

Bylaws of Emanuel Evangelical Lutheran Church Manchester, Connecticut

Approved June 25, 1989; Adopted December 3, 1989; Effective January 1, 1990; Amended January 26, 2005;
Amended January 21, 2007; Amended January 25, 2015; Amended January 24, 2016; Amended June 1, 2025

ARTICLE I MISSION OF CHURCH

Called by God, the Congregation of Emanuel Evangelical Lutheran Church of Manchester, CT (this church) seeks to fulfill its mission under the grace and authority of our Lord Jesus Christ. As an instrument of the Holy Spirit, Emanuel shall be guided by the admonitions of St. Paul in his Letters to Young Churches:

- Section 1. Proclaim the Word of God and administer the sacraments in order to bring people to faith in Christ and keep people growing in that faith. (1 Peter 2:9-10; Romans 10:8-17; John 6:53-57; Colossians 2:8-14)
- Section 2. Share the saving love of Christ with family, friends, neighbors, and the world through our words and actions. (Matthew 28:19-20; Matthew 5:13-16; Acts 1:7-9; James 1:22-25)
- Section 3. Nurture its community of believers in faith, fellowship, and commitment. (Colossians 3:12-17; 1 John 4:7-12, 18-20; Philippians 2:1-4)
- Section 4. Reach out to the Manchester community and the world by service to those in need. (Matthew 25:31-40; Luke 4:18-21; 2 Corinthians 1:3-5; 2 Corinthians 5:18-20; Acts 1:7-9)
- Section 5. Mobilize the God-given talents and resources of each member for use in the ministry of this church. (Romans 12:3-8; Ephesians 4:11-13; 2 Corinthians 8:1-5, 7-9; 2 Corinthians 9:6-12)

ARTICLE II CONGREGATION MEETINGS

- Section 1. Annual Meeting. The congregation shall meet annually on the first Sunday of February or within sixty days of the start of the new year. At the annual Congregation Meeting there shall be election of new members to the Congregation Council, adoption of the annual budget, and such other matters of business as may come before the congregation.
- Section 2. Reports. Pastor(s), congregation and council president, lay professional(s), treasurer, and each committee of the congregation shall submit a written report to be included in the Annual Report.
- Section 3. Special Meeting(s). Special congregation meeting(s) may be called as specified in the Constitution, Sections C10.02. and C10.03.
- Section 4. Quorum. Ten percent (10 %) of voting members constitute a quorum as defined in the Constitution.
- Section 5. Voting. Each voting member shall be entitled to one vote upon each matter submitted for voting at any congregation meeting. The vote of a majority of such members shall be the act of the congregation on such matter unless the vote of a greater number is required by the Constitution or Bylaws of the Evangelical Lutheran Church in America, or this church's Constitution and Bylaws. Voting on all matters shall be by voice or show of hands unless more than fifteen percent of the voting members present at the meeting, prior to the call of the vote on any matter, demand a written ballot vote on such matter.

ARTICLE III THE CONGREGATION COUNCIL

- Section 1. Meetings and Obligations: The Council shall regularly meet each month, as necessary.
- (a) At the first meeting of the year, the meeting day shall be selected for the ensuing year.
 - (b) All notices, agendas, minutes and correspondence including notices or information to the congregation may be sent electronically. Whenever notice is required to be given under the provisions of the Constitution or these Bylaws, a waiver thereof in writing, signed by the person or persons entitled to such notice whether before or after the time stated therein, shall be equivalent to giving of such notice.
 - (c) A quorum for the transaction of business shall consist of a majority of elected members of the Congregation Council and the pastor or interim pastor. If the pastor requests or consents to be absent and the pastor has given prior approval to the agenda of routine matters, it shall be the only business considered at that meeting. (Constitution C12.11.)
 - (d) Each Council member shall disclose to the Council any personal interest he/she may have in any matter pending before the Council. The Council shall determine by vote of the members whether or not a disclosing member is disqualified from participating in discussion or decision on a pending matter.
 - (e) Meetings of the Congregation Council shall be open to attendance by any member of the congregation and, upon discretion of the presiding officer, a visitor may be accorded a voice without vote.
 - (f) A meeting or portions of a meeting of the Congregation Council may be closed to the congregation upon majority vote of the council.
 - (g) 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. (Constitution C12.13.)
 - (h) The Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation. Continuing resolutions shall be enacted or amended by a two-thirds vote of all voting members of the Congregation Council. (Constitution *C18.01. & .02.)
 - (i) The Congregation Council shall approve all fundraising activities requested by staff, committees and members of the congregation.
 - (j) Any member of the Congregation Council who is under 18 years of age may vote on any motion or resolution.
- Section 2. Manner of Acting The act of a majority of the Council, at which a quorum is present, shall be the act of the Council unless the vote of a greater number is required by the Constitution or Bylaws of the Evangelical Lutheran Church of America, the New England Synod of the Evangelical Lutheran Church in America or this congregation.
- Section 3. Executive Committee.
- (a) The president, vice-president, and one elected council member shall constitute the Executive Committee. The rostered staff shall be advisory members.
 - (b) This committee shall meet as required to expedite the assigned and designated business of the Congregation Council.
 - (c) This committee shall set the proposed Congregation Council agendas.
 - (d) The Executive Committee has authority to act on behalf of the council when emergencies arise and the council cannot be convened in a timely manner.
 - (e) The Congregational Council shall be informed within twenty-four (24) hours of any emergency decision enacted by the Executive Committee. All decisions shall be documented at the next regular meeting of the Congregation Council.
 - (f) The Executive Committee is responsible for the annual evaluation of pastor(s).

- (g) Prior to the first meeting following the Annual Meeting, the present Executive Committee shall implement a training session for all elected Council members. This training shall include review of Emanuel's Constitution, Bylaws and its Policies and Procedures.

Section 4. Affiliated Corporations and Preschool.

- (a) The members of the Congregation Council are members of the Emanuel Housing Corporation and are responsible for electing the members of the Housing Board of Directors.
- (b) The Congregation Council by resolution has formed relationships with a number of non-profit organizations in accordance with our ministry objectives. Any organization requesting to utilize Emanuel's property on a long term basis shall be approved by the Congregation Council by resolution.

Section 5. Presentation of Candidates to Congregation.

- (a) Elected members of the Congregation Council shall be chosen for terms of three years by a majority vote at the annual congregation meeting. Their respective tenure shall be arranged so that one-third of the terms expires annually.
- (b) Prior to the election at the annual congregation meeting, the Nominating Committee shall present to the congregation the identity, background, and activities of each candidate presented for election to the Congregation Council, Endowment and Nominating Committees in a manner determined by the Congregation Council.
- (c) The Congregation Council shall provide a standard form to be used by the congregation for submission of names of candidates and shall establish the date within which time names shall be submitted to the Nominating Committee.

ARTICLE IV-A CONGREGATION COMMITTEES

Committees specified in Chapter 13 of the Constitution include provisions for specific congregation committees including the Executive Committee, Nominating Committee, Audit Committee, Endowment Committee, Call Committee, and Mutual Ministry Committee.

ARTICLE IV-B STANDING COMMITTEES

Article C13.07. of the Constitution states: Other committees of this congregation may be formed, or disbanded, as the need arises, by decision of the Congregation Council. Article C13.08. specifies that: Duties of other committees of this congregation shall be specified in the Bylaws or by continuing resolutions. Following are general operating conditions for the Standing Committees:

- As soon as practical in each calendar year, each standing committee shall elect the chairperson for its committee.
- Except as otherwise provided by the Constitution or Bylaws, the Congregation Council, staff and committees shall recruit and select members from the congregation needed to fulfill the duties assigned to the committee. Term limits, if any, shall be outlined in the Constitution unless herein specified in these Bylaws.
- Rostered staff shall be ex-officio members of all Standing Committees.
- Committee meetings shall be held as needed and with prior notice. Committee meetings shall be open to all members of the congregation. Committees shall prepare and distribute a written agenda to its members at least 48 hours prior to the meeting. Meeting minutes shall be maintained and distributed to committee members, the Congregation Council Secretary, Pastor and Office Administrator. At the discretion of the chairperson, visitors may be accorded voice without a vote.
- All agendas, minutes and correspondence may be sent electronically.

Section 1. Finance Committee: This committee assists the Congregation Council in its responsibilities for the financial matters of this congregation and shall consist of a minimum of six voting members of the congregation serving staggered three-year terms with respective tenures arranged so that one third of

the terms expires annually. Members of the Finance Committee are eligible for two full consecutive terms of three years. This committee shall:

- (a) Prepare a draft budget for the succeeding year and shall submit such draft budget to the Congregation Council for its action and later presentation to the congregation meeting.
- (b) Exercise oversight of all the financial affairs of the congregation including the current year budget, off-budget accounts, insurance program and the computer network to make sure that they are being conducted efficiently and report monthly to the Congregation Council.
- (c) Recommend to the Congregation Council distribution of the congregation's special funds (e.g., legacy gifts), insurance coverage and maintenance and upgrades to computer network.
- (d) Recommend investment allocation of the congregation's funds to the Congregation Council.

Section 2. Property Committee: This committee assists the Congregation Council in their responsibilities for the property matters of this congregation and shall see to the proper maintenance and protection of all buildings, building fixtures, furniture and grounds of the congregation and shall take care that same is kept in good repair.

Section 3. Personnel Committee: This committee serves as an advisory committee to the Congregation Council on matters related to personnel administration. The Committee shall consist of six members including a Chairperson, Vice Chairperson, and four members at large, all of whom are appointed by the Council. The six members shall serve staggered three-year terms with their respective tenures arranged so that one third of the terms expires annually. This committee shall:

- (a) Provide compensation recommendations to the Executive Committee and Congregation Council for all staff of the congregation.
- (b) When staff members work closely with a Standing Committee, request a person from the Standing Committee to evaluate the staff members as outlined in the Policy and Procedure Manual.
- (c) Annually review the Personnel Policy and Procedure Manual and make any needed recommendations to the Congregation Council.
- (d) Work with the pastor in the formulation of recommendations to the Congregation Council for reorganization of staff and staff responsibilities.

Section 4. Designated Giving Committee: This committee properly administers all designated gifts and encourages members of the congregation to make special gifts. The Committee shall:

- (a) Establish policy on expenditures of memorial contributions and maintain an approved list of suggestions for memorial gifts.
- (b) Oversee the maintenance and administration of the Memorial Gifts Fund.
- (c) Distributions from the Memorial Gifts Fund shall be forwarded to the Congregation Council for approval before disbursal.

Section 5. Stewardship Committee: This committee is responsible for the ongoing Stewardship Program and other congregational efforts which lead to informed, grateful and joyous giving. It shall be a function of this committee to encourage and support Christian stewardship of time, talents and treasures in support of Emanuel's ministries.

Section 6. Worship & Arts Committee: This committee assists the Congregation Council in seeing that the services of God's house are conducted regularly and in accordance with the word of God and the faith and practices of the Evangelical Lutheran Church in America. This committee shall provide input to the Pastor and Director of Music to advance the effective functioning of the choirs and musical response and praise in worship. The Director of Music shall be an ex-officio member.

Section 7. Calumet Ministries Committee: This committee coordinates Emanuel's support for and participation in the outdoor ministries offered by Calumet for youth and families. It shall be responsible for the following tasks:

- (a) Making members generally aware of the ministries, programs, and opportunities offered by Calumet.

- (b) Encouraging donations to and raising funds for the Rev. William White Calumet Fund. The fund is used to support members' participation in the summer overnight residential camp, summer day camp, Leadership & Service program, and Counselor-in Training program. Additionally, the fund may be used to support member participation at congregational retreats held at Calumet.
- (c) Advertise the availability of financial support for summer youth programs at Calumet (resident camp, day camp, Leadership & Service program, and the Counselor-in-Training program) to the congregation.
- (d) Solicit applications for financial assistance from members of the congregation and make campership awards annually.
- (e) Coordinate communication of award amounts with applicants, the Calumet registration office, Pastor and Treasurer.
- (f) Prepare an annual report of activity for the congregation.

ARTICLE V DUTIES OF OFFICERS / FINANCIAL SECRETARY

- Section 1. The President of the congregation and the Congregation Council shall be elected each year at the first Council meeting after the Annual Meeting. The President of the congregation and Congregation Council shall be the chief lay officer of this Congregation. The President shall preside at meetings of the congregation and the Congregation Council.
- Section 2. The Council Vice-President shall preside at meetings of the congregation and the Congregation Council in the President's inability to serve. The Council Vice-President shall be given the most recent copy of Robert's Rules of Order at the first meeting of the year. The Council Vice-President shall be an advisory non-voting member of the Nominating Committee.
- Section 3. The Secretary shall keep accurate minutes of all meetings of the congregation and of the council in volumes provided by the congregation, which shall be preserved permanently in its archives. Names of committee chairs and committee members shall be sent to the Congregation Council Secretary and the church office.
- Section 4. The Treasurer(s) shall keep the books of account of the congregation and shall receive from the Financial Secretary all funds and disburse them on proper orders, making quarterly remittance of benevolence receipts to the Treasurer of the Synod. The Treasurer(s) shall make written report of all financial transactions to the Congregation Council monthly and to the congregation at its annual meeting. The Treasurer(s) shall be ex officio voting member(s) of the Finance Committee. If a bookkeeper is hired to handle the accounting responsibilities, the treasurer must still be the signatory authority on all check disbursements.
- Section 5. The Financial Secretary(s) shall receive and record all income and contributions from members and from all other sources by which the congregation derives any funds. The Financial Secretary(s) are ex-officio member(s) of the Finance Committee with voice but not vote.

ARTICLE VI CONTRACTS, LOANS, CHECKS, AND DEPOSITS

- Section 1. Contracts. The Congregation Council, consistent with Chapter 12.05. c. & d. of this Congregation's Constitution, may authorize any officer(s), pastor or agent(s) of the congregation to enter into any contract or execute and deliver any estimates in the name of and on behalf of the Congregation Council and of the congregation and such authority may be general or confined to specific instances.
- Section 2. Loans. No loan shall be made on behalf of the congregation nor any evidence of indebtedness created without specific authorization by resolution by the Congregation Council. Such authority may be general or limited.
- Section 3. Purchase and Gifts. No purchase shall be made nor gifts and donations accepted on behalf of the congregation unless authorized by resolution of the Congregation Council. Authority to accept gifts and donations may be general or limited.

Section 4. Checks and Drafts. All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the congregation shall be signed by such officer(s) or agent(s) of the congregation and in such manner as may be determined by resolution of the Congregation Council.

Section 5. Deposits. All funds of the congregation not employed in its ministry shall be deposited from time to time for the credit of this congregation in such banks, accounts or other depositories as may be determined by the Congregation Council.

ARTICLE VII MEMBERSHIP

Section 1. Membership in this congregation is defined by the ELCA-mandated Sections in Chapter 8 of Emanuel's Constitution. The removal (see C8.05.e.) from the congregation's roll due to inactivity is stated in the bylaws by each congregation.

Section 2. Confirmed members who have not communed or contributed within a three-year period will be declared inactive. Following ample notification, inactive members will be removed from the roll of members but shall remain persons for whom the church and congregation has a continuing pastoral concern.

ARTICLE VIII PARLIAMENTARY PROCEDURE

Section 1. Roberts Rules of Order, latest edition, shall be the governing parliamentary law of this congregation for all congregation meetings, council meetings, committee meetings, and all other organized meetings of this congregation, except as otherwise provided in the Constitution or the Bylaws of the Emanuel Evangelical Lutheran Church of Manchester, CT.

ARTICLE IX ENDOWMENT FUNDS AND ENDOWMENT COMMITTEE

Section 1. Definition of Endowment Fund: An endowment fund is a fund from which only a portion of the earnings are eligible for distribution. These permanently restricted or temporarily restricted endowments may be established by donor-restricted gifts or by a Continuing Resolution of the Congregation Council.

Section 2. Establishment of Endowment Fund: Following are requirements for establishment of an endowment fund:

- (a) The objectives and provisions of each Endowment Fund must be compatible with the Emanuel Evangelical Lutheran Church's Constitutional "Statement of Purpose" (Chapter 4) and "Organizations within the Congregation" (Chapter 14).
- (b) The objectives and provisions for each Endowment Fund shall be clearly stated.
- (c) The Congregation Council is responsible for the establishment of each Endowment Fund with a Continuing Resolution.
- (d) Additional contributions to an existing Endowment Fund can be made unless prohibited by the Fund provisions.

Section 3. Investment of Endowment Funds: The investment objective will be to provide long-term growth so the annual distribution will keep pace with inflation, i.e., the annual distribution will maintain its purchasing power. All investments shall be invested by outside investors such as in the ELCA Endowment Fund Pooled Trust and/or the ELCA Mission Investment Fund when the fund is sufficiently large to qualify for pooling. When a fund is not sufficiently large to qualify for pooling, the endowment funds shall accumulate in CDs and accounts administered by the congregation treasurer(s). The Treasurer of the congregation shall maintain the Endowment accounts.

- Section 4. Distribution from Endowment Funds: The spending or distribution rate from each Endowment Fund is determined on an annual basis by the Endowment Committee and approved by the Congregation Council. The distribution shall be in accordance with the funds' provisions.
- Section 5. Records and Reports to Congregation Council and Congregation of Endowment Funds: Following are requirements for record keeping and reporting for each endowment fund:
- (a) The objectives and provisions of each Endowment Fund must be maintained.
 - (b) Records of contributions to each Endowment Fund must be maintained. Acknowledgement of the contribution shall be made to each contributor.
 - (c) Quarterly reports of Endowment Funds activity and status shall be made by the Treasurer to the Congregation Council and to the Endowment Committee.
 - (d) Annual reports of Endowment Funds activity and status shall be made to the congregation and included in the congregation's annual report.
- Section 6. Selection of Chairperson: As soon as practical in each calendar year, the committee shall elect the chairperson. A committee member shall be selected to be a liaison to the Finance Committee.