTICLE 8: AUXILIARY ORGANIZATIONS**

Auxiliary organizations may be formed within the congregation only with the express approval of the Voters' Assembly, and all shall have as their ultimate objective the glory of God and the extension of His Kingdom through Christian service in the congregation, the community and the world. Such organizations shall be under the supervision of the Board of Directors with the counsel of the pastor(s).

Each auxiliary organization shall develop bylaws, rules and regulations for its organization and operation. The Board of Directors shall have authority to adopt and amend such bylaws. An approved copy of the bylaws for each organization shall become part of the Policy Manual of the congregation. Only communicant members of this congregation shall be officers of such organization.

**ARTICLE 9: PROPERTY RIGHTS**

If, at any time, a separation should take place within this congregation, the advice of the officers of the South Wisconsin District of the Lutheran Church—Missouri Synod

(District) shall be sought. If despite all efforts to reconcile differences in peace and love, a division into factions of the congregation should occur, the property of the congregation and all benefits therewith connected shall remain with those members who continue to adhere in confession and practice to Articles 2, 3, 4, and 7 of this Constitution. If no doctrinal issue is involved in the separation, the property of the congregation and all benefits therewith connected shall remain with the majority of the members.

In the event of dissolution of the congregation, or its successor, all net assets shall be conveyed to and become the property of the South Wisconsin District of The Lutheran Church—Missouri Synod, or its successor after the settlement of all just claims.

### **ARTICLE 10: VALIDITY OF RESOLUTIONS**

All congregation matters shall be decided by a simple majority of votes cast in a properly convened meeting of the Voters' Assembly, except as otherwise provided in this Constitution and its associated Bylaws for dealing with certain situations or matters therein specifically mentioned and defined.

### **ARTICLE 11: BYLAWS**

This congregation may adopt such Bylaws as may be required for the accomplishment of its purpose.

### **ARTICLE 12: AMENDMENTS**

This Constitution may be changed or amended by a two-thirds (2/3) majority vote of the voting members present in a properly-called meeting of the Voters' Assembly. Amendment(s) may be proposed by resolution of the Board of Directors or petition by a minimum of fifty (50) voting members. The proposed amendment(s) must be presented in writing by the Board of Directors to the Voters' Assembly established for the adoption vote. The purpose and nature of the proposed change(s) to be acted upon shall be communicated to the congregation.

The revised constitution shall, as a condition of continued membership in good standing in The Lutheran Church—Missouri Synod, be submitted to the President of the South Wisconsin District for review by the district's Constitution Committee and favorable action by the district's Board of Directors.

## **BYLAWS OF DIVINE REDEEMER EVANGELICAL LUTHERAN CHURCH (02-24-22)**

### **ARTICLE 1: MEMBERSHIP**

#### Section 1: Admission

**A. Baptized Members:** Baptized members are received through the Sacrament of Holy Baptism or through the consent of one or both parents in the case of children who have been baptized in another Christian congregation.

**B. Adult Members:** Adult members are received through the Rite of Confirmation and Sacrament of Holy Baptism as appropriate, through transfer from a sister congregation, or through profession of faith or reaffirmation of faith.

#### Section 2: Privileges/Responsibilities

In Christian love, it is the privilege and responsibility of members of this congregation to:

- a. Grow in the Christian faith and life through regular use of the Means of Grace.
- b. Regularly study the Scriptures at home and in congregational fellowship.
- c. Partake in the Lord's Supper frequently.
- d. Live a morally decent life before God and men, abstaining from open works of the flesh (Gal. 5:18-21), and so conduct themselves at all times as to bring credit upon the Church of Jesus Christ.
- e. Provide for the Christian training of their children by instruction at home and through the agencies of the church.
- f. Contribute regularly toward the maintenance of the mission and ministry of the Kingdom of God at home and abroad as God has blessed them.
- g. Place their God-given talents and abilities at the disposal of the congregation so that the purposes of the congregation may be fulfilled.
- h. Accord those in the Pastoral Office, Minister of Religion-Commissioned, and Associate in Ministry positions honor and love as they carry out their various ministries; support their work with diligence and faithful prayers; and help them in the discharge of their duties in every possible way.

#### Section 3: Termination

A person whose communicant membership has been terminated for any of the following reasons has forfeited all rights of a member of the congregation and all claims upon the property of the congregation as such, or upon any part thereof, so long as he/she is not reinstated into membership.

- A. **Transfer**: A member desiring transfer to another Lutheran congregation shall present a request to the executive pastor. A letter of transfer will be issued upon approval by the executive pastor whose actions will subsequently be reported to the Board of Directors (Board).
- B. **Joining other Churches**: In cases where members join congregations outside our own fellowship, they shall, upon the decision of the executive pastor and reported to the Board of Directors, be considered to have terminated their membership in this congregation and their name(s) shall be removed from the membership list.
- C. **Whereabouts Unknown**: The names of members whose whereabouts are unknown and cannot be established within a period of twelve (12) months shall be removed from membership and reported to the Board of Directors.
- D. **Self-Exclusion**: Any member who deliberately absents him/herself from the congregation, rejects admonition and refuses to meet with the executive pastor or any group designated by the Executive Pastor to discuss such conduct has thereby excluded him/herself.
- E. **Excommunication**: Communicant member(s) who conduct themselves in an un-Christian manner shall be admonished according to Matthew 18:15-20. If they remain impenitent after admonition, the pastor(s) shall recommend excommunication to the Board of Directors. If the Board of Directors agrees, it shall present each case individually to the Voters' Assembly for decision and a two-thirds (2/3) vote shall be required for such action.

#### Section 4: Restoration

Self-exclusion or excommunication terminates membership, but does not deny the right to attend and participate in worship. As soon as evidence of penitence and a desire to be received into fellowship again, such person shall be received as quickly as possible upon approval by the Executive Pastor and action by the Board of Directors.

### **ARTICLE 2: VOTING MEMBERSHIP**

#### Section 1: Eligibility

Adult communicant members of the congregation both male and female shall be eligible to become voting members. Written application shall be made to one of the pastors or elders. The applicant shall have the opportunity to read the Constitution and Bylaws of the congregation which shall be made available to them at the Voters' Assembly, with



the applicant present, the Pastor or Elder shall present the new application. Upon affirmation of their intention to fulfill the responsibilities of membership to the best of their ability and upon majority vote of the voting members present, at which time the applicant shall be granted voting privileges.

### Section 2: Privileges/Responsibilities

In Christian love, it is the privilege and responsibility of voting members to:

- a. Prayerfully exercise the rights of suffrage in all measures that will advance the mission and ministry of God's Kingdom at home and abroad.
- b. Willingly serve in any office or capacity for which their God-given talents or abilities equip them.
- c. Assist in administering the temporal and spiritual affairs of the congregation.
- d. Encourage eligible communicant members who are not yet voting members to accept the responsibilities and privileges of membership through personal example, friendly interest and judicious counsel.

## **ARTICLE 3: DISCIPLINE**

### Section 1: Provisions Pertaining to Church Officers and Board of Directors

Any person holding an elected position of the congregation who neglects the duties of such office may be removed by a two-thirds (2/3) majority vote of the voting members present in a meeting of the Voters' Assembly. The Board of Directors shall initiate such disciplinary action.

### Section 2: Provision Pertaining to Ministers of Religion-Ordained and Ministers of Religion-Commissioned

- A. In Christian love and lawful order, any called worker may be removed from office by the Voters' Assembly, for any of the following reasons: persistent adherence to false doctrine, immoral life, willful neglect of duties, or inability or incapacity to carry out their office as included in the Bylaws (Article 5), the applicable Call document and the position description.
- B. Charges on any of these counts shall be carefully investigated by the Committee of Lay Eldership. Should such charges be substantiated by clear and convincing evidence, and after consultation with the District President or his designated representative, the Committee of Lay Eldership shall inform the Board of Directors of the finding, and the Board of Directors shall notify the voting members of the situation and submit the matter for action at a special meeting of that body. Such meeting shall be communicated at least fourteen (14) days

prior to the date of the meeting and at regular worship services. A two-thirds (2/3) majority vote of the voting members present at a Voters' Assembly (Bylaws Article 4, Section 5) shall be required to remove any divinely called servant from office.

## **ARTICLE 4: VOTERS' ASSEMBLY**

### Section 1: Responsibility

The Voters' Assembly is the holder of the priesthood (I Peter 2:5 & 9) and of all congregational authority. It shall consist of voting members of the congregation and be empowered to administer and manage its affairs and supervise the establishment and the conduct of all organizations and societies within the congregation.

The Voters' Assembly shall delegate to the Board of Directors authority to conduct and perform all acts and affairs of the congregation in its stead between meetings of the Voters' Assembly, except that such authority shall not include the following:

1. Amend the Constitution or Bylaws.
2. Call of a Minister of Religion-Ordained or Minister of Religion-Commissioned (Non-teachers).
3. Modify the investment in church property (i.e., buy/sell real estate, major alteration (non-maintenance) to church property costing in excess of five percent (5%) of the current year's approved operating budget less debt reduction services).
4. Church discipline.

The Voters' Assembly also empowers the Board of Directors to delegate the administration of the day-to-day operations of the congregation in accordance with policies and directives established by the congregation and the Board of Directors.

Members of the Voters' Assembly may attend meetings of the Board of Directors as observers, other than those portions of any meeting where the purpose is to discuss personnel-related matters or any issue or matter where the president of the congregation determines that such a meeting or portion thereof must be closed in order to preserve the privacy of individuals.

### Section 2: Meetings of the Voters' Assembly

Meetings of the Voters' Assembly shall be held in the 2nd and 4th quarters of each calendar year. The 2nd quarter Voters' Assembly shall include the acceptance of the

fiscal-year budget and the 4th quarter meeting shall include election of officers, Board of Directors, and Committee of Lay Elders.

All communicant members of the congregation may attend meetings of the Voters' Assembly and may with the consent of the voting members, submit recommendations and participate in discussion of the given item of business before the Voters' Assembly.

The Board of Directors may call additional meetings of the Voters' Assembly. Dates and times of meetings of the Voters' Assembly shall be set by the Board of Directors.

### Section 3: Special Meetings

Special meetings of the Voters' Assembly may be called at the request of the pastor(s) or by petition in writing by a minimum of fifty (50) voting members. All special meeting requests shall be reviewed by the Board of Directors and a decision communicated to the congregation. Only such business as is announced shall be conducted at a special meeting.

### Section 4: Order of Business

The order of business of the Voters' Assembly meetings shall be as established by the President of the congregation, or designee acting in the President's capacity, unless these Bylaws provide to the contrary. Questions or parliamentary procedure not governed by the Bylaws shall be decided by Robert's Rules of Order, latest edition.

### Section 5: Restrictions Pertaining to Meetings

- A. Voting members in attendance at a properly-called meeting of the Voters' Assembly shall constitute a quorum with a minimum of seventy-five (75) voting members shall be required for a quorum to conduct business.

In the absence of a quorum of voting members to conduct business of the type noted in Article 4, Section 1, above, a special meeting may be called in accordance with these Bylaws (Article 4, Section 3). At such special meeting, the voting members present shall constitute a quorum.

- B. All matters of business shall be decided by a simple majority vote of the voting members present, except those matters noted in the Constitution and Bylaws, which shall be decided by a two-thirds (2/3) majority vote. In the event of a tie vote on matters requiring only a simple majority, the President of the congregation, or designee in his/her absence, shall cast the deciding vote.

C. Only votes cast at the time of the called voting action shall be recognized.

## **ARTICLE 5: MINISTERS OF RELIGION-ORDAINED, MINISTERS OF RELIGION-COMMISSIONED, AND ASSOCIATE IN MINISTRY OFFICES**

### Section 1: General

The Minister of Religion-Ordained, Minister of Religion-Commissioned, and Associate in Ministry Offices include all staff members who are called or hired by this congregation to carry out Christ's mission. Upon being installed into office, each such staff member is obligated to uphold the teachings of the Word of God in its full truth and purity as contained in the Book of Concord of the year 1580, as the correct presentation and true exposition of the Christian doctrine drawn from Holy Scriptures.

### Section 2: The Pastoral Office

The Pastoral Office is the authority conferred upon Pastors by God through a Divine Call of a congregation to exercise in public office the common rights of spiritual priesthood on behalf of all. The Pastoral Office is the primary office in the congregation from which all other offices of the congregation issue. In calling a Pastor to preach the Word of God and to administer the Sacraments on their behalf, the members of the congregation exercise their royal priesthood. This is the privilege and responsibility of all members of the church. The man shall be an ordained minister who adheres to the confessional standard set forth in this Constitution, is qualified for the work of the ministry to which he is called, and has been certified and endorsed by and is a member of The Lutheran Church—Missouri Synod.

Upon being installed, the Pastor(s) as a servant and steward of God and also of the congregation is authorized and obligated to:

- a. Proclaim the Word of God;
- b. Administer the Sacraments;
- c. Discharge toward all members of the congregation all the functions of a minister and caretaker of their souls;
- d. Spiritually guard the welfare of the younger members of the congregation and adults during their preparation for acceptance of Holy Communion.
- e. Guide the congregation in applying the divinely-ordained discipline of the church;
- f. Provide spiritual guidance for the congregation as it pursues its mission in accordance with Article 3 of the Constitution;

- g. Provide spiritual leadership and oversight to the educational agencies and the various adult and youth organizations within the congregation, particularly in religious instruction;
- h. Discharge faithfully all other duties that the Holy Scriptures lay on the Office of the Ministry.

### Section 3: Minister of Religion-Commissioned

The Minister of Religion-Commissioned office is the authority conferred upon a person by God through a Divine Call of the congregation to perform the duties associated with this office according to the Word of God and the needs of the congregation. The person shall be a commissioned minister who adheres to the confessional standard set forth in this Constitution, is qualified for the work of the ministry to which they are called, and has been certified and endorsed by and is a member of The Lutheran Church—Missouri Synod.

### Section 4: Associate in Ministry Offices

Associate in Ministry Offices shall be established by the Board of Directors and may include, but not be limited to, the following:

- Chief Financial Officer
- Director of Communications
- Director of Connections
- Director of Men's Ministry
- Director of Women's Ministry
- Director of Youth Ministry
- Lay Minister
- Teacher

These positions are hired to perform the duties associated with this office according to the Word of God and the needs of the congregation. The person need not be Synod-trained.

### Section 5: Procedure for Calling Ministers of Religion-Ordained and Ministers of Religion-Commissioned

Upcoming graduates of an LCMS Seminary, LCMS University, or the Colloquy program follow the placement procedures developed by The Lutheran Church—Missouri Synod.

The following procedures are used when calling a worker with established experience in Lutheran Church—Missouri Synod positions and is on the Roster of Synod:

### Ministers of Religion-Ordained

1. Acting on behalf of the Voters' Assembly, a Call Committee shall be appointed by the Board of Directors. This committee shall consist of one (1) director and at least three (3) other non-board, voting members. The chairperson shall not be the Board member.
2. Having requested names of potential candidates from members of the congregation, consulted with the Board of Directors and also with the President of the District, the Call Committee shall recommend candidate(s) to be presented at a meeting of the Voters' Assembly.
3. The candidate(s), including a brief description of the same, shall be communicated for at least fourteen (14) days prior to the date of the meeting.
4. At a regular or special meeting of the Voters' Assembly, in which a quorum is present, election shall proceed by paper ballot. A candidate shall be considered elected after receiving at least two-third (2/3) majority on a ballot. If no candidate receives a two-third (2/3) majority the candidate with the lowest number of votes will be removed from the ballot. If after the candidates have been reduced to only two names, neither candidate receives the necessary two-third (2/3) majority, the election shall be null and void and the Board of Directors shall direct the Call Committee to present candidate(s) for a future meeting or appoint a new Call Committee to do so.
5. It shall be the duty of the President of the congregation to see that notice of election is delivered promptly to the successful candidate.

### Ministers of Religion-Commissioned (Non-Teachers)

1. Ministers of Religion-Commissioned positions shall be established by the Board of Directors and may include but not limited to the following:
  - Deaconess
  - Director of Christian Education
  - Director of Family Life
  - Director of Parish Music
  - Principal
2. Acting on behalf of the Voters' Assembly, a Call Committee shall be appointed by the Board of Directors. This Committee shall consist of one (1) Board of Director

member, at least three (3) other non-board voting members and the Executive Pastor or his designated representative. The chairperson shall not be the board member, Executive Pastor, or his representative.

3. Having requested names of potential candidates from members of the congregation, consulted with the Board of Directors and also with the President of the District or his representative, the Call Committee shall present candidate(s) to the Voters' Assembly.
4. The candidate(s), including a brief description of same, shall be communicated at least fourteen (14) days prior to the date of the meeting.
5. At a regular or special meeting of the Voters' Assembly, in which a quorum is present, election shall proceed by paper ballot. A candidate shall be considered elected after receiving at least two-third (2/3) majority on a ballot. If multiple candidates do not receive a two-third (2/3) majority the candidate with the lowest number of votes will be removed from the ballot. If after the ballot has been reduced to only two names, neither candidate receives the necessary two-third (2/3) majority, the election shall be null and void and the Board of Directors shall direct the Call Committee to prepare candidate(s) for a future meeting or appoint a new Call Committee to do so.
6. It shall be the duty of the President of the congregation to see that notice of election is delivered promptly to the successful candidate.

#### Minister of Religion-Commissioned (Teachers)

1. Calling of Ministers of Religion Commissioned-Teachers shall be the responsibility of the Principal in consultation with the Executive Pastor.
2. The Principal shall provide the resume and biographical information to the Board of Directors for approval.
3. The Board of Directors shall report Minister of Religion-Commissioned Calls to the congregation at the next Voters' Assembly.

### **ARTICLE 6: BOARD OF DIRECTORS, COMMITTEE OF LAY ELDERS, AND ELECTION OF OFFICERS,**

#### Section 1: Nomination Procedure for Board of Directors

Prior to the Voters' Assembly for election of officers, the President shall name and the Board of Directors will approve the appointment of the Nominating Committee consisting of a minimum of three (3) qualified non-board voting members and a representative from the Board of Directors. Such action shall be communicated to the congregation along with notice that names of potential candidates may be submitted to the committee.

The Nominating Committee shall identify qualified candidate(s) who are 18 years or older from among communicant members of the congregation who exhibit the qualities as outlined in I Timothy 3 and who seek God's will in all Board related actions. Candidates should also seek unity with fellow Board members and show respect for the body of Christ as prescribed in Scripture. The Nominating Committee, in consultation with Pastor(s) and the Board of Directors shall have determined that the proposed candidates are spiritually eligible for office and willing to serve.

The final candidate(s) shall be communicated at regular church services the weekend preceding the Voters' Assembly for election of officers.

#### Section 2: Nomination Procedure for Committee of Lay Elders

The existing Committee of Lay Elders shall gather candidates to nominate for the position of Lay Elders. In consultation with the pastor(s), the names shall be determined to be spiritually eligible for the office and willing to serve.

#### Section 3: Election Procedure

The Voter's Assembly shall elect the following on an annual basis:

1. Two (2) candidates for Board of Directors for regular terms of office
2. Three (3) candidates for Committee of Lay Elders
3. President Elect of the Board of Directors

#### Section 4: Terms of Office

Newly elected officers, Board of Director members, and Committee of Lay Elders shall assume the duties of office January 1 following the Voters' Assembly for election of officers. The terms of office shall be as follows:

- a. Term of office for Board of Directors shall be three (3) years.
- b. Term of office for Committee of Lay Elders shall be three (3) years.
- c. Term of office of the President (including the roles of President Elect, President and Immediate Past President), shall be three (3) years.



Officers, Board of Directors, and Committee of Lay Elders may succeed themselves in the same office by election only once.

#### Section 5: Filling of Vacancies

When a position of an elected officer or director is made vacant for any reason, a successor shall be elected by the voting membership at the Voters' Assembly for election of officers to fill the unexpired term unless the position has already been filled by the board from the pool of nominated and vetted candidates from the previous year's election.

If a sitting board member (or members) choose(s) to run for President Elect or President (in the case of a vacancy) and is elected to such a position, then the Board candidate(s) with the next highest number of votes (behind those elected to the open Board seat(s)) will complete the remainder of the sitting Board member's term. If the sitting Board member(s) is/are not elected to the officer position(s), they will retain their Board seat(s).

### **ARTICLE 7: DUTIES OF THE OFFICERS**

Officers of the Board are in the service of the Board. As such they are bound by Board wishes and by limits of Board authority.

A detailed description of the duties and responsibilities for the President Elect, President and Immediate Past President shall be included in a Policy Manual maintained by the Board of Directors (Bylaws Article 8).

#### Section 1: President

The President shall:

- a. Preside at all meetings of the Voters' Assembly and shall call and preside over meetings of the Board of Directors.
- b. Assure the integrity of board process including effectiveness of meetings and the Board's adherence to its own rules.
- c. To the best of his/her ability, enforce the Constitution and Bylaws of the congregation and carry out the expressed will of the congregation as embodied in the resolutions of the Voters' Assembly and sign all legal documents on behalf of the congregation.
- d. With the approval of the Board of Directors, appoint members of Ad Hoc Committees in accordance with Article 9 of the Bylaws.

- e. At the direction of the Board of Directors, call special meetings of the Voters' Assembly.
- f. Be an ex-officio non-voting member of all committees, auxiliaries, groups, etc., in the congregation and shall be welcome at all their meetings either in person or represented by such person(s) she/he may appoint.

### Section 2: President Elect

The President Elect shall:

- a. Serve as the Secretary of the Board.
- b. Keep record of the Board's policies and be responsible to the Board for reporting on and noting any inconsistencies of Board actions.
- c. Sign legal documents on behalf of the congregation where more than one signature is required.

### Section 3: Immediate Past President

The Immediate Past President shall:

- a. Act for and in the stead of the President in his/her absence and be available for whatever duties the President may assign.
- b. Lead the Board's annual planning process.

### Section 4: Chairman of the Finance Committee

The chairman of the Financial Review Committee shall be a Board member chosen by the Board of Directors. The Financial Review Committee shall have the role to provide a quarterly financial review of the Chief Financial Officer (CFO) monthly reports.

## **ARTICLE 8: FUNCTIONS, POWERS AND ORGANIZATION OF THE BOARD OF DIRECTORS.**

As empowered by the Constitution (Article 6) and Bylaws (Article 4, Section 1) the Board of Directors shall conduct and perform acts and affairs of the congregation in its stead between meetings of the Voters' Assembly.

The Board of Directors shall:

- a. Fulfill the responsibilities of the "Board of Trustees" for the congregation as this term is used in Chapter 187 of the Wisconsin Statutes.

- b. Be responsible for establishing, in concert with the Executive Pastor, a long term congregational vision and plan, and policies necessary to direct the overall program of the congregation for the furtherance of Christ's Kingdom in our midst.
- c. Complete performance reviews for the Executive Pastor.
- d. Maintain financial integrity of the congregation.
- e. Encourage the pastor(s), called servants, and associates in ministry offices (Bylaw Article 5) in their work through prayer, word and action and provide for the spiritual and physical health and welfare of such individuals.
- f. Recommend to the Voters' Assembly along with the Pastor(s) discipline within the congregation with respect to all matters of membership of the congregation as provided in the Constitution and Bylaws.
- g. Authorize the administration of the day-to-day operations of the congregation in accordance with its own policies and directives and those established by the congregation through its Constitution and Bylaws.
- h. Direct the calling of special meetings of the Voters' Assembly as they are requested by the Pastor(s) or voting members.
- i. Be responsible for the receiving of and acting upon, if necessary, feedback and/or complaints from members of the congregation regarding all aspects of its operations.
- j. Ensure that the Chief Financial Officer shall have a surety bond.

A detailed description of the duties of the Board of Directors is included in the Policy Manual.

The Board of Directors shall be responsible for maintenance of a Policy Manual to assist in the uniform and consistent administration of affairs of the congregation. Such a manual shall not include any provision contrary to this Constitution and Bylaws concerning membership in the congregation, the rights and duties of persons holding office, Board of Directors and Pastors or other called servants, or create any contract rights not otherwise authorized in a manner set forth by this Constitution and Bylaws.

The Board of Directors shall meet regularly. Additional meetings may be called by the President as required.

## **ARTICLE 9: POLICY ADVISORY COMMITTEES**

Ad Hoc Committees may be appointed as needed by the Board of Directors or the Executive Pastor as appropriate to permit the Board of Directors and the Executive Pastor, respectively, to exercise their responsibilities effectively in conducting the activities and programs of the congregation.

A member of the Board of Directors shall serve as liaison member of each Ad Hoc committee. Similarly, the Executive Pastor may appoint a liaison member for each Ad Hoc Committee.

### **ARTICLE 10: AMENDMENTS**

These Bylaws may be changed or amended by a two-thirds (2/3) majority vote of the voting members present in a properly-called meeting of the Voters' Assembly. Amendment(s) may be proposed by resolution of the Board of Directors or petition by a minimum of fifty (50) voting members. The proposed amendment(s) must be presented in writing by the Board of Directors prior to the Voters' Assembly meeting established for the adoption vote. The purpose and nature of the proposed change(s) to be acted upon shall be communicated to the congregation.