

CONSTITUTION and BYLAWS

Of

GRACE EVANGELICAL LUTHERAN CHURCH Oshawa, Ontario

(June, 2007 - Revised)

THE CONSTITUTION

PREAMBLE

The Word of God requires that a Christian congregation shall conform to this Divine Word and doctrine and practice and that all things be done decently and in order.

Therefore, we the members of Grace Evangelical Lutheran Church accept and subscribe to the following Constitution and Bylaws of Grace Evangelical Lutheran Church, in accordance with which all spiritual and material affairs of this congregation shall be governed, this 15th day of November 1959.

ARTICLE I

NAME

The name of this congregation shall be Grace Evangelical Lutheran Church (Oshawa), corporate and legal, located at Oshawa, Ontario, under the laws of Ontario.

ARTICLE II

PURPOSE

The purpose of this congregation shall be to serve its members and to spread the Kingdom of God by the preaching of the Word of God, by the administration of the Sacraments and by religious instruction of youth and adults, and to foster Christian fellowship and charity.

ARTICLE III

CONFESSIONS

This congregation acknowledges and accepts all the canonical books of the Old and New Testaments as the revealed Word of God, verbally inspired, and acknowledges and accepts all of the Confessional Writings of the Evangelical Lutheran Church contained in the Book of Concord of the year 1580, to be the true and genuine exposition of the doctrines of the Bible. These Confessional Writings are:

- 1) The three Ecumenical Creeds (Apostles, Nicene, Athanasian),
- 2) The Unaltered Augsburg Confession,
- 3) The Apology of the Augsburg Confession,
- 4) The Smalcald Articles,
- 5) Luther's Large and Small Catechisms,
- 6) The Formula of Concord.

In this congregation, therefore, no doctrine shall be taught or tolerated which is at variance with these symbols of the Evangelical Lutheran Church, and according to this norm of doctrine all doctrinal controversies which may arise in this congregation shall be decided and adjusted.

ARTICLE IV

MEMBERSHIP

The membership of this congregation shall include:

A. Baptized Members

Baptized members are all members who have been baptized in the name of God the Father, Son and Holy Ghost, including those on the membership rolls who have confirmed their Baptismal vow in the Rite of Confirmation.

B. Communicant Members

Communicant members are those who:

1. are baptized in the name of God the Father, Son and Holy Ghost,
2. accept all the canonical books of the Old and New Testaments as the only divine rule and standard of faith and life,
3. have been properly instructed or have been received as communicant members
 - a) by transfer from a sister congregation, or
 - b) from other Lutheran bodies,
4. declare adherence to the Confessional Writings of the Evangelical Lutheran Church, as enumerated in Article III Confessions and are familiar with Luther's Small Catechism,
5. lead Christian lives and do not live in manifest works of the flesh,
6. partake of the Lord's Supper frequently after their confirmation,
7. devote of their time and talents to the extension of the Kingdom of God,
8. permit themselves to be fraternally admonished and corrected when they have erred,
9. are not members, affiliates or supporters of secret societies or other organizations conflicting with the Word of God and the conduct of a Christian.

C. Voting Members

All confirmed members who have reached the age set forth in Section I of the Bylaws, and who have read and signed the Constitution and Bylaws of the Congregation shall be entitled to vote and hold office.

Church Council - Women who have reached the age of eighteen may hold voting membership in the congregation and serve as officers and as members of Boards and Committees as long as these positions are not directly involved in the specific functions of the pastoral office (preaching, the public administration of the sacraments, church discipline) and as long as this service does not violate the order of Creation (usurping authority over men). Accordingly, they shall not serve as pastor, as a member of the Board of Elders or corresponding board directly involved in the functions of the pastoral office, as president or vice-president of the congregation.

ARTICLE V

THE OFFICE OF PASTOR

The pastoral office of this congregation shall be conferred upon such ministers and candidates only as:

- A. Profess and adhere to the confessional standards set for the in Article III of this constitution and are well qualified for their work. Pastors shall, in the call extended to and accepted by them, be pledged to this confessional standard,
- B. are members of, or have qualified and applied for membership in, the same synod to which this congregation belongs,
- C. have been properly and rightfully called by the congregation.

ARTICLE VI

POWERS OF THE CONGREGATION

A. General

The congregation as a body, through the voting members shall have supreme power to administer and manage all its external affairs. The establishment and conduct of all institutions and societies within the congregation, such as the Sunday School, youth societies, ladies' organizations, men's organizations, choir, etc., shall at all times be subject to the approval and supervision of the congregation. The congregation, however, shall not be empowered to decide anything contrary to the Word of God and the Confessions of the Lutheran Church (Article III), and any such decisions shall be null and void.

B. Right to Call

The right to call pastors, as well as the right to elect all other officers of the congregation, shall be vested in

thereby support their own Christ-appointed work.

ARTICLE XII

BYLAWS

This congregation may adopt such bylaws as may be required for the accomplishment of its purpose.

ARTICLE XIII

CHANGING THE CONSTITUTION

A. Unalterable Articles

The following articles of this Constitution or sections thereof shall be unalterable and irrevocable: III, IV, V, VIII, IX, X, XIII-A.

B. Amendments

Amendments to this Constitution and the Bylaws may be adopted at a regular Voters' Assembly, provided that:

1. They do not conflict with the provisions laid down in Article III and Article XIII-A, or with any section of any other article that pertains to scriptural doctrine and practice;
2. the proposed amendment has been submitted in writing at a previous Voters' assembly;
3. an affirmative vote of two-thirds majority of the voting membership present at the Voters' assembly has been effected for the adoption of the Amendment.

BYLAWS

Section I

MEMBERSHIP

A. Admission into Membership and Duties of Member

1. Communicant Membership

a) By Confirmation

Confirmation itself being a reception into church membership, all who are thus received by this sacred act become communicant members.

b) By Transfer

Persons coming with a communicant letter of transfer from a congregation in church fellowship, provided they conform in all respects to the requirements of membership, shall be received by the pastor.

c) By Profession of Lutheran Faith

Other persons shall submit their application to the Pastor (or an Elder), and having given satisfactory evidence of qualification for communicant membership to the Pastor (or an Elder who shall refer this candidate to the Pastor), and after approval by the Pastor shall be received as a communicant member.

d) Duties

All communicant members shall accept committee appointments if possible.

e) Definition

A communicant member is a person who in addition to all other requirements outlined in the constitution, attends the Lord's Supper .

2. Voting Membership

a) Reception

All members who have been confirmed and who have reached their eighteenth year shall have the right to vote in the Voters' assembly.

b) Duties

It shall be the duty of every voting member to attend the Voters' assemblies. By failing to attend such meetings a member waives the right to cast his vote during that meeting. He shall generally participate in the business of the Voters' assembly; he shall familiarize himself and adhere to the Constitution and Bylaws of the congregation.

c) Forfeiture

The right of voting membership shall cease with the termination of the communicant membership upon which it is conditioned.

B. Termination of Membership

1. Communicant Membership

Communicant membership in this congregation shall terminate under one or more of the following conditions:

a) Transfer to Other Congregations

Communicant members desiring to join another Lutheran congregation shall present their request for transfer to the Pastor, to whom authorization is granted to issue such transfers. Such transfers of membership shall be announced in the Voters' assembly or published and posted for the congregation information at a subsequent meeting. Members under church discipline shall not be transferred without the approval of the voters.

b) Joining Congregations of Other Denominations

In cases where communicant members have joined congregations outside our own fellowship, they shall, upon the recommendation of the Pastor be considered to have terminated their membership, and their names shall be removed from the membership rolls by resolution of the Voters' assembly.

c) Whereabouts Unknown

The names of members whose whereabouts are unknown for a period of one year and cannot be established, shall be removed from the membership rolls by resolution of the Voters' assembly, and forthwith such membership is terminated.

d) Excommunication

All members who conduct themselves in an unchristian manner shall be admonished according to Matthew 18:15-20;

"If your brother sins against you, go and show him his fault, just between the two of you. If he listens to you, you have won your brother over. But if he will not listen, take one or two others along, so that 'every matter may be established by the testimony of two or three witnesses.' If he refuses to listen to them, tell it to the church; and if he refuses to listen even to the church, treat him as you would a pagan or a tax collector. "I tell you the truth, whatever you bind on earth will be bound in heaven, and whatever you loose on earth will be loosed in heaven. "Again, I tell you that if two of you on earth agree about anything you ask for, it will be done for you by my Father in heaven. For where two or three come together in my name, there am I with them."

If they refuse to amend their sinful lives after proper admonition, they shall be excommunicated. A unanimous vote shall be required for every resolution by the Voters' assembly for Excommunication. Excommunication terminates membership.

e) Status

All persons whose communicant membership has been terminated have forfeited all rights as a member of this congregation and all claims upon property of the congregation as such, or upon any part thereof so long as they are not reinstated into membership.

2. Termination of Voting Membership (see Section I.A.2.[c])

SECTION II

Meetings and Quorum

- A. Regular meeting of the Voters' assembly shall be four in number during each calendar year and shall be held preferably in the months of February, April, June, and November, with election of officers in the June meeting.
- B. After the voters of Church Council have fixed the exact date, time and place of a regular or special Voters' assembly meeting, announcement shall be made twice by any recognized method (announcement by the Pastor or an Elder in a public service, mailed parish paper, mailed notice by the secretary of the congregation, advertisement in the newspaper, etc.), provided that both announcements are not made on the same day and that the meeting is not held within seven days after the first announcement. Whenever a meeting has been properly announced, the members present shall constitute a quorum, and it shall be considered a properly convened meeting capable of transacting business.

Special meetings of the Voters' assembly may be called when such are deemed necessary by the Church Council or pastor after he has conferred with the Church Council. They may also be called by the Board of Elders or the Church Council. The privilege of calling a special meeting shall also be granted to any group of members at large. However, in this case it shall be necessary for those members who desire a special meeting to first confer with the Pastor and Church Council and also present a written petition to which there have been affixed, in their own signatures, the names of four members in good standing.

SECTION III

Calling of Pastors

A. Nominations

At a meeting of the Voters' assembly, properly convened, the list of candidates received from the District President shall be presented to the Voters' assembly. Any voting member is entitled to make additional nominations from the floor.

B. Elections

The election of the Pastor from the list of candidates chosen by the voters shall be by secret ballot. The candidate receiving the majority of all votes cast shall be considered elected. In the interest of Christian solidarity, the elections may be made unanimous by a rising vote, and the call shall be sent to the Pastor elect.

SECTION IV

Officers

The following shall be the officers of this congregation:

A. The Pastor

The Pastor is ex officio a voting member of all Boards and committees.

B. The Board of Elders

The Voters' assembly shall elect from its eligible members a Board of Elders consisting of at least five Elders. As soon as possible after the June elections, the Pastor shall assign a list of families to each Elder. The Board of Elders may appoint "assisting Elders" with the approval of Church Council. The Elders shall elect their own chairman and secretary from within their own midst.

C. The Board of Trustees

The Voters' assembly shall elect from its eligible members a Board of Trustees consisting of eight (8) members. This Board shall elect its own chairman from within its own midst and, with Church Council, set its own zones and areas of responsibility.

D. Other Officers

The Voters' assembly shall elect from its eligible members the following other officers:

1. President of the congregation
2. Vice-President of the congregation
3. Recording Secretary
4. Financial Secretary
5. Treasurer
6. Evangelism Director
7. Parish Education Director
8. Stewardship Director
9. Youth Director
10. Social Ministry Director
11. Auditors

SECTION V

Nominating Committee

A. A Nominating Committee consisting of the Pastor and four voting members of the congregation shall be selected and approved by a majority vote of all the voters present at the April meeting of the Voters' assembly.

B. The Nominating Committee shall nominate at least one voting member for each elective office and shall submit a complete slate of such nominees to the voters at the Voters' assembly meeting in June. Additional nominations may be made from the floor by any voter present at the Voters' election meeting in June. If any vacancy occurs in any office between elections, the Nominating Committee shall nominate at least one voting member for election to the vacant office and the election shall take place at the next Voters' assembly.

C. The Treasurer may be retained indefinitely by acclamation.

SECTION VI

Sequence in Election of Officers

The following officers shall be elected in the following sequence in the even-numbered years:

1. President

2. Financial Secretary
3. Treasurer
4. Parish Education Director
5. Youth Director
6. Elders
7. Trustees
8. Auditor

The following officers shall be elected in the following sequence in the odd numbered years:

1. Vice President
2. Recording Secretary
3. Stewardship Director
4. Social Ministry Director
5. Evangelism Director
6. Elders
7. Trustees
8. Auditor

SECTION VII Election & Term of Officers

The officers of this congregation shall be elected by secret ballot in the following manner:

- A. The Board of Elders shall be nominated according to Section V., B. of the Bylaws, and elected by a majority vote by secret ballot at the annual election meeting of the Voters' assembly in June. The term of the office shall be two years.
- B. The Board of Trustees shall be nominated according to Section V., B. of the Bylaws, except that Trustees must be twenty-one years of age or older, and elected by majority vote by secret ballot at the annual election meeting of the Voters' assembly meeting in June. The term of office shall be two years. The term shall be so arranged or staggered that four (4) terms of office expire each year.
- C. Other Officers shall be nominated according to Section V., B. of the Bylaws and elected by majority vote by secret ballot at the annual election meeting of the Voters' assembly in June. All terms of office shall be two years.

SECTION VIII Church Council

- A. The Church Council shall consist of the Pastor, the President of the Congregation, the Vice-President of the Congregation, the Recording Secretary, the Financial Secretary, the Treasurer, the Elders, the Trustees, Auditors, and the Directors of Evangelism, Parish Education, Stewardship, Youth, and Social Ministry.
- B. It shall be the duty of the Church Council to meet at least four times a year, preferably one or two weeks before the Voters' meetings to consider and discuss all the matters pertaining to the general welfare of the congregation as presented by the recommendations to the Voters' assembly, and, in cases of emergency, in matters which arise between Voters' meetings. It shall be the duty of the Church Council to see to it that all the books of the congregation and Sunday School are audited annually and that all resolutions of the congregation are carried out.

SECTION IX Duties of Officers

- A. The Board of Elders shall:
 1. Assist the Pastor in all matters pertaining to the spiritual welfare of the congregation, having particular oversight in doctrinal matters and matters pertaining to the Godly walk of life on the part of the Pastor, officers, and members of the congregation, being careful to observe that our Lord's injunction in Matthew 18:15-18 (see 1. page 8) be applied in church discipline according to Christian love and for

the salvation of the erring soul;

2. Render counsel and advice in difficult problems;
3. Sign diplomas of vocation in the name of the congregation;
4. Be examples of Christian conduct and conversation;
5. See that all resolutions of the congregation, pertaining to the duties of the Elders and Pastor, are carried out;
6. See to it that all services are conducted in such manner as to avoid needless disturbances and to foster an attitude conducive to worship among those in attendance; and be responsible for the doctrinal soundness of all music in the Church;
7. Assist the Pastor in arranging for pulpit assistance, special services, and guest speakers;
8. Appoint the head usher annually and supervise in ushering;
9. Appoint the music coordinator annually;
10. Appoint the Altar Guild coordinator annually.

B. The Board of Trustees

Shall on behalf of the congregation and in accordance with specific authorizations of the congregation passed at meetings of the Voters' assembly from time to time, negotiate the purchase, sale, leasing or mortgaging of real property, and for this purpose are empowered to enter into all necessary agreements and execute all necessary deeds, mortgages, leases, and other instruments with respect to real property of the congregation, and may receive deeds to real property in their names as Trustees on behalf of the congregation in a form complying with the provisions of The Religious Institution Act of Ontario, and they and their successors in office shall hold such real property from time to time on behalf of the congregation.

The Trustees shall also have general power of supervision over all property of the congregation whether real or personal, moveable or immovable, and shall perform such duties in connection therewith as the congregation shall authorize from time to time.

They shall:

1. Manage the property of the congregation as an equitable trust;
2. Make provisions for the upkeep of the property of the congregation and see to it that the same is kept in good condition and repair, and, if necessary, solicit the help of the members in this work. This includes adequate insurance against fire, loss, damage, etc.;
3. Administer all secular affairs of the congregation according to the instructions and resolutions of the congregation and represent the congregation in all legal matters. All legal papers will be valid when signed by two Trustees;
4. Make expenditures to the extent of \$1000.00 without express permission of the voters, but for which expenditures they are responsible to the voters;
5. Retain for safekeeping in the designated bank's deposit box, in the name of the congregation, all valuable and important documents and securities of the congregation;
6. Supervise the janitor service;
7. Serve as a planning committee for the congregation (additions, new buildings), unless a building committee is formed by the voters for this purpose;

8. Serve as members of the Finance Committee.

C. The President of the Congregation shall:

1. Preside at all meetings of the Council and Voters' assembly;
2. Submit to the Voters' assembly the order of business;
3. Present for discussion all proper resolutions regularly moved and seconded;
4. Decide questions of order;
5. Call motions and announce the result;
6. Preserve order and proper decorum during the meeting;
7. Cast the deciding vote in case of deadlock or tie vote.

D. The Vice-President of the Congregation shall:

1. Perform the duties of the President in his absence or inability to act.

E. The Recording Secretary shall:

1. Prepare and keep careful and accurate minutes of the proceedings of each meeting of the Voters' assembly and Church Council in the official and permanent book of the congregation, and present the same to be read and adopted at the next regular meeting;
2. Keep a record of attendance at all voters' meetings;
3. Serve as clerk and correspondent of the congregation;
4. Sign the minutes of each meeting after their adoption together with the President.

F. The Treasurer shall:

1. Disburse all monies of the congregation and pay all fixed salaries without a special order, and make all other disbursements on written order of voters, Church Council, or Board of Trustees;
2. Keep an exact record of all financial transactions of the congregation in the permanent book provided for that purpose, which shall be and remain the property of the congregation;
3. Retain all receipts, vouchers, and bank sheets until the Auditing Committee has made its report on its annual audit;
4. Report at each Council meeting and Voters' assembly, showing actual receipts and disbursements compared with budgeted amounts and outstanding accounts;
5. Sign the authorized cheques of the congregation;
6. Serve as a member of the Stewardship and Finance Committees.

G. The Financial Secretary shall:

1. Keep an accurate record of all contributions made by individuals and of other monies received in the official book provided for that purpose by the congregation;
2. Advise the respective Elders to visit those members who have made no contribution within any quarter

year, that such Elders may, in all friendliness, remind such members of their Christian duty;

3. Compile and distribute the semi-annual financial statements of contributions to all members holding envelopes;
4. Issue receipts for income tax purposes to all individuals who made recordable contributions to the congregation;
5. Serve as a member of the Stewardship and Finance Committees.

SECTION X

Boards and Committees

An Evangelism Committee, a Parish Education Committee, a Stewardship Committee, a Youth Committee, and a Social Ministry Committee shall be chosen by each committee director with the approval of the Church Council.

A. The Evangelism Committee shall:

1. Teach the congregation the principles and practices of Biblical evangelism;
2. Keep a file on prospective members;
3. Enlist members of the congregation as lay visitors;
4. Arrange for visiting all members on the congregation's responsibility list (prospective and delinquent members) in co-operation with the Elders of the respective areas;
5. Conduct regular meetings to train lay visitors, assign visits and receive reports of visits made;
6. Welcome visitors at divine services and church functions;
7. Assist the Pastor in training the laity to bring prospects to the Pastor's instruction classes;
8. Sponsor such programs as the Sharing Christ Plan, PTR, as well as evangelism programs of societies;
9. Report poor and needy members of the congregation to the Elders;
10. Recruit students to become pastors, teachers, deaconesses and parish workers.

B. Parish Education Committee shall:

1. Foster spiritual growth in the life of the individual Christian;
2. Strengthen the Christian at home and help equip parents, and young people for Christian family living;
3. Provide learning opportunities for all age levels; pre-school, school age youth, adults and older adults;
4. Encourage the congregation to set up agencies and organization to help the parish best perform its educational task for each specific age group, namely; the Sunday School (from nursery department to

Bible Class), the parochial school, vacation Bible School, confirmation class, youth and adult groups, couples' and parents' groups;

5. Provide leadership education for teachers, officers, and workers;
6. Provide Christian literature (Lutheran Witness, tracts, etc.);
7. Promote the use of visual aids;
8. Integrate new members into the work and life of the church;
9. Encourage all eligible members to become voters.

C. The Stewardship Committee shall

1. Discover the talents of the members and enlist them in the congregational program;
2. Assist in training lay workers;
3. Sponsor stewardship and mission talks, discussions, conferences, plays, movies, pageants, etc. in the congregation and in its organizations;
4. Work in close co-operation with the district and circuit stewardship committees and encourage larger attendance at circuit meetings;
5. Fully inform the members of their local congregation's program and opportunities to lengthen their outreach into all the world through the District and Synod;
6. Give the congregation a clear vision of the world's need for Christ and how they can supply that need;
7. Instruct the people in the grace of proportionate giving to God's work in their own parish and in the world;
8. Aid in planning successful mission Sundays and programs for young and old;
9. Supervise the raising of funds within the congregation;
10. Arrange for and conduct every member visits as needed;
11. Create and supervise a scholarship fund for ministerial, Christian Day School and Deaconess Students;
12. Based on information provided by the various committees, create a list of projects (eg. Memorials) to be undertaken with extraordinary funds, work out the details of the application of the funds with the donor, subject to the approval of the Voters' assembly.

D. The Youth Committee shall

1. Promote involvement of the congregation's youth in all youth activities;
2. Plan and carry out a year-round programme for junior high, high school, and young adult members of the congregation;
3. Supervise the work of all youth groups to the congregation and represent their concerns to the Church Council;
4. Appoint annually with the approval of the Church Council youth counsellors for the various youth

groups.

E. The Social Ministry Committee shall

1. Administer the congregation's welfare fund;
2. Study and maintain a list of available social agencies for help with alcoholics, drug problems, unwed mothers, homelessness, food assistance, unemployment, etc.;
3. Together with the Pastor study the possibilities and recommend implementation of offering spiritual services and care to hospitals, homes for the aged, prisons, and other institutions within the community;
4. Assist members of the congregation with physical and social needs such as transportation, counselling, etc.;
5. Promote the programme of Canadian Lutheran World Relief in the congregation, particularly the sponsorship of refugees to Canada;
6. Plan and carry out a year-round programme for the senior citizen members and encourage their participation in the ministry of the congregation.

F. The Auditing Committee shall consist of two members to be elected by voice vote at the meeting in which the elections take place. Their term of office shall be two years, but they shall be elected in such a way that the term of only one auditor expires in any given year.

They shall audit the books of the congregation and Sunday School. They have the authority to conduct an audit of these books at any time.

G. The Budget Committee shall be composed of:

1.
 - a) The Treasurer
 - b) The Financial Secretary
 - c) The Chairman of the Elders
 - d) The Chairman of the Trustees
 - e) The Pastor
 - f) Committee Directors (Parish Education, Evangelism, Stewardship, Youth, Social Ministry)
2. The Financial Secretary shall be the chairman of the Budget Committee.
3. This committee shall prepare the annual proposed budget to be submitted to the annual Voters' assembly meeting in November.

H. The Finance Committee shall:

1. Be selected from members in good standing by the Financial Secretary.
2. The Financial Secretary shall be chairman of Finance Committee.
3. This Committee shall:
 - a) Count the offerings and record the contributions;
 - b) Deposit in the name of the congregation all monies received in the corporate name of the congregation in a bank designated by the congregation.

SECTION XI

ORDER OF BUSINESS

The following shall be the order of business for the regular Voters' assembly meeting:

1. Devotions
2. Roll call
3. Reading of minutes
4. Adoption and signing of minutes
5. Unfinished business
6. Reception of new members
7. Reports of officers, boards and committees,
8. New business
9. Adjournment
10. Prayer

The rules of order contained in Robert's Rules of Order, Newly Revised shall govern the Voters' meeting in all cases in which they are applicable and in which they are not inconsistent with the Constitution and Bylaws of this congregation.

End