

# **SHEPHERD OF THE HILLS LUTHERAN CHURCH**

Fountain Hills, Arizona

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

## **Chapter 1.**

### **NAME AND INCORPORATION**

**C1.01.** The name of this congregation shall be **SHEPHERD OF THE HILLS LUTHERAN CHURCH**.

**C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation **SHEPHERD OF THE HILLS LUTHERAN CHURCH** is hereinafter designated as "this congregation."

**C1.11.** This congregation shall be incorporated under the laws of the State of Arizona.

## **Chapter 2.**

### **CONFESSION OF FAITH**

**C2.01.** This congregation confesses the Triune God, Father, Son, and Holy Spirit.

**C2.02.** This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe:

- a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions redemption for His creation.
- b. The proclamation of God's message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
- c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by God's Spirit speaking through their authors, they record and announce God's revelation centering in Jesus Christ. Through them God's Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.

**C2.03.** This congregation accepts the canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith, and life.

**C2.04.** This congregation accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith of this congregation.

**C2.05.** This congregation accepts the Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine.

**C2.06.** This congregation accepts the other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith.

**C2.07.** This congregation confesses the Gospel, recorded in the Holy Scripture and confessed in the ecumenical creeds and Lutheran confessional writings, as the power of God to create and sustain the Church for God's mission in the world.

**C2.08.** This congregation recognizes that the Biblical definition of marriage is between a man and a woman.

### **Chapter 3.**

#### **NATURE OF THE CHURCH**

**C3.01.** All power in the Church belongs to our Lord Jesus Christ, its head. All actions of this congregation are to be carried out under his rule and authority.

**C3.02.** This Church exists both as an inclusive fellowship and as a congregation gathered for worship and Christian mission.

### **Chapter 4.**

#### **STATEMENT OF PURPOSE**

**C4.01.** The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world.

**C4.02.** To participate in God's mission, this congregation as a part of the Church shall:

- a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, thanksgiving, witness, and service.
- b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
- c. Carry out Christ's Great Commission by reaching out to all people to bring them to faith in Christ and by doing all ministries with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.
- d. Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, and committing itself to their needs.
- e. Nurture its members in the Word of God so as to grow in faith, hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
- f. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity given by the Spirit.

**C4.03.** To fulfill these purposes, this congregation shall:

- a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
- b. Provide pastoral care and assist all members to participate in this ministry.
- c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
- d. Teach the Word of God.
- e. Witness to the reconciling Word of God in Christ, reaching out to all people.
- f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
- g. Motivate its members to provide financial support for the congregation's ministries.
- h. Foster and participate in interdependent relationships with other congregations.

**C4.04.** This Congregation Council shall develop an organizational structure. The Congregation Council shall approve or prepare descriptions of the responsibilities and proposed outcome of each committee, task force, or other organizational groups and shall review their actions.

**C4.05.** This congregation shall, adopt a mission statement to provide specific direction for its mission. This mission statement will be updated every five (5) years or sooner, if necessary.

## **Chapter 5.**

### **POWERS OF THE CONGREGATION**

**C5.01.** The powers of this congregation are those necessary to fulfill its purpose.

**C5.02.** The powers of this congregation are vested in the Congregational Meeting called and conducted as provided in this constitution and bylaws.

**C5.03.** Only such authority as is delegated to the Congregation Council or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:

- a. Call a pastor as provided in Chapter 9;
- b. Terminate the call of a pastor as provided in Chapter 9;
- c. Adopt amendments to the constitution, as provided in Chapter 17, and amendments to the bylaws, as specified in Chapter 16;
- d. Approve the annual budget;
- e. Acquire real and personal property by gift, devise, purchase, or other lawful means;

- f. Hold title to and use its property for any and all activities consistent with its purpose;
- g. Sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- h. Elect its Officers, Congregation Council, and require them to carry out their duties in accordance with the constitution, bylaws or continuing resolutions.

## **Chapter 6.**

### **CHURCH AFFILIATION**

- C6.01.** This congregation shall remain affiliated with the Lutheran Congregations in Mission for Christ (LCMC) until such affiliation is dissolved by either party.
- C6.02.** This congregation may consider other affiliations. After due consideration and 90-day notice to the congregation, a majority vote of voting members present at a legally called and conducted special meeting will approve such affiliation.
- C6.03.** This congregation may terminate any affiliation by a two-thirds majority vote of voting members present at a legally called and conducted special meeting.

## **Chapter 7.**

### **PROPERTY OWNERSHIP**

- C7.01.** Before this congregation ceases to exist, title to indisposed property shall pass to such Lutheran Church as is designated by a two-thirds majority vote of voting members present at a legally called and conducted special meeting.

## **Chapter 8.**

### **MEMBERSHIP**

- C8.01.** Members of this congregation shall be those baptized persons on the membership roll of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- C8.02.** Members shall be classified as follows:
  - a. Baptized members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
  - b. Confirmed members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
  - c. Voting members are confirmed members who are age 18 or older. Such confirmed members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. Members of this congregation who have satisfied these basic standards, plus any others set forth in the bylaws or continuing resolutions, shall be recognized and have the privilege of voice and vote at every regular and special meeting of the congregation.

- d. Associate members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, or persons who wish to retain a relationship with this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices as stated in the bylaws.

**C8.03.** It shall be the privilege and duty of members of this congregation to:

- a. Make regular use of the means of grace, both Word and sacraments;
- b. Live a Christian life in accordance with the Word of God and the teachings of the Lutheran Confessions; and
- c. To be supportive and active in the work of this congregation.

**C8.04.** Membership in this congregation shall be or is terminated by any` of the following:

- a. Death;
- b. Resignation;
- c. Transfer or release;
- d. Disciplinary action by the Congregation Council; or
- e. Inactivity for a period of two years will result in removal from the membership rolls, as defined in the bylaws (BL7.01 and BL7.02.). Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

## **Chapter 9. THE PASTOR**

**C9.01.** Authority to call a pastor shall be vested in this congregation by a two-thirds majority vote of voting members present at a legally called and conducted special meeting.

**C9.02.** Consistent with Christian religion and beliefs of the Lutheran faith and doctrine;

- a. Every ordained pastor shall:
  - 1) Preach the Word;
  - 2) Administer the sacraments;
  - 3) Conduct public worship;
  - 4) Provide pastoral care; and
  - 5) Speak publicly to the world calling for justice and proclaiming God's love for the world.
- b. Each ordained pastor with a congregational call shall, within the congregation;
  - 1) Offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
  - 2) Sr. Pastor to oversee and delegate as the circumstances warrant the supervision of all schools;

- 3) Install regularly and specially elected members of the Congregation Council;
- 4) With the council, administer discipline; and
- 5) Publicly receive into fellowship all new members.

c. Every pastor shall:

- 1) Strive to extend the Kingdom of God into the community, into the nation, and abroad. (Matthew 28:16-20; John 21:15 –17)
- 2) Seek out and encourage qualified persons to prepare for the ministry of the Gospel. (1 Timothy 4:12)
- 3) Impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications.
- 4) Pray for the Congregation’s leaders, members and mission of the church. (1 Timothy 2:1-2)
- 5) Be diligent in the study of the Scriptures and to show him or herself approved as a workman of God. (2 Timothy 2:15; 1 Timothy 1:13-14)

**C9.03.** The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call and governed and updated by the Congregation Council.

**C9.04.** The pastoral call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated only for the following reasons:

- a. Mutual agreement to terminate the call or the completion of a call for a specific term;
- b. Resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
- c. Inability to conduct the pastoral office effectively in the congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
- d. The physical or mental incapacity of the pastor and in such an event, competent medical testimony shall be obtained and presented to the Congregation Council in a closed confidential session;
- e. Disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty;
- f. The dissolution of the congregation;
- g. In the event a decision is required pursuant to sub-paragraphs c, d or e of the above, then a closed hearing shall be held before the Congregation Council and following said hearing, a decision of the majority of the council shall be required to take action to terminate the pastor. The pastor shall have the right to appeal the decision to the congregation if he or she disagrees with the decision of the Congregation Council as to termination. The findings of the Congregation Council shall then be placed before the congregation at a special meeting of the congregation where the pastor shall have the right to be heard. The congregation shall, at the end of such special meeting, vote on the termination of the Pastor. Termination of a pastor requires a two-thirds majority vote of the voting members present at a legally called and conducted special meeting.

- C9.05.** At a time of pastoral vacancy, an interim pastor or pastors shall be appointed by the Congregation Council.
- C9.06.** During the period of service, any interim pastor shall have the rights and duties in the congregation of a regularly called pastor. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.
- C9.07.** This congregation shall make satisfactory settlement of all financial obligations due to a former pastor.
- C9.08.** When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call.
- C9.09.** The senior pastor of this congregation:
- a. Shall keep accurate parochial records of all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
  - b. Shall become a member of this congregation upon receipt and acceptance of the letter of call.
- C9.10.** The parochial records of this congregation shall be overseen by the senior pastor and shall remain the property of the congregation.

**Chapter 10.**  
**CONGREGATION MEETING**

- C10.01.** The annual meeting of this congregation shall be held at a time specified in the bylaws. (BL4.01)
- C10.02.** A special Congregational Meeting may be called by the senior pastor, the Congregation Council, or the president of this congregation, and shall be called by the president of the congregation upon the written request of 25% of the congregation voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.
- C10.03.** Notice of all meetings of this congregation shall be given at the services of worship on the two Sundays prior to the meeting, as well as on the Sunday of the meeting and by mail to all members at least ten (10) calendar days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient.
- C10.04.** Fifteen percent (15%) of the voting members shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution, or by state law.
- C10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation. A Parliamentarian shall be appointed by the Congregation Council and shall be the ruling authority at all congregational meetings concerning any procedural disputes.

## **Chapter 11. OFFICERS**

**C11.01.** The Corporation Officers of this congregation shall be a President, Vice President, Recording Secretary, and Treasurer/Director of Finance.

- a. Duties of the Corporation Officers shall be specified in the bylaws. (BL1.01)
- b. The Corporation Officers shall be voting members of the congregation.
- c. Corporation Officers of this congregation shall serve in like positions on the Congregation Council.

**C11.02.** The congregation shall elect its Corporation Officers and they shall serve in like positions on the Congregation Council. The officers shall be elected by written ballot and shall serve for the same term as specified in the like position on the Congregation Council or until their successors are elected and installed. Their terms shall begin at an installation worship service the following Sunday after the annual meeting at which they were elected.

**C11.03.** No Corporation Officer shall hold more than one office in the Corporation at a time. The terms of succession shall be as set forth in the bylaws. (BL1.02)

## **Chapter 12. CONGREGATION COUNCIL**

**C12.01.** The voting membership of the Congregation Council shall consist of the senior pastor, the officers and elected members of the Congregation Council not to exceed more than a total of nine members. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office by the constitution or bylaws.

**C12.01A.** A member's place on the Congregation Council shall be declared vacant if the member;

- 1). Ceases to be a voting member of this congregation or
- 2). Is absent from regular meetings of the Congregation Council without cause.

**C12.01B.** The Congregation Council may adopt procedures for the removal of a member of the Congregation Council, consistent with state law in other circumstances.

**C.12.02.** The members of the Congregation Council, except the senior pastor, shall be elected by written ballot. Such members shall be eligible to serve consecutive terms as set forth in the bylaws. Their terms shall begin at the worship service the following Sunday after the annual meeting at which they are elected and installed.

**C12.03.** Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall recommend a replacement, who by majority vote of the Congregation Council will become a successor until the next annual meeting. Individuals who have served less than one-half of a regular term shall be eligible for nomination and election to a full term.



**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 is done in accordance with the Word of God. The duties of the Congregation Council shall include, but not limited to, 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 pastor(s) 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 and achieve resolution.
- g. In the event pastoral service during sickness or absence of a pastor cannot be arranged by the senior pastor, the Congregation Council will arrange for pastoral service.
- h. To emphasize partnering with other Christian congregations in missions.
- i. To encourage individuals that believe they are called to prepare for the ministry of the Gospel.

**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 be subject to the obligations and duties imposed by the laws of the State of Arizona.
- b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a two-thirds majority vote of the voting members present at a legally called and conducted special meeting.
- c. The Congregation Council may enter into contracts of up to five percent (5%) of total annual budgeted revenues for items not included in the budget without congregational approval.
- 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 not incur obligations of more than ten percent (10%) in totality beyond the total annual budgeted revenues without approval by a vote of the congregation at a Congregation Meeting.
- 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.
- f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.

- C12.06.** The Congregation Council shall see that the provisions of this constitution are adhered to in the dealings and transactions of the congregation.
- C12.07.** The Congregation Council shall provide for an annual review of the membership roster.
- C12.08.** The Congregation Council shall be responsible for the employment and supervision of the paid lay workers of this congregation.
- C12.09.** The Congregation Council shall submit a comprehensive State of the Congregation Report to this congregation at the annual meeting.
- C12.10.** The Congregation Council shall normally meet once a month. Special meetings of the Congregation Council may be called by the senior pastor 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.
- C12.11.** A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor or pastors, except when the pastor or interim pastor or pastors 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 pastor or interim pastor or pastors who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council.
- C12.12.** The Congregation Council Members at Large shall act as a liaison to specified action teams to provide communication and support to these functions, as well as supporting the Congregation Council objectives. Duties of the Council Members at Large shall be described in the bylaws or continuing resolutions.

### **Chapter 13.**

#### **CONGREGATION COMMITTEES**

- C13.00.** Members of Congregation Committees must be members or associate members in good standing except when otherwise stated. (C13.01-C13.05)
- C13.01.** The **Corporation** Officers of this congregation and the **Senior** Pastor shall constitute the ***Executive Committee***.
- C13.02.** A **Nominating Committee** of six voting members of this congregation, two of whom, if possible, shall be outgoing members 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 consecutive reelection.
- C13.03.** An **Audit Committee** of not less than three persons shall be elected by the Congregation Council. Term of office shall be three years. Members shall be eligible for reelection, other prerequisites if any will be set by the Congregation Council.
- C13.04.** A **Pastoral Support Ministry Committee** may be appointed jointly by the president and the Senior Pastor. Term of office shall be two years, with members to be appointed as considered necessary by the Senior Pastor and the Congregation Council.
- C13.05.** When a pastoral vacancy occurs, a **Call Committee** of six voting members shall be ratified by this congregation, after being selected within the procedures established by a resolution by the Congregation Council. The Call Committee will terminate upon installation of the newly called pastor.

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

**C13.07.** Duties and procedures of committees or ministry teams of this congregation shall be specified in the continuing resolutions.

**C13.08.** The Senior Pastor and president of this congregation shall be ex officio members of all committees, ministry teams and boards of the congregation.

#### **Chapter 14.**

### **ORGANIZATIONS WITHIN THE CONGREGATION**

**C14.01.** All organizations within this congregation shall exist to aid it in ministering to the members of this congregation and to all persons who can be reached with the Gospel of Christ. As outgrowths and expressions of this congregation's life, the organizations are subject to its oversight and direction. This congregation at its meetings shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.

**C14.02.** Special interest groups may be organized only after authorization has been given by the Congregation Council.

#### **Chapter 15.**

### **DISCIPLINE OF MEMBERS AND ADJUDICATION**

**C15.01.** Denial of the Christian faith as described in this constitution, conduct grossly unbecoming a member of the Church of Christ, or persistent disruptive behavior in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps:

- a. private counseling and admonition by the senior pastor.
- b. admonition by the senior pastor in the presence of two or three witnesses, and
- c. citation to appear before the Congregation Council. If, for any reason, the senior pastor is unable to administer the admonitions required by a. and b. hereof, the president if not the senior pastor or vice president shall administer such admonitions.

**C15.02.** The process for discipline of a member of the congregation shall be governed as prescribed by the chapter on discipline in the constitution, bylaws and continuing resolutions of the Church. If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member that are specific and in writing shall be prepared by such members of the congregation who shall sign the charges. The written charges shall be filed with the senior pastor, who shall advise the Congregation Council of the need to issue a written citation to the member. The written charges shall accompany the written citation to the member accused.

A member accused of an offense shall appear before the Congregation Council after having received a written citation, at least ten (10) business days prior to the meeting. If the member accused with the offense fails to appear at the scheduled hearing, the Congregation Council may proceed with the hearing and may impose judgment in the member's absence.

**C15.03.** Members of the Congregation Council who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Congregation Council are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Congregation Council, who are not disqualified, but who are present and voting, and renewed admonitions proves ineffectual, the council shall impose one of the following disciplinary actions:

- a. censure before the council or congregation;
- b. suspension from membership for a definite period of time; or
- c. exclusion from membership in this congregation. Disciplinary actions b. and c. shall be delivered to the member in writing.

**C15.04.** Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of

- a. evidence that injustice has been done, or
- b. evidence of repentance and amendment.

## **Chapter 16.**

### **BYLAWS**

**C16.01.** This congregation shall adopt bylaws. Any bylaw that conflicts with this constitution shall have no force and effect to the extent that it conflicts with this constitution.

**C16.02.** Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.

**C16.03.** Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council.

## **Chapter 17.**

### **AMENDMENTS**

**C17.01.** Amendments shall be made to this constitution in the following manner. Amendments shall be proposed by at least two-thirds of the voting members of the congregation or by the Congregation Council following a procedure as set forth in the bylaws. Proposed amendments must be filed in writing to the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation's members by mail of the proposed amendment together with the council's recommendations at least 30 days in advance of the scheduled meeting.

**C17.02.** An amendment to this constitution, proposed under C17.01. shall:

- a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those voting members present.

## **Chapter 18.**

### **CONTINUING RESOLUTIONS**

**C18.01.** The congregation in a legally called meeting or the Congregation Council shall enact continuing resolutions. Such continuing resolutions shall not conflict with the constitution or bylaws of this congregation.

**C18.02.** Continuing resolutions shall be enacted or amended by a majority vote at a legally called and conducted special congregation meeting or a two-thirds vote of all voting members of the Congregation Council.

## **Chapter 19.**

### **INDEMNIFICATION**

**C19.01.** Consistent with the provisions of the laws under which this congregation is incorporated, this congregation shall provide directors and officers liability insurance and indemnification for a defense, including indemnification for defense counsel fees and costs, for each person who, by reason of the fact that such person is or was a Congregation Council member, pastor, 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 providing such person is not charged with and convicted of such an offense under the laws of the United States or the State of Arizona. This indemnification is not to run to the benefit of any insurance carrier or third party that is required by contract or law to furnish such defense or indemnification to any of the above persons.

# SHEPHERD OF THE HILLS LUTHERAN CHURCH

Fountain Hills, Arizona

## BYLAWS

As stated in Chapter 16 of the Constitution, “This congregation may adopt bylaws. No bylaw may conflict with the constitution.” (C16.01)

### CHAPTER 1

#### DUTIES AND TERMS OF OFFICERS

**BL1.01.** Chapter 11 of the Constitution states, “The officers of the Corporation/Congregation Council shall be President, Vice President, Recording Secretary, and Treasurer/Director of Finance.” (C11.01)

- a. The President shall preside at meetings of the Congregation Council and of congregational meetings.
- a. The Vice President shall preside at the meetings of the Congregation Council and of the congregational meetings in the absence of the President. In the absence of both the President and the Vice President, the Recording Secretary shall preside.
- b. The Treasurer/Director of Finance shall maintain financial records of the church, prepare annual budgets, and report monthly on the totals of actual versus budget, and oversee and report to the Congregation Council on the congregation’s investments and its total insurance program.
- c. The Recording Secretary shall record the minutes of the Congregation Council and of the congregational meetings. The minutes shall be provided to the Congregation Council and the congregation and placed into the permanent record files.
- d. Any two Corporation Officers shall sign any document required to be executed on behalf of the congregation.

**BL1.02.** As set forth in C11.03 of the constitution, the terms of succession of officers shall be as follows.

- a. The term of the congregation President shall be one year upon installation after the annual meeting. The congregation President shall have the option of being reelected for one additional one year term. No President shall serve for three consecutive one year terms.
- b. The term of the congregation Vice President shall be one year upon installation after the annual meeting. The congregation Vice President shall have the option of being reelected for one additional one year term. No Vice President shall serve for three consecutive one year terms.
- c. The term of the congregation Recording Secretary shall be one year upon installation after the annual meeting. The congregation Recording Secretary shall have the option of being reelected for up to three additional one year terms. No Recording Secretary shall serve for five consecutive one year terms.
- d. The term of the congregation Treasurer/Director of Finance shall be one year upon installation after the annual meeting. The congregation Treasurer/Director of Finance shall have the option of being reelected for up to three additional one year terms. No Treasurer/Director of Finance shall serve for five consecutive one year terms.

**CHAPTER 2**  
**DUTIES AND TERMS OF CONGREGATION COUNCIL**  
**STAFF & COMMITTEES**

- BL2.01.** The following duties and terms listed below are to provide for flexibility in the administration of Shepherd of the Hills and allow for the creation and modification of positions as the need arises.
- a. Shepherd of the Hills Lutheran Church shall have a position of Financial Secretary whose duties and length of service shall be prescribed by the Congregation Council.
  - b. Shepherd of the Hills Lutheran Church shall have positions of Council Members at Large. The terms of Council Members at Large shall be two years. The Council Members at Large shall have the option of being reelected for a second two year term. No Council Member at Large may serve three consecutive two year terms. The duties of the Council Members at Large shall be described in the Continuing Resolutions.
  - c. Congregation Council shall have the authority to appoint individual volunteers qualified to perform specific duties for a specified period of time – duties required of the church council under the constitution.
- BL2.02.** The committees specified in the congregation constitution including but not limited to the Audit Committee, (C13.03), the Pastoral Support Committee, (C13.04), and the Call Committee (C13.05) shall consist of the number of persons and length of terms as set forth in the constitution.

**CHAPTER 3**  
**PARISH RECORDS**

- BL3.01.** The records of the congregation shall be and remain the property of the congregation.
- BL3.02.** Should the congregation be dissolved, and no new organization be formed, the official records of the congregation shall remain with a trustee appointed by the church council before the dissolution.
- BL3.03.** The senior pastor oversees the maintenance of the records, except as otherwise provided herein. Upon the termination of his/her service to the congregation, they shall have brought the records up to date prior to departure. The records shall consist of: (C9.09)
- a. The roster of baptized, confirmed, and voting members.
  - b. Baptisms, confirmations, marriages, burials, communicants, members received, members dismissed or members excluded from the congregation. (C15.03 b & c)
  - c. The ministerial acts performed by the pastor(s) and others.
  - d. The minutes of the meetings of the congregation and the Church Congregation Council, for which the Recording Secretary of the congregation shall be responsible.
  - e. The financial records of the Congregation Council, for which the Treasurer/ Director of Finance of the council shall be responsible.
  - f. Records of receipts and disbursements of funds maintained by the Finance Ministry Team.

- g. The records of all contributions shall be maintained by the Financial Secretary of the Finance Ministry Team, who shall make regular quarterly reports to the members of the Congregation Council and Congregation. This information will be dispersed according to the continuing resolutions.

## **CHAPTER 4**

### **ANNUAL MEETING**

- BL4.01.** Chapter 10 of the constitution states “The annual meeting of this congregation shall be held at a time specified in the bylaws.” (C10.01)
- a. The annual meeting of the congregation shall be held at a date and time determined by the Congregation Council.
  - b. Notice for this meeting shall be in accordance with of the constitution. (C10.03)
  - c. The current rosters of voting, confirmed, and baptized members shall be available at each meeting of the congregation for the purpose of determining a quorum. (C10.04)
  - d. All congregational organizations shall furnish annual reports to be available for the annual meeting of the congregation. Such reports, including a financial statement, shall be submitted in writing to the senior pastor as soon as practicable before such meeting.
  - e. The Nominating Committee shall nominate one or more candidate(s) for each position to be filled and shall secure the consent of each candidate. Candidates, when asked to serve, will be advised of the position for which they are to be nominated. The list of nominees and position for which nominated shall be announced to the congregation at which the elections are to take place. In addition to the candidates submitted by the nominating committee, additional nominations may be made from the floor providing, however, that the person being nominated consents to such nomination and conforms to Chapter 12 of the Congregation Constitution (C12.01).
  - f. The annual budget shall be approved by a majority vote of those voting members present and voting. (C10.06)
  - g. Proposed budget information shall be made available by the Congregation Council 10 days prior to the annual meeting, if possible.

## **Chapter 5**

### **AMENDMENTS**

- BL5.01.** Amendments shall be proposed by at least 10% of the voting members of the congregation or by the Congregation Council. Proposed amendments must be filed in writing to the Congregation Council 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Congregation Council shall notify the congregation’s members by mail of the proposed amendment together with the council’s recommendations at least 30 days in advance of the scheduled meeting.



**Chapter 6**  
**Shepherd of the Hills Lutheran Church**  
**Prayer Garden / Columbarium**

**BL6.01** “Rules and Regulations of Shepherd of the Hills Lutheran Church” pertaining to the Prayer Garden and Columbarium and the laws of the state of Arizona shall govern the management and maintenance of the Prayer Garden and Columbarium.

**Chapter 7**  
**MEMBERSHIP**

**BL7.01.** Paul states in Romans 12:4-5, *“For as in one body we have many members, and not all the members have the same function, so we, who are many, are one body in Christ, and individually we are members one of another.”* There are many reasons why members are removed either at the members request or for other reasons as found in BL7.02. Whatever the reason, we encourage and pray for those leaving to find a Biblically based church, where God’s Word is taught, Christ is the center of worship, and where you can become a part of the body of Christ. Deuteronomy 28:6 *“Blessed shall you be when you come in and blessed shall you be when you go out.”*

Members may be removed from the membership for the following reasons:

- a. By death of the member.
- b. By request of the member.
- c. By transfer or release of membership to another church.
- d. Disciplinary action;
- e. Due to inactivity for a period of two years\* as defined in BL7.02.

\* The Senior Pastor or Congregation Council may choose to waive item “e” above if, in their discretion, there is good cause to do so. Such reasons may include, but are not limited to, college students, military personnel, shut-ins, missionaries, or others who are legitimately unable to regularly attend services or participate in the life of Shepherd of the Hills.

**BL7.02.** Removal from the membership roll due to inactivity for a period of two years is defined as the following:

- a. Not receiving Holy Communion.
- b. Not participating financially
- c. Not participating through the contribution of time or talent in service to the church.