

**BYLAWS
FOR THE
AMERICAN EVANGELICAL LUTHERAN CHURCH OF PRESCOTT, ARIZONA**

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CHAPTER 1 – NAME AND PURPOSE

B1.01 The name of this organization is American Evangelical Lutheran Church **(to be identified herein as AELC)**, a non-profit organization and Body of Christ organized under the laws of the State of Arizona and subject to the Arizona Revised Statutes.

B1.02 The Church is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

B1.03 The financial year of the Church shall begin January 1 and end December 31 of each year.

CHAPTER 2 – MEMBERSHIP *(In accordance with Chapter 5 of the Church Constitution.)*

B2.01 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 proper transfer from other Lutheran Congregations or by affirmation of faith.

B2.02 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.

B2.03 Voting Members shall be those who are members in good standing. The term “in good standing” shall be defined to include:

- a. Those who are confirmed and partake of Holy Communion.
- b. Those who contribute to the Congregational treasury according to the Congregation’s record, through the use of church collection envelopes with identifying name and /or number.
- c. Those who participate in the life and worship of the Congregation as registered through the weekly worship attendance records.
- d. Voting Members include baptized persons who are homebound and unable to attend worship services. They will be actively ministered to by the Pastor of Caring Ministries and outreach ministries of this Congregation.

B2.04 A baptized, confessing Christian may become an Associate Member by submitting the **Associate Membership Form** obtained through the Church's Director of Administration.

- a. An Associate Member may not vote in any official church meeting nor hold an elected office, nor be included in the official membership roll of the Congregation, but would enjoy all the other privileges and responsibilities affiliated with membership at AELC.

B2.05 At the request of the member or the receiving church, the Congregation shall provide a **Letter of Transfer** to anyone leaving our membership. A confirmed member who does not, for a period of one year, partake of Holy Communion, support the church with his or her offerings, and does not appear to desire to participate in the life and worship of the Congregation as specified in B2.03, shall be notified in writing and receiving no response to the contrary within 30 days shall then be removed from the membership roster.

CHAPTER 3 – DISCIPLINE

B3.01 Denial of the Christian faith as described in this Constitution and Bylaws, conduct grossly unbecoming a member of Christ’s Church or persistent trouble-making in this Congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-18, proceeding through these successive steps.

- a. Private admonition by the pastor(s),
- b. Admonition by the pastor(s) in the presence of two or three witnesses, and
- c. The member may be requested to appear before the Church Council.

B3.02 Discipline shall be administered by the Church Council on behalf of the Congregation, with the right of appeal to the Congregation. Discipline in the Congregation shall be exercised in accordance with Matthew 18:15-18.

B3.03 A person who is requested to appear before the Church Council for possible discipline shall be advised in writing no less than ten days prior to the hearing. The written notice shall include the time and place of the hearing and shall specify the exact reason for the possible discipline. If a person fails to appear at the time and place without valid excuse, the Church Council may proceed with the hearing and may reach its conclusion in his or her absence.

B3.04 Should the person be found in need of discipline by a two-thirds vote of the members of the Church Council, the Council shall impose one of the following:

- a. Censure before the Church Council or the Congregation.
- b. Suspension from membership until proof is given of sufficient repentance and amendment.
- c. Exclusion from membership and denial of the Sacraments.
- d. In the event of the imposition of (b) or (c) above, the action of the Church Council shall be delivered to the member in writing.

B3.05 The discipline described here is in accordance with the AELC document labeled **Policy for Corrective Discipline.**

CHAPTER 4 – CONGREGATIONAL MEETINGS

B4.01 Time and place of the annual meeting of the Congregation shall be announced:

- a. At all worship services held two (2) weeks prior to the meeting.
- b. In publications periodically issued by the Church.
- c. By written notice to the voting members not less than ten days in advance of the meeting.

B4.02 The annual meeting shall be held the last Sunday of January each year. The annual meetings Order of Business is:

- a. Opening Devotion
- b. Appointment of a parliamentarian where it is announced that Roberts Rules of Order will govern the meeting
- c. Approval of previous meeting minutes
- d. Reports of the Senior Pastor, the Church Council, the President, the Treasurer, Committees and others
- e. Elections
- f. Unfinished business
- g. New Business
- h. Approval of budget
- i. Closing Prayer

B4.03 In the following cases, voting shall be by ballot if the voice vote is too close to call:

- a. To adopt or amend the Constitution, Articles of Incorporation or Bylaws of the Congregation.
- b. To Call a Pastor or to request his or her resignation or remove a member from office in the Congregation.
- c. To dispose of, encumber or purchase real property.
- d. When requested by 10 percent or more voting members present.
- e. In all matters not specifically provided for herein, procedure shall be according to the most recent edition of Robert's Rules of Order.

B4.04 The current rosters of voting, confirmed, and baptized members as described in B2.03 shall be available at each meeting of the Congregation.

B4.05 The annual meeting of the Congregation's voting members shall elect a Nominating Committee of five members. The Senior Pastor shall serve as convener and as an advisory member. The term of office of the members of the nominating committee shall be one year.

- a. The nominating committee shall nominate one or more candidates for each office to be filled, and shall secure the consent of each candidate.

- b. The list of nominees shall be announced to the Congregation in conjunction with the announcements of the meeting of the Congregation at which the elections are to take place.
- c. The Church Council shall fill vacancies on the nominating committee.
- d. In addition to the candidates submitted by the nominating committee, additional nominations may be made from the floor.
- e. Voting members of this Congregation, as defined in B2.03 yet not less than eighteen years of age, shall be eligible to be elected to the Church Council.

CHAPTER 5 – THE CHURCH COUNCIL

B5.01 The Church Council will be the governing body of the Church. The Church Council will consist of the following:

- a. Executive Committee comprised of the President, Vice President, Secretary, and Treasurer (four members).
- b. Nine Council Coordinators
- c. The Pastoral Staff and Leadership Team shall act in an advisory role to the Council as defined in B10.02.

B5.02 The Church Council shall:

- a. Hire and terminate appointed employees of the Congregation and shall fix their salaries in conformance with the current **Human Resources Policies & Procedures Manual**.
- b. Operate within the limits of the approved budget of the Congregation. Any excess expenditures of the total voted budget must be approved by a two-thirds vote of the Church Council.
- c. Have general oversight of the life, worship and work of the Congregation, to coordinate the activities of the Council Coordinators and committees of the Congregation.
- d. Determine the rosters of the baptized, confirmed, voting, and associate members of the Congregation. This task may be delegated to the church staff with the help of of the Council Coordinator of Membership Growth and Support.
- e. Provide periodic review of the Constitution and Bylaws-
- f. Perform other such duties and responsibilities as are provided in the Constitution and these Bylaws.
- g. Ensure that all legal documents are signed by the President and the Secretary.
- h. The Church Council, with recommendation from the Executive Committee shall appoint a member of the congregation as Financial Secretary with the following responsibilities: record all monetary contributions to the Church; maintain the individual contribution records of all AELC members in a confidential manner; coordinate with the Counting Team Chairperson regarding the counting of offerings and other income. The Financial Secretary will liaison with the Treasurer and provide appropriate financial information required for preparation of the annual budget.

B5.03 Qualification for membership on the Church Council shall include membership in the Congregation for at least one year prior to the date of election and a voting membership in good standing as delineated in B2.03.

- a. Vacancies on the Church Council may occur as a result of a death, resignation or removal of a Council Member.
- b. Removal of a Council Member requires a written notice to the Council Member and a hearing upon their request within thirty (30) days of their receipt of the notice by the Church Council that they are being removed.
- c. Openings on the Church Council also occur when the Congregation fails to elect the authorized number of Council Members. They can be elected at any regular or special meeting of the Council. Further, the Church Council is permitted to declare the office of a Council Member vacant when a person is found to be incompetent, is convicted of a crime involving moral turpitude, or does not accept the office of Council Member.
- d. A Council member elected to fill a vacancy shall be elected for the unexpired term of the predecessor in office.
- e. No spouse, parent, child or sibling of a full time employee of AELC shall be elected to a position on the Church Council.
- f. No spouse, parent, child or sibling of a Council Member shall become a member of the Church Council at the same time.
- g. All Council members are expected to turn in monthly reports to the Church Council which shall include summaries of any individual board reports, advisory committee reports and individual ministries' reports that are available and within their area of responsibility. The individual council members' reports are to be sent to all council members one week prior to the council meeting.

B5.04 Meetings of the Church Council shall normally be held on the last Thursday of each month or as determined by the Council.

- a. Insofar as is possible, the date, time and place of the monthly meeting shall be published in the newsletter and website of the Church in January of each year. In the event that this day falls on a Holy day, the Church Council shall reschedule the affected meeting and post the information in the church bulletin and on the website.
- b. Special meetings of the Church Council may be called by notice given at all regular Sunday worship services on the Sunday preceding the meeting, or a written notice delivered to each member of the Church Council 72 hours prior to the time of the meeting. E-mail notice will be considered a sufficient means of notification. Special meetings may be called by the President of the Church Council, the Senior Pastor or three members of the Council.
- c. The President of the Church Council shall contact any member with three consecutive unexcused absences from regular monthly meetings. If another meeting is missed, the Church Council may on two-thirds vote of the Council terminate the person's membership on the Council. The vacancy will be filled pursuant to B5.03.

CHAPTER 6 – EXECUTIVE COMMITTEE

B6.01 The Executive Committee shall consist of the President, Vice President, Secretary and Treasurer.

- a. The Executive Committee is empowered to establish secondary committees to serve as support and to accomplish tasks, goals and objectives as stated in the current strategic plan as approved by the Church Council and which are considered necessary for the worship and life of the Congregation.
- b. When necessary to Call a Pastor, the Executive Committee will select and charter a Search or Call Committee.
- c. Special meetings of the Executive Committee may be called by any member of the Executive Committee. Notice of any special meetings must be given to each member of the committee at least 48 hours prior to the meeting.

THE EXECUTIVE COMMITTEE:

1. Shall establish the agenda for all meetings of the Congregation and of the Church Council.
2. Shall consult with the Senior Pastor on sensitive staff matters, and shall have additional powers and duties assigned by the Church Council.
3. Shall appoint annually a team of a minimum of two people which shall conduct an internal review of the fiscal and operating records of the Congregation. The findings shall be reported in writing to the annual Congregational meeting. No spouse, parent, or child of an employee of AELC or Council member shall be allowed to serve on the review committee. Such reviews shall include examination of existing insurance coverage and its adequacy. Insurance policies should also be reviewed annually for costs and deductibles, with the exclusion of employee benefits policies.

B6.02 Officers shall be appointed by Church Council for a term of one year. Officers may serve multiple terms. The duties of the officers of the Congregation shall be as follows:

- a. **THE PRESIDENT:**
 1. Shall conduct meetings of Church Council, the Congregation, and meetings of the Executive Committee, provide leadership for the Church Council in their work, worship, and service and provide consultation with the Pastoral staff in regards to matters of the Congregation. The President shall also make assignments as needed.
 2. Shall have additional powers and duties as assigned by the Church Council.
 3. Shall communicate regularly with the Senior Pastor and ensure all constitutional provisions and policies as they pertain to the Senior Pastor are followed.
 4. Shall ensure all constitutional provisions and policies as they pertain to the Associate Pastor(s) and church staffs are followed, including yearly evaluations and continual oversight of the organizational structure of the Congregation.
 5. Shall assume the duties of the Vice President when that position is vacant and until a replacement is secured.

- b. THE VICE PRESIDENT:
 - 1. Shall have additional powers and duties as assigned by the Church Council.
 - 2. Shall provide liaison between the Church Council and the Human Resources Committee in all matters, including staffing, staff pay and benefits.
 - 3. Shall assume the duties of the President when he or she is temporarily absent or the position is vacant until a replacement is secured.
 - 4. Shall assist in matters of the Congregation as assigned by the President.

- c. THE SECRETARY shall be responsible for the minutes and records at all Church Council meetings, Congregation meetings, and Executive Committee meetings. Additionally, the Secretary:
 - 1. Shall maintain the official records which consist of the Council minutes and Congregational meeting minutes which include all records except those maintained by the Treasurer, Financial Secretary, or Senior Pastor.
 - 2. Shall perform those duties as may be required by law.
 - 3. Shall upon expiration of his or her term of office, deliver the official records of the Congregation to his or her successor or to the Senior Pastor.

- d. THE TREASURER in cooperation with Church staff shall be responsible for the financial records and reports to the Church Council and the Congregation. Additionally, the Treasurer:
 - 1. Shall administer all fundraising activities necessary to achieve the mission of the Church.
 - 2. Shall recommend to the Church Council the budget based on the requests submitted by all of the committees and Church staff.
 - 3. Shall monitor disbursement of the funds of the Congregation; ensuring adherence to Budget restrictions.
 - 4. Shall recommend to the Church Council whatever disbursement reductions may be necessary in the event sufficient funds are not available to meet the budget.
 - 5. Shall present a report at the annual meeting of the Congregation on the financial affairs for the past year and a report of the financial affairs of each committee and board.

CHAPTER 7 – CHURCH COUNCIL COORDINATOR

B7.01 The thirteen Council Coordinators shall be elected at the annual meeting of the Congregation, each for a term of three years. Four of the Council Coordinators shall serve as officers appointed annually by the council.

The nine other Council Coordinators positions are as follows:

- 1. Council Coordinator of Adult Education
- 2. Council Coordinator of Children’s Education
- 3. Council Coordinator of Community Outreach
- 4. Council Coordinator of Finance and Budget
- 5. Council Coordinator of Membership Growth and Support

6. Council Coordinator of Property and Assets
7. Council Coordinator of Stewardship and Missions
8. Council Coordinator of Worship and Music
9. Council Coordinator of Youth and Family Ministries

B7.02 Each Council Coordinator is the responsible council representative and liaison between the Church Council and an established Advisory Committee (as deemed necessary by the Council Coordinator) and/or representatives of ministries under their area of responsibility. This is appropriate in order to provide a base of operations for all the ministries, programs, committees, and projects (to be comprehensively identified herein as ministries) as divided and assigned by the Church Council. Every ministry of the Church will be placed under the oversight of one of the Council Coordinators.

Furthermore, the Council Coordinators shall familiarize themselves with the inner workings of the various ministries that are under their area of responsibility in order to establish effective communication with the ministries, Advisory Committee and Church Council. The primary duties of all Council Coordinators in accordance with the Church Bylaws B5.01 shall include:

- a. Recruiting and establishing an Advisory Committee (as deemed necessary by the council coordinator) made up of representatives from various ministries that have been assigned to their area by the Church Council; unless said Advisory Committee already exists.
- b. Being available to provide advice and guidance to, but not chair the Advisory Committee. They may, however, help to recruit a competent chair for the Advisory Committee.
- c. Providing guidance, direction and assistance as needed with grievances and report any issues which cannot be resolved to the Executive Committee and the Church Council.
- d. Ensuring their identified Advisory Committee's reports when needed are submitted for Church Council consideration one week prior to council meetings. The Council Coordinator shall be fully informed and ready to explain all recommendations being made in the report. When appropriate the Council Coordinator will have appropriate Advisory Committee chairs or ministry representatives attend Church Council meetings to assist in this endeavor.
- e. Annually reviewing with their Advisory Committee Chairs and/or Ministry Leaders their ministries goals, objectives and budgets.
- f. Providing a written report on the activities of their identified Advisory Committee and the ministries in their area of responsibility at the annual meeting of the congregation and at such other times as the congregation may request.

B7.03 In addition to the duties and responsibilities provided in the Constitution and elsewhere in the Bylaws, the various duties of each of the Council Coordinators are specified in the Church Council's Standard Operating Procedures Manual.

CHAPTER 8 - OTHER BOARDS AND COMMITTEES

B8.01 Only the Church Council can establish a Standing or Ad Hoc Committee that will have duties involving the church as a whole, or if the proposed committee has duties involving the collection and disbursement of Church funds. Standing committees or boards shall have their own charter or bylaws and be responsible to the Church Council, either directly or through the Church staff.

- a. **Human Resources Committee.** This committee shall develop and maintain a **Human Resources Policy and Procedures Manual** which will be used to define and regulate the employment of the Church staff personnel. The committee will be responsible to the **Director of Administration** and to the **Vice President**.
- b. **Endowment Board.** This board of five members will manage the AELC Endowment Fund, which is a separate fund of contributions, gifts, bequests, and donations directed to the AELC Endowment Fund. It will be responsible to the **Council Coordinator of Stewardship and Missions**.
- c. **Pre- School Advisory Board.** This Board will be responsible for the oversight of the Preschool Director and the overall operations of the AELC Pre-School. It will be responsible to the **Council Coordinator of Children’s Education**.
- d. **Benevolence Committee.** This committee will make recommendations to the Church Council for the giving by AELC to charities both inside and outside the Church. It will be responsible to the **Council Coordinator of Stewardship and Missions**.
- e. **Restoration Committee.** This committee will be appointed as deemed necessary by the Executive Committee and the Senior Pastor and will oversee the disciplinary process as provided for in these Bylaws. Members should be familiar with the document **Policy For Corrective Discipline**. The committee will be responsible to the **Executive Committee**.
- f. **Columbarium Committee.** This committee will be responsible for the operation and maintenance of the Crossroads Outdoor Chapel and Columbarium, and for the funding and maintenance of the Perpetual Care Trust Fund to be used for the care and upkeep of the Crossroads Outdoor Chapel and Columbarium grounds. It will be responsible to the **Council Coordinator of Property and Assets**.

CHAPTER 9 – CONFLICTING LOYALTIES

B9.01 While the buildings of the Congregation shall be open to all people to share in worship, instruction, pastoral care, and fellowship, the Congregation rejects all fellowship with organizations, secret or open, which practice forms of religion without confessing faith in the Triune God and in Jesus Christ as the eternal Son of God incarnate to be our only Savior from sin.

B9.02 Ceremonies of lodges or other such organizations shall not be permitted in the buildings or premises of the Congregation, nor shall its pastor(s) or lay assisting ministers take part in any such ceremonies wherever they are conducted.

B9.03 All weddings performed in the facilities of American Evangelical Lutheran Church, or by any of its Pastors in any venue, are Christian worship services.

CHAPTER 10 – THE PASTOR

B10.01 When the Congregation has voted to Call a Pastor, it shall issue a Letter of Call to the Pastor-elect. It shall be signed by the President and the Secretary of the Council.

- a. A Call to a Clergy to be an Associate Pastor will be issued only with the concurrence of the Senior Pastor of the Congregation. The specific duties of the Associate Pastor, compensation and other matters pertaining to the service of the associate pastor shall be included in a letter of Call.
- b. The Call will normally be for an indefinite time. A Call issued to an Associate Pastor may be for a defined period of time.

B10.02 The Senior Pastor shall be directly responsible to the Church Council and shall be an advisory member of the Church Council and its various committees. Associate Pastors and other staff so designated by the Senior Pastor will serve as the Leadership Team. The Leadership Team shall provide monthly status reports to the Council on the activities in the areas of their responsibility.

- a. Duties of the Pastor shall include but not be limited to: preach the Word properly, distinguishing between law and gospel; administer the Sacraments; conduct public worship; provide pastoral care; preside at confirmations, marriages and funeral services; oversee all schools and organizations of this Congregation; install regularly elected members of the Church Council; administer discipline together with the Church Council; seek out and encourage qualified persons to prepare for the ministry of the Gospel; strive to extend the Kingdom of God in the community, in the nation and abroad; impart knowledge of this Church and its wider ministry through distribution of its periodicals and other publications; endeavor to increase the Congregation's sense of partnership in the broader work of the Kingdom of God; and equip the saints for ministry, helping each to identify and use his or her gifts for ministry both within and beyond the Congregation.
- b. Ministerial Records – the Senior Pastor shall be responsible for keeping accurate records of membership and of ministerial acts on forms provided by the Congregation which shall remain property of the Congregation. This will be accomplished in coordination with the Council Coordinator of Membership Growth and Support and the Director of Administration. The Senior Pastor shall report these statistics to the Congregation annually and to the North American Lutheran Church (NALC) and the Lutheran Congregations in Mission for Christ (LCMC) as required.

B10.03 If a Pastor receives a Call to another ministry, the pastor is to consult the Church Council, or if the pastor desires, the Congregation, before reaching a decision. The Pastor should announce his or her decision as quickly as possible. If the Call is accepted, the Pastor should terminate his or her ministry as soon as feasible. The Call of a Congregation, when accepted by a Pastor, shall normally constitute a continuing mutual relationship and commitment which, except upon the death of the Pastor, shall be terminated only following consultation among the Church Council and committees and 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.
- c. Inability to conduct 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 or incompetence of the pastor.
- e. Disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty.
- f. Following the Council's decision to seek Termination of Call, the Pastor in question will take administrative leave with pay until the Congregational meeting.
- g. The dissolution of the Congregation.

B10.04 A special meeting for the purpose of requesting a called pastor's resignation shall meet all specified requirements for Congregational voting meetings. A resolution requesting a pastor's resignation must be adopted by a two-thirds majority ballot vote of those present and voting, representing a quorum of the membership. No less than 10 days notice of such a meeting of a Congregation will be given. In the event of a termination hearing, the pastor will be placed on paid administrative leave pending the outcome of the hearing.

CHAPTER 11 – PARISH RECORDS

B11.01 The records of the Congregation shall be and remain the property of the Congregation. The Senior Pastor shall be responsible for the maintenance of the records except as otherwise provided herein. Upon the termination of his or her service to the Congregation, he or she shall have brought the records up to date prior to his or her departure. The records shall consist of:

- a. The roster of baptized, confirmed, voting, and associate members.
- b. The ministerial acts performed by the pastors.
- c. The minutes of the meetings of the Congregation and the Church Council, for which the Secretary shall be responsible.
- d. The financial records of the Congregation, for which the Treasurer shall be responsible.

B11.02 The Senior Pastor shall report to the North American Lutheran Church (NALC) and the Secretary of the Lutheran Congregations in Mission for Christ such statistics as may be requested and shall annually report to the Congregation a summary of his or her ministerial acts with the assistance of all Council Coordinators and the Director of Administration.

B11.03 Should the Congregation cease to do business and be dissolved, all property and funds remaining after the payment of the debts of the Congregation shall be distributed to the North American Lutheran Church (NALC) (or its successor) or a corporation, trust, foundation, or other organization organized and existing for religious and/or charitable purposes which would then qualify under the provisions of Section 501(c) (3) of the Internal Revenue Code, as now enacted or as may hereafter be amended.