

St. Mary's Evangelical Lutheran Church



Annual Congregational Meeting

St. Mary's Evangelical Lutheran Church
at Silver Run, Carroll County, Maryland

Articles of Amendment

St. Mary's Evangelical Lutheran Church at Silver Run, Carroll County, Maryland, a Maryland corporation having its principal place of worship in Carroll County, Maryland (hereinafter called the "Corporation"), hereby certifies to the State Department of Assessments and taxation of Maryland that:

FIRST: The Charter of Articles of Incorporation as adopted by this Church Corporation on December 21, 1889, is wholly amended, superseded, and completely restated so that said Charter of Articles of Incorporation shall read as follows:

ARTICLE I

NAME

The name of this Church corporation, hereinafter sometimes called "congregation," is St. Mary's Evangelical Lutheran Church at Silver Run, Carroll County, Maryland. The address of this Church corporation is 3978 Littlestown Pike, Westminster, Maryland 21157, which is also the principal office of the corporation. The resident agent shall be Mr. James Crist, whose address is 1715 Manchester Road, Westminster, Maryland 21157, who is a citizen of this State and actually resides therein.

ARTICLE II

PURPOSES

The Purpose of this corporation are to provide for the worship and service of Almighty God according to the ritual and discipline of the Evangelical Lutheran Church in America, or its lawful successor, in keeping with the prevailing doctrine of the said Church.

ARTICLE III

MEMBERSHIP

Section 1. The congregation of this church corporation shall consist of the pastor, or pastors, and other baptized persons who have been received and continue in its fellowship.

Section 2. The right to vote at all annual and special meetings of the congregation shall be confined to confirmed members who have communed and made a contribution of record during the current or preceding year.

Section 3. At all Congregation Meetings the presence in person of at least fifteen percent (15%) of the voting members shall constitute a quorum.

ARTICLE IV

THE PASTOR

The pastor of this congregation shall be a minister of the Lutheran Church body of which this congregation is a member, or shall promptly apply to become a member thereof upon acceptance of the call of this congregation. Should the synod refuse to receive him, or should he be deposed from the office of the ministry, he shall automatically cease to be a pastor of this congregation.

ARTICLE V

THE CONGREGATION COUNCIL

Section 1. The Congregation Council shall consist of the pastor or pastors and not less than four (4) person, elected from the membership of the congregation as hereinafter provided; the precise number of council members to be established from time to time by the Constitution and/or By-laws. The Congregation Council shall constitute a body politic or corporate to act as Trustees in the name and on behalf of the congregation of this church corporation, and, as such trustees, shall manage the estate, property, interests and inheritances of the said congregation.

Section 2. Members of the Congregation Council, with the exception of the pastor or pastors, shall be elected at the annual meeting of the congregation of this church corporation upon the majority vote of the eligible voting members a determined in ARTICLE III, Section 2 of these Articles of Incorporation, present in person and voting at said annual Congregation Meeting. Members of the Congregation Council, with the exception of the pastor or pastors, shall hold office for a period of three (3) years and until their respective successors are duly elected and installed. The membership of the Congregation Council, so far as possible, shall be divided into three (3) groups, so that one-third (1/3) of the members thereof shall be elected to office at each annual Congregation Meeting, for a term of three (3) years. Only members of the congregation who are themselves voting members of legal age or older shall be eligible for election as members of the Congregation Council. No member of the Congregation Council having served two full terms of three (3) years shall be eligible for re-election until one (1) year after the expiration of his term of office.

Section 3. All lands, tenements and hereditaments, all rents and annuities, and all goods and chattels now vested in this church corporation, and all other property belonging to the corporation or that may hereafter be conveyed to, acquired by, or belong to the same, shall be vested in said body corporate, the Congregation Council, and its successors forever; and said body corporate shall have perpetual succession by the name of this church corporation. The Congregation Council shall be and it is hereby declared capable of bargaining, selling, leasing, conveying, mortgaging, or making any other disposition of said property or any part thereof, or any other property which may hereafter be acquired by said corporation, in as full and effectual a manner as any person or body corporate may or can do; however, in the case of real property or any other property with a value in excess of \$3,000.00, such action shall require the prior consent and approval by a two-thirds (2/3) vote of the eligible voting members as determined in ARTICLE III, Section 2 of these Articles of Incorporation, a quorum being present, who shall attend and vote at a meeting

called for that purpose after due notice thereof shall have been given at the services of worship on the preceding two consecutive Sundays, or by mail to all eligible voting members at least ten (10) days in advance of the date of the meeting. All Acts, deeds and mortgages of the said corporation shall be signed by the President or Vice-President of the corporation, on behalf of the corporation, and sealed with its corporate seal, attested by its Secretary or Assistant Secretary; and all acts, deeds and mortgages for the conveyance of any land or other property of the corporation which by law ought to be acknowledged on behalf of the corporation by its President, or Vice-President; and all acts, deeds and mortgages of the corporation so authenticated shall be deemed valid.

ARTICLE VI

THE SEAL

The congregation of the church corporation shall adopt a seal, the description for which is as follows: the seal of this congregation presents a circle within a circle. In the inner circle are the words "Incorporated December 21, 1889" and in the outer circle are the words "St. Mary's Evangelical Lutheran Church, Silver Run. MD."

ARTICLE VII

CONSTITUTION AND/OR BY-LAWS

A Constitution and/or By-Laws not in conflict with this Charter or these Articles of Incorporation or plan of government or regulation, may be adopted, and may be amended or rescinded by the congregation of this church corporation in accordance with procedures set forth in the Constitution and/or By-Laws providing for such amendment.

ARTICLE VIII

AMENDMENTS

This Charter, or these Articles of Incorporation, or plan of government or regulation may at any time, and from time to time, be altered or amended, in accordance with the applicable provisions of the laws of the State of Maryland relating to religious corporations, or any supplement, amendment or addition thereto, at any annual or special meeting of the members of the congregation of this church corporation by the two-third (2/3) affirmative vote of the eligible voting members as determined in ARTICLE III, Section 2 of these Articles of Incorporation, of legal age or older, present in person and voting at said Congregation Meeting, a quorum being present, provided, that if done at a special Congregational Meeting, announcement of such special meeting shall have been given at the services of worship on the preceding two consecutive Sundays, or by mail to all eligible voting members at least ten (10) days in advance of the date of the meeting, and that such notice state the substance of the amendment to be presented for action at such special meeting.

Second: The foregoing amendments were duly advised by the trustees and approved by the members of the religious corporation.

We the undersigned trustees who approved the resolution advising the foregoing amendments, acknowledge, in the name and on behalf of said Corporation, the foregoing amendments to be

the corporate acts of said Corporation.

Robert Heltibridle

Dennis Hare

Robert Spangler

Doug Ward

Art Wisner

Michael Chimilewski

Craig Fleischer

John Flickinger

Eugene Bass

Ray Haines

Ruth Warfield

Glenn Matthias

THE UNDERSIGNED, Secretary of the meeting of the members, certify to the best of my knowledge, information and belief, the matters and facts set forth herein with respect to the approval thereof are in all material respect, under the penalties of perjury.

Gertrude Uebel, Secretary

CONSTITUTION and BY-LAWS*
ST. MARY'S EVANGELICAL LUTHERAN CHURCH
Silver Run, Maryland

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 St. Mary's Evangelical Lutheran Church at Silver Run, Carroll County, Maryland.

C1.02. For the purpose of this constitution and the accompanying bylaws, the St. Mary's Evangelical Lutheran congregation is hereinafter designated as "this congregation".

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

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 of norm of its proclamation, faith, and life.

C2.04. This congregation accepts the Apostles', Nicene, and Athanasian Creeds as the 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 Small 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.

* Constitution and By-Laws were approved on November 20, 1988 at the Annual Congregational Meeting (see pgs. 121ff of Council Minutes Journal covering December 5, 1983 - April 2, 1990)

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. 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. This church, 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.

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 Evangelical Lutheran Church in America.
- I. Foster and participate in ecumenical relationships consistent with churchwide policy.

C4.04. The Congregation Council shall prepare descriptions of the responsibilities of each committee, task force, or other organizational groups and shall review their actions.

C4.05. This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.

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 the congregation's governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:

- a. call a pastor;
- b. terminate the call of a pastor;
- c. appoint or terminate the appointment of associates in ministry in conformity with the applicable policy of the Evangelical Lutheran Church in America;
- d. approve the annual budget;
- e. acquire real and personal property by gift, devise, purchase, or other lawful means;
- f. hold title to and use its property for any and all activities consistent with its purpose;
- g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
- h. elect its Congregation Council and require them to carry out their duties in accordance with the constitution and bylaws; and
- I. Terminate its relationship with the Evangelical Lutheran Church in America as provided in Chapter 6.

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 Maryland 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 clergy roster of the Evangelical Lutheran Church in America in accordance with its call procedures except in special circumstances and with the approval of the bishop or the synod.
 - d. This congregation agrees to consider associates in ministry for appointment 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 provisions are in agreement with the constitution and bylaws of the Evangelical Lutheran Church in America or 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 actions 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 desire of this congregation to terminate its relationship must be adopted at a legally called and conducted meeting of this congregation by a two-thirds majority of the voting members present.
 - b. The secretary of this congregation shall submit a copy of the resolution to the synodical bishop 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 shall consult with this congregation during a period of at least 90 days.
 - d. If this congregation, after consultation, still desires to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds majority of the voting members present, at which meeting the bishop of the synod or an authorized representative shall be present. Notice of the meeting shall be mailed to all voting members at least 10 days in advance of the meeting.
 - e. A certified copy of the resolution to terminate its relationship shall be sent to the synodical bishop, at which time the relationship between this congregation and ELCA shall be terminated.
 - f. Notice of termination shall be forwarded by the synodical bishop to the secretary of this church and published in the periodical of this church.
- C6.06. If this congregation is considering relocation, it shall confer with the bishop of the synod before any steps are taken leading to such action. The approval of the Synod Council shall be received before any such action is effected.

Chapter 7.

PROPERTY OWNERSHIP

- C7.01. If this congregation ceases to exist, title to undisposed property shall pass to the Maryland 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 a two-thirds majority of the voting members of this congregation present at a regularly 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. Before this congregation takes action to transfer to another Lutheran church body, it shall consult with representatives of the Maryland Synod.
- C7.04. If a two-thirds majority of the voting members of this congregation present at a regularly called and conducted special meeting of this congregation vote to become independent or related to a non-Lutheran church body, 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 the 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 the 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.

Chapter 8.

MEMBERSHIP

- C8.01. Members of this congregation shall be those baptized persons on the roll of the 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 person received by affirmation of faith.
 - c. Voting members are confirmed members. Such confirmed members shall have communed and made a contribution of record during the current or preceding year.
 - 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. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Congregation Council of this congregation.
- C8.03. All applications for confirmed membership shall be submitted to and shall require the approval of the Congregation Council.
- 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 and of the Evangelical Lutheran Church in America through contributions of their time, abilities, and financial support as biblical stewards.

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 by the Congregation Council.

Such persons who have been removed from the roll of members shall remain persons for whom the church has a continuing pastoral concern.

Chapter 9.

THE PASTOR

C9.01. Authority to call a pastor shall be in this congregation by at least a two-thirds majority ballot vote of members present and voting at a meeting regularly 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 clergy roster of the Evangelical Lutheran Church in America or who has been recommended for it 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, every ordained minister shall preach the Word, administer the sacraments, conduct public worship, provide pastoral care, and shall speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world. Each ordained minister with a congregational call shall, within the congregation, offer instruction, confirm, marry, visit the sick and distressed, and bury the dead; supervise all schools and organizations of the congregation; shall install regularly elected members of the Congregation Council, and with the council administer discipline. Every pastor shall seek out and encourage qualified persons to prepare for the ministry of the Gospel and strive to extend the Kingdom of God in the community, in the nation, and abroad; shall impart knowledge of this church and its wider ministry through distribution of its periodicals and other publications; and shall endeavor to increase the support given by the congregation to the work of the Evangelical Lutheran Church in America and of the 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.

C9.05. a. The call of the congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment which, except in the case of the death of the pastor, shall be terminated only following consultation with the synodical bishop and for the following reasons:

- 1. mutual agreement to terminate the call or the completion of a call for a specific term of years;
- 2. resignation of the pastor;
- 3. inability to conduct the pastoral office effectively in the congregation in view of local

- conditions, without reflection on the competence or the moral and spiritual character of the pastor;
4. th physical or mental incapacity of the pastor;
 5. disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty; or
 6. the dissolution of the congregation.
- b. In the case of alleged physical or mental incapacity of the pastor or ineffective conduct of the pastoral office, it shall be the responsibility of the bishop of the synod, when such difficulties are personally known or have been brought to the synod's attention by an official recital fo allegations by the Congregation Council or by a petition signed by at least two-third of the voting members of the congregation, to investigate such conditions personally in company with a committee of two ordained ministers and one layperson.
 - c. In case of alleged physical or mental incapacity competent medical testimony shall be obtained. When such disability is evident, the bishop of the synod with the advice of the committee shall declare the pastorate vacant. Upon the restoration of the disabled pastor to health, the bishop of the synod shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another field of labor.
 - d. In the case of alleged local difficulties which imperil the effective functioning of the congregation, all concerned persons shall be heard, after which the bishop of the synod together with the committee described in C9.05.b. shall decide on the course of action to be recommended to the pastor and the congregation. If they agree to carry out such recommendations, no further action shall be taken by the synod. If either party fails to assent, the congregation may dismiss the pastor by a two-thirds majority vote of the voting members present at a regularly called meeting after consultation with the bishop.
 - e. The foregoing procedure shall never be invoked when questions of doctrine, morality, or continued neglect of duty are involved, all such cases being treated as disciplinary matters.
 - f. If in the course of the proceedings, it should become apparent that the pastoral office cannot be conducted effectively in the congregation being served by the ordained minister due to local conditions, the bishop of the synod may temporarily suspend the pastor from service in the congregation without prejudice and with pay provided through a joint churchwide/synod fund and with housing provided by the congregation.

C9.06. At a time of pastoral vacancy, an interim pastor may 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 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 ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor.

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.

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 synd the congregation may depart from C9.05.a. and call a pastor for a specific term of years. 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 call may also be terminated before its expiration in accordance with the provisions of C9.05.a.

C9.12. The pastor shall keep accurate parochial records of all baptism, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation, and shall submit a summary of such statistics annually to the synod.

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.

Chapter 10.

CONGREGATION MEETING

C10.01. The annual meeting of this congregation shall be held at a time specified in the bylaws.

C10.02. A special Congregation Meeting may be called by the pastor, the Congregation Council, or the president of this congregation, and shall be called at the written request of ten percent of the voting members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

C10.03. Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays or by mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members shall be sufficient.

C10.04. Fifteen percent of the voting members shall constitute a quorum. Prior to any Congregation Meeting the Secretary shall make an accurate count of the voting members and verify that a quorum exists.

C10.05. Voting by proxy or by absentee ballot shall not be permitted.

C10.06. All actions by the congregation shall be by majority vote except as otherwise provided in this constitution.

C10.07. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

Chapter 11.

OFFICERS

C11.01. The officers of this congregation shall be a president, vice-president, secretary, and treasurer.

a. Duties of the officers shall be specified in the bylaws.

- b. The officers shall be voting members of the congregation.
- C11.02. The Congregation Council shall elect its officers and they shall be the officers of the congregation. The officers shall serve for one year or until their successors are elected. Their terms shall begin on January 1st and end on December 31st.
- C11.03. 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.

Chapter 12.

CONGREGATION COUNCIL

- C12.01. The Congregation Council shall consist of the pastor(s) and twelve elected members. Any voting member of the congregation who is of legal age 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. Elected members of the Congregation Council shall be chosen by ballot by a majority vote at the Annual Congregation Meeting. Their tenure shall be so arranged that on-third of the terms expire annually. Such members shall be eligible to serve no more than two full terms consecutively. Their term of office shall be for three years with the term of office beginning on January 1st and ending on December 31st. Newly elected Congregation Council members shall be installed at worship the Sunday prior to the date they assume office.
- 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 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 pastor(s) and staff and help them annually to evaluate the fulfillment of their calling, appointment, or employment.
 - e. To be examples individually and corporately of the style of life and ministry expected of all baptized person.
 - 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 units of the Evangelical

Lutheran Church in America as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the Evangelical Lutheran Church in America.

- I. To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
- C12.05. The Congregation Council shall be responsible for the financial and property matters of this congregation.
- a. The Congregation Council shall be the board of trustees/ 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 obligation that pertain to such boards under the laws of the State of Maryland, 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 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 additional obligations as it sees may be needed and may be met by anticipated receipts.
 - d. 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.
 - e. The Congregation Council shall be responsible for this congregation's investments and its total insurance program.
- C12.06. The Congregation Council shall see that the provisions of this constitution and its bylaws are carried out.
- C12.07. The Congregation Council shall provide for an annual review of the membership roster.
- C12.08. The Congregation Council shall be responsible for the appointment and supervision for the salaried lay workers of this congregation.
- C12.09. The Congregation Council shall submit a comprehensive report to this congregation at the annual meeting.
- C12.10. The Congregation Council shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called at the request of at least one-half of its members. Notice of each special meeting shall be given to all who are entitled to be present.
- C12.11. A quorum for the transaction of business shall consist of a majority of the members of the Congregation Council, including the pastor or interim pastor, except when such person requests or consents to be absent and has given prior approval to an agenda of routine matters which shall be the only business of the meeting.

Chapter 13.

CONGREGATION COMMITTEES

- C13.01. Congregational committees may be formed as the need arises, by decision of the Congregation Council.
- C13.02. Duties of congregational committees 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.

Chapter 15.

DISCIPLINE OF MEMBERS

- C15.01. Denial of the Christian faith as described in this constitution, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18: 15 -17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Congregation Council.
- C15.02. A member charged with the offense shall appear before the Congregation Council having received a written notice, specifying the exact charges that have been made against the member, at least 10 days prior to the meeting.
- C15.03. Should the allegations be sustained by a two-thirds majority vote of the Congregation Council, the council shall impose one of the following disciplinary actions:
- a. censure before the council or congregation;
 - b. suspension from membership for a definite period of time; or
 - c. exclusion from membership in this congregation. Disciplinary actions b. and c. shall be delivered to the member in writing.
- C15.04. The member against whom disciplinary action has been taken by the Congregation Council shall have the right to appeal the decision to the Synod Council. Such right may not be abridged and the decision of the Synod Council shall be final.
- C15.05. Disciplinary actions may be reconsidered and revoked by the Congregation Council upon receipt of a) evidence that injustice has been done or b) evidence of repentance and amendment.

Chapter 16.

BYLAWS

- C16.01. This Congregation may adopt bylaws. No bylaw may conflict with this constitution.
- C16.02. Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.
- C16.03. Changes to the bylaws may be proposed by any voting member provided, however, that such additions or amendments be submitted in writing to the Congregation Council at least 60 days before a regular or special Congregation Meeting called for that purpose and that the Congregation Council notify the members of the proposal with its recommendations at least 30 days in advance of the Congregation Meeting.
- C16.04. Approved changes to the bylaws shall be sent to the synod.

Chapter 17.

AMENDMENTS

- C17.01. Amendments to this constitution may be proposed by at least five 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 its regular or special meeting called for that purpose. The Congregation Council shall notify the members of the proposal with their recommendations at least 30 days in advance of the meeting.
- C17.02. A proposed amendment to this constitution shall:
- a. be approved at a properly called meeting according to this constitution by a two-thirds majority vote of those present and voting;
 - b. have the effective date included in the resolution and noted in the constitution.
- C17.03. Any amendments to this constitution shall be sent by the secretary of this congregation to the synod. The amendment shall become effective within 120 days from the date of the receipt of the notice by the synod unless the synod informs this congregation that the amendment is in conflict with the constitution and bylaws of the Evangelical Lutheran Church in America, or the constitution of the Maryland Synod.

BYLAWS

Chapter 1.

OUR CONGREGATION'S IDENTITY AND MISSION

B1.01. WHO WE ARE?

St. Mary's Evangelical Lutheran Church is an assembly of believers who gather together in the community of Silver Run, Maryland. We are a collection of people with different needs and concerns and yet we are called to a unity which grows from joining together in worship of God, the Father, the Son, and the Holy Spirit. Each of us has different God-given gifts and talents which we are called to witness to our faith in God's love revealed through Jesus Christ. We are called and empowered by the Holy Spirit to invite others to share in our faith in Christ and to welcome them into the life of our congregation.

B1.02. WHAT IS OUR MISSION?

What we do as individuals or together as a congregation witnesses to our faith. Therefore, we believe that we as a congregation need to:

SUPPORT and strengthen one another in our resolve to be faithful to God's will and purpose.

Gather together in **WORSHIP** to remember God's mighty acts in the past, celebrate his abiding presence, and grow in fellowship as we listen to the Word of God in scripture and preaching, receive the sacraments, and respond with acts of adoration, confession, and thanksgiving.

Provide opportunities for **LEARNING** to help people understand God's revelation of himself in Jesus Christ and to trust in the power of the Holy Spirit to guide them in living in accordance with God's will and purpose.

Encourage one another to **WITNESS** to our faith at every opportunity and to invite others to share in our worship and fellowship.

Act in caring **SERVICE** toward one another and those around us in society so that suffering is alleviated, justice fostered, oppression overcome, and care provided for the earth on which we live.

Chapter 2.

COMMITTEES

B2.01. At its transition meeting in December of each year, the Congregation Council shall appoint as many standing committees as the local and wider concerns of the congregation may require for the coming year. Each committee shall be chaired by a member of the Council and composed of other Council Members and voting members of the congregation. Although appointed by and responsible to the Congregation Council, these committees shall be recognized as representative of the interests of, and performing essential services for, the congregation as a whole. The pastor(s) and president shall have voice and vote in all committees.

- B2.02. Except as stipulated in the following paragraphs, the duties of all committees shall be assigned by the Congregation Council, along with such instructions as in its judgment are in the best interests of the congregation. All actions of committees shall be subject to review by the Congregation Council.
- B2.03. There shall be a Committee on Christian Education. This committee, in association with the pastor, shall oversee the conduct and promotion of the school(s) and the activities of all organizations within the congregation. It shall encourage the use of teaching and worship materials published or approved by the Evangelical Church in America, and seek to introduce the church's periodicals and books of family devotion into the homes of the congregation. One of the primary aims of the Committee on Christian Education shall be to bring the call to the ministry of the Gospel and to other full-time church vocations to the attention of qualified youth of the congregation.
- B2.04. There shall be a Committee on Church Property. This committee shall see to the proper maintenance and protection of all property and equipment of the congregation, and shall take care that the same is kept in good repair and is adequately insured.
- B2.05. There shall be a Finance Committee, of which the Treasurer shall be Chairman, ex officio. It shall prepare a draft budget for the succeeding year, including this congregation's full share in support of the wider ministry being carried on its behalf by the Evangelical Lutheran Church of America and the synod, and shall submit such draft budget to the Congregation Council for its action and later presentation to a Congregational Meeting. The committee shall exercise oversight of all the financial affairs of the congregation to make sure that they 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. It shall, subject to the approval of the Congregation Council, be responsible for the congregation's investments and its total insurance program payment. It shall, also, be the function of this committee to teach the Christian use of money; to diffuse knowledge of the congregation's local, national and world-wide ministries; and to lead all its members to higher levels of proportionate giving for the Lord's work. This committee shall also be responsible for congregational efforts which lead to informed and grateful giving of time, talents and material possession.
- B2.06. There shall be an Outreach and Welcome Committee. The purpose of this committee shall be to extend Christian compassion and helpfulness to the ill, the aged, the orphaned, the under-privileged, the imprisoned and, in general, to persons of all ages in need of aid in body or soul. It shall strive to enlist in these efforts as many as possible of the members and organizations of the congregation. This committee shall also stimulate and lead all members of the congregation in continuous and, from time to time, concerted endeavors to reawaken the spiritually indifferent and to reach others, who are as yet unwon, with the Gospel and attach them to Christ's Church. To this end, the committee shall devote itself to deepening spiritual life and shall periodically study the congregation in the context of its surrounding community.
- B2.07. There shall be a Committee on Worship and Music. This committee shall assist the Congregation Council in seeing that the services of God's house are conducted regularly and in accordance with the liturgy of the Evangelical Lutheran Church in America, that competent ushers are recruited and trained, and that hymnals and other devotional materials

are provided and properly cared for. This committee shall supervise, and strive to advance the welfare and effective service of the choir(s) of the congregation. It shall arrange for the care of paraments, vestments and musical instruments and, in consultation with the pastor, the organist and the choir director(s), it shall furnish music supplies appropriate for use in the worship of the congregation of the Evangelical Lutheran Church in America.

- B2.08. There shall be an Audit Committee consisting of at least three voting members whose duty it shall be to audit the accounts of the Treasurer(s) at the close of the calendar year and to report back to the Congregation Council.
- B2.09. There shall be a Staff Support Committee. This committee shall act as a two way channel for communication between the congregation and the Pastor and other staff members. It shall be a personal support group concerned about the physical, emotional, and spiritual needs of these staff members and their growth and renewal. They shall work with these staff members to periodically review the life and ministry of the congregation and help the various staff members to define the role which they play in that life and ministry. The aim of this review should be to increase mutual understanding and effectiveness in ministry. Should conflict or tension arise between staff members, council, or congregation, this committee should work as an agent of reconciliation.
- B2.10. When a pastoral vacancy occurs, a Call Committee consisting of at least six voting members shall be appointed by the Congregation Council to work with the call process. The service of this committee will terminate at the installation of the newly-called pastor.

Chapter 3.

THE ANNUAL CONGREGATION MEETING

- B3.01. The annual meeting shall be held in November on a date to be selected by the Congregation Council.
- B3.02. The order of business for the annual meeting shall be:
- a. Opening devotions
 - b. Reading of the minutes of the previous meeting
 - c. Elections
 - d. Presentation and approval of a budget for the succeeding year
 - e. Reports of Officers and Committees
 - f. Old Business
 - g. New Business
 - h. Open discussion
 - I. Closing prayer

Chapter 4.

TRANSITION OF CONGREGATION COUNCIL MEMBERS

- B4.01. Following the annual Congregation Meeting in November, Council members-elect shall attend the regular December Congregation Council Meeting to effect the orderly transition of the affairs of the congregation. Election of new offices and appointment of committee chairmen shall occur at this meeting. The newly constituted Congregational Council shall assume its responsibilities on January 1 each year.

Chapter 5.
DUTIES OF OFFICERS

- B5.01. The president shall preside at meetings of the congregation and the congregation council.
- B5.02. The vice-president shall exercise the duties of the president in the latter's absence or at the latter's request.
- B5.03. The secretary shall keep accurate minutes of all meetings of the congregation and of the council in a volume provided by the congregation, which shall be preserved permanently in its archives.
- B5.04. The treasurer(s) shall keep the books of account of the congregation; and shall receive all funds and disburse them on proper orders, making monthly remittance of benevolence receipts to the treasurer of the synod. The treasurer(s) shall make written report of all financial transactions to the Congregation Council monthly and to the congregation annually. All financial officers shall give corporate surety, in amounts determined by the Congregation Council, for which the premium shall be paid by the congregation. Fidelity coverage provided by the Evangelical Lutheran Church in America shall be deemed a fulfillment of this requirement.

Chapter 6.
THE CONGREGATION COUNCIL

- B6.01. The following shall constitute a suggested order of business at regular monthly meetings:
- a. Devotions
 - b. Roll call and action on excuses for absence
 - c. A period for study of life and work of the church
 - d. Reading of minutes
 - e. Reception of petitions and communications
 - f. Report of Pastor
 - g. Report of treasurer
 - h. Report of standing committees
 - I. Special committee reports
 - j. Other reports
 - k. Unfinished business
 - l. New business
 - m. Adjournment with prayer
- B6.02. Nominations for Congregation Council membership shall be made by the Congregation Council at its November meeting, to the number of twice as many people as are to be elected. Additional nominations may be made from the floor at the Congregation Meeting by any voting member.