

Constitution

By-Laws

and

Appendix

of

Shepherd of the Hills Lutheran Church –

Richfield, Inc.

1350 Highway 175

Hubertus, Wisconsin 53033

262-628-2633

Effective Date: January 27, 2013

Constitution of Shepherd of the Hills Lutheran Church – Richfield, Inc.

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<i>* Identifies a word or phrase included in the Definitions section of the Appendix - English Standard Version (ESV) - source for Bible references</i>	

PREAMBLE

As members of the priesthood of all believers, called by the Holy Spirit to confess the Gospel of our Lord Jesus Christ in its purity, we give thanks for God's endless mercy and grace. By adopting this constitution and these by-laws we pledge to faithfully carry out God's mission* in the name of the Father and of the Son and of the Holy Spirit.

"Therefore go and make disciples of all nations, baptizing them in the name of Father and of the Son and of the Holy Spirit, and teaching them to obey everything I have commanded you." – Matthew 28: 19 -20

ARTICLE 1 - Name and Incorporation

The name of this congregation shall be Shepherd of the Hills Lutheran Church - Richfield, Inc.

This congregation shall be incorporated under the laws of the State of Wisconsin as a non-stock, non-profit corporation organized under Chapter 181 of the Wisconsin Statutes.

This congregation shall maintain a charitable tax-exempt organization status with its own filing as defined by the Internal Revenue Code 501 C 3 of the United States Federal Government.

ARTICLE 2 - Nature of this Congregation

A. Statement of Faith

We believe, teach and confess the Triune God; Father, Son and Holy Spirit. We trust and believe in Jesus Christ as our Savior and Lord.

We believe, teach and accept the Canonical Scriptures* of the Old and New Testaments as the inspired written Word of God, and the sole authoritative source and norm for our proclamation of faith and life. We further uphold the Lutheran teaching that the Bible is clear, the Bible interprets itself and the Bible transforms those who hear it.

...knowing this first of all, that no prophecy of Scripture comes from someone's own interpretation. For no prophecy was ever produced by the will of man, but men spoke from God as they were carried along by the Holy Spirit. — 2 Peter 1:20-21

All Scripture is breathed out by God and profitable for teaching, for reproof, for correction, and for training in righteousness — 2 Timothy 3:16

We accept the Apostles, Nicene and Athanasian Creeds (the Ecumenical Creeds) as true declarations of the scriptural faith we believe, teach and confess.

We believe, teach and confess 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 priesthood of all believers for God's mission in the world.

We believe, teach and accept the Unaltered Augsburg Confession and the Small Catechism as true witnesses to the Word of God, normative for our teaching and practice. We accept and uphold that the Lutheran Confessional writings of the Book of Concord reliably guide us as faithful interpretations of Scripture.

As a confessional Lutheran* congregation, we further believe, teach and confess that: Sinners are made right with God by grace alone; through faith alone, on account of Christ alone. This is the article of faith by which the church stands or falls.

So then it depends not on human will or exertion, but on God, who has mercy. — Romans 9:16

For by grace you have been saved through faith. And this is not your own doing; it is the gift of God, not a result of works, so that no one may boast. — Ephesians 2:8-9

Therefore, since we have been justified by faith, we have peace with God through our Lord Jesus Christ. Through him we have also obtained access by faith into this grace in which we stand, and we rejoice in hope of the glory of God. — Romans 5:1-2

...for all have sinned and fall short of the glory of God, and are justified by his grace as a gift, through the redemption that is in Christ Jesus, — Romans 3:23-24

The Word of God is Jesus Christ, the proclamation of him and the Holy Scriptures.

In the beginning was the Word and the Word was with God, and the Word was God. He was with God in the beginning. Through him all things were made; without him nothing was made that has been made. In him was life, and that life was the light of all mankind. — John 1:1-4

Simon Peter answered him, “Lord, to whom shall we go? You have the words of eternal life.” — John 6:68

This Word functions as both law and Gospel, which needs to be distinguished, but not separated. The law orders society and convicts us of sin, showing us our need for a Savior. The Gospel is the power of God that liberates us from sin, death and the power of the devil and brings us, by grace, from death to life.

*So then, the law was our guardian until Christ came, in order that we might be justified by faith.
— Galatians 3:24*

For by works of the law no human being will be justified in his sight, since through the law comes knowledge of sin. — Romans 3:20

Therefore, there is now no condemnation for those who are in Christ Jesus. For the law of the Spirit of life has set you free in Christ Jesus from the law of sin and death. — Romans 8:1-2

But God, being rich in mercy, because of the great love with which he loved us, even when we were dead in our trespasses, made us alive together with Christ— by grace you have been saved — Ephesians 2:4-5

You were dead because of your sins and because your sinful nature was not yet cut away. Then God made you alive with Christ, for he forgave all your sins. He cancelled the record of the charges against us and took it away by nailing it to the cross. — Colossians 2:13-14 (NLT – New Living Translation)

Christ commanded that his Word be proclaimed. Through it, the Holy Spirit works with faith when and where he pleases and repentant sinners are chosen for salvation.

God instituted one office of ministry through which the means of salvation are provided.

How then will they call on him in whom they have not believed? And how are they to believe in him of whom they have never heard? And how are they to hear without someone preaching? — Romans 10:14

For the sake of good order, a pastor is authorized to function in this office of ministry by virtue of this congregation’s call*.

As we have said before, so now I say again: If anyone is preaching to you a Gospel contrary to the one you received, let him be accursed. — Galatians 1:9

Christians live out their earthly lives as totally justified and totally sinful.

So faith comes from hearing and hearing through the word of Christ. — Romans 10:17

“No one can come to me unless the Father who sent me draws him. And I will raise him up on the last day.” - John 6:44

“...no one can come to me unless it is granted him by the Father.” — John 6:65

“The wind blows where it wishes, and you hear its sound, but you do not know where it comes from or where it goes. So it is with everyone who is born of the Spirit.” — John 3:8

*“For as the Father raises the dead and gives them life, so also the Son gives life to whom he will.”
— John 5:21*

Marriage is a lifelong covenant of faithfulness between a man and a woman.

But from the beginning of creation, ‘God made them male and female.’ ‘Therefore a man shall leave his father and mother and hold fast to his wife, and the two shall become one flesh.’ So they are no longer two but one flesh. — Mark 10:6-8

There is no basis either in scripture or tradition for the establishment of an official ceremony in the church or by this congregation for the blessing of a homosexual relationship. Therefore, such a ceremony as an official action of this congregation is prohibited; either on its property or by its pastors and any such ceremony conducted outside this congregation will not be recognized by this congregation.

Therefore God gave them up in the lusts of their hearts to impurity, to the dishonoring of their bodies among themselves, because they exchanged the truth about God for a lie and worshiped and served the creature rather than the Creator, who is blessed forever! Amen. For this reason God gave them up to dishonorable passions. For their women exchanged natural relations for those that are contrary to nature; and the men likewise gave up natural relations with women and were consumed with passion for one another, men committing shameless acts with men and receiving in themselves the due penalty for their error. —Romans 1:24-27

This congregation affirms the priesthood of all believers. It commits itself in function and structure to the equipping and supporting of all its members, men and women, for ministries within and outside of this household of faith.

So Christ himself gave the apostles, the prophets, the evangelists, the pastors and teachers, to equip his people for works of service, so that the body of Christ may be built up until we all reach unity in the faith and in the knowledge of the Son of God and become mature, attaining to the whole measure of the fullness of Christ. — Ephesians 4:11-13

B. Mission and Ministry of this Congregation

Proclaiming the true Gospel and administering the Sacraments of Holy Baptism and the Lord’s Supper, so that through the Holy Spirit sinners will come to repentance and be set free from sin, death and the devil.

Jesus went into Galilee, proclaiming the good news of God. “The time has come,” he said. “The kingdom of God has come near. Repent and believe the good news!” — Mark 1:14b-15

“If you abide in my word, you are truly my disciples, and you will know the truth, and the truth will set you free.” —John 8:31-32

Therefore go and make disciples of all nations, baptizing them in the name of the Father and of the Son and of the Holy Spirit, — Matthew 28:19

Do you not know that all of us who have been baptized into Christ Jesus were baptized into his death? We were buried therefore with him by baptism into death, in order that, just as Christ was raised from the dead by the glory of the Father, we too might walk in newness of life. — Romans 6:3-4

Christ loved the church and gave himself up for her, that he might sanctify her, having cleansed her by the washing of water with the word — Ephesians 5:25-26

Receiving God's gifts and giving God glory as we worship in spirit and truth.—John 4:24

*Let the message of Christ dwell among you richly as you teach and admonish one another with all wisdom through psalms, hymns, and songs from the Spirit, singing to God with gratitude in your hearts.
— Colossians 3:16*

Building up the body of Christ, so that God's people grow in faith, maturity and Christian fellowship, bearing fruits of love for the blessing of all people.

*"Love the Lord your God with all your heart and with all your soul and with all your mind.' This is the first and greatest commandment. And the second is like it: 'Love your neighbor as yourself.'
— Matthew 22:37-39*

For the whole law is fulfilled in one word: "You shall love your neighbor as yourself." — Galatians 5:14

*...and in your offspring shall all the nations of the earth be blessed, because you have obeyed my voice."
— Genesis 22:18*

ARTICLE 3 - Membership

A member of this congregation shall be baptized in the name of the Father, Son and Holy Spirit and be formally received as a member. Members shall be designated Voting or Non-Voting.

A. Voting Member

A member who meets all of the following requirements is eligible to vote at a Voter Meeting:

1. Agrees with and upholds the Statement of Faith of this congregation;
2. Is eighteen (18) years of age or older;
3. Contributes regularly,* participates in the life* of this congregation and includes receiving Holy Communion a minimum of four (4) times (as called for in the Preface to *Luther's Small Catechism*) during the preceding twelve (12) months;
4. Not subject to discipline as provided for in Article 3-C.

Eligible Voting Members will be published on the Voting Member list* issued by the Council of Shepherds Secretary as per Article 4-G, 8. If a member's status changes, that member will be notified by mail. If a member believes his or her absence from the Voter Member list is in error he or she may appeal in writing to the Executive Committee.

B. Non-Voting Member

A member who participates in the life of this congregation, but does not meet all the requirements of a Voting Member is deemed to be a Non-Voting Member. A Non-Voting member is not eligible to hold any and all elected or appointed positions in this congregation.

C. Discipline of a Member

The Bible clearly teaches that this congregation is to be a community of support, nurture, service and discipline. A member who acts in a manner contrary to the Statement of Faith, is destructive to the mission of this congregation, engages in conduct grossly unbecoming a member of the body of Christ or

engages in persistent troublemaking in this congregation demonstrates sufficient cause to consider disciplinary action.

I therefore, a prisoner for the Lord, urge you to walk in a manner worthy of the calling to which you have been called, with all humility and gentleness, with patience, bearing with one another in love, eager to maintain the unity of the Spirit in the bond of peace. — Ephesians 4:1-3

Prior to disciplinary action, reconciliation will be attempted following the teaching of Jesus:

“If your brother sins against you, go and tell him his fault, between you and him alone. If he listens to you, you have gained your brother. But if he does not listen, take one or two others along with you, that every charge may be established by the evidence of two or three witnesses. If he refuses to listen to them, tell it to the church.”— Matthew 18:15-17

If this proves unsuccessful then reconciliation will proceed through the following successive steps:

1. A private assessment by the Church Relations Board;
2. If 1) does not lead to reconciliation then a consultation by the pastor and at least one member of the Church Relations Board;
3. If 1) and 2) do not lead to reconciliation then a citation will be issued to appear before the Executive Committee who will have final authority to adjudicate the matter.

The Executive Committee is authorized, but is not required, to accept a resignation or a transfer from membership as a resolution of any disciplinary process.

D. Removal from Membership

A member may be removed from membership by:

1. Written request to withdraw from membership;
2. Request for transfer to another Christian church;
3. Disciplinary action, as described in Article 3-C;
4. Transfer to the Historical Roll*, for reasons of inactivity.

ARTICLE 4 - Governance

A. Church Affiliation

This congregation shall be an independent Lutheran church. It may choose to affiliate with any Lutheran ministerium* that is consistent with the Statement of Faith as put forth in this constitution. A formal church affiliation, if any, is identified in Chapter 4 of the by-laws. This congregation reserves the right to terminate this affiliation at any time subject to a two-thirds majority vote at a legally called Voter Meeting.

B. Voter Meetings (Annual, Budget and Special)

Only such authority intentionally delegated, by this congregation, to the Council of Shepherds or other designee is recognized. This congregation retains all remaining authority. The powers of this congregation are exercised through the Voter Meetings.

1. The Annual Voter Meeting of this congregation shall be held at a time specified in the by-laws.
2. The Voter Budget Meeting of this congregation shall be held at a time specified in the by-laws.
3. A Special Voter Meeting:
 - a. A Special Voter Meeting may be called by:
 - i. The Pastor
 - ii. The Council of Shepherds

- iii. The President of this congregation
 - iv. The President upon written request of 10 percent (10%) of the Voting Members.
 - b. The agenda for each Special Voter Meeting shall specify the purpose(s) for which it is called and no other business shall be transacted.
- 4. Notice of all Voter Meetings of this congregation shall be given at the services of worship for a minimum of two consecutive Sundays preceding the date of the Voter Meeting and by mail to all Voting Members at least 10 calendar days in advance of the Voter Meeting date.
- 5. Ten percent (10%) of Voting Members shall constitute a quorum*.
- 6. Voting by absentee ballot* shall only be authorized by the Council of Shepherds and can only be executed by a Voting Member when no alterations or amendments are permitted to be made to the original motion.
- 7. Voting by Proxy* is prohibited.
- 8. All actions approved by this congregation shall be by a two-thirds majority* vote of those Voting Members present and voting, except as otherwise provided for in this constitution or by Wisconsin State law.
- 9. This congregation through its Voter Meetings is authorized to:
 - a. Call a pastor who is willing and eligible to join whatever Lutheran body this congregation is currently affiliated with,
 - b. Terminate a pastor: which shall be accomplished by a written ballot of at least a two-thirds majority of Voting Members present at a legally called Voter Meeting as provided in Article 4-B,
 - c. Adopt amendments to the constitution as provided for in Article 5 and to the by-laws as provided for in Article 6,
 - d. Approve the annual budget and any other expenditure necessary to the operation of this congregation,
 - e. Acquire real and personal property by gift, transfer, purchase, or other lawful means,
 - f. Hold title to and use its property for any and all activities consistent with the mission of this congregation,
 - g. Sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means,
 - h. Elect its Council of Shepherds and require them to carry out their duties in accordance with this constitution, the by-laws and resolutions.
- 10. Democratic Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

C. Pastor

- 1. Consistent with the Statement of Faith as stated in Article 2-A, the pastor(s) shall:
 - a. Preach the pure Gospel of Jesus Christ;
 - b. Administer the sacraments;
 - c. Conduct public worship;
 - d. Offer instruction, confirm, marry, visit the sick, distressed or homebound and bury the dead,
 - e. Install members of the Council of Shepherds, and others as needed;
 - f. Attend and have voting rights at meetings of the Council of Shepherds and the Executive Committee.
- 2. Additional responsibilities of the Pastor, compensation and other matters pertaining to the service of the Pastor shall be included in a Letter of Call*.
- 3. The call of a pastor may be terminated for the following reasons:
 - a. By mutual agreement;
 - b. The completion of a call for a specific term;

- c. Resignation of the pastor, which shall become effective, unless otherwise agreed, thirty (30) days after the date on which it was submitted to the Council of Shepherds President;
 - d. Persistent adherence to false doctrine, a scandalous life, willful neglect of duty or when it becomes apparent that through continued incompetence or physical incapacity, the pastor has become unable to fulfill the responsibilities of his/her call as determined by the Church Relations Board and the Executive Committee;
 - e. By vote of this congregation at a Voter Meeting as provided for in Article 4-,B,9,b.
4. This congregation shall make satisfactory settlement of all financial obligations to a former pastor and that pastor shall make satisfactory settlement of all financial obligations to this congregation within thirty (30) days of the effective date of the resignation.
 5. When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities shall be specified in the Letter of Call for each pastor and drafted in consultation with the pastor(s), the Council of Shepherds and the Church Relations Board. As necessary the Letter(s) of Call may be revised through a similar consultation.
 6. Ordained pastors*, whether married or single, are expected to uphold an understanding of marriage in their public ministry as well as in private life that is biblically informed and consistent with the Statement of Faith of this congregation. The expectations of this congregation regarding the sexual conduct of its ordained pastors are grounded in the understanding that human sexuality is a gift from God and ordained pastors are to live in such a way as to honor this gift. Ordained pastors are expected to reject sexual promiscuity, the manipulation of others for purposes of sexual gratification and all attempts of sexual seduction or sexual harassment, including taking physical or emotional advantage of others. Single ordained pastors are expected to live a chaste life. A married ordained pastor is expected to live in fidelity to their spouse, giving expression to sexual intimacy within a marriage relationship that is mutual, chaste and faithful. Ordained pastors who are homosexual in their self-understanding are expected to abstain from homosexual sexual relationships.

D. Legal Ownership of Property

All property that is acquired by the corporation* will be held, owned and titled in the name of this congregation.

E. Dissolution of this Congregation

1. To terminate this congregation's existence, a two-thirds majority vote of the Voting Members present and voting at a legally called Voter Meeting is required.
2. If this congregation ceases to exist, the property and assets shall be sold, all debts retired and any remaining funds shall be given away to honor the cause of Christ as directed by a two-thirds majority vote of a quorum of the Voting Members present and voting at a legally called Voter Meeting. The Executive Committee will supervise the disposition of all assets as determined by the Voter Meeting.

F. Organization

1. The officers of this congregation shall be the President, Vice President, Secretary and Treasurer.
2. Duties of the officers shall be specified in the by-laws.
3. The officers shall be Voting Members of this congregation.
4. The Council of Shepherds nominates the President, Vice President and Secretary to be elected at the Annual Voter Meeting.
5. The Council of Shepherds nominates the Treasurer to be elected at the Voter Budget Meeting.
6. The term of office for the officers shall be one (1) year except for the Treasurer whose term shall be two (2) years. No officer shall hold more than one office at a time. No officer, other than the

Treasurer, shall be eligible to serve more than two (2) consecutive full terms in the same office. Terms of officers, except for the Treasurer, shall begin at the close of the Annual Voter Meeting.

G. Council of Shepherds

“Keep watch over yourselves and all the flock which the Holy Spirit has made you overseers. Be shepherds of the church of God, which he bought with his own blood— Acts 20:28 (NIV)

1. The voting membership of the Council of Shepherds shall consist of the officers of this congregation, the senior pastor* and no less than four (4), but no more than eight (8) additional members of this congregation. The number of members on the Council of Shepherds shall be determined by the Executive Committee subject only to the limitation on the length of continuous service permitted for that office.
2. Shepherds shall be recommended by the Nominating Task Force, nominated by the Council of Shepherds and elected at the Annual Voter Meeting to serve for two (2) years or until their successors are elected. Nominations from the floor offered during the Annual Voter Meeting will not be recognized. Shepherds shall be eligible to serve no more than two (2) full terms consecutively. The term of office for a Shepherd shall begin at the close of the Annual Voter Meeting.
3. A quorum is required to convene a meeting which shall consist of a simple majority of Shepherds and must include at least one officer in order to conduct the business of the Council of Shepherds.
4. A Shepherd or an Officer may be removed from the Council of Shepherds if he/she:
 - a. Ceases to be a Voting Member of this congregation;
 - b. Has three (3) excused absences and/or more than one (1) unexcused absence within a calendar year, however, the Executive Committee retains the ability to review a Shepherds status on an individual basis;
 - c. Resigns;
 - d. Engages in misconduct, a scandalous life, willful neglect of duty or when it becomes apparent that through continued incompetence or physical incapacity has become unable to fulfill the responsibilities of the position as determined by the Executive Committee and the Church Relations Board.
5. If a Council of Shepherds position is declared vacant, a successor may be chosen from the list of candidates recommended by the Nominating Task Force. The successor will be elected by a simple majority of the Council of Shepherds to serve until the next Annual Voter Meeting.
6. The Council of Shepherds shall have general oversight of the life and activities of this congregation, as specified in the by-laws and ensure that Mission and Ministry are carried out in accordance with the Statement of Faith.
7. The Council of Shepherds has the responsibility for the execution of all provisions in this constitution, the by-laws and resolutions.
8. The Council of Shepherds shall publish the Voting Member list at least two (2) Sundays prior to all Voter Meetings and provide Non-Voting Members an opportunity to appeal and resolve their status prior to the Voter Meeting.
9. The Council of Shepherds shall be responsible for the employment and supervision of all lay persons, and volunteers, for this congregation. This responsibility may be delegated to the Church Relations Board.
10. At the time of a pastoral vacancy, an interim pastor* shall be appointed by the Council of Shepherds. During the period of service, an interim pastor shall perform the duties of a regularly called pastor* for this congregation and may delegate the same to a guest pastor* with the consent of the Council of Shepherds.

11. The Council of Shepherds shall submit an Annual Report to this congregation at the Annual Voter Meeting.
12. The Council of Shepherds shall meet once a month. Special meetings of the Council of Shepherds may be called by:
 - a. The Pastor;
 - b. The President;
 - c. The President at the request of a simple majority of its members.
13. The Council of Shepherds shall be responsible to manage any and all funds: general, endowment, memorial, capital, building, unrestricted assets and any other designated or restricted funds that may be established.
14. The Council of Shepherds shall appoint committees, boards and task forces to accomplish the mission of this congregation.

H. Committees, Boards and Task Forces

Committees, Boards and Task Forces and their purpose are identified and defined in the by-laws.

I. Indemnification

Consistent with the provisions of the State and Federal laws under which this congregation is incorporated, this congregation may adopt a resolution providing indemnification* for a person who, by reason of fact is or was a Council of Shepherds member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any potential, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

J. Organizations within this Congregation

Any organizations within this congregation shall exist to: aid in ministering to the members of this congregation; advance the mission and ministry of this congregation; and may be organized only after authorization by the Council of Shepherds.

ARTICLE 5 - Amendments to Constitution

This congregation may adopt amendments at a legally called Voter Meeting.

A. Proposal

1. Amendments to this constitution may be proposed by:
 - a. At least ten percent (10%) of Voting Members; or
 - b. The Council of Shepherds.
2. Proposals must be submitted in writing to the Council of Shepherds a minimum of ninety (90) days before formal consideration by this congregation at a Voter Meeting. The Council of Shepherds shall notify Voting Members by mail of the proposal together with Council's recommendation at least thirty (30) days in advance of the Voter Meeting.

B. Approval

An amendment to this constitution shall:

1. Be approved at a legally called Voter Meeting, according to this constitution, by a two-thirds majority vote of those present; and
2. Be ratified*, without change, at the next Annual Voter Meeting by a two-thirds majority vote of those present; and
3. Have an effective date that is the date of the Voter Meeting at which the amendment is ratified, unless stated otherwise; and

4. Be recorded by the Secretary of this congregation as an approved amendment to this constitution.

ARTICLE 6 - By-Laws

This congregation may adopt by-laws. No by-law may conflict with this constitution.

By-laws may be adopted or amended at any legally called Voter Meeting of this congregation with a quorum present by a two-thirds majority vote of those Voting Members present. The effective date, unless stated otherwise, is the date of the Voter Meeting at which a by-law is adopted or amended.

A proposal to amend the by-laws may be initiated by any voting member provided such amendment is submitted in writing to the Council of Shepherds at least ninety (90) days before a Voter Meeting is called for that purpose. The Council of Shepherds shall notify the Voting Members by mail of the proposal with the Council's recommendation at least thirty (30) days in advance of the Voter Meeting.

Approved amendments to the by-laws shall be recorded by the Secretary of this congregation.

Article 7 - Severability Clause

Should any provision within this constitution or within the accompanying by-laws be deemed invalid by any competent and legitimate authority, that section alone shall be declared invalid. All other terms and conditions of this constitution and the accompanying by-laws remain in full force and effect.

By-Laws of Shepherd of the Hills Lutheran Church – Richfield, Inc.

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Chapter 1 - Annual Voter Meeting and Voter Budget Meeting

The Annual Voter Meeting shall be held on a date in January as determined by the Council of Shepherds.

The Voter Budget Meeting shall be held prior to the end of the fiscal year* as determined by the Council of Shepherds.

Chapter 2 - Organizational Structure

A. Council of Shepherds duties shall include the following:

1. To lead this congregation, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its Mission and Ministry, and Statement of Faith;
2. To create and maintain an environment that fosters spiritual maturity for all who participate in the life of this congregation;
3. To oversee and provide for the administration of this congregation;
4. To provide supportive relationships with the pastor(s) and staff, and to evaluate annually the fulfillment of their calling or employment. This duty may be delegated to the Church Relations Board;
5. To be an example, through humble service, of the life and ministry expected of all Christian believers;
6. To promote a climate of peace and goodwill within this congregation, should differences arise strive to attain reconciliation;
7. To oversee each committee, board, task force, or other ministry group* of this congregation and shall review their actions annually;
8. To ensure an accurate record of the constitution and amendments, the by-laws and amendments, and all resolutions are maintained.

B. Council of Shepherds shall be the Board of Directors of this congregation.

Subject to the obligations that pertain to such boards under the laws of the State of Wisconsin, except as otherwise provided herein:

1. The Council of Shepherds shall be responsible for maintaining and protecting its property;
2. The Council of Shepherds shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by this congregation at a Voter Meeting;
3. The Council of Shepherds shall submit an annual budget for adoption by this congregation, shall supervise the expenditure of funds following its adoption. The Council of Shepherds may exceed the budget up to ten percent (10%) of the estimated annual receipts not to exceed fifty thousand dollars (\$50,000). Expenditures in excess of ten percent (10%) of the estimated annual receipts or fifty thousand dollars (\$50,000) shall only be incurred after approval by a Voter Meeting;
4. The Council of Shepherds shall ascertain that the financial affairs of this congregation are being conducted on a timely and compliant basis;
5. The Council of Shepherds shall be responsible for this congregation's investments and all insurance policies and retirement program(s);
6. The Council of Shepherds nominates and elects the members of the Audit Committee, Budget Task Force and the Pastoral Task Force;
7. The Council of Shepherds shall adopt a Resolution of Indemnification. This resolution will be continuous in nature and shall be modified, from time to time, as is deemed appropriate. This resolution will be recorded by the Council of Shepherds Secretary in a book of record designated for that purpose.

C. Council of Shepherds Officers

1. The President

- a. Shall be chairperson of this congregation and preside over all Voter Meetings, Council of Shepherds meetings and meetings of the Executive Committee.
- b. Shall be an ex-officio member of all committees, boards and task forces.
- c. Shall authorize excused absences for Council of Shepherds meetings.
- d. Shall oversee the long-term planning programs of this congregation.
- e. As needed, will oversee the development of a mission statement*.
- f. Shall conduct all business and meetings of this congregation in a manner that provides for an atmosphere which is dignified, orderly and promotes decision making consistent with the Statement of Faith and the Mission and Ministry of this congregation.

2. The Vice-President

- a. Will assume the role of President in the President's absence or in the event the current President is unable to complete the term as President,
- b. In cooperation with the Finance Committee shall review the insurance programs (property & casualty, health, workers compensation, et al) annually and
- c. Shall be the liaison to the Church Relations Board.

3. The Secretary

- a. Shall keep accurate minutes of all Voter Meetings of this congregation and of the Council of Shepherds and Executive Committee meetings in a volume provided by this congregation, which shall be preserved permanently in its archives.
- b. Shall keep accurate parochial records*of all baptisms, confirmations, marriages, burials, communicants, membership rolls of this congregation, elections and minutes of Council of Shepherds, Executive Committee and Voter Meetings. The parochial records of this congregation shall remain the property of this congregation. The departing Secretary of this congregation shall attest in writing to the Council of Shepherds that such records are in good order and have been placed in the hands of the incoming Secretary.
- c. Shall submit a summary of such parochial records as part of the Annual Report.
- d. Shall maintain a record of the constitution and amendments, by-laws and amendments, and all resolutions in a volume provided by this congregation, which shall be preserved permanently in its archives.
- e. Shall maintain all membership rolls - Voting Member list, Non-Voting Member list and the Historical Roll and:
 - i. The Voting Member list shall be updated prior to each Voter Meeting;
 - ii. Shall provide those on the Non-Voting Member list an opportunity to appeal their status prior to a Voter Meeting;
 - iii. Shall provide those on the Historical Roll an opportunity to appeal their status;
 - iv. Shall maintain a printed and dated copy of the current constitution, by-laws and resolutions and preserve previous constitutions permanently in its archives.

4. The Treasurer

- a. Shall be nominated by the Council of Shepherds, elected by a two-thirds majority of Voting Members at the Voter Budget Meeting of an even numbered calendar year and will serve a term of two years beginning January 1st of the next odd numbered calendar year. The Treasurer may serve unlimited and consecutive terms.
- b. Shall have appropriate knowledge of standard accounting and financial practices.

- c. Shall be responsible for all receipts, disbursements and payment of all applicable taxes on behalf of this congregation and all other financial requirements of this congregation.
- d. Shall be responsible to provide financial reports monthly at the Council of Shepherds Meeting, at the Voter Budget Meeting and at the Annual Voter Meeting.
- e. Shall oversee all funds of this congregation to include: general, endowment, memorial, capital, building, unrestricted assets and any other designated or restricted funds that may be established.
- f. Shall be chair of the Finance Committee* and the Budget Task Force.
- g. May designate or delegate specific duties to a bookkeeper, a financial secretary or other qualified individual as necessary to maintain the finances of this congregation. The designee(s) shall not be a member of the Council of Shepherds.
- h. All offerings shall be counted by at least two people appointed by the Treasurer or the Treasurer's designee. The Treasurer shall not serve as a counter.
- i. Will oversee the annual audit which shall consist of reviewing cash procedures incoming and outgoing; payroll procedures and compliance with accounting standards and other standards as appropriate.
- j. Shall not serve as a member of the Audit Committee.
- k. The spouse of a pastor may not be the Treasurer.

Chapter 3 - Committees, Boards and Task Forces

A. The Executive Committee shall meet only on an as-needed basis and shall consist of the officers of this congregation and the senior pastor. The President serves as the Chairperson. The Executive Committee is commissioned by the Council of Shepherds to act on behalf of the Council of Shepherds only on matters of confidentiality and in emergency situations. The Executive Committee has final authority in matters of discipline of members, pastors, Council of Shepherds members and in the matter of a Voting Member's appeal of status. Any other actions taken by the Executive Committee must be ratified by the Council of Shepherds at the next scheduled meeting. The Executive Committee determines the number of Shepherds to serve on the Council of Shepherds and will be responsible to dispose of the assets of this congregation in the event it becomes necessary to dissolve. The term of office is the same as that established for the officers of the Council of Shepherds as defined in Article 4-F, 6.

B. The Church Relations Board has the responsibility to oversee and enhance the ministry of this congregation by fostering positive relationships by use of annual assessments of the pastor(s) and lay staff. This Board shall consist of six (6) members recommended by the Nominating Task Force, nominated by the Council of Shepherds and elected at the Annual Voter Meeting. The term of office shall be two years, with three members elected each year. Board members shall not be members of the Council of Shepherds.

C. The Audit Committee shall perform and report the results of the annual financial audit at the Annual Voter Meeting and will also review the financial policies and procedures of this congregation. The committee shall consist of three Voting Members each chosen and elected by the Council of Shepherds one of which shall have appropriate knowledge of standard accounting and financial practices. The term of office shall be three (3) years, with one member elected each year. Members shall be eligible for re-election. An Audit Committee member shall not be a member of the Council of Shepherds. The Treasurer shall not be a member of the Audit Committee.

D. The Budget Task Force will propose and present a budget at the Voter Budget Meeting for the next fiscal period. The committee shall consist of the Treasurer and six (6) members nominated by the Treasurer that includes one (1) member of the Council of Shepherds, one (1) member of the Church Relations Board, one (1) member of the Finance Committee and three (3) other Voting Members of this congregation. The Council of Shepherds shall elect the six (6) members to serve a term of one (1) year with the Treasurer serving as its chairperson. Members shall be eligible for re-election. A Budget Task Force member shall not be a member of the Audit Committee.

E. The Nominating Task Force selects and recommends candidates for the Council of Shepherds and the Church Relations Board. This task force shall be elected at the Annual Voter meeting for a term of one year and consist of six (6) Voting Members of this congregation, two (2) of which shall be an outgoing member of the Council of Shepherds and an outgoing member of the Church Relations Board. Members of the Nominating Task Force are not eligible for consecutive re-election and shall not be current members of the Council of Shepherds or the Church Relations Board upon the adjournment of the Annual Voter Meeting.

F. A Pastoral Call Task Force shall be formed when a pastoral vacancy occurs and will consist of no less than six (6) and no more than nine (9) Voting Members chosen and elected by the Council of Shepherds. The term of office will terminate upon installation of the newly called pastor.

G. Other committees, boards and task forces of this congregation may be formed, as necessary, at the discretion of the Council of Shepherds.

Chapter 4 – Church Affiliation

This congregation chooses to be a member congregation of the Lutheran Congregations in Mission for Christ (LCMC) and of the Augustana District.

Chapter 5 – Statement of Mutual Interest

Essential to the mission of this congregation is the ministerial needs of its members. In support of its mission, the Pastor and members of this congregation will, as need arises or is seen to be needed, lift-up in prayer the concerns and needs of its members as well as non-members. Given this understanding, actions will be pursued for the mutual benefit and interest of the members of this congregation and are not intended to encroach upon or violate the privacy of the member(s) or non-member(s) for whom prayer(s) is offered. Should a member have a concern or need for prayer that is confidential in nature, such concern shall be brought to the attention of the Pastor alone and should be clearly communicated as being confidential in nature. Only through clearly communicating a concern or need for prayer as confidential will that concern or need for prayer be dealt with in a restricted manner. Members understand and acknowledge that without clearly communicating such a concern as confidential, their concern may be brought forth to this congregation for the purpose of raising the need or concern in prayer.

Members may be asked to sign a Statement of Mutual Interest, confirming their understanding of the above, as qualification for membership in this congregation.

Chapter 6 - Conflict of Interest Statement

A Council of Shepherds member, officer, employee, agent, or other member of any committee of this congregation will at all times refrain from conduct in which his or her personal interests or those of his or her business or employer would conflict with or would give the appearance of a conflict with that individual's fiduciary responsibilities to this congregation. In such an event that an individual believes a conflict to exist, that individual shall inform the committee or the Council of Shepherds of the conflict, and excuse themselves from discussion and voting on any such issue involving their conflict of interest.

Appendix

- Section 1: Definitions**
- Section 2: Voter Meeting Agenda – sample format**
- Section 3: Resolution - sample format**
- Section 4: Letter of Call - sample format**

Section 1: Definitions

Absentee ballot - a ballot completed and submitted by a Voting Member who is unable to be present at the Voter Meeting.

Call (a pastor) – because the pastor is a divinely appointed office and not a job, a Lutheran pastor is not ‘hired’ like other jobs, but called by God to preach the Gospel and administer the sacraments. God issues this call by speaking through the Holy Spirit in this congregation. The Pastoral Call Task Force has the duty to be attentive to the Holy Spirit and discerning whom God may be calling to serve in the office of Pastor.

Canonical Scriptures - these are the 66 books of the Bible which are accepted by all Christian churches as the authoritative Word of God. The additional books which are in the Bibles of the Roman Catholic Church, also known as the Apocrypha, are not included.

Confessional Lutheran - is the name used by those Lutheran Christians that adhere strictly to the summary of scriptural doctrines taught in the Book of Concord. (The Book of Concord is the collection of Lutheran “confessional” documents that was formally adopted by most Lutheran teachers and leaders in 1580).

Contributes regularly – contributions to this congregation include, but are not limited to, financial gifts, volunteer service and shared worship opportunities.

Corporation – Shepherd of the Hills Lutheran Church – Richfield, Inc.

Finance Committee – is a subgroup of the Budget Task Force that provides for the funding and the long-term financial needs of this congregation. This committee shall consist of five members elected by the Council of Shepherds with the Treasurer serving as the chairperson.

Fiscal year – the financial year of this congregation is defined as January 1st through December 31st.

Guest pastor - a pastor invited, by the Council of Shepherds, to conduct the worship service(s) on an as-needed basis.

Historical Roll - if a member ceases to participate in the life of this congregation for a period of two years, he/she is placed on the Historical Roll and is no longer considered a member. A person on the historical role is still eligible to have the pastor officiate their funeral. If a person on the historical role returns to participate in the life of this congregation he/she is once again considered a member.

Indemnification – an agreement, by use of a resolution, to reimburse for financial damage or loss, those persons identified in Article 4:l for certain legal expenses and judgments resulting from lawsuits pertaining to their conduct and subject to the limits of coverage provided for in the insurance policies of this congregation.

Interim pastor - a pastor appointed by Council of Shepherds to conduct the duties of a regularly called pastor in the absence of the regularly called pastor, or until a new regularly called pastor is identified or installed.

Letter of Call – is a document by which this congregation issues a call to a pastor. It includes a summary of the mission to which the pastor is called, the responsibilities of the pastor, responsibilities of the congregation, the details regarding compensation and other pertinent and necessary information.

Ministerium - a group of congregations who formally agree to work together for God’s mission. Some may be informal (such as the Willow Creek Association). Others may be more formal, with greater requirements expected of member congregations (such as the Augustana District).

Mission - God is on a mission to save all people and draw them into His Kingdom through the work of Jesus Christ. Christ instituted the church for the purpose of continuing this mission on earth, until He comes again.

Mission statement - the mission of the church is set forth in Holy Scripture. However, this congregation may, from time to time, issue a mission statement which expresses the manner in which it believes God is calling it to live out that mission in the present time.

Ordained pastor – is called and authorized by this congregation to preach the Gospel of Jesus Christ; lead worship, officiate at weddings, baptisms and funerals, and to provide spiritual guidance to the community.

Participates in the life - this refers to people who express their faith through worship attendance, involvement in congregational ministries and service through this congregation. It includes both members and non-members.

Parochial records - are the official records of congregational actions. These include all baptisms, confirmations, marriages, burials, communicants, membership rolls of this congregation, elections and minutes of Council of Shepherds, Executive Committee and Voter Meetings.

Proxy – whereby a Voting Member delegates his/her voting power to another person to vote in his/her absence. Proxy voting is prohibited in this congregation.

Purpose - in regard to congregational meetings, this refers to the actions and issues which are under consideration at the particular meeting in question.

Quorum - the minimum number of Voting Members, of this congregation, necessary to be present to convene a legally called Voter Meeting. The quorum number is determined by multiplying the required quorum percentage by the total of the Voting Members' list, with any resulting fraction rounded-up to the next whole number. The quorum requirement is not reduced should a Voting Member(s) leave the Voter Meeting.

Example: A Voting Members' list of 587 multiplied by the 10% quorum requirement equals 58.7 when rounded up to the next whole number results in a minimum of 59 Voting Members necessary to be present to convene a Voter Meeting.

Ratified – a second vote, without change, to confirm a motion previously approved.

Regularly called Pastor - a pastor who has been called to serve this congregation. Such a call lasts until the pastor resigns, retires or is removed for disciplinary reasons. This is distinguished from other calls this congregation may issue; such as part-time pastors, interim pastors and pastors for a limited term.

Resolution - a formal expression of policy or intention, confirmed by vote, to decide a course of action, a method or a procedure.

Simple majority – fifty percent (50%) plus one (1) of the Voting Members establishing the quorum with any resulting fraction rounded-up to the next whole number to determine the minimum number of votes necessary to approve an action. The simple majority requirement is not reduced should a Voting Member(s) leave the meeting.

Example: Attendance of 83 multiplied by the 50% equals 41.5 then adding 1 equals 42.5 and when rounded up to the next whole number 43 becomes the number of votes necessary to approve an action.

Senior Pastor - when there is more than one pastor, one of the pastors is designated the "Senior Pastor." This pastor has the role of communicating a single vision for God's work through this congregation and is responsible for maintaining purity of doctrine and teaching among the other pastors and teachers.

This congregation – Shepherd of the Hills Lutheran Church – Richfield, Inc.

Two-thirds majority – sixty-six and two-thirds percent (66.6%) of Voting Members establishing the quorum with any resulting fraction rounded-up to the next whole number to determine the minimum number of votes necessary to approve an action. The two-thirds majority requirement is not reduced should a Voting Member(s) leave the meeting.

Example: Attendance of 63 multiplied by the 66.6% equals 41.9 when rounded up to the next whole number results in a minimum of 42 votes necessary to approve an action.

Unexcused absence – a member of the Council of Shepherds failing to attend a meeting of the Council of Shepherds without the absence being approved by the President of the Council of Shepherds in advance of the meeting.

Voting Member list – the official list of eligible voters, prepared by the Secretary of the Council of Shepherds, used to identify those members qualified to vote at Voter Meetings.

Section 2: Voter Meeting Agenda – sample format

Annual Voter Meeting Agenda (sample)

January xx, 20xx

Call to Order: (Current Council of Shepherds President)

Opening Prayer: (Senior Pastor)

Approval of Agenda:

Motion _____ **2nd** _____

Establish a Quorum:

Approve Voter Meeting Minutes: (list of Voter meetings from the past year)

Motion _____ **2nd** _____

Elect to 1st Term on Council of Shepherds:

Motion _____ **2nd** _____

Elect to 2nd Term on Council of Shepherds:

Motion _____ **2nd** _____

Elect Council of Shepherds Officers:

Motion _____ **2nd** _____

Elect to 1st Term on Church Relations Board:

Motion _____ **2nd** _____

Elect to 2nd Term on Church Relations Board:

Motion _____ **2nd** _____

Nominate and elect the Nominating Task Force (six (6) members)

Motion _____ **2nd** _____

Treasurer's Report and Audit Report:

Motion _____ **2nd** _____

President's Report: (Current Council of Shepherds President)

Committee Reports:

Ministry Administrator Report:

Pastor's Report:(Senior Pastor):

Old Business:

1)

New Business:

1)

Adjournment

Motion _____ **2nd** _____

Hymn "Praise God from Whom All Blessings Flow"

Section 3: Resolution - sample format

Indemnification Resolution:

“Be it resolved: From this day forward and as long as any individual of this congregation is lawfully operating within the scope and duties of his/her position this congregation will indemnify his/her actions subject to the limits of coverage provided for in the applicable insurance policies of this congregation.”

Section 4: Letter of Call – Sample Format

Shepherd of the Hills Lutheran Church

1350 Hwy 175
Richfield, WI 53076

Letter of Pastoral Call

In the Name of the Father, and of the Son, and of the Holy Spirit, Amen

Our ministry comes from Christ through the church and belongs to the whole people of God. The Gospel calls all Christians to be ministers in Word and deed, so it is the privilege of every Christian to be a steward of the Gospel of God's justifying act in Jesus Christ. The whole church ministers as it celebrates God's presence, shares the Good News, cares for those in need, and witnesses to the power of God's love.

The Scripture urges that within the church all things be done decently and in order (1Cor.14:40). To that end, Shepherd of the Hills Lutheran Church recognizes the office of pastoral ministry established by our Lord. It is the task of the church to provide qualified persons for pastoral ministry, who will give pastoral leadership and care necessary for the establishment and nurture of Christ's church.

The congregation of Shepherd of the Hills Lutheran Church,
at a meeting held on (Month Day, Year),
has called you, (Name)
to serve as the pastor of this congregation.

Together We:

- **Receive** the Word of God as revealed in the Old and New Testaments and witnessed to by the Lutheran Confessions.
- **Share** the mission given by Christ.
- **Engage** in ministry as we celebrate God's presence, experience renewal through the Gospel, and give witness to Jesus Christ. Together we will provide care and support for each other.
- **Seek** to involve all in active church membership and enlist those in our community who are not actively affiliated with a Christian congregation.
- **Care** for those in need by demonstrating the Gospel to those beyond our congregational community.
- **Equip** our members for ministry in order to meet the challenges and opportunities presented to our congregation, community and the world. (Eph. 4: 11-16)
- **Subscribe** to the Constitution and By-laws of Shepherd of the Hills Lutheran Church.
- **Review** periodically our mission and ministry as a congregation and assess leadership strengths and skills needed to meet our challenges and opportunities.

As our pastor, you are called to:

- **Preach** and teach the Word of God. (2 Tim. 4: 1-5)
- **Preside** at worship and administer the sacraments according to the practice of the Lutheran Church.
- **Provide** pastoral care to all members of our congregation according to our needs, visiting us as necessary, and upholding us in prayer.
- **Give** pastoral leadership for the meetings, activities, and organizations of this congregation.
- **Lead** and equip us in fulfilling our call to give faithful witness in our daily discipleship by words and work.
- **Receive** us as the people of God with love, good will, cooperation, and respect.
- **Strive** in word and action to be a worthy example in Christian living, avoiding conduct which might endanger the faith of others.

- **Maintain** sexual purity in accord with the Biblical standard that the gift of sexuality is to be used only in a lifelong marriage between one man and one woman.
- **Encourage** us to support the total ministry of this church, and its associations, as formally constituted.
- **Continue** your theological education for personal renewal, enrichment of devotional life, development of pastoral effectiveness, and provide an annual report.
- **Provide** the leadership and duties as outlined in the accompanying job description. (1 Tim. 3: 1-7) (1 Tim. 4: 13-16)

We, the congregation:

- **Commit** ourselves to the Gospel by faithful participation in worship, learning, and fellowship opportunities.
- **Seek** to fulfill our calling to be servants to others in our families, occupations, communities, civic and political institutions, and voluntary associations.
- **Receive** you as our pastor, uphold you in prayer, and accord you our love, respect, and good will.
- **Expect** you to become rostered with the Lutheran organization with which this church is currently affiliated if you are not already so rostered.
- **Look** to you to preside at baptisms, celebrations of Holy Communion, and the rites of the church.
- **Support** the mission of the congregation with our human energies, financial resources, and prayer; and will compensate you as follows, to be reviewed annually:

Pay you a salary of \$_____, the payments to be made in equal installments as follows: _____.

Provide for your housing as follows:

Housing allowance of \$_____.

Contribute to your retirement fund as follows:_____.

Provide for medical, dental, life and disability insurance as follows:

_____.

Grant you an annual vacation of ____ weeks, taken in the calendar year and not accumulative except by agreement with the Council of Shepherds, and provide for worship leadership for ____ Sundays during your absence.

Grant a Sabbatical leave of _____ weeks once every _____ years; with the _____ weeks to be taken at one time or to be split into two segments totaling _____ weeks in one year as approved by the Church Relations Board and the Council of Shepherds.

Reimburse you with a car/travel allowance as follows:_____.

Provide a Professional Expense budget in the amount of \$_____ per year.

Pay your moving expenses as follows:_____.

We request immediate acknowledgement of receipt of this letter. We request word of your decision within ____ weeks.

The congregation will support you in prayer as you consider this call to minister to us at Shepherd of the Hills Lutheran Church in Richfield, Wisconsin.

Council of Shepherds President

Council of Shepherds Secretary

Church Relations Board Chairperson