

Bylaws of the Constitution of Grace Evangelical Lutheran Church
Sandy, Utah
2013

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Bylaws of the Constitution of Grace Evangelical Lutheran Church
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Article I Membership in the Congregation

1. Privileges

Any Communicant Member shall have the right to receive the Sacrament of Holy Communion and any such Christian rites as the congregation may offer. Any Communicant Member shall be deemed eligible to be a Voting Member, subject to the requirements shown in this Constitution and Bylaws, and the restrictions and limitations of the civil law of the state of Utah.

2. Commencement

A person shall be considered a Communicant Member who shall

- A. Have fulfilled the requirements of the Constitution;
- B. Declared acceptance of the confessional standard of this congregation and the responsibilities of membership; and
- C. One of the following:
 - 1) Submitted satisfactory evidence of his or her qualification to a Pastor of this congregation and the Board of Deacons and, if necessary, received an adequate course of instruction in the chief parts of the Christian Doctrine;
 - 2) Submitted a letter of transfer from a congregation of The Lutheran Church—Missouri Synod, or its successor, (hereinafter known as “The LCMS”) or a congregation of a church body in fellowship with The LCMS , establishing eligibility and good standing, to a Pastor of this congregation and the Board of Deacons;
 - 3) Reaffirmed faith. Application for such reaffirmation of faith shall be made to a Pastor of this congregation, who, upon being satisfied as to the applicant’s meeting of the requirements for Communicant Membership, shall recommend to the Board of Deacons that the applicant be received as a Communicant Member. Upon the agreement of the Board of Deacons, the applicant may then become a member.

3. Removal From Membership

Removal from membership may occur through any of the following mechanisms:

- A. Communicant Members in good standing may request and will be granted a Letter of Transfer, from a pastor at Grace to a congregation of The LCMS or to a congregation of a church body in fellowship with the Lutheran Church—Missouri Synod. Such transfer shall be reported to the congregation at the next Voters’ Assembly.
- B. Members who move out of the community and thereby become inactive shall be encouraged to transfer membership to a congregation of The LCMS or a congregation of a church body in fellowship with the Lutheran Church—Missouri Synod. The pastor may, at his discretion, or by direction of the Board of Deacons, provide a Letter of Peaceful Release.
- C. Members who request termination of membership, or who are definitely known to have become members of other congregations without transfer, or who have moved to such a distance from the congregation as to make continued participation impractical yet have not requested transfer within one year of moving shall lose their membership within this congregation, at the recommendation of the Board of Deacons and resolution of the Voters’ Assembly. A good-faith attempt shall be made to contact such members before removal action is consummated. Such vote of the Congregation shall require only a simple majority of the eligible Voting Members voting at the Voters’ Assembly
- D. A Communicant Member who fails to participate in church services, or fails to partake of communion, or fails to contribute of his or her time, talent or treasure to the congregation for a period of twelve months, or conducts him or herself in an unchristian manner shall be admonished according to Matthew 18:15-20. If he or she remains impenitent after proper admonition, he or she may be subject to the discipline of the Congregation. After a complete and proper exercise, by the pastor(s) and the Board of Deacons, of the Church’s obligations for discipline, membership

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shall be withdrawn upon the approval of the Voters' Assembly. Discipline shall be exercised as above and only after two direct contacts have been made within the period of eighteen months from the failure to participate as outlined herein.

- E. Excommunication shall only be
- 1) Upon recommendation of both
 - (a) the Board of Deacons and
 - (b) one of the Pastor(s), and
 - 2) By two-thirds vote of those Voting Members present and eligible to vote at a duly called Voters' Assembly.
 - 3) Excommunication must in no way be meant to discourage the excommunicant's attendance at worship services.
 - 4) Each case shall be presented individually to the Voters' Assembly for action.
 - 5) Ballots shall be secret (e.g. written).
 - 6) The member under consideration must be invited to present his or her case respectively to the Deacons, a Pastor of this congregation, and the Voters' Assembly, and reasonable accommodation made for his or her presence. If an invitation has been extended and/or accommodation made, and the member absents herself or himself, the consideration and vote may proceed.

Article II Voting Membership

Voting Membership requires that a person:

1. Be a communicant member of this congregation;
2. Have attained his or her 16th birthday as of the date of the meeting;
3. Have signed the Voters' Roster.

Article III Meetings of the Voters' Assembly

1. Regular Meetings:

The regular meetings of the Voters' Assembly shall be held within three weeks before or after May 1 (the "May meeting") and three weeks before or after November 1 (the "November meeting") of each year, with the exact date and time of the meetings to be determined by the Governing Board. At each meeting reports shall be received and terminations of communicant members may be considered. The congregational budget shall be established at the yearly May meeting, and members of the Governing Board and other elective congregational positions also shall be elected at the May meeting.
2. Special Meetings

Special meetings of the Voters' Assembly, except call meetings, may be called by

 - A. Action of a majority of the Governing Board, or
 - B. Action of the Chair of the Congregation plus two other members of the Governing Board, or
 - C. By written petition to the Governing Board of 10 percent of the Voting Members eligible to vote in the last Voters' Meeting. Such petition must be implemented at the next meeting of the Governing Board.
 - D. In the case of a meeting to discuss the candidate(s) for a called position and/or to extend a call, the appropriate board may call the meeting.
3. Publicity

Any meetings of the Voters' Assembly shall be announced in the regular Sunday Services and by a published notice to communicant members at least seven days in advance of the meeting. Such notice must state the purpose(s), the time and the place of the meeting.
4. Quorum

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The quorum necessary to transact business at any regular or special Voters' Assembly meeting shall consist of ten percent of the voting membership or twenty voters, whichever is less. Proxies and/or absentee balloting are not permitted.

5. Procedure

At meetings of the Voters' Assembly, the suggested order of business is

- A. Call to Order
- B. Devotions and/or Prayer
- C. Acceptance of New Voters
- D. Determination of a Quorum
- E. Additions and changes to the Agenda
- F. Communications and Announcements
- G. Presentation of minutes and reports
- H. Unfinished business
- I. New business
- J. Adjournment with Prayer

Robert's Rules of Order Newly Revised, latest edition, (RRONR) shall be followed as this organization's parliamentary authority, except when there is a conflict with the Word of God, these Bylaws or the Constitution, which shall prevail over RRONR.

Article IV The Office of Pastor and Other Called Workers

1. Calling

- A. For all called positions other than those involved with the School, the Board of Deacons shall prepare a list of candidates eligible to receive the call and shall be responsible for the due completion of the calling process. For those positions involved with the School, the School Board, with the assistance of a representative of the Board of Deacons be responsible for due completion of the call process. The Board of Deacons or the School Board, as appropriate, shall consult with the proper Synodical officials both with regard to the submission of a call list and with regard to the calling process.
- B. After a decision is made by the responsible Board to call a worker, the procedural steps are these:
 - 1) The responsible Board shall provide notice to the Governing Board of the intent to call.
 - 2) Simultaneously with 1), above, the responsible Board shall provide published notice to the membership of the intent to call. The notice of intent may be part of the normal communications from the church. Announcement of the intent to call shall also be made at all public worship services of the congregation occurring during the time in which nominations may be received.
 - 3) Names for the call may be solicited from the officers of the District/Synod and/or from communicant members who shall be allowed at least 10 days, including at least two Sundays, in which to nominate.
 - 4) The call process shall use the appropriate Rocky Mountain District guidelines and procedures for calling workers either from the field or from seminary/university.
 - 5) Upon reception of the characterizations and/or candidate information, the responsible board shall promptly present to the congregation summary information about the candidates in written form, and
 - 6) Shall call a meeting of the Voters' Assembly for the purpose of discussing and/or calling a candidate or candidates. This meeting shall be conducted in accordance with Article III, §3, 4 and 5 of these Bylaws.
- C. At the call meeting, the chair of the appropriate board shall preside over the election. The call list, and summary information about the candidate(s), shall be read and the floor opened for discussion. Election shall be by written ballot, with a two-thirds majority of votes cast determining the election. If no candidate shall have received a two-thirds majority on the first ballot, the second ballot shall be limited to those four candidates and ties receiving the most votes.

If no candidate receives a two-thirds majority of votes cast on the second ballot, the third ballot shall be limited to those two candidates and ties who have received the most votes on the second ballot. If no

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candidate shall have received a two-thirds majority of votes on the third ballot, another vote of the candidates on the third ballot shall be taken.

If no candidate shall have received a two-thirds majority of votes on this fourth ballot, discussion of the candidates on the fourth ballot shall be reopened. At the end of that discussion, another vote shall be taken. If no candidate shall have received a two-thirds majority of votes on the fifth ballot, the election shall be determined by lot (drawing of names, coin flip, etc.) from the candidates of the fifth ballot. When the election has been determined, the chair shall call for a unanimous vote, the lack of which, however, shall not negate the call.

Finally, the voters shall authorize the appropriate board to negotiate salary and living arrangements with the candidate(s) in keeping with congregational policies. It shall be the duty of the chair of the appropriate board, or the chair's designee, to promptly notify the candidate as to his or her call. This notification shall be the official notification to the candidate.

2. The Office of Pastor

In general, the Office of Pastor to this congregation consists of the authority and obligation, conferred by a regular call of the Congregation, to do the following on its behalf:

- A. Proclaim to the congregation, jointly and severally, the Word of God in its full truth and purity according to the confessional standard of this congregation as contained in the Constitution, Article III;
- B. Administer the Sacraments according to the same standard;
- C. Discharge, toward all members of this congregation, the functions of a minister and curate of souls in an evangelical manner, in particular, to visit the sick and dying and to admonish the indifferent and erring;
- D. Guard the spiritual welfare of the young and adults, especially in preparation for communing;
- E. Guide the congregation in applying church discipline;
- F. Direct, train and equip the members of this congregation for the work of the ministry (Ephesians 5) and to foster familial unity; and
- G. Be an example of Christian conduct in word and deed, and generally conduct himself in accordance with the Word of God and with his office (1 Timothy 3, Titus 2, *et al*).
- H. Additional, position-specific duties and responsibilities may be established by the congregation depending upon its needs. For example, such duties might cover specific youth needs or evangelism needs or administrative needs.
- I. The Board of Deacons shall have responsibility for the guidance and welfare of the Pastor(s) and pastoral staff.
- J. The Senior Pastor shall have responsibility for the direct supervision of any other pastor(s) within the organization and of the pastoral staff, in all aspects.

3. The Office of Called Teacher or Called Principal

In general, the Office of Called Teacher or Called Principal in this congregation consists of the authority and obligation, conferred by a regular call of the Congregation, to do the following on its behalf:

- A. Diligently and faithfully instruct and train the children under his or her care in the Word of God, according to the confessional standard of this congregation as contained in the Constitution, Article III and particularly according to the Small Catechism of Dr. Martin Luther;
- B. Accord these children a thorough Christian and secular education as directed by the congregation through the School Board;
- C. Maintain Christian discipline in the school by the employment of means which are scriptural, reasonable and just;
- D. Work under the supervision of the Principal and School Board to promote the welfare of the school and advance the Kingdom of God;
- E. Endeavor to advance professionally and spiritually;
- F. Support the work of the Congregation and foster spiritual and familial unity; and

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- G. Be an example of Christian conduct in word and deed, and generally conduct him- or herself in accordance with the Word of God (1 Timothy 3, Titus 2, *et al*).

In addition, the Principal shall:

- H. Represent the school, or designate an appropriate representative, whenever such is necessary and appropriate;
- I. Supervise the daily operations of the school;
- J. Keep the Pastor(s) and School Board fully informed as to school activities, goals, problems, opportunities, and serve as an *ex officio*, non-voting member of the School Board, and as an *ex officio*, voting member of the Governing Board ; and
- K. Assist in the preparation of the annual budget, as such budget concerns the school.
- L. Have the responsibility to directly supervise the entire school staff, including called and/or contract teachers, aides and clerical staff.

4. Other Called Offices

- A. The congregation may see fit from time to time to call other offices (*e.g.* Director of Christian Education, Deaconess, Parish Assistant, *et cetera*). Such a call shall be issued in a manner consistent with the intents, policies and methods stated elsewhere in this Article.
- B. Any such called workers shall be directly responsible to the Senior Pastor or his designee.

5. Removal From Called Office or Termination of a Call

- A. A called person (pastor, principal, teacher, *etc.*) may be removed from his or her position only by action of the Voters' Assembly at a regular or special meeting of that body, meeting in Christian and lawful order, after the due process accorded by the appropriate church and/or school policy documents, and only for one or more of the following causes: persistent adherence to false doctrine, scandalous life, inability to perform official duties or willful neglect of them. Such action requires a 2/3 majority of eligible voters in attendance at the meeting in order to pass.
- B. A call may also be rescinded by discontinuance of an institution, a department, a program, or a position.

Article V Governing Board

It shall be the duty of the Governing Board to conduct and determine all the business and other matters pertaining to the general welfare of the Congregation, with the exception of those matters elsewhere reserved by these Bylaws or the Constitution to specific boards, groups, positions, or the Voters' Assembly.

1. The Governing Board shall consist of

- A. Chair of the Congregation
- B. Vice-Chair of the Congregation
- C. Recording Secretary
- D. Financial Officer
- E. Facilities Officer
- F. Chairman of the Board of Deacons *Ex Officio*
- G. Chair of the School Board *Ex Officio*
- H. Pastor(s) *Ex Officio*
- I. Principal of the School *Ex Officio*
- J. Member at Large
 - 1) The Member at Large is elected by the congregation at the May Voters' Assembly. If a vacancy occurs during the term of the Member at Large, the Governing Board may appoint a Member at Large to act until the next regular or special meeting of the Voters' Assembly, at which time the Voters' Assembly shall vote to select a Member at Large to complete the current term.

- 2. No member of the Governing Board shall serve on the Governing Board concurrently with a member of his or her immediate family. Immediate family is defined as spouse, parent, child, grandparent or grandchild. An affirmative vote of two-thirds of the Governing Board may allow an exception if it is felt to be in the best interest of Grace.

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3. The Governing Board shall be the legal trustee of all property of the Congregation and be responsible for and authorize the proper expenditure of congregational funds provided in the budget. All documents, contracts or transactions requiring legal signatures, except checks, call or salary documents and personnel contracts, shall be signed by two of the following: the Chair, Recording Secretary or Facilities Officer of the Congregation, upon direction of the Governing Board. The Governing Board shall submit the annual budget to the congregation for approval at the May Voters' Assembly meeting.
4. The Governing Board shall be apprised of the activities of the various boards, groups and committees, adopt such Ministry Action Teams (MATs) and/or committees as may be deemed necessary, and receive and study reports from the various boards, MATs and committees if requested by the Governing Board. The Governing Board shall take whatever actions it deems necessary or advisable. It may adopt, alter or amend the rules and regulations governing officers, chairpersons, boards, MATs and committees, except as otherwise provided in these Bylaws or in the Constitution.
5. The Governing Board shall perform such other duties as may be assigned to it by the congregation and shall report to the congregation annually, in writing, on the business, programs and activities under its supervision and jurisdiction. The Governing Board shall report in writing to the congregation on any other action or consideration to which it may have been directed by the Voters' Assembly.
6. A quorum of the Governing Board shall consist of a majority of the members of the Governing Board. Other than a duly elected member of a specific board, MAT or committee acting as a properly appointed representative of the chair of that board, MAT or committee, no proxies or absentee ballots shall be permitted.
7. All meetings of the Governing Board shall be open to every communicant member of the Congregation. The usual order of business for meetings of the Governing Board shall be
 - A. Opening devotion or prayer
 - B. Determination of a quorum
 - C. Agenda changes or additions
 - D. Announcements and Communications
 - E. Presentation of minutes
 - F. Reports
 - G. Unfinished Business
 - H. New Business
 - I. Adjournment with prayer
8. *Robert's Rules of Order Newly Revised, latest edition*, (RRONR) shall be followed as the Governing Board's parliamentary authority, except when there is a conflict with the Word of God, these Bylaws or the Constitution, which shall prevail over RRONR.
9. Regular meetings of the Governing Board should be approximately monthly, but may be held as often as needed in the best interests of Grace. Special meetings of the Governing Board may be called by informing each Governing Board member as to the time and place of such meeting. A special meeting may be called by the Chair of the Congregation, a Pastor or any three members of the Governing Board.

Article VI Nomination, Election and Ratification of Deacons, Officers and Boards

1. Nominating and Selection Committee
 - A. The Governing Board shall, at its November meeting, ratify the appointment, by the Chair of the Congregation, of the Nominating and Selection Committee. It is the responsibility of this committee to develop and present to the congregation a list of eligible candidates for congregational officer and board positions.
 - B. The voting members of the committee are to be the Vice-Chair of the Congregation, who shall chair the committee, a Pastor of the Congregation, and two communicant members, one or both of

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whom shall not be an officer of the church, a board chair, a member of a board, nor a member of the Governing Board. There may be other congregational members acting in an advisory, non-voting capacity to assist the committee, and the committee shall solicit also input from the congregation at large.

2. Nominating and Selection Procedure
 - A. The Nominating and Selection Committee shall prepare a list of candidates drawn from the communicant members of the Congregation. This list shall be reported to the Governing Board at its September meeting and written notice provided, by the end of March to the communicant members of the Congregation.
 - B. After the publication of the Nominations and Selection List, any communicant member may submit additional names for inclusion on the list for election, but not the list for ratification. The names submitted for election shall be placed in nomination together with the committee's list at the election meeting. Nominations by members must be submitted to the committee at least two weeks before the election meeting and only after determination has been made of the nominee's eligibility and willingness to serve.
 - C. At the election meeting, the names of such candidates as may have been defeated for office, and these only, may be placed in nomination for an office still to be filled.
3. Eligibility

Except as noted elsewhere in these Bylaws, all communicant members shall be eligible for all offices, except:

 - A. Those who have not reached their 21st birthday on or before the date of the election,
 - B. Those who have been members of Grace for less than six months,
 - C. Those who are under church discipline,
 - D. The positions of Chairman of the Board of Deacons and Deacon shall be reserved to the male communicant members of the Congregation only, and
 - E. No employee of the Congregation shall be elected or appointed to a board having supervisory responsibility for his or her employment, nor shall any person be elected or appointed to a board having supervisory responsibility for the employment of his or her spouse.
 - F. Eligibility of a candidate shall be determined in consultation among the Pastor(s), the Board of Deacons and the Nominating and Selection Committee, and
 - G. No person may concurrently hold more than one elected, appointed or ratified office.
4. Election and Ratification Procedure
 - A. At the Voters' Assembly meeting in May of the appropriate years, the voters shall first vote on the ratification of the selection of Deacons and then elect, by simple majority and in this order, members of the Governing Board and the Chair of the School Board:
 - 1) Member at Large of the Governing Board
 - 2) Members of the Governing Board other than the Member at Large
 - 3) Chair of the School Board
 - B. The Governing Board shall, annually, no later than at its first meeting following July 1 and from the members of the Governing Board, elect the officers of the congregation, in the following order:
 - 1) Chair of the Congregation
 - 2) Vice-Chair of the Congregation
 - 3) Recording Secretary
 - 4) Financial Officer
 - 5) Facilities Officer

Note: The Member at Large is not eligible for any of these positions while serving as Member at Large.

Article VII Terms of Office

1. The term of office for all members of the Governing Board, other than ex officio members, shall be two calendar years (July 1 of year one through June 30 of year two), renewable for up to three

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contiguous terms. After serving three full terms, a member of the Governing Board must be out of that position for at least one full calendar year (July 1 of year one through June 30 of the following year) before being re-elected or appointed to the Governing Board.

- A. The term of office for members of the Governing Board shall commence on the first Sunday after July 1 following the election to that position, and shall end on the first Sunday after July 1 of the appropriate year. Officers, Chairs and Board Members will normally be installed during Sunday services on the first Sunday after July 1 following their election.
- B. If a mid-term vacancy (or vacancies) should occur on the Board of Deacons, a new Deacon (or Deacons) shall be selected by the Board of Deacons from qualified (per Article VI) and willing candidates. This name (or names) shall then be submitted to the Governing Board for a ratification vote at the Governing Board's next meeting. If the selection is ratified, the selectee(s) will assume his duties immediately. If the selection is not ratified, the process shall be remanded to the Board of Deacons for further consideration and resubmission. If a quorum exists, a simple majority of the Governing Board members present is sufficient to ratify. The term of a Deacon so selected and ratified shall be the completion of the vacancy.
- C. If a mid-term vacancy should occur in an elected position, the Governing Board shall endeavor, at its next meeting, to appoint an eligible congregational member to complete the term. The appointee(s) shall come from a list of eligible (per Article VI) and willing candidate(s). If a quorum exists, a simple majority of the Governing Board members present is sufficient to appoint. Appointees shall assume their duties immediately upon election. The term of a person so appointed shall be the completion of the vacancy.
- D. The Vice-Chair of the Congregation shall automatically assume the office of the Chair of the Congregation only when that office is determined by the Governing Board to be vacant.
- E. A person is deemed to have served a full term of office if he or she has served at least one-half the term. A person who serves less than one-half the term may, if appropriately elected or appointed, serve three, additional, full, consecutive terms.
- F. A person who has served three or more contiguous terms as either a member of a particular board or as a chair of that board must wait at least one year before being elected again to that board or as chair of that board.
- G. *Ad hoc* Committee Chairs and Members, and/or Ministry Action Team Leaders or Members may serve on such committee or MAT as long as required to complete the task for which the committee or MAT was formed.
- H. Any board or committee may utilize as many additional, unelected members as the committee chair wishes. Such unelected members may have voice, at the pleasure of the chair, but no vote on the committee.

Article VIII Descriptions and Duties of Officers, Chairs, Boards, and Ministry Action Teams

1. Ministry Action Teams

- A. Ministry Action Teams (MATs) are ad hoc groups of congregants which are generally formed to accomplish specific goals or tasks, or who wish to work in specific area(s) of ministry.
- B. MATs may be appointed only by the Governing Board, the Board of Deacons, the School Board, the Pastor(s) or the School Principal.
- C. MATs may consist of as many members as deemed appropriate by the MAT or its Leader
- D. The Leader of a MAT may be appointed or may be selected by the MAT itself.
- E. Ideas and concepts for MATs may come from any group or individual in the congregation; however, not every MAT idea or concept may be implemented, depending on the perceived needs of the Grace ministry. Suggested subjects for MATs might be any of the following: Parish Development; Youth Ministry; Special Events, e.g. Oktoberfest; Evangelism; Parish Education, e.g. Sunday School, Adult Bible Study; and Human Cares.

2. Officers

For legal and contractual purposes, the officers of the Congregation are

- A. Chair of the Congregation
- B. Vice-Chair of the Congregation

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- C. Recording Secretary
 - D. Financial Officer
 - E. Chairman of the Board of Deacons
 - F. Facilities Officer
 - G. Chair of the School Board
3. Chair of the Congregation
- A. The Chair of the Congregation is an elected officer of Grace Evangelical Lutheran Church, elected by the Congregation to the Governing Board and elected by the Governing Board to the position of Chair.
 - B. The Chair of the Congregation shall normally be the presiding officer at all meetings of the Voters' Assembly and at meetings of the Governing Board, and is responsible for the proper functioning of all Boards, MATs and Committees authorized by the Voters' Assembly. Because *Robert's Rules of Order* are employed by Grace as our parliamentary authority, properly appointed *ad hoc* committees are considered to be implicitly authorized by the Voters' Assembly.
 - C. The Chair of the Congregation shall be an *ex officio* member of all boards, committees and sub-committees. The Chair of the Congregation shall be responsible for the execution of the will of the Congregation, as expressed in the Constitution, Bylaws, resolutions of the Governing Board and resolutions of the Voters' Assembly.
3. Vice-Chair of the Congregation
- A. The Vice-Chair of the Congregation is an elected officer of Grace Evangelical Lutheran Church, elected by the Congregation to the Governing Board and elected by the Governing Board to the position of Vice-Chair.
 - B. The Vice-Chair of the Congregation shall perform the duties of the Chair of the Congregation, in the event of the absence of the Chair of the Congregation, the Chair's inability to perform, or upon request of the Chair of the Congregation.
 - C. The Vice-Chair of the Congregation shall be responsible to insure that the list of Voting Members is correct and up to date, at least one week prior to each Voters' Assembly.
 - D. The Vice-Chair Shall act as Chair of the Nominating Committee, in accordance with Article VI.
 - E. The Vice-Chair of the Congregation shall be responsible for such other duties as may be assigned to him or her by the Governing Board or the Chair of the Congregation.
 - F. The Vice-Chair shall attend all meetings of the Governing Board.
4. Recording Secretary
- A. The Recording Secretary is an elected officer of Grace Evangelical Lutheran Church, elected by the Congregation to the Governing Board and elected by the Governing Board to the position of Recording Secretary.
 - B. The Recording Secretary is responsible to keep accurate, complete records of all the proceedings of the Voters' Assembly and of the Governing Board, and to publicly post the minutes of each within one week of the respective meeting.
 - C. The Recording Secretary shall attend all meetings of the Governing Board.
5. Financial Officer
- A. The Financial Officer is an elected officer of Grace Evangelical Lutheran Church, elected by the Congregation to the Governing Board and elected by the Governing Board to the position of Financial Officer.
 - B. The Financial Officer, or his or her delegate, shall attend the meetings of the Governing Board and the Voters' Assembly.
 - C. The Financial Officer is responsible, with the appropriate staff functions, for the production and maintenance of accurate records of all financial transactions of the Congregation, and insuring that such records are kept in accordance with generally accepted accounting principles, and shall submit same for audit when required.
 - D. The Financial Officer shall be responsible for the disbursement of the funds of the Congregation in accordance with the budget and authorization of the originating Board, and as directed by the Governing Board.

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1. All fixed salaries, wages and current monthly expenses may be paid without special authorization, up to the levels set by the Governing Board and/or the Voters' Assembly.
 2. Withdrawal or transfer of saved or invested church funds may be made by the Financial Officer, up to the limits set by the Governing Board and/or the Voters' Assembly.
 3. Expenditure of church funds, except for petty cash, shall be by check approved and signed in accordance with a policy determined by the Board of Finance and approved by the Governing Board.
 4. No person shall sign a check which is to be paid to him- or herself.
 - E. The Financial Officer, or his or her delegate, shall submit a financial report at the regular meetings of the Voters' Assembly and at the meetings of the Governing Board, shall be prepared to report on relevant financial matters, and shall submit quarterly and annual financial reports which are to be printed and distributed to the congregation.
 - F. The Financial Officer shall make application for annual property and income tax exemptions, as appropriate, and be responsible to insure that all required tax information is submitted in a timely fashion to the proper authorities.
 - G. The Financial Officer shall serve as Chair of the Board of Finance.
6. Financial Secretary
- A. The Financial Secretary shall be selected, in the appropriate years, by the Board of Finance at their first meeting after the May Voters' Meeting for a term of two calendar years commencing on July 01 and in accordance with Articles VII.1.E. and VII.1.F of these bylaws.
 - B. The Financial Secretary shall serve as an *ex officio* member of the Board of Finance.
 - C. The Financial Secretary shall record all individual contributions and shall be responsible, with the church staff, for the issuance and distribution of quarterly and annual contribution statements.
 - D. The Financial Secretary shall, with the church staff, be responsible for the annual assignment of offering envelopes to communicant members.
 - E. The Financial Secretary shall submit reports to the Pastor(s), Financial Officer, Administrator, or Board of Deacons, of members' financial contributions, when such reports are requested.
7. Board of Deacons
- The Board of Deacons shall consist of a Chairman and a minimum of five additional Deacons. It shall be an objective to have a ratio of one Deacon to a maximum of fifteen family units, although this is not a requirement.
- A. The Chairman of the Board of Deacons is an elected officer of Grace Evangelical Lutheran Church, elected to the chairmanship by the Board of Deacons, is a Deacon in his own right, and serves on the Governing Board. The Chair shall be elected at the first Deacon meeting in July of each appropriate year.
 - B. The Board of Deacons shall:
 1. Provide representation of the Board at meetings of the Governing Board and Voters' Assembly in the person of the Board Chairman, or another Board member appointed by the Chairman for a specific meeting, and shall submit a written report of its activities for said meetings;
 2. Be male, not recent converts, and examples of Godly life, knowledge and experience (1 Timothy 2:12; Titus 1:5-9);
 3. Assist the Pastor(s) in all matters pertaining to the spiritual welfare of the Congregation;
 4. Foster worship in such a manner as to promote the spiritual welfare of the Congregation and in accordance with our traditions;
 5. Make every effort to induce members who have been negligent in their attendance at services, in their use of the Sacraments, and in support of the Congregation, to a life in accordance with the rights, privileges and duties of Christian church membership;
 6. Consider complaints and grievances of members of the Congregation in accordance with the full observation of Matthew 18:15-16, and shall report to the congregation, in accordance with Matthew 18:17-18, those which cannot be otherwise adjusted;
 7. Be responsible for the welfare of the Pastor(s);
 8. Be ultimately responsible for the employment, job description(s) and duties of all called and non-called church staff workers, excepting the school staff. Such responsibility may be

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shared between the School Principal and the Senior Pastor, both of whom shall be jointly responsible for the day-to-day supervisions of those employees whose daily tasks involved both the church and school. Descriptions of specific roles and responsibilities for the entire staff shall be included in a document separate from these bylaws. In addition, the Deacons are responsible to, at least annually, review the performance of the Senior Pastor. He in turn is responsible to, at least annually, individually review or participate in the review of the members of entire church staff, both called and non-called, excepting the school staff.

9. Prepare a list of candidates when the congregation is to call a pastor or other called position not under the responsibility of the School Board, and be responsible for the process of calling;
 10. Assist the School Board with the calling of candidates to fill positions under the aegis of that Board;
 11. Assist the Pastor(s) in arranging pulpit assistance, special services and guest speakers;
 12. Determine eligibility for congregational membership of persons wishing to join Grace, assist in the preparation and examination of confirmands, and assist in the departure of members in accordance with the Constitution.
 13. Be responsible to seek out, solicit, and select appropriate and willing male members of the congregation to serve as Deacons.
8. School Board

The School Board shall consist of the Chair and four additional members. The additional members shall be selected by a committee consisting of the School Board Chair, a Pastor of Grace Lutheran, and the Vice-chair of the Congregation.

- A. At least one of the members of the Board, or the Chair, must be a parent, grandparent, or legal guardian of a student currently enrolled in the School (grades preschool through 8). Likewise, at least one member of the Board, or the Chair, shall not be a parent, grandparent or legal guardian of a student in the School.
- B. It is preferred, but not required, that at least one member of the School Board have an educational background, e.g. classroom teacher, administrator, counselor, etc.
- C. The School Principal shall be an advisory member of the Board, and shall be responsible to the Board for the day to day operation of the school.
 1. Responsibility for day-to-day operations of the campus may be shared between the School Principal and the Senior Pastor, both of whom shall be jointly responsible for the day-to-day supervisions of those employees whose daily tasks involve both the church and school. Conversely, each is responsible for those workers whose duties encompass only their specific areas, i.e. church or school. Descriptions of specific roles and responsibilities for the entire staff shall be included in a document separate from these bylaws.
- D. The Board shall:
 1. Provide representation of the Board at meetings of the Governing Board and Voters' Assembly in the person of the Board Chair, or another Board member appointed by the Chair for a specific meeting, and shall submit a written report of its activities for said meetings;
 2. Act as the governing body of the School of this congregation;
 3. Have final responsibility and authority in admissions, curricula, discipline and policy as concerns the school, except where such would interfere with other provisions of this Constitution or Bylaws;
 4. Ensure that the students are thoroughly instructed in Holy Scripture and the teachings of the Church, and are advanced in secular knowledge as far as may justly be expected;
 5. Have responsibility and authority for the selection and employment of all non-called School employees, but such selection shall be ratified by the Governing Board ;
 6. Consult with the Board of Deacons in the calling of teachers;
 7. Encourage parents within the congregation to send their children to the School;
 8. Be the responsible body for the school Parent Teacher League, or any other organizations auxiliary to the school, and
 9. Visit the School several days during the course of the school year for the purposes of observing and understanding better the operation of the entire school organization. It is the sole responsibility of the Principal to evaluate staff performance within the School.

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9. Facilities Ministry Action Team

The Facilities Ministry Action Team shall consist of the Chair (the Facilities Officer) and other members as deemed appropriate by the Facilities Officer.

A. The Facilities Officer is an elected officer of Grace Evangelical Lutheran Church.

B. The Facilities Ministry Action Team shall:

1. Provide representation of the Ministry Action Team at meetings of the Governing Board and Voters' Assembly in the person of the Facilities Officer or another Facilities Ministry Action Team member, appointed by the Facilities Officer for that specific meeting, and provide a report (written if requested) of its activities, for those meetings;
2. Be in charge of all church property, both real and personal, and see that it is kept in good repair;
3. See that all church property is kept properly insured, with a review, at least annually, of the adequacy of coverage;
4. Be responsible, with staff, for the safe keeping and ready access of all legal documents such as deeds, insurance policies, the Articles of Incorporation, et cetera, and maintain an annual inventory of same;
5. Be responsible, with the assistance of staff, for the engagement of adequate custodial staff for buildings and grounds, with annual review of performance and salaries;
6. Be responsible, with staff, for the maintenance and control of locks and keys for congregational property;
7. Keep an inventory of church equipment and furniture; and
8. Negotiate contracts concerning church property, subject to the approval of the Governing Board, and, if necessary, the Voters' Assembly.

10. Board of Finance

The Board of Finance shall consist of the Financial Officer of the Congregation, who shall serve as Chair, the Financial Secretary of the Congregation, and three other members chosen by the Financial Officer with the consent of the Governing Board.

A. The Board shall:

1. Provide representation of the Board at meetings of the Governing Board and Voters' Assembly in the person of the Financial Officer or another Board member, excepting the Financial Officer, appointed by the Chair for that specific meeting, and submit a written report of its activities for said meetings; and
2. Prepare an annual budget in consultation with the other boards of the Congregation, to be presented to the Governing Board and to the Voters' Assembly for approval. This budget shall cover the period July 01 through June 30, annually.
3. In addition, the Board shall also oversee the equitable distribution of budgeted items according to such policy as may be determined by the Governing Board;
4. Recommend to the Governing Board such adjustments within the budget as may become necessary, which adjustments must receive approval of the Governing Board to take effect;
5. Be responsible for the counting and deposit of offerings; the tellers' count shall be made by at least two adult members, neither of whom shall be the Treasurer nor the person making the deposit of funds; if possible, the count shall be made immediately after church services;
6. Project trends in receipts, spending, budget, etc., within the congregation, and be ready to report on such matters as the Governing Board may direct;
7. Secure regular and other audits of the Congregation's finances, independent of the Financial Officer and Financial Secretary, and report the results of such audits to the Voters' Assembly; at a minimum such audits shall be conducted immediately after any election involving the office of Treasurer; and
8. At its discretion, procure a general surety bond in the sum designated by the Governing Board, the premiums for such a bond shall be paid by the congregation.

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Article IX Bylaw Amendments

Any proposed amendments to, or alteration of, or repeal of, any article of these Bylaws shall be presented at two, separate, consecutive, regular or special meetings of the Voters' Assembly, duly called and announced as provided in this Constitution and Bylaws. If the proposal passes at the first meeting by a majority of the eligible voting members present at that meeting, it shall be presented at the second meeting. If the proposal passes at the second meeting by a majority of the eligible voters present at that meeting, the proposed amendment(s), change(s) or repeal(s) shall be adopted.

Article X Enabling Action

In order to enable the changes contained herein, the following will be implemented:

1. The Board of Deacons shall remain as currently constituted. Any Deacons added to the Board after June 30, 2013, shall be added in accordance with these new bylaws.
2. The terms of all Officers, Board Chairs, and Board members elected under the 1999 Grace Bylaws, as amended, shall terminate on June 30, 2013.
3. The appropriate Ministry Action Teams as described in these bylaws may be established under the 1999 Bylaws to be effective July 1, 2013, as appropriate and desired. The current Parish Planning and Coordinating Committee may establish the initial reporting/accountability relationships under these new bylaws for the MATs as appropriate.
4. Elections/Ratifications shall be held at a Voters' Assembly, occurring in either May or June of 2013, at which point Deacons may be ratified, the Member at Large of the Governing Board shall be elected, the Chair of the School Board shall be elected and the members of the Governing Board shall be elected.
5. The term of the Member at Large of the Governing Board shall be two years, commencing July 1, 2013. Thereafter, the terms of the Member at Large shall be as per these bylaws.
6. The terms of the members of the Governing Board who are not *ex officio* and not the Member at Large shall be staggered, *i.e.*, three members shall be elected for one-year terms commencing July 1, 2013, and two members shall be elected for two-year terms, commencing July 1, 2013. The members elected to one-year terms shall be eligible for election to three additional two-year terms.
7. The School Board Chair shall remain in position until July, 2014, at which point the Chair shall be considered to have completed one full term. The balance of the members of the School Board shall be selected as per Article VIII. 8., with the following changes:
 - A. Two members shall have one-year terms starting July 1, 2013, and
 - B. Any additional members shall have two-year terms starting July 1, 2013.
 - C. After July 1, 2014, the terms of any member shall be as per these bylaws.
 - D. Members of the school board who have served less than three years as of June 30, 2013, shall be considered eligible to serve two additional two-year terms, beginning July 1, 2013, at which point Article VII.1.F. shall apply. Such members shall not be eligible to serve again on the school board until having been off the board for at least one full calendar year.
 - E. Members of the school board who have served more than three years as of June 30, 2013, shall be considered eligible to serve one more term, beginning July 1, 2013, at which point Article VII.1.F. shall apply. Such members shall not be eligible to serve again on the school board until having been off the board for at least one full calendar year.

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Glossary and Usage of Terms

TERM	USAGE/DEFINITION
<i>Ad Hoc</i>	Formed for a specific purpose. In this context, an <i>ad hoc</i> committee is formed for the purpose of accomplishing a particular task. Once that task is complete, the committee is either disbanded or receives another assignment. For example, an “Organ Committee,” put together for the purpose of selecting and procuring a new organ, would disband when the organ is installed and their job is done, therefore, they are an <i>ad hoc</i> committee
District	The Rocky Mountain District of The Lutheran Church Missouri Synod (or its successors)
<i>Ex officio</i>	Holding membership or position by virtue of office. An <i>ex officio</i> member of a board is a member of that board by virtue of his or her office (for example, if he is Chairman of the Congregation), and, unless otherwise stipulated, has all the privileges of board membership, including voting.
Gender	In this document, unless otherwise specified, the use of the masculine imports the feminine, and the use of the feminine imports the masculine
LCMS, The	The Lutheran Church—Missouri Synod (or its successors)
Number	In this document, unless otherwise specified, the use of the singular imports the plural, and the use of the plural imports the singular

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Record of Bylaw Amendments

Amendment Date	Parts Amended	Remarks
11/98	Article VI, Section 4	Added paragraphs T. and U. on midterm vacancies
11/98	Article VIII, Section 15.B., Paragraph 2.	Deleted full-time student reference
2/13/2000	Article VIII, Section 15	Changed the make-up of the Youth Board Election of youth by the congregation
11/14/2010	Multiple locations	Replaced the word "Elder" in any of its forms with the word "Deacon"
6/1/2013	Multiple locations	Change entire bylaws to " <i>Governing Board</i> " and " <i>Ministry Action Team</i> " Format