

**FAITH LUTHERAN CHURCH
BY-LAWS**
(As Amended by Congregation Meeting on 2-24-13)

Article I: STATEMENT OF MISSION

**As followers of Jesus Christ, we embrace,
reflect and proclaim God's unconditional love.**

Article II: ORGANIZATIONAL STRUCTURE

A. ORGANIZATION

1. To assist members of Faith Congregation in fulfilling their mission and ministry, fourteen standing committees and five constitutional committees, as needed, shall be designated.
2. The fifteen members of the Congregation Council shall be assigned committee responsibilities during the first meeting of the Council after the election of new members at the annual Congregational meeting:
 - a.. Four members shall be elected as officers of the Congregation (C11.01) and shall constitute the Executive Committee, as specified by the constitution (C13.01).
 - b. The youth member or adult representative shall represent youth concerns.
 - c. The elected Vice President shall be commissioned to serve as liaison to the Audit and Nominating Committees and to serve as an advisory, non-voting member of the Mission Endowment Fund Committee.
 - d. The elected Secretary shall be commissioned to serve as liaison to the Long Range Planning Committee.
 - e. The elected Treasurer shall be commissioned to serve as liaison to the Finance Committee.
 - f. The remaining members shall be commissioned to serve as liaisons to the remaining standing committees.
3. The appointed liaisons for Standing Committees shall:
 - a. Gather a committee and provide Council with a list of the committee members.
 - b. Convene the first committee meeting.
 - c. Provide mutual communication between Council and Committee on a regular basis.
4. The committees shall:
 - a. At the first meeting, select a chair and secretary for terms of one year, not to exceed two consecutive terms.
 - b. Submit written minutes to the church office regularly by a date specified by the Council.
 - c. Submit a budget request annually to the Finance Committee for the Congregation's budget preparation.
 - d. Submit a written report of past activities and future visions to the Congregation annually.

- e. Assist in establishing and maintaining guidelines for committee work at the direction of the Council.
- f. Provide input for the development of congregational goals.

B. STRUCTURE

1. STANDING AND CONSTITUTIONAL COMMITTEES

(a.) THE STANDING COMMITTEES SHALL BE:

1. CHRISTIAN EDUCATION

- a. Purpose: To provide a broad range of opportunities for Christian Education within the congregation.
- b. Responsibilities:
 - Oversee Sunday School, Vacation Church School, and adult education.
 - Provide support for confirmation and first communion classes and for adult catechetics.
 - Maintain the library.
 - Support the educational tasks of other committees.

2. COMMUNITY MINISTRY

- a. Purpose: To assist members of the congregation in serving the social needs of our neighbors in the Name of Christ.
- b. Responsibilities:
 - Build awareness of community concerns.
 - Oversee the charitable and social justice efforts of the Congregation in the local community.
 - Educate the congregation concerning the Biblical and theological basis for social action.
 - Promote support of ELCA and synod projects as well as participation in community programs of social service.

3. FINANCE

- a. Purpose: To administer the financial affairs of the congregation.
- b. Responsibilities:
 - Recommend to Council candidates for Financial Secretary and Assistant Treasurer

as required.

- Provide direction and support to the Treasurer and Financial Secretary, who shall be members ex officio of this committee.
- Coordinate counting of money offering.
- Oversee the church's insurance program.
- Prepare a congregational budget draft annually and submit it to Council.
- Advertise, lease, and collect payment for the church's rental properties.

4. EVANGELISM

- a. Purpose: To assist the congregation in its domestic mission of proclaiming God's unconditional love.
- b. Responsibilities:
 - Equip the membership to share their faith.
 - Provide leadership in the ministry of hospitality.
 - Coordinate non-member and inactive member contacts.
 - Provide new member support.
 - Organize publicity and work related to interpreting our mission to our local community.
 - Maintain our CAMPUS MINISTRY relationship.

5. GLOBAL MISSION

- a. Purpose: To assist the congregation in its global mission of proclaiming God's unconditional love.
- b. Responsibilities:
 - To establish relationships and cooperate in mission with Lutheran and other Christian churches, agencies, institutions, mission societies, and movements in other countries.
 - To develop and recommend policies and programs for this congregation's mission in other countries.
 - To encourage contributions to ELCA World Hunger, ELCA Disaster Response, and Lutheran World Relief.

6. PARISH LIFE

- a. Purpose: To oversee the internal ministry of the congregation.
- b. Responsibilities:
 - Encourage participation in the congregation's prayer chain.
 - Provide regular fellowship opportunities and support congregational gatherings sponsored by other committees.
 - Maintain the telephone network as a means of communication within the congregation.
 - Support special groups and ministries of the congregation.

7. PROPERTY

- a. Purpose: To manage all the physical property of the congregation.
- b. Responsibilities:
 - Oversee the care, protection, repair, and maintenance of all church property and equipment.
 - Provide direction to the sexton and any contract help on terms approved by the Council.
 - Direct the acquisition of equipment and custodial supplies.
 - Coordinate space and equipment needs of groups.

8. STEWARDSHIP

- a. Purpose: To guide members of the congregation in responsible use of God's gifts.
- b. Responsibilities:
 - Provide educational opportunities for understanding all aspects of Christian life as stewardship.
 - Organize every-member visitation and cottage meetings to present the mission goals of the congregation and to encourage commitment to these ministries.
 - Identify and direct talents of congregational members through stewardship time and talent surveys.
 - Coordinate special appeals for funds for mission, building, and ELCA ministries.
 - Monitor the memorial gifts received and provide recommendations concerning appropriate use.

-Educate and promote environmental stewardship through the Green Team's efforts.

9. WORSHIP

- a. Purpose: To assist the congregation in its worship life.
- b. Responsibilities:
 - Oversee the recruitment, training, and scheduling of all worship assistants: deacons, acolytes, ushers, and others.
 - Schedule responsible nursery attendants for special worship services.
 - Secure and maintain materials for worship services.
 - Assist in planning special services.
 - Support the ministry the choirs (e.g., adult, children's, hand bell, cantors) and the Associate in Ministry for Worship.
 - Support the ministry of the Altar Guild.
 - Coordinate the use of visual arts in support of worship.

10. YOUTH

- a. Purpose: To assist the youth (6th-12th grades) in their spiritual growth through social, community, and service activities.
- b. Responsibilities:
 - Plan and oversee all youth events.
 - Oversee the youth budget and finances.
 - Support the Associate in Ministry in planning and leading youth activities.
 - Serve as a sounding board for youth concerns.

11. CHILD CARE MINISTRIES

- a. Purpose: To oversee the child care ministries of the congregation.
- b. Responsibilities:
 - Serve as a liaison between the child care staff and the Council,
 - Recommend the hiring of child care staff.
 - Recommend a budget for the child care program and fees for the use of the program.

- Supervise the content of the child care programs
- See that the child care programs fulfill all state, county and church regulations, standards and licensing pertaining to child care.

12. LONG-RANGE PLANNING

- a. Purpose: - To provide a forward-thinking, visionary approach to meet the future needs of the membership and the ministries of the congregation.
- b. Responsibilities:
 - To evaluate projected financial and staffing needs with respect to meeting our mission.
 - To evaluate potential property acquisitions, as requested by the Congregation Council.
 - To develop five-year plans as requested by the Congregation Council.

13. MISSION ENDOWMENT FUND COMMITTEE (see Article V.)

14. PERSONNEL COMMITTEE

- a. Purpose – To address all matters related to the employed staff of the congregation, excluding the Child Care Ministry staff.
- b. Responsibilities:
 - To hire and terminate staff except the pastor(s) and associate(s) in ministry.
 - To review all compensation, salaries, and benefits and to make recommendations to the Finance Committee as it prepares the congregation's budget for presentations to the Congregation Council.
 - To conduct an annual performance review of each staff member.
 - To periodically review and recommend changes to the personnel policies of the congregation..

(b) THE CONSTITUTIONAL COMMITTEES SHALL BE:

1. EXECUTIVE COMMITTEE (C13.01)

- a. Purpose: To expedite the administrative work of the church
- b. Responsibilities:

- Assure that the Council provides for the annual review of the membership roster as indicated in the constitution (C 12.07).
- Provide for pastoral care to the congregation in the pastor's absence.
- Formulate the agenda for Council meetings.

2. NOMINATING COMMITTEE (C13.02)

- a. Purpose: To identify responsible candidates for election to the Congregation Council annually, as well as representatives to ELCA national or synod meetings or committees as required.
- b. Responsibilities:
 - Inform those called of expectations.
 - Present candidates for election at the Congregational annual meeting.

3. AUDIT COMMITTEE (C13.03)

- a. Purpose: To assure accurate management of funds contributed toward the mission of the church.
- b. Responsibilities:
 - Provide financial audits to the Council and Congregation annually.
 - Provide insurance audits and recommendations as needed.

4. PASTORAL STAFF SUPPORT COMMITTEE (C13.04)

- a. Purpose: To affirm and strengthen the mission of the congregation and the ministry of the pastoral staff.
- b. Responsibilities:
 - Foster open communication between congregation and pastoral staff.
 - Provide particular support to the pastor(s) and associate(s) in ministry in their personal and professional lives.
 - Conduct regular reviews of the ministry and mission of staff and congregation.
 - Identify continuing education and sabbatical opportunities that would assist the ministry of the pastoral staff.

- Review and recommend salary and benefits for the pastor(s) and associate(s) in ministry.

5. MUSIC STAFF SUPPORT COMMITTEE (C13.05)

- a. Purpose: If deemed necessary, to affirm and strengthen the mission of the congregation and the ministry of the music staff.
- b. Responsibilities:
 - Foster open communication between congregation and music staff.
 - Provide particular support to the music staff in their personal and professional lives.
 - Conduct regular reviews of the ministry and mission of music staff and congregation.
 - Identify continuing education that would assist the ministry of the music staff.
 - Review and recommend salary and benefits for the music staff.

Article III: DUTIES OF OFFICERS OF THE CONGREGATION

A. The PRESIDENT shall:

1. Preside at all Council and Congregational meetings.
2. Formulate the agenda for Council meetings, in consultation with the Executive Committee.
3. Serve as liaison to the Personnel Committee.

B. The VICE PRESIDENT shall:

1. Preside at Council and Congregational meetings in the absence of the President.
2. Serve as Council liaison to the Nominating and Audit Committees.
3. Serve as a liaison, non-voting member of the Mission Endowment Fund Committee.

C. The SECRETARY shall:

1. Record minutes of all Council and Congregational meetings.
2. Summarize the proceedings of Council for inclusion in the Congregation's newsletter each month.
3. Compose official correspondence as directed by Council.
4. Serve as Council liaison to the Long Range Planning Committee.

D. The TREASURER shall:

1. Pay all church bills on a timely basis as designated in the Congregation's budget.
2. Oversee accurate maintenance of financial records.
3. Submit a detailed financial report to Council monthly.
4. Serve as Council liaison to the Finance Committee.

Article IV: ANNUAL CONGREGATIONAL MEETING

A regular meeting of the congregation shall be held each January at a time specified by the Congregation Council in accordance with C10.03

Article V: MISSION ENDOWMENT FUND

A FAITH LUTHERAN CHURCH MISSION ENDOWMENT FUND, WHOSE PURPOSE GOVERNANCE AND OPERATIONAL PROCEDURES ARE DEFINED IN THE BYLAWS OF A SPECIAL RESOLUTION ADOPTED BY THE CONGREGATION (6-14-98), SHALL BE ESTABLISHED.

A. MISSION ENDOWMENT FUND COMMITTEE MEMBERSHIP

1. The committee shall consist of seven (7) members nominated by the Congregation Council. The term of each member shall be three (3) years. At each annual meeting the congregation shall elect the necessary number for a term of three (3) years. No member shall serve more than two consecutive three (3) year terms. After a lapse of one (1) year, former committee members may be re-elected. In the event of a vacancy on the committee, the Congregation Council shall appoint a member to fill the vacancy until the next annual meeting of the congregation, at which time the congregation shall elect a member to fill the term of the vacancy.
2. The committee shall report at the annual Congregational meeting.
3. The Pastor and the Vice President of the Congregation Council shall be advisory non-voting members of the committee.

B. COMMITTEE RESPONSIBILITIES

1. The committee shall meet quarterly, or more frequently as deemed by it in the best interest of the FUND. A quorum shall consist of four (4) members. If only four (4) members are present, three (3) must agree to carry any motion or resolution.
2. The committee shall elect from its membership a chairperson, recording secretary and FUND treasurer. The chairperson, or member designated by the chairperson, shall preside at all committee meetings.
3. The recording secretary of the committee shall maintain complete and accurate minutes of all meetings and supply a copy thereof to each member of the committee. Each member shall

keep a complete copy of minutes to be delivered to his or her successor. The recording secretary shall also supply a copy of the minutes to the Congregation Council.

4. The treasurer of the committee shall work with the congregation's treasurer in maintaining and coordinating complete and accurate accounts and shall sign checks and all other necessary documents in furtherance of the purpose of the FUND. The books shall be audited annually by a certified public accountant or Congregation Audit Committee. A member of the committee may not also be a member of the Congregation Audit Committee.
5. The committee shall report on a quarterly basis to the Congregation Council and, at each annual meeting of the congregation, shall render a full and complete audited account of the administration of the FUND during the preceding fiscal year.
6. Members of the committee shall not be liable for any losses which may be incurred upon the investments of the assets of the FUND except to the extent such losses shall have been caused by bad faith or gross negligence. No member shall be personally liable as long as he or she acts in good faith and with ordinary prudence. Each member shall be liable only for his or her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any "self-dealing" or transactions with the FUND in which the member has direct or indirect financial interest and shall at all times refrain from any conduct in which his or her personal interests would conflict with the interest of the FUND.

C. OPERATION OF THE FUND

1. All assets are to be held in the name of FAITH LUTHERAN CHURCH MISSION ENDOWMENT FUND. The fiscal year of the FUND shall end on September 30.
2. Recommendations to hold, sell, exchange, rent, lease, transfer, convert, invest, reinvest and in all other respects to manage and control the assets of the FUND, as in their judgment and discretion they deem wise and prudent, are to be made by the committee.

D. ACCOUNTS

1. The FUND will include two accounts, one for endowment gifts and one for restricted gifts. Sub-accounts within these two accounts may be established from time to time as the committee deems appropriate.
2. For purposes of this FUND, principal is defined as the value of the gift on the date it was received by the FUND.

E. DISTRIBUTION OF INCOME

1. Income from the FUND shall be distributed at such time as deemed necessary or feasible by the committee, for causes and programs which, at the discretion of the committee, are consistent with the fund purpose of enhancing the mission of the congregation. Written grant requests may be received by the committee throughout the year. Programs for support of the grant requests shall be recommended by the committee and approved by the Congregation

Council. The mission of the congregation includes, but is not limited to the following:

Outreach into the community and synod via grants to:

- ELCA seminaries and colleges
- Students attending such schools
- Social service agencies
- Institutions and agencies to which this congregation relates
- Special programs designed for persons in our parish area who are in spiritual and/or economic need

Support of the ELCA missions via grants for:

- New congregational development in North America and worldwide
 - Professional leadership
 - Educational ministries
 - Global mission
 - Ecumenism
 - Evangelism
 - Social ministries
 - Capital financing.
2. Up to 40% of the FUND income may be used annually for capital improvements, debt reduction or a building program of Faith Lutheran Church. However, this limitation may be exceeded in the event special extraordinary needs arise upon a two-thirds majority vote of the committee recommending such authorizing action to the congregation.
 3. Total annual income of the FUND need not be disbursed in the event causes and programs have not been approved by the committee sufficient to utilize total income available or, if in the judgment of the committee, total annual disbursement of income is not recommended.
 4. When in the opinion of the committee, circumstances are so dire and of such an emergency nature that the future of the congregation is at stake, and that the only recourse seems to be the use of the FUND principal, the committee may, upon a two-thirds majority vote, recommend such authorizing action to the congregation.

F. AMENDING THE MISSION ENDOWMENT FUND

Any amendment to the MISSION ENDOWMENT FUND RESOLUTION, which will change, alter or amend the purpose for which the FUND is established should be adopted at an annual meeting of the congregation or at a special meeting called specifically for the purpose of amending the resolution.

G. DISPOSITION OR TRANSFER OF THE MISSION ENDOWMENT FUND

In the event Faith Lutheran Church, Lexington, Kentucky ceases to exist either through merger or dissolution, disposition or transfer of the FUND shall be at the discretion of the Congregational Council

in conformity with the congregation's approved constitution and in consultation with the Bishop of the ELCA, Indiana-Kentucky Synod, to which this congregation belongs at such time.

H. TAX EXEMPT STATUS

1. Any gifts to the FUND, as well as all income derived there from, shall be used exclusively for religious, charitable and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the CODE). This FUND is created and shall be operated exclusively for church purposes.
2. No part of the income or property of this FUND shall inure to the benefit of or be distributable to any member, director or officer of the church or to any other private person, except that the committee is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.
3. No part of the activities of the FUND shall be the carrying on of propaganda or otherwise attempting to influence legislation, and it shall not participate in or intervene in (including the publishing or distribution, of statements) any political campaign on behalf of any candidate for public office.
4. Notwithstanding any other provision of this document the FUND shall (a) not carry on any activities not permitted to be carried on by an entity exempt from federal income tax under Section 501(c)(3) of the CODE, or (b) do any act which would render contributions to the FUND non-deductible under Section 170(c)(2) of the CODE.

Article VI: CARE OF MEMBERS

A. RESPONSIBILITIES OF THE CONGREGATION FOR FOSTERING FAITHFUL MEMBERSHIP SHALL INCLUDE:

1. Proper instruction in the Word of God and the teaching of the Lutheran church prior to reception as confirmed members.
2. Transfer of membership to another Lutheran congregation or the issuing of a certificate of standing and/or release to another evangelical congregation at the request of the confirmed members; such transfer of membership or issuing of a certificate of standing and/or release should be granted to baptized but unconfirmed children at the request of their guardians.
3. Encouraging members who move from the community which the congregation serves to transfer to a Lutheran congregation which can serve them effectively and in which they can participate regularly. A Lutheran congregation in the new community in which such members live shall be notified of their move.
4. Continuing concern and conscientious pastoral care for members, in an effort to encourage

fulfillment of their duties and responsibilities, when they do not partake of Holy Communion, support the church with their offerings, or appear to desire to participate in the life and worship of the congregation. When such members have failed to receive Holy Communion and to make a contribution of record for a period of two consecutive calendar years, they may be removed from the roll of members by the Congregation Council. This procedure will take place after such members have been counseled about the matter, if possible. Such persons who have been removed from the roll of membership shall remain persons for whom the church has a continuing pastoral concern.