

The
**Holy Cross Evangelical
Lutheran Church**
Fort Wayne, IN
CONSTITUTION
and
BY-LAWS

as adopted by

The Voters' Assembly

May 15, 2007

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Preamble

In response to the love of God the Father in Christ Jesus and empowered by the Holy Spirit, each member of this Congregation does the work of the church. The vocation of every Christian is service. A believer serves the Lord by serving brothers and sisters in Christ and by serving a world of neighbors. Each member, as a new creature in Christ, is endowed with the Fruit of the Spirit. The Lord also gives to each member natural talents¹ and Gifts of the Spirit^{viii} as He sees fit for our specific time and place. Further, our Lord promises that, as a group, this Congregation possesses all the natural talents¹ and Gifts of the Spirit^{viii} necessary to fulfill its mission.

The Word of God requires that a Congregation conform to the Divine Word in doctrine and practice, and that all things be done in a fitting and orderly way. We the members of this Congregation accept and subscribe to the Articles of Amendment of the Articles of Incorporation, to this Constitution, and to these By-laws. All spiritual and material² affairs of this Congregation are governed by them.

The Constitution rarely will require amendment. The By-laws can be more easily amended by the Congregation. The Constitution and By-laws together organize this Congregation to use its many natural talents¹ and Gifts of the Spirit^{viii} to better serve our Lord and Savior, Jesus.

The Constitution

Article 1.0 Name

The name of this Congregation shall be Holy Cross Evangelical Lutheran Church of Fort Wayne, Indiana, Inc.

Article 2.0 Purpose

The purpose of this Congregation shall be to:

- A. Give honor and glory to God,
- B. Carry out His will,
- C. Assist in preaching the Gospel of Jesus Christ to all the world,
- D. Manifest the unity of our faith in Jesus Christ as God and Savior,
- E. Foster Christian fellowship and love,
- F. Extend a helping hand in human need, and
- G. Achieve our purpose by:
 - 1.) The preaching of the Word of God,
 - 2.) The administration of the Sacraments, and
 - 3.) The religious instruction of all its members according to the confessional standard of the Evangelical Lutheran Church.

¹ Under the order of creation, each person is created with **natural talents** which this world identifies through "skill inventories." Different people have differing natural talents.

² The word "**material**" in this Constitution includes what theologians call "temporal."

Article 3.0 Confessional Standard

This Congregation as a body and all its individual members accept without reservation:

- A. The Scriptures of the Old and New Testaments as the inspired, inerrant, written Word of God and as the only rule and norm of faith and practice.
- B. All the Symbolical books of the Evangelical Lutheran Church as a true and unadulterated statement and exposition of the Word of God, including:
 - 1.) The three Ecumenical Creeds (the Apostles' Creed, the Nicene Creed, the Athanasian Creed);
 - 2.) The Unaltered Augsburg Confession;
 - 3.) The Apology of the Augsburg Confession;
 - 4.) The Smalcald Articles;
 - 5.) The Large Catechism of Luther;
 - 6.) The Small Catechism of Luther; and
 - 7.) The Formula of Concord.

Article 4.0 Doctrinal Literature

Hymns, prayers, liturgies, books, and audio/visual materials shall be used in a manner that conforms to the confessional standard in **Article 3** in:

- A. Worship services of this Congregation,
- B. All ministerial acts,
- C. All instruction in Christian doctrine, and
- D. All classes in Holy Cross Lutheran School.

Article 5.0 Membership

5.1 Types of Membership

The membership of this Congregation includes the following:

5.1.1 Baptized

Baptized members are all who:

- A. Have been baptized in the Name of the Triune God;
- B. Are under the spiritual care of the Pastors, including children who have not confirmed their baptismal vows; and
- C. Are listed in the permanent records of this congregation.

5.1.2 Communicant

Communicant members are Baptized members who:

- A. Have completed in a satisfactory manner a course of study on the Lord's Supper as presented in the Small Catechism of Luther, and
- B. Are not members of organizations whose principles and conduct conflict with the Word of God.

5.1.3 Confirmed

Confirmed members are Communicant members who:

- A. Have confirmed their baptismal vows and the faith of the Evangelical Lutheran Church,
- B. Accept the confessional standard of **Article 3** of this Constitution,
- C. Are familiar with all the contents of the Small Catechism of Luther, and
- D. Are not members of organizations whose principles and conduct conflict with the Word of God.

5.1.4 Voting

Voting members are Confirmed members.³

5.2 Reception into Membership

5.2.1 Baptized

Baptized members are received, with the approval of one of the Pastors and the Board of Elders, through:

- A. The Sacrament of Holy Baptism,
- B. Transfer of Baptized members from a Lutheran congregation, or
- C. In the case of children who have been baptized in the Name of the Triune God, the consent of one or both parents.⁴

5.2.2 Communicant

Communicant members are received, with the approval of one of the Pastors and the Board of Elders, through:

- A. Satisfactory completion of a course of study of the Lord's Supper as presented in the Small Catechism of Luther, or
- B. Transfer of Communicant membership from a Lutheran congregation.

5.2.3 Confirmed

Confirmed members are received with the approval of one of the Pastors and the Board of Elders, through:

- A. Satisfactory completion of a course of study based on the Small Catechism of Luther,
- B. The rite of Confirmation,
- C. Transfer of Confirmed membership from a Lutheran congregation,
- D. Profession of faith, or
- E. Reaffirmation of faith.

5.3 Responsibilities of membership

Each member of this Congregation shall strive to conform his or her entire life to the rule of God's Word, and, to that end, shall:

- A. Make diligent use of the means of grace through:
 - 1.) Faithful and regular attendance at divine worship services,
 - 2.) Frequent participation in the Lord's Supper, and
 - 3.) Daily renewal of baptismal vows;
- B. Exercise faithful stewardship of God's many gifts and talents by regular:

- 1.) Bible study,
 - 2.) Prayer,
 - 3.) Investment of time and talent in God's kingdom,
 - 4.) Contribution of money in proportion to God's blessing, and
 - 5.) Participation when able in meetings of the Voters' Assembly;
- C. Be readily available for service in the kingdom of Christ within and beyond the Congregation; and
- D. Impart and accept fraternal admonition as the need of such admonition becomes apparent.

5.4 Termination of membership

5.4.1 Types of Termination

Membership shall be terminated by:

A. Death

B. Transfer

A member desiring a transfer to a Lutheran congregation shall request a transfer from one of the Pastors and the transfer shall be granted upon the approval of the Board of Elders *and the pastor designated by the Board of Elders*.

C. Joining another church

A member who joins a church that is not a Lutheran congregation shall be considered to have terminated membership in this Congregation. The Board of Elders *and the pastor designated by the Board of Elders* shall notify the person of his or her release from membership.

D. Non-residency

A member who:

1.) Leaves the Fort Wayne area, and

2.) Does not strive to fulfill his or her *responsibilities as set forth above in Article 5.3* without valid excuse, and

3.) Shall be removed from membership by action and process as determined by the Board of Elders *and the pastor designated by the Board of Elders*.

E. Self-exclusion and Excommunication:

1.) A member who gives one of the Pastors an oral or written request for removal from membership in this Congregation shall be terminated by self-exclusion.

2.) When a member does not participate in the life of the Congregation *as described in Article 5.3: (1) The Board of Elders* shall determine a member's continuing status as set forth by the policies and procedures of the Board of Elders.

³ *As amended October 21, 2003.*

⁴ The word "parent" includes legal guardian.

(2) The Board of Elders shall attempt to contact the member and determine that member's continuing status as set forth by the policies and procedures of the Board of Elders. (3) Failure to meet the responsibilities of membership may subject the member to a termination process as set forth by the Board of Elders.

- 3.) A member who conducts himself or herself in an un-Christian manner shall be admonished according to **Matthew 18:15-20**. If he or she remains impenitent after proper admonition, he or she shall be excommunicated. Each case shall be presented individually to the Voters' Assembly for a decision. If such a member deliberately absents himself or herself from the meeting(s) at which his or her case is to be discussed, he or she shall be regarded as being self-excluded from membership in this Congregation.

5.4.2 Forfeiture of rights

Any termination of membership implies a forfeiture of all rights of a member of this Congregation and of all claims on the property of this Congregation.

Article 6.0 Pastors, Ministers, Principal and Teachers⁵

6.1 Qualifications

The office of Pastor, Minister, Principal or Called Teacher⁵ shall be conferred only on a candidate⁶ who:

- A. Professes and adheres to the confessional standard set forth in **Article 3** of this Constitution,
- B. Is qualified for the work, and
- C. Is a member of, and has been formally endorsed by, the Lutheran Church—Missouri Synod.⁷

A candidate⁶ for the office of Pastor must be male.

⁵ The Lutheran Church-Missouri Synod uses two titles for its professional workers. In general, "*Minister of Religion-Ordained*" is used for a pastor, and "*Minister of Religion-Commissioned*" is used for all other people who are Synodically trained for professional church work. A pastor is eligible to receive a divine Call. All *Ministers of Religion* are eligible to receive a solemn Call. People who are trained as professionals, but who lack a Synodical endorsement, are properly called "*Lay Teachers*" and are not eligible for a Call. To avoid confusion, this document uses the more traditional terms "*Pastor*," "*Minister of (specialty)*," and "*Teacher*."

⁶ The word "**candidate**" here means a Pastor, Minister, Principal or Called Teacher who is in office as well as a qualified person who has never held office.

⁷ References to the Lutheran Church—Missouri Synod include any successor.

6.2 Removal and Resignation

6.2.1 Removal of a Pastor, Minister, Principal or Called Teacher

A Pastor, Minister, Principal or Called Teacher with tenure may be removed from office in a Christian manner and in lawful order by the Voters' Assembly with a two-thirds majority vote for one of the following reasons:

- A. Persistent adherence to false doctrine,
- B. Scandalous life, or
- C. Willful neglect, or
- D. Inability to perform duties of office.

6.2.2 Resignation of a Pastor, Minister, Principal or Called Teacher

The Congregation may request the resignation of a Pastor, Minister, Principal or Called Teacher from his or her position in the Congregation in the case of prolonged incapacity or general incompetence.

6.2.3 Allegations of a Pastor's or Minister's Incapacity or Incompetence

Allegations of incapacity or incompetence on the part of a Pastor or Minister shall be investigated by the Board of Elders.

6.2.4 Allegations of a Principal's or Called Teacher's Incapacity or Incompetence

Allegations of incapacity or incompetence on the part of the Principal or a Called Teacher shall be investigated by the Board of Parish School Education.

6.2.5 Reporting Results of any Investigation

A summary of the results of any investigation shall be reported to the Voters' Assembly which shall request the resignation only upon a two-thirds majority vote.

Article 7.0 Authority in the Congregation

7.1 Jesus Christ as Lord

As part of the visible Christian Church on earth, this Congregation operates with Jesus Christ as Lord.^{xii}

7.2 Voters' Assembly

The Voters' Assembly shall be the governing body of this Congregation and shall be empowered to administer and manage all its affairs only on the basis of the Word of God.

- A. The establishment and conduct of all organizations and societies within this Congregation or related directly to it shall be subject to the approval and supervision of the Voters' Assembly.
- B. All matters, except those of doctrine and conscience, shall be decided by majority vote of the Voters' Assembly unless otherwise specified

by this Constitution and By-laws. Matters of doctrine and conscience shall be decided by the Word of God.

- C. The right of calling Pastors, Ministers and the Principal shall be vested in the Voters' Assembly and shall not be delegated otherwise. The right of calling Teachers shall be vested in the Board of Parish School Education and shall not be delegated otherwise, except that the granting of tenure shall be vested only in the Voters' Assembly. The By-laws shall provide for appointment of interim Pastors, Principal and Teachers.

Article 8.0 Officers, Board of Trustees and Committees

8.1 Officers of the Congregation

The Officers of the Congregation shall be:

- A. President,
- B. President-elect,
- C. Secretary, and
- D. Treasurer

8.2 Composition, terms, responsibilities and authority

The composition, terms, responsibilities and authority of the Board of Trustees, Boards and Committees of this Congregation shall be specified in the By-laws.

Article 9.0 Synodical Membership

This congregation shall be a member of The Lutheran Church—Missouri Synod⁸ and shall exercise all rights associated with membership as long as the Synod conforms to the Congregation's confessional standard set forth in **Article 3** of this Constitution. Conformity to confessional standard shall be determined, if challenged, by a two-thirds majority vote of the Voters' Assembly at a meeting called for that purpose.

Article 10.0 Division

10.1 Division on account of doctrine

If, at any time, a division should take place on account of doctrine, the property of this Congregation shall remain with those Confirmed members who continue to adhere in confession and practice to **Article 3** of this Constitution, as determined by the adjudication procedures of the Synod.

10.2 Division for any other reason

If division takes place for any other reason, the property shall remain with the majority of the Confirmed members who continue to adhere in confession and practice to **Article 3** of this Constitution, as determined by the adjudication procedures of the Synod.

10.3 Dissolution

In the event this Congregation should dissolve, the property shall be transferred to that District of the Lutheran Church—Missouri Synod⁸ in which the Congregation held membership at the time of dissolution.

Article 11.0 Meetings

Regular and special meetings of the Voters' Assembly shall be announced and held as determined in the By-laws.

Article 12.0 Amendments

12.1 Amendments to most of the Constitution

Amendments to provisions of this Constitution, except for Articles 3.0, 4.0, 9.0, 10.0, and 12.0, may be adopted at a meeting of the Voters' Assembly if:

- A. The proposed amendment has been submitted in writing at a previous meeting of the Voters' Assembly and has been published by mail⁸ prior to the meeting at which action will be taken on the proposed amendment; and
- B. An affirmative vote of two-thirds majority of the Voters present is secured.

12.2 Amendments to Articles 3.0, 4.0, 9.0, 10.0 and 12.0

Notice of a proposal to amend **Articles 3.0, 4.0, 9.0, 10.0 or 12.0**, and discussion of the proposal, shall be presented at two regular meetings of the Voters' Assembly before the meeting at which the proposed amendment is to receive action. Appropriate notice of the fact that a vote will be taken shall be given to all Voting members. Any changes in these Articles shall not destroy their essential meaning. Whether or not the essential meaning of an Article has been destroyed shall be decided, if challenged, by the Commission on Adjudication of the District of the Lutheran Church—Missouri Synod⁸ in which the Congregation holds membership at the time of the proposal. An affirmative vote of two-thirds majority of the Voters present is required to amend any of these Articles.

Article 13.0 Availability

A current copy of this Constitution with all amendments shall be maintained in the church office. A request from any Voting member for a current copy of this Constitution shall be satisfied within thirty (30) days.

⁸ **Mail** in this instance includes delivery systems within the Congregation as well as the United States Postal Service.

Appendix A End Notes

- I. The **work of the church** is to:
 - A. Feed, dress, nurse, and visit the needy—Matthew 25:35-36;
 - B. Commune—Matthew 26:26-27; Mark 14:22-23; Luke 22:17-20; and 1 Corinthians 11:24-25;
 - C. Make disciples—Matthew 28:19;
 - D. Baptize—Matthew 28:19;
 - E. Teach—Matthew 28:20 and 1 Timothy 5:17;
 - F. Believe in Christ—John 6:29;
 - G. Remain in Christ—John 15:4;
 - H. Bring people to faith—1 Corinthians 9:1-2 and 1 Corinthians 16:9;
 - I. Supply the needs of God's people—2 Corinthians 9:12;
 - J. Proclaim—2 Corinthians 10:16 and 1 Timothy 5:17;
 - K. Grow, build up, and encourage—Ephesians 4:16 and 1 Thessalonians 5:11;
 - L. Share—Ephesians 4:28;
 - M. Bear fruit in every good work—Colossians 1:10 and 2 Timothy 2:21;
 - N. Grow in knowledge of God—Colossians 1:10;
 - O. Give thanks—Colossians 1:12;
 - P. Live in peace—1 Thessalonians 5:13;
 - Q. Evangelize—2 Timothy 4:5;
 - R. Obey and submit to authority—Hebrews 6:10; and
 - S. Live in reverent fear—Hebrews 6:10 and 1 Peter 1:17 (Preface)

- II. The **Christian vocation** is described in:
Matthew 20:26, Mark 8:34, Mark 9:35, Mark 10:43, Romans 1:5-7, Romans 8:28, Romans 11:28-29, 1 Corinthians 1:2, 1 Corinthians 7:15, Colossians 3:15, 1 Thessalonians 4:7, 2 Timothy 1:9, 1 Peter 1:15-16, and Revelation 17:14. (Preface)

- III. **Christian Service** is discussed in:
Romans 12:3-8, 2 Corinthians 9:12-13 and 1 Peter 4:10. (Preface)

- IV. **Serving brothers and sisters in Christ** is discussed in 1 Corinthians 16:15 and Hebrews 6:10. (Preface)
Neighbor is defined in Matthew 25:35-36 and Luke 10:25-37. (Preface; By-law 4.2.2)

- V. Status as **new creatures in Christ** is presented in:
2 Corinthians 5:17, Galatians 6:15, Colossians 3:10, and 1 Peter 1:3. (Preface)

- VI. **Fruit of the Spirit** includes:
Faithfulness, gentleness, goodness, hope, joy, kindness, love, patience, peace, righteousness, self-control, and truth. See: 1 Corinthians 13,

Galatians 5:22-23, Ephesians 5:9, Philippians 1:11, and Hebrews 11.
(Preface, 4.2.2)

VII. Gifts of the Spirit include:

Abstinence, administration, apostle, voluntary celibacy, discernment, encouraging, evangelism, exhorting, exorcism, faith, generosity, governing, healing, helping, hospitality, intercession, knowledge, leading, martyrdom, mercy, miracles, missionary, pastoring, preaching, prophecy, serving, spirit of self-discipline, spirit of love, spirit of power, teaching (tongues and interpretation of tongues), voluntary poverty, and wisdom. See: Romans 12:6-8, 1 Corinthians 7:1-9, 1 Corinthians 12:7-12, 1 Corinthians 12:23-31, 1 Corinthians 13:1-3, 1 Corinthians 14:1-25, Ephesians 3:7, Ephesians 4:11, 1 Timothy 4:13-14, 2 Timothy 1:6-7, and 1 Peter 4:9.

That Christians have differing Gifts of the Spirit is stated in Romans 12:6 and 1 Corinthians 12:1-6.

The purpose of Gifts of the Spirit is stated in 1 Corinthians 14:1-19. (Preface, By-laws 4.2.1, 4.2.2, 6.1, 6.2.3)

Appendix B

I. **Promise of Gifts of the Spirit** is made in:

1 Corinthians 1:4-9, 1 Corinthians 7:1, 2 Corinthians 9:8-10, and James 1:4 (Preface)

II. The **use of God's Word** is stipulated in:

Psalm 119:105, Matthew 28:18-20, Galatians 1:6-8, and 2 Timothy 4:1-5. (Preface)

III. **Fitting and orderly practice** is required in:

1 Corinthians 14:33, 1 Corinthians 14:40, and Colossians 2:5 (Preface)

IV. **Jesus as Lord** is celebrated in:

Acts 2:35, Acts 10:36, 1 Corinthians 1:2, Philippians 2:9-11, and Jude 4. (Preface, Article 7.1)

V. **Christian Fellowship** is discussed in:

God the Father—1 John 1:3,
God the Son—1 Corinthians 1:9, Philippians 3:10-11, and 1 John 1:3,
God the Holy Spirit—2 Corinthians 13:14 and Philippians 2:1-2. (Article 2.0; By-law 4.2.2)

Scripture requires that positions with spiritual headship be **male** in:

1 Corinthians 11:3, 1 Corinthians 14:33-35, 1 Timothy 3:1-4, and 2 Timothy 2:2.

Spiritual headship today is based on the order of creation:

1 Corinthians 11:8, which refers to Genesis 2:18. (Article 6.1; By-law 6.1)

The By-laws

Article 1 Voters' Assembly

1.1 Meetings

The Voters' Assembly shall meet at least once a year. The day and hour of the annual meeting shall be set by The Board of Trustees and publicized at least one month in advance. The notification shall contain an agenda of items to be considered as well as the slate of nominees for election.

1.2 Special Meetings

The Voters' Assembly may meet at other times of the year subject to a call by the Board of Trustees or at the request of any 75 voting members of the congregation. Notice of any such special meeting shall be publicized as far in advance as possible but no less than one (1) week in advance. The notice shall contain an agenda of items to be considered. No agenda items may be added once notification of any meeting is publicized. The President, President-Elect, or their designated Board of Trustees member shall preside at all Voters' Assembly meetings.

1.3 Quorum

A quorum of 75 voting members (as defined in the Constitution) must be present to conduct the business of the Voters' Assembly.

Article 2 The Board of Trustees

2.1 Membership

2.1.1. The membership of the Board of Trustees shall consist of eight (8) members elected at large by the Voters' Assembly (or appointed to fill vacancies as provided herein), the Officers of the Congregation, the Chairman of the Board of Elders, the Chairperson of the Board of Parish School Education, the Chairperson of the Board of Building and Maintenance. The School Principal and Senior Pastor shall serve as advisors. Members of The Board of Trustees may not receive compensation from the congregation for serving on The Board of Trustees.

2.2 Nomination and Election

2.2.1. The Nomination and election shall take place at the same time and in the manner described for the officers as stated herein.

2.3 Term of Office

2.3.1. The term of office for elected at large members shall be three (3) years, with approximately one-third (1/3) of The Board of Trustees being elected each year. Trustees shall serve no more than two (2) full successive terms as Trustee without a break of at least one (1) year. The term of office commences immediately following the election.

2.4 Vacancies

2.4.1. In the event of a vacancy the President shall create a list of candidates from which The Board of Trustees will elect an individual to serve until the next election for that particular position.

2.5 Meetings

2.5.1. The Board of Trustees shall meet at least quarterly and may be called more frequently at the request of the President or any three (3) Board of Trustee members. An elected officer shall be present and preside with a majority of members of The Board of Trustees to constitute a quorum for any meeting. Notice of each meeting shall be posted. The minutes shall fully disclose all actions taken and be signed by the President and Secretary. Minutes of the meetings shall be available to Voting Members upon request.

**Article 3
Powers and Limitations of The Board of Trustees**

3.1 Powers

3.1.1. The Board of Trustees shall have the power to develop policies as required to execute the goals approved by the Voters' Assembly. Written policies shall be available upon request. The Board of Trustees shall have no authority beyond that which has been conferred upon them by the Constitution, its bylaws or by the Voters' Assembly.

3.2 Limitations

3.2.1. The Board of Trustees may not:

- A. Issue a divine call;
- B. Sell or acquire real estate;
- C. Incur annual non-budget expenses exceeding 5% of the annual budget;
- D. Operate without an Annual Financial Plan approved by the Voters; and
- E. Dissolve the Congregation.

**Article 4
Duties of The Board of Trustees**

4.1 Duties

- 4.1.1. The Board of Trustees, as the chief governing council of the Congregation, shall act in all matters pertaining to the legal and general welfare of the Congregation, except those reserved for the Voters' Assembly by the Constitution.
- 4.1.2. The Board of Trustees shall see to it that all activities of the church reflect the purpose and faith of the Congregation.
- 4.1.3. The Board of Trustees shall concern itself with establishing all policies governing the activities of the Congregation and with the implementation of the mission, vision, and annual Financial Plan.
- 4.1.4. The Board of Trustees may appoint any entity needed. It shall oversee and have authority over all other boards, committees, task forces, action teams, or other entities of the Congregation.

**Article 5
Officers**

5.1 President

5.1.1. The President shall:

- A. Preside at and conduct, in a Christian and orderly manner, meetings of the Voters' Assembly and of The Board of Trustees;

- B. Serve as an advisor to all Boards;
- C. See to it that the resolutions of the Voters' Assembly and Board of Trustees are carried out;
- D. Appoint Chairpersons of all Boards and Committees, and representatives of the Congregation to outside agencies, subject to the approval of The Board of Trustees;
- E. Designate ad hoc Committees and make assignments to other positions for which these By-laws make no provision.
- F. The President shall not serve two (2) consecutive terms.

5.2 President-elect

5.2.1. The President-elect shall:

- A. Assume the duties of the President:
 - 1. at the end of the President's term,
 - 2. during his absence
 - 3. at his request, or
 - 4. in case of a vacancy in the office of President;
- B. Perform such tasks as may be assigned to him by the President.

5.3 Secretary

5.3.1. The Secretary shall:

- A. Keep, or cause to be kept, an exact record of all transactions and resolutions of all meetings of the Voters' Assembly and of The Board of Trustees;
- B. Submit Minutes of all meetings of the Voters' Assembly for approval at the next regular meeting of the Voters' Assembly and enter the approved Minutes in books provided by, and remaining the property of, the Congregation;
- C. Submit Minutes of all meetings to The Board of Trustees for approval at the next regular meeting of The Board of Trustees and enter the approved Minutes in books provided by, and remaining the property of, the Congregation;

- D. Make minutes of meetings of both the Voters' Assembly and The Board of Trustees available for review by any Voting Member of the Congregation on request except that the Secretary shall withhold those portions of Minutes of meetings of The Board of Trustees which The Board of Trustees has designated as confidential; and
- E. Keep, or cause to be kept, in a book provided by, and remaining the property of the Congregation, all policy-making resolutions, standard procedures and standing resolutions of the Congregation. This book shall be kept up to date and be available for review by any Voting Member of the Congregation on request.

5.4 Treasurer

5.4.1. The Treasurer shall:

- A. Be responsible for payment of current expenses and all other expenses as authorized by the Voters' Assembly or The Board of Trustees.
- B. Assure that an accurate account be kept of receipts and disbursements. These records shall be and remain the property of the Congregation.
- C. Make a full written report at all regular meetings of the Voters' Assembly and The Board of Trustees.
- D. Be responsible for an accurate accounting of all assets of the Congregation and of all outstanding indebtedness of the Congregation.
- E. Keep his or her books of account open at all times for inspection by The Board of Trustees.

5.5 Officers

- 5.5.1 The Officers of the Congregation shall consist of a President, President-elect, Secretary and Treasurer. Any Voting Member may hold these offices, except that the Office of President and President-elect may be occupied by males only.

5.6 Election

5.6.1. Nomination: The President-Elect of the Congregation shall annually appoint a Nominating Committee whose responsibility will be to develop a slate of candidates for Officers of the Congregation and for The Board of Trustees to be elected each year. The committee shall contain a majority of persons who are not members of The Board of Trustees, shall function for one (1) year only, and shall report their nominations to the annual Voters' Assembly. The Senior Pastor shall be an ex officio member of the Nominating Committee.

All Nominees shall be Voting Members noted for their Christian knowledge, zeal and experience in the spiritual work in the Kingdom. Officers may not receive compensation from the congregation. Specific criteria for elected officers shall be outlined by the Nominating Committee prior to accepting any nominations. In addition to the Nominating Committee's slate of candidates, any Voting Member may nominate candidates. Such nominations by a Voting Member shall be made only after timely notice by the Voting Member in writing to the Secretary of the Congregation. Timely notice shall consist of a written notice giving the proposed candidates' name delivered to or mailed to the office of Holy Cross Church at least five (5) days before the scheduled election.

5.6.2 Election: Nominees who receive at least fifty-one percent (51%) of the ballots cast at the Voters' Assembly shall be the elected officers.

5.7 Term of Office

5.7.1. The President and the President-Elect shall serve for one (1) term of two (2) years in that office. All other officers shall serve for a term of two (2) years and shall serve no more than two (2) full successive terms in that position without a break of at least one (1) year. The President may serve additional terms after a break of at least one (1) year. The term of office commences immediately following the election.

**Article 6
Boards**

6.1 Boards

6.1.1. The following Boards shall be established by The Board of Trustees:

- A. Board of Elders;
- B. Board of Parish School Education; and
- C. Board of Buildings and Maintenance.

6.2 Board Membership

- 6.2.1. Only Voting Members of the Congregation shall be eligible to serve as voting members of the Boards.
- 6.2.2. The Chairperson of each Board shall be appointed by the President for the duration of the President's term.
- 6.2.3. All Members of the Board of Elders shall be male.
- 6.2.4. Each Board shall have a member of the Pastoral staff as a non-voting advisor, and the President as an advisor.
- 6.2.5. The Board of Parish School Education shall include the Principal as its advisor.
- 6.2.6. The Membership of each Board shall have a minimum of five (5) members and shall be appointed by the Board Chairperson, subject to The Board of Trustees' approval.
- 6.2.7. The duties of each Board shall be determined by The Board of Trustees and conform to the Constitution of the Congregation and the Bylaws.

Article 7
Called Workers and Other Workers

7.1 The Call Committee

- 7.1.1. The Board of Elders shall constitute the Call Committee for a pastor or minister, and the Board of Parish School Education for a principal or teacher.
- 7.1.2. The list of candidates for pastor, principal or minister shall be compiled by the appropriate Call Committee. The Committee shall seek candidate names through soliciting the congregation membership and may seek candidate's names by contacting official sources in Lutheran Church – Missouri Synod offices, and through consultation with other appropriate sources related to the area of

ministry for which a staff member is being sought. The Call Committee is to secure all pertinent information regarding each candidate and forward its report of candidates to The Board of Trustees, which shall take necessary steps to bring the information and candidates to the Voters' Assembly, for its action.

7.2 Election

7.2.1. At a subsequent regular or special meeting of the Voters' Assembly, one of the proposed candidates for Pastor, Minister, or Principal shall be elected by ballot and simple majority of the Voters' Assembly. The right of Calling Teachers shall be vested in the Board of Parish School Education, except that the granting of tenure shall be vested only in the Voters' Assembly.

7.2.2. It shall be the duty of the President to see that notice of his or her election is delivered promptly to the candidate in whatever manner he shall deem advisable.

7.2.3. The Board of Trustees may appoint interim Pastors, Ministers, Principals and Teachers.

7.3 Removal From Office of Called Workers and Elected Positions

7.3.1. In Christian love and lawful order, any called worker may be removed from office by the Voters' Assembly for any of the following reasons: persistent adherence to false doctrine, scandalous life, willful neglect or inability to perform the duties of office and the applicable Call document.

7.3.2. Allegations of incapacity or incompetence on the part of a Pastor or Minister shall be investigated by the Board of Elders and report its findings to The Board of Trustees. Allegations of incapacity or incompetence on the part of the Principal or a Called Teacher shall be investigated by the Board of Parish School Education and report its findings to The Board of Trustees. Should such charges be substantiated by clear evidence, and after consultation with the District President or his designated representative, The Board of Trustees shall notify the Voting Members of the situation and submit the matter for action at a special meeting of that body. Such meeting shall be announced by mail at least two (2) weeks in advance of the meeting and at regular worship services on the preceding two (2) weekends. A two-thirds (2/3) vote of the Voting Members present at Voters' Assembly shall be required to remove any divinely called servant from office.

- 7.3.3. The Board of Trustees shall initiate disciplinary action against any person holding an elected position of the congregation. Any person holding an elected position who persistently adheres to false doctrine, leads a scandalous life, or neglects the duties of such office may be removed from such office by a two-thirds (2/3) majority vote of the Voting Members present in a meeting of the Voters' Assembly.

Article 8 Committees

8.1 Standing Committees

- 8.1.1. The following Standing Committees shall make appropriate and timely reports with observations and recommendations to The Board of Trustees:

A. Permanent Endowment

The Committee shall manage, in keeping with the Articles of Association of the Endowment Fund of Holy Cross Evangelical Lutheran Church, such monies and other property as may be given to the Fund.

B. Nominations Committee

The Committee shall prepare a list proposed slate of nominees for each election in accordance with the By-laws and the Constitution.

Article 9 Amendments

9.1 Amendments To These Bylaws

- 9.1.1. Amendments to these Bylaws may be made in the following manner:

A. A copy of the proposed amendment shall be mailed to all Voting Members at least two (2) weeks prior to a Voters' Assembly meeting at which the amendments will be considered.

B. At this meeting the vote shall be taken on the amendment and two-thirds (2/3) of the Voting Members present shall secure adoption.