

CONSTITUTION OF MESSIAH LUTHERAN CHURCH

Auburn, Washington

February 5, 2023

PREAMBLE

We, the baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the Sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

In response to God's love, we are called to lead all to Christ, to grow, nurture, equip and send in order to serve and glorify God daily.

Chapter 1

NAME AND INCORPORATION

- C1.01** The name of this congregation shall be Messiah Lutheran Church
- C1.02** For the purpose of this constitution and the accompanying bylaws, Messiah Lutheran Church is hereinafter designated as "this congregation." Any reference in this constitution to "accompanying bylaws" or "bylaws" refer to the most recent bylaws adopted by this congregation as authorized in this constitution, as amended from time to time.
- C1.03** This congregation shall be incorporated under the laws of the State of Washington.

Chapter 2

CONFESSION OF FAITH

- *C2.01** This congregation confesses the Triune God, Father, Son, and Holy Spirit.
- *C2.02** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
- a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death and resurrection God fashions a new creation.
 - b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
 - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- *C2.03** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and love.
- *C2.04** This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.
- *C2.05** This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- *C2.06** This congregation accepts the other confessional writing in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- *C2.07** This congregation confesses the Gospel, recorded in the Holy Scriptures and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church of God's mission in the world.

Chapter 3

NATURE OF THE CHURCH

- *C3.01** All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.
- *C3.02** This church confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian unity throughout the world.
- *C3.03** The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of saints; in breadth, it expresses the fellowship of believers and congregations in our day.
- *C3.04** This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God's mission in the world.
- *C3.05** The name Evangelical Lutheran Church in America (ELCA or "this church") as used herein refers in general references to this whole church, including its three expressions—congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific references may be made herein.

Chapter 4

STATEMENT OF PURPOSE

- *C4.01** The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.
- *C4.02** To participate in God's mission, this congregation as a part of the Church shall:
 - a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness and service.
 - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
 - c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer and Sanctifier of all.
 - d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, embracing and welcoming racially and ethnically diverse populations, and standing in solidarity with the poor and oppressed and committing itself to their needs.
 - e. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
 - f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
- *C4.03** To fulfill these purposes, this congregation shall:
 - a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
 - b. Provide pastoral care and assist all members to participate in this ministry
 - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
 - d. Teach the Word of God
 - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
 - f. Respond to human need, work for justice and peace, care for the sick and suffering, and participate responsibly in society.
 - g. Motivate its members to provide financial support for the congregation's ministry and the ministry of other expressions of the Evangelical Lutheran Church in America.

- h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
- i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- *C4.04** This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions. Such descriptions shall be contained in continuing resolutions in the section on the Congregation Committees.
- *C4.05** This congregation shall adopt and periodically review a mission statement which will provide specific direction for its programs.
- *C4.06** References herein to the nature of the relationship between the three expressions of this church—congregations, synods, and the churchwide organization—as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God’s mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

Chapter 5

POWERS OF THE CONGREGATION

- *C5.01** The powers of this congregation are those necessary to fulfill its purpose.
- *C5.02** The powers of this congregation are vested in the Congregation Meeting called and conducted as provided in this constitution and bylaws.
- *C5.03** Only such authority as is delegated to the Congregation Council or other organizational units in this congregation’s governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
 - a. call a pastor as provided in Chapter 9;
 - b. terminate the call of a pastor as provided in Chapter 9;
 - c. call a minister of Word and Service
 - d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America.
 - e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18.
 - f. approve the annual budget;
 - g. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - h. hold title to and use its property for any and all activities consistent with its purpose;
 - i. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - j. elect its Congregation Council and require the members of the council to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
 - k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6
- *C5.04** This congregation shall elect from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Southwestern Washington Synod of the Evangelical Lutheran Church in America.
- C5.05** This congregation shall have a mission endowment fund that will operate as specified in this congregation’s bylaws. The purpose of the mission endowment fund is to provide for mission work beyond the operational budget of this congregation.

Chapter 6

CHURCH AFFILIATION

- *C6.01** This congregation shall be an independent part of the Evangelical Lutheran Church in America or its successor, and of the Southwestern Washington Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- *C6.02** This congregation accepts the Confession of Faith and agrees to the purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- *C6.03** This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
 - a. This congregation agrees to be responsible for its life as a Christian community.

- b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America
- c. This congregation agrees to call pastoral leadership from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved for the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
- d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in this congregation according to the procedures of the Evangelical Lutheran Church in America.
- e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.

***C6.04** Affiliation with the Evangelical Lutheran Church in America is terminated as follows:

- a. This congregation takes action to dissolve.
- b. This congregation ceases to exist.
- c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America or in accordance with provision 9.23. of the constitution and bylaws of the Evangelical Lutheran Church in America.
- d. The Southwestern Washington Synod takes charge and control of the property of this congregation to hold, manage, and convey the same on behalf of the synod pursuant to ¶S13.24. of the synod constitution. This congregation shall have the right to appeal the decision to the next Synod Assembly.
- e. This congregation follows the procedures outlined in *C6.05.

***C6.05** This congregation may terminate its relationship with Evangelical Lutheran Church in America by the following procedure:

- a. A resolution indicating the intent to terminate its relationship must be adopted at two legally called and conducted special meetings of this congregation by a two-thirds vote of the voting members present at each meeting. The first such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time this congregation shall consult with the bishop and the bishop designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the Congregation Council. Unless the bishop and/or bishop's designees are voting members of this congregation, they shall have voice but not vote at the meeting.
- b. Within 10 days after the resolution has been voted upon at the first meeting, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to voting members of this congregation.
- c. If the resolution was adopted by a two-thirds vote of the voting members present at the first meeting, the bishop of the synod and this congregation shall continue in consultation, as specified in paragraph a. above, during a period of at least 90 days after receipt by the bishop of the attestation and certification as specified in paragraph b. above.
- d. If this congregation, after such consultation, is still considering termination of its relationship with this church, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the second meeting shall be sent to all voting members and to the bishop at least 10 days in advance of the meeting. Unless the bishop and/or the bishop's designees are voting members of this congregation, they shall have voice but not vote at the second meeting.
- e. Within 10 days after the resolution has been voted upon, the secretary of this congregation shall submit a copy of the resolution to the bishop, attesting that the second special meeting was legally called and conducted and certifying the outcome of the vote, and shall send copies of the resolution and certification to the voting members of the congregation. If the resolution was adopted by a two-thirds vote of the voting members present at the second meeting, the relationship between the congregation and this church shall be terminated subject to Synod Council approval as required by paragraphs f. and g. below.

- f. Unless this notification to the bishop also certifies that this congregation has voted to affiliate with another Lutheran denomination, this congregation shall be deemed an independent or non-Lutheran church, in which case *C7.04. shall apply.
 - g. This congregation shall abide by these covenants by and among the three expressions of this church:
 - 1) Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in *C6.05. shall be required to receive Synod Council approval before terminating their membership in this church.
 - 2) Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to receive synod approval before terminating their membership in this church.
 - 3) Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in *C6.05., to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
 - h. If a congregation fails to achieve the required two-thirds vote of the voting members present at this congregation's first meeting as specified in paragraph a. above or fails to achieve the required two-thirds vote of voting members present at this congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all requirements of *C6.05 and may begin no sooner than six months after the meeting at which the two-thirds vote was not achieved.
- *C6.06** If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is taken.
- *C6.07** If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action.

Chapter 7

PROPERTY OWNERSHIP

- *C7.01** If this congregation ceases to exist, title to undisposed property shall pass to the Southwestern Washington Synod of the Evangelical Lutheran Church in America.
- *C7.02** If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline or pursuant to 9.23. of the constitution and bylaws of the Evangelical Lutheran Church in America, title to property shall continue to reside in this congregation.
- *C7.03** If the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation, provided the process for termination of relationship in *C6.05. has been followed. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Southwestern Washington Synod.
- *C7.04** If the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body and have followed the process for termination of relationship in *C6.05., title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with the congregation by the processes established by the synod, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America. In neither case does title to this congregation's property transfer to the synod.
- *C7.05** Notwithstanding the provisions of *C7.02 and *C7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:
- a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.

- b. Shall—upon written demand by the Synod Council, pursuant to †S13.23. of the constitution of the Southwestern Washington Synod—reconvey and transfer all right, title, and interest in the property to the synod.

Chapter 8

MEMBERSHIP

- *C8.01** Members of this congregation shall be those baptized persons on the roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- *C8.02** Members shall be classified as follows:
- a. *Baptized* members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. *Confirmed* members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith
 - c. *Voting* members are confirmed members. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record¹ to this congregation. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation as well as the other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws. They shall not have voted as a seasonal member of another congregation of this church in the previous two calendar months.
 - d. *Associate* members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation. These individuals have all the privileges and duties of membership except voting rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.
 - e. *Seasonal* members are voting members of other congregations of this church who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregation Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal member voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:
 - 1) they shall not be eligible for elected office in, or for membership on the Congregation Council or on a call committee of, this congregation;
 - 2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;
 - 3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with this church;
 - 4) they shall not be eligible to serve as voting members from this congregation of the Synod Assembly or the Churchwide Assembly;
 - 5) they shall not, even if otherwise permitted by this congregation, vote by proxy or by absentee ballot; and
 - 6) they shall not, within any two calendar month period, exercise voting rights in this congregation and in the congregation where they remain voting members.
- *C8.03** All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.
- *C8.04** It shall be the privilege and duty of members of this congregation to:
- a. make regular use of the means of grace, both Word and sacraments;
 - b. live a Christian life in accordance with the Word of God and the teachings of the Lutheran church; and
 - c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

¹ Contribution of record includes time, talent, or financial contributions recorded by the congregation.

- *C8.05** Membership in this congregation shall be terminated by any of the following:
- a. death;
 - b. resignation;
 - c. transfer or release;
 - d. disciplinary action in accordance with Chapter 20 of the constitution and bylaws of the Evangelical Lutheran Church in America; or
 - e. removal from the roll due to inactivity in accordance with the provisions of this constitution and its bylaws.

Such persons who have been removed from the roll of members shall remain persons for whom the church has a continuing pastoral concern.

- C8.05.01** An inactive member is determined by no church record of communion or record of contribution for a period of one (1) year. The following exceptions apply: away due to military service, college, Christian Service, or by Congregation Council approval as recorded in the minutes.

Chapter 9

THE PASTOR

- *C9.01** Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.

- *C9.02** Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for this congregation by the synod bishop may be called as a pastor of this congregation.

- *C9.03** Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every ordained minister shall:
 - 1) preach the Word;
 - 2) administer the sacraments;
 - 3) conduct public worship;
 - 4) provide pastoral care; and
 - 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
 - 6) impart knowledge of this church and its wider ministry through available channels of effective communication;
 - 7) witness to the Kingdom of God in the community, in the nation, and abroad; and
 - 8) Speak publicly to the world in solidarity with the poor and oppressed, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, and embracing and welcoming racially and ethnically diverse populations.
 - b. Each pastor with a congregational call shall, within the congregation:
 - 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
 - 2) relate to all schools and organizations of the congregation;
 - 3) install regularly elected members of the Congregation Council;
 - 4) with the council, administer discipline;
 - 5) endeavor to increase the support given by the congregation to the work of the churchwide organization and of the Southwestern Washington Synod; and
 - 6) encourage adherence to covenantal relationship with this church as expressed in the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.

- *C9.04** The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call which shall be attested by the bishop of the synod.

- *C9.05** The provisions for termination of the mutual relationship between a minister of Word and Sacrament and this congregation shall be as follows:

- a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which shall be terminated only by the pastor's death or, following consultation with the synod bishop, for any of the following reasons:
 - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;

- 3) inability to conduct the pastoral office effectively in the congregation in view of the local conditions;
 - 4) inability to conduct the pastoral office effectively in view of disability or incapacity of the pastor;
 - 5) suspension of the pastor through discipline for more than three months;
 - 6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
 - 7) termination of the relationship between this church and this congregation;
 - 8) dissolution of the congregation or the termination of a parish arrangement², or
 - 9) Suspension of this congregation through discipline for more than six months.
- b. When allegations of disability or incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of the synod,
- 1) the bishop, who has sole discretion, may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
 - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
- c. In case of alleged disability or incapacity under a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When such disability or incapacity is evident to the committee, the bishop of the synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament with disability status. Upon resumption of the ability to conduct the office effectively, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.
- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to this congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.
- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, this congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.

***C9.06** At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or by the Congregation Council.

***C9.07** During the period of service, an interim pastor shall have the rights and duties in this congregation of a regularly called pastor and may delegate the same part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any rostered minister providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.

² See chapter 20 in ELCA Model Constitution.

- *C9.08** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting.
- *C9.09** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- *C9.11** With the approval of the bishop of the synod, the congregation may depart from *C9.05a and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of this congregation for a review of the call. Such call may also be terminated before its expiration in accordance with the provisions of *C9.05a.
- *C9.12** The pastor of this congregation:
- a. shall keep accurate records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from this congregation;
 - b. shall submit a summary of such statistics annually to the synod; and
 - c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations.
- *C9.13** The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- *C9.14** The records of this congregation shall be maintained by the pastor and shall remain the property of this congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in the secretary's hands in good order by a departing pastor before the installation of that pastor in another call or approval of a request for change in roster status.
- C9.15** Under special circumstances, subject to the approval of the synod bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between this congregation and the pastor in a form proposed by the synod bishop and approved by this congregation.
- *C9.21** Authority to call a deacon shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by the Congregation Council to recommend the call, shall seek the advice and help of the bishop of the synod.
- *C9.22** Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synod bishop may be called as a deacon of this congregation.
- *C9.23** Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:
- a. Be rooted in the Word of God, for proclamation and service;
 - b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;
 - c. Speak publicly to the world in solidarity with the poor and oppressed, advocating dignity, justice, and equity for all people, working for peace and reconciliation among the nations, caring for the marginalized, and embracing and welcoming racially and ethnically diverse populations;
 - d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
 - e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
 - f. Practice stewardship that respects God's gift of time, talents, and resources;
 - g. Be grounded in a gathered community for ongoing diaconal formation;
 - h. Share knowledge of this church and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
 - i. Identify and encourage qualified persons to prepare for ministry of the gospel.

- *C9.24** The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.
- *C9.25** The provisions for termination of the mutual relationship between a minister of Word and Service and this congregation shall be as follows:
- a. The call of this congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by the deacon's death or, following consultation with the synod bishop, for any of the following reasons:
 - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
 - 2) resignation of the deacon, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
 - 3) inability to conduct the ministry of Word and Service effectively in this congregation in view of local conditions;
 - 4) inability to conduct the office effectively in view of disability or incapacity of the deacon;
 - 5) suspension of the deacon through discipline for more than three months;
 - 6) resignation or removal of the deacon from the roster of Ministers of Word and Service of this church;
 - 7) termination of the relationship between this church and this congregation;
 - 8) dissolution of this congregation or the termination of a parish arrangement; or
 - 9) suspension of this congregation through discipline for more than six months.
 - b. When allegations of disability or incapacity of the deacon under paragraph a.4) above, or ineffective conduct of the office of minister of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod,
 - 1) the bishop, who has sole discretion, may investigate such conditions personally together with a committee of two rostered ministers and one layperson, or
 - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
 - c. In case of alleged disability or incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the deacon's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service with disability status. Upon resumption of the ability to conduct the office effectively, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.
 - d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.
 - e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
 - f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- *C9.26** This congregation shall make satisfactory settlement of all financial obligations to a former deacon before calling a successor. A deacon shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting.

- *C9.27** When a deacon is called to serve in company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- *C9.28** With the approval of the bishop of the synod, this congregation may depart from *C9.25.a. and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of *C9.25.a.
- *C9.29** The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- *C9.31** The deacon(s) shall submit a report of ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

Chapter 10

CONGREGATION MEETING

- C10.01** This congregation shall have at least one regular meeting per year. The regular meeting(s) of the congregation shall be held at the time(s) specified in the bylaws. Consistent with the laws of the State of Washington, the bylaws shall designate one regular meeting per year as the annual meeting of this congregation.
- C10.01.01** The Congregation Annual Meeting shall be held within the first six weeks of the beginning of each calendar year. The exact date shall be set by the Congregation Council.
- C10.02** A special Congregation Meeting may be called by the lead pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of fifteen percent (15%) of the voting members. The president of the Congregation Council shall call a special meeting upon request of the synodical bishop. The call for each special meeting shall specify the purpose for which it is to be held, and no other business shall be transacted.
- C10.03** Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or electronic means, as permitted by state law³, to all voting members at least 10 days in advance of the date of the meeting.
- C10.04** Ten per cent (10%) of the voting members shall constitute a quorum.
- C10.05** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06** All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.
- C10.08** This congregation may hold meetings by remote communication, including electronically and by telephone conference, as long as there is an opportunity for simultaneous aural communication or its equivalent. To the extent permitted by state law, notice of all meetings may be provided electronically.
- C10.09** “*Ex officio*” as used herein means membership with full rights of voice and vote unless otherwise expressly limited.
- C10.10** Nominations for Council positions and other elected positions can be made from the floor at the Congregation Meeting. The nominees shall be voting members of the congregation.

Chapter 11

OFFICERS

- C11.01** The officers of this congregation shall be a president, vice president, secretary and treasurer.
- a. Duties of the officers shall be specified in the bylaws.

³ See RCW 24.03.080 – Notice of members’ meetings, RCW 24.03.009 – Notice by electronic transmission – Consent required – When effective,

- b. The officers shall be voting members of this congregation.
- c. Officers of this congregation shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
- d. If the Congregation Council elects its officers, the president, vice president, and secretary shall be selected from the elected membership of the Congregation Council. If the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council⁴.

C11.01.01 The responsibilities of the Congregation Council officers include the following:

- a. The PRESIDENT shall be the chief operating officer of the congregation, and is responsible for leading the operation of the congregation. The President shall chair meetings of the Congregation and the Congregation Council. The President shall insure that the meetings are conducted in accordance with the constitution. The President shall be the contact for the pastor(s) for matters requiring congregation involvement. Any legal documents of the church shall be approved by the President and signed when required.
- b. The VICE PRESIDENT shall serve as the President in the event of the President's inability to perform his/her responsibilities. The Vice President shall assign Congregation Council members to oversee the Standing Committees and to ensure that the committees' monthly reports are prepared for the Council meetings.
- c. The SECRETARY shall be responsible for keeping accurate minutes of all meetings of the Congregation and of the Council. These Minutes shall be preserved permanently in the Church archives. In the event that the Minutes are recorded by someone other than the Secretary, all such Minutes shall be approved and signed by the Congregational Secretary. In the absence of the President and Vice President, the Secretary shall preside at meetings of the Congregation and Congregation Council.
- d. The TREASURER shall keep the accounting records of the Congregation. The Treasurer shall oversee the receipt and disbursement of the congregation's funds. The treasurer shall make monthly remittance of benevolence receipts to the Treasurer of the Synod. The Treasurer shall make monthly reports to the Congregation Council and an annual report for the Congregation Meeting. The Treasurer shall insure that the Audit Committee performs an annual financial audit. The Treasurer shall be *ex officio* member of the Finance Team and use their support to record all income and expenses of the congregation. The Treasurer may direct another qualified person to prepare reports or documents, but in all cases, must sign and approve such reports or documents.

C11.02 The Congregation Council shall elect its officers and they shall be the officers of the congregation. The officers shall be elected by written ballot and shall serve for one year or until their successors are elected. Their terms shall begin at the close of the meeting at which they are elected.

C11.03 No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than two consecutive full terms in the same office.

Chapter 12

CONGREGATION COUNCIL

C12.01 The voting membership of the Congregation Council shall consist of the pastor(s) and not more than twelve (12) nor fewer than nine (9) members⁵ of the congregation as defined by the bylaws. Approximately one-third of the council seats will be filled at each annual meeting. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office.

C12.01.01 Associates in Ministry, deaconesses, and diaconal ministers on the staff of Messiah Lutheran Church shall be *ex officio* members of the Congregation Council. They shall have voice but no vote.

C12.02 The members of the Congregation Council except the pastor(s) shall be elected at the annual meeting by written ballot to serve for three (3) years or until their successors are elected. Such members shall be eligible to serve no more than two full terms consecutively. Their terms shall begin at the close of the annual meeting at which they are elected.

⁴ Second sentence to C11.01.d added to Constitution in 1992.

⁵ Council Size changed January, 2015

- C12.02.01 One youth representative shall be appointed annually to the Congregation Council for a one-year term. Nominations shall originate from the Children, Youth and Family Ministry Team and to be approved by the Congregation Council. The youth representative shall be *ex officio* member of the Council with voice but no vote. The youth representative shall not be present during executive sessions of council meetings. The youth representative shall be a voting member under the age of eighteen (18) at the time of appointment.
- C12.03**
- a. A member's place on the Congregation Council shall be declared vacant if a member a) ceases to be a voting member of this congregation or b) is absent from four (4) regular meetings of the Congregation Council during a twelve month period without cause as defined by the bylaws. Procedure for removal of a council member for circumstances other than a) or b): at a regular monthly meeting, a two-thirds vote of the elected council membership is required.
 - b. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting.
- C12.03.01 The definition of causes for a Council member's absence is limited to sickness, family crisis, or by approval of the President of the Congregation Council.
- C12.03.A13 In the event of a vacancy on the Congregation Council, the Congregation Council shall consider the first runner-up in the immediate past election for the Congregation Council. If the person is not elected or declines the position, the Congregation Council will elect another voting member to fill the position until the next congregation meeting.*
- C12.04**
- The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular, its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include, but not be limited to, the following:
- a. To lead this congregation in stating its mission, to do long range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
 - b. To seek to involve all members of this congregation in worship, learning, witness, service and support.
 - c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
 - d. To maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling or employment.
 - e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
 - f. To promote a congregational climate of peace and good will and, as differences and conflicts arise, to endeavor to foster mutual understanding.
 - g. To arrange for pastoral service during the sickness or absence of the pastor.
 - h. To emphasize partnership with the synod and churchwide organizations of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
 - i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
 - j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- C12.05**
- The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of directors of this congregation and as such, shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of Washington, except as otherwise provided herein.
 - b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
 - c. The Congregation Council may enter into contracts for items not included in the budget. The total value of the contracts shall not exceed one percent (1%) of the total budget for that year.
 - d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur budgetary expenditures of more than one percent (1%) of the total annual budget only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the

- synod and churchwide organization.
- e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.
 - f. The Congregation Council shall be responsible for overseeing the work of the endowment fund, this congregation's investments and its total insurance program.

- C12.06** The Congregation Council shall see that the provisions of this constitution, its bylaws and the continuing resolutions are carried out.
- C12.07** The Congregation Council shall provide for an annual review of the membership roster.
- C12.08** The Congregation Council shall be responsible for employment and supervision of staff and volunteer lay workers of this congregation. Nothing in this provision shall be deemed to affect the congregation's responsibility for the call, terms of call, or termination of call of any employees who are on a roster of this church.
- C12.09** The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.10** The Congregation Council shall normally meet once per month. Special Council meetings may be called by the pastor or the president, and shall be called at the request of at least one half of its members. Notice of each special meeting shall be given to all who are entitled to be present.
- C12.11** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when such person requests or consents to be absent and has given prior approval to an agenda for a particular regular or special meeting which shall be the only business of the meeting. Chronic or repeated absence of the pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.
- C12.13** The Congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

Chapter 13

CONGREGATION TEAMS AND COMMITTEES

- C13.01** The officers of this congregation and the lead pastor shall constitute the Executive Team.
- C13.01.A13 The EXECUTIVE TEAM shall meet as needed on behalf of the Congregation Council to conduct church business as directed by the Council.*
- C13.02** A Nominating Committee of three voting members of this congregation, two of whom, if possible shall be outgoing members of the Congregation Council, shall be elected at the annual meeting for a term of one year. Members of the Nominating Committee are not eligible for consecutive re-election. The Congregation Council may fill vacancies until the next annual meeting.
- C13.02.A13 The NOMINATING COMMITTEE shall provide qualified voting members of the congregation as candidates for election by the Congregation for open ballot positions. These candidates shall be nominated only upon approval by the Congregation Council and with consent by the candidate. A minimum of two (2) candidates shall be provided for each open position whenever possible. The Nominating Committee shall provide a list of qualifications of each candidate in writing to the Council.*
- C13.03** An Audit Committee of three voting members shall be appointed by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. The term of office shall be three years, with one member elected each year. Members shall be eligible for re-election.
- C13.03.A13 The AUDIT TEAM shall be responsible for auditing the financial records of Messiah Lutheran Church in accordance with the generally accepted auditing standards of the federal and state governments for a nonprofit corporation. The audit shall be done at least once per year and the audit report prepared for the Congregational Annual Meeting. The audit shall address income and expenditures for accuracy of recording in the church financial records. Any discrepancy in the financial records shall be brought to the attention of the Council.*
- C13.04** A Personnel Committee of six voting members shall be appointed jointly by the president and lead pastor. Three voting members shall be from the congregation council and three voting members from the congregation at large. The term of office shall be three years with two members: one council member and one at large member to be appointed each successive year.
- C13.04.A13 The PERSONNEL TEAM shall be responsible for the administration of the Church staff business affairs. The specific tasks shall include the contract definition for implementation of hired staff*

personnel, comprising of an agreement of salaries or hourly wage, vacations and benefits. The Personnel Team shall prepare the necessary job descriptions for each staff position. Any personnel problems with respect to the business aspects of contracts shall be resolved by the Personnel Committee and approved by the Council.

- C13.05** When a pastoral vacancy occurs, a Call Committee of six voting members shall be elected by the Congregation Council. The committee's duties end upon installation of the newly-called pastor.
- C13.05 The CALL COMMITTEE shall provide qualified pastoral candidates for consideration by the congregation in accordance with C9.02 of the Constitution. The candidates shall be certified and approved by the synod and presented to the Congregation Council for interviews with a written set of congregation qualifications. The Call Committee shall prepare the necessary paperwork to call a pastor in accordance with the requirements of the ELCA and synod.*
- C13.06** An endowment fund shall be administered by a committee of five (5) voting members of this congregation. The term of each member shall be three (3) years. At the annual meeting, the congregation shall elect the necessary number of members to fill open positions. In the event of a vacancy on the Committee, the vacancy shall be filled by the ranking alternate to serve the unexpired term. If no ranking alternates are identified, then the congregation council may fill vacancies until the next annual meeting.
- C13.06.01** "As each has received a gift, employ it for another, as good stewards of God's varied grace." I Peter 4:10

NOW THEREFORE, in order to establish a permanent endowment within the church to extend the stewardship of our church, BE IT RESOLVED THAT:

- C13.06.02** The Messiah Lutheran Church Endowment Fund (MLCEF) is hereby established for the administration of gifts that come from donors and from the Messiah Lutheran Church Council in endowment form. All funds of Messiah Lutheran Church Endowment Fund are assets of the congregation but shall be kept separately from other funds of Messiah Lutheran Church. The Messiah Lutheran Church Endowment Fund is established for the promotion of endowment giving for religious and social service purposes, supporting ministries of Messiah Lutheran Church, the Evangelical Lutheran Church in America or its successor body, or to public charities duly organized and operated to carry on religious and social service activities. This endowment support includes but is not limited to the following types of religious and social service ministries:
- a. Missions: local, regional and world projects.
 - b. Education: college and seminary scholarships
 - c. Enhance the ministries and missions of MLC beyond the general budget.
 - d. Capital Projects: major renovations and building of new facilities.
- C13.06.03** It is not the purpose of Messiah Lutheran Church Endowment Fund to relieve current members or future generations of members of the responsibility for supporting the annual budget of the MESSIAH LUTHERAN CHURCH. Healthy congregations need the challenge of supporting themselves and their church's mission to remain viable. THEREFORE, none of the Endowment fund is to be used to support the normal budgeted operations and programs of Messiah Lutheran Church.
- C13.06.04** The committee shall operate as follows:
- a. The Committee members shall be nominated and elected in the same manner as the congregation elects members to its Church Council.
 - b. A quorum shall consist of a minimum of three (3) members. An affirmative vote of three (3) members shall carry a motion or resolution. Members must be present to vote.
 - c. The Committee shall elect from its membership a Chairperson, a Financial Secretary, and a Recording Secretary.
 - d. The Committee shall meet at least once a quarter at a time fixed by resolution of the Committee. Special meetings may be called on 24-hour notice to members of the committee by the Chairperson or any two (2) members.
 - e. Members of the Committee shall not receive monetary compensation for their services.
- C13.06.05** The duties and powers of the committee are as follows:
- a. The Committee shall review and recommend to the Council whether or not to accept gifts made to the Committee in endowment form, subject to the purpose of the gift conforming to the purpose of the Endowment Fund. Gifts shall include Donor Permanently Restricted gifts,

- Donor Temporarily Restricted gifts, and Council Designated Unrestricted gifts.
- b. Definitions of Gifts and Committee preferences. The Committee shall use the following definitions and make the following preferences when considering the Endowment Fund:
 1. Permanently Restricted (or True) Endowment Gift is a donor-created gift whose corpus must be maintained in perpetuity, generating income for a purpose. The principal cannot be spent. The donor may “designate” the gift to a specific use or leave its use “undesignated” and allow the Endowment committee determines its best use. Expenditures are subject to provisions of the Washington Uniform Prudent Management of Institutional Funds Act (UPMIFA).
 2. Temporary Restricted (or Term) Gift. Temporarily Restricted Endowment Gift is a donor created gift set up for a specific period of time or until a certain event has occurred. When the term ends or the action is complete, the remaining corpus can be spent according to the wishes of the donor. Temporary restricted gifts are considered Unrestricted and are not under UPMIFA regulations. Provisions of UPMIFA may, but are not required to, be applied regarding expenditure decisions for this classification of gifts.
 3. An Unrestricted or Council Designated Endowment are funds coming to MLC without donor expenditure restrictions and “designated” at the discretion of the council to be placed in the Endowment fund. These are not endowment funds under UPMIFA regulations. Legally, the principal can be spent at any time, though expenditure restrictions of UPMIFA may be applied at any time.
 4. The Committee prefers that Permanently Restricted gifts intended for our MLC Endowment Fund be left “undesignated” in use so that the committee may determine the best use.
 5. For administrative and accounting reasons, the Committee prefers that permanently restricted gifts designated for a specific use by donors be \$15,000 or more.
 6. Gifts that come with donor instruction naming Messiah Lutheran Church Endowment Fund will be classified as a permanently restricted gift.
 - c. Investment Plan. The Committee shall invest the funds prudently in accordance with State Law, specifically those considerations and requirements of managing and investing funds stated in Washington State current Law, the Uniform Prudent Management of Institutional Funds Act. (UPMIFA RCW 24.55) RCW 24.55.015. The Committee shall investigate ways in which funds can be invested safely and productively and shall have authority to seek professional counseling or assistance on investments, legal matters, or any other matter it deems necessary for the best interest of the Endowment Fund.
 - d. Request for Funds. The Committee shall receive requests for distribution of funds in writing to the Chairperson of the Committee.
 - e. Distribution Plan. The Committee shall, in accordance with State Law, distribute no more than a percentage of the total value of the Fund, or any particular account within the Fund, based on a multi-year rolling average. The Committee shall also consider the need to retain funds to accommodate inflation and growth rates.
 - f. Duration of Funding. The Committee shall distribute funds for a particular project on a yearly basis only. Re-consideration of funding for the same program will come through a re-application process.
 - g. Review of Request. The Committee shall review requests and have the discretion to determine whether or not to distribute funds according to the purposes of the Fund using the guidelines set forth below:
 1. Are funds Available?
 2. Will the funds accomplish the goal of the request?
 3. Are more important requests needed?
 4. Are funds requested outside the normal funding of MLC as defined in C13.06.03?
 - h. Checks. All necessary disbursement checks of the Endowment Fund, whether for distribution in accordance with its purposes or for the necessary expenses, shall be signed by the Treasurer of the Congregation (or designee) and the Financial Secretary of the Committee.
 - i. Records. The Financial Secretary of the Endowment Fund shall maintain accurate records of all income, expenses and distributions and shall prepare quarterly reports for the Treasurer of the Congregation.
 - j. Annual Report. The Committee shall prepare an annual report and present it to the

- Congregation at the Annual Meeting.
- k. The calendar year shall be the fiscal year
 - l. Records. The records of the Endowment Fund will be audited annually by the MLC audit committee in accordance with section C13.03 of the constitution. The records of the Endowment Fund shall be kept in the church office and will be available to successors of the Committee and Church Members.
- C13.06.06 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 times refrain from any conduct in which his or her personal interests would conflict with the interest of the Fund.
- C13.06.07 Members of the Committee shall not be liable for any losses, which may be incurred upon investments except to the extent such losses are caused by bad faith or gross negligence. No Committee member shall be personally liable so long as he or she acts in good faith and with ordinary prudence in connection with the administration of the Endowment Fund. Each member shall be liable only for his or her own willful misconduct or omissions, and shall not be liable for the acts and omissions of any other member.
- C13.06.08 If Messiah Lutheran Church ceases to exist, the administration of the Permanently Restricted and Temporary Restricted assets will be transferred to the Southwestern Washington Synod of the Evangelical Lutheran Church in America (or its successor body) and used for the purposes defined in II B of these bylaws. The assets shall not be credited as a benevolence contribution from Messiah Lutheran Church. The Congregation would determine how to transfer any Unrestricted Gifts to create a Permanently Restricted Endowment.
- C13.06.09 Changes to Bylaws Amendments and Modifications to the Endowment Fund may be amended or modified in accordance with chapter 16 of the Constitution of Messiah Lutheran Church
- C13.07** Standing committees and teams shall be named in the bylaws. The duties of these committees/teams shall be specified in the continuing resolutions.
- C13.07.01 The following Congregation Standing Committees and Teams shall be formed from the Congregation membership: Christian Education, Church Property, Evangelism, Finance, Memorials, Social Ministry, Stewardship, Worship and Music, Children, Youth and Family, Lease Management, Constitution Review, and Church Staff Support.
- a. Each committee/team shall elect a chairperson from its members. A different chairperson shall be elected biennially for each committee/team, with exceptions are permitted by Council's approval. These chairpersons shall provide monthly reports to the Council in coordination with the designated oversight Council member.
 - b. In addition to the duties stipulated in the Continuing Resolutions, the Council may assign duties to each committee/team along with such instructions as in its judgment are in the best interests of the congregation. All actions of the committees/teams are subject to review by the Council.
- C13.07.02 The Congregation Council shall review standing and other committees/teams biennially. The review shall consider the purpose, effectiveness, and long-term need for each. Standing committees/teams may be abolished, merged, or changed to ad hoc status. Other committees/teams may be abolished, merged, or changed to standing committee/team status. If necessary, the Congregation Council may recommend amendments to the bylaws to reflect changes in status. The Congregation Council may delegate the review and drafting of recommendations to the Constitution Review Committee or an ad hoc committee/team.
- C13.07.A13 The responsibilities of the Standing Committees are defined as follows:*
- a. *The CHRISTIAN EDUCATION TEAM in association with the pastor and education staff shall oversee the conduct of the adult education, confirmation class, Sunday School programs and other educational activities of all organizations within the congregation. It shall encourage the use of teaching and worship materials published or approved by the ELCA, and seek to introduce the Church's periodicals and books of family devotion into the homes of the congregation. The Church library shall be the responsibility of this committee. One of the primary aims of the Christian Education shall be to bring the ministry of the Gospel to the youth of the congregation.*
 - b. *The CHURCH PROPERTY TEAM shall see to the proper maintenance and protection of all property of the congregation and shall take care that the same is kept in good repair and is adequately insured. The Property Committee shall be responsible for any existing or new building programs and provide technical coordination with contractors. Work parties associated with the Church property shall be coordinated by this committee.*
 - c. *The EVANGELISM TEAM shall stimulate and lead all members of the congregation in*

- continuous and from time to time concerted endeavors to reawaken the spiritually indifferent and to reach others with the Gospel and attach them to Christ's Church. To this end the Committee shall devote itself to deepening spiritual life and shall periodically study the needs and goals of the Congregation as they relate to the surrounding community.*
- d. *The FINANCE TEAM of which Council Treasurer is an ex-officio member, shall prepare a draft budget for the succeeding year, including the congregation's full indicated share in support of the wider ministry being carried on in its behalf by the ELCA and the synod, and shall submit this draft budget to the Church Council for its action and later presentation to a congregation meeting. The committee shall exercise oversight of all the financial affairs of the congregation to make sure they are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer. It shall, subject to the approval of the Church Council, be responsible for the Congregation's investments. The committee shall assist the Audit Committee in preparing for the annual audit of the accounts of the treasurer as well as the accounts of the schools and organizations within the congregation.*
 - e. *The SOCIAL MINISTRY TEAM shall extend Christian compassion and helpfulness to the ill, the aged, the orphaned, the underprivileged, the imprisoned and, in general, to all persons in need of aid in body and soul. It shall strive to enlist in these efforts to as many of the individual members and organizations of the congregation as possible. This committee shall further have the duty to study social conditions, primarily in the local community, in order to bring the cleansing and healing light of Christian truth to bear upon critical problems through thoughtful discussion of facts and issues. Programs such as the Christmas Hampers, Blood Bank, Auburn Community Supper and Messiah Food Bank/Needy Fund shall be the responsibility of this committee. The disbursement of food and needy funds will be done by the office staff or pastor(s).*
 - f. *The STEWARDSHIP TEAM shall evoke and promote the expression of Christian faith in daily living by teaching the Christian use of money, diffusing knowledge of the congregation's local, national, and worldwide ministries, and leading all its members to higher levels of proportionate giving for the Lord's work. This committee shall also be responsible for the Every Member Visitation and other congregational efforts which lead to informed and grateful giving. This Committee is also responsible for the coordinated use of time and talent of the congregation members to perform the monthly service activities of the church (such as the Ship program which provides volunteers for lay readers and other needs of the church.) The coordination of these activity helpers shall be through creative programs to encourage participation from all congregation members.*
 - g. *The WORSHIP AND MUSIC TEAM shall assist the Council in ensuring that the services of God's house are conducted regularly and in accordance with the liturgy of the ELCA. The mission of the Worship and Music Team is to support staff, to enhance all worship services in both liturgy and music, ensuring a welcoming and nurturing environment for both visitors and members. The team shall ensure the care of the paraments, vestments, musical instruments, and all other worship materials and supplies. The team shall also be responsible for the Technology Team, Altar Guild, ushers, choir, and musicians.*
 - h. *The CHILDREN, YOUTH AND FAMILY (CYF) MINISTRY TEAM, in association with the Director of Children's, Youth and Family Ministries, shall oversee all ministries related to children and youth with our congregation. It shall seek to assist young people to grow in their faith and relationship to Christ and to one another through leadership, fellowship, faith and service opportunities. It shall seek to be a partner with families in building a faith foundation for children and youth. It shall provide a safe, nurturing environment in which children and youth can learn and grow.*
 - i. **LEASE MANAGEMENT TEAM**
 - 1) *Purpose: The purpose of the team is to work on all tenant relationships involved with recurring leases with the church so as to protect the church property, finances, and reputation. The team will be independent, objective, and neutral. This will provide our tenants a single point of contact to resolve concerns and receive timely responses. Additionally, the team will provide a more transparent working relationship between the church and its tenants.*
 - 2) *Process: The council will appoint a 3-person team. Each person will serve a 3-year term which is renewable for a second term. As the team is set-up, the length of terms will be varied so that one person goes off the team each year (i.e. one 1-year term, one 2-year term, and one 3-year term). Church members will be invited to send in a letter of interest*

to be on the team. There is not expectation that one of the members has to be a council member (but interested council members are welcome to apply). The executive team will review the letters and recommend the team make-up to the council. The council will then confirm the team.

- 3) *Goals: The goal is to have a diversity of backgrounds on the team but specific skills sought include: legal/commercial real estate, business, and education backgrounds. A designated staff representative (as appointed) will meet with the team as a voice with no vote. The pastor will be involved as needed to provide pastoral support and spiritual guidance to the team.*
- 4) *Duties: The goal will be for the team to meet a minimum of once a month to look at issues related to recurring relationships with organizations and individual leasing space within the church building. The team will provide mediation between the staff and the tenants. They will lead the lease negotiation process including all renewal clauses. They will lead an annual review of lease terms.*

Each month, the team will report to the council. The Lease Management Team will interact with church staff and other ministry teams such as Property, Finance, and Christian Education to make sure there is coordination among the teams.

The goal will be for the Lease Team to have regular interaction tenant boards so that there is ongoing dialogue between entities. Note: For the purpose of lease agreements, the Lease team will serve as the landlord's designated representative

- 5) *Definition of Roles:*

<i>Property Team</i>	<i>Lease Management Team</i>
<i>Maintenance of facility</i>	<i>Oversight of recurring relationships with tenants (more than one time per month)</i>
<i>Supplies</i>	<i>Space Usage</i>
	<i>Lease Management</i>
	<i>Finances based on the lease relationship.</i>

C13.07.A17⁶ The Church Council appoints Cathy Hawkins and Mike McLaughlin to lead the Property Team in 2017. Leadership functions will include calling together work parties as needed, soliciting and approving bids and contracts, monitoring and approving expenses within 2017 budget guidelines, and managing property related activities in accordance with C13.07.A13. Pastor Harris will be the staff liaison with the property leadership team.

C13.08 Other committees and teams of this congregation may be formed, as the need arises, by continuing resolutions adopted by the Congregation Council. The duties of these committees/teams shall be specified in the resolutions adopted.

C13.09 The lead pastor of this congregation shall be *ex officio* a member of all committees and boards of the congregation. The president of this congregation shall be *ex officio* a member of all committees and boards of the congregation, except the Nominating Committee.

Chapter 14

ORGANIZATIONS WITHIN THE CONGREGATION

C14.01 All organizations within this congregation shall exist to aid in its ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work and finances.

C14.02 Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be affiliated with this congregation only by action of the Congregation Council and specified in a continuing resolution.

Chapter 15

DISCIPLINE OF MEMBERS

***C15.01** Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the

⁶ Original language adopted by vote of MLC Council, February 16, 2017.

ministry of the congregation, or willful and repeated harassment or defamation of member(s) of the congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15-17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Congregation Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregation Council.

- a.
- b.
- c.
- d.

- *C15.02** The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to *C15.01 do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three lay persons and two clergy). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.
- *C15.03** If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members plus the nonvoting chair comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.
- *C15.04** The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- *C15.05** By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:
- a. suspension from the privileges of congregation membership for a designated period of time;
 - b. suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
 - c. termination of membership in the congregation;
 - d. termination of membership in the congregation and exclusion from the church property and from all congregation activities.
- *C15.06** The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.
- *C15.07** No member of the congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.
- *C15.10** Adjudication
- *C15.10** When there is disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation may petition the synod bishop

for consultation after informing the president of this Congregation Council of their intent to do so. The synod bishop shall seek a timely resolution of the dispute. If the issue relates directly to the pastor, the bishop may begin the process in †S14.18.d. In all other matters, if the bishop's consultation fails to resolve the issue, the bishop shall refer the matter to the Consultation Committee of the synod, which shall undertake efforts to find an appropriate solution. If the Consultation Committee's efforts fail to resolve the dispute, the entire matter shall be referred to the Synod Council for adjudication by whatever process the Council deems necessary. The Synod Council's decision shall be final.

Chapter 16

AMENDMENTS

- *C16.01** Unless provision *C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments to this constitution may be proposed by at least ten (10) per cent of the voting members or by the Congregation Council. Proposals must be filed in writing with the Congregation Council 60 days before formal consideration by this congregation at its regular or special meeting called for that purpose. The Congregation Council shall notify the members by mail of the proposal together with their recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.
- *C16.02** A proposed amendment to this constitution under *C16.01. shall:
- a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those present and voting; and
 - b. Be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting;
 - c.
- *C16.03** Any amendments to this constitution that result from the processes in C16.01. and C16.02. shall be sent by the secretary of this congregation to the synod. The synod shall notify the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.
- *C16.04** This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* as most recently amended by the Churchwide Assembly. Such amendments may be approved by a simple majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, notice to the congregation of such an amendment or amendments, together with the council's recommendations, at least 30 days prior to the meeting. Upon the request of at least two (2) voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

Chapter 17

BYLAWS

- *C17.01** This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- *C17.02** Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a two-thirds vote of those voting members present and voting.
- *C17.03** Changes to the bylaws may be proposed by any voting member, provided that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify this congregation's members of the proposal with council recommendations at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.
- *C17.04** Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

Chapter 18

CONTINUING RESOLUTIONS

- *C18.01** The congregation, in a legally called meeting or the Congregation Council may enact continuing resolutions. Such continuing resolutions may not conflict with the constitution or bylaws of this congregation.
- *C18.02** Continuing resolutions shall be enacted or amended by a majority vote of a meeting of the congregation or a two-thirds vote of all voting members of the Congregation Council.
- *C18.03.** Adopted or amended continuing resolutions shall be sent by the secretary of this congregation to the synod.

Chapter 19

INDEMNIFICATION

- *C19.01** Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregation Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.