



# Evangelical Lutheran Church in America

God's work. Our hands.

**CONSTITUTION, BYLAWS AND CONTINUING RESOLUTIONS  
for the  
CONGREGATION  
of  
MESSIAH EVANGELICAL LUTHERAN CHURCH  
WAUCONDA, ILLINOIS**

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## FOREWORD

This constitution 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 per the Model Constitution for Congregations from the ELCA, 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 and a two-digit number. Example: C13.11. (refers to Chapter 13, Provision 11).
- b. Bylaw provisions follow constitutional provisions to which they apply. 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. Example: C13.11.01. (refers to Chapter 13, Provision 11, Bylaw 1).
- 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 and the two-digit number refers to the last digits of the year in which it was adopted. Example: C1.01.A10. (refers to Chapter 1, Provision 1, Continuing Resolution A, adopted in 2010).

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.

### \*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 MESSIAH EVANGELICAL LUTHERAN CHURCH OF WAUCONDA, ILLINOIS.
- C1.01.A10.** The core values of this congregation are prayer, worship, discipleship development, the Gospel of Jesus Christ for daily living, caring community, putting faith into action courageously, and grace-centered teaching, preaching and living.
- C1.01.B10.** The mission of the congregation is to welcome everyone, make disciples of everyone, and share Jesus’ love everywhere.
- C1.01.C14.** The vision of the congregation is Living Face to Face with God, our brothers & sisters in Christ and the most vulnerable.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of Messiah Evangelical Lutheran Church of Wauconda, Illinois is hereinafter designated as “this congregation.”
- C1.11.** This congregation shall be incorporated under the laws of the State of Illinois.

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\*Required provision

## **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, 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 the 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.

**\*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, and require the members of the council to carry out their duties in accordance with the constitution, and 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 Chicago Metropolitan 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 (see C13.13). 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 Chicago Metropolitan 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 roster of Ministers of Word and Sacrament 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 Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with 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.
- d. This congregation agrees to consider ministers of Word and Service 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 Chicago Metropolitan Synod 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 intent to terminate its relationship must be adopted at two legally called and conducted special meetings of this congregation by a two-thirds vote 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 first 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 such 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 vote 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 the outcome of the vote, and shall send copies of the 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 addition to complying with the foregoing provisions in \*C6.05., to receive synod approval before terminating their 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 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 requirements of \*C6.05. and may begin no sooner than six months after the 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 Chicago Metropolitan 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 Chicago Metropolitan 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 and have followed the process for termination of relationship in \*C6.05., 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 \*C7.03. 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 Chicago Metropolitan Synod—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 Lutheran 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 in accordance with the provisions of this constitution and its 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 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 Council 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 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 minister of Word and Sacrament 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 Chicago Metropolitan Synod; 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 this 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 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 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 Ministers of Word and Sacrament 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 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 pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament 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 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.

- \*C9.06.** 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 rostered minister 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 Council 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 this congregation shall be as follows:
- a. The call of this 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.** The annual meeting of this congregation shall be held at a time specified in the bylaws, which is consistent with the laws of the State of Illinois.
- C10.01.01.** The Annual Congregation Meeting shall be held no later than the second week of February of each year. The Congregation Council will determine the date, time and place of the Annual Congregation Meeting and notify the congregation thirty (30) days in advance of the meeting.
- C10.01.02.** The following shall constitute the Order of Business at regular Annual Congregation Meetings:
  - a. Devotions
  - b. Organization of the Meeting
    - i. Establishment of a Quorum
    - ii. Appointment of Tellers
    - iii. Adoption of Agenda
  - c. Approval of Minutes of Last Annual and/or Special Congregational Meeting
  - d. Consideration of Reports
  - e. Elections
    - i. Report of the Nominating Committee
    - ii. Nominations from the Floor
    - iii. Balloting
  - f. Recommendations of the Congregation Council That Require the Approval of the Congregation
  - g. Other Business
  - h. Report of the Tellers
  - i. Close of the Meeting
  - j. Adjournment and Closing Prayer
  - k. Special Council Meeting for Electing Officers
- C10.01.03.** Prior to the Annual Congregation Meeting, the following shall submit written reports for the Annual Report:
  - a. the pastor(s)
  - b. the president of the Congregation Council



- c. the treasurer of the Congregation Council
- d. the chair of each committee of the Congregation as defined in Chapter 13 of the constitution
- e. each ministry chair

- C10.01.04.** Nominations for council membership shall be made by a Nominating Committee chosen in accordance with the provisions of C13.15. of the Constitution. The Nominating Committee shall present one (1) or more nominees, who must be voting members of the congregation, for each vacancy to be filled. Council members who are eligible for reelection for a second consecutive term and who seek reelection shall offer their names to the nominating committee for consideration. Additional nominations may be made from the floor provided that permission has been obtained from the person being nominated.
- 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 twenty five (25) 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, including informal, informational meetings (i.e., town hall meetings), 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, including members attending electronically or by telephone conference.
- 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.
- C10.06.01.** All elections of lay members to the Congregation Council shall be by written or secure electronic ballot and results recorded in full by the secretary, including the final tally. Published results are to indicate the name of the newly elected council member and not the final tally of the election.
- C10.06.02.** Candidates with the highest and the next highest, etc., number of votes are considered elected to fill the number of open positions. One additional round of voting may be necessary in the case of a tie for the final open position(s). In the unlikely event of a further tie, the final open position will be decided by a coin flip.
- 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, a vice president, a secretary, and a treasurer. In addition to the pastor(s), they make up the Executive Committee of the Congregation Council.

- 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 are officers of the Congregation Council.
- d. The president, vice president, and secretary shall be selected from the elected membership of the council. Candidates for the office of president shall have served the immediate preceding full year on the council. The treasurer does not have to be an elected member of the council.

**C11.01.01.** The *president* shall be the principal executive officer of the Congregation Council, the congregation, and the not-for-profit corporation under the laws of the State of Illinois, and shall:

- a. in general, supervise and control all the business and affairs of the congregation, council and corporation;
- b. preside, or delegate someone to preside, at all annual or special meetings of the congregation and of the council;
- c. sign, with the secretary or any other proper officer of the corporation thereunto authorized by the council, any deeds, mortgages, bonds, contracts, or other instruments which the council has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the council or by the bylaws or by council resolution, to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and
- d. in general perform all duties incident to the office of president and such other duties as may be prescribed by the council from time to time.

**C11.01.02.** The *vice president*, in the absence of the president or in the event of his or her inability or refusal to act, shall:

- a. perform the duties of the president and, when so acting, shall have all the powers of and be subject to all the restrictions upon the president;
- b. perform such other duties as from time to time may be assigned by the president or by the council.

**C11.01.03.** The *treasurer* shall:

- a. be the principal financial officer of the congregation and the not-for-profit corporation and shall, in general, supervise, control and be responsible for all of the financial matters of the congregation;
- b. be responsible for the design, maintenance and operation of an appropriate accounting system and internal control structure;
- c. be responsible for all monies, which shall be deposited in a federally insured financial institution, and for all investment securities of the congregation;
- d. supervise the payment of all approved amounts owed by the congregation;
- e. supervise the preparation of accounting records and reports which accurately record the financial transactions of the congregation, presenting monthly financial reports to the council and annual financial reports to the congregation and the synod or the ELCA;
- f. ensure that all filings with government agencies, such as payroll tax returns, are filed accurately and timely;
- g. ensure that complete financial records are retained in accordance with a record retention policy approved by the council; and

h. perform all other duties as from time to time may be assigned by the president or the council.

**C11.01.04.** The *secretary* shall:

- a. prepare the minutes of the Annual Congregation Meeting and the Congregation Council meetings and maintain a permanent record of all such meetings in one or more books or electronic means provided for that purpose;
- b. see that all notices are duly given in accordance with the provisions of the constitution or as required by law;
- c. maintain a permanent record of the constitution, the bylaws and the continuing resolutions approved by the council and the congregation;
- d. sign with the president or the vice-president or such other duly authorized officer or agent those items of business or documents which have been authorized by either specific or continuing resolution of the council; and
- e. in general, perform all duties incident to the office of the secretary and such other duties as from time to time may be assigned by the president or by the council.

**C11.01.05.** The *Executive Committee* of the council shall:

- a. set the agenda for each Congregation Council meeting and shall meet prior to each council meeting to review, process, and at times, advise council on relevant agenda items;
- b. have the authority to take action, if agreed by majority, on all matters requiring immediate attention between regularly scheduled council meetings. Such action shall be the first matter of business at the next council meeting and shall be approved/disapproved by the council after due deliberation;
- c. in no event, except in a dire emergency, have the authority to commit the congregation to any expenditure, either sole or combined, in excess of five thousand and 00/100 (\$5,000.00) dollars without prior authorization of the council. In such instances, the council may be polled by telephone or other means and a consensus reached which will be formally approved at the next council meeting.

**C11.01.06.** In the event that there is an even number of voting members on the Executive Committee of the Congregation Council, an executive board member at large shall be chosen from the elected membership of the council to serve for one year. He or she shall:

- a. attend all Executive Committee meetings as a voting member;
- b. perform such other duties from time to time may be assigned by the president or by the council.

**C11.02.** The newly elected Congregation Council shall elect its officers immediately after the Annual Congregation Meeting at a special council meeting. The officers shall be elected by written ballot and shall serve for one (1) year or until their successors are elected. Their terms shall begin immediately.

**C11.03.** No officer shall hold more than one office at a time. The president and the vice president shall not be eligible to serve more than two consecutive terms in the same office.

## **Chapter 12.**

### **CONGREGATION COUNCIL**

**C12.01.** The voting membership of the Congregation Council shall consist of the pastor(s) and not more than twelve (12) nor fewer than nine (9) members of this congregation. The treasurer, if not selected from the elected membership of the Congregation Council, shall not be a voting member of the council or of the Executive Committee. 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;
- b) is absent from two successive regular meetings of the Congregation Council without cause; or
- c) resigns from council.

A council member can be removed under other circumstances consistent with the laws of Illinois.

**C12.01.01.** The terms shall be staggered terms of three (3) years with a target of three (3) to four (4) council members being elected each year, plus any others necessary to fill vacancies of unexpired terms.

**C12.02.** The members of Congregation Council except the pastor(s) shall be elected or reelected by written or secure electronic ballot to serve for three (3) years or until their successors are elected. No affirmation or acclamation of Congregation Council members shall be permitted. Such members shall be eligible to serve no more than two full terms consecutively, not to exceed six (6) consecutive years. After serving two full terms consecutively or no more than six (6) years, there shall be a gap of three (3) years before being eligible to run again for the council. Terms shall begin at the close of the Annual Congregation 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 to fill that vacancy until the next Annual Congregation Meeting.

**C12.04.** The Congregation Council shall have general oversight of the life and activities of this congregation, and, in particular, its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the 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 rostered minister(s) and staff and help them annually to evaluate the fulfillment of their calling, appointment, or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f. To promote a congregational climate of peace and goodwill and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor.
- h. To emphasize 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 managing its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Illinois, 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 of up to Twenty Thousand Dollars (\$20,000.00) for items not included in the budget, not to exceed a total of Forty Thousand Dollars (\$40,000) in a year.
  - d. The Congregation Council shall oversee and affirm an annual budget as prepared by the finance committee for adoption by this congregation.
  - e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies 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.
- C12.07.01.** Per Chapter 8, after pastoral care, outreach, and prayerful consideration, a person may be removed from the active (voting) membership roll who has not made a time, talent or monetary contribution of record and has not communed within a twenty-four (24) month period. Thirty (30) days' notice of intent to move a member from the active roll to the inactive (nonvoting) roll shall be mailed to the last known address of record.
- C12.08.** The Congregation Council shall be responsible for the employment and supervision of the salaried lay workers of this congregation. The Congregation Council shall also be responsible for creating and eliminating lay staff positions.
- C12.09.** The Congregation Council shall submit a comprehensive report to this congregation at the Annual Congregation Meeting.
- C12.11.** The Congregation Council shall normally meet once a month for the regular meetings. Special meetings may be called by a full-time pastor or the president or by petition of at least one-half 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(s) or interim pastor, except when such person requests or consents to be absent and has given prior approval to the agenda of routine matters, which shall be the only business considered at that meeting. Chronic or repeated absence of the pastor(s) 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.

- C12.14.** 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.** Duties of the committees of the congregation shall be specified in the bylaws.
- C13.01.01.** Committees are permitted to create specific committee job descriptions in keeping with the congregation's core values, mission and vision (see C1.01.). Council liaisons shall establish and maintain communication for mutual understanding and cooperation, represent council at committee meetings, and report back to council.
- C13.01.02.** The committees of this congregation are:
- a. Audit Committee
  - b. Board of Capital Investment Committee
  - c. Building and Construction Committee
  - d. Call Committee
  - e. Constitution Committee
  - f. ELCA Communications Committee
  - g. Executive Committee
  - h. Finance Committee
  - i. Liturgical Arts and Furnishings Committee
  - j. Long-Range Planning Committee
  - k. Mission Endowment Fund Committee
  - l. Mutual Ministry Committee
  - m. Nominating Committee
  - n. Property Committee
  - o. Staff Support Committee
- C13.02.** An *Audit Committee* of three (3) voting members shall be appointed by the Congregation Council. Audit Committee members shall not be members of the Congregation Council.
- C13.02.01.** The Audit Committee shall carry out an annual audit of the congregation's financial records.
- C13.03.** The *Board of Capital Investment Committee* consists of three (3) to four (4) members appointed by the Congregational Council plus the treasurer. One (1) elected council member shall serve as liaison.
- C13.03.01.** The Board of Capital Investment Committee shall oversee and manage the property mortgages, stock investments, capital bond programs, other investments, and cash flow.
- C13.04.** The *Building and Construction Committee* consists of members appointed by the Congregation Council. One (1) elected council member shall serve as liaison.
- C13.04.01.** The Building and Construction Committee is responsible for the approval and implementation of all facility improvements and new construction initiatives including related contractual agreements with contractors and subcontractors.
- C13.05.** When a pastoral vacancy occurs, a *Call Committee* of six (6) voting members shall be selected by the Congregation Council. The Call Committee shall dissolve upon installation of the newly called rostered minister.

- C13.05.01.** The Call Committee, in cooperation with the Metropolitan Chicago Synod of the Evangelical Lutheran Church in America, shall seek out, interview, and recommend to the council candidates for pastoral positions in the congregation.
- C13.06.** The *Constitution Committee* consists of members approved by the Congregation Council. One (1) elected council member shall serve as liaison.
- C13.06.01.** The Constitution Committee shall review the congregation's constitution every three (3) years, making recommendations to Congregation Council for revisions.
- C13.07.** The *ELCA Communications Committee* consists of members approved by the Congregation Council. One (1) elected council member shall serve as liaison.
- C13.07.01.** The ELCA Communications Committee shall ensure that the message of the work of our larger church, the Evangelical Lutheran Church in America, is regularly told in our congregation. The committee is to uplift our past and encourage our future participation in this story.
- C13.08.** The officers of this congregation and the pastor(s) shall constitute the *Executive Committee* (see C11.01.).
- C13.09.** A *Finance Committee* shall be affirmed by the Congregation Council. This committee shall consist of a minimum of four (4) voting members of the congregation, including at least one (1) member of Congregation Council.
- C13.09.01.** The Finance Committee shall:
- a. Oversee the financial operations of the congregation to ensure they are being conducted efficiently, giving particular attention to prompt payment of all obligations, including mission support to the synod.
  - b. Create and implement a budgeting process for the congregation, prepare draft budgets and submit such drafts to Congregation Council for subsequent presentation at the Annual Congregation Meeting.
  - c. Regularly review revenues and expenses so as to highlight positive or negative trends that may need Congregation Council attention or action.
  - d. Forecast and manage cash flow.
  - e. Ensure an annual review of the total insurance program of the congregation. Make recommendations for adequate insurance coverage to Congregation Council.
  - f. Ensure an annual review of all church contracts and put out requests for competitive bids.
  - g. Review at least annually the congregation's investment portfolio. If necessary, seek professional advice. Report status and make recommendations to Congregation Council.
  - h. Oversee and ensure proper accounting and audit process for the Mission Endowment, bond, investment, and Lift Station Pump funds, and report to Congregation Council on the status of these funds at least annually, and post in the Annual Congregation Meeting Report.
  - i. Oversee the use of dedicated accounts.
  - j. Provide for monthly reconciliation of accounts.
  - k. Support the annual audit carried out by the Audit Committee.
  - l. Establish and maintain a good working relationship with our bank.
- C13.11.** The *Liturgical Arts and Furnishings Committee* consists of members approved by the Congregation Council. One (1) elected council member shall serve as liaison.

- C13.11.01.** The Liturgical Arts and Furnishings Committee shall ensure proper and aesthetically appealing placement of arts and furnishings in the sanctuary and church facility, giving attention to the visual appeal of the property.
- C13.12.** The *Long-Range Planning Committee* consists of members approved by the Congregation Council. One (1) elected council member shall serve as liaison.
- C13.12.01.** The Long-Range Planning Committee shall guide the congregation with visioning and long range strategic planning.
- C13.13.** The *Mission Endowment Fund Committee* shall consist of five (5) members, including one (1) standing member (the Finance Committee Chairperson). The term of each member shall be three (3) years. No member shall serve more than two (2) consecutive three (3) year terms and/or six (6) consecutive years. After a lapse of one (1) year, committee members may be reappointed. The Finance Committee will recommend and the Congregation Council will approve the selection of members of the committee. A pastor and the president of the Congregation Council shall be advisory members of the committee.
- C13.13.01.** The Mission Endowment Fund Committee shall:
- a. Determine what is principal and income according to accepted accounting principles.
  - b. Accumulate gifts and bequests to the fund until principal amount of \$10,000.00 is achieved, after which the income generated from the investment of the principal may be expended.
  - c. Distribute income from the fund annually if possible.
  - d. Refer to the Mission Endowment Fund Policy Handbook for clarification on procedures.
- C13.14.** A *Mutual Ministry Committee* shall be appointed jointly by the president and the rostered pastor(s). The Mutual Ministry Committee shall not be less than three (3) nor more than five (5) members of the congregation. The term of office shall be three (3) years, with staggered terms to provide continuity. In addition, any full-time pastors shall be members of the committee; however, pastors shall not chair the committee. It is recommended that one (1) member of Mutual Ministry Committee be a member of the Congregation Council, but not be an officer of Executive Committee.
- C13.14.01.** Mutual Ministry Committee shall ensure the congregation's pastor(s) and other leadership carry out the desired direction of the congregation: the core values, the mission, and the vision. Mutual Ministry Committee shall provide opportunities for reconciliation and community building as needed.
- C13.15.** A *Nominating Committee* of four (4) voting members of this congregation, two (2) of whom shall be outgoing or continuing members of the Congregation Council, shall be elected at the Annual Congregation Meeting. The term of office shall be two (2) years, with staggered terms to provide continuity. Members of the Nominating Committee are not eligible for consecutive reelection.
- C13.15.01.** The Nominating Committee shall seek out willing and qualified individuals to fill specific vacancies on the Congregation Council.
- C13.16.** A *Property Committee* shall be affirmed by Congregation Council. This committee shall consist of a minimum of four (4) voting members of the congregation, including at least one (1) member of Congregation Council.



- C13.16.01.** The Property Committee shall maintain, protect and seek to improve the congregation's existing property assets.
- C13.17.** A *Staff Support Committee* shall be affirmed by Congregation Council. The committee shall include a minimum of three (3) and a maximum of five (5) members, where one (1) member shall be an Executive Committee officer. In addition, the pastor(s) shall participate as nonvoting member(s).
- C13.17.01.** The Staff Support Committee shall serve as the personnel committee of the congregation, responsible for hiring, reviewing, and terminating employees, if necessary. The Staff Support Committee shall be responsible for the employee handbook, staff job descriptions, and general management of all paid employees.
- C13.18.** Other committees of this congregation may be formed as the need arises by decision of the Congregation Council.

#### **Chapter 14.**

#### **ORGANIZATIONS WITHIN THIS CONGREGATION**

- C14.01.** All organizations, including ministries, 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.
- C14.01.01.** New ministries with committed leadership, in keeping with the congregation's core values, mission, and vision, may be created at any time with Congregation Council approval.
- C14.01.02.** Ministries shall create specific ministry job descriptions in keeping with the congregation's core values, mission and vision.
- C14.01.03.** Every ministry shall select a director, and all ministry directors shall attend regular ministry directors' meetings and submit a written report for the Annual Report.
- C14.01.04.** The ministries that require a council liaison are:
- a. Messiah Lutheran Preschool and Kindergarten
  - b. Stewardship
- Other ministries may require a council liaison based on the congregation's strategic direction.
- C14.02.** Special interest groups may be organized only after authorization has been given by the Congregation Council and specified in a continuing resolution. (Official organizations of the Evangelical Lutheran Church in America are not considered special interest groups.)

#### **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 laypersons and two ministers of Word and Sacrament). 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 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 (10) 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 voting members 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 vote of those voting members present and voting; and
  - c. have the effective date included in the resolution<sup>2</sup> 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

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<sup>2</sup> Such an effective date must be stated in relation to the requirements of C16.03. to allow time for synod review of the amendment.

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. Such amendments may be approved by a 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 two-thirds vote of those voting members present and voting.
- \*C17.03.** Changes to the bylaws may be proposed by any voting member, provided 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. The Congregation Council shall notify this congregation's members 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 or 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.

**CONSTITUTION REVISION HISTORY**

Originally adopted January 29, 1989

Amended effective January 20, 1991

- C13.02

Amended effective January 17, 1993

- C9.01;
- C9.05.a.2, C9.05.a.7, C9.05.b, C9.06.d, C9.05.e, and C9.05.f;
- C11.01.d;
- C12.01, and C12.04.;
- C13.02, and C13.05;
- C15.06;
- C17.04.

Amended effective January 25, 2010

- C8.03;
- C11.02;
- C12.05.d, C12.10;
- Chapter 13 heading;
- C13.06, C13.07, C13.08, C13.09;
- C18.01.

Amended effective January 26, 2014 (General updates to terminology, active ministries and alignment to Long Range Plan)

- C4.04, C4.05;
- C6.05.g, C6.05.h (removed);
- C9.05.b;
- C10.03;
- C11.01, C11.02;
- C13.03, C13.04, C13.08 (added);
- C18.01 (added)

Amended effective January 30, 2022 (Updates to Synod's Model Contract, including changes to mandatory clauses (marked with an asterisk \* herein))

- Chapters 1 through 9 (required);
- C11.02, C11.03;
- C12.05.e, C12.011;
- C13.05
- Chapters 15 through 19 (required)

Amended effective February XX, 2023 (General updates and reorganization so that bylaws follow constitutional provisions to which they apply and continuing resolutions follow the relevant constitutional provision or bylaw to which they refer, in addition to updates to Synod's Model Constitution)

- Foreword (added)

- C4.04.
- C5.05.
- Chapter 9 (required)
- C10.02., C10.03., C10.04., C10.06.02. (added)
- C11.01., C11.02., C11.03.
- C12.01., C12.02., C12.03., C12.04., C12.05., C12.06., C12.08., C12.09., C12.11., C12.12., C12.13., changed C12.14. to C12.13.
- Chapter 13 (removed reference to standing versus appointed committees and put in alphabetical order):
  - C13.01. was C13.10. and revised
  - C13.02. was C13.03.
  - C13.03. added
  - C13.04. added
  - C13.05. with revisions
  - C13.06. added
  - C13.07. added
  - C13.08. was C13.01. and revised
  - C13.09. was C13.06. and revised
  - C13.11. added
  - C13.12. added
  - C13.13. added
  - C13.14. was C13.04. and revised
  - C13.15. was C13.02. and revised
  - C13.16. was C13.07. and revised
  - C13.17. was C13.08. and revised
  - C13.18. was C13.09. and revised
- C14.01., C14.02.

## **BYLAWS REVISION HISTORY**

Originally adopted Jan 21, 1990

Amended and effective Nov 22, 1992

- B1.01.; B1.02.; B3.02.; B3.03.; B7.03; B7.04;

Deleted effective Nov 22, 1992

- Section III, Item 5 regarding council vacancies
- Section VII, item 5 regarding financial secretary as an officer

Amended and effective Jan 17, 1993

- B3.01

Amended and effective Jan 21 1996

- Section IX

Amended and effective Jan 25, 2010

- B1.01.; B2.01.; B2.02.; B3.03; B3.04.;
- Change Section V to Appointed Committees of the Council;
- B5.01.; B5.02.; B5.03.; B5.04.;

- Change Section VI to Ministries;
- B6.01.; B6.02.; B6.03.; B6.04.; B6.05.; B7.05.;
- Change Section VIII to Duties of the Standing Committees of the Council;
- B8.01.; B8.02.; B8.03.; B8.04.; B8.05.; B8.06.; B8.07.;
- Move section for inactive members and removal from rolls to Section III B3.05.

Amended effective January 26, 2014 (General updates to terminology, active ministries and alignment to Long Range Plan)

- B1.01.; B2.01.; B3.01.; B4.01.; B5.04.; B6.04.; B6.05.; B7.01.; B7.03.; B7.04.; B8.05.; B8.07 (added); B9.08.

Amended effective February XX, 2023 (General updates and reorganization so that bylaws follow constitutional provisions to which they apply)

- B2.01. to C10.01.01., B2.02. to C10.01.03.
- B3.01. to C12.01.01., B3.03. to C10.01.04., B3.01. to C10.06.01., B3.05. to C12.07.01.
- B4.04. to C10.01.02.
- B5.03. to each former appointed committee in Chapter 13, B5.04. to C13.01.02.
- B6.02. to C14.01.03., B6.04. to C14.01.04., B6.05. to C14.01.04.
- B7.01. to C11.01.01., B7.02. to C11.01.02., B7.03. to C11.01.03., B7.04. to C11.01.04., B7.05. to C11.01.05.
- C11.01.06. (added)
- B8.01. to C13.15.01., B8.02. to C13.02.01., B8.03. to C13.14.01., B8.04. to C13.05.01., B8.05. to C13.09.01., B8.06. to C13.16.01., B8.07. to C13.07.01., B8.08. to C13.01.01.
- B9.03. to C13.13., B9.13. to C13.13.01.

Deleted effective February XX, 2023

- B1.01., B1.02.
- B3.02.
- B5.01., B5.02.
- B6.01., B6.03.
- B9.01., †B9.02., †B9.04., †B9.05., †B9.06., †B9.07., †B9.08., †B9.09., †B9.10., †B9.11., †B9.12., †B9.14., B9.15., †B9.16. (†moved to a separate document for a policy handbook on the Mission Endowment Fund)

## **CONTINUING RESOLUTIONS REVISION HISTORY**

Originally adopted Jan 25, 2010

Amended effective January 26, 2014 (General updates to terminology, active ministries and alignment to Long Range Plan)

- Section II title amended; CR2.03.; CR3.06.; CR4.01.; CR4.03.

Amended effective February XX, 2023 (General updates and reorganization so that continuing resolutions follow the relevant constitutional provision or bylaw to which they refer)

- CR3.01. to C13.03. & C13.03.01.
- CR3.02. to C13.04. & C13.04.01.

- CR3.03. to C13.06. & C13.06.01.
- CR3.04. to C13.07. & C13.07.01.
- CR3.05. to C13.11. & C13.11.01.
- CR3.06. to C13.12. & C13.12.01.
- CR4.02. to C14.01.02.
- CR4.03. to C14.01.01.

Movements Only effective February XX, 2023

- CR2.01. to C1.01.A10.
- CR2.02. to C1.01.B10.
- CR2.03. to C1.01.C14.

Deleted effective February XX, 2023

- CR1.01., CR1.02.
- CR3.07.
- CR4.01.

THUS ENDETH THE CONSTITUTION, BYLAWS AND CONTINUING RESOLUTIONS OF THE  
 CONGREGATION OF MESSIAH EVANGELICAL LUTHERAN CHURCH OF WAUCONDA  
 ILLINOIS AS OF FEBRUARY XX, 2023.