



Faith Lutheran Church

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Constitution of Faith Lutheran Church of Allouez

December 2016

PREAMBLE

God requires that a Christian congregation shall conform to His divine Word in doctrine and practice (Psalm 119:105; Matthew 28:18-20; Galatians 1:6-8; 2 Timothy 4:1-5) and that all things be done decently and in order (1 Corinthians 14:40). Therefore, we, the members of Faith Lutheran Church of Allouez, located at Green Bay, Wisconsin, accept and subscribe to the following Constitution and By-Laws, in accordance with which all spiritual and material affairs of our congregation shall be governed.

Article I. NAME

The name of this congregation shall be Faith Lutheran Church of Allouez

Article II. PURPOSE

The purpose of this congregation shall be to seek the honor and glory of God, to carry out His will, to manifest the unity of our faith in Jesus Christ as God and Savior, to spread the kingdom of God and to foster Christian fellowship and love, by the preaching of the Word of God, by the administration of the Sacraments, and by the religious instruction of all its members according to the confessional standard of the Evangelical Lutheran Church (Article III).

Article III. DOCTRINAL STANDARD

- A. This congregation acknowledges and accepts all the canonical books of the Old Testament and the New Testament as the revealed and inerrant Word of God, verbally inspired, and submits to them as the only infallible authority in all matters of faith and life.
 - B. This congregation acknowledges and accepts all the confessional writings of the Evangelical Lutheran Church, contained in the Book of Concord of the year 1580, as true and genuine expositions of the doctrine of the Bible. These confessional writings are the three Ecumenical Creeds (Apostles, Nicene and Athanasian), The Unaltered Augsburg Confession, the Apology of the Augsburg Confession, the Smalcald Articles, Luther's Large and Small Catechisms, and the Formula of Concord.
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Article IV. MEMBERSHIP

The membership of this congregation includes the following:

A. BAPTIZED MEMBERSHIP

1. Definition – Baptized members are all members who have been baptized in the Name of the Triune God and who are under the spiritual care of the pastor(s) of this congregation, including the children who have not yet confirmed their baptismal vow.
2. Reception – Baptized members are received through the Sacrament of Holy Baptism, through transfer, or with the consent of one or both parents or guardians in the case of children who have been baptized in another Christian congregation.
3. Duties – Baptized members shall conform their lives to their baptismal vow.
4. Transfer, Resignation and Termination – Baptized members who have not been received as communicant members shall have their membership transferred, resigned or terminated for the same reasons stated for communicant membership insofar as these reasons are applicable.

B. COMMUNICANT MEMBERSHIP

1. Definition – Communicant members are those baptized members who have been confirmed in the Lutheran faith, or otherwise approved by the Board of Elders, accept the doctrinal standards of Article III of this Constitution, are familiar at least with the contents of Luther's Small Catechism, and who are not members of any anti-Christian or unchristian organization having their own ceremonies, rituals and chaplain, or whose principles and conduct conflict with the Word of God i.e. such as Masonic Lodge, its affiliates and others.
2. Reception – Communicant members are received through the rite of confirmation, by transfer from sister congregations, upon profession of faith, or by reaffirmation of faith, provided they conform to the requirements for membership in this congregation. Membership may be conferred at the discretion of the Pastor, and approved by the Board of Elders. Reception of communicant member shall be reported to the Voters Assembly annually.
3. Duties – Communicant members shall conform their entire lives to the rule of God's Word and to that end make diligent use of the means of grace:
 - a. By attendance at divine services.
 - b. By partaking of the Lord's Supper frequently.
 - c. By Studying the Bible
 - d. By the use of such educational agencies as are provided by the congregation.
 - e. By avoiding delay in bring children to baptism.

They shall also, exercise faithful stewardship to God's gifts:

- f. To lead a Christian life and not to live in manifest works of the flesh (Galatians 5:19-21)
- g. To contribute regularly and faithfully as God has prospered him, toward the building of Christ's kingdom in the congregation and in all the world through District and Synod.
- h. To devote his time and talents to the extension of the kingdom of God.

They shall also be willingly to impart and accept fraternal admonition according to Matthew 18:15-17

4. Dual Membership

- a. Dual membership due to dual residency (i.e. "snowbirds" shall be allowed as long as the reciprocating church is also a member of the Lutheran Church Missouri Synod, and all duties of membership outlined in this article are maintained and the dual membership is approved by the Board of Elders.

5. Transfers and Resignations

- a. Communicant members in good standing may be transferred by the pastor to a sister congregation immediately upon their request. Such transfer shall be reported to the Voters' Assembly annually. Members who move out of the community and thereby become inactive shall be encouraged to transfer their membership to the sister congregation nearest to them.
- b. Members, who in writing, resign from the membership may be removed from the membership by the Pastor immediately up their request.
- c. Membership transfers and resignations shall be reported to the Voter's Assembly annually.

6. Inactive Membership and Termination

- a. Communicant members will be considered inactive and removed from the active communicant membership status by approval of the Board of Elders and Church Council for the following reasons.
 - i. Impenitent conduct contrary to the requirement for communicant membership
 - ii. Failure to respond to written communication from the church on the status of their communicant membership
 - iii. No record of affirmation of attendance in a Faith Lutheran church service within the last 12 months

- iv. Communicant membership in another congregation (excluding dual membership)
 - v. Who, in writing, resign from membership.
- b. One month prior to termination of communicant membership a list of those members who may be terminated will be communicated to the congregation for their review.
 - c. The terminated member may at any time request to be reinstated as an active member of Faith Lutheran church in accordance with the aforementioned process of reception described in this Article.
7. Admonishment and Excommunication
- a. Communicant members who conduct themselves in an un-Christian manner shall be admonished according to Matthew 18:15-21; if they remain impenitent after proper admonition, they shall be excommunicated. Each case shall be presented individually to the Voters' Assembly for action. A unanimous vote by the voters present shall be required for excommunication, with the provision that a member under church discipline be deprived of his right to vote until the question at issue be decided. If such member deliberately absents himself or herself from the meetings at which his or her case is to be discussed, or in some other manner makes it impossible to deal with him or her, he or she thereby brings excommunication upon himself.

C. VOTING MEMBERSHIP

1. Definition – Voting members are all active communicant members in good standing that have reached 18 years of age.
2. Reception – Communicant Members who do not appear on the Communicant Member Registry role can request and be received as voting members by resolutions of the Voters' Assembly, provided they meet the requirements for such membership in this congregation; that they declare their intention to become a voting member in person at a voters' meeting'.
3. Termination of communicant membership automatically terminates voting membership.

D. PRIVILEGES OF WOMEN

Women who have reached the age of eighteen (18) years are communicant members in the congregation may serve as officers and as members of boards and committees as long as these positions are not directly involved in the specific functions of the pastoral office (preaching, the public administration of the sacraments, church discipline) and as long as this service does not violate the order of creation (usurping

authority over men). Accordingly, they shall not serve as pastor, as a member of the Board of Elders, President or Vice President of the congregation.

Article V. THE OFFICES OF PASTOR AND Called Positions

The pastoral office of this congregation, as well as any called position shall be conferred only on such ministers, teachers and candidates who profess and adhere to the confessional standard and Brief Statement of the Doctrinal Position of the Missouri Synod (1932) in addition to being qualified for their work.

Article VI. AUTHORITY OF THE CONGREGATION

A. GENERAL

The Voters' Assembly shall be governing body of this congregation and shall be empowered to administer and manage all its affairs. The establishment and conduct of all organizations and societies within the congregation shall be subject to the approval and supervision of the Voters' Assembly. The Voters' Assembly however shall not be empowered to decide anything contrary to the Word of God and the Confessions of the Lutheran Church (Article III), and Brief Statement (Article IV) and any such decisions shall be null and void.

B. RIGHT OF CALLING

The right of calling Pastors and other called staff shall be vested in the Voters' Assembly and shall never be delegated to a smaller group or to an individual.

C. DECISIONS

All matters of doctrine and of conscience shall be decided by a majority vote of the Voters' Assembly unless otherwise specified by this Constitution or By-laws.

D. REMOVAL FROM OFFICE

1. Any pastor, or called staff may be removed from office by the Voter's Assembly by a two-thirds majority vote, in Christian and lawful order, for one of the following reasons:
 - a) Persistent adherence to false doctrine
 - b) Scandalous life
 - c) Willful neglect of duties
2. The congregation may request the resignation of any pastor, teacher, or officer from his/her position in the congregation in the case of prolonged incapacity or general incompetence.

E. REMOVAL FROM MEMBERSHIP

The Voters' Assembly shall have the authority to exclude any communicant member according to Matthew 18:15-18. The person so excluded (excommunicated) shall forfeit all rights of a member (See Article IV – 4).

ARTICLE VII. OFFICERS

- A. The officers of this congregation shall be such officers, boards, or committees as the By-laws of this constitution may prescribe.
- B. Congregational officers or committees, whether elected or appointed, shall have no authority beyond that which has been conferred upon them and whatever authority having been delegated to them may at any time be altered or revoked by the Voters' Assembly.

ARTICLE VIII. DIVISION

If, at any time, a division should take place on account of doctrine, which may God graciously avert, the property of the congregation and all benefits connected therewith shall remain with those communicant members who continue to adhere in confession and practice to ARTICLES III and IV of this Constitution. If division takes place for any other reason, the property shall remain with the majority of the communicant members. In the event that the congregation should totally disband, the property and all rights and obligations connected therewith shall be transferred to that District of the Lutheran Church – Missouri Synod of which the congregation has been a member at the time of disbanding.

ARTICLE IX. DOCTRINAL CONFORMITY

In the public services of this congregation, in all ministerial acts, and in religious instruction, in addition to the Bible, only doctrinally pure hymns, prayers, forms and books shall be used. (As conform to the confessional standard of Article III).

ARTICLE X. SYNODICAL MEMBERSHIP

This congregation shall hold membership in The Lutheran Church – Missouri Synod as long as this Synod remains true to the Word of God and the Lutheran Confessions. It shall send its pastor(s), called staff, and a lay delegate to the District Conventions of the Synod. As approved by the Church Council.

ARTICLE XI. BY-LAWS

This congregation may adopt such By-laws as may be required for the accomplishment of its purpose.

ARTICLE XII. CHANGING THE CONSTITUTION & BY-LAWS

A. Unalterable Articles

Articles II, III, and IX of this Constitution shall not be subject to change or repeal.

B. Amendments and Changes

Amendments and changes to this Constitution & By-Laws may be adopted at a Regular Voters' Assembly, provided:

1. That they do not conflict with the provisions laid down in Article III or with any other Article that pertains to a Scriptural doctrine and practice.
2. That the proposed amendment has been submitted in writing to the congregation 90 days prior to the Voters Assembly meeting at which the proposed amendment will be acted upon.
3. That an affirmative vote of two-thirds majority of the voters present is secured.

BYLAWS

ARTICLE I. VOTERS ASSEMBLY

1. Meetings

- a. Regular meetings of the Voters' Assembly shall be held at a minimum two times per church year once in the 1st quarter and once in the 4th quarter. The Church Council shall schedule these meetings and provide written notification to the congregation at least 10 days prior to the date of such meeting. The 1st quarter meeting should serve as the annual meeting of the church and include a summary of the previous year. The 4th quarter meeting shall include in its agenda the consideration of the budget and the election of the officers.
- b. Special meetings of the Voters' Assembly may be called by the Pastor, the president of the congregation, or the Church Council by written notification to the congregation at least 10 days prior to the date of such meeting. The congregation shall have the right to take up any items of business which are presented at these special meetings.

2. Voting Member Registry

The list of all active voting members as defined in Article IV of this Constitution.

3. Voting Member Registry Count

Count of the average of voting members who have attended the last two Voters Assembly meetings and have initialed the Voting Member Registry

4. Quorum

A quorum shall consist of one-fourth of the Voting Member Registry count; however for amending the Constitution, for the purchase of real property, for the erection of buildings, or for the removal from office of a called pastor or other called positions, a majority of the Voting Members Registry count shall be required for a quorum. In the absence of a quorum, those present may fix the date for an adjourned meeting for which at least five days written notice shall be given. The members who are present at such an adjourned meeting shall constitute a quorum.

5. Order of Business

The meeting of the Voters' Assembly shall be conducted in accordance with the Constitution and By-laws and shall include:

- a. Opening Prayer
- b. Roll call
- c. Reception of New Voting Members (not on Voting Member Registry)
- d. Confirmation of Quorum
- e. Approval of the printed minutes of the previous meeting, if available
- f. Old Business
- g. New business
- h. Open Comments
- i. Adjournment

In question of parliamentary procedure not covered by this Constitution and By-Laws, the Simplified Robert's Rules of Order shall prevail. It shall be required that all resolutions presented to the Voters' Assembly by the various boards and committees or Church Council be presented in writing to the Secretary.

ARTICLE II. PROCEDURE IN CALLING OF PASTORS AND Other Called Positions

Nominations and Elections

- A. The Church Council shall serve as the nominating committee. The nominating committee shall secure a dossier on each candidate listing his or her education, past ministries, professional accomplishments, personal preferences within the ministry, present charge, duties performed, family status, and a statement concerning his position regarding Articles III and IV or Faith Lutheran Church of Allouez constitution. Any communicant member is entitled to submit nominees to the Church Council for presentation. At any properly called meeting the Voters' Assembly eligible and qualified candidates for the office of pastor or called teachers shall be submitted to the nomination committee.
- B. The list of candidates shall be publicly announced to the congregation on one Sunday or by mail at least one week before the meeting at which the call is to be extended. Barring any sustained protest, the candidates shall become eligible for calling at any subsequent properly called meeting of the Voters' Assembly. The election shall proceed by ballot. A three-fifths majority of all ballots cast shall be required to elect. The election shall, if possible, shall be made unanimous.

ARTICLE III. OFFICERS

The officers of this congregation shall be: a President, a Vice President, a Secretary, a Treasure, the Head of Board of Elders, the Head of Board of Trustees, the Head of Board of Education, the Head of Board of Missions and Evangelism, and the Head of Board of Stewardship.

ARTICLE IV. THE CHURCH COUNCIL

A. Membership

The Church Council shall consist of the President, the Vice-President, the Secretary, the Treasurer, and the Financial Secretary, the Head of the Board of Elders, the Head of the Board of Trustees, the Head of the Board of Education, the Head of Board of Missions and Evangelism, and the Head of the Board of Stewardship (or representatives form their respective Boards.) The Pastor(s) shall be an ex officio member of the Church Council with full rights and privileges to vote.

B. Meetings

The Church Council shall meet in regular session, at a minimum, the month preceding the Voters meeting. The Pastor or any three members of the Church Council may call special meetings by personally informing each member of the Council of the time and place of such meeting at least 24 hours in advance. Five voting members of the Council shall constitute a quorum.

C. Duties

It shall be the duty of the Church Council to consider and discuss all matters pertaining to the general welfare of the congregation and associated church entities to review all reports, approve all budgets and to present recommendations to the congregation. The Church Council shall act in matters committed to it by the Voters' Assembly. In case of emergency the Church Council shall have power to act in behalf of the congregation between meetings of the Voters' Assembly. The Church Council has the authority to hire

or appoint people to non-called positions to assist in the operations of the church. The Church Council, at its discretion, may authorize an audit and review of church records by a third party; and the results of such audit and review shall be submitted to the Church Council and the congregation.

ARTICLE V. NOMINATIONS AND ELECTION OF OFFICERS

A. Procedure

1. A nominating committee led by the Vice President, consisting of the President, Head of the Board of Elders, Head of the Board of Trustees, Head of the Board of Stewardship, Head of the Board of Education, Head Board of Evangelism, shall present a slate of candidates consisting of at least one name that has agreed to serve for each open position on their respective board. The Vice President shall nominate the open positions of Treasure, Asst. Financial Secretary, Vice President and President. The Church Council will approve the slate of nominations prior to the preparation of the ballot. After Church Council approval, the nominating committee shall then prepare the ballot for the election. (Additional nominations may be made from the floor and must be present.) All officers shall be elected by a simple majority ballot vote. The officers-elect shall assume their respective duties as of January 1st of the following year. They shall be inducted into office in a public service of the congregation. In case of a vacancy in an elective office, the Church Council shall appoint a successor to fill the unexpired term.

B. Term of office

1. The President, the Vice President, the Secretary, and the Treasurer of the congregation are elected for a period of two years, and shall not succeed themselves in office.
2. The Financial Secretaries of the congregation are elected for a term of two years, serving the first year as Assistant Financial Secretary and the second year as the Financial Secretary, not able to succeed themselves in the office.
3. Members of the Boards of Elders, Missions and Evangelism, Education, Fellowship and Stewardship shall be elected for a term of three years. Board members shall be able to succeed themselves in office, one term.
4. Members of the Board of Trustees shall be elected to a maximum of a five year term with a minimum of five elected members and other appointed members by the Head Trustee. Board members shall be able to succeed themselves in office unlimited terms.

ARTICLE VI. DUTIES OF OFFICERS and Boards

A. President

The President shall preside at all meetings of the Voters' Assembly and of the Church Council and shall assure that these meetings are conducted in an orderly and Christian manner. He shall have responsibility for seeing that the resolutions of the Voters' Assembly are carried out. If the President desires to take part in the discussions of the Voters' Assembly he shall turn over the chairmanship to the Vice President or some other member during that time. The President shall have administrative oversight of all non-called staff.

B. Vice President

The Vice President shall assume the duties of the President in his absences. In the event of a vacancy in the office of the President, the Vice President shall succeed the President for the remainder of the term.

C. Secretary

The Secretary shall keep accurate minutes of the meetings of the Voters' Assembly and of the Council for the permanent records of the congregation, submit such records for approval, and shall perform other duties in keeping with the office.

D. Treasurer

The Treasurer shall:

1. Oversee the distribution of all funds authorized by the congregation.
2. Insure the accuracy of receipts, disbursements, and records of the congregation.
3. Participate in the Budget Committee and assist in preparing an annual budget.
4. Manage church credit cards (authorization and cancellations).
5. Manage all insurance health and disability provided by the church.
6. Submit a financial report at each Council and Voters' Assembly meeting. Such report shall show actual receipts and disbursements compared with annual budgeted amounts. The annual report shall show a comparison with the previous years' report.

E. Financial Secretary

The Financial Secretary shall:

1. Be responsible for counting the offerings and depositing them in the congregations' designated depository
2. Process stock donations and be the authorized person to manage donated stock.
3. Retain authority to appoint members of the congregation to assist in counting the offerings (all monies shall be counted in the presence of at least two individuals).
4. Submit a weekly report of all receipts to the Treasurer not less than bi-weekly.
5. Keep accurate records in books or electronic programs provided through the Church of all individual contributions and distribute the information of each contributor to them in the first month of the following year. A member may request their personal information at any time if they so desire
6. Participate in the Budget Committee and assist in preparing an annual budget.
7. Prepare a report comparing income with budget for each meeting of the Voters' Assembly and the Church Council.

F. Assistant Financial Secretary

1. The Assistant Financial Secretary shall assist the Financial Secretary and become knowledgeable in counting, recording and depositing of the offerings as directed by the Financial Secretary in preparation for their role as Financial Secretary.

G. Board of Elders

The Board of Elders shall consist of at least six members. They shall organize annually and elect a head who shall not be in the head's position for more than five consecutive years represent them on the Church Council, and shall schedule meetings to be held at least quarterly.

They shall:

1. Assist the pastor on all matters pertaining to the spiritual welfare of the congregation.
2. Consider complaints and grievances of members of the congregation if Matthew 18:15-16 has been fully observed and shall report to the congregation those which cannot be otherwise adjusted, in accordance with Matthew 18:17-18.
3. Make every effort to induce members who have been negligent in their attendance at services in the use of the Sacraments and financial support of the church, to mend their sinful ways and fully enjoy the rights and privileges of their membership.
4. Be an example of Christian conduct and life.
5. See to it that all services are conducted in such manner as to avoid needless disturbances and to foster an attitude conducive to worship among those in attendance.

6. Appoint and supervise the Head Usher and see to it that proper ushering is provided for all services.
7. Consult the Senior Pastor and/or the Associate Pastor On all matters of doctrine, spiritual care and practice

H. Board of Trustees

The Board of Trustees shall consist of at least five members. They shall organize annually and elect a Head of the Trustees not to exceed five consecutive years who shall represent them on the Church Council and shall call meetings as required. The Duties of the Board shall be:

1. To take charge of all real estate, buildings and personal property of the congregation and to exert every effort to keep the same in good order and physical repair.
2. To be custodians for all securities, endowments, and valuable papers (deeds, documents, insurance policies, certificates of corporation, etc.).
3. To sign legal documents, make contracts and represent the congregation in all legal matters.
4. To supervise and direct the work of the sexton.
5. To authorize the purchase of all equipment and supplies in accord with budgeted amounts.

I. Board of Education

The Board of Education shall consist of three elected members, plus the Head of the Pre-school Board, Sunday School Superintendent, Sunday School Assistant Superintendent, Church Associated Grade School Representative, Church Associated High School Representative, and either the DCE or Youth Counselor(s). They shall organize annually and elect a head who shall not be in the head's position for more than five consecutive years to represent them on the Church Council and shall call meetings as required.

The Board shall:

1. Concern itself with a program of Christian education for all age levels (preschool, school age, youth, adult, older adults).
2. Work for the strengthening of the Christian home.
3. Appoint responsible leaders for each agency listed below, subject to the approval of the Church Council.
 - a. Sunday School Superintendent,

The Sunday School Superintendent shall, in concert with the Board of Education, supervise the Sunday School and select and appoint the necessary Sunday School teachers and assistants, arrange for their training, see that proper facilities and material are provided and perform such other duties usually

performed by the Sunday School Superintendent. This appointment will be reviewed annually.

b. Sunday School Assistant Superintendent

The Sunday School Assistant Superintendent shall count all monies from the Sunday School and manage its financial accounts. They shall keep an account of attendance and provide information concerning enrollment. They shall be the custodian of all Sunday School records and shall deliver them to his/her successor. The appointment will be reviewed annually.

c. Church Associated Grade School Representative

The Grade School Board representative shall serve on the board of the congregation supported grade school and represent the best interest of Faith Lutheran Church. This representative will be appointed to that grade school board for a length of term as deemed by that board. Appointments will be made as needed.

d. Church Associated High School Representative

The High School Board representative shall serve on the board of the congregation supported high school and represent the best interest of Faith Lutheran Church. This representative will be appointed to that high school board for a length of term as deemed by that board. Appointments will be made as needed.

e. Youth Counselor(s)

If determined by the Board of Education that Youth Counselor(s) are needed to support the education of youth they shall, in conjunction with the Board of Education, arrange and supervise an effective youth program. They shall function in all youth activities either in person or through assistants which he/she may appoint. Any appointments will be reviewed annually.

f. Vacation Bible School Director

If determined by the Board of Education that a Vacation Bible School (VBS) Director is needed to lead the VBS program they shall, in concert with the Board of Education, arrange and supervise an effective VBS program. Any appointments will be reviewed annually.

4. Review, appraise and direct all phases of the educational program phases of the educational program and plan for improvements on the basis of such regular appraisals.
5. Bring to the attention of the Church Council the needs of facilities and equipment for all educational agencies.

J. Board of Stewardship

The Stewardship Board shall consist of three elected members plus the Financial Secretary, the Assistant Financial Secretary and the Treasurer. They shall organize annually and elect a head who shall not be in the head position for more than five consecutive years to represent them on the Church Council and shall schedule meetings as required. It shall be the duty of the Board to:

1. Discover the talents of the membership and enlist them in the congregational program.
2. Assist in training lay workers.
3. Sponsor stewardship and mission talks, discussions, conferences, movies, etc., in the congregation and its organizations.
4. Work in close cooperation with the Circuit and District Stewardship committees and encourage larger attendance at circuit meetings.
5. Fully inform members of their local congregation's program and opportunities to lengthen their outreach into all the world through District & Synod.
6. Give the congregation a clear vision of the world's need of Christ and how they can supply that need.
7. Instruct the people in the grace of proportionate giving to God's work in their own parish and in the world.
8. Supervise the raising of all funds within the congregation.

K. Board of Missions and Evangelism

The Board of Missions and Evangelism shall consist of three elected members and the president of LWML. They shall organize annually and elect a head who shall not be in the head position for more than five consecutive years to represent them on the Church Council, schedule meetings as required and submit nominations for Board members to fill open positions to be approved by the Church Council.

It shall be the duty of the Board to:

1. Plan, promote and carry out an evangelism program in the congregation and in the community.
2. Plan and supervise religious surveys of the community.
3. Arrange for the maintenance of record files in order to keep an evangelism program active.
4. Enlist aid in visiting prospective members of the church.
5. Assist the pastor in training the laity to bring the unchurched to the pastor's instruction classes.
6. Integrate new members into the life and work of the congregation.
7. Carry out a year-round mission information program for the congregation.

L. Board of Fellowship

The Board of Fellowship shall consist of three elected members. They shall organize annually and elect a head who shall not be in the head position for more than five consecutive years to represent them on the Church Council, schedule meetings as required and submit nominations for Board members to fill open positions to be approved by the church council.

It shall be the duty of the Board to:

1. Provide fellowship opportunities and programs to strengthen the congregational community.
2. Engage inactive or unconnected members in church activities.
3. Cultivate a sense of hospitality among members.
4. Help new members connect with other members within the congregation.

ARTICLE VII. COMMITTEES

The Committees of the congregation shall include:

- A. A budget committee, consisting of the Vice President as Chairman, Financial Secretary, Head of the Board of Trustees, Treasurer and Head of the Board of Stewardship. The committee shall have the budget prepared for presentation to the Church Council for approval prior to the 4th quarter voters body meeting and then presented for approval at the 4th quarter voters body meeting.
- B. Endowment committee, consisting of the President of the congregation acting as Chairperson, Pastor of the Congregation, Treasurer of the Congregation acting as Financial Secretary, one member from the Stewardship Committee, 2 year term acting as Secretary and one Voting Member, appointed by Church Council, 2 year term

ARTICLE VIII. AMENDMENTS

These By-Laws may be amended in a properly convened meeting of the Voters' Assembly by a majority of all voting members present per ARTICLE XII, provided the proposed change has been announced and posted for review by the voting members at least one week prior to the meeting in which the amendment is voted upon.

ARTICLE IX ENDOWMENT

Faith Lutheran Church shall maintain an endowment for the betterment of the church and the benefit of donors who wish to leave a legacy to the church. The endowment shall be governed by the following rules.

1. NAME AND GENERAL PURPOSE

- a. The Congregation shall have an Endowment Fund, which will be called the Faith Lutheran Church Legacy Endowment Fund.
- b. This fund's purpose shall be to receive gifts and bequests and to use them for the further growth of our church, the mission and the ministry of Faith Lutheran Church and the Lutheran Church – Missouri Synod. Under the umbrella of the fund there will be 3 types of funds.

- i. The Unrestricted Fund

Is a general fund where any unrestricted gifts over \$1,000, excluding normal offerings, or any gift designated specifically to the Faith Lutheran Legacy Endowment Fund are received. None of the income or principal of the Fund shall be used for the congregation's operational budget. Unrestricted gifts received by Faith Lutheran Church in the amount of \$1,000.00 or more will be divided as follows:

- 10% Missions
- 10% Faith Lutheran Church for area of greatest need: music, scholarships, maintenance, etc.
- 80% Endowment Fund

The **Memorial Fund** is not to be confused with the Endowment Fund. Memorial fund gifts, in any amount, are directed to an immediate purpose or wish of the donor.

- ii. The Donor Restricted Fund

With the Committee's approval for donations of greater than \$50,000, a donor may request that there be a special fund set up to support a specific area of ministry with specific rules as to how the fund may distribute.

- iii. The Congregational Restricted Fund

There are certain areas within the Endowment Fund for which donors may designate their gift. These congregational controlled gift areas allow for the distributions from these gifts to be used for specific missions and ministries of the congregation. The approved areas for this Endowment fund are described in Appendix A to this agreement.

2. DISTRIBUTIONS TO SUPPORT THE PURPOSE OF THE ENDOWMENT FUND

Distributions from the Fund each year will be five percent (5%) of the fair market value of the Fund's unrestricted and restricted assets as valued on January 1. Distributions will first be taken from interest (income) and then principal as needed. The Fund Committee will determine the annual distribution amounts and make their recommendations to the Church Council for their approval. The distributions will then be presented for approval to the voter's body at the 1ST quarter voter's meeting, requiring a simple majority for approval. In cases of an emergency or other significant purpose (as determined by the Church Council) a congregational Voters Body meeting may be called to propose a larger disbursement than 5% from the unrestricted portion of Endowment Fund. This would require a 2/3 vote in favor of the larger distribution to gain approval.

I. Available funds from unrestricted assets of the Endowment Fund.

Congregational members, committees or boards within the congregation seeking funds, may submit requests for distributions to the Endowment Fund Committee for a project within the mission and purpose of the Endowment Fund. The request should follow the distribution guidelines and criteria established by the Endowment Fund Committee.

ii. Funds from Congregationally Restricted Assets of the Endowment Fund.

Generally these distributions will be directed by the Endowment Fund Committee to the appropriate areas within the congregation for projects or budgets for each of the restricted categories set forth in Appendix A, allowing that congregational area to determine the spending of the distribution amounts. However, other requests may be submitted to the Endowment Fund committee by congregational members, committees or boards within the congregation or outside the congregation seeking resources for a project or purpose described within the categories set forth in Appendix A.

3. TYPES OF GIFTS ACCEPTED

- a. How to Contribute to the Fund.** Individuals who desire to support the Fund should designate that their gift is to: "Faith Lutheran Church, for the Faith Lutheran Church Legacy Endowment Fund." These designations will ensure that gifts will be administered according to the terms of the Fund whether they are made during an individual's life, or made following the death through a bequest or gift in a will, or trust, or through a beneficiary designation of some or all of the proceeds of a life insurance policy, annuity, or retirement plan.

The Endowment Fund Committee shall review and accept the assets that a donor desires to give, gifts of cash or publicly traded securities will almost

always be acceptable. However, gifts of operating businesses, partial interests in property, gifts encumbered by debt, gifts of property which may have title or environmental problems, or gifts of property which may not be marketable within a reasonable time considering the expense of owning the property may not be acceptable. In addition, certain types of property may cause adverse federal or state income tax problems to the endowment and may not be acceptable. If the Endowment Fund Committee determines that an asset, which a donor desires to give to the fund, is not acceptable, it will immediately explain the reasons to the donor with any suggestions or alternatives for making the asset acceptable.

Some property may cause unexpected tax or other consequences to the donor. The congregation is not responsible for advising donors of the tax or other consequences of any gift. Donors are advised to consult with their own attorney, tax advisor and other professional advisors about the consequences of a gift in their circumstances. This Endowment Fund will abide by the requirements of the Internal Revenue Code and its regulations.

4. GOVERNING BOARD DUTIES AND MEETINGS

a. The endowment fund shall be promoted and managed by the Faith Lutheran Church Endowment Fund Committee. The Faith Lutheran Church Endowment Fund Committee shall consist of the following members:

- i.** The President of the congregation acting as Chairperson
- ii.** Pastor of the Congregation
- iii.** The Treasurer of the Congregation acting as Financial Secretary
- iv.** One member from the Stewardship Committee, 2 year term acting as Secretary
- v.** At least one member, appointed by Church Council, 2 year term

b. The Endowment Fund Committee members shall be voting members of Faith Lutheran Church. Except as herein limited, the term of each elected member shall be 2 years. No elected member shall serve more than three full or partial consecutive terms. A former committee member may be re-elected after a lapse of twelve (12) months following completion of their third consecutive term.

c. In the event of a vacancy on the committee, the Church Council shall, at its next regular meeting, upon the recommendation of the existing committee, appoint a member to fill the vacancy.

d. The Endowment Fund Committee shall meet at least semi-annually. Special meetings will be scheduled as needed. The committee will review Fund values and determine annual distribution amounts. In addition, the

committee will promote applications for grants, review grant applicants, and make distributions from the endowment within the parameters of the of the distribution policy. At each meeting marketing strategies will be discussed and ways to spread awareness of the Fund will be reviewed.

f. The chairperson shall preside at all meetings of the committee. The financial secretary shall maintain a complete and accurate set of books for the accounts in the endowment fund.

g. Within two (2) months after the close of each of the Fund's fiscal years, and at other time(s) as is deemed convenient, an itemized, written statement should be prepared by the treasurer of the congregation. It must accurately reflect the position of the Fund's income and corpus accounts as of a date reasonably close to the date the statement should be submitted, and should indicate the receipts, disbursements and changes therein since the Fund's inception or the previous accounting, as the case may be. The statement should then be submitted to the voter's assembly.

h. The secretary shall maintain complete and accurate minutes of all meetings of the committee and supply a copy thereof to each member after each meeting.

i. The Financial Secretary shall be responsible for receipts by and disbursements from the fund and shall maintain complete and accurate books of account.

j. A fidelity bond, in a principal amount to be determined from time to time by the Endowment Fund Committee, shall cover the Financial Secretary, at the expense of the fund. The Financial Secretary and the Chairperson shall execute all checks and other documents transferring or expending any funds or assets in the fund.

k. No member of the Endowment Fund Committee shall engage in any self-dealing or transactions with the fund in which the member has direct or indirect financial interest and shall at all time refrain from any conduct in which their personal interests would conflict with the interests of the fund.

l. The Endowment Fund Committee shall acknowledge the receipt of gifts and contributions in a manner that will permit the donor to claim federal income, gift and estate tax charitable deductions.

m. All funds and property shall be kept and maintained separate, distinct and independent from the funds and property otherwise belonging to Faith

Lutheran Church. The congregation shall not be allowed to borrow against the endowment fund or use the fund as collateral for a loan.

n. The committee shall adopt policies/procedures for

- 1) Review and acceptance of assets that a donor desires to give
- 2) Distribution of Fund assets
- 3) Prudent management of Fund assets. This investment policy should provide consistency and oversight for the assets of the Fund.

o. Donor Restricted Funds--The Faith Lutheran Church Legacy Endowment Fund is not able to individually manage donor-restricted gifts of less than \$50,000 due to the complex nature of administration. Donor restricted gifts of \$50,000 or more for the congregation may be made using the format and requirement set forth in Appendix B.

5. POWERS

The Endowment Fund Committee shall have the following powers and authority:

- a. Sales and Distribution. To sell all or any part of the property of whatsoever kind which at any time may constitute a part of the unrestricted or congregationally restricted funds within the Endowment Fund that may hereby be established, at such times, for cash or on credit, with or without security, in such manner and at such prices, either at public or private sale, which shall seem advisable and proper, and to execute good and sufficient deeds and bills of sale thereof.
- b. Investment. To change investments and properties and to invest and reinvest all or any part of the corpus of any trust hereby established in such securities, investments, or other property, which seems advisable and proper without restrictions as to investments that are otherwise imposed by the laws of the State of Wisconsin. The Endowment Fund Committee shall be guided by its concept of the policy of a prudent investor whose investment purpose includes both income and capital appreciation. It is recommended that the Endowment Fund Committee adopts and implements an Investment Policy for the Faith Lutheran Church Legacy Endowment Fund to provide consistency and oversight for the assets of the Endowment Fund.
- c. Retention of Assets. To retain in the Endowment Fund Committee's absolute discretion and for such period of time as shall seem advisable, any and all investments and other properties transferred to the Endowment, without liability for any loss incurred by reason of the retention of such investments or properties.

- d. Dealing with Securities. To enforce any bonds, mortgages or other obligations or liens held hereunder, to vote personally or by proxy any shares of stock which may at any time be held by the Endowment Fund Committee hereunder, and similarly to exercise by attorney any rights appurtenant to any other securities or other property at any time held by the Endowment Fund Committee hereunder, to consent to the reorganization, consolidation, merger, liquidation, readjustment of or other change in any corporation, company or association, or to the sale or lease of the property thereof or any part thereof, any of the securities or other property of which may at the time be held hereunder, and to do any act or exercise any power with reference thereto that may be legally exercised by any person owning similar property in his own right, including the exercise of options, deposit, or exchange of securities, entrance into voting trusts, making of agreements or subscriptions which the Endowment Fund Committee deem necessary or advisable in connection therewith, all without applying to any court for permission so to do and to hold and redeem or sell or otherwise dispose of any securities of other property which may be acquired; to cause to be registered in the Fund's name, or in the name of a nominee or nominees, without qualification or description, any securities at any time held in any trust hereby established.

- e. Deposits. To invest the Endowment property in accordance with the prudent investor standard, including the power to invest in commercial and savings accounts, money market certificates and funds, cash management accounts, any kind of property or any kind of interest therein (whether real or personal, tangible or intangible, and/or domestic or foreign) including, but not limited to, real estate, oil, gas, and other natural resources, common and preferred stocks, bonds, U.S. Governmental obligations, mutual funds, mutual funds which are under the management or control of the corporate fiduciary (and its affiliated entities), notes, debentures, and common trust funds, including the power to deposit cash funds of the Fund in the commercial or savings department of the corporate fiduciary (if any) or of any other bank or trust company or in any other depository.

- f. Borrowing. To borrow money, for the support of the Faith Lutheran Church Legacy Endowment Fund; whether to pay taxes, exercise subscription rights and options, pay assessments, or to accomplish any other purposes of any nature incidental to the administration of the fund.

- g. Principal and Income. To allocate to principal and not to income all dividends paid in stock of the paying corporation and all subscription rights, and except as otherwise expressly provided for herein, to allocate other receipts and disbursements between principal and income in accordance with sound principles of accounting.

- h. Division of Property. The Endowment Fund assets may be pooled and allocated for investment purposes to allow for ease of administration. To divide the Endowment Fund, determining values and designating particular assets for the categories of gifts received by the Fund, to assign like or unlike properties to different categories, to create or hold undivided interest in any property of the Endowment Fund, and to make distributions and payments in cash or in kind or in both.
- i. Delegation of Authority. To delegate authority to agents or proxies for the administration of the Endowment Fund, with liability only for reasonable care in the selection, conferring on such delegates both administrative and discretionary powers and duties, and paying them reasonable compensation from the Endowment Fund. Any fiduciary hereunder shall not be prohibited by such fiduciary capacity from being employed by or compensated from the Endowment Fund or by any business in which the Endowment Fund is interested. The Endowment Fund Committee may employ, at the expense of the Fund, attorneys, investment counsel, brokers, custodians of assets, and other agents and employees.
- j. Execution of Instruments. In connection with the exercise of the powers granted herein, to execute all deeds, mortgages, notes, leases, security agreements, bills of sale, contracts, and all other instruments in writing which the Endowment Fund Committee shall deem necessary and proper.
- k. General Powers. To enter upon such contracts and agreements, and to make such compromises or settlements or debts, claims, or controversies as the Endowment Fund Committee may deem necessary or advisable; to submit to arbitration any matter or difference; to perform all other acts which are deemed necessary or advisable for the complete administration of the Fund, including the exercise of all powers provided by applicable law.
- l. The Endowment Committee may protect the Fund and its property by insurance against damage, loss or liability.
- m. The Endowment committee may establish bank account(s) in which cash may be deposited to income and/or corpus.
- n. All powers and authorities of the Endowment Fund Committee stated herein shall, except as expressly delegated to the Voter's Assembly, be exercised by the Church Council.
- o. The Endowment Fund Committee may establish Subcommittees for its responsibilities in managing the Fund, and may seek the assistance of

volunteers with the skills needed to carry out the purposes of the Fund. Subcommittees may include, but not be limited to Investments, Acceptance of Assets, Acceptance of Restrictions, Receipts, Priorities, Distributions, Reports, Promotion and Publicity.

6. FISCAL YEAR

- a. For tax, accounting, distribution or other purposes, the fiscal year of Faith Lutheran Church shall be the fiscal year of the fund.

7. DURATION

The Faith Lutheran Church Endowment Fund shall continue in existence and be used as hereinabove described, as long as Faith Lutheran Church shall continue to exist. If Faith Lutheran Church should cease to exist, then the assets constituting the fund when Faith Lutheran Church ceases to exist shall become the property of the North Wisconsin District, LCMS or its successor. If no successor district exists, then it shall become the property of the Lutheran Church – Missouri Synod Foundation. In all events, the successor must qualify as an exempt organization under the Internal Revenue Code.

APPENDIX A

The congregationally restricted funds of the Faith Lutheran Church Legacy Endowment Fund shall maintain these categories:

1. Opportunities within our Congregation – The distributions from this Fund may be used for any of the following areas within the congregation that the donor selects. The descriptions following the categories are for illustration purposes and may not describe all possible uses for distributions within the categories.
 - Lutheran School Scholarship Fund --Financial assistance given to members of Faith Lutheran Church who choose to attend a LCMS elementary school, NEW Lutheran High School, or a Synodical School.
 - Building and Grounds Improvement – Special projects locally to improve and repair church facilities. (Example: painting, remodeling, new furnaces, landscaping).
 - Preschool and schools in the GBLSA – Special projects to support our congregations’ preschool and schools in the GBLSA. (Example: computers, new desks, and teacher continuing education).
 - Church Music – Special gifts to support the congregation’s music program. (Examples: choir robes, purchase music, repair organ, special music programs).
 - Evangelism – Special projects for programs to reach unchurched individuals.
 - Technology – Special projects of electronic or other technological opportunities as they become available. (Examples: additions to sound system, audio-visual equipment, office machines, computers, etc).
2. Mission and Ministry/Opportunities Outside Our Congregation – The distribution from this Fund shall be used for grants to specific mission and ministry projects outside of our congregation (Examples: grants to world mission projects, mission projects in the North West District, grants to LCMS colleges, seminaries, and LCMS affiliated ministries).

APPENDIX B

**The (name of family) Designated Fund
Faith Lutheran Church
DESIGNATED FUND AGREEMENT
Minimum initial gift \$50,000.00**

In thanksgiving to God for the gift of life, and for the providential blessings which have sustained me/us; and in thanksgiving to God for His grace in giving me/us His Son, Jesus Christ to die and pay the penalty for my/our sins; and in thanksgiving to god for the gifts of nurture and love through the church where I/we have shared faith and fellowship.

I/We the undersigned, subject to the special terms and conditions herein set forth establish the _____ Designated fund (hereinafter referred to as "the Fund"). The Fund is intended as an expression of my/our thanksgiving and stewardship with the prayer that the Lord's work will be strengthened and extended throughout the world.

THIS AGREEMENT is made by and between _____ (donor) of _____ (city), _____ (state) (hereinafter referred to as the "Donor/s", and Faith Lutheran Church.

1. This Fund is established as a separate fund of the Faith Lutheran Church Endowment Fund on the _____ day of _____, 20____. It is agreed that the Donor/s or any other person or persons may, at any time hereafter, during life, by Will, or by otherwise, transfer money or property to Faith Lutheran Church to be added to the Fund. The Fund shall be managed according to the Bylaws of the Faith Lutheran Church Endowment Fund.
2. Annual distribution will be 5% of the fair market value of the fund as valued on January 1st of each year.
3. The annual distribution of the fund is to be used for:

This Fund is dedicated to the glory of the Triune God, Father, Son, and Holy Spirit, Amen.

This Fund agreement is executed this _____ day of _____, 20____.

Donor

Donor

Acknowledgment of this Agreement by:

Faith Lutheran Church