

**CONSTITUTION COMMITTEE
PROPOSED AMENDMENTS**

CONSTITUTION AND BYLAWS OF ST. PETER'S EVANGELICAL LUTHERAN CHURCH
Lititz Pike and Delp Road, Lancaster, PA 17601

**Chapter 1.
NAME AND INCORPORATION**

C1.01. The name of this congregation shall be St. Peter's Evangelical Lutheran Church of Neffsville, Manheim Township, Lancaster County, Pennsylvania.

**Chapter 11.
OFFICERS**

- C11.01.** The officers of this congregation shall be a president, vice president, secretary, and treasurer.
- a. Duties of the officers shall be specified in the bylaws.
 - b. The officers shall be voting members of the congregation.
 - c. ~~Officers of this congregation~~The president, vice-president and secretary shall serve similar offices of the Congregation Council and shall be voting members of the Congregation Council.
 - d. ~~If the Congregation Council elects its officers, the president, vice president, and secretary shall be selected from the elected membership of the Congregation Council. [If the treasurer is not selected from the elected membership of the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council.]~~

Commented [LM1]: The Treasurer is an officer but does not have to serve on Congregation Council.

Commented [LM2]: Since the Congregation selects the officers, this provision is moot.

C11.01.01. *The congregation shall be organized with the following officers and their respective duties:*

- a. *President – The President shall preside at all meetings of the Congregation Council ~~and the Executive Committee~~. The president shall appoint all standing and special committees of the Congregation Council, including chairman of each except for committees, which are specially provided for in the constitution and bylaws. The president serves as ex-officio member of all committees. The president shall assure that this Congregation and Congregation Council function in accordance with the constitution, bylaws, and continuing resolutions of the congregation. The president shall report on the state of this congregation at the annual Congregation Meeting.*
- c. *Treasurer -- The treasurer shall adopt a method of accounting to be approved by the Congregation Council, and with the counsel of the Financial Secretary and Finance Committee Chairman, institute and oversee the management of all congregational accounting, cash management, and financial reporting procedures, excluding those of the committees and entities that may be required by the Congregation Council to manage and report their activities in a similar manner directly to the Congregation Council. The treasurer shall prepare and present a financial report for the Congregation Council monthly in a form and content approved by the Council. The term of office shall be one year with a limit of four consecutive terms or until a successor can be found. Additional terms of office are permitted after 2 years of absence.*

Commented [LM3]: There is no Executive Committee so this reference was deleted.

Commented [LM4]: A change in the term of office for Treasurer was deemed necessary to make the position more manageable and to encourage more people to take on this role.

There may also be elected by the council the following positions:

a. Assistant Secretary -- An assistant secretary may be appointed by the Congregation Council, to perform duties assigned by the secretary. The assistant secretary shall be a congregation member or anyone currently employed by the congregation. The term of office shall be one year with no limit on the number of consecutive terms that may be served.

b. Assistant Treasurer -- An assistant treasurer may be elected by the Congregation Council, to perform duties assigned by the treasurer. The assistant treasurer need not be a member of the Congregation Council. The term of office shall be one year with no limit on the number of consecutive terms that may be served.

c. Financial Secretary -- A financial secretary may be elected by the Congregation Council to receive and keep record of all income from contributing members and other sources. The financial secretary need not be a member of the Congregation Council. The term of office shall be one year with no limit on the number of consecutive terms that may be served.

d. Assistant Financial Secretary -- One or more assistant financial secretaries may be elected by the Congregation Council, to perform duties assigned by the financial secretary. The assistant financial secretaries need not be members of the Congregation Council. The term of office shall be one year with no limit on the number of consecutive terms that may be served.

C11.03. No officer shall hold more than one office at a time. The president, vice president, [treasurer](#) and secretary shall serve no more than two consecutive terms in the same office.

Chapter 12. CONGREGATION COUNCIL

C12.01. The voting membership of the Congregation Council shall consist of the called rostered ministers of the congregation, the [President](#), [Vice-President](#), [Secretary](#), and not more than six other members of the congregation. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation b) is absent from four successive regular meetings of the Congregation Council without cause, or c) resigns Council membership. Consistent with the laws of the commonwealth in which this congregation is incorporated, the congregation may adopt procedures for the removal of a member of the Congregation Council in other [circumstances](#).

Commented [LM5]: The Treasurer does not have to sit on Congregation Council.

C12.04. The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:

- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
- c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.

- d. To maintain supportive relationships with the called rostered minister(s) of the congregation and staff and help them annually to evaluate the fulfillment of their calling or employment.
- e. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g. To arrange for pastoral service during the sickness or absence of the pastor(s).
- h. To emphasize partnership with the synod and churchwide units of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
- i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
- j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- k. Anything else delegated to the Council by the Congregation.

C12.04.01. *The Congregation Council, derives its powers from the Congregation, the Constitution and the ByLaws. .*

C12.05. The Congregation Council shall be responsible for the financial and property matters of this congregation.

- a. The Congregation Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the Commonwealth of Pennsylvania, except as otherwise provided herein.
- b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
- c. The Congregation Council may enter into contracts for items not included in the approved budget in a cumulative amount not to exceed 2% of the approved budget.
- d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations of more than 2% in excess of the anticipated receipts only after approval by a Congregation Meeting. The budget shall include this congregation's full-indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
- ~~d.e.~~ The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer. The Congregation Council will ensure that the financial activities of all congregational entities are examined and reported upon annually. Congregation Council shall authorize the engagement of an independent, certified public accountant to examine and report upon all of the financial records of the congregation (excluding the financial records of those entities otherwise required by council to report their financial activities separately.) Financial Statements shall be compiled by an independent accountant annually and subject to such additional testing as the Finance Committee deems appropriate. All reports shall be authorized and received on a timely basis and contain a reconciliation of cash and fund flows, statements of financial assets and liabilities and income and expense, and be made available to the congregation upon request, at its annual meeting. At its discretion, the Congregation Council may authorize other examinations and tests of church financial records and procedures by non-council, congregation members or by a qualified, independent accounting firm. Upon request any member of the Congregation will be given access to approved reports.
- e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.

f. The Congregation Council shall be responsible for this congregation's finances and its total insurance program.

Commented [LM6]: These sections were re-written to more accurately reflect Council's duties in regards to the finances and to add accountability, including the requirement that an independent certified public accountant examine and report on the financial records of this Congregation annually.

C12.10 The Congregation Council shall have oversight to all matters concerning St. Peter's Preschool and its policies.

C12.11 The Congregation Council shall govern the interrelationships with other autonomous organizations utilizing the church facilities.

C12.12. The Congregation Council shall normally meet once a month. Special meetings may be called by one of the called rostered minister(s) of the congregation or the president, and shall be called by the president at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.

C12.13. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the called rostered minister(s) of the congregation or interim pastor, except when the called rostered minister(s) of the congregation or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the called rostered minister(s) of the congregation or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.

C12.14. The Congregation Council and its committees may hold meetings by remote communication, including electronically and by telephone conference, and, to the extent permitted by state law, notice of all meetings may be provided electronically.

Chapter 13. CONGREGATION COMMITTEES

~~C13.01. The President, Vice President, Treasurer, and Secretary of this congregation and the Senior Pastor shall~~

Commented [LM7]: As was stated above, there is no Executive Committee.

C13.02. A Nominating Committee of six voting members of this congregation, at least one of whom shall be an outgoing member of the Congregation Council, shall be elected at the annual meeting for a term of one year. Members of the Nominating Committee are not eligible for more than two consecutive terms. One of the Pastors will be a standing member of this committee.

~~C13.03. and reported upon annually. Church Council shall authorize the engagement of an independent, certified public accountant to examine and report upon all of the financial records of the congregation (excluding the financial records of those entities otherwise required by council to report their financial activities separately). Engagement reports are to be prepared on a three year cycle, consisting of a report of examination prepared on a Compilation Basis for years one and two, followed by the third year report, prepared on a Review Basis. All reports shall be authorized and received on a timely basis and contain a reconciliation of cash and fund flows, statements of financial assets and liabilities and income and expense, and be made available to the congregation upon request, at its annual meeting. At its discretion, the Church Council may authorize other examinations and tests of church financial records and~~

Commented [LM8]: This section was merged with Chapter 12.05, pertaining to the financial responsibilities of Church Council.

C13.04. A Mutual Ministry Committee shall be appointed jointly by the president and the called rostered minister(s) of the congregation.

C13.05. When a pastoral vacancy occurs, a Call Committee of six voting members shall be elected by the Congregation Council. Term of office will terminate upon installation of the newly called pastor.

C13.06. Other committees of this congregation may be formed, as the need arises, by decision of the Congregation Council.

C13.06.01. The congregation shall be organized with the following committees:

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| <u>Cemetery</u> | <u>Children's Ministries</u> |
| <u>Communications</u> | <u>Endowment</u> |
| <u>Evangelism</u> | <u>Fellowship</u> |
| <u>Finance & Budget</u> | <u>Global Social Ministry</u> |
| <u>Human Resources</u> | <u>Local Social Ministry</u> |
| <u>Long Range Planning</u> | <u>Membership</u> |
| <u>Preschool</u> | <u>Parish Life</u> |
| <u>Pastoral Care</u> | <u>Property</u> |
| <u>Stewardship</u> | <u>Tanzanian Mission (TMC)</u> |
| <u>Youth & Family Ministries</u> | <u>Worship</u> |
| <u>Archives</u> | <u>Intern</u> |
| | <u>Risk Management</u> |

Commented [LM9]: Updated committee list

C13.07. Duties of committees of this congregation shall be specified in the continuing resolutions.

C13.08. The Senior Pastor of this congregation or their designated rostered ministers shall be ex officio a member of all committees and boards of the congregation. The president of this congregation shall be ex officio a member of all committees and boards of the congregation, except the Nominating Committee.

Commented [LM10]: Provides flexibility to the Senior Pastor in regard to the responsibility of attending committee meetings.

Chapter 19. INDEMNIFICATION

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

Bylaw Sections B19.01.01-B19.01.12 deleted in their entirety.

Commented [LM11]: The Constitution Committee believed that these sections were unnecessary because they restated State Law or provisions otherwise set forth in our own liability insurance policy.