

BYLAWS OF PEACE EVANGELICAL LUTHERAN CHURCH

August 30, 2007

PART I. COMMUNION PARTICIPATION

This congregation invites all Christians to receive the Sacrament who believe that such participation is the reception of the body and blood of Christ given with bread and wine, instituted by Christ Himself for us to eat and drink in remembering Him for the forgiveness of sins.

PART II. MEMBERSHIP

A. VOTING MEMBERS

1. Voting members shall be as defined in the constitution.
2. Confirmed members will be assigned an envelope number at their confirmation date. This is to be used to show contribution of record.
3. Married couples can (but are not required to) share a single envelope number while retaining individual voting rights.

B. DISCONTINUANCE OF MEMBERSHIP

1. Inactivity shall be determined on an individual basis at the discretion of the Pastor(s) with the consent of Congregation Council by majority vote.
2. Normally a member shall not be considered for removal from the roll due to inactivity until two years of neither communing nor giving a contribution of record have passed.
3. Members who move out of the service area of this congregation may be placed on the inactive roll prior to two years.
4. Members in the military or at college out of this congregation's service area shall normally be retained on the active roll unless otherwise requested by the member or the member's family.

PART III. THE PASTOR

- A.** When the congregation has voted to call a pastor, it shall issue a Letter of Call to the pastor-elect, in a form approved by the Evangelical Lutheran Church in America or its successors.

- B. ECUMENICAL PASTORAL MINISTRY**

Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, an ordained minister 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

the congregation and the ordained minister in a form proposed by the synodical bishop and approved by the congregation.

PART IV. MEETING OF THE CONGREGATION

- A.** The annual meeting of the congregation shall be held during the last nine weeks of each calendar year; Agenda items shall include:
 - 1. Election of Congregation Council and officers.
 - 2. Approval of a congregation budget for the calendar year.
 - 3. Submission of financial reports of all accounts for the prior calendar year.
 - 4. Approval of Nominating and Audit Committees for the next calendar year.

- B.** All officers, Pastor(s), Directors, Committee Chairpersons and organizations of this congregation shall submit written reports to the congregation at the Annual Congregation Meeting. These reports will be available to the congregation at least 7 days prior to the annual meeting.
 - 1. These written reports shall include a summary of their activities and accomplishments with respect to the goals and duties of their organizations and the congregation's mission Statement.
 - 2. The congregation president shall include in his/her annual report to the congregation the general status of the congregation with respect to the congregation's mission statement.
 - 3. The Treasurer may submit its annual report by publication in the congregation newsletter at a date later than the annual meeting upon completion of an annual financial review.

- C.** At the regular, annual meeting, motions and nominations may be made from the floor.

- D.** A special Congregation Meeting may be called by the pastor(s), the Congregation Council, or the president of this congregation, and shall be called at the written request of **10 percent** of the voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

- E.** Notice of all meetings of this congregation shall be given at the services of worship two consecutive Sundays prior to the meeting and by mail, e-mail, or phone to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient.

- F.** **Ten (10) percent of the voting members or thirty (30) voting members**, whichever is greater shall constitute a quorum.

- G.** Voting by proxy or by absentee ballot shall not be permitted.

- H.** All actions by the congregation shall be by majority vote except as otherwise provided in the constitution and bylaws.

- I. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

PART V. STRUCTURE, OFFICERS AND GOVERNANCE

A. CONGREGATIONAL COUNCIL

1. Only a voting member of the congregation shall be eligible to serve as an officer or council member.
2. The officers of this congregation shall be the President, Vice-President, Secretary, Personnel & Policy, Financial Secretary, and Treasurer.
3. The voting membership of the Congregation Council shall consist of the pastor(s), the officers of the congregation, and 4 Members at Large of the congregation. Any voting member of the congregation may be elected, subject only to the limitation in Part V.B.4.c. A member's place on the Congregation Council shall be declared vacant if the member
 - a. ceases to be a voting member of this congregation or
 - b. is absent from two successive, regular meetings of the Congregation Council without cause.
4. The members of the Congregation Council except the pastor(s) shall be elected at the annual meeting of the congregation. Their term of office shall be for two years with the term of office beginning on January 1st and ending on December 31st. Newly elected Congregation Council members shall be installed at worship on a Sunday prior to the date they assume office.
 - a. The President, Treasurer, Personnel & Policy, and two (2) Members at Large shall be elected in the Annual Meeting to begin their terms on January 1st of odd numbered years.
 - b. The Vice-President, Secretary, Financial Secretary, and two (2) Members at Large shall be elected in the Annual Meeting to begin their terms on January 1st of even numbered years.
 - c. No Congregational Council member shall be eligible to serve more than two consecutive terms on Council.
5. Should a member's place on the Congregational Council be declared vacant (with the exception of the President and Vice-President), the Congregational Council shall elect, by majority vote, a successor. At the next Annual Meeting, a successor will be elected for the remaining term.
 - a. If the office of President is declared vacant then the Vice-President shall assume the office of President until the next annual meeting elects a new president. The acting President shall then resume office as Vice-President for the remainder of the term if any.
 - b. If the office of Vice-President is vacated then the office of Vice-President shall not be filled until the next annual meeting.

- c. If both President and Vice-President positions are declared vacant then one of the pastors or vice-pastor shall serve as president and shall call a special congregational meeting within 30 days to elect both a Vice-President and President.
6. 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 the following:
 - a. 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. seek to involve all members of this congregation in worship, learning, witness, service, and support.
 - c. oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
 - d. maintain supportive relationships with the pastor(s) and staff and help them annually to evaluate the fulfillment of their calling, appointment, or employment.
 - e. exemplify individually and corporately the style of life and ministry expected of all baptized persons.
 - f. promote a congregational climate of peace and goodwill and, as differences and conflicts arise, to endeavor to foster mutual understanding.
 - g. arrange for pastoral service during the sickness or absence of the pastor(s).
 - h. emphasize partnership with the synod and churchwide units 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. recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
 - j. seek out and encourage qualified persons to prepare for the ministry of the Gospel.
 - k. evaluate the performance of all paid personnel and paid independent contractors of the Church Staff at least annually; review and set their salaries within the limits of the budget approved by the congregation.
 - i. All full and part-time, lay and ordained employees of this congregation shall be provided written job descriptions approved by the Congregation Council.
 - ii. Written personnel and other policies and procedures shall be provided in the form of a Policy and Procedure Manual. This manual and any amendments shall be approved by Congregation Council.
 - iii. No full or part-time position may be established without congregational approval. This approval may be obtained by approval of a budget line item for the proposed position.
 - l. Review annually the performance of the pastor(s) and make salary adjustments from time to time, within the limits of the budget approved by the congregation.

- m. Appoint a committee to prepare a budget, review it and submit it to the congregation at the Annual Meeting, with its recommendations.
 - n. Between meetings of the congregation, the president will choose delegates to any group or meeting in which the congregation is entitled to representation, subject to Congregational Council ratification.
7. 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 Texas, 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 of up to **two (2) percent of the annual budget or \$10,000.00 which ever is less** for items not included in the budget. The value of the contract shall be the total cost of the contract, for the entire term of the contract, not the annual cost of the contract.
 - 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 obligations more than **three percent** in excess of the anticipated receipts 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 this congregation's investments and its total insurance program.
8. The Congregation Council shall see that the provisions of the constitution, bylaws, and the continuing resolutions are carried out.
9. The Congregation Council shall provide for an annual review of the membership roster.
10. The Congregation Council shall be responsible for the appointment, supervision, and termination of the salaried lay workers of this congregation.
11. The Congregation Council shall submit a comprehensive report to this congregation at the Annual Meeting.
12. The Congregation Council shall meet at least quarterly. Special meetings may be called by the pastor(s), president, or vice-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.

13. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor(s) or interim pastor, except when such person requests or consents to be absent and has been given prior notice of an agenda of routine matters which shall be the only business of the meeting.
14. PRESIDENT: The President of this congregation shall:
 - a. preside over the Annual Congregation Meeting, and any special meetings of the congregation as defined in the bylaws.
 - b. be the chairperson of the Congregation Council.
 - c. be an ex-officio member of all congregation committees and organizations with the exception of the Audit and Nominating Committee.
 - d. with the secretary of this congregation sign all legal documents of this congregation.
15. VICE-PRESIDENT: The Vice-President of this congregation shall:
 - a. in the absence of the president, serve in the president's stead.
 - b. in the event of the resignation or removal from office of the president shall assume the office of president until a new elected president takes office.
 - c. be an ex-officio member of all congregation committees and organizations with the exception of the Audit and Nominating Committee.
 - d. Shall submit to the Congregation Council for approval a list of names for Nominating and Audit committees. The list of approved names shall then be submitted to the Congregation at the Annual meeting for approval.
 - e. Serve as Parliamentarian at Congregational Council Meetings and Congregational Meetings.
16. SECRETARY: The Secretary of this congregation is the recording officer of this congregation and the Congregation Council. The Secretary shall:
 - a. keep a record (minutes) of all the proceedings of the meetings of the congregation and Congregation Council.
 - b. keep on file all congregation committee reports and annual reports to the congregation.
 - c. make the minutes and records of the congregation and Congregation Council available to members as requested.
 - d. notify officers, congregation committee chairpersons, and Congregation Council members of their election or appointment.
 - e. provide committees with whatever documents are required for the performance of their duties, and to have on hand at each Congregation Council or Congregational Meeting a list of all existing committees and their members.
 - f. maintain a record book in which the constitution, bylaws, continuing resolutions, and minutes are entered, with any amendments to these documents properly recorded, and to have the current record book on hand at every meeting of the Congregation Council or congregation.
 - g. with the president of this congregation sign all legal documents of this congregation.

17. **TREASURER:** The Treasurer of this congregation is entrusted with the disbursement of the congregation funds. The Treasurer shall not handle any funds of the congregation until they have been deposited into a congregation account. The Treasurer shall:
- a. be bonded. This is normally provided through the Evangelical Lutheran Church in America.
 - b. maintain accurate records of all disbursements, funds, and accounts of this congregation in accordance with accepted accounting practice and in such a manner as to facilitate an annual financial review.
 - c. disburse funds as provided within the annual budget with the written approval of the appropriate congregation officer, committee chairperson or pastor. Such requests for disbursement should include appropriate receipts for the Congregation Council.
 - d. include in the Treasurer's annual and periodic reports a summary of all expenditures by budget line item, assets of the church, and liabilities of the church.
 - e. provide congregation committees a detailed summary of expenditures against their budget upon request.
 - f. provide the Audit Committee with all journals and documentation required for an annual financial review.
18. **PERSONNEL & POLICY:** The Personnel & Policy chair is entrusted with overseeing the administration of all church personnel policies and procedures. The Personnel & Policy chair shall:
- a. facilitate annual performance reviews of all paid positions, for report to the Congregational Council.
 - b. direct recruitment for hiring new employees and make recommendations to the Congregational Council.
 - c. maintain the Policy and Procedure Manual.
 - d. reviews, revises and updates job descriptions of all paid positions.
 - e. develop and recommend to the Congregational Council any needed changes to personnel policies and programs as required to fulfill organizational and legal requirements.
 - f. counsel employees and provide recommendations to the Congregational Council regarding employee/employer relations and other relevant aspects of personnel operations.
 - g. investigates discrimination and harassment cases.
 - h. advises and assist in maintaining compliance with all pertinent regulations.
 - i. serve as chair of the Personnel & Policy committee.
 - j. be an ex-officio member of the Call Committee
19. **FINANCIAL SECRETARY:** The Financial Secretary is entrusted with the collection and deposit of any funds of the congregation. The Financial Secretary shall:
- a. be bonded. This is normally provided through the Evangelical Lutheran Church in America.

- b. maintain accurate records of all deposits in accordance with accepted accounting practice and in such a manner as to facilitate an annual financial review.
- c. oversee all financial collections for the congregation and ensure proper deposit of all such income.
- d. serve as a member of the Stewardship committee.
- e. responsible for reporting income to the Congregational Council.
- f. provide the Audit Committee with all journals and documentation required for an annual financial review.

20. MEMBERS AT LARGE: The Members at Large shall:

- a. represent the interest of the entire Congregation.

B. DIRECTORS

- 1. Shall be paid staff hired by the Congregational Council.
- 2. Shall provide reports for each regular Congregational Council meeting.
- 3. There shall be three (3) positions, as follows:
 - a. Director of Youth and Family Ministries
 - i. Will have primary responsibility for the planning, organization, execution, and evaluation of the Congregation's total youth and education ministries.
 - b. Director of Administration
 - i. Will have primary responsibility for the planning, organization, and execution of the administration of the congregation's ministries.
 - ii. Provide Council members with copies of the Constitution and Bylaws
 - c. Director of Worship Ministry
 - i. Will have primary responsibility for the planning, organization, execution, and evaluation of the Congregation's total worship and music ministries

C. SPECIAL COMMITTEES

- 1. Special committees report directly to the Congregational Council and the Congregation.
- 2. A member's place on a standing committee shall be declared vacant if the member:
 - a. ceases to be a voting member of this congregation, or
 - b. is absent **two** successive regular meetings of the standing committee without cause.
- 3. If a vacancy occurs on a Special Committee, the position will be filled by the Congregational Council.
- 4. Standing committee members shall be voting members of this congregation.
 - a. NOMINATING COMMITTEE:
 - i. This committee shall be composed of at least three (3) and no more than five (5) voting members of the congregation, two of whom, if possible, shall be outgoing members of the Congregational Council.
 - ii. The members of this committee will be elected at the Annual Meeting to serve a term of one year.
 - iii. Members of this committee are **not** eligible for consecutive reelection.

- iv. This committee shall meet as required to provide nominations for Congregational Council membership.
 - v. It shall submit in writing to the Congregational Council a list of nominees for the elected positions to be filled at least 15 days in advance of the Annual Meeting of this congregation. It shall carefully consider candidates for nomination in light of the requirements of Part V of these bylaws. Persons nominated shall have been contacted, given a written job description, and have indicated their willingness to serve as nominated.
- b. **AUDIT COMMITTEE:**
- i. This committee shall be composed of three (3) voting members of the congregation. Congregational Council members are NOT eligible to serve on this committee.
 - ii. The members of this committee will be elected at the Annual Meeting to serve a term of three (3) years, one member elected each year.
 - iii. Members of this committee **are** eligible for consecutive reelection.
 - iv. Shall ensure that an annual financial review is made of all congregation accounts, disbursements and receipts by the following year.
 - v. A written report of the results of this annual financial review shall be submitted to the Congregational Council upon completion of the review and included in the committee's report to the congregation.
 - vi. It shall periodically review the reports of the Treasurer and Financial Secretary for completeness and accuracy.
- c. **CALL COMMITTEE:**
- i. This committee shall be formed whenever a pastoral vacancy is declared in this congregation. It shall, in consultation with the synodical bishop, have the primary responsibility to recommend a candidate to the congregation, subject to Congregation Council approval, to fill the pastoral vacancy. It shall be guided by the provisions of Chapter 9 of this congregation's constitution, the bylaws of this congregation, and the synod guidelines for the call of a pastor.
 - ii. This committee shall be composed of six (6) voting members, plus one (1) non-voting member. The non-voting member will participate in the search meetings and replace a voting member if a voting member becomes unable to complete their term. Personnel and Policy chairman shall serve as an ex-officio member.
 - iii. The members of this committee will be elected by the Congregational Council.
 - iv. Term of office will terminate upon installation of the newly called pastor.
 - v. Submit written report for each regular Congregational Council meeting or as requested.

D. STANDING COMMITTEES

1. Standing committees report to the Directors and the Congregation.
2. Specific duties of the standing committees shall be shown in the Policy and Procedure Manuel

3. The membership of the standing committees shall be appointed by the chairperson of the appropriate committee, subject to Congregation Council's approval.
4. Standing committee members and chairs shall be voting members of this congregation.
5. A member's place on a standing committee shall be declared vacant if the member:
 - a. ceases to be a voting member of this congregation, or
 - b. is absent **two** successive regular meetings of the standing committee without cause.
6. The committee chairperson and a majority of the committee members shall constitute a quorum for a standing committee meeting. The committee may meet in the absence of the chairperson with the chairperson's approval. In such meetings, a quorum shall be a majority of the committee members, excluding the chairperson.
7. The Standing Committees of this congregation (Director to whom they report) may include but are not limited to the following:
 - a. Building and Grounds Committee (Administration)
 - b. Communications Committee (Administration)
 - c. Education Committee (Youth)
 - d. Evangelism Committee (Administration)
 - e. Finance Committee (Administration)
 - f. Mutual Ministry Committee (Administration)
 - g. Parish Life Committee (Administration)
 - h. Personnel and Policy Committee (Administration)
 - i. Service Committee (Administration)
 - j. Stewardship Committee (Administration)
 - k. Worship Committee (Worship)
 - l. Youth and Family Committee (Youth)
8. Other congregation committees may be formed as the need arises, by decision of the Congregational Council.

E. ORGANIZATIONS

1. All organizations within this congregation shall exist to aid it in 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 Annual Meeting, shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.
2. Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregational Council.

PART VI. CONGREGATIONAL RECORDS

1. The records of the congregation shall be and remain the property of the congregation. The Senior Pastor shall be responsible for the maintenance of the records, except as otherwise provided herein.

