



CONSTITUTION AND BY-LAWS

GRACE EVANGELICAL LUTHERAN CHURCH

Durham, North Carolina

Adopted November 18, 2012



Constitution

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CONSTITUTION

GRACE EVANGELICAL LUTHERAN CHURCH November 18, 2012

(Supersedes all documents of similar nature previous to this date)

PREAMBLE

It is the mission of Grace Lutheran Church to be a fellowship of God's people, as called, redeemed, and empowered servants of God, in which they are nurtured so that they might fulfill their calling as the redeemed people of Jesus Christ, who will live and proclaim, for believers and non-believers, the love and forgiveness of Jesus Christ.

Recognizing that we cannot by our own reason or strength believe in Jesus Christ, our Lord, or come to him, that the Holy Spirit calls us by the Gospel, enlightens us with his gifts, sanctifies and keeps us in the one true faith,

We therefore affirm that at the center of our fellowship is the Word of God which is made active and powerful by the Holy Spirit. For the furtherance of Christian fellowship, for the nurturing of Christian people, for help in fulfilling a Christian calling (Ephesians 4:11-16), this constitution and bylaws is set forth, to organize mission and ministry efforts in an orderly manner, according to the Word of God (1 Corinthians 14:40, 2 Timothy 4:1-5, Galatians 1:6-8).

ARTICLE I: NAME

The name of this congregation shall be **Grace Evangelical Lutheran Church** of Durham, North Carolina, incorporated in and under the laws of the State of North Carolina.

ARTICLE II: PURPOSE

The purpose of this congregation shall be to proclaim the Gospel of Jesus Christ through the preaching and teaching of the Word of God, publicly administering the Office of the Keys, and administering the Sacraments of Baptism and Holy Communion in accordance with the Gospel. Accordingly, the functions of this congregation shall be:

- A. to provide opportunities for regular gathering of people of God in worship;
- B. to encourage the mutual prayers of God's people, individually and corporately;
- C. to develop a sense of humility and mission, based on the recognition that Jesus Christ is Lord over all, that he calls our fellowship into being;
- D. to provide opportunities for education in the Faith;
- E. to be good stewards of all the gifts God has given to his church;
- F. to provide adequate facilities and equipment that will help the people of God fulfill their calling;

- G. to share the Good News by word and deed both among members and with others outside the immediate fellowship;
- H. to help all individuals to see themselves as unique gifts of God to those around them, and to see all aspects of their lives as unique opportunities for witness and service, in which they can use their spiritual gifts.

ARTICLE III: CONFESSIONAL POSITION

This congregation, as an Evangelical Lutheran congregation in name, doctrine, and practice, accepts and acknowledges all canonical books of the Old and New Testaments as the inspired Word of God, and all the symbolical books of the Evangelical Lutheran Church contained in the Book of Concord (1580) as a true and sound exposition of Christian doctrine and in full agreement with the Holy Scripture:

- A. The three ecumenical creeds: the Apostolic, Nicene, and Athanasian;
- B. The unaltered Augsburg Confession (1530);
- C. The Apology of the Augsburg Confession;
- D. The Smalcald Articles;
- E. Luther's Large Catechism;
- F. Luther's Small Catechism;
- G. Formula of Concord (1580).

According to this norm of doctrine, all doctrinal controversies which may arise in this congregation shall be decided and adjudicated.

ARTICLE IV: SYNODICAL AFFILIATION

This congregation shall be affiliated with THE LUTHERAN CHURCH - MISSOURI SYNOD and the district in which it is geographically located, so long as the confessions and constitution of said Synod and District are in accord with the confession and constitution of this congregation.

ARTICLE V: MEMBERSHIP

Membership in this congregation and under this constitution shall consist of the following, as defined in the By-laws, Article I:

- A. Baptized members
- B. Communing members
- C. Voting members
- D. Temporary members
- E. Non-Communing members

ARTICLE VI: CONGREGATIONAL ASSEMBLY

A. Authority

The Congregational Assembly shall have the authority to arrange, direct, and adjust the spiritual and material affairs of the congregation. Any enactment or decision, whether it proceeds from an individual or from another body within the congregation, shall be invalid unless it is enacted or performed in the name or stead of the Congregational Assembly and according to the authority conferred or directed by the Congregational Assembly and this constitution.

However, not even the congregation or Congregational Assembly shall be empowered to order, enact, or decide anything contrary to the Word of God and the symbols of the Evangelical Lutheran Church as set forth in Article III of this constitution.

B. Resolution of Controversy

Should serious controversy arise in this congregation, the Parish Ministry Council shall be directed to seek advice and assistance from the synod with which the congregation is affiliated.

C. Meetings

Meetings of the Congregational Assembly shall be convened as specified in the By-laws, Article III A, with at least one meeting annually.

D. Quorum

A quorum shall be present to conduct an official meeting of the Congregational Assembly. (For definition, see By-law III B.)

ARTICLE VII: PASTORAL OFFICE

A. Qualifications

The office of Pastor in the congregation shall be conferred only upon such candidates as:

1. possess the qualifications of ministers of the gospel as described in the Word of God, and,
2. profess and adhere to the confessional basis of the congregation, outlined in Article III, above, and,
3. are otherwise deemed by the Congregational Assembly to be qualified for the office, and,
4. are called following the generally accepted guidelines and practices of the synod with which the congregation is affiliated.

B. Calls and Releases

The right of calling and releasing pastors and other called workers shall be vested in the Congregational Assembly, as described in the By-laws, Article II.

ARTICLE VIII: OFFICERS

- A.** Officers of this congregation, elected by voting members from among candidates from the membership, shall be: president, president-elect, secretary, treasurer, and lay ministers as described in the By-laws, Article IV, who shall serve as the Parish Ministry Council.

Also elected shall be other officers and Deacons as described in the by-laws (Article IV.). These persons need not serve on the Parish Ministry Council, but shall serve as members of the Ministries as noted in the By-laws, Article IV.

- B.** The duties, responsibilities, qualifications, terms of office, and other details are found in the By-laws, Articles IV, V, VI, and VII.
- C.** Duties and responsibilities of the Parish Ministry Council are found in the By-laws, Article VI. Meetings of the Parish Ministry Council shall be open to all members of the congregation.

ARTICLE IX: CORPORATE OFFICERS

For official actions required by civil law, the corporate officers of Grace Evangelical Lutheran Church shall be the president, secretary, lay minister of parish administration, and treasurer. Among such actions will be such things as signing contracts, signing official documents, appearing in court, etc.

ARTICLE X: REMOVAL FROM OFFICE

Any officer, teacher, or pastor may be removed from office by the congregation in a Christian and lawful manner, for one of the following reasons: persistent adherence to false teaching contrary to the Confessional Standard of the congregation, a scandalous life, inability to perform or willful neglect of duties. This action shall be taken only after the officer, teacher or pastor has been pre-advised of such charges preferred against him and given an opportunity to answer such charges. The Circuit Counselor and District President shall have knowledge of removal procedures when they are preferred against a pastor or teacher, and all such actions shall be taken in full consultation with said officials.

Any officer, Pastor, or other church worker may resign or otherwise withdraw from their position with appropriate notice.

ARTICLE XI: PROPERTY

- A. Title to all real or personal property acquired by the congregation or its auxiliary organizations shall be held by the congregation.
- B. In the event that a separation should take place, the property of the congregation shall remain with the majority of the congregation as determined by vote in the Congregational Assembly.

ARTICLE XII: BY-LAWS

The Congregational Assembly may adopt such by-laws as necessary to provide for orderly accomplishment of its purpose. Such may include direction and delineation of authority, responsibilities and duties of officers, organization of boards and committees, etc. Such bylaws shall serve to carry out the intent of this constitution.

ARTICLE XIII: AMENDMENT

To alter or repeal any articles or portions thereof of this constitution, it shall be required that:

- A. the proposed changes are presented in writing to the Congregational Assembly prior to the first meeting in which the change is to be considered, and
- B. Congregational Assembly meetings, special or regular, be properly called and announced as specified elsewhere, including the statement of intent to amend the constitution, and
- C. a quorum of 33 percent or more of eligible voting members be present at each of two consecutive Congregational Assembly meetings at which the change is to be considered.

The change proposed must be passed affirmatively by two-thirds of all voting members present at each of two proper consecutive Congregational Assembly meetings before becoming effective.

No amendment or change shall be offered or made which is contrary to Article III of this constitution.

ARTICLE XIV: ADOPTION

This constitution was adopted by the Congregational Assembly on November 18, 2012, and shall take effect, superseding all previous documents of similar nature and purpose.

BY-LAWS

GRACE EVANGELICAL LUTHERAN CHURCH
(as adopted November 18, 2012)

ARTICLE I: MEMBERSHIP

A. Baptized members are people who have been baptized in the name of the Father, the Son, and the Holy Ghost; and are:

1. received into membership through the Sacrament of Baptism administered at Grace Lutheran Church, or by transfer from another Christian congregation, (parent(s) or guardian(s) consenting, in the case of minor children), application and determination to be considered by the Pastor and/or the Parish Ministry Council;
2. eligible to enter into Confirmation, a pastoral and educational ministry of the church that is designed to help baptized members identify with the life and mission of the adult Christian community, and is celebrated in the Rite of Confirmation, at which baptismal vows are publicly affirmed.

B. Communing members are people who:

1. are baptized;
2. declare their belief and faith in the Triune God, and their adherence to the canonical books of the Old and New Testament;
3. are familiar with Luther's Small Catechism and the principles of the unaltered Augsburg Confession, and declare their acceptance of them;
4. do not live in the manifest works of the flesh (Galatians 5:19-21), but by confession and absolution prepare themselves for and partake of the Sacrament of Holy Communion;
5. are not members or adherents of an unchristian or ungodly society (2 Corinthians 6:14-18); and
6. are in agreement with the government and the discipline of this congregation, administered according to the Constitution and By-laws of Grace Evangelical Lutheran Church .

Communing members may be received by letters of transfer from other congregations in fellowship with Grace Evangelical Lutheran Church (acted upon by the Pastor and/or the Parish Ministry Council), or, having been instructed in the fundamentals of the Faith, shall make their intentions and requests known to the Pastor and/or the Parish Ministry Council for consideration of acceptance.

C. Voting members are people who take an active part in the affairs of this congregation, through participation in the Congregational Assembly. All confirmed communing members at least 13 years of age have the right and privilege of suffrage in the Congregational Assembly. Voting members shall have read and signed the Constitution and By-laws of Grace Evangelical Lutheran Church.

New voting members shall be received at the beginning of each meeting of the Congregational Assembly. Voting membership shall be forfeited by those who have not attended any of four consecutive regular meetings of the

Congregational Assembly. Reinstatement may be achieved by again signing the constitution and attending a meeting.

D. Temporary members are those who are temporarily located in the area, and who desire to establish membership with Grace Evangelical Lutheran Church while maintaining permanent membership in another Lutheran congregation. Requests for temporary membership shall be acted upon by the Pastor and/or Parish Ministry Council. Temporary members are not eligible for elective office, but may vote and serve on boards, committees, or any other appointive position.

E. Non-communing members are people who have been communing members, and who, for whatever reason, have not received Holy Communion for a period of two years or more. They shall be considered members, but shall not be included in any statistical reports or calculations. They shall not be eligible to vote or to hold elective office. Whenever they begin communing regularly, they shall be considered communing members again.

F. Responsibilities of members. It shall be considered the responsibility of all members to:

1. attend worship services regularly,
2. partake frequently of the Lord's Supper, if eligible,
3. accept fraternal admonition and correction,
4. participate in and support the work of the church and its offices, according to their spiritual gifts and abilities,
5. support the educational practices of the church, to include provision for the proper training and instruction in the Christian faith and doctrine, and
6. lend talents, time, and other faculties to assist in furthering the purpose of this congregation.

G. Termination of membership. Membership in this congregation may be terminated, and all rights, privileges, claims on property of this congregation forfeited by:

1. transfer to another congregation or removal. Requests for transfer or removal shall be directed to and acted on by the Pastor and/or the Parish Ministry Council.
2. expulsion from this congregation as a public and impenitent sinner. This must and shall occur only after continued fruitless admonition in the various stages as prescribed in the Word of God (Matthew 18:15-20). Reinstatement shall be granted after evidence of repentance and request of forgiveness. Removal shall be by action of the Congregational Assembly on recommendation of the Parish Ministry Council, who shall receive this request from the Deacons and Pastor. Removal shall require 75 percent majority of those present and voting for removal.

ARTICLE II: CALLING OF PASTORS OR OTHER CALLED WORKERS

A. Nominations

At a properly-convened Congregational Assembly meeting, candidates for the office of Pastor or other called worker shall be submitted for selection and vote. Such candidates may be solicited from District and other synodical sources, or any voter may make additional nominations from the floor.

B. Elections

The election of the Pastor or other called worker from the list of candidates selected by the Congregational Assembly shall be by ballot. For the purpose of calling a Pastor, all Communing Members shall be eligible to vote. The candidate receiving the majority of all votes cast shall be considered elected. The election shall, if possible, be made unanimous, and the call sent by the proper officers to the person elected.

C. Calls made shall follow guidelines of the synod with which affiliated, or be otherwise carried out by the Congregational Assembly in a proper manner.

D. Duties of the Pastor

The Pastor of the congregation, duly called, ordained, and installed, shall fulfill the responsibilities outlined in the call document and accompanying information. These shall generally include the following duties:

1. Proclaim the Word of God in its full truth and purity as contained in the canonical writings of the Old and New Testaments, and as professed in the confessional writings enumerated in Article III of the Constitution;
2. Administer the Holy Sacraments, Absolution, and the Office of the Keys in accordance with their divine institution;
3. Discharge to all members of the congregation the function of a Pastor and curate of their souls in an evangelical manner. In particular, visit the sick and dying, admonish indifferent and erring members, teach and instruct in the Word of God, and the catechism, and advise all members in spiritual matters;
4. Faithfully guard the spiritual welfare of the members of the congregation by exposure and advice against false doctrine from within and without the congregation;
5. Serve as an example to the congregation of Christian conduct;
6. Do all that is possible toward the building up of the congregation and the advancement of the kingdom of God;
7. Serve as an ex officio member of all boards and committees as deemed desirable or necessary.

ARTICLE III: CONGREGATIONAL ASSEMBLY

A. Meetings

The Congregational Assembly shall meet regularly two times a year. The first regular meeting shall be held during May, at which time election of officers shall take place. The second regular meeting shall be held during November, at which time the annual budget will be set. The fiscal year shall begin January 1.

B. Quorum

Twenty percent of the registered voting members shall be present to constitute a quorum for an official meeting of the Congregational Assembly, except in the instances of call or recall of a Pastor or other called worker, sale or purchase of property, erection of buildings over \$10,000 in cost when 33 percent of the registered voters shall be necessary for a quorum.

C. Decisions

A majority vote of those present and voting shall rule, except for amendments to the constitution or bylaws, or a decision when a two-thirds majority is required. Elections shall be determined by majority vote, with additional ballots if and as necessary.

D. Special meetings of the Congregational Assembly may be called by the president, the Parish Ministry Council. by request of seven or more communing members to the president or Parish Ministry Council.

E. Notification of meetings shall be made in two public services at least two weeks before regular meetings. The time and purpose of special meetings shall be announced in public services at least one week before such meeting.

F. Proxy voting shall be allowed for adequate reason, i.e., illness or other requirements that prevent attendance. Such proxies are to be announced and presented in writing to the secretary at the beginning of the meeting. The Congregational Assembly shall approve any proxies presented before conducting any business.

G. The order of business of Congregational Assembly meetings shall be at the discretion of the President. Robert's Rules of Order shall ordinarily be applied as necessary.

ARTICLE IV: ELECTED OFFICERS

The **elected officers** of this congregation are as enumerated in the Constitution and include: a president, president-elect, secretary, treasurer, and the following lay ministers: A. Parish Administration, B. Properties and Facilities, C. Worship, D. Christian Education, E. Outreach, F. Fellowship, and G. Stewardship. These officers shall serve on the Parish Ministry Council.

Additionally, Deacons, as described in these By-laws shall be elected. These persons shall not need to serve on the Parish Ministry Council, but shall serve as members of the ministries as noted.

A nominating committee, consisting of the president-elect and/or three other members appointed by the president, shall publish a slate of candidates at least three weeks before the election meeting. Nominations may be made from the floor. Candidates should have expressed approval of their nomination and agree to serve if elected.

All elective terms of office shall commence as of the first Sunday in June following the elections.

A. President

1. Qualifications: Candidates for president shall be voting members who have reached age 21, and shall have been voting members for at least two years.
2. Term: The term of office shall be two years, beginning in odd-numbered years. The office cannot be succeeded directly.
3. Vacancy: In the event the president cannot fulfill the term, the president-elect shall become president. If the president vacates the office in the first year of the term (before a president-elect has been elected) the Lay Minister of Parish Administration shall serve as president to complete the term.
4. Duties: The president shall:
 - a. preside at all meetings of the Congregational Assembly and of the Parish Ministry Council, and call such meetings as necessary;
 - b. assume membership in any and all committees and boards ex officio;
 - c. appoint the additional members of the nominating committee;
 - d. make other nominations during the year and/or as necessary to the Parish Ministry Council;
 - e. appoint members to various committees, boards, trustees, etc., as considered necessary or desirable;
 - f. serve to maintain order and discipline especially pertaining to the temporal affairs of the congregation.

B. President-elect

1. Qualifications: Candidates for president-elect shall be 21 years of age or more, and shall have been voting members for at least one year.
2. Term: The term of office shall be one year (elected in even-numbered years), at the end of which the president-elect shall assume the office of president.
3. Duties: The president-elect shall:
 - a. fulfill the obligation outlined above (IV.A.3);
 - b. preside at meetings in the absence of the president;
 - c. serve as chairperson of the nominating committee;
 - d. participate actively in the programs of the church, and especially in planning further development;
 - e. be welcomed as an ex officio member of all ministries, boards, and committees.

C. Secretary

1. Qualifications: Candidates for secretary shall be voting members at least 18 years of age.
2. Term: The term of office shall be two years, elected in even-numbered years.
3. Duties: The secretary shall:
 - a. keep accurate minutes of the meetings of the Congregational Assembly and of the Parish Ministry Council;
 - b. keep and maintain minutes for the congregation and read or publish them as appropriate;
 - c. perform other duties as required or requested; to include maintenance of the constitution and signing of same, maintenance of an up-to-date list of voters, determination of a quorum, arbitration of procedural questions, etc.

D. Lay Ministers

1. Qualifications: Candidates for lay ministers shall be voting members.
2. Term: The term of office shall be two years, elected in odd or even numbered years, as specified in these By-laws, Article VII - Ministries.
3. Duties: The lay ministers shall:
 - a. organize, supervise, and direct the work of ministry which falls in their various areas of responsibility (see Article VII - Ministries, and appendices);
 - b. represent their various areas of ministry on the Parish Ministry Council;
 - c. be involved as members of the Parish Ministry Council, in the overall Planning and coordination of programs of Grace Lutheran Church;
 - d. recruit, appoint, and motivate people to serve as members of the various ministries as well as of the committees, subcommittees, and task forces which carry out the work of the ministries.

E. Treasurer

1. Qualifications: Candidates for the office of treasurer shall be at least 18 years of age, and be voting members.
2. Term: The term of office shall be two years, elected in odd-numbered years.
3. Duties: The treasurer shall:
 - a. pay all bills authorized by the Congregational Assembly and Parish Ministry Council, either directly or by budget approval of line items;
 - b. keep accurate records of all income to the congregation and disbursements, which records shall be and remain the property of the congregation. These books shall be audited annually;

- c. Report at each regular Congregational Assembly meeting and to the Parish Ministry Council and to the Minister of Parish Administration;
- d. prepare (with the help of members of the Parish Ministry Council and Ministry of Parish Administration) an annual congregational budget for consideration by the Congregational Assembly meeting in November;
- e. be a voting member of the Parish Ministry Council.

F. Financial Secretary

- 1. Qualifications: Candidates for financial secretary shall be at least 18 years of age, and be voting members.
- 2. Term: The term of office shall be two years. The financial secretary shall be appointed by the congregational president with the approval of the Parish Ministry Council.
- 3. Duties: The financial secretary shall:
 - a. receive and record in books, kept for such purpose, receipts of the congregation, and deposit in the designated depository all such funds, including offerings, special collections, bequests, subsidies, special loans, etc.;
 - b. assure that all receipts are reported to the treasurer at regular intervals;
 - c. record and prepare from such records quarterly if possible, but at least semi-annual reports to individual members of the congregation of their financial contributions;
 - d. make books and records available for audit at the discretion of the Ministry of Parish Administration, the Parish Ministry Council, or the Congregational Assembly. Such books shall be the property of the congregation;
 - e. order or otherwise prepare such offering or contribution envelopes as to allow proper identification of contributions;
 - f. advise the treasurer and Minister of Parish Administration as to the level of contributions for budget purposes;
 - g. be a member of the Ministry of Parish Administration, and shall report to the Parish Ministry Council through the Minister of Parish Administration. The financial secretary may be requested to present a report at a meeting of the Voters Assembly.

G. Deacons

Deacons shall be elected by the congregation and serve under the guidance of the Pastor(s). They will be recognized as having special talents and interests in assisting to meet the needs and objectives of all caring ministries.

1. **Qualifications:** Candidates for Deacon shall be voting members with recognized gifts and interests in helping Christians grow in Grace and better live their Christian lives.
2. **Term:** The term of office shall be two years, with half of the Deacons being elected each year. Deacons may hold an unlimited number of consecutive terms.
3. Deacons shall elect a head deacon from their midst who shall become the Lay Minister of Mutual care; other deacons will function as members of this ministry, retaining the title "Deacon" and addressing the specific ministries of New Member Assimilation; Eucharistic Service; Hospital and Shut-in Visitation; Grief Support; Compassion Care; and Inactive Member Outreach. Deacon(s) in the area of prospective care may function in the Ministry of Outreach
4. **Duties:** Deacons shall:
 - a. Support and assist Congregational Members and friends in their Christian faith and life, through various ministries, by personal contact, and by prayer;
 - b. When serving in an area covered by a Parish Ministry Council Lay Minister, the Deacon and Lay Minister will coordinate the Deacon's involvement;
 - c. Meet regularly with the Pastor(s) for study and prayer and to identify and plan for ways to enhance the mutual care of members. Continued training in servant ministry will be an important aspect of these meetings;
 - d. Elect from their midst a coordinator, who shall facilitate their meetings in the absence of the Pastor(s);
 - e. Organize, coordinate and encourage ministry and prayer by the congregation for members with particular needs, including welcoming visitors, new member assimilation, hospital visitation, care for shut-ins and those with chronic illness, support for the grieving, and support and encouragement for inactive members.

H. Pastor Support Counselors

1. From the parish membership, the Pastor(s) may nominate 3 to 5 individuals identified as faithful leaders of the congregation, with experience, expertise, and other such attributes that lend themselves to function in support of the Pastor(s) and by inference the whole congregation as advisors, consultants, and counselors. Such nominations shall be approved by the Parish Ministry Council and the voters at the next Congregational Assembly.
2. Pastor support counselor's term of office shall be unlimited, but may be terminated by the Pastor(s) with approval of the Parish Ministry Council, by the Parish Ministry Council, or by voluntary termination.
3. **Duties:** The Pastor Support Counselors shall function in support of the Pastor(s) as requested or indicated:

- a. they shall meet with the Pastor(s) on a more or less regular basis;
 - b. provide regular supervision, counsel, and encouragement to the Pastor(s);
 - c. actively seek input and feedback from a wide range of parish members, to better represent the needs and concerns of the parish in discussion with the Pastor(s);
 - d. mediate issues between Pastor(s), parish members, and/or other staff, seeking resolution;
 - e. confer periodically with the Congregational President regarding Pastor-Parish relationships and overall health of the congregation.
4. Confidentiality must be maintained whenever and wherever indicated.
 5. Pastor support counselors may hold another elected office.

ARTICLE V: CORPORATE OFFICERS

The President, upon authorization of the Parish Ministry Council, is empowered to execute any and all legal proceedings on behalf of Grace Evangelical Lutheran Church, or appear at any legal proceeding on behalf of the Church. Any legal document shall be signed by the President and attested to by the secretary (or treasurer if the secretary is unavailable). If the President is unavailable when needed to perform these functions, the Minister of Parish Administration shall perform them.

ARTICLE VI: THE PARISH MINISTRY COUNCIL

The Parish Ministry Council shall consist of the president, president-elect, secretary, treasurer, and the ministers of parish administration, properties and facilities, Christian education, mutual care, outreach, fellowship, stewardship, and worship. The Pastor(s) shall serve *ex officio*.

The Director of Miss Mollie's School of Grace shall serve, *ex officio*, as a member of the Parish Council for the purpose of discussing any matter pertaining to Miss Mollie's School of Grace. At the Director's request, another member of the Preschool Advisory Board, who is also a member of GELC, may serve as a proxy member of the council for the same above-described purpose.

The Parish Ministry Council shall meet at least every other month (or as necessary) throughout the year. All meetings shall be open to all members of the congregation. The time and location of all meetings shall be announced at a regularly-scheduled public service at least 48 hours in advance or in the regular publications of the parish. The President shall call meetings of the Council as necessary, or at the request of three or more members of the Council.

A quorum shall consist of 55 percent of the Parish Ministry Council members. Decisions shall be by majority vote. Roberts Rules of Order shall ordinarily be applied as necessary.

In the event that a Lay Minister is unable to attend, he or she may appoint another person from that Ministry to substitute, having both voice and vote.

A. Functions

1. Coordinate activities of the various ministries to facilitate carrying out the mission of the parish.
2. Decide operating matters delegated by the Congregational Assembly, or designated in the Constitution and By-laws.
3. Establish parish goals annually and long term, and designate responsibilities.
4. Approve appointments for all ministries, committees, etc., as presented by the president or the various lay ministers.
5. Authorize expenditures of (a) amounts quoted in the annual budget, to include 20 percent overage; and (b) amounts up to 5 percent of the annual budget.
6. Review parish performance against mission and goals, and prepare recommendations for policies, priorities, and programs that will improve the parish ministry.
7. Review plans and programs of the ministries and provide assistance and guidance.
8. Appoint an annual auditing committee to review the financial records and report their findings.
9. Review a summary of pastoral activities at least annually and provide assistance and guidance as necessary.
10. Decide and govern all matters delegated by the Congregational Assembly relating to Congregational assets, missions, operations and activities, including but not limited to: Miss Mollie's School of Grace, the Grace House and such other assets, missions, operations or activities established by the Congregation. The Council further delegates to the Board of Advisors and the Director of Miss Mollie's School of Grace: the operation of the School and funds specifically designated for, donated to, or earned by Miss Mollie's School of Grace.

Decisions of the Parish Ministry Council may be appealed to the Congregational Assembly for review and action. Ultimate power to decide matters of significance lies with the Congregational Assembly.

ARTICLE VII: MINISTRIES

The purposes of the congregation shall be fostered through programs and activities of various ministries, which shall provide for the ongoing management of such, and shall provide for continuous planning and evaluation.

Other committees, task forces, etc., may be formed under the auspices of and by direction of the Congregational Assembly, Parish Ministry Council, or individual ministries. These will generally be deemed to be of a temporary nature.

These ministries shall meet at least every other month.

A. Ministry of Parish Administration

1. Purpose: To provide efficient and effective management of personnel and human resources, finances, office systems, and other resources to facilitate the expression of the parish mission.
2. This ministry shall be coordinated by a lay minister who is elected from the membership of the Congregational Assembly for a term of two years (beginning in odd-numbered years). The lay minister shall be a member of the Parish Ministry Council.
3. General Responsibilities:
 - a. Plan and coordinate programs to meet short-term and long-term financial needs of the congregation. Coordinate annual budget preparation and administration.
 - b. Coordinate and organize the necessary interaction and planning of the various committees for focused effort toward effective parish administration.
 - c. Coordinate administrative matters among the Parish Ministry Council, various ministries, committees, and congregation members.
 - d. Appoint a Stewardship Committee to promote Christian stewardship of the Lord's gifts of time, talents and treasures, and to coordinate the spiritual gifts program.
 - e. The lay minister will oversee payroll, contracts, workers benefits, and salary matters for employees of the congregation. This lay minister will assure performance reviews are conducted regularly by appropriate ministries or committees.
 - f. Develop and provide (or arrange for) lay leadership training designed to strengthen the capabilities of all persons involved in parish administration activities.
 - g. Provide a conduit for communication within the parish and community about parish activities, in conjunction with other ministries.
 - h. Oversee the office systems and equipment, i.e. copiers, computers and networks, telephone system, etc., advising the Parish Ministry Council when changes or improvements may be desirable and/or necessary.
 - i. Assure that appropriate insurance policies, including workmen's compensation insurance, liability insurance, property and casualty insurance (in consultation with the property and facilities minister) are obtained and in force.
 - j. Evaluate parish administration strengths and weaknesses, and provide recommendations and support where needed.
 - k. Further guidelines and responsibilities to be determined by the Parish Ministry Council.

B. Ministry of Properties and Facilities

1. Purpose: To provide for the maintenance of the physical properties and facilities of the Parish and oversee their use, and provide long term planning for capital improvements.
2. This ministry shall be coordinated by a lay minister elected from the members of the Congregational Assembly for a period of two years (beginning in odd-numbered years). The lay minister shall be a member of the Parish Ministry Council. The Parish Ministry Council shall assist the Lay Minister of Properties and Facilities in establishing a committee of two or three members of the congregation who will assist this lay minister with the duties and responsibilities pertaining to this ministry.
3. General responsibilities:
 - a. Oversee the care, maintenance, and management of church properties, grounds, buildings, and facilities, specifically including the electrical systems and lighting, HVAC, water and sewer, kitchen, and any other physical aspects with the possible exception of office equipment.
 - b. Coordinate long-range plans for properties, grounds, buildings, and facilities which will enable activities in support of the mission of the congregation.
 - c. Prepare budgetary recommendations for properties, grounds, and buildings, including utility expenditures, capital improvements, landscaping, etc.
 - d. Assume responsibility for janitorial services.
 - e. Oversee expenditures related to properties and facilities, and prepare and otherwise oversee contracts for construction and services related to properties and facilities.
 - f. Review property, casualty, and liability insurance coverage and coordinate with the minister for parish administration.
 - g. Prepare and maintain a property and facilities manual for guiding members in the use and maintenance of the properties and facilities.
 - h. Prepare contracts or otherwise oversee the use of the properties and buildings by groups within and without the membership.
 - i. Evaluate the properties, grounds and facilities for strengths and weaknesses, and provide recommendations for support and improvement where needed.
 - j. Further guidelines and responsibilities to be determined by the Parish Ministry Council.

C. Ministry of Worship

1. Purpose: To help fulfill the calling of individuals to share God's Word and to nurture Christian faith and life; and to provide opportunities for meaningful worship.
2. This ministry shall be coordinated by a lay minister elected from the membership of the Congregational assembly for a term of two years (beginning in even-numbered years). The lay minister shall be a member of the Parish Ministry Council.
3. General Responsibilities:
 - a. Identify and prioritize needs for the parish's worship life.
 - b. Plan and coordinate the worship life of the congregation by appointing and supervising committees to carry out the various functions and programs necessary for effective corporate worship and supportive of personal and family devotional life. The Altar Guild shall be under the direction of this ministry.
 - c. Develop and provide (or arrange for) lay leadership training designed to strengthen the capabilities of all persons involved in spiritual care and worship activities for carrying out the mission of the parish.
 - d. Provide a conduit for communication between the Parish Ministry Council and the members of this ministry and the members of the congregation.
 - e. Evaluate worship and spiritual program strengths and weaknesses, providing recommendations and support where needed.
 - f. Further guidelines and responsibilities to be determined by the Parish Ministry Council.

D. Ministry of Christian Education

1. Purpose: To provide and oversee opportunities and programs for Christian education and learning.
2. This ministry shall be coordinated by a lay minister elected from the members of the Congregational Assembly for a term of two years (beginning in odd numbered years). The lay minister shall be a member of the Parish Ministry Council.
3. General Responsibilities:
 - a. Identify and prioritize needs for Christian education for all ages.
 - b. Plan and coordinate educational programs and activities.
 - c. Determine need for, select, and appoint coordinators and members of committees considered necessary for carrying out the mission and goals of this ministry.
 - d. Develop and provide (or arrange for) training designed to strengthen the capabilities of all persons involved in Christian education.

- e. Provide a conduit for communication between the Parish Ministry Council and the members of this ministry and its respective committees.
- f. Evaluate effectiveness of Christian Education programs and provide recommendations and support where needed.
- g. Further guidelines and responsibilities to be determined by the Parish Ministry Council.

E. Ministry of Mutual Care and Deacons

1. Purpose: to foster and provide for interaction of groups, families, and individuals; and to provide Christian support for pastor(s), and parish members. Deacons should be recognized as having special talents and interests in assisting to meet the needs and objectives of all caring ministries and to help Christians grow in Grace and better live their Christian lives.
2. This ministry shall be coordinated by a lay minister who is selected from the midst of the Deacons. This lay minister shall be a member of the Parish Ministry Council.
3. Deacons shall be elected by the congregation and serve under the guidance of the Pastor(s). Candidates shall be voting members of the Congregational Assembly. Term of office shall be two years, with half of the Deacons being elected each year, with no limit on consecutive terms.
4. Duties and Responsibilities: Deacons shall:
 - a. Support and assist Parish Members and friends in their Christian faith and life through various ministries, by personal contact and by prayer;
 - b. meet regularly with the Pastor(s) for study and prayer, and to identify and plan for ways to enhance the mutual care of members. Continued training in servant ministry will be an important part aspect of these interactions;
 - c. elect from their midst a coordinator, who shall facilitate their meetings in the absence of the Pastor(s), and serve on the Parish Ministry Council as the Minister of Mutual care;
 - d. organize, coordinate, and encourage ministry and prayer by the parish for members with particular needs, including hospital visitation, care and visits for shut-ins and those with chronic illness, support for the grieving, and support and encouragement for inactive members;
 - e. provide training designed to enhance the motivation and improve capabilities of members and friends to provide quality mutual care and support;
 - f. evaluate the effectiveness of mutual care programs and make recommendations and provide support when and where needed;
 - g. with further guidelines and responsibilities to be determined by the Parish Ministry Council.

F. Ministry of Outreach

1. Purpose: To plan, promote, and execute an effective outreach program to bring the Gospel in word and deed to those outside our parish community, to the unchurched, and to others in need; to enlist all of God's people in the work of spreading the Gospel; and to deepen the faith and activity of parish members in this regard.
2. This ministry shall be coordinated by a lay minister elected from the members of the Congregational Assembly for a term of two years (beginning in odd-numbered years). The lay minister shall be a member of the Parish Ministry Council.
3. General responsibilities:
 - a. Identify and prioritize needs; promote and encourage activity in both evangelism and social ministry.
 - b. Promote and encourage evangelism and Christian outreach by both the congregation as a whole and the various committees and ministries of Grace Evangelical Lutheran Church and to encourage all to seek ways to reach out to the community and groups as individuals.
 - c. Plan and coordinate participation of Grace Lutheran Church in inter-Lutheran, inter-parish, and ecumenical programs (e.g., Inter-Lutheran Planning Forum, Lutheran Campus Ministry, Durham Congregations in Action, SED Circuit Forum, etc.). When representatives of Grace Lutheran Church are needed to serve on these various boards, this ministry, with the help of the president of the parish, shall identify qualified and interested persons who shall be appointed officially by the Parish Ministry Council.
 - d. Determine need for, select and appoint committees, task forces, etc., to aid in carrying out programs of social ministry and evangelism.
 - e. Recruit volunteers for the many opportunities for Christian outreach and service to human need in the community.
 - f. Coordinate the activities to greet new members, provide a welcoming atmosphere, visit new and prospective members, and organize new member assimilation.
 - g. Look for ways to publicize the activities of Grace Evangelical Lutheran Church and to find new or innovative ways to reach out to the community.
 - h. Evaluate the effectiveness of outreach programs, and make recommendations and support where needed.
 - i. Educate and encourage the parish regarding the need for individual evangelism, assisting the Pastor(s) and the others of the Parish Ministry Council to find such opportunities.
 - j. The Grace House shall be the overall responsibility of the Minister of Outreach, with the Minister of Property and Facilities as a regular consultant. The Outreach Minister shall be responsible for developing budget and authorizing expenditures, with limitations that may be imposed by the Parish Ministry Council.
 - k. Further guidelines and responsibilities will be determined by the Parish Ministry Council.

G. Ministry of Fellowship

1. Purpose: To plan, provide and oversee fellowship opportunities and programs for the parish and its members, their families, and the community.
2. This ministry shall be coordinated by a lay minister elected from the members of the Congregational Assembly for a term of two years (beginning in odd numbered years). The lay minister shall be a member of the Parish Ministry Council.
3. General Responsibilities:
 - a. Plan and coordinate programs to provide activities and opportunities for fellowship in the parish and community. These events are intended to strengthen the internal bonds of the congregation and also provide opportunities for inviting friends from the community to join in these activities.
 - b. Plan and coordinate programs to provide activities and opportunities which will strengthen the personal relationships and family life of those in the parish community.
 - c. Provide for committees, coordinators and members to carry out the identified duties of this ministry.
 - d. Coordinate and publicize fellowship activities of various groups.
 - e. Provide for committees, coordinators and members to carry out the identified duties of this ministry.
 - f. Further guidelines and responsibilities to be determined by the Parish Ministry Council.

H. Ministry of Stewardship

1. Purpose: to develop, plan, provide, and offer information regarding and to foster the stewardship of time, talents, and treasures of the Parish and its members.
2. The ministry shall be coordinated by a lay minister, elected from members of the Congregational Assembly, for a term of two years, beginning in odd numbered years. The lay minister shall be a member of the Parish Ministry Council.
3. General Responsibilities:
 - a. to develop , plan, provide, foster, and offer information regarding the stewardship of time, talents, and treasures by the parish;
 - b. recruit additional parish members to assist in the work of this ministry;
 - c. identify parish members with talents for providing service needs and desires of the parish;

- d. provide data and information regarding the financial gifts as received by the parish and related to the financial needs of the parish;
- e. evaluate the effectiveness of the stewardship programs of the parish;
- f. regularly report the status of the ministry and its programs to the Parish Ministry Council and the Congregational Assembly.
- g. Further guidelines and responsibilities to be determined by the Parish Ministry Council.

ARTICLE VIII: PRESCHOOL ADVISORY BOARD

Mission: To support the congregation’s ministry to young children as enacted through the preschool by providing an interface between the Director of Miss Mollie’s School of Grace and staff and an interface between the Director and the Parish Ministry Council/GLC congregation; assisting the director in staffing, budgetary, legal, and ethical decisions; providing encouragement and welcome to staff and parents of preschoolers.

A. Board membership:

1. Four members of Grace Lutheran Church with experience and interest in human resources, finance, counseling, education, health, or outreach, one of whom will be the Lay Minister of Education, shall be selected by the Parish Ministry Council, initially to serve two (three members) and three (one member) year terms.
2. Two parent representatives and one staff member representative selected by the director and approved by the PMC appointed board members shall be appointed for one year terms.
3. Senior Pastor or his designate will be ex-officio, non-voting member of the board.
4. The preschool director shall be a non-voting member of the Preschool Board.
5. Board chair will be chosen from among board members who are members of Grace Lutheran Church on a yearly basis.
6. Members may be reappointed for successive terms.

B. The specific responsibilities of this Preschool Advisory Board shall be:

1. Annually review the job description for the Director of the Preschool to assure it remains accurate.
2. If the position of Director becomes vacant: Advertise for applicants for the position, review said applications and make a recommendation to the PMC for hiring of the best-suited candidate.

3. Provide supervision of, and support for, the Director in his/her performing the responsibilities defined in the job description. This includes an annual written performance review submitted to the PMC no later than one month prior to the Fall Voters' Assembly in November. Complete the annual performance review of Director, using Director's staff and parent evaluations as tools to help evaluate performance. Apart from emergency circumstances, at no time shall any matter related to the Director's job performance be handled apart from prior review and recommendation from the Preschool Advisory Board.
4. Draft and/or review and approve all policy statements, job descriptions, significant expenditures as recommended by the Director.
5. Support the Director in hiring and supervision of all staff for the Preschool and assist Director in any matters beyond his/her specifically designated job duties.
6. Assist and advise Director regarding budgetary matters, hiring or termination of staff, staff salary parameters, resource allocation, development of additional programs, physical plant usage, plans for future expansion, and other administrative matters that may emerge.
7. Conduct regular (in even numbered years), review of the operating procedures and status for all aspects of the Preschool.
8. Prepare an annual written report of the status of the Preschool for the PMC and GLC Congregation to include fiscal circumstances, numbers of students in attendance and registered, concerns and issues relating to personnel and/or students, and recommendations for changes in staffing, student numbers, and budget.
9. The Director or a representative, chosen by the board from its members, shall attend Parish Council Meetings on a regular basis.
10. Generate, enhance, and encourage involvement and participation in preschool activities within the congregation.
11. Terms for members begin in August of each year and the Board will meet during the months of September, January, March and May to evaluate and discuss progress and current and future needs.
12. Decisions of the board, including recommendations to the Church Council, shall represent a simple majority of a quorum of the board members. A quorum shall be 5/7 of the board's members.

ARTICLE IX: SPECIAL FUNDS

- A.** Purpose: Special repositories, foundations, or accounts may be set aside or otherwise provided for by direction of the Congregational Assembly and/or the Parish Ministry Council for the receiving, accepting, and managing of special or directed gifts and bequests, especially those whose term may be of longer duration. All gifts to such funds shall flow through the Parish Ministry Council.
- B.** A Board of Trustees shall be appointed for managing such funds. The number of trustees shall be four (4), one of whom shall be appointed from the membership of the Parish Ministry Council, and the remaining three are to be appointed from the members of the Congregational Assembly by the Parish Ministry Council for staggered terms of three years.
- C.** The trustees shall manage such funds, including investment and disbursement, as intended by the giver and directed by the Parish Ministry Council. No investments shall be made in speculative issues. These funds are not to be used for regular operating expenses except in extreme emergencies.

ARTICLE X: AMENDMENTS

These By-laws may be amended provided that:

- A.** The proposed amendment shall be submitted in writing to all voting members at least one week before a regular or special meeting of the Congregational Assembly.
- B.** Two-thirds of the Congregational Assembly present and voting, vote in favor of the proposed amendment, assuming a quorum is present.

ARTICLE XI: AUTOMATIC REVIEW

These by-laws should be reviewed every seven years, under the direction and authority of the Parish Ministry Council, which shall report to the Congregational Assembly with a recommendation for action.

ARTICLE XII: ADOPTION

These By-laws revised and revisions accepted by vote of the Congregational Assembly on November 18, 2012.