

**BYLAWS
for
HOLY TRINITY LUTHERAN CHURCH**

Approved by congregation: 2 August 2020

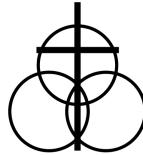
The chapters and sections in the bylaws and continuing resolutions correspond to the chapters and sections in the constitution, with "B" used for bylaws and "R" used for continuing resolutions. Not all sections of the constitution require a corresponding entry in the bylaws or continuing resolutions. Therefore, the numbering of sections in these latter two documents is not continuous – only sections with a corresponding entry are included. Chapters with no entries are marked as "Reserved".

PREAMBLE

We, the members of Holy Trinity Lutheran Church, Daphne, Alabama, hereby adopt these bylaws to the constitution of this congregation.

Chapter 1. NAME AND INCORPORATION

B1.01. The seal of this congregation consists of three overlapping circles with a cross centered within the circles. Below the circles are the words "HOLY TRINITY" above the words "LUTHERAN CHURCH" above the words "Daphne, AL".



**HOLY TRINITY
LUTHERAN CHURCH**
Daphne, AL

Chapter 2. CONFESSION OF FAITH

(Reserved)

Chapter 3. NATURE OF THE CHURCH

(Reserved)

Chapter 4. STATEMENT OF PURPOSE

B4.04. The organizational structure of this congregation and functions of each element follow.

- a. Congregation and Voting Members – refer to Chapters 5 and 8 of the constitution and bylaws.
- b. Pastor(s) – refer to Chapter 9 of the constitution.
- c. Congregation Council – refer to Chapters 11 and 12 of the constitution and bylaws.
- d. Congregation Committees – refer to Chapter 13 of the constitution and bylaws.
- e. Organizations within the congregation – refer to Chapter 14 of the constitution and bylaws.
- f. Financial Secretary – the duties of the Financial Secretary are:
 - 1) Direct the counting, depositing, and recording of all contributions, fees collected, gifts, and bequests received.
 - 2) Reconcile each deposit to the contributor’s records.
 - 3) Issue quarterly statements to contributors.
 - 4) Keep confidential individual giving records.
- g. Boards of ministry – the primary ministries of this congregation are carried out by the following six boards:

1) Board of Administration.

The Board of Administration is responsible for all stewardship, financial, administrative services, and general business management activities of the congregation. These activities are summarized here and may be further described in continuing resolutions or process documents.

The Director of this board is an elected member of the Congregation Council. As leader of this board, the Director enlists the assistance of individuals and organizations of the congregation to carry out the board’s functions, forming teams and meeting as needed.

The duties and activities of this board include the following:

- Foster a holistic, year-round stewardship program within the congregation.
- Provide electronic giving options, along with educational information.
- Working closely with the Treasurer, oversee the financial plans and activities of the congregation, including the preparation of the annual budget and the financial accounting.
- Help recruit and oversee the activities of the Financial Secretary and offering counters (tellers).
- In cooperation with the Treasurer, review at least annually the list of Reserved (Dedicated) Funds (name, description, responsible Board or person) to verify the need to continue the account.
- Ensure that a Memorial Funds Coordinator is appointed and functioning, with the role filed by either the Treasurer or another designated person.
- Ensure that processes and measures are in place to lessen the risk of financial losses (intentional or accidental), including procedures, audits, and possibly bonding / insurance.
- Oversee the church’s management information system / information technology. Assure that adequate computer hardware and software is available, maintained, and secure.

- Oversee development and maintenance of governance documents, including the constitution, bylaws, continuing resolutions, policies, and procedures.
- Oversee the development and maintenance of personnel policies pertaining to the lay employees of the congregation.
- Coordinate annual reviews of governance and lay employee process documents for currency, accuracy, and completeness.

2) **Board of Discipleship.**

The Board of Discipleship is responsible for learning and youth activities of the congregation. These activities are summarized here and may be further described in continuing resolutions or process documents.

The Director of this board is an elected member of the Congregation Council. As leader of this board, the Director enlists the assistance of individuals and organizations of the congregation to carry out the board's functions, forming teams and meeting as needed.

The duties and activities of this board include the following:

- Provide educational opportunities, equipment, and materials necessary for learning and spiritual growth.
- In consultation with the Pastor, oversee the development, conduct, and promotion of education programs for the congregation, including Sunday School, Vacation Bible School, confirmation, adult education/Bible study, and other spiritual education programs.
- Assist in the development of prayer ministry.
- Recruit and train teachers and substitutes.
- Supervise nursery staff and functions.

3) **Board of Nurture.**

The Board of Nurture is responsible for congregational care and fellowship activities of the congregation. These activities are summarized here and may be further described in continuing resolutions or process documents.

The Director of this board is an elected member of the Congregation Council. As leader of this board, the Director enlists the assistance of individuals and organizations of the congregation to carry out the board's functions, forming teams and meeting as needed.

The duties and activities of this board include the following:

- Provide support and care for the worshipping community of the congregation to encourage continued spiritual growth and Christian fellowship.
- Coordinate fellowship and support groups such as the Men's Breakfast and Lunch Bunch.

- In partnership with the Pastor, be concerned about and minister to the ill, aged, shut-ins, inactive members, and others in need, including distribution of communion.
- Maintain and train care teams / shepherd groups.
- Maintain a display of member photos on a wall in the church building and periodically in an updated directory.
- Provide articles about new worshipers and personal special interest articles about members/worshipers in the monthly newsletter.
- Maintain the kitchen, purchase coffee and paper supplies for the coffee cabinet in the narthex and kitchen, preferably with a designated kitchen coordinator.
- Coordinate congregational fellowship activities, such as hospitality events, meals, celebrations, and receptions following a funeral or memorial service.

4) Board of Outreach.

The Board of Outreach is responsible for reaching out in the community, bearing witness to our faith, and providing services to those in need. These activities are summarized here and may be further described in continuing resolutions or process documents.

The Director of this board is an elected member of the Congregation Council. As leader of this board, the Director enlists the assistance of individuals and organizations of the congregation to carry out the board's functions, forming teams and meeting as needed.

The duties and activities of this board include the following:

- Develop, implement, and foster evangelical outreach ministries of the congregation, recognizing inclusivity and diversity within the community.
- Identify needs, serve, and build relationships within the community.
- Engage in spiritual and missional discernment to periodically clarify and renew the congregation's purpose, values, and identity.
- Seek out faith community partners to engage in shared ministries.
- Encourage involvement from all members of the congregation in outreach activities.
- In cooperation with the Pastor, manage content for the congregation's communication channels, including signage, the website and other social media to enhance visibility, identity, and presence in the community.
- Organize a well-trained greeter/visitor team.
- In partnership with the Pastor, develop and coordinate a new member orientation program.
- Coordinate donations and gifts to outside groups/organizations.

5) Board of Property.

The Board of Property is responsible for protection, care, upkeep, and appearance of the buildings and contents. These activities are summarized

here and may be further described in continuing resolutions or process documents.

The Director of this board is an elected member of the Congregation Council. As leader of this board, the Director enlists the assistance of individuals and organizations of the congregation to carry out the board's functions, forming teams and meeting as needed.

The duties and activities of this board include the following:

- Provide for the management, maintenance and repair of the physical needs, real property, and installed equipment of the congregation.
- Lawn and grounds maintenance.
- Plan/supervise the cleaning of the church.
- Purchase of maintenance and cleaning supplies.
- Oversee building security.
- Manage utilities.
- Manage service contracts.
- Arrange and supervise annual maintenance inspections.
- Maintain an updated inventory of property.

6) Board of Worship.

The Board of Worship is responsible for all worship related activities of the congregation. These activities are summarized here and may be further described in continuing resolutions or process documents.

The Director of this board is an elected member of the Congregation Council. As leader of this board, the Director enlists the assistance of individuals and organizations of the congregation to carry out the board's functions, forming teams and meeting as needed.

The duties and activities of this board include the following:

- In partnership with the Pastor, plan and provide meaningful worship services in accordance with the liturgy and requirements of the Evangelical Lutheran Church in America, including music, worship leaders, supplies, and furnishings.
- Supervise activities of the Altar Guild to maintain an adequate supply of communion elements and prepare for worship.
- Keep the environments and supplies suitable for worship including the availability of hymnals, bulletins, and materials, and the placement of chairs, equipment, and other sanctuary furnishings.
- Oversee the worship flower program.
- In partnership with the Pastor, coordinate worship music activities, including musicians, cantor, and choir.
- Assure that lay worship assistants are properly trained and scheduled.
- Maintain job descriptions/procedures for worship assistants: acolytes, altar care, acolytes, children sermon presenters, communion servers, lectors, greeters, ushers, and lay assisting ministers.

- Opening and closing the church and managing the worship environment during the service.

B4.05. The congregation purpose or mission statement and guiding principles provide direction for programs and daily living in the Word.

- a. Purpose Statement: God’s purpose for Holy Trinity is to grow faith that moves us beyond ourselves.
- b. Guiding Principles:
 - 1) Faithfully living with Christ at the center.
 - 2) Prayerfully listening with open hearts and minds.
 - 3) Selflessly welcoming all without preconceptions.
 - 4) Courageously bearing our neighbor’s burdens.
 - 5) Relating to one another with respect and honesty.
 - 6) Boldly sharing our blessings with others.

Chapter 5. POWERS OF THE CONGREGATION

B5.03f. The fiscal year for this congregation is the calendar year.

Chapter 6. CHURCH AFFILIATION

B6.03e. The Congregation Council Secretary insures that changes to the constitution and bylaws are provided to the synod and that the latest approved versions are provided to the synod and the church office for filing.

Chapter 7. PROPERTY OWNERSHIP

(Reserved)

Chapter 8. MEMBERSHIP

B8.01. Persons received into this congregation by affirmation of faith shall first have received sufficient instruction in the Lutheran doctrine as determined by the Pastor in coordination with the Board of Witness and the Board of Discipleship

B8.05. Persons may be removed from the roll of members because of inactivity if they have made no known effort to maintain contact with this congregation for at least a two year period. Before such removal, the Pastor contacts them, in person if possible, or by letter if the address is known, to review their interest in remaining as members with the privileges and duties specified in section *C8.05 of the Constitution. If no interest is shown from such contact or no reply to such a letter is received within two months, then the Council may remove them from the roll of members by majority vote.

Chapter 9. ROSTERED MINISTER

(Reserved)

Chapter 10. CONGREGATION MEETING

B10.01a. The annual meeting of this congregation is held during the month of December on a date determined by the Executive Committee. The meeting agenda shall include:

- 1) the election of officers, congregation council members, and Nominating Committee members,
- 2) the presentation of annual reports from the Pastor, Congregational Council, Nominating Committee, Treasurer, and other committees or task forces specified by the Congregation Council,
- 3) the presentation of the budget for the following fiscal year for approval,
- 4) any special topics determined by the Congregation President, and
- 5) any items petitioned by at least ten Voting Members and presented to the Congregation President and Secretary at least 14 days prior to the meeting.

B10.01b. Individual reports and all other material for the church annual report shall be provided to the Parish Administrator at least 15 days prior to the annual meeting.

A consolidated annual report shall be published and made available to the congregation at least one week prior to the annual meeting.

B10.01c. The Congregation Secretary shall prepare and make available to the Congregation Council a current list of Voting Members at least 20 days prior to the annual meeting. The Voting Member roll shall be available for inspection by the Congregation at the Sunday worship service the week preceding the annual meeting.

Chapter 11. OFFICERS

B11.01. The duties of the officers of the congregation include the following in addition to those specified elsewhere in the constitution and bylaws:

- a. **President:** The President is the lay leader of this congregation. The duties of the President are:
 - 1) Preside at meetings of the congregation, Executive Committee, and Congregation Council. The President enforces the constitution and bylaws of the congregation, and carries out the resolutions and will of the congregation. The President endeavors to coordinate the functions, plans, and activities of the congregation.
 - 2) Endeavor to coordinate the functions, plans, and activities of the congregation.
 - 3) Ensure that the Secretary or a qualified substitute is present at meetings of the congregation, Congregation Council, and Executive Committee.
 - 4) Serve as an ex-officio member of all boards, committees, and auxiliaries, except the Nominating and Audit Committees.

- 5) Appoint voting members or representatives to Synod assemblies and conference, cluster or other external affiliated group meetings with the approval of the Congregation Council or congregation, as required in the constitution and bylaws.
- b. **Vice President:** The duties of the Vice President are:
- 1) Attend meetings of the Congregation Council and Executive Committee.
 - 2) In the President's absence or inability to serve, the Vice President acts for and in the stead of the President and is available for whatever duties the President assigns as his/her representative.
 - 3) In coordination with the President, be responsible and make arrangements for Congregation Council planning meetings and regular review and reporting of the status of goals, as described in B12.04b.
 - 4) Assist the Board of Administration with stewardship and finance activities.
 - 5) If needed, serve as liaison with invited guests of the congregation, ensuring they are given all possible courtesy.
- c. **Secretary:** The duties of the Secretary are:
- 1) Attend meetings of the Congregation Council and Executive Committee.
 - 2) Coordinate with and assist the President as needed regarding preparation and distribution of the agenda for meetings of the Executive Committee, Congregation Council and congregation.
 - 3) Record minutes, including attendance, of congregation, Congregation Council, and Executive Committee meetings. Distribute copies of meeting minutes to the members of these same groups as soon as feasible and no later than the next regular meeting.
 - 4) Coordinate with the HTLC Parish Administrator to ensure that a copy of important church business communications are placed in the church archives (digital and/or paper form). This includes approved minutes as well as finalized and official reports, documents, and correspondence.
 - 5) With the assistance of the Pastor and office staff, maintain a current register of voting members, as defined in C8.02c of the Constitution.
 - 6) Provide an updated list of voting members to the Congregation Council and to the congregation as specified in B10.01c.
 - 7) Send amendments to the constitution and approved changes to the by-laws to the synod as specified in C16.03. and C16.04.
- d. **Treasurer:** The Treasurer is the fiscal officer of the congregation. In coordination with the Executive Committee, the Treasurer may enlist other members to assist with the duties of this office. The duties of the Treasurer are:
- 1) Have custody of all funds and securities of the congregation and recommend investments and loans to the Congregation Council.
 - 2) Maintain full, accurate, and correct accounts and records of the congregation's financial funds, affairs, properties, and transactions in accordance with proper accounting procedures.
 - 3) Provide to the Congregation Council a monthly statement of income and expense compared with the budget.

- 4) Prepare an annual budget with oversight from the Board of Administration and input and assistance from the Congregation Council.
- 5) Submit an annual written financial report to the Congregation Council and the congregation at the close of the church fiscal year.
- 6) Ensure timely payment of invoices.
- 7) Prepare payroll and file tax forms and reports.
- 8) Serve as primary liaison with associated financial institutions.
- 9) Maintain the congregation's safety deposit box and/or safe.
- 10) Monitor cash management, insurance policies, and mortgage terms and conditions. Make recommendations to the Congregation Council and participate in discussions as needed.
- 11) Coordinate with and attend meetings of the Congregation Council, Executive Committee, and Board of Administration.
- 12) In the absence of a designated Memorial Funds Coordinator, track and account for all memorials. Send thank-you notes to givers and families.

B11.02. Elections of officers are conducted according to the following procedures:

- a. The Nominating Committee makes nominations for officers. The nominations are published and posted at least 15 days prior to elections. At least one candidate is nominated for each office. Additional nominations may be made by voting members of this congregation. They must be presented in writing to the church office at least ten days prior to the next regularly scheduled election. Nominations may be made from the floor at the congregation meeting. Nominees must have personally agreed in writing to serve if nominated and elected.
- b. A majority of the votes cast for each office is necessary for election. If an additional ballot is required because of nominations of more than two candidates, voting is limited to the two candidates with the highest votes on the first ballot.
- c. The secretary retains the voting records.
- d. An office is declared vacant for any of the following reasons related to the officer:
 - 1) Death,
 - 2) Written resignation and acceptance by the Congregation Council,
 - 3) Physical or mental disability, based on the evaluation of a medical professional, if needed, with a majority vote of the full Executive Committee, or
 - 4) Disqualification through discipline or neglect of duty, with a majority vote of the full Executive Committee.

Chapter 12. CONGREGATION COUNCIL

B12.01. In addition to the conditions stated in section 12.01 of the constitution, a member's place on the Congregation Council shall be declared vacant for any of the following reasons related to the member:

- a. Death,
- b. Written resignation and acceptance by the Congregation Council,

- c. Physical or mental disability, based on the evaluation of a medical professional, if needed, with a majority vote of the full Executive Committee, or
- d. Disqualification through discipline or neglect of duty, with a majority vote of the full Executive Committee.

B12.02. Elections of Congregation Council members are conducted according to the following procedures:

- a. The Nominating Committee makes nominations for membership on the Congregation Council. The nominations are published and posted at least 15 days prior to elections. At least one candidate is nominated for each office. Additional nominations may be made by voting members of this congregation. They must be presented in writing to the church office at least ten days prior to the next regularly scheduled election. Nominations may be made from the floor at the congregation meeting. Nominees must have personally agreed in writing to serve if nominated and elected.
- b. A majority of the votes cast for each position is necessary for election. If an additional ballot is required because of nominations of more than two candidates, voting is limited to the two candidates with the highest votes on the first ballot.
- c. The secretary retains the voting records.

B12.04a. The Congregation Council is responsible for electing voting members as needed to fill the following positions:

- 1) Treasurer when a vacancy occurs,
- 2) Financial Secretary when a vacancy occurs, and
- 3) Members of the Audit Committee as described in B13.03.

B12.04b. The Congregation Council holds a special meeting in January for planning, fellowship, and spiritual growth. These gatherings are typically at least three to four hours in length.

The primary purpose of the meeting is to establish goals and priorities for the upcoming church year and beyond consistent with the congregation's vision and mission, as described in C12.04a. of the Constitution. The Council reviews these goals during regularly scheduled meetings or a specially called planning meeting. The Council keeps the congregation informed of these goals and progress. Updates are provided at congregational meetings and in the written annual report.

B12.08. While the Congregation Council as a whole is responsible for the employment and supervision of the staff of this congregation, the Pastor supervises and coordinates the work of the Parish Administrator.

Chapter 13. CONGREGATION COMMITTEES

B13.01. The **Executive Committee** provides direction and oversight for the Congregation Council. The functions of this committee are:

- a. Help ensure that the Council carries out its functions effectively.
- b. Assist with setting the agenda for Council meetings.
- c. Determine the date and agenda for key events of the congregation and Council.

- d. Act on behalf of the Council in case of an emergency or a need for confidentiality.
- e. Nominate replacements for vacancies on the Nominating Committee in between elections by the congregation.
- f. Assume the responsibilities of the Staff Support Committee in its absence.

B13.02. The **Nominating Committee** is responsible for identifying nominees for lay leadership positions and for all elections in which voting members of the congregation as a body cast a vote. This includes the election of officers other than the Treasurer, Congregation Council members, and members of the Nominating Committee. The functions of this committee are:

- a. Hold an initial meeting in August to self-organize and select a leader for this committee.
- b. Prepare a slate of candidates consisting of at least one voting member for each office being filled and provide to the Executive Committee by the dates specified in B11.02 and B12.02 of these bylaws. Elections are held at the annual congregational meeting in December.
- c. Prior to publishing the slate of officers and council members, this committee determines that each proposed candidate is qualified to perform the duties of the office for which nominated. This committee explains to candidates the duties of the office to which nominated and obtains their signed consent to be nominated and to serve if elected.
- d. Perform administrative functions prior to, during, and after elections.
- e. Verify the validity of any nominations made from the floor.
- f. Present nominees for Treasurer, Financial Secretary, and members of the Audit Committee to the Congregation Council for approval when vacancies occur.

B13.03. The **Audit Committee** is responsible for conducting a thorough audit of the Treasurer's books at the end of the fiscal year and whenever a new treasurer takes office. The Congregational Council elects one member each year in September. The newly elected member assumes office in October. The functions of this committee are:

- a. Perform audits in accordance with proper auditing procedures.
- b. Provide a letter summarizing the results of each audit, including any discrepancies, to the Executive Committee within two months of the triggering date.
- c. Verify that corrective actions have been completed to resolve any issues.
- d. Ensure that any organization with a separately held treasury account is audited annually.

B13.04. The **Staff Support Committee** provides a forum for mutual strength and concern for the staff and the congregation. The committee meets as needed, usually 2-4 times a year.

This committee consists of a chairperson and a representative for each full-time member of the church staff. A representative for a part time staff person may be appointed by the Pastor and President when the Congregation Council determines the need. The chairperson is nominated by the congregational President and the Pastor. Staff representatives are nominated by the staff member they represent, and endorsed

by the committee chairperson, President, and Pastor. The council approves all committee members, who must be voting members of the congregation. Members serve for three years from the date of their appointment.

When a new person is added to the church staff, the Senior Pastor and the President appoint a temporary representative to the Staff Support Committee on behalf of the new member. The temporary representative serves no longer than 12 months and resigns from the committee when the new staff member nominates his/her own, full term representative to the committee.

The functions of this committee are:

- a. Affirm, pray for and support the staff.
- b. Listen to both staff and congregation members.
- c. Encourage open communication concerning the activities and conditions within the congregation.
- d. Provide the staff the opportunity to share personal concerns about the life of the congregation.
- e. Maintain strict confidentiality of all personal information shared.

B13.05. The Call Committee, in coordination with the Bishop of the Southeastern Synod or a designated representative, identifies and presents to the congregation the name of a qualified candidate to fill any pastoral vacancy that occurs.

C13.06. Other committees established on a permanent basis are defined in B13.07.

The Congregation Council may form temporary committees or task forces as needed. The purpose, requirements, and timeframe for such teams shall be specified in writing. The Council appoints a team leader or requests that the team select a leader.

B13.07. (Reserved)

Chapter 14. ORGANIZATIONS WITHIN THIS CONGREGATION

B14.01a. Any organization of this congregation wishing to affiliate itself with an organization outside the Evangelical Lutheran Church in America must have the approval of the Pastor and Congregation Council.

B14.01b. The recognized auxiliary of this congregation is the Women of the ELCA (WELCA). Its activities shall be commensurate with those established at the ELCA and synodical levels as adapted for local use. These activities shall promote the emphases of the ELCA organizations as integrated into local congregational plans.

This auxiliary shall utilize the various boards of the congregation for aid and support in its areas of responsibility and should provide input to those boards as part of the continuing program planning and implementation process.

The president of this auxiliary is, by virtue of her office, an ex-officio member of the various boards and committees of the congregation with voice but no vote.

Chapter 15. DISCIPLINE OF MEMBERS AND ADJUDICATION

(Reserved)

Chapter 16. AMENDMENTS

(Reserved)

Chapter 17. BYLAWS

(Reserved)

Chapter 18. CONTINUING RESOLUTIONS

***B18.01.** The Congregation Council may develop Continuing Resolutions that define in detail board and committee functions. In addition to or in lieu of Continuing Resolutions the Council may develop written policies, procedures, job descriptions, and other pertinent operational documents necessary for the good order and business of this congregation.

Chapter 19. INDEMNIFICATION

(Reserved)