

**THE BYLAWS OF THE CONSTITUTION
OF
CHRIST MEMORIAL LUTHERAN CHURCH**

THE BYLAWS

ARTICLE I – MEMBERSHIP

1. Admission
Membership in the congregation shall be granted through the following means of reception:
 - A. Baptized Membership
Baptized members shall be received through the Sacrament of Holy Baptism – locally administered, or through transfer when baptism has been administered at another Christian congregation.
 - B. Communing Membership
Communing Membership shall be conferred on those Baptized Members who have completed a course of instruction relative to the Sacrament of the Lord’s Supper, received approval of a Pastor, the Elders, and, in the case of those who have not reached their eighteenth birthday, parent(s) (or legal guardian), and, desire to participate in the Sacrament.
 - C. Confirmed Membership
Confirmed Membership shall be conferred upon Baptized Members who complete a pastoral approved course of instruction in the Christian faith and Lutheran teachings, and who declare their acceptance of Article III and Article V-3 of the Constitution.

Confirmed Membership may be granted to qualified individuals through the Rite of Confirmation, transfer from a sister congregation, profession of faith, or by reaffirmation of faith.
 - D. Voting Membership
Voting Membership shall be granted to those Confirmed Members, 18 years of age or older, who have received a copy of the Constitution and the Bylaws and signed a declaration of their acceptance of them.
2. Duties of Members
It shall be the duty of:
 - A. Baptized Members
 - to conform their lives to their Baptismal vows.

B. Communing Members

- to conform their lives to their Baptismal and Communing Membership vows.

C. Confirmed Members

- to conform their lives to their Confirmation vows;
- manifesting a concern for their souls by diligent attendance at divine worship and the Lord's Table;
- showing proper interest in the Savior's Kingdom by personal effort and financial support "as of the ability which God giveth"(1 Peter 4:11) and as "God hath prospered him"(1 Cor. 16:2);
- endeavoring to lead a Christian life and not live in open sin (Gal. 5:18-21);
- being willing to submit to brotherly admonition and church discipline, according to Matt 18:15-20 and other Scriptures;
- having no connections with any organization, secret oath-bound, or otherwise, that has religious ceremonies and/or practices that are not in full harmony with the teachings of the Christian religion as given in the New Testament. (See John 5:23; John 18:20; Rom, 16:17-18; 2 Cor. 6:14-18; Gal. 2:6-14; Eph. 5:11)

3. Termination of Membership

The procedures to be used for terminating membership are:

A. Transfers

A member desiring transfer to another congregation, which is in fellowship with this congregation, shall apply to the Pastor for a Letter of Transfer. The Pastor shall issue a Letter of Transfer to the new congregation for the applicant.

B. Joining Other Churches

In cases where a member of this congregation joins a church, which is not in fellowship with this congregation, he/she may be granted a Letter of Peaceful Release by making such request of the Pastor.

C. Whereabouts Unknown

The names of members whose whereabouts are unknown, and cannot be established within a period of six months by the Board of Elders, shall be removed from the membership roster of the congregation. The file record shall indicate these names were removed from membership for the reason – "Whereabouts Unknown".

D. Self Exclusion

The Elders, following consultation with the Pastor, **may** remove any Member from the membership list of the church, who does not regularly attend worship services within a period of nine (9) months.

And fails to respond to repeated Christian encouragement and/or admonition by their respective Elder, the Pastor or other representative of the congregation, the member shall be notified by the Board of Elders through the mail of his/her self-

exclusion. If there is no response from the neglectful member, his/her name shall be removed from the membership roster.

E. Excommunication

Members, who conduct themselves in an unchristian manner, as defined by Scripture and the Constitution of this congregation, shall be admonished in Christian love by the Pastor and/or the Elders, according to Matthew 18:15-20. If they remain impenitent after proper admonition, they shall be placed under church discipline and relinquish the rights of membership. If excommunication is deemed in order, their names shall be placed before a duly called Voters' Assembly by the Board of Elders for consideration of excommunication. A unanimous vote by the Voters present shall be required for excommunication.

4. Restoration

Persons who have been removed from membership, for whatever reason, shall be restored with all rights and privileges upon their request and satisfaction of the cause for which they were separated. The method of Restoration shall be whatever is deemed most suitable for the situation by the Pastor and Board of Elders.

5. Notification of Membership Changes

All changes in membership shall be duly reported by the Pastor(s) at the Elders, Church Council, and Regular Voters' Meetings and entered into the church records.

ARTICLE II – MEETINGS

All board and committee members should strive for excellence and efficiency in the conduct of meetings in which they participate. It is expected that, in addition to having an opening devotion, meetings will be conducted with propriety and openness – providing opportunity for the full participation of all members. Each chairperson shall take responsibility for keeping the congregation informed of the actions taken by their respective board or committee.

1. Schedule

A. Church Council

The Church Council shall meet monthly throughout the year. Special meetings of the Church Council may be called by the Pastor, the President of the congregation, or upon written request to the President by three Council members.

B. Voters' Meetings

The Voters' Assembly is the highest organizational authority within the congregation. It has final jurisdiction in all areas affecting congregational management and congregational life.

1. Voters' Meetings

Regular meetings of the Voters' Assembly shall occur twice each year in the recommended months of June and December.

2. Special Meetings

Special Meetings of the Voters' Assembly may be called by the Pastor, the President of the congregation, or upon the written request to the President by six (6) Voting Members.

3. Place of Meetings

Meetings of the members may be held at the Church or such other location determined by the Church Council.

C. Administrative Boards and Committees

Meetings of administrative boards and committees shall be called by the respective chairperson and held at a time, place, and frequency convenient to the majority of its members and consistent with the accomplishment of their mission.

2. Notices

Notice of regular Church Council and Voters' Meetings shall be published in the church bulletin at least the Sunday prior to the meeting and will state the date, time and place of these meetings.

Notice of special Church Council and Voters' Meetings, and the business to be transacted, shall be published in the church bulletin prior to such meetings when possible. When published advance notice is not practical, oral announcement shall be given at the close of Sunday worship services preceding the meeting.

3. Quorum

Business shall only be transacted at Church Council and Voters' Meetings when there is a quorum.

A. Church Council

A quorum shall consist of two-thirds of the elected members of Church Council.

B. Voters' Meetings

A quorum at a Voters' Meeting shall normally be those Voters' present at a properly called meeting. In the event, however, a Voters' Meeting has on its agenda to amend the Constitution or Bylaws, to purchase or sell property, to effect a major alteration or erect a building, or to enact Staff changes, a quorum shall then consist of thirty Voting Members.

4. Order of Business

A. Church Council and Voters' Meetings

The person chairing a Church Council or Voters' Meeting shall provide to the attending members an agenda for the respective meeting. The agenda shall include at least the following items:

- Opening devotion

- Review of minutes of previous meeting
- Official correspondence
- Reports
- Unfinished business
- New business
- Closing devotion

B. Recommended June and December Voters' Meeting

The President of the congregation shall ensure that all Voting Members receive, at least one week prior to the recommended June and December meetings, an agenda and a report by the chairperson of each administrative board and committee represented on Church Council. The reports shall summarize the current year's activities of their respective boards, church attendance, and changes in membership, financial statistics, proposed future plans and issues, and also indicate any recommendations that are to be brought to the Voters' for action at a Voters' assembly.

5. Rules of Order

Robert's Rules of Order shall govern all deliberations of the congregational meetings except where otherwise specifically provided for in these Bylaws or the law of Christian love forbids.

6. Voting

Decisions made by vote at all meetings shall be on the basis of simple majority unless otherwise agreed to by all eligible Voting Members present. The chairperson of the body making a decision shall not vote on the issue unless there is a tie, in which case the chairperson shall cast the tie-breaking vote.

ARTICLE III – THE PROFESSIONAL OFFICE

1. Extending a Call to a Pastor or Other Staff Member

The choosing and calling of a Pastor, Teacher, or other Called Position shall proceed in the following manner:

- A. The President of the congregation shall appoint a special committee designated – the Call Committee. The committee shall be comprised of at least four Voting Members, with at least one of them selected from the area to which the position reports. The President shall designate one of them as chairperson. No two members of the same household shall concurrently serve on a Call Committee.
- B. The committee shall seek and identify potential candidates, which meet the needs defined by the congregation, through Synodical and District offices, personal acquaintances and publications received by the congregation.
- C. The committee shall provide the congregation with a list of the qualified candidates at least two weeks before a congregational vote and state the date, time and location of the Voters' Meeting to consider the Call.

- D. At the Voters' Meeting the Voters' shall consider and may elect, by secret ballot, one of the qualified candidates submitted by the Call Committee, to fill the office defined. Election shall be by simple majority; however, every effort should be made to make the Call unanimous.
 - E. The committee shall carry out the administrative detail to extend the call on behalf of the congregation. It shall also communicate any information necessary to Synod, District, or other candidates expecting a response.
 - F. In the event the Call is returned, another Voters' Meeting may be held with one week's notification to the congregation, provided no new candidates are added to the list.
2. Hiring non-Called Professionals
Voter approved permanent professional Staff positions are to be filled by non-Called professionals shall be selected through this process:
- A. The board responsible for the position creates a job description of the position, which meets the needs defined by the congregation or school;
 - B. The board shall seek, identify, and interview qualified potential candidates;
 - C. The board selects the best candidate from those interviewed;
 - D. The board presents the candidate(s) to Council for confirmation;
 - E. The board communicates and introduces the new staff person(s) to the congregation.
3. A Call to an Incumbent Pastor or Other Called Staff Member
When a Call has been received by a Pastor or other Called Staff Member, the following procedure should be observed:
- A. Notice of the Call received should be made known to the congregation as early as possible by the recipient of the Call.
 - B. The Church Council, at its own discretion or by direction of Voters, may call a meeting of the congregation to discuss the Call.
 - C. It is understood that the individual receiving the Call is free to make the final decision on the Call as guided by the Holy Spirit.

ARTICLE IV – OFFICES

Elected offices of the congregation shall be President, Vice-president, Secretary, Treasurer, Financial Secretary, Board of Elders, Board of Trustees, Board of Stewardship, Board of Parish Education, Board of Christian Outreach, School Board, Board of Community Service, Board of Fellowship, Board of Family Life, and Board of Youth.

ARTICLE V – TERMS OF OFFICE

The term of office for all elected officers and board members shall be two years. Officers and board members, with the exception of the Elders, shall serve no more than two consecutive terms in the same office or on the same board. The number of terms an Elder may serve shall not be limited.

The President and Treasurer shall be elected one year and the Vice-president, Secretary and Financial Secretary in the alternate year. One-half of the members of each board shall be elected one year and the remaining members elected in the alternate year.

ARTICLE VI – ELECTION OF OFFICERS AND BOARD MEMBERS

1. Nominations

The President of the congregation shall appoint, within one month after the recommended December Voters' Meeting, a Nominating Committee as provided for under Article X-5 of the Bylaws.

The committee shall be composed of at least four Voting Members and the Chairperson of the Board of Stewardship. The four Voting Members shall be representative of the profile of the congregation. The President shall appoint one member of the committee as chairperson.

The Nominating Committee shall select, for all open offices, nominees who are eligible for election in accordance with Article V-4 and VI-4 of the Constitution and Article V of the Bylaws. Such list shall be distributed to the Voters at least two weeks prior to the recommended December Meeting. Additional nominations may be made from the floor, with the consent of the nominee, by eligible Voting Members at the recommended December Meeting.

2. Elections

The election of all officers and board members shall be by ballot at the recommended December Meeting and shall be decided by simple plurality. Unopposed candidates may be elected to office upon the casting of a single vote by the Secretary at the instruction of the presiding officer.

3. Installation of Officers and Board Members

The officers and board members-elect shall assume their respective duties upon installation, which shall preferably take place during a public worship service on a date scheduled by the Pastor(s) within six weeks following the recommended December Meeting. Outgoing officers shall continue to hold office until the installation of the newly-elected officers.

4. Vacancies in Office

In the event of a vacancy in any office, the Nominating Committee shall provide the President a list of one or more candidates. The President shall appoint a successor from the list to serve out the term of the unexpired office.

The successor is entitled to his/her own two (2) consecutive terms if elected in subsequent elections.

ARTICLE VII – DEFINITION AND DUTIES OF OFFICERS

1. President

The President shall act as Executive Officer of the congregation and enforce the Constitution and Bylaws of the congregation as embodied in the resolutions of the voting membership and, to the best of his/her ability, carry out the expressed will of the congregation. The President will be an ex-officio member of all boards and committees.

It shall be the duty of the President to:

- preside at all Voters' and Church Council meetings;
- appoint members to Standing and Special Committees as provided in the Bylaws and by other resolutions of the Voters;
- initiate processes to correct deficiencies in offices, boards and committees;
- expeditiously fill vacancies in offices and boards that occur between annual elections or appointments;
- sign all legal documents;
- be co-trustee of the safety deposit box;
- ensure action and plans of Council, Boards, and Committees are; aligned with the Operating Plan;
- maintain a Congregation operating and policy manual;
- be the congregational representative maintaining active engagement, connection, and support to the LCMS, the LCMS-Eastern District and Philadelphia Circuit and encourage the Church membership to do likewise, and
- perform such other duties as are usually incumbent upon the President.

2. Vice-president

The Vice-president shall be the first successor to the office of President. In the event of a vacancy, disability, or absence in the office of the President, the Vice-president shall assume all duties of the President until the next annual election.

It shall be the duty of the Vice-president to:

- preside over all Presidential chaired meetings in his absence;
- serve as Chairperson of the Finance Committee; and
- embrace such duties and roles as assigned to him by the President and the Bylaws.

3. Secretary of the Congregation

It shall be the duty of the Secretary to:

- serve as official custodian of the Constitution and Bylaws, insuring their accuracy and availability;
- maintain a permanent record of the declarations of acceptance of the Constitution and Bylaws by the members of the congregation and keep such records as are necessary to determine the roster of eligible Voting Members;
- keep accurate minutes of all regular and special Church Council and Voters' Meetings as a reliable account of the congregation's business;
- report regularly on the business conducted at Church Council and Voters' Meetings to the congregation at large;
- establish and maintain an orderly file system for keeping meeting minutes and membership records for reference and use by the congregation;
- compose and send out correspondence required to execute any of the congregation's business; and
- perform such other duties as are in keeping with this office.

4. Treasurer

The Treasurer shall be bonded by a reliable bonding company or covered by an Employee/Officer Dishonesty Statement in the liability portion of the church insurance policy. The Chairperson of the Finance Committee will decide on the most economical option. These costs will be at the expense of the congregation. The bonding or insurance coverage amount will be determined annually by the Church Council.

It shall be the duty of the Treasurer to:

- pay all obligations on a current basis as authorized and incurred by the congregation;
- establish and maintain records of all financial transactions which accurately disclose the current financial status of the congregation. These records shall remain the property of the congregation and be turned over to the Audit Committee for annual review and evaluation;
- reconcile bank and other financial statements monthly;
- prepare and submit on a timely basis payroll reports on Quarterly Tax Deposit, Quarterly Tax Filing, Annual W-4 Statements, Annual W-2 Statements, annual reconciliation and reporting of taxes to the Social Security and Internal Revenue Service, and other reports required by law.
- serve as a member of Finance Committee;
- prepare monthly reports on the financial status of the congregation and report this information to the Church Council and the congregation; and
- prepare reports, as are necessary, for church officers, boards and committees to plan, budget and execute programs authorized by the congregation.

5. Financial Secretary

The Financial Secretary shall be responsible for the counting, recording, depositing and reporting of all funds received by the congregation from offerings, tuition and other sources.

It shall be the duty of the Financial Secretary to:

- establish and modify procedures necessary to assure that all funds received by the congregation are accurately counted in a timely and safe manner and then deposited in the designated bank;
- report to the Treasurer information on the amount and type of funds deposited;
- record offerings of members and other contributors on financial statements and send copies of these statements to each giving unit each calendar quarter;
- preserve the confidentiality of individual gifts and contributions;
- prepare reports of pertinent financial information and report this regularly to the Church Council and the congregation;
- prepare reports, as required for the Church Council and Voters to help analyze the giving performance and the financial trends of the congregation; and
- serve as a member of the Finance Committee.

ARTICLE VIII – DEFINITION AND DUTIES OF CHURCH COUNCIL

1. Composition

The Church Council shall be composed of the elected officers and board chairpersons, or a designated person from their board, approved by the President. Representative has a vote.

The Pastor(s), and the School Director serve in a non-voting capacity. The Council can invite any such other members of the congregation the Church Council deems necessary to carry out the Mission of the Congregation who serve in a non-voting capacity.

2. Role

The Church Council shall be the administrative authority for the Voters and act on their behalf in the management of the Annual Operating Plan (defined under Duties), the budget and such other business sanctioned by the Voters or defined in the Bylaws. In this capacity they shall make such decisions as are necessary to maintain viability of the Operating Plan and the budget. They shall keep the congregation informed of the status of the Plan and budget and bring recommendations for change to the Voter's attention that requires their action.

3. Duties

It shall be the duty of the Church Council to:

- provide a forum for the development of an on-going vision consistent with the Purpose and Mission of the Church;
- provide guidelines, consistent with the Purpose and Mission of the Church and vision of the congregation, to all boards and committees for preparation of their respective plans;
- integrate the plans of the boards and committees into a recommended Operating Plan for approval by the Voters;
- meet regularly to conduct the business of the congregation as defined in the Bylaws and Operating Plan;

- review progress against the Operating Plan and budget and develop recommendations for appropriate changes to the respective boards, committees or Voters;
- coordinate the activities of the respective boards and committees in regard to need, timing space and resource availability;
- provide guidance, direction or counsel to officers, board or committee chairpersons as required or requested;
- plan and implement such activities and events that are consistent with the Purpose and Mission of the Church but are not the responsibility of other boards or committees;
- mediate conflicts in schedules, use of resources, or inconsistencies that impact on the Operating Plan;
- act on behalf and for the congregation in all matters as specifically requested by the Voters or whenever prompt actions are required to sustain the viability of the Operating Plan;
- ensure that communication is maintained with the congregation throughout the year regarding progress against the Operating Plan, the budget and the need for any response on their part.

4. Limitation on Personal Liability

A member of the Church Council shall not be personally liable for monetary damages as a member of the Church Council for any action taken, or any failure to take any action, unless:

- a. He or she has breached or failed to perform the duties of a member of the Church Council in accordance with the standard of conduct contained in Section 5712 of the Pennsylvania Non-profit Corporation Law and any amendments and successor acts thereto; and
- b. The breach or failure to perform constitutes self-dealing, willful misconduct or recklessness; provided however, the foregoing provision shall not apply to (a) the responsibility or liability of a member of the Church Council pursuant to any criminal statute or (b) the liability of a member of the Church Council for the payment of taxes pursuant to local, state or federal law.

ARTICLE IX – DEFINITION AND DUTIES OF BOARDS

The chairpersons and the members of all boards, as designated in the Bylaws, shall be elected by the congregation at the recommended December Voters’ Meeting. The President or the chairperson of a respective board may, however, appoint additional members to a board between elections, as necessary, to carry out the mission of a board. The elected chairperson may be either a new member of a board or one of the incumbents.

1. Board of Elders

The Board of Elders is to assist the Pastor(s) in the nurturing and spiritual care of the congregation as an expression of the priesthood of all believers that is incumbent on the whole Church. They are also to function as an in-reach to all members of the Christ

Memorial family and in the promotion of the general welfare of the congregation and of Christ's Kingdom.

The Chairperson of the Board of Elders shall be second successor to the office of President.

The nature of the duties of this board requires that only men noted for their Christian character, zeal and experience in the spiritual work of the Kingdom of Christ shall be elected to this office. The board shall be composed of one Elder for approximately eighteen family units. The Chairperson is selected by the board membership.

It shall be the duty of the Board of Elders to:

- assist and encourage the Pastor(s) in all matters pertaining to the spiritual welfare of the congregation, including all in-reach and out-reach endeavors;
- provide spiritual and material support to the Pastor(s) and his/their family(s);
- maintain discipline within the congregation according to Scripture, the Lutheran Confessions, and Article V of the Constitution and Article I of the Bylaws of the Constitution;
- take spiritual responsibility for the families assigned them in liaison with the Pastor(s) and other concerned boards of the congregation;
- engage in continual review of communion and church attendance of all members, and make timely calls on those having special needs – encouraging regular attendance, use of the Sacraments and financial support of the church to fully enjoy the rights and privileges of their membership;
- ensure that the congregation functions in accordance with the established doctrine of the Church as defined in Article III of the Constitution;
- maintain in the church library a copy of the Symbolical Books of the Evangelical Lutheran Church as defined in Article III of the Constitution;
- verify eligibility for membership of all individuals and families applying for membership in this congregation according to Article V of the Constitution and Article I of the Bylaws;
- maintain an accurate roster of membership;
- oversee the purchase and ensure the availability of worship materials and supplies such as communion wine and wafers, registration cards, hymnals, etc;
- assist the Pastor(s) in the planning and scheduling of worship services, including arranging for pulpit service during absence or disability;
- take responsibility for the recruitment, training, and scheduling of Ushers and the availability of Nursery attendants;
- assist the Pastor(s) and the congregation in all aspects of the Worship Service to ensure they are carried out in accordance with church doctrine and foster an atmosphere conducive to satisfying the spiritual needs of the congregation;
- assist the Pastor in effecting the Stephen Ministry, and other in-reach programs to the benefit of the congregation;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation;

- prepare and submit budget recommendations to the Finance Committee for worship supplies and the Pastoral and Church Office Administrator portion of the budget;
- select the Church Office Administrator with input from the Pastor(s) and other administrative staff;
- maintain an Elder Handbook, keeping it current and train elders to ensure consistency within the congregation;
- provide an Annual Performance Review with the Pastor;
- provide an Annual Performance Review with the Church Office Administrator.

2. Board of Stewardship

A. Spiritual Gifts Assessment and Member Assimilation

The Board of Stewardship shall be responsible for the overall planning and utilization of God's spiritual gifts provided to the members of the congregation. This shall involve on-going coordination with the Pastor(s), the Chairperson for the Board of Outreach and the Elder responsible for Stewardship.

This coordination is intended to ensure that new and existing members' spiritual gifts are efficiently assessed, cataloged and disseminated to the various leaders of the congregation and the boards and committees on a regular basis, in order that all members may be properly assimilated into the work of the Church. This responsibility also includes the identification and recruitment of candidates for the various elected positions in the congregation by actively supporting the function of the Nominating Committee.

The Board of Stewardship shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership.

B. Financial Stewardship

Board of Stewardship responsibilities shall also include educating the congregation in proportionate giving and the encouragement of a God-pleasing response in the form of an annual financial pledge in order that the Mission and Ministry of the congregation may be effectively carried out locally and throughout the world.

C. Additional duties

- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

3. Board of Trustees

The Board of Trustees is responsible for planning and coordinating the use, operation, and maintenance of the existing church and school buildings and grounds. The Board of Trustees shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership. The board shall form subcommittees as are required to satisfy the work program of this board. The

subcommittee members may be appointed by the President or the Chairperson of the Trustees. The Trustees shall be custodians of the congregation's safety deposit box and its contents. The Chairperson of the Board of Trustees shall be the custodian of one key and the President of the congregation shall be the custodian of the other key.

It shall be the duty of the Trustees to:

- administer and maintain all property belonging to the congregation;
- carry out, with the congregation's support or contracted services, work programs needed to maintain the facilities and grounds;
- receive and process requests for the use of the congregation's property and facilities by outside agencies and assign supervisory roles and responsibilities;
- develop plans for the efficient utilization of building and grounds space;
- maintain a record inventory of the safety deposit box and report on it at the Annual Meeting. The record inventory shall be updated as items are added or removed from the box.
- select and supervise the Custodian, develop work schedules and recommend compensation;
- provide coordination for security services as required to maintain the safety of all properties owned by the congregation;
- obtain and annually assess changing needs for property, workman's compensation and liability insurance and coordinate changes with the Finance Committee;
- transact all business and perform such other duties as are in keeping with this office;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

4. School Board

The School Board, working in conjunction with the School administration and other boards, is responsible for establishing policies, procedures, and setting goals for the school. They shall also be responsible for setting educational standards for the school and developing plans to achieve them.

The School Board shall be composed of three (3) elected members, one who serves as chairperson, and two (2) school parents, appointed by the School Director as non-voting members. The Chairperson is selected by the board membership. The School Director shall be a non-voting member of the School Board.

It shall be the duty of the School Board to:

- develop, implement and publicize Christ-centered school programs that minister to the spiritual, mental, emotional, social, and physical needs of the children and their parents in the congregation and community;
- determine and provide the necessary resources needed to ensure a well rounded education for the children of the school enabling them effectively to transition to other schools;

- inform, educate and encourage members of the congregation, parents and students to participate fully and joyfully in the Lutheran School ministry of Christ Memorial;
- obtain and maintain accreditation and certification of the school and its curriculum;
- promote a God-pleasing relationship between the school and the congregation;
- provide processes that will ensure a professionally qualified school management and Staff and a Christian atmosphere;
- promote a cooperative relationship between parents and all members of the school Staff;
- prepare and recommend on an annual basis a School Operating Budget, Staff salaries and the Tuition Schedule;
- initiate request for Called and contract professional personnel for approved staffing positions in the school;
- provide an Annual Performance Review with the School Director;
- assist the School Director in performance reviews of staff as needed;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

5. Board of Outreach

The responsibilities of the Board of Outreach are to educate the congregation, with the help of the Pastor, in the Scriptural principles of Christian outreach and to assist and encourage them in this work. The Board of Outreach shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership.

It shall be the duty of the Board of Outreach to:

- implement training and educational programs for the congregation to teach and publicize the principles of Christian outreach;
- develop, coordinate and conduct a systematic program for reaching the unchurched people within the sphere of influence of the congregation;
- establish a Greeters process for visitors to the worship services and other functions;
- maintain an accurate list of prospective members;
- develop and implement a process for visiting and following up on visitors and prospective members;
- enlist and train members for personal out-reach;
- promote and publicize the church and its services to the community through available media;
- foster and provide support for the Vacation Bible School (VBS) Program;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

6. Board of Community Service

The Board of Community Service is responsible for identifying needs in the community that can be met by the congregation, individually or collectively. The Board of Community Service shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership.

It shall be the duty of the Board of Community Service to:

- identify, investigate and select community involvement service needs that are appropriate for the congregation;
- develop and implement plans to meet selected community service needs with resources available within the congregation;
- keep the congregation informed of the needs of the community and publicize programs to service those needs;
- coordinate Synodical and District activities that are directed at meeting local community and selected worldwide disaster needs;
- develop and maintain a file to identify congregational capabilities and resources available for community service;
- establish a process whereby financial resources are budgeted, collected, and authorized for disbursement as required to carry out selected community programs;
- report to the congregation, on an annual basis, the community service needs that were met and the resources utilized;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

7. Board of Parish Education

The Board of Parish Education is responsible for planning and administrating the Christian education programs for all age groups at Christ Memorial Lutheran Church. The Board of Parish Education shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership. The board shall appoint a Sunday School Superintendent, an Adult Education Superintendent and a Vacation Bible School Superintendent, all of whom shall also be members of the Board of Parish Education.

It shall be the duty of the Board of Parish Education to:

- identify, evaluate and select programs that meet the spiritual and Christian educational needs of the various age and interest groups in the congregation;
- coordinate and implement programs for children, youth and adults;
- enlist volunteers to teach and assist in the programs provided for children, youth and adults;
- publicize the various programs sponsored by the Board of Parish Education;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

8. Board of Fellowship

The Board of Fellowship is responsible for coordinating all Christ Memorial Parish fellowship and family oriented activities. The Board of Fellowship shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership.

It shall be the duty of the Board of Fellowship to:

- plan organize and coordinate all fellowship activities for the Christ Memorial family;
- publicize all programs under the responsibility of this board;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

9. Board of Family Life

The Board of Family Life shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership.

It shall be the duty of the Board of Family Life to:

- coordinate programs relating to marriage, parenthood and related family situations;
- develop and implement specialized support groups to foster Christian growth for individuals and families;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

10. Board of Youth

The Board of Youth is to provide for the spiritual growth, welfare and strengthening of the youth of the congregation through the administration of activities by utilizing the talents of the Church's youth in the work of Christ, and to provide and encourage a meaningful Christian fellowship. The Board of Youth shall be composed of at least three (3) elected members, one who serves as the chairperson. The Chairperson is selected by the board membership.

It shall be the duty of the Board of Youth to:

- develop and administer a year-around program for all 6-12 graders;
- develop and administer activities to serve the spiritual, fellowship and recreational needs of the various youth population and encourage active involvement of all youth;
- ensure all youth activities offer an opportunity for continual spiritual growth through Bible study, devotions, prayer and/or the study of topics of current interest;
- approve any announcements or publications concerning the youth and/or youth events;

- actively select and provide training for sufficient qualified adult leaders for all youth activities and provide guidelines for counseling in spiritual, moral, social and vocational matters;
- provide for congregational recognition of youth achievements, accomplishments, and activities;
- encourage group and individual involvement and outreach into the spiritual and physical lives of the congregation and local communities;
- prepare and submit the annual budget recommendations to carry out the plans of the board to the Finance Committee;
- cooperate with other boards, as requested, to help coordinate plans and activities for the overall benefit of the congregation.

ARTICLE X – STANDING COMMITTEES

Committees are essential to the organizational life of the congregation – to provide counsel to the President and Voters and to execute portions of the Operating Plan. The President shall establish special committees, in addition to the standing committees designated below, as deemed necessary to accomplish the business and program of Christ Memorial Lutheran Church. With the advice of Church Council, the President shall set forth a charter for each special committee appointed. He shall also annually appoint such members as necessary to serve on both the Special and Standing Committees. The President shall not be a voting member of any committee.

1. **Financial Review Committee**

This Committee shall review all financial records, policies and practices of the congregation to ensure their accuracy and adequacy. Financial reviews shall include, but not limited to, the records of the Treasurer of the Congregation, the Financial Secretary and the record inventory of the Safety Deposit Box. Financial review of the financial records for a given year shall be completed within six months of the closing date of that year. A written report shall be submitted by the Committee to the Church Council within thirty days after completion of the financial review.

A chairperson and two members, other than the Treasurer and Financial Secretary, shall be appointed to the committee to conduct the financial review.

2. **Data Administration Committee**

This Committee shall develop and recommend policies and procedures to Church Council to ensure the protection and security of congregation's data bases and assure the congregation's automated data processing resources are adequate effectively to complete the continuing workload. The President shall appoint three members to serve on the committee, one as chairperson.

3. **Finance Committee**

This Committee shall develop and recommend policies and procedures to Church Council and Voters for good stewardship of the congregation's financial resources. They shall be responsible for the implementation of Voter resolutions regarding the borrowing of money

or investing of funds, short and longer-range financial planning and needs forecasting. They shall also prepare an Annual Budget for the Congregation. The committee shall be composed of the Vice-president, as chairperson, the Treasurer, the Financial Secretary and two other persons appointed by the President.

4. Personnel Committee

The purpose of this Committee is to ensure uniformity and fairness in all aspects of compensation. The committee shall develop and recommend policies and practices regarding working conditions, compensation schedules, and benefits for the paid staff personnel of Christ Memorial Lutheran Church. They shall also prepare policies and/or guidelines regarding vacation, sickness, leave-of-absence, Annual Performance Review, moving, continuing education, and other policies for the welfare of the staff and functioning of the Church. The committee shall consist of at least four members appointed by the President. There should be one (1) representative from each board having staff oversight and at least 2 at-large members.

5. Nominating Committee

The purpose of this committee is to develop membership interest in the ongoing conduct of the congregation's activities and encourage participation and service on boards and committees of the congregation. The Nominating Committee shall develop and distribute to the congregational members, at least two weeks before the recommended December Meeting, a slate of candidates for election to fill vacancies of church offices and boards. The Nominating Committee shall be constituted as defined under Article VI-1 of the Bylaws.

ARTICLE XI – THE PASTOR

The Pastor(s) of this congregation must be a member of the Lutheran Church – Missouri Synod, or its successor. He shall be an ex-officio member of all congregation boards and committees and is eligible to attend all society or organizational meetings of the church.

Upon being installed, the Pastor is authorized and obligated to proclaim to the congregation, jointly and severally, the Word of God in its full truth and purity as contained in the canonical writings of the Old and New Testaments and professed in the Book of Concord of the year 1580.

It shall be the duty of the Pastor(s) to:

- equip the saints for the work of service;
- administer the sacraments in accordance with their divine institution;
- discharge toward all members of the congregation the functions of a minister and curate of their souls in an evangelical manner, in particular to visit the sick and the dying and admonish indifferent and erring members;
- guide the congregation in applying the divinely ordained discipline of the Church;
- provide spiritual leadership and oversight in the educational agencies and the various organizations within the congregation;

- serve as an example by Christian conduct and to do all that is possible for the up-building of the congregation and the advancement of the Kingdom of Christ;
- provide such education and training as is required to meet the qualifications for church membership set forth in this Constitution and the Bylaws;
- administer such acts and rites as are consistent with the doctrines of this congregation and defined in the Constitution;
- maintain accurate records of ministerial acts of baptism, confirmation, communion, admission and removal, marriages, deaths and burials, and such other acts normally performed by the clergy. These records shall remain the property of the congregation and be open for inspection at any reasonable time;
- assist in the selection of the Church Secretary and assume responsibility for daily supervision;
- attend such meetings as his overall duties permit to provide spiritual leadership and counseling;
- keep the congregation informed of his activities and changes of which they should be aware;
- actively participate in an Annual Performance Review with the Elders;
- maintain active engagement, connection, and support to the LCMS, the LCMS-Eastern District and Philadelphia Circuit and encourage the Church membership to do likewise.

ARTICLE XII – REMOVAL FROM OFFICE

1. Pastors and Professional Staff

- A. Sufficient and urgent causes for deposing a Pastor or other professional Staff member are persistent adherence to false doctrines (e.g. contrary to Article III of the Constitution), scandalous life and/or neglect of official duties.

- B. A Pastor or professional Staff member shall not be dismissed for cause by this congregation unless the Church Council, after due investigation and consideration in accordance with Matthew 18:15-18 and this Constitution and the Bylaws thereof, determine there is valid cause. The Circuit Counselor and District President shall be given full knowledge of removal procedures when they are preferred against a Called member, and all such actions shall be taken in full consultation with said officials.

The steps of the dismissal process shall include, in the order listed:

- Written notice by the Church Council to the incumbent of the proposed action;
- Recommendation to the Voters, by the Church Council or the Board of Elders, that the dismissal process be invoked against an incumbent Pastor or Staff member;
- Opportunity for the incumbent to be heard before the Voters;
- Voters' action.

Removal may only be effected upon a majority action of the Voters present at two successive duly called Voters' Meetings prior to which the Voters have been advised in respect to the considered action and the findings of Church Council.

2. Elected Officers

Any elected officer of the congregation may be removed from office for Christian and lawful reasons upon validation by Church Council of due cause. The recommendation for removal shall be made to Voters by the Church Council. The removal process shall be that defined by Article V-5 of the Constitution or the steps of the dismissal process defined in Article XII-1B of the Bylaws of the Constitution.

Removal may only be effected upon a majority action of the Voters present at a duly called Voters' Meeting prior to which the Voters have been advised in respect to the considered action and the findings of Church Council.

3. Appointed Officials

Appointed officials may be replaced or removed by the appointing authority, prior to the expiration of their term, with the concurrence of the chairperson of the incumbent's respective board or committee, or the Church Council. The individual proposed to be replaced or removed shall be advised in writing of the proposed action and be given the privilege of a hearing before the Church Council. In the event of a dispute the matter may be brought before Voters for final action.

ARTICLE XIII – CHURCH SOCIETIES

All societies or organizations of the congregation shall be under the direct control of the Church Council. Such societies and organizations shall submit their Constitution or Purpose of Organization to the Voters for approval. The Pastor, as an ex-officio member, shall attend the society or organization meetings to the extent that his overall duties permit. When a society or organization disbands, the funds and other assets of the society or organization shall be turned over to the Voters for proper disposition.

ARTICLE XIV – RECORDS

1. The Pastor shall be the official custodian of the church seal. It shall be made available for all necessary business of the Voting Membership.
2. Any Confirmed Member of this congregation may petition the Voting Membership to examine the church records. Requests for duplication of church records shall be honored only upon Church Council or Voters' approval.

ARTICLE XV – RIGHT TO INDEMNIFICATION

The Church shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Church council or a Church board, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, whether or not the indemnified liability arises or arose from any threatened, pending or completed action by or in the right of the church, to the extent that such person is not otherwise indemnified and to the extent that such indemnification is not prohibited by applicable law.

The obligations of the Church to indemnify a member of the Church Council or a Church board shall be considered a contract between the Church and such member of the Church council or Church board, and no modification or repeal of this section shall affect the obligations of the Church in connection with a claim based on any act or failure to act occurring before such modifications or repeal.

ARTICLE XVI – AMENDMENTS

These Bylaws may be amended in a properly convened Voters' Meeting when:

1. written notice of the proposed changes has been provided to all Voting Members at least one week prior to the meeting in which the amendment is to be voted upon, and
2. the majority of the Voters present approve the amendment without change.

ARTICLE XVII – EFFECTIVE Date

The effective date of these Amended and Restated Bylaws is October 15, 1990 (the "Effective Date"). These Amended and Restated Bylaws incorporate the additional revisions approved by the Congregation on December 18, 1994, June 16, 1996, June 22, 1997, and December 9, 2012.