

**CONSTITUTION of  
OLIVET LUTHERAN CHURCH  
of the  
Evangelical Lutheran Church in America  
February 5, 2017**

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**\*PREAMBLE**

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 Olivet Lutheran Church.
- C1.02. For the purpose of this constitution and the accompanying bylaws, the congregation of Olivet Lutheran Church is hereinafter designated as "this congregation."
- C1.11. This congregation shall be incorporated under the laws of the State of North Dakota.

## **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 a new 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 all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- \*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 of the Church.
- \*C2.07. This congregation confesses the Gospel, recorded in the Holy Scriptures 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.

## **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 confesses the one, holy, catholic, and apostolic Church and is resolved to serve Christian unity throughout the world.
- \*C3.03. The Church exists both as an inclusive fellowship and as local congregations gathered for worship and Christian service. Congregations find their fulfillment in the universal community of the Church, and the universal Church exists in and through congregations. The Evangelical Lutheran Church in America, therefore, derives its character and powers both from the sanction and representation of its congregations and from its inherent nature as an expression of the broader fellowship of the faithful. In length, it acknowledges itself to be in the historic continuity of the communion of

saints; in breadth, it expresses the fellowship of believers and congregations in our day.

- \*C3.04. This church, inspired and led by the Holy Spirit, participates in The Lutheran World Federation as a global communion of churches, engaging in faithful witness to the gospel of Jesus Christ and in service for the sake of God's mission in the world.
- \*C3.05. The name Evangelical Lutheran Church in America (ELCA or "this church") as used herein refers in general references to this whole church, including its three expressions: congregations, synods, and the churchwide organization. The name Evangelical Lutheran Church in America is also the name of the corporation of the churchwide organization to which specific reference may be made herein.

#### **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 ministry 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 and 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 which the Spirit gives.
- \*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 ministry and the ministry of other parts of the Evangelical Lutheran Church in America.
  - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America.
  - i. Foster and participate in ecumenical relationships consistent with churchwide policy.
- C4.03.01. The congregation will cooperate with other religious organizations whose purposes are compatible with this constitution.
- C4.03.02. The use of the building and facilities of this congregation shall be limited to this congregation's activities and those of outside groups approved by the Congregational Council.
- \*C4.04. This congregation shall develop an organizational structure to be described in the bylaws. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force or other organizational group and shall review their actions. (Such descriptions shall be contained in continuing resolutions in the section on the Congregation Committees).
- \*C4.05. This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.
- \*C4.06. References herein to the nature of the relationship between the three expressions of this church – congregations, synods, and the churchwide organization – as being interdependent or as being in a partnership relationship describe the mutual responsibility of these expressions in God's mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

## **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 Congregation 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. call a minister of Word and Service;
  - d. terminate the call of a minister of Word and Service in conformity with the constitution of the Evangelical Lutheran Church in America;
  - e. adopt amendments to the constitution, as provided in Chapter 16, amendments to the bylaws, as specified in Chapter 17, and continuing resolutions, as provided in Chapter 18;

- f. approve the annual budget;
  - g. acquire real and personal property by gift, devise, purchase, or other lawful means;
  - h. hold title to and use its property for any and all activities consistent with its purposes;
  - i. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
  - j. elect its Congregation Council and require the members of the council to carry out their duties in accordance with the constitution, bylaws, and continuing resolutions; and
  - k. terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.
- \*C5.04. This congregation shall choose from among its voting members laypersons to serve as voting members of the Synod Assembly as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Eastern North Dakota Synod of the Evangelical Lutheran Church in America.
- C5.05. This congregation may have endowment funds that will operate as specified in this congregation's bylaws or continuing resolutions.

## **Chapter 6.**

### **CHURCH AFFILIATION**

- \*C6.01. This congregation shall be an interdependent part of the Evangelical Lutheran Church in America or its successor, and of the Eastern North Dakota Synod of the Evangelical Lutheran Church in America. This congregation is subject to the discipline of the Evangelical Lutheran Church in America.
- \*C6.02. This congregation accepts the Confession of Faith and agrees to the Purposes of the Evangelical Lutheran Church in America and shall act in accordance with them.
- \*C6.03. This congregation acknowledges its relationship with the Evangelical Lutheran Church in America in which:
- a. This congregation agrees to be responsible for its life as a Christian community.
  - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America.
  - c. This congregation agrees to call pastoral leadership from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop of the synod. These special circumstances are limited either to calling a candidate approved from the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or to contracting for pastoral services with minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion.
  - d. This congregation agrees to consider ministers of Word and Service for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America.

- e. This congregation agrees to file this constitution and any subsequent changes to this constitution with the synod for review to ascertain that all of its provision is in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America and with the constitution of the synod.
- \*C6.04. Affiliation with the Evangelical Lutheran Church in America may be terminated as follows:
- a. This congregation takes action to dissolve.
  - b. This congregation ceases to exist.
  - c. This congregation is removed from membership in the Evangelical Lutheran Church in America according to the procedures for discipline of the Evangelical Lutheran Church in America.
  - d. This congregation follows the procedures outlined in \*C6.05.
- \*C6.05. This congregation may terminate its relationship with the Evangelical Lutheran Church in America by the following procedure:
- a. A resolution indicating the intent to terminate its relationship must be adopted at a legally called and conducted special meeting of the congregation by a two-thirds vote of the voting members present. Such meeting may be held no sooner than 30 days after written notice of the meeting is received by the bishop of the synod, during which time the congregation shall consult with the bishop and the bishop's designees, if any. The times and manner of the consultation shall be determined by the bishop in consultation with the Congregation Council. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
  - b. The secretary of this congregation shall submit a copy of the resolution to the bishop attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, and shall mail a copy of the resolution to voting members of the congregation. This notice shall be submitted within 10 days after the resolution has been adopted.
  - c. The bishop of the synod and the congregation shall continue in consultation, as specified in paragraph a, above, during a period of at least 90 days after receipt by the synod of the notice as specified in paragraph b. above.
  - d. If the congregation, after such consultation, still seeks to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present. Notice of the meeting shall be mailed to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of the congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting.
  - e. A copy of the resolution, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, shall be sent to the bishop within 10 days after the resolution has been adopted, at which time the relationship between this congregation and this church shall be terminated subject to paragraphs g., h., and i. below. Unless this notification to the bishop also certifies that the congregation has voted by a two-thirds vote to affiliate with another Lutheran denomination, the congregation will be conclusively presumed to be an independent or non-Lutheran church.

- f. Notice of termination shall be forwarded by the bishop to the secretary of the ELCA, who shall report the termination to the Churchwide Assembly.
- g. This congregation shall abide by these covenants by and among the three expressions of this church:
  - 1) Congregations seeking to terminate their relationship with this church which fail or refuse to comply with each of the foregoing provisions in \*C6.05 shall be required to receive Synod Council approval before terminating their membership in this church.
  - 2) Congregations which had been members of the Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in \*C6.05, to receive synodical approval before terminating their membership in this church.
  - 3) Congregations established by the Evangelical Lutheran Church in America shall be required, in addition to complying with the foregoing provisions in \*C6.05, to satisfy all financial obligations to this church and receive Synod Council approval before terminating their membership in this church.
- h. If this congregation fails to achieve the required two-thirds vote of voting members present at the congregation's first meeting as specified in paragraph a. above, another special meeting to consider termination of relationship with this church may be called no sooner than six months after that first meeting. If this congregation fails to achieve the required two-thirds vote of voting members present at the congregation's second meeting as specified in paragraph d. above, another attempt to consider termination of relationship with this church must follow all requirements of \*C6.05 and may begin no sooner than six months after that second meeting.

\*C6.06. If this congregation considers relocation, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.

\*C6.07. If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the synod in which it is territorially located and the appropriate unit of the churchwide organization before any steps are taken leading to such action.

## **Chapter 7.**

### **PROPERTY OWNERSHIP**

\*C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Eastern North Dakota Synod of the Evangelical Lutheran Church in America.

\*C7.02. If this congregation is removed from membership in the Evangelical Lutheran Church in America according to its procedure for discipline, title to property shall continue to reside in this congregation.

\*C7.03. If two-thirds of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to transfer to another Lutheran church body, title to property shall continue to reside in this congregation, provided the process for termination of relationship in \*C6.05 has been followed. Before this

congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Eastern North Dakota Synod.

\*C7.04. If two-thirds of the voting members of this congregation present at a legally called and conducted special meeting of this congregation vote to become independent or relate to a non-Lutheran church body and have followed the process for termination of relationship in \*C6.05, title to property of this congregation shall continue to reside in this congregation only with the consent of the Synod Council. The Synod Council, after consultation with this congregation by the established synodical process, may give approval to the request to become independent or to relate to a non-Lutheran church body, in which case title shall remain with the majority of this congregation. If the Synod Council fails to give such approval, title shall remain with those members who desire to continue as a congregation of the Evangelical Lutheran Church in America.

C7.05. Notwithstanding the provisions of \*C7.02. and \*C7.03. above, where this congregation has received property from the synod pursuant to a deed or other instrument containing restrictions under provision 9.71.a. of the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, this congregation accepts such restrictions and:

- a. Shall not transfer, encumber, mortgage, or in any way burden or impair any right, title, or interest in the property without prior approval of the Synod Council.
- b. Shall – upon written demand by the Synod Council, pursuant to †S13.23 of the constitution of the Eastern North Dakota Synod of the Evangelical Lutheran Church in America reconvey and transfer all right, title, and interest in the property to the synod.

## Chapter 8.

### MEMBERSHIP

\*C8.01. Members of this congregation shall be those baptized persons on the 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. 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 shall have the privilege of voice and vote at every regular and special meeting of the congregation as well as the other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.
- 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. These individuals have all the privileges

and duties of membership except voting rights or other rights and privileges ascribed to voting members by the provisions of this constitution and its bylaws.

- e. Seasonal members are voting members of other ELCA congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, including exercising limited voting rights in this congregation. The Congregation Council may grant seasonal membership to such persons provided that this congregation is a member of a synod where the Synod Council has approved seasonal member voting on its territory. Such seasonal members shall have all the privileges and duties of voting members except that:

- 1) they shall not be eligible for elected office in, or for membership on the Congregation Council or on a call committee of, this congregation;
- 2) they shall not have the right to vote on any matter concerning or affecting the call or termination of call of any minister of this congregation;
- 3) they shall not have the right to vote on any matter concerning or affecting the affiliation of this congregation with the ELCA;
- 4) they shall not be eligible to serve as voting members from this congregation of the Synod Assembly or the Churchwide Assembly;
- 5) they shall not, even if otherwise permitted by this congregation, vote by proxy or by absentee ballot; and
- 6) they shall not, within any two calendar month period, exercise voting rights in this congregation and in the congregation where they remain voting members.

C8.02.01. The congregation is commissioned to baptize candidates for membership in the body of Christ with water and the Holy Spirit in the name of the Triune God. The baptized member is thereafter privileged to live in that sacrament forever.

C8.02.02. The congregation will welcome newly baptized members into the Lord's family, "receiving them as fellow members of the body of Christ and fellow workers in the kingdom of God."

\*C8.03. All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.

C8.03.01. Confirmation is a pastoral and educational ministry of the church "which helps the baptized member through Word and Sacrament to identify more deeply with the Christian community and participate more fully in its mission."

C8.03.02. The rite of confirmation will be made available to baptized members after receiving instruction, giving evidence of adequate understanding of the teachings of the Word of God as confessed by the Lutheran Church, and publicly affirming their faith.

\*C8.04. 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 church; and
- c. support the work of this congregation, the synod, and the churchwide organization of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

C8.04.01. The Sacrament of Holy Communion will be offered at least once each month during regular worship services.

C8.04.02. Members and visitors are invited to participate in the sacrament and will be advised of the Lutheran teachings regarding preparation.

- a. Acceptance of the real presence in, with, and under the bread and wine.
- b. Firm belief in the words "given and shed for you for the remission of sins."

- C8.04.03. Preparation for Holy Communion will be provided for baptized members prior to their first communion.
- C8.04.04. A record of participation in Holy Communion shall be maintained.
- \*C8.05. Membership in this congregation shall be terminated by any of the following:
- a. death;
  - b. resignation;
  - c. transfer or release;
  - d. disciplinary action in accordance with ELCA constitutional provision 20.41 and the accompanying bylaws; or
  - e. removal from the roll due to inactivity in accordance with the provisions of this constitution and its bylaws.
- Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.
- C8.05.01. The roster of voting members will be reviewed by the Congregation Council regularly.
- C8.05.02. The congregation will issue a letter or certificate of transfer to another Lutheran congregation on request. Should a member, having moved to a distant community, fail to request a transfer, a Lutheran congregation in that community will be notified by the church staff.
- C8.05.03. A member who has not elected to fulfill the provisions of membership for one year as described in C8.04 of this constitution shall be contacted in order to restore active membership. If after two years the member does not respond, that member's name may be removed from the active roster.

## **Chapter 9.**

### **ROSTERED MINISTER**

- \*C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.02. Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.
- \*C9.03. Consistent with the faith and practice of the Evangelical Lutheran Church in America,
- a. Every minister of Word and Sacrament shall:
    - 1) preach the Word;
    - 2) administer the sacraments;
    - 3) conduct public worship;
    - 4) provide pastoral care;
    - 5) seek out and encourage qualified persons to prepare for the ministry of the Gospel;
    - 6) impart knowledge of this church and its wider ministry through distribution of its communications and publications;
    - 7) witness to the Kingdom of God in the community, in the nation, and abroad; and
    - 8) speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world.
  - b. Each pastor with a congregational call shall, within the congregation:

- 1) offer instruction, confirm, marry, visit the sick and distressed, and bury the dead;
  - 2) relate to all schools and organizations of this congregation;
  - 3) install regularly elected members of the Congregational Council;
  - 4) with the council, administer discipline; and
  - 5) endeavor to increase the support given by the congregation to the work of the ELCA churchwide organization and of the Eastern North Dakota Synod of the ELCA.
- \*C9.04. 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, which shall be attested by the bishop of the synod.
- C9.04.01. After the congregation has voted to call a pastor, it shall issue a letter of call to the pastor-elect in a form approved by the Evangelical Lutheran Church in America. It shall be signed by the president and the secretary of the congregation and will be attested by the bishop of the synod.
- \*C9.05. The provisions for termination of the mutual relationship between a minister of Word and Sacrament and this congregation shall be as follows:
- a. The call of this congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, for the following reasons:
    - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
    - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
    - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions;
    - 4) physical disability or mental incapacity of the pastor;
    - 5) suspension of the pastor through discipline for more than three months;
    - 6) resignation or removal of the pastor from the roster of Ministers of Word and Sacrament of this church;
    - 7) termination of the relationship between this church and the congregation;
    - 8) dissolution of the congregation or the termination of a parish arrangement; or
    - 9) suspension of the congregation through discipline for more than six months.
  - b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
    - 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson; or
    - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
  - c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical

opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant. When the pastorate is declared vacant, the Synod Council shall list the pastor on the roster of Ministers of Word and Sacrament as disabled. Upon removal of the disability and the restoration of a disabled pastor of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.

- d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.
- e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
- f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws and continuing resolutions.

- C9.05.01. If a pastor receives and accepts a letter of call to another ministry, the pastor will announce the decision to the Congregation Council and congregation within thirty days and notify the bishop. Following acceptance of the call, the pastor's ministry in this congregation shall terminate usually within an additional thirty days.
- \*C9.06. At a time of pastoral vacancy, an interim pastor shall be appointed by the bishop of the synod with the consent of this congregation or the Congregation Council.
- \*C9.07. During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the synod and this congregation or Congregation Council. The interim pastor and any rostered minister providing assistance shall refrain from exerting influence in the selection of a pastor. Unless previously agreed upon by the Synod Council, an interim pastor is not available for a regular call to the congregation served.
- \*C9.08. This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- \*C9.09. 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 and to be drafted in consultation involving the pastors, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- \*C9.11. With the approval of the bishop of the synod, the congregation may depart from \*C9.0.5 a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of \*C9.05.a.
- \*C9.12. The 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 submit a summary of such statistics annually to the synod; and
  - c. shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the pastor shall hold membership in one of the congregations;
- \*C9.13. The pastor(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.
- \*C9.14. The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The secretary of this congregation shall attest in writing to the bishop of this synod that such records have been placed in his or her hands in good order by a departing pastor before the installation of that pastor in another field of labor or the granting by the synod of retired status to the pastor.
- C9.15. Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, a minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the congregation and the pastor in a form proposed by the synodical bishop and approved by the congregation.
- C9.16. The pastor(s) have voice but not vote on the Congregation Council and as advisory member(s) of other commissions as related to their portfolio.
- \*C9.21. Authority to call a minister of Word and Service shall be in this congregation by at least a two-thirds vote of voting members present and voting at a meeting legally called for that purpose. Before a call is issued, the officers, or a committee elected by this congregation to recommend the call, shall seek the advice and help of the bishop of the synod.
- \*C9.22. Only a member of the roster of Ministers of Word and Service of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Service who has been recommended for this congregation by the synodical bishop may be called as a deacon of this congregation.
- \*C9.23. Consistent with the faith and practice of the Evangelical Lutheran Church in America, every minister of Word and Service shall:
- a. Be rooted in the Word of God for proclamation and service;
  - b. Advocate a prophetic diakonia that commits itself to risk-taking and innovative service on the frontiers of the Church's outreach, giving particular attention to the suffering places in God's world;

- c. Speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world, witnessing to the realm of God in the community, the nation, and abroad;
  - d. Equip the baptized for ministry in God's world that affirms the gifts of all people;
  - e. Encourage mutual relationships that invite participation and accompaniment of others in God's mission;
  - f. Practice stewardship that respects God's gift of time, talents, and resources;
  - g. Be grounded in a gathered community for ongoing diaconal formation;
  - h. Share knowledge of the ELCA and its wider ministry of the gospel and advocate for the work of all expressions of this church; and
  - i. Identify and encourage qualified persons to prepare for ministry of the gospel.
- \*C9.24. The specific duties of the deacon, compensation, and other matters pertaining to the service of the deacon shall be included in a letter of call, which shall be attested by the bishop of the synod.
- \*C9.25. The provisions for termination of the mutual relationship between a minister of Word and Service and a congregation shall be as follows:
- a. The call of a congregation, when accepted by a deacon, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, for the following reasons:
    - 1) mutual agreement to terminate the call or the completion of a call for a specific term;
    - 2) resignation of the deacon, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
    - 3) inability to conduct the ministry of Word and Service effectively in this congregation in view of local conditions;
    - 4) physical disability or mental incapacity of the deacon;
    - 5) suspension of the deacon through discipline for more than three months;
    - 6) resignation or removal of the deacon from the roster of Ministers of Word and Service of this church;
    - 7) termination of the relationship between this church and this congregation;
    - 8) dissolution of this congregation or the termination of a parish arrangement;
    - or
    - 9) suspension of this congregation through discipline for more than six months.
  - b. When allegations of physical disability or mental incapacity of the deacon under paragraph a.4) above, or ineffective conduct of the office of minister of Word and Service under paragraph a.3) above, have come to the attention of the bishop of this synod:
    - 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two rostered ministers and one layperson; or
    - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Congregation Council or by a petition signed by at least one-third of the voting members of this congregation, the bishop personally shall investigate such conditions together with a committee of two rostered ministers and one layperson.
  - c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the deacon's condition. When a disability or incapacity is

evident to the committee, the bishop of this synod may declare the position vacant. When the position is declared vacant, the Synod Council shall list the deacon on the roster of Ministers of Word and Service as disabled. Upon removal of the disability and the restoration of the deacon to health, the bishop shall take steps to enable the deacon to resume the ministry, either in the congregation last served or in another appropriate call.

- d. In the case of alleged local difficulties that imperil the effective functioning of this congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the deacon and then to this congregation. The recommendations of the bishop's committee must address whether the deacon's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by this congregation and by the deacon, if appropriate. If the deacon and congregation agree to carry out such recommendations, no further action need be taken by the synod.
  - e. If either party fails to assent to the recommendations of the bishop's committee concerning the deacon's call, this congregation may dismiss the deacon only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
  - f. If, in the course of proceedings described in paragraph c or paragraph d above, the bishop's committee concludes that there may be grounds for discipline, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution, bylaws, and continuing resolutions.
- \*C9.26. The deacon shall make satisfactory settlement of all financial obligations to a former congregation before:
- a. installation in another field of labor; or
  - b. the issuance of a certificate of dismissal or transfer.
- \*C9.27. When a deacon is called to serve in a company with another rostered minister or other rostered ministers, the privileges and responsibilities of each rostered minister shall be specified in documents to accompany the call and to be drafted in consultation involving the rostered ministers, the Congregation Council, and the bishop of the synod. As occasion requires, the documents may be revised through a similar consultation.
- \*C9.28. With the approval of the bishop of the synod, this congregation may depart from \*C9.25.a and call a deacon for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the deacon and representatives of this congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of \*C9.25a.
- \*C9.29. The deacon shall become a member of this congregation upon receipt and acceptance of the letter of call. In a parish of multiple congregations, the deacon shall hold membership in one of the congregations.
- \*C9.31. The deacon(s) shall submit a report of his or her ministry to the bishop of the synod at least 90 days prior to each regular meeting of the Synod Assembly.

## **Chapter 10.**

### **CONGREGATION MEETING**

- C10.01. The annual meeting of this congregation shall be held at a time specified in the bylaws.
- C10.01.01. The annual meetings of the voting membership shall be held in January or February of each calendar year. The dates and times of the Congregation meetings shall be set by the Congregation Council.
- C10.01.02. Each commission and/or organization of the congregation shall furnish a report to the Congregation Council secretary prior to the Congregation Meeting. The report will be available one week prior to the meeting and will include the year's activities, finances, and goals for the coming year. Before the January/February Congregation Meeting, members will receive a consolidated written annual report which will include the following:
- a. pastors' reports;
  - b. program staff reports;
  - c. treasurer's report;
  - d. audit committee's report;
  - e. auxiliaries' reports;
  - f. standing committee's report;
  - g. nominating committee's report;
  - h. president's report (a "State of the Church" report, especially concerning accomplishments and plans towards purpose and missions);
  - i. Olivet Foundation.
- C10.01.03. The agenda for the Congregation Meeting shall be prepared by the president. Ten members may petition, in writing, the president to propose an agenda item. The agenda shall be posted thirty days prior to the meeting. The agenda will include the following:
- a. opening worship;
  - b. secretary's report (minutes and membership statistics);
  - c. pastors' reports;
  - d. treasurer's report;
  - e. election of Council Members;
  - f. election of Foundation Trustees;
  - g. president and commission reports;
  - h. resolutions;
  - i. other business;
  - j. benediction.
- C10.02. A special Congregation Meeting may be called by the senior pastor, the Congregation Council, the president of this congregation, or the Executive Commission and shall be called by the president of the congregation upon the written request of ten of the voting members. The president of the Congregation Council shall call a special meeting upon the request of the synodical bishop. The pastor(s) shall be specifically notified of the time, place, and purpose of the called special meeting. 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 preceding two consecutive Sundays and by mail or electronic means, as permitted by state law, to all voting members at least 10 days in advance of the date of the meeting.

- C10.04. Seventy-five voting members shall constitute a quorum.
- C10.05 Voting by proxy or by absentee ballot shall not be permitted.
- C.10.06 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.
- C.10.07 *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.
- C.10.08. Voting members present and voting may:
  - a. by a two-thirds majority, vote on any of the following matters:
    - 1) buy and sell real property;
    - 2) call a pastor (See C9);
    - 3) sever membership in the Evangelical Lutheran Church in America (See C6);
    - 4) cease activities or disband;
    - 5) amend this constitution (See C17).
  - b. by simple majority, vote on any of the following:
    - 1) elect the Congregational Council;
    - 2) request the resignation of the pastor;
    - 3) adopt resolutions of mission statements;
    - 4) amend these bylaws (See C16).

**Chapter 11.  
OFFICERS**

- C11.01. The officers of this corporation shall be a president, vice president, secretary, and treasurer.
  - a. Duties of the officers shall be specified in the bylaws.
  - b. The officers shall be voting members of the congregation.
  - c. Officers of this congregation shall serve similar officers of the Congregation Council and shall be voting members of the Congregation Council.
  - d. The president, vice president, secretary, and treasurer shall be selected from the elected membership of the Congregation Council.
- C11.01.01. The president shall:
  - a. preside at all meetings of the Congregation;
  - b. enforce the constitution and the bylaws of the congregation to the best of his/her ability;
  - c. carry out the expressed will of the congregation as embodied in the resolutions of the Congregation Meeting;
  - d. shall have the privilege of attending with voice all meetings of commissions, auxiliaries, groups, in person or as represented by one he/she may appoint;
  - e. call and preside over the meetings of the Congregation Council and the executive committee;
  - f. endeavor to coordinate the functions, plans, and activities of the congregation in all its parts for the total furtherance of the work of Christ's Kingdom in our midst;
  - g. appoint an audit committee consisting of any three or more qualified communicant members of the congregation, other than the treasurer and financial secretary, to audit the financial records of the congregation, including all organizations and auxiliaries. The president shall submit the audit committee's report to the Congregation Meeting in each year.
- C11.01.02. The vice president shall:
  - a. act for and in the stead of the president in the president's absence;

- b. be available for whatever duties the president shall assign as his/her representative;
- c. such other duties as are assigned by the Congregation Council;
- d. be responsible for annual review of the constitution, bylaws, and continuing resolutions to ensure they are still supporting the mission and ministry of Olivet Lutheran Church and are in compliance with the Evangelical Lutheran Church in America Model Constitution and the most current Constitution is readily available on the Church website.

C11.01.03. The secretary shall:

- a. be present at all Congregation Meeting, Executive Commission, and Congregation Council meetings;
- b. enter the minutes of all meetings of said groups in a permanent record;
- c. Be responsible for all official correspondence of the Congregation Council and commissions under the supervision of the president;
- d. Perform all the duties normally pertaining to his/her office and such additional duties as the Congregation Council may delegate to him/her.

C11.01.04. The treasurer shall:

- a. be a member of the Resource Development Commission;
- b. be responsible for accurate recordings of congregational receipts and disbursements and budgeted and actual expenditures according to proper accounting procedures and, as deemed advisable, shall suggest for congregational consideration improved methods and systems for keeping financial records;
- c. present a written, duplicated financial report at the Congregation Meeting and a preliminary report at all Executive Commission and Congregation Council meetings;
- d. submit permanent financial records for annual audit;
- e. furnish the congregation a surety bond in the sum designated by the Congregational Council, with such bond procured and the premiums paid by the congregation.

C11.02. The Congregation Council shall elect its officers to one year terms and they shall be the officers of the Congregation. Each officer shall hold office until his/her successor shall have been duly elected and qualified or until his/her death or until he/she resigns or shall have been removed in the manner hereinafter provided.

C11.03. No officers shall hold more than one office at a time. No elected officer shall be eligible to serve more than two consecutive terms in the same office.

C11.04 The Executive Commission shall consist of the following:

- a. Senior Pastor (nonvoting member)
- b. President
- c. Vice President
- d. Secretary
- e. Treasurer of the congregation
- f. Church administrator (nonvoting member)

They shall hold a position on the Executive Commission by virtue of their call, appointment, or election by the Commission as long as their term of office continues.

C11.05 The Executive Commission is entrusted to:

- a. Complete advance preparation for council meetings to ensure meetings are efficient and effective.
- b. Serve as the congregation's Personnel Committee. This committee walks alongside the Senior Pastor in all matters related to human resources. This committee will share updates with the full Congregation Council on all action taken, but reserves the right to use discretion with how much detail is shared to uphold the confidential and sensitive nature of employment issues.
- c. Present a recommendation to the Congregation Council on the annual budget (based on what is submitted from the Resource and Development Commission).
- d. Take action to respond to any emergency needs of the congregation.

## **Chapter 12.**

### **CONGREGATION COUNCIL**

- C12.01. The number of council members of the Congregation Council shall be twelve. Any voting member of the congregation may be elected, subject only to the limitation on the length of continuous service permitted in that office. A member's place on the Congregation Council shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from four successive regular meetings of the Congregation Council without cause.
- C12.02. The members of the Congregation Council shall be elected by written ballot to serve for three years, with four members of the Council being elected each year. Such members shall be eligible to serve no more than two full terms consecutively.
- C12.02.01. The newly elected council members of the congregation shall be installed on the next Sunday following the annual meeting and shall assume their duties of office immediately following installation.
- C12.03. Should a member's place on the Congregation Council be declared vacant, the Congregation Council shall elect, by majority vote, a successor until the next annual meeting.
- C12.04. The council members shall be divided into four commissions.
- a. The Parish Life and Social Outreach Commission.
  - b. The Worship and Witness Commission.
  - c. The Resource and Development Commission.
  - d. The Lifelong Learning Commission.
- Each commission shall consist of three elected council members with one appointed as chair. The responsibilities of each commission are as follows:
- C12.04.01. The Congregation Council shall consist of twelve members elected by the congregation. Three Congregation Council members will serve in each of the following four commissions.
- a. Parish Life and Social Outreach Commission – This commission is responsible for program planning and for management of ministries related to the congregation's smaller groups engaged in service, care of members, outreach, and mission beyond the congregation.
  - b. Worship and Witness Commission – This commission is responsible for program planning and for the management of ministries related to large gatherings for worship and praise, nurturing of members, and for witness and outreach to the unchurched of the community.
  - c. Lifelong Learning Commission – This commission is responsible for program planning and for the management of ministries related to learnings, service, and youth.

- d. Resource Development Commission – This commission is responsible for program planning and for the management of ministries related to the resources of time, talent, property, and money and for the publicizing and communicating the work of the congregation.
- C12.04.02. Additional members – Each elected commission member may annually appoint additional members to serve on each commission, provided that no commission shall consist of more than 10 members. This congregation, subject to the limiting provisions and regulations of this constitution and its associated bylaws, shall have supreme power in the administration of its affairs. No duly elected officer of this congregation shall have any power of authority beyond that conferred upon him or her by the congregation acting through its voting membership. Each council member, along with the Congregation Council, shall be responsible for the performance of such duties as the voting membership may delegate to them by special resolution. Such specially delegated rights and powers, both of officers and commissions, shall be subject to revision or complete withdrawal by the voting membership at their discretion.
- C12.05. The Congregation Council is the primary decision-making body of the congregation. The Congregation Council shall have general oversight of the life and activities of this congregation, and in particular its worship life, to the end that everything be done in accordance with the Word of God and the faith and practice of the Evangelical Lutheran Church in America. The duties of the Congregation Council shall include the following:
- a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
  - b. To seek to involve all members of this congregation in worship, learning, witness, service, and support.
  - c. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
  - d. To maintain supportive relationships with the rostered minister(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.
  - g. To arrange for pastoral service during the sickness or absence of the pastor.
  - h. To emphasize partnership with the synod and churchwide organization of the Evangelical Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.
  - i. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
  - j. To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
  - k. To provide for a call process when necessary.
- C12.06. The Congregational Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be

subject to the obligations that pertain to such boards under the laws of the State of North Dakota, except as otherwise provided herein.

- b. The Congregation Council shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a meeting of the congregation.
  - c. The Congregation Council may enter into contracts of up to \$25,000 for items not included in the budget.
  - d. The Congregation Council shall prepare an annual budget for adoption by this congregation, shall supervise the expenditure of funds in accordance therewith following its adoption, and may incur obligations or more than \$50,000 in excess of the anticipated receipts only after approval by a Congregation Meeting. The budget shall include this congregation's full indicated share in support of the wider ministry being carried on in partnership with the synod and churchwide organization.
  - e. The Congregation Council shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to the synodical treasurer.
  - f. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.
- C12.06.01. The records of the congregation shall be the property of the congregation and shall not be removed or used for commercial purposes. This applies to the following official records:
- a. The roster of baptized, confirmed, associate, and voting members.
  - b. The ministerial acts performed by the pastor(s).
  - c. The minutes and reports of the conference and synod and the "Handbook and Yearbook of the ELCA."
  - d. The minutes of the meetings of the congregation and Congregation Council.
  - e. The financial records of the congregation; all official and legal documents, including this constitution and bylaws, deeds, mortgages, and contracts.
- C12.06.02. The Congregation Council shall be responsible for ensuring the maintenance and security of the records, except as provided herein.
- C12.06.03. The Congregation Council shall be responsible for ensuring that an annual congregational report be furnished to the bishop of the Eastern North Dakota Synod of the Evangelical Lutheran Church in America and that a report of ministerial acts performed be made to the congregation.
- C12.06.04. The fiscal year shall be the calendar year beginning January 1.
- C12.06.05. In the event of dissolution or cessation of ministry, the official records of the congregation shall be deposited in the archives of the Evangelical Lutheran Church in America or its successor.
- C12.07. The Congregation Council shall see that the provisions of this constitution, its bylaws, and the continuing resolutions are carried out.
- C12.08. The Congregation Council shall receive an annual report of the membership roster.
- C12.09. The Congregation Council shall support the senior pastor in matters related to employment practices.
- C12.11. The Congregation Council shall normally meet once a month. Special meetings 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. At least 24 hours' notice of each special meeting shall be given to all who are entitled to be present.

- C12.12.01. The Congregation Council shall meet in each of the following months: January through May and August through December. Additional meetings may be called by the president of the congregation and/or the pastor(s) as required.
- C12.13. A quorum for the transaction of business shall consist of a majority of the voting members of the Congregation Council, including the senior pastor or interim pastor, except when the senior pastor or interim pastor requests or consents to be absent and has given prior approval to the agenda for a particular regular or special meeting, which shall be the only business considered at that meeting. Chronic or repeated absence of the senior pastor or interim pastor who has refused approval of the agenda of a subsequent regular or special meeting shall not preclude action by the Congregation Council, following consultation with the synodical bishop.
- C12.14. Pursuant to Section 10-19.1-91 of the North Dakota Century Code, Olivet Lutheran Church congregation agrees to indemnify each officer, director, employee or committee member against any and all liability, loss, damage, judgments or penalties, including reasonable attorney's fees, costs and expenses actually and necessarily incurred by that person in connection with any lawsuit, claim or proceeding to which that person is made a party by reason of being or having been an officer, director, employee, or committee member of Olivet Lutheran congregation. The acts for which indemnity is provided must arise out of acts or omissions alleged to have occurred in connection with or as a result of such person's activities as an officer, director, employee or committee member of Olivet Lutheran Church Corporation. This indemnity agreement shall not apply to a loss or liability created by indemnitees own negligence.
- C12.15. The Congregation Council recognizes the important, and often times sensitive, nature of the work they have been entrusted to do. To honor the presence of the Holy Spirit in and amongst their conversations, they will make every effort to meet face to face. However, when deemed necessary and appropriate, the Congregation Council and its commissions may hold meetings by remote communication, including electronically and by telephone conference, to the extent permitted by state law. Notice of all meetings may be provided electronically and minutes will be made available for all (in person, telephone, and electronic) meetings.

### **Chapter 13.**

#### **CONGREGATION COMMITTEES**

- C13.01. 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 as specified in the bylaws for a term of one year. Members of the Nominating Committee are not eligible for consecutive re-election.
- C13.01.01. At a special congregational meeting held in the fall, the Congregational Council shall present a slate of six qualified voting members who, together with the senior pastor, shall serve as a nominating committee. At this meeting the voters may submit to the committee the names of possible candidates for office.
- C13.01.02. The nominating committee, as soon after the fall meeting as possible, shall prepare a list of candidates for the Congregation Council and Foundation Trustees drawn from among members of the congregation. The lists shall then be made available to members of the congregation at least three weeks prior to the January/February meeting.
- C13.01.03. Following the publication of the nominating committee's lists, any member of the congregation may submit to the committee additional names for inclusion on the lists.

Such names shall be placed in nomination by the committee, along with the candidates already chosen provided:

- a. that such names be submitted at least ten days before the date of the January/February Congregation Meeting; or
- b. may be made from the floor during the Congregation Meeting with the concurrence of the member nominated.

- C13.02. An Audit Committee of three voting members shall be elected by the Congregation Council. Audit Committee members shall not be members of the Congregation Council. Term of office shall be three years, with one member elected each year. Members shall be eligible for re-election.
- C13.03. A Mutual Ministry Committee shall be appointed jointly by the Congregation Council president and the senior pastor. The term of office shall be two years, with three members to be appointed each successive year.
- C13.04. When a pastoral vacancy occurs, a Call Committee of nine voting members shall be elected by this Congregation. The term of office will begin upon election with an initial introductory meeting of the process led by a representative of the Eastern North Dakota Synod of the Evangelical Lutheran Church in America. The term of office will terminate upon installation of the newly called pastor.
- C13.05. Other committees of this congregation may be formed, as the need arises, by decision of the Congregation Council, Executive Commission, or any commission for the purpose of completing a study or report and reporting back to the appointing authority.
- C13.06. Duties of committees of this congregation shall be specified in the bylaws.

#### **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 meeting shall determine their policies, guide their activities, and receive reports concerning their membership, work, and finances.
- C14.02. Special interest groups, other than those of the official organizations of the Evangelical Lutheran Church in America, may be organized only after authorization has been given by the Congregation Council and specified in a continuing resolution.
- C14.03. The Olivet Lutheran Church Foundation is a separate division within this corporation established with the purpose of receiving gifts, holding the principal of such gifts in perpetuity and expending the income therefrom, less proper expenses, for such religious, charitable, scientific, literary, or educational purposes as may be directed by those having responsibility for administering the charitable programs; provided, however, that there shall be distributed at least such part of the current income or past accumulation of income as is necessary to avoid unreasonable accumulation of income within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 that is now in force or afterwards amended. Provided further, that such distribution shall in all events be made for purposes which qualify as religious, charitable, scientific, literary, or educational purposes within the meaning of those terms as used in Section 501(c)(3) of the Internal Revenue Code received, held, administered, and disbursed in accordance with the requests or directions of the donor or donors thereof and with limitations and conditions attached by such donors. If no directions are expressed, then the income of the same shall be used and disposed of in accordance with the judgment and discretion of the trustees of the Foundation. The trustees of this

Foundation shall have the authority to enter into agency or trust agreements with a corporate trustee authorized to do business in North Dakota and which has capital and surplus of at least one million dollars. It is intended that this organization shall be entitled to exemption from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterwards amended, and the funds expended herein shall be limited to and shall include only those purposes which are religious, charitable, scientific, or educational within the meaning of those terms as used in Section 501(c)(3) of the Internal Revenue Code of 1986.

C14.03.01. The management and control of the property and affairs of the Foundation shall be vested in, and its transactions conducted by, a Board of Trustees, hereinafter called Foundation trustees, composed of six persons elected by the congregation at its annual meeting who will hold office for a three-year period commencing March 1 and terminating February 28 of the third year of their terms. Trustees are eligible to serve two consecutive terms. A seventh member of the Board of Trustees shall be the Treasurer of the Olivet Lutheran Church who shall not also act as Treasurer of the Foundation, but serve as a voting trustee, and shall be restricted from serving other offices in the Foundation. The Olivet Lutheran Church Treasurer shall serve only as long as the individual is the active treasurer of the church. Additionally, the senior pastor shall serve on the Foundation Board with voice but not vote. Any vacancy occurring in the Board of Trustees for any cause shall be filled by the Olivet Congregation Council until the three-year period is completed. No contributions or donations are required by trustees of the Foundation, and they shall have no personal liability.

C14.03.02. Meetings of the Foundation.

- a. The Foundation shall hold at least four regular meetings each year, one per quarter, as agreed to by the Foundation trustees.
- b. Four (4) Foundation trustees shall constitute a quorum for the purpose of doing business at any meeting. The trustees may, at any meeting of the same; of which notice has been given as aforesaid, or as waived by all members thereof, adopt such additional rules for the management of the Foundation and investment, sale, mortgaging, or otherwise disposing of its assets and property, real and personal, as may be consistent with the Articles and Bylaws of Olivet Lutheran Church or the Olivet Lutheran Church Foundation.
- c. Special meetings of the Foundation trustees may be called at any time or place by the Foundation president, secretary, or treasurer.
- d. We make every effort to communicate face to face, but the Foundation Trustees may hold meetings by teleconferencing as needed, to the extent permitted by state law. Notice of all meetings may be provided electronically.
- e. Officers within the Foundation shall be elected by ballot of the Foundation trustees, except where there is only one nomination for an office. Such election shall be held annually in the month of March. Officers shall serve for a term not to exceed one year commencing at the time of election and ending with the election of the new officers in the following year. No officers shall hold more than one office at a time. No elected officer shall be eligible to serve more than two consecutive terms in the same office.

C14.03.03. Investments and Disbursements:

- a. All funds and property of the Foundation shall be invested or reinvested in such manner and form as the Foundation trustees shall prescribe.

- b. The monies of the Foundation shall be deposited in the name of the Foundation, in such bank or trust company as the Foundation trustees shall designate, and shall be drawn out only by checks signed by the Foundation treasurer, except where the drawing of the checks shall be delegated to a bank or trust company. In any event, all checks or other withdrawals shall be approved in writing by the president and the Foundation treasurer or secretary or as determined by an affirmative motion appearing in the official meeting minutes of the Foundation.
- c. The Foundation trustees shall authorize, out of income of the Foundation, the payment of such expenses as may become necessary. No trustee shall receive any salary for service.
- d. In investment or reinvestment of the funds of this Foundation, the trustees shall be governed by the rules prescribed by any one or more of the following statutes of the State of North Dakota, and the acts amendatory and supplementary thereto, to-wit: Title 59 of the North Dakota Century Code and the aforesaid statute having to do with investments by fiduciaries, the prudent man rule, and retention of securities as to assets presently held or from time to time acquired by said corporation by gift, devise, bequest, or otherwise, which may not be eligible for investment under the statutes above enumerated, and as to assets which may hereinafter from time to time become ineligible for such investment, the Foundation may retain such assets in its discretion.

The Foundation shall not create or allow any overdraft of undistributed income. It shall not disburse principal funds except in the amount that such disbursement may be approved or permitted by the donor or for investment or reinvestment purposes. The Foundation shall not loan principal funds to Olivet Lutheran Church, and shall not pledge or commit income funds to Olivet Lutheran Church prior to the actual receipt thereof in cash. Profits realized from the sale or transfer of securities or other assets in the principal account shall remain as principal. Losses from sale or transfer of securities and other assets in said principal account may, in the discretion of the foundation trustees, be charged to the principal account and need not be charged to income account. Stock dividends or dividends received in the form of capital stock shall be treated and considered as principal. Any portion of the income may, in the discretion of the trustees, be transferred to the principal account and then shall remain permanently a part thereof.

- e. The income from any property of the Foundation shall be expended for such purposes referred to in the Articles of Incorporation, and at such times as the trustees shall appoint and direct, subject to the Articles of Incorporation and the Bylaws.
- f. The Foundation trustees shall be responsible for accomplishing the purpose and objectives of the Foundation as specified in these bylaws. The Foundation trustees may cause to be selected and/or appointed a competent and experienced administrator and/or such personnel as are, in the sound judgment and discretion of the trustees, necessary for the accomplishment of its purpose and objectives, and to pay any fees, costs, or expenses incurred thereby.
- g. Any other provisions of this instrument notwithstanding, the Trust shall distribute its income each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws.

Any other provision of this instrument notwithstanding, the trustees shall not engage in any act or self-dealing as defined in Section 4941(b) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws; nor make any taxable expenditures as defined in Section 4945(b) of the Internal Revenue code of 1986, or corresponding provisions of any subsequent Federal tax laws.

C14.03.04. Undesignated Funds Left to Olivet Lutheran Church.

Any monies or properties left to Olivet Lutheran Church through a will or other such instrument, the use of which is not specifically designated, shall be deemed to be intended for the Foundation; these assets shall be turned over to the Foundation.

C14.03.05. Officers of the Foundation.

The officers of the Foundation shall be the president, secretary, and treasurer who shall hold office for one year. No officer shall hold more than one office at a time. No elected officer shall be eligible to serve more than two consecutive terms in the same office.

- a. The duties of the president shall be to preside at all meetings of the Board of Trustees and such other duties as are usually incident to the office of president of similar foundations.
- b. The secretary shall issue notices for all meetings, shall keep their minutes, shall sign with the president such instruments as require such signature, and shall make reports and perform other duties as are incident to the office or are properly required of this office by the Board of Trustees.
- c. The duties of the Foundation treasurer shall be to receive and take charge of all monies, title papers and investment securities of the Foundation and to disburse the same as from time to time may be prescribed by the Foundation trustees. Except when such duties may be delegated by the Board of Trustees to a bank or trust company, the treasurer shall have custody of all monies and securities of the Foundation, and shall keep regular books of account, and balance the same each month. He or she shall sign or countersign such instruments as require his signature, and shall perform all duties incident to the office or that are properly required of this office by the Foundation trustees.

C.14.03.06. Annual Report of the Foundation.

The Foundation shall provide a written report of its activities annually to the Olivet Lutheran Congregation Council or at such other times as the Olivet Lutheran Congregation Council shall decide.

C14.03.07. Dissolution or Liquidation of Assets.

In the event of the dissolution or liquidation of the Foundation, the assets and properties belonging thereto shall be assigned and turned over to Olivet Lutheran Church, Fargo, North Dakota. Should the congregation cease to do business and be dissolved, all assets and properties of the Foundation shall be distributed to the Eastern North Dakota Synod of the Evangelical Lutheran Church in America and then to the Evangelical Lutheran Church in America.

**Chapter 15.**

**DISCIPLINE OF MEMBERS AND ADJUDICATION**

- \*C15.01. Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of the congregation, or willful and repeated harassment or defamation of member(s) of the congregation is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Mathew 18:15-17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Congregation Council to the vice president of the synod, who will refer it to a consultation panel drawn from the Consultation Committee of the synod, and d) written referral of the matter by the consultation panel to the Committee on Discipline of the synod. If, for any reason, the pastor is unable to administer the admonitions required by paragraphs a. and b. hereof, those steps may be performed by another pastor chosen by the Executive Committee of the Congregation Council.
- \*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 Evangelical Lutheran Church in America*. If the counseling, censure, and admonitions pursuant to C15.01 do not result in repentance and amendment of life, charges against the accused member(s) that are specific and in writing may be prepared by the Congregation Council, signed, and submitted to the vice president of the synod. The vice president shall select from the synod's Consultation Committee a panel of five members (three lay persons and two ministers of Word and Sacrament). A copy of the written charges shall be provided to the consultation panel and the accused member(s). The consultation panel, after requesting a written reply to the charges from the accused member(s), shall consider the matter and seek a resolution by means of investigation, consultation, mediation, or whatever other means may seem appropriate. The panel's efforts to reach a mutually agreeable resolution shall continue for no more than 45 days after the matter is submitted to it.
- \*C15.03. If the consultation panel fails to resolve the matter, that panel shall refer the case in writing, including the written charges and the accused member's reply, to the Committee on Discipline of the synod for a hearing. A copy of the panel's written referral shall be delivered to the vice president of the synod, the Congregation Council, and the accused member(s) at the same time it is sent to the Committee on Discipline of the synod. The Executive Committee of the Synod Council shall then select six members from the Committee on Discipline to decide the case, and shall appoint a member of the Synod Council to preside as nonvoting chair. Those six members plus the nonvoting chair comprise the discipline hearing panel for deciding the case. The Congregation Council and the accused member(s) are the parties to the case.
- \*C15.04. The discipline hearing panel shall commence and conduct the disciplinary hearing in accordance with the provisions governing discipline of congregation members prescribed in the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*.
- \*C15.05. By the vote of at least two-thirds of the members of the discipline hearing panel who are present and voting, one of the following disciplinary sanctions can be imposed:

- a. suspension from the privileges of congregation membership for a designated period of time;
- b. suspension from the privileges of congregation membership until the pastor and Congregation Council receive evidence, satisfactory to them, of repentance and amendment of life;
- c. termination of membership in the congregation; or
- d. termination of membership in the congregation and exclusion from the church property and from all congregation activities.

\*C15.06. The written decision of the discipline hearing panel shall be sent to the vice president of the synod, the accused member(s), and the Congregation Council as required by the *Constitution, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*. The decision of the discipline hearing panel shall be implemented by the Congregation Council and recorded in the minutes of the next council meeting.

\*C15.07. No member of the congregation shall be subject to discipline a second time for offenses that a discipline hearing panel has heard previously and decided pursuant to this chapter.

\*C15.10. Adjudication

\*C15.11. When there is a disagreement among factions within this congregation on a substantive issue that cannot be resolved by the parties, members of this congregation shall have access to the synodical bishop for consultation after informing the chair of the Congregation Council of their intent. If the consultation fails to resolve the issue(s), the Consultation Committee of the synod shall consider the matter. If the Consultation Committee of the synod shall fail to resolve the issue(s), the matter shall be referred to the Synod Council, whose decision shall be final.

## **Chapter 16.**

### **AMENDMENTS**

\*C16.01. Unless provision \*C16.04. is applicable, those sections of this constitution that are not required, in accord with the *Model Constitution for Congregations of the Evangelical Lutheran Church in America*, may be amended in the following manner. Amendments may be proposed by at least ten voting members or by the Congregation Council. Proposals must be filed in writing with 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 of the proposal together with the council's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.

\*C16.02. An amendment to this constitution, proposed under \*C16.01, shall:

- a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those voting members present and voting;
- b. be ratified without change at the next annual meeting by a two-thirds vote of those voting members present and voting; and

c. have the effective date included in the resolution<sup>1</sup> and noted in the constitution.

\*C16.03. Any amendments to this constitution that result from the processes provided in \*C16.01 and C16.02 shall be sent by the secretary of this congregation to the synod. The synod shall notify the congregation of its decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod has approved them.

\*C16.04. This constitution may be amended to bring any section into conformity with a section or sections, either required or not required, of the *Model Constitution for Congregations of the Evangelical Lutheran Church in America* as most recently amended by the Churchwide Assembly. Such amendments may be approved by a majority vote of those voting members present and voting at any legally called meeting of the congregation without presentation at a prior meeting of the congregation, provided that the Congregation Council has submitted by mail or electronic means, as permitted by state law, notice to the congregation of such an amendment or amendments, together with the Council's recommendations, at least 30 days prior to the meeting. Upon the request of at least two (2) voting members of the congregation, the Congregation Council shall submit such notice. Following the adoption of an amendment, the secretary of the congregation shall submit a copy thereof to the synod. Such provisions shall become effective immediately following a vote of approval.

## **Chapter 17.**

### **BYLAWS**

\*C17.01. This congregation may adopt bylaws. No bylaw may conflict with this constitution.

\*C17.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a two-thirds vote of those voting members present and voting.

\*C17.03. Changes to the bylaws may be proposed by any voting member provided, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose, The Congregation Council shall notify the congregation's members of the proposal with the council's recommendation at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.

\*C17.04. Approved changes to the bylaws shall be sent by the secretary of this congregation to the synod.

## **Chapter 18.**

### **CONTINUING RESOLUTIONS**

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

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<sup>1</sup> Such an effective date must be stated in relation to the requirements of \*C17.03 to allow time for synodical review of the amendment.

- \*C18.02. Continuing resolutions shall be enacted or amended by a majority vote of a meeting of the Congregation 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 may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Congregation Council member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

## **Chapter 20.**

### **PARISH AUTHORIZATION**

- \*C20.01. This congregation may unit in partnership with one or more other congregations recognized by the synod named in \*C6.01. to form a parish. Except as provided in C\*20.02. and \*C20.03., a written agreement, developed in consultation with the synod and approved by the voting members of each congregation participating in the parish shall specify the powers and responsibilities that have been delegated to the Parish Council. The Parish Agreement shall identify which congregation of the parish issues calls on behalf of the member congregations or shall establish a process for identifying which congregation issues calls on behalf of the member congregations..
- \*C20.02. One congregation of a parish shall issue a call on behalf of the member congregation to a minister of Word and Sacrament or a candidate for the roster of Ministers of Word and Sacrament who has been recommended by the synodical bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.
- \*C20.03. One congregation of a parish may issue a call on behalf of the member congregations to a minister of Word and Service or a candidate for the roster of Ministers of Word and Service who has been recommended by the synodical bishop to serve the congregations of the parish. Such a call shall be approved prior to issuance by a two-thirds vote at a congregational meeting of each congregation forming the parish. If any congregation of the parish should fail to approve the call, the other congregations of the parish shall have the right to terminate the parish agreement.
- \*C20.04. Any one of the congregations of the parish may terminate their relationship with the pastor as provided in †S14.18.d. of the synodical constitution of the synod named in \*C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.

\*C20.05. Any one of the congregations of the parish may terminate their relationship with a minister of Word and Service as provided in †S14.43.d. of the synodical constitution of the synod named in \*C6.01. In such case, the other congregation(s) of the same parish shall have the right to terminate the parish agreement.

\*C20.06. Whenever a parish agreement is terminated, the call of any rostered minister serving that parish is terminated. Should any congregation that was formerly part of the parish agreement desire to issue a new call to that rostered minister, it may do so in accordance with the call process of this church.

**Signed:**

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**President:**  
**Olivet Lutheran Church**

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**Secretary:**  
**Olivet Lutheran Church**

**Previously approved Constitution dated September 17, 1996**