

Bylaws

Bethel Lutheran Church

Great Falls, Montana

These Bylaws are adopted as of the date above by the Bethel Lutheran Church Council to supplement the current Bethel Lutheran Church Constitution.

C4.03.01 In addition to the items listed in the Constitution at C4.03.01, Bethel has determined that this congregation should also maintain the following goals:

- j Provide nurturing and support for ELCA ministry and congregational lay leaders.
- k Foster organizations for youth, women, and men; and organizations for language or ethnic communities.
- l Support the process used by the ELCA in the creation of social statements.
- m Foster relationships with and provide partnership funding on behalf of social ministry organizations.
- n Provide partnership funding on behalf of seminarians and continuing education opportunities.
- o Foster supporting relationships with camps and other outdoor ministries.
- p Foster supporting relationships with the daycare co-located on Bethel's premises.

C5.05.01 Mission Endowment Committee Membership and Purpose

- a A Mission Endowment Fund committee of five voting members of this congregation shall be elected by the Congregation Council.
- b The term of office will be three years, with the first slate of members serving staggered terms. Each year following the initial election two members will be elected, with one elected every third year.
- c Members are eligible for only two consecutive terms.
- d At all times at least one member of the committee shall serve on the Congregation Council.

- e The treasurer of the Congregation shall maintain the account of the Mission Endowment Fund and serve as an ex-officio without voice or vote, member of the committee.
- f The purpose of the committee shall be to implement the guidelines of the Mission Endowment Fund.

C5.05.02 Mission Endowment Fund Committee Duties shall include the following:

- a To fulfill the purpose of the Mission Endowment Fund, that is to make annual distributions, when appropriate and supported by the Fund, beyond the operating budget of the congregation, to ministries which may include, but not be limited to, extraordinary programs/ministry initiatives within this Congregation; to special projects within the local area wherein this Congregation resides; to special ministries within the Montana Synod, ELCA; and/or to ELCA Churchwide ministries.
- b To determine how the Mission Endowment Fund assets will be invested including the asset allocation. No committee member shall invest the assets in a way that would bring private benefit to that individual. The committee shall report at least quarterly to the Congregation Council on any and all activity within the Fund, with current balance, additions, distributions, and any other activity to be included with the report. An annual account and a report of ministries supported by the Fund shall be distributed to the Congregation at its annual meeting.
- c To make annual distributions which, while not required, may be up to 5% of the annual value of the Mission Endowment Fund balance, and may include interest and dividends received, realized gains, and/or unrealized gains.
- d To encourage gifts to the Mission Endowment Fund through education and promotion of the Fund.
- e To receive and celebrate gifts given for the Mission Endowment Fund. Ten percent of each such gift will be distributed immediately beyond the operating budget of the Congregation. The remaining portion will be added to the Mission Endowment Fund.
- f To respond to Congregation Council request given an unforeseen emergency situation, to use principal to the Fund to help the Congregation rectify an economically devastating situation.

C8.02.02 Inactive Members

Members are recommended for inactive status when they have not communed, worshipped, participated in, or contributed to the life of the congregation over a one-year period. After this time, the inactive members shall remain people for whom the church has a continuing pastoral concern, though they will not be counted among 'active membership' in the church's annual report to the synod, nor will they be eligible to vote.

C8.04.01 Communion Participation

- a This congregation practices open communion, welcoming all who believe that Christ is truly present in the holy meal for the forgiveness of their sins.
- b Registration cards will be available as a record of communion and as a statement of faith.
- c Communicant members are encouraged to take communion as often as it is offered.
- d Families are encouraged to bring young children forward for a blessing.
- e Communion instruction is provided prior to first communion.
- f Any communicant member may participate in the distribution.

C9.12.01 Pastoral Duties

In addition to the duties identified in the Constitution, the pastor shall also:

- d adhere to the policies adopted by this congregation, and
- e attend meetings of the Synod Assembly and attend any meeting of the conference, cluster, coalition or other area subdivision to which the congregation belongs unless illness demands he/she appoint a representative to attend in his/her stead.

C9.14.01 Congregation Records

- a Upon termination of his or her service to the congregation, the pastor will ensure that the records are up to date prior to his or her departure. The records shall consist of:
 - 1) The roster of baptized, confirmed, and voting members; and
 - 2) The ministerial acts by the pastor.

C10.01.01 Annual Meeting

- a The annual meeting date of this congregation shall be held on or before January 31 of each year, but may be held by the fifteenth of February if circumstances require a different date.
- b Bethel Lutheran Church, for business purposes, will follow a fiscal year of February 1 through January 31 of each year.
- c The pastor shall submit a pastoral report to the congregation at its annual meeting.
- d The Congregation Council shall at the annual meeting of the congregation render a report of all insurance and bonds in force as well as inventory of property and a statement of assets and liabilities.
- e In addition to the candidates submitted by the nominating committee, nominations may also be made from the floor. Those floor nominations must meet the same criteria) and be with the nominee's consent.

C11.01.01 Officers of the Congregation

- a The President shall:
 - 1) Preside at all meetings of this congregation and Congregation Council;
 - 2) Prepare a written report to be included in the annual report to the congregation;
 - 3) Ensure the preparation of all legal correspondence necessary on behalf of the congregation and endorse with one's signature;
 - 4) Be authorized and empowered, in the name of the congregation to sign deeds and other instruments as directed by the congregation, provided that the signature of the Secretary or another officer also appear on such documents;
 - 5) Convene the first meeting of any Nominating Committee;
 - 6) Work with the Congregation Council to appoint all committees for which provision is not otherwise made;
 - 7) Annually re-establish the Audit Committee with its new members;
 - 8) Turn over to his/her successor all records and other property belonging to the congregation that he/she may have in his/her possession when he/she leaves office; and
 - 9) Perform other duties as required to be consistent with the Constitution and Bylaws of Bethel.

- b The immediate Past President shall:
 - 1) Be a member of the Nominating Committee;
 - 2) Be a member of the Audit Committee; and
 - 3) Provide guidance to the current President and Congregation Council.
- c The Vice-President shall:
 - 1) Exercise the duties of the President as required during the temporary absence of the President;
 - 2) Become President when the Congregation Council declares the office of the President vacant, as in the case of resignation from the office, disability, transfer, annual election time, or other permanent absence of the President;
 - 3) Convene the first meeting of the Audit Committee at least sixty (60) days prior to the annual congregational budget meeting and receive communications from the committee should there be any questions or concerns;
 - 4) In the absence of the Secretary be authorized and empowered in the name of this congregation to attest all deeds and instruments which require the same and have been signed by the President of this congregation;
 - 5) Turn over to his/her successor all records and other property belonging to the congregation that he/she may have in his/her possession when he/she leaves office; and
 - 6) Perform other duties as required to be consistent with the Constitution and Bylaws of Bethel.
- d The Secretary shall:
 - 1) Keep the minutes and records of all meetings of this congregation, be responsible for the printing and distribution of such minutes;
 - 2) Be authorized and empowered in the name of this congregation to attest all deeds and instruments which require the same and which have been signed by the President of this congregation;
 - 3) In consultation with the President, classify and arrange all important papers and documents and deposit them in the archives of this congregation;
 - 4) Ensure the congregation is informed when important documents are added to the archives, ensuring access for the audit committee and congregational member review;

- 5) Advise the secretary of the synod of the names of voting members and/or alternates at least 60 days prior to the date of the Synod Assembly;
 - 6) Turn over to his/her successor all records and other property belonging to the congregation that he/she may have in his/her possession when he/she leaves office; and
 - 7) Perform other duties as required to be consistent with the Constitution and Bylaws of Bethel.
- e The Treasurer shall:
- 1) Manage the monies, accounts, and funds of the congregation;
 - 2) Receive and distribute such funds in accordance with the decisions of the congregation or the Congregation Council;
 - 3) Receive, distribute, and report on a monthly and an annual basis the financial reports prepared by an outside accounting firm containing statements of receipts and disbursements for all financial accounts and a comparison of actual receipts and disbursements to the approved budget;
 - 4) Initiate and assist in the preparation of the budget(s);
 - 5) In the absence of the Secretary be authorized and empowered in the name of this congregation to attest all deeds and instruments which require the same and have been signed by the President of this congregation;
 - 6) Serve on the Finance Committee as Treasurer and as Past Treasurer when replaced as Treasurer; and
 - 7) Perform other duties as required to be consistent with the Constitution and Bylaws of Bethel.

C12.01.01 The Congregational Council

The Congregational Council shall have an orientation meeting which shall be a special meeting following the annual meeting and preceding the first regular council meeting. The orientation meeting's purpose will to be inform members of the functions and duties of the officers and boards, familiarize members with constitution and other church documents, plan for the work of the coming year, and elect officers and board members.

C12.05.01 Financial and Property Matters.

The Congregation Council:

- a. Shall review annually the compensation of the pastoral staff and make adjustments from time to time within the limits of the budget approved by the congregation;
- b. Shall receive and review the Synod Guidelines that are generated annually by the Synod, for consideration of adoption of some or all of the guidelines.
- c. Shall receive reports regularly from the Treasurer to ascertain that financial books and records are accurate and that the expenditures are within the anticipated receipts plus savings budget as approved by the congregation. Any expenditure in excess of the total, voted, anticipated-receipts plus savings budget must be approved by the congregation;
- d. May delegate to the Pastor and Office Manager the authority to incur expenses with such limits as it deems appropriate. The Congregation Council shall not delegate authority to enter into contracts that:
 - 1) are for professional services,
 - 2) will take longer than 30 days to perform or
 - 3) involve other than an emergency repair of an existing facility or equipment.
- e. Based on recommendations from the Treasurer, shall designate persons who are authorized to make deposits, transfer funds between accounts, and sign checks when the Treasurer is unavailable. The Congregation Council must establish the criteria regarding when checks or withdrawals must be signed by an authorized designee and countersigned by either the Treasurer or another designee.
- f. Shall be responsible for the buildings and premises of the congregation so their use is consistent with the Constitution and Bylaws of the congregation. Should groups or individuals not associated with the congregation desire to use such property, application shall be made to the Congregation Council for its approval. The Congregation Council shall have authority to set rules and fees for the use of the premises.

C12.11.01 Meeting Requirements

The Congregation Council shall normally meet monthly and not less than ten times per year. The Congregation Council meetings shall be open to any member of the congregation.

C12.11.02 Congregation Council Executive Sessions.

General Policy

It is the policy of this congregation that the Congregation Council must conduct the business of the church in an open and transparent way. When conducting the church's affairs, members of the Congregation Council as Christians have a special duty to engage in open and honest dialogue with the congregation and church staff. To further this policy of transparency, there is a presumption and general rule that the Congregation Council will conduct its activities in regularly scheduled meetings open to members of the congregation. However, when the values of openness and transparency are outweighed, in particular circumstances, by a risk that discussing a situation or item in an open meeting would cause substantial deleterious effects on the well-being (financial or otherwise) of the church or an individual, the Congregation Council may meet in executive session.

Specific Guidance

When the deleterious effects overcome the presumption of transparency, the Congregation Council may meet in executive session in accordance with the following provisions:

- a Definition. Executive session means a gathering of a quorum of members of the Congregation Council from which other members of the congregation are excluded for one or more of the reasons prescribed in subsection d. In addition to the members of the Congregation Council, only persons whose presence is reasonably necessary, in the judgment of the Congregation Council, in order for the Congregation Council to carry out its executive session responsibilities may attend the executive session.
- b Notice of Executive Session. When the need for an executive session is anticipated, notice that an executive session may be convened shall, if practical, be given to the congregation in an agenda or a supplement to

- an agenda. The notice shall include a general description of the matters to be considered. The agenda shall provide more than just a recital of the Constitution and Bylaw provisions authorizing the executive session, but shall not contain information that would defeat the purpose of the executive session, compromise the privacy interests of an interested person, or compromise the attorney-client privilege.
- c Approval. The executive session may occur only when approved by a majority vote of the members of the Congregation Council present and voting at a meeting open to members of the congregation.
 - d Purpose of Executive Session. The Congregation Council may hold an executive session only for the following purposes:
 - 1) Discussion or consideration of employment, including duties and responsibilities, appointment, compensation, promotion, discipline, demotion, or dismissal.
 - 2) Discussion or consideration of discipline or resignation of membership of a member of the congregation or member of the Congregation Council.
 - 3) Discussion or review of records to the extent necessary to maintain confidentiality required by law.
 - 4) Discussion or consultation for legal advice with an attorney representing the church.
 - 5) Discussion to consider the potential purchase, sale or lease of real property.
 - 6) Discussion regarding proprietary matters the disclosure of which would disadvantage the church.
 - e Official action. Official action by the Congregation Council, including adopting a plan of action, providing instructions to attorneys or agents of the church, or making a decision based on the information received during the executive session, shall be conducted during an open meeting of the Congregation Council; provided, however, that when an executive session is held, actions may be taken during that session, instead of in a subsequent open meeting, to the extent necessary to avoid substantial deleterious effects on the church or an individual.
 - f Attendance. If a member of the Congregation Council has a conflict of interest because of the subject matter of a proposed executive session, that person may be excluded from the executive session.
 - g Executive session minutes and confidentiality.
 - 1) Minutes of the executive session, including any action taken

- during the session, shall be prepared.
- 2) Except as provided below in subsection h., executive session materials, discussions, and minutes shall be kept confidential except from members of the Congregation Council who were authorized to attend the executive session, and their successors who would have been eligible to attend the executive session.
 - 3) The person presiding at the executive session shall instruct persons who are present at the executive session regarding the confidentiality requirements of this bylaw.
- h Public reporting. Following any executive session, and in any event no later than the next public meeting of the congregation or of the Congregation Council, the president or secretary shall report to the congregation or the Congregation Council on the executive session. The report and the minutes of that public meeting shall include the following information:
- 1) Date, and starting and ending time of the executive session.
 - 2) Names of persons attending the executive session.
 - 3) General purpose for which the executive session was held.
 - 4) A summary of any action taken, but the content of the summary shall be limited to the extent necessary to avoid substantial deleterious effects on the church or an individual.
 - 5) A description of the motion to adjourn the executive session.
- i Exemption. If the Congregation Council determines that a situation is so extraordinarily sensitive that full compliance with subsections g and h is likely to cause substantial deleterious effects on the church or an individual, the Congregation Council may exercise its judgment to limit the contents of the minutes and associated report or delay disclosure, but only to the extent necessary to avoid such effects.

C13.01.01 Executive Committee

An Executive Committee shall consist of the officers of the Congregation Council and the pastor(s). The pastoral staff shall be limited to one vote within the Executive Committee.

- a. Sixty percent (rounded to the nearest whole number) of the Executive Committee members shall constitute a quorum. A quorum shall be present to discuss or take any action on congregation matters;

- b. The President of the Congregation Council or a Pastor may call an Executive Committee meeting to conduct the administrative duties of the congregation and set agendas for meetings; and
- c. Administrative duties shall be defined as normal operating duties of the congregation that require action or approval, prior to or in lieu of, a Congregation Council meeting. These duties are defined as regular Congregation Council duties or duties specifically assigned to the Executive Committee by the Congregation Council.

C13.03.01. Audit Committee

Should a member position on the Audit Committee become vacant, the Congregation Council shall appoint a successor to complete the unexpired term. An unexpired term of less than one year shall not be considered a term of office. Duties of the Audit Committee shall be to:

- a. Examine and review all accounts and records;
- b. Exercise supervision and oversee the work of an audit if it is conducted by an outside auditor;
- c. Inspect all insurance policies and prepare a schedule of the insurance coverage;
- d. Inspect and examine all congregation held securities and investments and prepare a schedule for review by the Finance Committee; and
- e. Report committee findings in writing to the Congregation Council with supporting schedules and recommendations for changes and improvements.

C13.05.01 Call Committee

When a pastoral vacancy occurs, a Call Committee consisting of six voting members of this congregation shall be elected by the Congregation Council.

- a. In addition to the six (6) committee members provided for in the Constitution, two (2) alternate committee members shall be elected by the congregation;
- b. All Call Committee members (including alternates and youth representatives) shall serve from date of election to date of completion of tasks assigned to it by the congregation;

- c. Call Committee shall elect its own Chairperson;
- d. Call Committee shall be allowed to meet in confidential sessions and shall maintain confidentiality regarding discussions of potential candidates; and
- e. The Congregation Council shall have the authority to appoint one or two high school youth as advisory members of a Call Committee in the event no youth are elected to serve as members or alternates.

C14.01.01 Activities

The congregation and its auxiliaries shall submit all planned activities for approval or disallowance by the church council.

Voted on and approved by the Bethel Congregation January 28, 2024.