

Bethlehem Lutheran Church

Special Voters' Meeting

January 28, 2025

6:30 p.m.

Meeting Documents

1. Meeting Agenda
2. Proposal Summary
3. Proposed Changes to
Bethlehem Constitution and Bylaws

Bethlehem Lutheran Church
Voters' Assembly Agenda
January 28, 2025 6:30 p.m.

Welcome Bill Wittig

Devotion/Prayer

Business -

Proposal 1: Governance Related

The revisions and amendments to the Constitution Article VIII-Congregational Governance, Article IX- Qualifications for Holding Office, Article X-Meetings of the Congregation; and Bylaws 1. Voters' Assembly, 2. Governance Board, 3. Officers of the Congregation, 4. Administrative Boards, 5. Committees and Task Forces, 6. Election of President, Governance and Administrative Boards, and 7. Removal of Officers and Board members shall be adopted as printed.

Proposal 2: Constitution Article XII-Division

The revisions and amendments to the Constitution Article XII-Division shall be adopted as printed.

Proposal 3 Constitution Article XI-The Registered Agent and Registered Office; Article XIII-Amendments (editorial changes)

The revisions and amendments to the Constitution Article XI-The Registered Agent and Registered Office and Article XIII-Amendments shall be adopted as printed.

Proposal 4: By-law 8. Admission of Members (clarification)

The revisions and amendments to the Bylaw 8. Admission of Members shall be adopted as printed.

Proposal 5: By-law 10. Called Workers and 11. Termination of Called Workers (editorial changes and current practice)

The revisions and amendments to the Bylaw 10. Called Workers and 11. Termination of Called Workers shall be adopted as printed.

Proposal 6: Proposal authorizing a special election format in 2025.

All congregation members eligible to hold office are eligible for election at the 2025 annual Voters' Assembly Meeting. One third of those running for the Governance Board as members-at-large, the Board of Elders and the Board of Education shall be elected to 1 year terms; one third shall be elected to 2 year terms and one third elected to three year terms.

Adjournment

Summary of By-Law and Constitution Amendments/Revisions
Proposed by the Ministry and Governance Task Force
January 2025

Congregation leaders have been concerned about the effectiveness and efficiency of our current organizational structure. The most obvious problem is the difficulty in filling the board seats, in fact, several boards have been left completely vacant and others partially filled. Providing professional staff to work with each board became difficult as the numbers of professional staff at Bethlehem declined. In addition, the Parish Leadership Council (PLC) does not have the authority to make significant decisions in a timely manner.

In December 2022 the PLC authorized a series of Listening Posts to hear member's ideas and concerns. Members made it clear that they are also frustrated by our current structure - it is too complicated and it is not clear who is in charge. Members also identified many valued ministries at Bethlehem and offered many more for consideration.

Consequently, the PLC appointed a task force to review the current structure and recommend possible changes to address these concerns. The task force met 27 times over 2 years. Several resources were used to inform its work including:

- reading David Peter's book Organizing for Ministry and Mission;
- reviewing LCMS recommendations on constitution/bylaws;
- receiving informal assistance provided by two church consultants and
- attending a conference presentation by church consultant Jim Galvin.

Members of the task force are Lisa Burnell, John Brandt, Christine Engelhardt, Jon Herzberger, Pastor Korte, Bill Wittig and Bill Wuerfel. Laurie Denno served on the task force as the Listening Posts were held and the results analyzed.

The task force adopted several metrics to guide its work. Positive feedback was received from the PLC and congregation members on the following metrics:

Metrics for a governance model - The governance model will

- Support the pastoral office.
- Support the congregation's mission/vision

- Recognize the primacy of the voters
- Support good order especially related to financial matters
- Be efficient and effective.
- Encourage lay ministry.

The task force believes that the following recommendations are consistent with these metrics.

Parts of the structure change very little. The Voters' Assembly retains its operational structure and authority with only a few changes to provide greater clarity. The Board of Elders and the Board of Education also change very little as they are responsible for significant portions of our ministry. The Board of Elders is primarily responsible for the spiritual welfare of the congregation, the pastor and worship. The Board of Education is responsible for the school and pre-school.

The most significant change is the establishment of a Governance Board and the discontinuance of the remaining elected boards. It is hoped that this Board will be the clear answer to questions such as "Where do I go with a new idea?" or "Where do I go with a concern?" and "Who is in charge?" As these questions are answered it is hoped that our members will continue to support current ministries and see new opportunities to share Jesus inside and outside our congregation.

The eleven-member Governance Board will be composed of the President and 6 "at-large" members elected by the Congregation. The Board of Elders and Board of Education will appoint a member to serve on the Governance Board. The senior pastor and principal complete the board. Each elected board member will serve no more than 3 consecutive three-year terms.

The Governance Board will be responsible to the Voters' Assembly as well as for more than 20 specific duties. It may delegate duties to the senior pastor and appoint committees and task forces to assist in its work. The Board of Elders and Board of Education will continue their important tasks.

During its deliberations the Ministry and Governance Task Force reviewed the current ministries at Bethlehem. Although too numerous to mention them all here, many are led by staff members such as our choir, music team, greeters, and scripture readers. Current boards lead ministries like the Giving Tree, Orphan Grain Train, Noisy Offerings and school family outreach. Others are led by congregation members who saw needs and filled them such as Bible studies, Braille, Homebound Ministry and Greeting Card

Ministry. And many involve staff and our members working together such as maintaining our buildings/grounds and cemetery. It is hoped that the proposed changes will encourage members to use their individual gifts and talents to serve in and outside of Bethlehem.

Attached with this summary is the current constitution and by-laws with the recommended changes. Information sessions will be held on Sunday January 19 (9:15 and 10:15), and Tuesday January 21 (6:30). The changes will be brought for approval to the Voters' Assembly at a special meeting on Tuesday January 28 (6:30). Upon approval by the congregation the changes will be delivered to the Michigan District for approval as required by the Lutheran Church Missouri Synod. It is anticipated that we will implement the new structure beginning July 1, 2025.

Words with “~~strike-through~~” are revised/deleted
Words “underline” and **bold** are revisions/additions

Proposed Revisions
December 2024

**Constitution
Of
Bethlehem Evangelical Lutheran Church
Saginaw, Michigan**

(Revised November 10, 2013)

PREAMBLE (NO CHANGE)

We individually believe in Christ as our God and Savior and by that faith are members together in His Body. It is the will of our Lord Jesus Christ that His disciples should preach the Gospel to the whole world (Mark 16:16, Matthew 28:18-20, Acts 1:8). That Christ’s mission for His Church might be carried out according to His will, He has commanded that Christians unite in worship (Hebrews 10:4-25), practice fellowship with one another (Acts 1:8, Matthew 28:18-20), and serve the needs of all men in Christian love (Ephesians 4:7-17, Mark 10:42-44, John 13:35, Galatians 6:10). To carry out the Great Commission, we call pastors to publicly preach the Word, administer the Sacraments, teach the Word to youth and adults, and equip believers for their ministry. Since Christians are also to administer the Office of the Keys as His church (John 20:21-23, Matthew 18:15-20) and to maintain decency and order (I Corinthians 14:40) in the church, now, therefore, we the members of Bethlehem Evangelical Lutheran Church do accept and subscribe to the following constitution, in accordance with which all spiritual and material affairs of our congregation shall be governed.

Bethlehem Evangelical Lutheran Church shall not discriminate on the basis of race, color, or national or ethnic origin concerning all rights, privileges, programs and activities generally accorded or made available to its members upon completion of the requirements of admission into this congregation as described in Article VI of this constitution.

ARTICLE I (NO CHANGE)

Name

The name of this congregation shall be Bethlehem Evangelical Lutheran Congregation of the Unaltered Augsburg Confession of North Saginaw, Michigan. Said congregation was incorporated in the state of Michigan, USA, March 18, 1914.

Our church shall be known as Bethlehem Evangelical Lutheran Church and shall be referred to as the “congregation” in this document.

ARTICLE II (NO CHANGE) Confessional Standards

This congregation accepts all the canonical books of the Old and New Testaments as the inspired, revealed, and inerrant Word of God, and all the symbolical books of the Evangelical Lutheran Church, contained in the Book of Concord of the year 1580, as the correct presentation and true exposition of Christian doctrine drawn from the Holy Scripture, as stated in:

1. The Three Ecumenical Creeds
 - Apostolic
 - Nicene
 - Athanasian
2. The Unaltered Augsburg Confession
3. The Apology of the Augsburg Confession
4. The Smalcald Articles
5. Treatise on the Power and Primacy of the Pope
6. Luther’s Large Catechism
7. Luther’s Small Catechism
8. The Formula of Concord

No doctrine or practice in conflict or inconsistent with the above norms of our faith and life shall be taught or tolerated in this congregation.

ARTICLE III (NO CHANGE) Synodical Membership

To do the Lord’s work more efficiently beyond the confines of our own congregation, we maintain voting membership in the Lutheran Church-Missouri Synod, as long as said Synod adheres to the confessional standards detailed in Article II of this constitution.

Voluntary membership in Synod is a fraternal and mutually enriching relationship. Membership gives to our congregation rights and benefits and, in turn, we pledge ourselves to work together with all other member congregations in joint witness for Christ. We receive from Synod trained workers for the Lord’s service (pastors and teachers of the Word) and advice and counsel in maintaining unity of doctrine, planning, stewardship, church growth, and education. And we promise to Synod our financial support, the resource of our people to serve in district and synodical offices and on district and synodical committees, and to honor and uphold the Synod’s constitution and synodically adopted resolutions, insofar as they are in agreement with the Scriptures and Lutheran Confessions as stated in Article II of this constitution.

ARTICLE IV
Books and Liturgical Forms (NO CHANGE)

Only such liturgical forms, hymns, and prayers shall be used in all public services and ministerial acts as are in conformity with Lutheran doctrine in content and character. Likewise, in all classes for instruction in Christian doctrine, only such books shall be used with the Bible and Luther's Small Catechism as are genuinely Lutheran in doctrine.

ARTICLE V
Called Workers (NO CHANGE)

The right to choose and call pastors, teachers, Ministers of Religion-Commissioned, and other called workers ("called workers") shall be vested in the congregation and shall never be delegated to a smaller body or to an individual. The congregation shall follow the process for securing called professional staff as provided in the Bylaws.

1. The offices of pastoral and teaching ministries in this congregation shall be conferred only upon such called workers who profess acceptance of, and pledge faithful adherence to the confessions of this congregation as set forth in Article II of this constitution, as derived from the Word of God; who are qualified for the work of the ministry to which they are called; and who have been endorsed by and are members of The Lutheran Church-Missouri Synod. To such adherence these called workers shall be pledged by the call extended to and accepted by them.
2. Called workers may be removed from office by a three-fourths majority ballot of the voters' assembly for the reasons and by the procedures described in the bylaws, "Termination of Called Workers".
3. When a vacancy occurs in an office of an ordained or commissioned minister, the congregation shall notify the president of the district, or his designate, to receive assistance in temporarily filling the vacancy and to receive his counsel in calling a new pastor, teacher, Minister of Religion-Commissioned or other called worker.

ARTICLE VI
Membership in Bethlehem Evangelical Lutheran Church (NO CHANGE)

This congregation distinguishes between three types of congregational membership:

1. *Baptized* members are all who have been baptized in the name of the Triune God and who are under the spiritual care of the pastor of this congregation, including the children who have not yet been confirmed.
2. *Confirmed* members are those baptized members who have been instructed and are familiar with the contents of Luther's Small Catechism, have been confirmed in the Lutheran faith, and accept the confessional standards of Article II of this constitution.

3. *Voting* members are confirmed members who have reached the age of eighteen (18) years.

The process for admitting and terminating membership are defined in the Bylaws, "Termination and Discipline of Members".

ARTICLE VII Discipline in the Congregation (NO CHANGE)

All discipline in this congregation shall be administered in accordance with the order of discipline laid down in Matthew 18:15-20 and other related New Testament passages. The bylaws outline the procedures for discipline in the congregation that shall be followed under the direction of the pastors and the Board of Elders.

ARTICLE VIII Congregational Governance

Section A. Voters' Assembly

The Voters' Assembly shall be the highest governing body of this congregation and shall be empowered to administer and manage all its affairs directly or by delegation as defined in the bylaws.

1. The Voters' Assembly shall consist of all voting members present at a regular or special meeting of the congregation.
2. Those voting members attending a congregational meeting shall constitute a quorum.
3. All matters before the Voters' Assembly shall be decided by a majority vote unless otherwise specified by this constitution or bylaws.
4. In the event of a tie vote, the ~~Executive Director~~ **President** shall cast the deciding vote. **In the case that the President is not in attendance, the deciding vote shall be cast by the person presiding over the meeting.**
5. **Robert's Rules of Order shall be used to address questions of parliamentary procedure not specified in this Constitution or its bylaws.**

6. ~~The voters' assembly has sole authority for the following actions. This authority shall not be delegated:~~
- ~~A. Calling or removing a called worker~~
 - ~~B. Adopting the annual financial plan~~
 - ~~C. Purchasing or selling church property or buildings~~
 - ~~D. Purchasing any non-budgeted capital expenditure in excess of 1% of the annual budget.~~
 - ~~E. Matters of Doctrine~~
 - ~~F. Dissolving the congregation~~

6. The voters' assembly has sole authority for the following actions. This authority shall not be delegated:

- a. Matters of Doctrine (No change)
- b. Calling or removing a called worker (No Change)
- c. Adopting the annual financial plan (No Change)
- d. **Purchasing or selling real property i.e. permanent structures and/or real estate.**
- e. **Purchasing any single non-budgeted expenditure in excess of 3% of the total annual budget of the church, school, and preschool**
- f. **Selling any non-real property valued in excess of 3% of the total annual budget of the church, school, preschool.**
- g. **Incur an emergency expense in excess of 5% of the total annual budget of the church, school, and preschool). An emergency expense is one that without immediate action Bethlehem Lutheran Church's mission and ministry will be severely negatively impacted.**
- h. **Borrowing money from either internal funds or external lenders.**
- i. **Committing the congregation to a capital fund drive in excess of 5% of the total annual budget of the church, school, preschool.**
- j. Dissolving the congregation (No change)

Section B. Parish Leadership Council

~~The Parish Leadership Council as described in the bylaws shall be responsible to administer all the congregation's affairs as designated by the voters' assembly. The Parish Leadership Council shall consist of the pastors, the principal, the Executive Director, Assistant Executive Director, the Secretary, the Treasurer, Directors of the Administrative Boards, and up to 3 voting members at large from the congregation.~~

Section B. Governance Board

The **Governance Board** as described in the bylaws shall be responsible to administer all the congregation's affairs as designated by the voters' assembly. **The Governance Board shall consist of the congregational president, at large members from the congregation, a representative of the Board of Elders and a representative of the Board of Education elected as described in the by-laws. The Senior Pastor, School Principal and Pre-School Administrator shall serve as ex officio (non-voting) members of the Governance Board.**

Robert's Rules of Order shall be used to address questions of parliamentary procedure not specified in this Constitution or its bylaws.

Section C. Officers of the Congregation

~~The officers of the congregation shall be the Executive Director, Assistant Executive Director, Secretary, Treasurer, and Assistant Treasurer. Officer responsibilities, authorities and elections shall be prescribed in the bylaws.~~

The officers of the congregation shall be the President, Vice President, Secretary, and Treasurer. Officer responsibilities, authorities and elections shall be prescribed in the bylaws.

Section D. Administrative Boards and Committees

~~The administrative boards of the congregation shall be:~~

- ~~• Board of Elders~~
- ~~• Board of Evangelism and Community Outreach~~
- ~~• Board of Day School Education~~
- ~~• Board of Parish Education~~
- ~~• Board of Stewardship~~
- ~~• Board of Church Properties~~
- ~~• Board of Special Gifts and Funds~~
- ~~• Board of Christian Life~~

~~Board responsibilities, composition and elections and authorities shall be prescribed in the bylaws. Committees of the congregation will be established by the Parish Leadership Council as prescribed by the bylaws.~~

The administrative boards of the congregation shall be:

- **Board of Elders**
- **Board of Education**

Board responsibilities, composition, elections and authority shall be as prescribed in the bylaws.

Robert's Rules of Order shall be used to address questions of parliamentary procedure not specified in this Constitution or its bylaws.

Section E. Removal from Office

Any officer or member of the Parish Leadership Council **a board elected by the Voters' Assembly** may be removed from office by a two-thirds majority ballot of the Voters' Assembly for the reasons and by the procedures described in the bylaws.

ARTICLE IX Qualifications for Holding Office

~~All voting members are eligible for election to or assignment to any office or committee. However, only candidates who are twenty-five (25) years or older may hold the positions of Executive Director, Assistant Executive Director, and Board of Elders. In addition only males may hold the positions on the Board of Elders or those directly involved in specific functions of the pastoral office (i.e. preaching, public administration of the Sacraments, church discipline). This article does not apply to called workers.~~

Voting members, with the approval of the senior pastor, are eligible for election or assignment to any board, committee or office with the following exceptions:

- **The President and members of the Board of Elders must be at least 25 years of age.**
- **Only males may serve on the Board of Elders.**

ARTICLE X Meetings of the Congregation

The only regular meeting of the congregation will be an annual meeting of the congregation **Voters Assembly** scheduled by the Parish Leadership Council **Governance Board**. All other meetings will be considered special meetings. All meetings of the congregation, regular or special, shall be called in accordance with the bylaws of the congregation.

ARTICLE XI The Resident Agent and Registered Office

~~The Executive Director of the congregation shall appoint annually, subject to approval of the congregation given at the annual congregational meeting, a Resident Agent, as required by the laws of the State of Michigan pertaining to ecclesiastical corporations. The Resident Agent shall perform duties as required by law of such Resident agent and with the Secretary of State.~~

The Governance Board shall appoint a Resident Agent annually, as required by the laws of the State of Michigan pertaining to ecclesiastical corporations. The Resident Agent shall perform duties as required by law.

The Registered Office of the congregation (corporation) shall be the church office.

ARTICLE XII Division

~~Should at any time a schism occur in the congregation because of doctrinal differences— which God may graciously prevent — all property of the congregation shall remain the property of those members who continue in the confession of the Evangelical Lutheran Church, as enumerated in Article II of this constitution and who, in accordance therewith, pledge and judge their pastor(s) and teachers.~~

~~In case of a dispute as to which group represents those loyal to the Evangelical Lutheran Church, the dispute shall be submitted to the Board of Directors of the Michigan District (Lutheran Church Missouri-Synod) which shall make the determination.~~

If at any time a division of the congregation should take place for any reason, the following principles will govern:

- **The property of the congregation and all benefits connected therewith shall remain with those communicant members who continue to adhere in confession and practice to the confessional standards set forth in this Constitution Article II.**
- In case of a dispute as to which group represents those loyal to the Evangelical Lutheran Church, the dispute shall be submitted to the Board of Directors of the Michigan District (Lutheran Church Missouri-Synod) which shall make the determination.
- **In the event that the congregation dissolves all property shall be disposed of by the final Voters Assembly:**
 - **for the payment of debts,**
 - **all just claims against the congregation and**
 - **distribution related to the congregation's ministry.**
 - **All surplus and rights connected therewith shall be conveyed to and become the property of the Michigan District of The Lutheran Church—Missouri Synod.**

ARTICLE XIII
Amendments

This constitution may be amended in the following manner:

1. Amendments to the provisions of this constitution not identified in the following paragraph shall be submitted in writing at a regular or special meeting of the Voters' Assembly and made public to the congregation through ~~the bulletin, newsletter, or other forms of~~ written communication prior to the meeting at which the proposed amendment will be acted upon. A three-fourths (3/4) majority of the voting members of the congregation present at the Voters' Assembly shall be required for adoption.
2. Amendments to Articles II, III, IV, V item #1, VII and XII shall not destroy their essential meaning. Amendments to these articles shall be submitted in writing at a meeting of the voters' assembly and made public to the congregation through the bulletin, newsletter, or other forms of written communication. Notice of the discussion of such amendments shall be given prior to two regular or special voter assemblies when the proposed action will be discussed. Notice that action will be taken on proposed amendments shall be provided to all voting members prior to the meeting when a vote will be taken. A three-fourths (3/4) majority of the voting members of the congregation present at the Voters Assembly shall be required for adoption. The date of approval shall be referenced in any amendment adopted.
3. The revised constitution shall be submitted to the president of the **Michigan District** of The Lutheran Church-Missouri Synod for review and favorable action before being implemented by the congregation.

**Proposed Revisions
December 2024**

**Bylaws
of
Bethlehem Evangelical Lutheran Church
Saginaw, Michigan**

(Revised February 21, 2016)

1. VOTERS' ASSEMBLY

Section A. Members

~~Members of the Voters' Assembly shall consist of all voting members of the congregation.~~

See Constitution Article VIII Section A

Section B. Meetings

- 1) An annual meeting of the Voters' Assembly will be scheduled by the ~~Parish Leadership Council~~ **Governance Board** and notice provided ~~in writing~~ to the congregation **through written communication** ~~for the bulletin, newsletter, or special mailings~~ four (4) consecutive weeks in advance of the meeting and announced at the worship services for two consecutive Sundays preceding the date of the meeting.
- 2) Special meetings of the Voters' Assembly may be held for various reasons and may be called by the ~~Executive Director~~, **President**, called pastors, or at the request of an ~~one of the~~ administrative board. Notice of any such special meeting shall be given ~~in writing~~ to the congregation **through written communication** ~~the bulletin, newsletter, or special mailings~~. The notice shall clearly state the purpose of the meeting and be made at least seven (7) days prior to the special meeting. In addition, the special meeting shall be announced in at least one Sunday worship services prior to the special meeting.

Section C. Quorum and Decisions

- 1) ~~The voting members present at a properly called meeting shall constitute a quorum.~~
- 2) ~~All congregational matters shall be decided by a simple majority vote of those present and voting unless the Constitution specifies otherwise.~~
- 3) ~~In the event of a tie vote, the Executive Director shall cast the deciding vote.~~

See Constitution Article VIII Section A

Section D. Order of Business

Annual meetings of the Voters' Assembly shall proceed according to the following agenda:

- a. Opening devotions
- b. Registration
- c. Minutes of previous meeting, including special meetings
- d. Treasurer's reports
- e. Reports of administrative boards
- f. Reports from committees or special organizations of the congregation
- g. Unfinished business
- h. New Business
- i. State of the Parish report by the pastors
- j. Closing Prayer
- k. Adjournment

~~In questions of parliamentary procedure not specified in this Constitution or its bylaws, "Robert's Rules of Order" shall prevail.~~

~~2. THE PARISH LEADERSHIP COUNCIL~~

~~The Parish Leadership Council shall consist of the Executive Director, the Assistant Executive Director, the Secretary, the Treasurer, the directors of the administrative boards or their representatives, and up to 3 voting members at large from the congregation. The pastors and the principal shall be ex-officio members of the Parish Leadership Council. The duties of the Parish Leadership Council shall be as follows:~~

- ~~1) The Parish Leadership Council shall be responsible for establishing and monitoring compliance to governance matters, serving as the liaison between the pastors, the officers of the congregation, the various administrative boards and committees in the planning of the total work of the congregation.~~
- ~~2) Settle jurisdictional disputes between the administrative boards.~~
- ~~3) Resolve all matters pertaining to the general welfare of the congregation which are not reserved for the Voters' Assembly or delegated by policy to staff.~~
- ~~4) Provide a positive or negative recommendation for all financial requests and the annual budget that are presented to the voters for approval.~~

~~The Parish Leadership Council shall usually meet each month. If it is determined that there is no need, the meeting may be cancelled by the Executive Director. The Executive Director may call special meetings of the Parish Leadership Council as deemed warranted. A permanent set of minutes for each meeting shall be keep by~~

the Secretary. A majority of members of the Parish Leadership Council shall constitute a quorum. Decisions shall be made with a simple majority of those members voting, with the presiding Executive Director not voting except in case of a tie.

2. The Governance Board

Section A. Purpose

The Governance Board serves the Congregation on all matters not specifically held or delegated by the Voters' Assembly. The Governance Board may delegate duties to the Senior Pastor, Board of Elders and Board of Education. Delegated duties will be monitored at least annually for performance and consistency with the congregational ministry plan. It may establish committees and task forces to meet Congregation needs.

Section B. Membership and Terms

The Governance Board shall have 9 voting members. Voting members of the congregation with the approval of the senior pastor are eligible to serve on the Governance Board. Each Governance Board member elected by the Voters' Assembly shall have a vote.

- **Six, shall be members at large elected by the Voters' Assembly;**
- **one shall be the President elected by the Voters' Assembly;**
- **one shall be the chair (or designee) of the Board of Elders;**
- **one shall be the chair (or designee) of the Board of Education;**

The Senior Pastor, School Principal and Pre-School Administrator shall be ex officio (non-voting) members of the Governance Board.

Congregation "members at large" serving on the Governance Board may be elected to no more than 3 consecutive three-year terms. (Note: Approximately one third of the members at large will be up for election each year.)

Upon being term-limited off the Governance Board as President or member at large, the member may not be elected to the same board or office for one year. They may immediately run for a different elected position.

Members of the Governance Board begin service on July 1 following their election and conclude on June 30 the final year of their service.

Current employees may serve on the Governance Board if it has no direct supervisory responsibility for their position.

Current employees may not exceed 50% of the membership of the Governance Board.

In the event that an elected position becomes vacant before the completion of a term, the vacancy will be filled for the remainder of that term at the next annual Voters' Assembly meeting or a special meeting of the Voters' Assembly.

Members of the Governance Board or appointed committees may not participate in discussions nor decisions related to their employment nor that of a member of their immediate family (parent, spouse, child).

- ~~5) The Parish Leadership Council shall be responsible for establishing and monitoring compliance to governance matters, serving as the liaison between the pastors, the officers of the congregation, the various administrative boards and committees in the planning of the total work of the congregation.~~
- ~~6) Settle jurisdictional disputes between the administrative boards.~~
- ~~7) Resolve all matters pertaining to the general welfare of the congregation which are not reserved for the Voters' Assembly or delegated by policy to staff.~~
- ~~8) Provide a positive or negative recommendation for all financial requests and the annual budget that are presented to the voters for approval.~~

Section C. Governance Board Duties

- 1. The Governance Board shall establish and monitor compliance to governance matters.**
 - a. Develop and adhere to its self-governance policies/principles.**
 - b. Provide board orientation and continuing education in governance**
 - c. Conduct meetings in compliance with the Constitution and By-laws**
 - d. Maintain governance records (i.e. operational policies and procedures, minutes, board rosters including terms, and others determined by the Governance Board.)**
 - e. Regularly review Governance Board policies.**
 - f. Periodically communicate board work to the Congregation.**
- 2. The Governance Board shall provide an orderly process for the Congregation to nominate and elect candidates.**
- 3. The Governance Board shall establish an annual written ministry plan to provide direction for the Congregation in implementing its mission and vision.**
- 4. The Governance Board shall provide opportunities for members to grow in faith, utilize God-given talents, and share Christ's love and care for all people within and outside of Bethlehem Lutheran Church, School and Preschool.**

5. The Governance Board shall ensure that Bethlehem Lutheran Church, School and Preschool operates in a manner consistent with its mission and Scripture.
6. The Governance Board shall encourage good individual and congregational financial stewardship.
7. The Governance Board shall, when appropriate, authorize new ministries and regularly monitor all congregation missions and ministries.
8. The Governance Board shall provide for the supervision of all employees. Pastors shall be supervised by the Board of Elders.
9. The Governance Board shall maintain and provide for the administration of employment policies that are consistent with Scripture and the Lutheran Confessions, clear, fair, legal and consistent with the mission of Bethlehem Lutheran Church, School and Preschool.

Financial Matters

1. The Governance Board shall present a fiscally responsible annual financial plan to the Voters' Assembly for approval.
2. The Governance Board shall authorize the creation and/or elimination of staff positions.
3. The Governance Board shall establish as part of the annual financial plan, compensation for all employees of Bethlehem Lutheran Church, School and Preschool.
4. The Governance Board shall authorize dispersals from special gifts and funds consistent with the purpose of the funds.
5. The Governance Board shall implement a gift acceptance policy that is consistent with the mission of Bethlehem Lutheran Church, School and Preschool.
6. The Governance Board shall report to the congregation all non-budgeted expenditures from undesignated reserve funds.
7. The Governance Board shall provide to the congregation a comprehensive annual financial report including the Bethlehem Charitable Trust.
8. The Governance Board shall provide for and regularly review financial processes and procedures that meet commonly accepted accounting standards. A full financial review shall be completed at least every two years.

Church Properties

1. The Governance Board shall provide for the maintenance of all church property.
2. The Governance Board shall ensure that Bethlehem Lutheran Church, School and Preschool, including its employees and volunteers acting on its behalf, is protected from liability and the unexpected loss of property.
3. The Governance Board shall represent the congregation on all legal matters.

The Governance Board, consistent with Scripture and the Lutheran Confessions, shall neither cause nor allow any congregational activity, practice, decision or circumstance that is unlawful, imprudent, in violation of commonly accepted business and professional ethics and practices, or inconsistent with the Constitution and By-laws of the congregation.

Section D Governance Board Meetings

~~The Parish Leadership Council shall usually meet each month. If it is determined that there is no need, the meeting may be cancelled by the Executive Director. The Executive Director may call special meetings of the Parish Leadership Council as deemed warranted. A permanent set of minutes for each meeting shall be kept by the Secretary. A majority of members of the Parish Leadership Council shall constitute a quorum. Decisions shall be made with a simple majority of those members voting, with the presiding Executive Director not voting except in case of a tie.~~

The Governance Board shall meet monthly. Meetings may be in person or virtual. It may institute policies allowing board action without meeting. The President may cancel regular meetings and call special meetings.

A majority of members of the Governance Board shall constitute a quorum.

Decisions shall be made with a simple majority of those members voting, with the presiding member not voting except in case of a tie.

3. Officers of the Congregation

~~The officers of the congregation shall be as specified in the Constitution, Article VII, Section C. Terms of office shall be for two years unless indicated otherwise below. The term of office shall be from July 1 — June 30.~~

Section A. Executive Director

~~The Executive Director of the congregation shall preside at all meetings of the Voters' Assembly and Parish Leadership Council. He shall, to the best of his ability, enforce the constitution and bylaws of the congregation and carry out the expressed~~

~~will of the congregation as embodied in the resolutions of the voting membership. All boards, committees, auxiliaries, groups, etc. in the congregation shall be responsible to the Executive Director. The Executive Director is an ex-officio member of all boards and committees, and he shall be welcome at any and all meetings of such groups, either in person or as represented by such person or persons as he may appoint.~~

Section B. Assistant Executive Director

~~The Assistant Executive Director of the congregation, in the absence of the Executive Director, shall act for and in the stead of the Executive Director. Upon completion of the term of office, the Assistant Director shall become the Executive Director for a two (2) year term.~~

Section C. Secretary

~~The Secretary shall:~~

- ~~1) Perform all duties normally pertaining to the office and such additional duties as may be further delegated to it.~~
- ~~2) Be present at all Voters' Assembly meetings and Parish Leadership Council meetings and record, keep and preserve accurate records of said meetings.~~
- ~~3) Conduct all official correspondence of the congregation under the supervision of the Executive Director.~~
- ~~4) Maintain an accurate and current list of all board and committee members and, at the end of the term of office, submit to the successor all minutes, reports, communications, and records being held.~~
- ~~5) Submit all records two (2) years old to the church office for permanent files.~~

Section D. Treasurer

~~The Treasurer shall:~~

- ~~1) Be responsible for review and analysis of all congregational receipts and disbursements, insuring that all obligations of the congregation are paid and that proper accounting procedures are used.~~
- ~~2) Be responsible for reconciliation of all bank accounts of the congregation.~~
- ~~3) Be responsible for presenting a printed financial report at the annual voters' meeting and at all Parish Leadership Council meetings reflecting actual receipts and disbursements compared with budgeted amounts.~~
- ~~4) Be responsible (working with the boards and officers) for the compilation of the annual projected budgetary needs for presentation to the voters at the annual voters' meeting.~~
- ~~5) Be responsible for and supervise the accurate counting, recording and depositing of all receipts for the congregation.~~

Section E. Assistant Treasurer

The Assistant Treasurer shall:

- 1) ~~Pay the salaries of the pastors, teachers, and other paid personnel of the congregation.~~
- 2) ~~Manage the pension program of the congregation, seeing to it that regular payments are made into the pension program of Synod, and report annually to the congregation regarding such pension program.~~
- 3) ~~Make all required F.I.C.A. payments for the employees of the congregation on whose behalf such payments shall be made and keep accurate withholding tax records.~~
- 4) ~~Serve as advisor to the Salary Committee with regard to all compensation benefits for the church and school staff as determined by the Board of Elders and the Board of Day School Education.~~
- 5) ~~Make all necessary payments for medical plans for eligible and participating workers.~~
- 6) ~~Assist the Treasurer as the Treasurer or the congregation shall direct.~~

3. Officers of the Congregation

See Constitution Article VIII Section C

The Governance Board shall elect from its members the vice-president, secretary, and treasurer to one-year terms with no term limits for those offices. If one of the above offices becomes vacant prior to the completion of a term, the Governance Board shall elect a replacement from within its membership to complete the term.

The pastor and school principal may not be elected congregation officers.

Section A. President

The President of the congregation shall preside at meetings of the Voters' Assembly and Governance Board. The President shall enforce the constitution and bylaws of the congregation and carry out the expressed will of the congregation as embodied in the resolutions of the Voters' Assembly. All boards, committees, auxiliaries, groups, etc. in the congregation shall be responsible to the President. The President is an ex-officio member of all boards and committees, and shall be welcome at any meetings of such groups, either in person or as represented by such person or persons as may be appointed.

The President shall be elected by the Voters' Assembly and may serve no more than 3 consecutive three-year terms.

The President begins service on July 1 following the election and concludes on June 30 the final year of service.

In the event the President leaves office prior to the completion of a full term, an election will be held within 90 days to select a successor to complete the term.

Section B: Other Congregational Officers

1. Vice President

The Vice President of the congregation, in the absence of the President, shall act for and in the stead of the President. The Vice President shall serve as Interim President in the event the President leaves office prior to the completion of a full term.

2. Secretary

The Secretary shall:

- 1. Perform all duties normally pertaining to the office and such additional duties as may be further delegated to it.**
 - 2. Record and preserve accurate records of Voters' Assembly and Governance Board meetings.**
 - 3. Conduct all official correspondence of the congregation under the supervision of the President.**
 - 4. Maintain an accurate and current list of all board, and committee members including terms of service.**
 - 5. Submit all records to the church office for permanent files.**
- ### **3. Treasurer**

The Treasurer shall:

- 1. Assist the Governance Board in developing and reviewing financial policies.**
- 2. Assist the Governance Board in monitoring compliance with financial policies.**
- 3. Serve as liaison between the Governance Board and those task forces/committees established to address financial matters such as establishing the annual financial plan.**
- 4. Serve as the liaison between the Governance Board and the board of the Bethlehem Charitable Trust.**

5. Serve as the liaison between the Governance Board and those staff members with assigned financial duties.
6. Perform other duties as assigned.

4. ADMINISTRATIVE BOARDS

Section A. General Responsibilities of Administrative Boards

~~The administrative boards will include Elders, Evangelism and Community Outreach, Day School Education, Stewardship, Church Properties, Christian Life, Special Gifts and Funds, and Parish Education.~~

~~Bethlehem staff members and their spouses, siblings, parents, or children may not be elected or appointed on a board or committee that has managerial or personnel oversight to that Bethlehem staff member, which only applies to the Board of Elders and the Board of Day School Education.~~

~~Following the election of the required board members, the Parish Leadership Council shall appoint a director of each board. Each administrative board shall be under the direct control and supervision of the director of that board. The time and frequency of board meetings shall be at the discretion of the director of the board and the board members.~~

The administrative boards are the Board of Elders and the Board of Education.

Members of Administrative Boards may be elected to no more than 3 consecutive three-year terms.

Upon being term-limited off an Administrative Board, the member may not be elected to the same board for one year. They may immediately run for a different elected position.

In the event that an elected position becomes vacant before the completion of a term, the vacancy will be filled for the remainder of that term at the next annual Voters' Assembly meeting or a special meeting of the Voters' Assembly. The person completing the partial term is eligible to serve no more than an additional 3 consecutive three-year terms in that position.

Members of Administrative Boards begin service on July 1 following their election and conclude on June 30 the final year of their service.

Current employees may serve on the Board of Elders and the Board of Education if the board has no supervisory responsibility for their position.

Current employees may not exceed 50% of the membership of the Board of Elders and Board of Education.

Members of the Board of Elders and the Board of Education, or committees appointed by those boards, may not participate in discussions nor decisions related to their employment or that of a member of their immediate family (parent, spouse, child).

~~Following the election of the required board members, the Parish Leadership Council shall appoint a director of each board. Each administrative board shall be under the direct control and supervision of the director of that board. The time and frequency of board meetings shall be at the discretion of the director of the board and the board members.~~

~~Each administrative board shall be empowered to administer all funds set aside for its work by budget appropriation or by special resolution of the congregation provided that the Parish Leadership Council or congregation may, at its discretion, restrict such expenditures to conform with the actual financial condition of the congregation. Each board has the option to create committees or task forces to carry out its responsibilities whose members need not be elected by the voters' assembly. A permanent set of minutes for each meeting shall be retained and each administrative board shall submit a report of its activities and plans at the annual meeting of the congregation.~~

Each administrative board shall be empowered to administer all funds set aside for its work by budget appropriation or by special resolution of the Voters' Assembly. The Governance Board or Voters' Assembly may restrict such expenditures to conform with the actual financial condition of the congregation.

Each administrative board may create and appoint committees or task forces to carry out its responsibilities.

Minutes for each administrative board meeting shall be recorded and submitted to the church office for permanent files.

Each administrative board shall submit a report of its activities and plans at the annual Voters' Assembly meeting.

Section B. Responsibilities of Administrative Boards

1) Board of Elders

The overall responsibilities of the Board of Elders include the spiritual welfare of all the members of Bethlehem Evangelical Lutheran Church (individually and corporately), the supervision of everything pertaining to all of the worship activities of the congregation, the supervision of the doctrine and practices of the congregation, and the overall welfare of the pastors and church staff.

The board shall consist of no less than one (1) elder for each one hundred (100) confirmed members. ~~including the appointed director of the board.~~

Policies of the Board of Elders shall not supersede the Congregation's Constitution, By-laws or the policies of the Governing Board.

NOTE: THE FOLLOWING POLICY WILL BE RETAINED IN THE POLICIES OF THE BOARD OF ELDERS

~~Marriage Policy—The marriage policy of Bethlehem Lutheran Church a member congregation of The Lutheran Church—Missouri Synod, is and always has been consistent with the Synod's beliefs on marriage. We believe that marriage is a sacred union of one man and one woman (Gen. 2:24-25), and that God gave marriage as a picture of the relationship between Christ and His bride the Church (Eph. 5:32). The official position of The Lutheran Church—Missouri Synod, as set forth in 1998 Res. 3-21 ("To Affirm the Sanctity of Marriage and to Reject Same-Sex Unions"), is that homosexual unions come under categorical prohibition in the Old and New Testaments (Lev. 18:22, 24; 20:13; 1 Cor. 6:9-10; 1Tim. 1:9-10) as contrary to the Creator's design (Rom. 1:26-27). These positions and beliefs can be found on the LCMS website, along with other statements, papers and reports on the subject of homosexuality and same-sex civil unions and "marriage." Our pastors will not officiate over any marriages or blessings inconsistent with these beliefs, and our church property may not be used for any marriage ceremony, reception or other activity that would be inconsistent with our beliefs and this policy.~~

2) Board of Day School Education

~~The overall responsibilities of the Board of Day School Education are to plan, administer, and supervise the total educational program of the Day School, to determine policies, and to provide the necessary means, staff and facilities for the Day School. The board shall consist of at least seven (7) members, including the appointed director of the board. The Board may appoint up to two (2) additional voting members, subject to confirmation of PLC, who are guardians of children in our school, who are practicing Christians, that are not members of Bethlehem Lutheran Church.~~

The responsibilities of the Board of Education are to plan, administer, determine policies, provide the financial means, staff and facilities, and supervise the total education program for the School and Pre-School.

It shall not alter the School and Pre-School's mission of providing Lutheran Christian education for its students.

It shall support and provide for the overall welfare of the teachers and school staff.

The Board shall consist of no fewer than 6 members elected by the congregation and one additional non-member may be appointed by the Governance Board. The non-member may serve no more than 3 consecutive three-year terms.

The Board may recommend a non-member of Bethlehem for appointment to the Board of Education by the Governance Board. The non-member may serve no more than 3 consecutive three-year terms.

Voting members of Bethlehem Lutheran Church with the approval of the senior pastor are eligible to serve on the Board of Education.

Policies of the Board of Education shall not supersede the Congregation's Constitution, By-laws or the policies of the Governance Board.

- 3) ~~Board of Evangelism and Community Outreach~~
The overall responsibilities of the Board of Evangelism and Community Outreach are to direct and support programs which proclaim and bring the Gospel to the unchurched and deepen the faith and activity of the members of the congregation, enlisting all of God's people in the work of spreading the Gospel. They shall also supervise efforts to make the local community aware of the congregation's ministry. This board shall consist of at least (9) members, including the appointed director of the board.
- 4) ~~Board of Stewardship~~
The overall responsibilities of the Board of Stewardship are to initiate programs for the development of good stewardship in the members of the congregation in regard to time, talents and treasures. The board shall consist of at least eight (8) members, including the appointed director of the board.
- 5) ~~Board of Church Properties~~
The overall responsibilities of the Board of Church Properties are the proper maintenance and repair of church property, the representation of the congregation in all legal matters and the general protection of the congregation against loss or damage of whatever nature. The board shall consist of at least five (5) members, including the appointed director of the board.
- 6) ~~Board of Christian Life~~
The overall responsibilities of the Board of Christian Life are to promote and encourage the involvement of all church members in church-related activities and service. The board shall consist of at least nine (9) members, including the appointed director of the board.
- 7) ~~Board of Special Gifts and Funds~~
The overall responsibilities of the Board of Special Gifts and Funds are to administer the total special gifts given to the congregation and to assist and provide opportunities for members to give special gifts in an organized manner. The board shall consist of at least six (6) members, including the appointed director of the board.

8) ~~Board of Parish Education~~

~~The overall responsibilities of this board are to plan, administer, and supervise the total education program of the parish, to determine policies, and to provide the necessary means, staff and facilities for the various educational agencies of the parish, not related to the Day School.~~

5. COMMITTEES AND TASK FORCES

The Voters' Assembly and those boards elected by the Voters Assembly may establish committees and task forces to address specific issues.

6. ELECTION OF OFFICERS PRESIDENT, GOVERNANCE AND ADMINISTRATIVE BOARDS

Section A. Nomination Procedure

~~The Nominating Committee shall prepare a list of candidates drawn from among voting members of the congregation. However, only candidates who are twenty-five (25) years or older may hold the positions of Executive Director, Assistant Executive Director and Board of Elders. In addition only males may hold the positions on the Board of Elders or those directly involved in specific functions of the pastoral office (i.e. preaching, public administration of the Sacraments, church discipline).~~

~~The Nominating Committee will publicize the need for church officers and board members in the church bulletin. At least two (2) weeks before the date of the annual meeting the Nominating Committee shall have printed in the church bulletin the list of candidates for the following officers: Assistant Executive Director, Secretary, Treasurer, and board members as necessary to complete the membership of each of the administrative boards. The Parish Leadership Council shall determine the number of members required on each board.~~

~~Nominations also may be made from the floor during the progress of the election. The nominee must consent to the nomination.~~

The Governance Board shall solicit nominations from the Congregation for President, and seats on the Governance and Administrative Boards.

Nominations will be presented to the Congregation in writing at least two (2) weeks prior to the Voters' Assembly annual meeting.

Section B. Election Procedures

~~The congregation at its annual Voters' Assembly, elect by secret ballot and simple majority from the list of candidates for each elective office and board members necessary to complete the membership of each administrative board.~~

Elections shall be held at the Voters' Assembly annual meeting using a secret ballot and requiring a simple majority for election.

Section C. Installation of Officers —Term of Office

The newly elected officers and board members of the congregation shall be installed on a date to be determined by the pastors and the Board of Elders and shall assume their duties of office on the first day of the fiscal year.

The term of office of all officers and board members shall be two (2) years, terminating on the last day of the fiscal year. The Treasurer, Assistant Treasurer as well as members of the Board of Special Gifts and Funds may serve an unlimited number of terms. All other officers and board members may serve a maximum of two consecutive terms.

The Assistant Executive Director is first elected for a two (2) year term. Following this term, he automatically becomes the Executive Director for a two (2) year term.

Section D. Vacancies

In the event of the vacancy of any of the above mentioned officers or boards for which no provision is made herein, the Parish Leadership Council may appoint a voting member of the congregation to fill such vacancy.

If the Assistant Executive Director resigns, the Executive Director will form a three-member committee to make a replacement recommendation and call a special congregational meeting for approval.

If the Executive Director resigns, the Assistant Director will form a three-member committee to make a replacement recommendation and call a special congregational meeting for approval.

7. REMOVAL OF OFFICERS AND BOARD MEMBERS

Any officer or director of the congregation who willfully neglects the duties of his office may be deposed by a two-thirds majority vote of the voting members present in a meeting of the congregation. The Board of Elders shall initiate such disciplinary action. When an office is made vacant by deposition, resignation, death, or excommunication of the incumbent, a successor shall be appointed by the Executive Director.

Any officer or member of the Governance Board or Administrative Boards who willfully neglects the duties of the office may be deposed by a two-thirds majority vote in a meeting of the Voters' Assembly. The Board of Elders shall initiate such disciplinary action.

8. ADMISSION OF MEMBERS

This congregation distinguishes between three types of congregational members:

1. **Baptized** members are all who have been baptized in the name of the Triune God and who are under the spiritual care of the pastor of this congregation, including the children who have not yet been confirmed.

2. ~~**Confirmed** members are those baptized members who have been instructed and are familiar with the contents of Luther's Small Catechism, have been confirmed in the Lutheran faith, and accept the confessional standards of Article II of the constitution.~~
3. ~~**Voting** members are confirmed members who have reached the age of eighteen (18) years.~~

A written application for confirmed membership in this congregation shall be submitted to a pastor. The Board of Elders shall review names of all applicants before acceptance into the congregation. Membership may be obtained by one of the following methods:

Section A. By Confirmation

~~Adults who have had no previous affiliation with a Lutheran congregation shall first be instructed in the fundamental doctrines of the Scriptures and give evidence to the pastor of sufficient knowledge of and assent to the Confessions of the Lutheran Church.~~

~~Children who attend the Christian Day School and wish to be confirmed shall complete grades seven (7) and eight (8). Children who do not attend the Christian Day School must attend catechetical instruction for three (3) years and must complete the eighth grade in elementary school. Exceptions may be made by the Board of Elders upon recommendation of the pastors.~~

Adults who are not confirmed in an LCMS congregation and children shall first be instructed in the fundamental doctrines of the Scriptures and give evidence to the pastor of sufficient knowledge of and assent to the Confessions of the Lutheran Church.

Section B. By Transfer

Persons who are members of a sister Missouri Synod congregation or of a Lutheran congregation in church fellowship with the Missouri Synod shall be received into membership by the Board of Elders, provided they present valid letters of transfer and conform in all respects to the requirements of membership in this congregation.

Section C. By Profession of Faith

Other persons without valid letters of transfer or whose membership in a Lutheran congregation has lapsed, as well as those from Lutheran congregations outside our church fellowship, shall give to the pastors and, when the pastors deem necessary, to at least one elder satisfactory evidence of their eligibility for membership. The pastors may, with the consent of the Board of Elders, arrange for a period of re-instruction prior to reaffirmation of faith for such applicants. The Board of Elders shall have the authority to act on such applications on behalf of the congregation.

Section D. By Reinstatement

When persons whose memberships were canceled for any reason show evidence of repentance, when applicable, promise to be faithful to the Lord and His Word, and otherwise give evidence to the pastors and at least one elder of their qualifications for membership, they shall upon recommendation of the pastors be reinstated into communicant membership by the Board of Elders who shall have the authority to act on behalf of the congregation.

Persons who have been removed from membership for whatever reason shall be restored with all rights and privileges when they repent and ask forgiveness through the pastors and the Board of Elders.

9. TERMINATION AND DISCIPLINE OF MEMBERS

Section A. Transfer

A member desiring transfer to another Lutheran congregation in church fellowship with the Lutheran Church-Missouri Synod shall apply to the pastors and the Board of Elders. A letter of transfer shall be issued by the pastors. The Board of Elders shall report all transfers to the congregation through church publications and to the congregation at the next annual meeting of that body.

Section B. Joining Other Churches

In cases where members of this congregation have joined another congregation outside our own fellowship they shall, upon the decision of the pastors and the Board of Elders, be deemed to have terminated their membership in this congregation, forfeiting all rights and privileges of such membership. Their names shall be removed from the membership list of the congregation by recommendation of the Board of Elders and the pastors. All members removed from membership by reason of joining a congregation outside our own fellowship shall be publicized in church publications and reported to the congregation at the next annual meeting of that body.

Section C. Whereabouts Unknown

The names of members whose whereabouts are unknown and cannot be established within a period of six (6) months shall be removed from the membership list of the congregation and placed in a file designated Whereabouts Unknown. Such membership is terminated and shall be reported as such at the next annual meeting of the congregation. Prior to removal and termination, however, the names of such persons shall be published ~~in the church bulletin~~ for at least two (2) consecutive weeks with the request that anyone knowing of their whereabouts contact the pastors or an elder immediately.

Section D. Removal from Membership by Board of Elders for Reason of Inactivity

When a member of Bethlehem Evangelical Lutheran Church has not attended worship and has not communed for a period of three months, a process of outreach to them shall begin. This process will employ telephone calls, personal letters, and personal visits with the goal of restoring them to active status, especially in the worship life of the congregation. This process will be carried out by the pastor responsible for membership concerns with the help of the other pastors, special

callers, and members of the Board of Elders. The outreach process shall continue until it is determined that no positive reaction is going to occur.

If after a reasonable time and repeated efforts, the members have not responded positively, their names shall be removed from the roster of Bethlehem Evangelical Lutheran church by action of the Board of Elders. The members shall be notified of such removal by registered mail and shall be declared to have excluded themselves from this Christian congregation.

Section E. Excommunication

Excommunication is to be applied to any member who conducts himself or herself in an unchristian manner, i.e., openly adheres to false doctrine, gives evidence of an immoral and offensive life, or willfully despises the preaching of the Gospel and the Lord's Supper. The Board of Elders shall administer church discipline on behalf of the congregation and shall determine exclusion and excommunication with a unanimous vote of the board members present. Meetings where excommunication proceedings are taking place shall be specifically announced to each elder stating the purpose of the meeting at least one week before the meeting is held. Such meetings are of a private and confidential nature.

Section F. Members Who Cannot Be Disciplined or Served

When admonition is impossible due to out-of-town residence of a permanent nature, the names of such members shall be removed by the Board of Elders and referred to the pastors and congregation in that member's area. Written inquiry of circumstances shall be made and the desire of such members shall be determined before such terminal action. Following termination of membership, written notice and explanation shall be sent immediately to the member involved by registered mail.

A person whose membership has been terminated has forfeited all rights of a member of this congregation and all claims upon the property of the congregation as such, or upon any part thereof, as long as he or she is not reinstated into membership.

10. CALLED WORKERS

Section A. Process for Securing Called Workers

The right to choose and call pastors, teachers, Ministers of Religion – Commissioned and other called workers shall be vested in the Voters' Assembly and shall never be delegated to a smaller body or to an individual.

The process for calling shall be as follows:

- 1) Appointment of a call committee.
 - a. In the case of a pastor, this committee shall be formed by the Board of Elders and shall consist of at least two (2) Elders and at least four (4) members at large from the congregation. If available, a pastor shall be an ex-officio member of the committee.
 - b. In the case of a teacher, this committee shall be formed by the Board of Elders and Board of Education and shall consist of at least two (2) Elders, at least two (2) members of the Board of Education and at least two (2) members at large from the congregation. If available, a pastor and the principal shall be ex-officio members of the committee.
 - c. In the case of other called workers, this committee shall be formed by the Boards of Elders and **Governance Board** ~~such other Board(s) having responsibility to supervise the specific area of ministry~~ and shall consist of at least two (2) Elders, at least two (2) members of the ~~supervising Board(s)~~ **Governance Board** and at least two (2) members at large from the congregation. If available, a pastor shall be an ex-officio member of the committee.
- 2) The committee shall review, or, if necessary, create the position description for the called worker.
- 3) The committee shall publish the position description to the congregation and solicit candidate names from the congregation. Any name received from the congregation shall be submitted to the President of the Michigan District or his representative for review.
- 4) The committee shall solicit names of suitable candidates from the President of the Michigan District or his representative.
- 5) The final list of candidates as received from the President of the Michigan District or his representative shall be published to the congregation.
- 6) The information received from the President of the Michigan District or his representative shall be reviewed by the Call Committee and one or more candidates selected for recommendation to the congregation.
- 7) The entire list of candidates, excluding any candidates who have removed themselves from consideration, shall be presented to the congregation at the next annual meeting of the congregation or at a special meeting of the congregation called for that purpose along with the Committee's recommendations.
- 8) The voters shall elect one of the proposed candidates by ballot and simple majority of those present. It shall be the duty of the Board of Elders to see that the above procedure is followed.

~~Negotiations for contract teachers shall be delegated to the Board of Day School Education and to the Finance and Salary Committee and such negotiations and the terms agreed to shall come before the congregation for approval at the next annual meeting or at a special congregational meeting.~~

Section B. The Pastoral Office

The Pastoral Office is the authority conferred upon pastors by God through a call of the congregation, the holder of the priesthood and of all congregational authority, to exercise in public office the common rights of the spiritual priesthood on behalf of all. The Pastoral Office is the primary office in the congregation from which all other offices of the congregation issue. However, the congregation may establish as many auxiliary offices as its needs require and determine what work is to be assigned to such offices.

Section C. The Office of Teacher

The office of a called teacher is the authority conferred upon a synodically trained and rostered teacher, through a call of the congregation, to perform the duties of his/her office in all its parts according to the Word of God and the needs of the congregation. Upon being installed, a called teacher is authorized and obligated to instruct and train the children under his/her care diligently and faithfully in the Word of God as contained in the canonical books of the Old and New testaments and in the confessional writings of the Lutheran Church as found in the Book of Concord of 1580. The teach is to base such instruction on the Small Catechism of Dr. Martin Luther and to accord the students a thorough Christian education in branches of learning prescribed by a course of study adopted or approved by the Board of Day School Education. He or she is also to maintain Christian discipline in the school and to this end employ such means as are in accord with the Holy Scriptures and within the bounds of Christian reason and justice.

Teachers are expected to serve the congregation as examples of Christian conduct, particularly in the area of church attendance and partaking of the Lord's Supper, to endeavor earnestly to live in brotherly unity with their pastors and fellow teachers, to work under the supervision of the pastors, principal and the Board of Education, and, by the grace of God, to do everything possible within the sphere of their calling to promote the Kingdom of Christ.

Section D. The Office of Minister of Religion – Commissioned or Other Called Worker

The authority of a Minister of Religion – Commissioned or other called worker shall be conferred upon a synodically trained and commissioned leader, through the call of the congregation, to perform the duties of his/her office in all its parts according to the Word of God and the needs of the congregation. Upon being installed, a Minister of Religion – Commissioned or other called worker is authorized and obligated to carry out his/her office diligently and faithfully according to the Word of God as contained in the canonical books of the Old and new Testaments and in the confessional writings of the Lutheran Church as found in the Book of Concord of 1580.

A Minister of Religion – Commissioned or other called worker is expected to serve the congregation as an example of Christian conduct, particularly in the area of church attendance and partaking of the Lord’s Supper, to endeavor earnestly to live in brotherly unity with the pastors, teachers, and members of the congregation, and by the grace of God, to do everything possible within the sphere of his/her calling to promote the Kingdom of Christ.

Section E. Duration of Calls

Pastoral calls are tenured calls of indefinite duration. Calls to Teachers, Ministers of Religion-Commissioned, or other Called Workers may be limited duration, renewable (non-tenured) calls of a duration of not less than one year. Non-tenured calls shall be brought to the Voters’ Assembly for renewal on or before the expiration of the call's term.

11. TERMINATION OF CALLED WORKERS

Sufficient grounds for deposing a pastor, duly called or contracted teacher, Minister of Religion – Commissioned, or other called worker shall be persistent adherence to false doctrine, a scandalous lifestyle, and/or willful neglect of official duties of the sacred office. Charges on any of these counts shall be carefully investigated by the Board of Elders. In the case of a teacher the Board of Elders shall investigate the matter together with the Board of Education. In the case of a Minister of Religion – Commissioned or other called worker, the Board of Elders shall investigate the matter together with the **Governance Board**, ~~such other Board(s) as have the responsibility to supervise the specific area of ministry to which the person is called.~~

In all cases, the disciplinary procedures specified in the Personnel Manual shall be followed.

Should such charges be substantiated by clear evidence, and the procedures specified in the Personnel Manual fail to resolve the matter, the appropriate officers of the Michigan District shall be contacted for assistance in pursuing the District dispute resolution process. If the matter is still not resolved, the individual involved shall first be given an opportunity to resign his/her position in the congregation. Such opportunity having been given and declined, the above-mentioned board(s) shall, after consultation with the appropriate officers of the Michigan District, notify the congregation of the situation and shall submit the matter for action at a special meeting of the Voters’ Assembly. A three-fourths majority vote of the voting members present shall be required to depose the individual from his/her office.

Should the occasion to depose a called worker ever arise, the intended deposition shall be announced by the Chairman of the Board of Elders at regular divine services on the two Sundays preceding a special meeting of the Voters’ Assembly called for that purpose.

All voting members shall be notified of the special meeting in writing ~~by mail~~ at least two weeks in advance.

12. AMENDMENTS

These Bylaws may be amended in the following manner:

- 1) Amendments or changes to these Bylaws may be adopted at a regular or special voters meeting.
- 2) Amendments to be adopted at a regular Voters' Assembly meeting shall follow the prescribed notice process as outlined in these Bylaws. Amendments to be adopted at a special meeting of the Voters' Assembly shall follow the prescribed notice process as outlined in these Bylaws with the exception that notice of the amendment to the Bylaws be made at least four (4) consecutive weeks prior to the special meeting. In addition, the special meeting shall be announced in at least two Sunday worship services prior to the special meeting.
- 3) A two-thirds (2/3) majority of the voting members of the congregation present at the Voters' Assembly shall be required for adoption.