

Bylaws for King of Glory

Article I – Name

- 1.1 The Name of this congregation shall be King of Glory
- 1.2 For the purpose of these bylaws, the congregation of King of Glory is hereinafter designated as “this congregation.”
- 1.3 This congregation shall be incorporated under the laws of the State of South Dakota.

Article II – Confession of Faith

This congregation incorporates Article 2 of the constitution of the North American Lutheran Church (the “NALC”), confessing:

- 2.1 The Triune God – Father, Son, and Holy Spirit
- 2.2 Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
 - a. Jesus Christ is the Word of God incarnate, through whom everything was made and through whose life, death, and resurrection God fashions a new creation.
 - b. The proclamation of God’s message to us as both Law and Gospel is the Word of God, revealing judgment and mercy through word and deed, beginning with the Word in creation, continuing in the history of Israel, and centering in all its fullness in the person and work of Jesus Christ.
 - c. The canonical Scriptures of the Old and New Testaments are the written Word of God. Inspired by the Holy Spirit speaking through their authors, they record and announce God’s revelation centering in Jesus Christ. Through them the Holy Spirit speaks to us to create and sustain Christian faith and fellowship for service in the world.
- 2.3 The canonical Scriptures of the Old and New Testaments as the inspired Word of God and the authoritative source and norm of its proclamation, faith and life, “according to which all doctrines should and must be judged.” (Formula of Concord, Epitome, Part I)
- 2.4 The Apostles’, Nicene, and Athanasian Creeds as true declarations of the faith of the Church.
- 2.5 The Unaltered Augsburg Confession as a true witness to the Gospel, acknowledging as one with it in faith and doctrine all churches that likewise accept the teachings of the Unaltered Augsburg Confession.
- 2.6 The other confessional writings in the Book of Concord, namely, the Apology of the Augsburg Confession, the Smalcald Articles and the Treatise, the Small Catechism, the Large Catechism, and the Formula of Concord, as further valid interpretations of the faith of the Church.
- 2.7 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 Church for God’s mission in the world.

Article III – Mission & Vision

- 3.1 Mission: This congregation exists to make disciples of Jesus Christ to the glory of God.
- 3.2 Vision: We desire to be a community that:
 - a. Reaches out to the world with acts of service and proclamation of God's Word
 - b. Grows in the likeness of Jesus Christ through the power of the Holy Spirit
 - c. Knows and cares for one another as a family of believers
 - d. Worships together regularly to glorify Jesus Christ

Article IV – Powers of the Congregation

- 4.1 The powers of this congregation are those necessary to fulfill its purpose.
- 4.2 The powers of this congregation are vested in the Congregational Meeting called and conducted as provided in these bylaws.
- 4.3 Only such authority as is delegated to the Executive Committee or other organizational units in this congregation's governing documents is recognized. All remaining authority is retained by this congregation. This congregation is authorized to:
 - a. call a pastor as provided in Article 8;
 - b. terminate the call of a pastor as provided in Article 8;
 - c. affirm the service of commissioned lay leaders.
 - d. approve the annual budget;
 - e. acquire real and personal property by gift, devise, purchase, or other lawful means;
 - f. hold title to and use its property for any and all activities consistent with its purpose;
 - g. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
 - h. Elect its Executive Committee, ministry teams, and committees, and require the members of the Executive Committee, ministry teams, and committees to carry out their duties in accordance with the bylaws.
 - i. adopt amendments to these bylaws, as specified in Article 15.
 - j. establish or terminate a relationship with a church body.

Article V – Congregation Affiliation

- 5.1 This congregation is an independent, voluntary member of the NALC or any successor and is subject to the disciplinary rules of the NALC.
- 5.2 This congregation subscribes to the constitution of the NALC and will act in accordance with it.
- 5.3 This congregation will conduct its ministry in a manner consistent with its membership in the NALC:
 - a. This congregation is responsible for its life as a Christian community.
 - b. This congregation pledges its participation in the life and mission of the NALC, including the prayerful consideration of appropriate financial support.
 - c. This congregation shall call only pastors who are authorized by the NALC to serve.

- d. This congregation shall appoint only commissioned lay leaders who are members of this congregation.
- 5.4 Affiliation with the NALC may be terminated as follows:
- a. This congregation dissolves.
 - b. This congregation ceases to exist.
 - c. This congregation is removed from membership in the NALC according to the procedures for discipline of the NALC.
 - d. This congregation, at a legally called congregational meeting and conducted special meeting, approves by at least a majority of those present and voting a resolution directing that this congregation withdraw from the NALC. If this congregation adopts a resolution withdrawing from the NALC, all provisions of these bylaws binding this congregation to the NALC shall be immediately ineffective. The congregation shall promptly deliver a copy of the withdrawal resolution to the NALC general secretary.

Article VI - Property Ownership

- 6.1 This congregation is an independent legal entity with rights to purchase, hold, and convey real and personal property in accord with applicable law. The NALC shall have no right to or interest in the property of this congregation unless this congregation expressly conveys such a right or interest to the NALC. If this congregation dissolves, its property shall be distributed in accord with applicable law and with the congregation's governing documents.

Article VII - Membership

- 7.1 Members of this congregation shall be those baptized persons (a) who are on the roll of this congregation at the time that these bylaws are adopted or who is admitted thereafter, and (b) who have declared and maintain their membership in accordance with the provisions of these bylaws.
- 7.2 Members shall be classified as follows:
- a. **Baptized** members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or, having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
 - b. **Confirmed** members are baptized persons who have been confirmed in this congregation, those who have been received by adult baptism or by transfer as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
 - c. **Voting** members are confirmed members who are at least a sophomore in High School and have communed and made a contribution of record during the preceding calendar year. Members of this congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the congregation.
- 7.3 All applications for membership shall be submitted to and shall require the approval of the Deacons.
- 7.4 Membership in this congregation shall be terminated by any of the following:

- a. death;
 - b. resignation;
 - c. transfer or release;
 - d. disciplinary action by the Executive Committee
- 7.5 The following process will be used for following up with members who have been identified as inactive by the Deacon Committee before being removed from membership. First, the Deacons or other assigned person shall call the member to inquire about their inactivity and see if the congregation can serve them in any way. Secondly, if there is no responses to the phone call a letter shall be sent to let the member know they are missed and that they are more than welcome to re-engage in the church. After reaching out to the inactive member by the defined process they can be removed from the membership roll upon recommendation of pastor and a majority vote of the Deacon Committee.
- 7.6 Excluded from inactivity are those who legitimately are unable to regularly participate such as students at distant campuses, military personnel, shut-ins, snowbirds and missionaries.
- 7.7 In the case of a member whose actions adversely affect this congregation as a body, this congregation may exercise Biblical discipline in the spirit of Galatians 6:1: "if anyone is detected in a transgression, you who are spiritual should restore such a one in a spirit of gentleness." Pastoral staff and one or two members of Deacons shall utilize the procedure of Matthew 18:15-17. Removal from the membership roll shall occur following the recommendation of the pastor and a majority vote of the Deacon Committee.

Article VIII - Pastor

- 8.1 Authority to call a pastor shall be in this congregation by at least a two-thirds vote of members present and voting at a congregational meeting legally called for that purpose.
- 8.2 Consistent with the faith and practice of the NALC, every ordained minister shall support the mission and vision of this congregation.
- 8.3 The specific duties of the pastor, compensation, and other matters pertaining to the service of the pastor shall be included in a letter of call.
- 8.4 The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which, except in the case of the death of the pastor, shall be terminated for the following reasons:
- a. mutual agreement to terminate the call or the completion of a call for a specific term;
 - b. resignation of the pastor, which shall become effective, unless otherwise agreed, 30 days after the date on which it was submitted;
 - c. inability to conduct the pastoral office effectively in this congregation in view of local conditions, without reflection on the competence or the moral and spiritual character of the pastor;
 - d. the physical or mental incapacity of the pastor;
 - e. disqualification of the pastor through discipline on grounds of doctrine, morality, or continued neglect of duty; or
 - f. the dissolution of this congregation.

- 8.5 If the Executive Committee determines that it may be appropriate to end a call for one of the reasons set out in section four, the Executive Committee shall consult with the pastor regarding the matter in accord with Biblical principles. If the Executive Committee and pastor do not reach agreement, this congregation shall inform the Bishop of the NALC, who shall consult with the Executive Committee and the pastor and shall attempt to reach an agreed resolution. If the Bishop fails to facilitate an agreed resolution, the Executive Committee may terminate the pastor's call by a vote of two-thirds of all members of the Executive Committee and consent of the Bishop. In all events, the Executive Committee can suspend a pastor with pay by two-thirds vote if the Executive Committee determines that such suspension is necessary to protect this congregation and all whom it serves.
- 8.6 At a time of pastoral vacancy, an interim pastor may be appointed by the Executive Committee.
- 8.7 During the period of service, an interim pastor shall have the rights and duties in the congregation of a regularly called pastor and may delegate the same in part to a supply pastor with the consent of the Executive Committee. The interim pastor shall refrain from exerting influence in the selection of a pastor.
- 8.8 This congregation shall make satisfactory settlement of all financial obligations to a former pastor before calling a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation.
- 8.9 When a pastor is called to serve in company with another pastor or pastors, the privileges and responsibilities of each pastor shall be specified in documents to accompany the call and to be drafted in consultation involving the pastors and the Executive Committee. As occasion requires, the documents may be revised through the same consultation process.
- 8.10 The congregation may depart from the requirements in section four by calling a pastor for a term of years. Details of such a call shall be in a writing that sets forth the purpose and conditions involved. Such call may be terminated before its expiration in accordance with the provisions in section four and section five.
- 8.11 The pastor shall become a member of this congregation upon receipt and acceptance of the letter of call.

Article IX - Congregational Meetings

- 9.1 Legally Called Meetings:
- a. The annual meeting of this congregation shall be held in January of each year. The President of the Executive Committee will preside. General business shall be conducted including approval of previous minutes, the Executive Committee's comprehensive report to the congregation, reports of pastors, treasurer, deacons, trustees, and others as deemed necessary. New and Old Business shall be conducted. The next year's Budget shall be reviewed and approved.
- b. A special congregational meeting may be called by the pastor, the Executive Committee, the president of this congregation, or shall be called by the president of the congregation upon the written request of 25% voting members. The call

- for each special congregational meeting shall specify the purpose for which it is to be held and no other business shall be transacted.
- 9.2 Notice of all meetings of this congregation shall be given at the services of worship on the preceding two consecutive Sundays and by mail or e-mail to all voting members at least 10 days in advance of the date of the meeting. The posting of such notice in the regular mail, with the regular postage affixed or paid, sent to the last known address of such members, or sent to the last known e-mail address of such members, shall be sufficient.
- 9.3 25 voting members of this congregation shall constitute a quorum.
- 9.4 Voting by proxy or by absentee ballot shall not be permitted.
- 9.5 All actions approved by this congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in these bylaws or by applicable law.
- 9.6 *Robert's Rules of Order or any such rules or procedures that this congregation may adopt*, shall govern parliamentary procedure of any legally called meetings of this congregation.

Article X – Officers of the Congregation

- 10.1 For corporate legal purposes the officers shall be: President, Vice President, Secretary and Treasurer. At the beginning of each fiscal year, the Executive Committee shall appoint the church officers from the Executive Committee membership.
- 10.2 No officer shall hold more than one office at a time.
- 10.3 Duties:
- a. The President shall preside at all meetings and shall make an annual report to the status and condition of the congregation to the congregation. The President shall sign all certificates, contracts, deeds and other instruments of the congregation. During the absence or disability of the President, the Vice-President shall exercise all the powers and discharge all the duties of the President.
 - b. The Secretary shall keep the minutes of all meetings: shall have charge of the corporate records and shall make such reports and perform such duties as are required of him or her by the congregation.
 - c. The Treasurer shall have charge of all funds of the church and monitor the standards for the establishment and maintenance of financial records. He/she shall give a monthly financial report to the Executive Committee.

Article XI – Executive Committee

- 11.1 The voting membership of the Executive Committee shall consist of six members elected from this congregation and the Senior Pastor. Each of the six members shall hold one of the following positions each year; President, Vice President, Treasurer, Secretary, Lead Deacon, and Lead Trustee. A member's place on the Executive Committee shall be declared vacant if the member a) ceases to be a voting member of this congregation or b) is absent from four successive regular meetings of the Executive Committee without cause. Consistent with the laws of the state in which this congregation is incorporated, this congregation may adopt

- procedures for the removal of a member of the Executive Committee in other circumstances.
- 11.2 Should a member's place on the Executive Committee be declared vacant, the Executive Committee shall elect, by majority vote, a successor until the next annual meeting.
 - 11.3 The Nominating Committee will nominate one candidate for each Executive Committee vacancy. Voting shall be by closed ballot and a candidate shall be elected by a 70% vote of the votes cast at a legally called congregational meeting.
 - 11.4 Term of office for Executive Committee shall be three years, with two members elected each year. After serving a term, an individual is eligible to serve in the same office after the lapse of one full year. This congregation shall elect a provisional Executive Committee that shall serve until the conclusion of the first annual meeting of this congregation. Serving on this provisional Executive Committee shall not affect eligibility for any office at the first annual meeting.
 - 11.5 The Executive Committee shall have general oversight of the life and activities of this congregation as stated in and in particular its worship life, to the end that everything be done in accordance with the Word of God, the Lutheran Confessions and the faith and practice of the NALC. The duties of the Executive Committee shall include the following:
 - a. To lead this congregation in stating its mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
 - b. To oversee and provide for the administration of this congregation to enable it to fulfill its functions and perform its mission.
 - c. To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
 - d. To promote a congregational climate of peace and goodwill, and, as differences and conflicts arise, to foster resolution of such conflicts according to Biblical principles.
 - e. To arrange for pastoral service during the sickness or absence of the pastor.
 - f. To emphasize partnership with the NALC as well as cooperation with other Christian congregations, both Lutheran and non-Lutheran.
 - 11.6 The Executive Committee shall be responsible for the financial and property matters of this congregation.
 - a. The Executive Committee shall be the board of directors of this congregation, and as such shall be responsible for maintaining and protecting its property and the management of its business and fiscal affairs. It shall have the powers and be subject to the obligations that pertain to such boards under the laws of the State of South Dakota, except as otherwise provided herein.
 - b. The Executive Committee shall not have the authority to buy, sell, or encumber real property unless specifically authorized to do so by a legally called meeting of this congregation.
 - c. The Executive Committee may enter into contracts of up to \$25,000 (in 2011 dollars) for items not included in the budget.
 - d. The Executive Committee shall review the annual budget prepared by the Trustees before adoption by this congregation, shall supervise the expenditure

- of funds in accordance therewith following its adoption, and may incur obligations of more than \$25,000 (in 2011 dollars) in excess of the anticipated receipts only after approval by a legally called meeting of this congregation.
- e. The Executive Committee shall ascertain that the financial affairs of this congregation are being conducted efficiently, giving particular attention to the prompt payment of all obligations and to the regular forwarding of benevolence monies to designated recipients.
- f. The Executive Committee shall be responsible for this congregation's investments and its total insurance program.
- 11.7 The Executive Committee shall see that the provisions this congregation's bylaws are carried out.
- 11.8 The Executive Committee shall be responsible for the employment and supervision of the salaried staff of this congregation.
- 11.9 The Executive Committee shall submit a comprehensive report to this congregation at the annual meeting.
- 11.10 The Executive Committee:
- a. shall insure that accurate parochial records are kept for all baptisms, confirmations, marriages, burials, communicants, members received, members dismissed, or members excluded from the congregation;
 - b. shall submit a summary of such statistics annually to this congregation.
- 11.11 The Executive Committee shall normally meet once a month. Special meetings may be called by the pastor or the president, and shall be called by the president at the request of at least 25% of its members. Notice of each special meeting shall be given to all who are entitled to be present.
- 11.12 All Executive Committee meetings are open to the members of the congregation unless a majority of the Executive Committee authorizes an executive session for the purposes of dealing with personnel, legal, or discipline issues.
- 11.13 A quorum for the transaction of business shall consist of a majority of the members of the Executive Committee. In addition, the pastor or interim pastor must be present, except when the pastor or interim pastor requests or consents to be absent and has been advised of the agenda.

Article XII – Standing Committees of this Congregation

- 12.1 A Trustee Committee shall consist of one member of the Executive Committee, pastor(s), Director level staff, and the following team leaders; finance, property, communications/technology, worship, education, fellowship, and missions. Candidates shall be nominated by the Nominating Committee and selected by a majority vote of the votes cast at a legally called congregational meeting.
- a. Duties:
 - i. Provide leadership to assure their ministry areas of responsibility are fulfilling this congregation's vision. Coordinate all activities of the ministry teams for which it is responsible.
 - ii. Convene monthly Trustee Board meetings to coordinate the ministry teams for which it is responsible.

- iii. Act as a planning group to maintain current programs and implement new programs which support the Mission and Vision of this congregation and as directed by the Executive Committee.
 - iv. Submit an annual operating budget and capital needs plan to Executive Committee approval in December of each year.

- 12.2 A Deacon Committee shall consist of one member of the Executive Committee, pastor(s), and a minimum of four other congregational members. Candidates shall be nominated by the Nominating Committee and selected by a majority vote of the votes cast at a legally called congregational meeting.
 - a. Duties:
 - i. Provide Prayer support to Pastoral staff and prayer for congregation.
 - ii. Assure visitation is done to all members of the congregation and partner with Pastoral Staff in hospital visitation.
 - iii. Review membership rolls each year and make necessary adjustments as authorized by bylaws.
 - iv. Mediate disputes, in accordance with Mathew 18:15-17, if two members are unable to resolve a conflict they may seek counsel from the Deacons. The Deacons can select 2 or 3 members to serve as mediators. If necessary they may invite counsel from others who are experts in the area of disagreement.

- 12.3 An Audit Committee of three voting members shall be elected by the Executive Committee. Audit Committee members shall not be members of the Executive Committee. Term of office shall be three years, with one member elected each year. Members shall be eligible for reelection.

- 12.4 A Nominating Committee with a minimum of five voting members consisting of two of the outgoing Executive Committee members, Senior Pastor, and three members elected at a congregational meeting.
 - a. Prepare a slate of candidates for Executive Committee, delegates for NALC conferences or meetings, and any other standing committee openings at the Church annual meeting. In addition, as directed by the Executive Committee, provide a candidate for any vacancy that occurs during the calendar year.
 - b. Develop a program to determine the talents and gifts of the congregation and to enlist them in service.
 - c. Partner with Executive Committee in providing yearly leadership training to Deacons, Trustees, and ministry team members.
 - d. Recruit and enlist members to serve on ministry teams as directed by the Executive Committee.

- 12.5 When a pastoral vacancy occurs, a Call Committee of seven voting members shall be elected by this congregation. Term of office will terminate upon installation of the newly called pastor.

- 12.6 Ministry teams of this congregation may be formed, as the need arises, with the approval of the Executive Committee.

- 12.7 The pastor(s) and president of this congregation shall be *ex officio* members of all committees, ministry teams, and task groups of this congregation.

Article XIII – Ministry Teams and Task Groups

- 13.1 Ministry teams and task groups of this congregation may be formed and dissolved, as the need arises, by decision of the Executive Committee. Standing committees may request to form ministry teams or task groups as the need arises to carry out specific tasks related to their responsibilities as assigned to them by the bylaws, and/or the Executive Committee. A ministry team or task group is created at anytime the Holy Spirit moves a standing committee to identify a ministry that is compatible with the mission, vision, and values of the congregation. Upon its creation, a ministry team must file with the Executive Committee a statement of the goals of its ministry, its funding requirements, its expected duration and number of team members required. It shall have a designated leader and may or may not be funded by the congregation's budget. The ministry team exists for the duration of the particular ministry for which it was created. The size of each ministry team or task force shall be determined by the Executive Committee.

Article XIV – Discipline of Members and Adjudication

- 14.1 Denial of the Christian faith as described in these bylaws or the constitution of the NALC, conduct grossly unbecoming a member of the Church of Christ, or persistent trouble-making in this congregation are sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation will be attempted following Matthew 18:15-17, proceeding through these successive steps: a) private admonition by the pastor, b) admonition by the pastor in the presence of two or three witnesses, and c) citation to appear before the Executive Committee. If, for any reason, the pastor is unable to administer the admonitions required by a. and b. hereof, the president or vice president shall administer such admonitions.
- 14.2 If discipline against a member proceeds beyond counseling and admonition by the pastor, charges against the accused member(s) that are specific and in writing shall be prepared by member(s) of this congregation who shall sign the charges as the accuser(s). The written charges shall be filed with the pastor, who shall advise the Executive Committee of the need to issue a written citation to the accused and the accusers that specifies the time and place of the hearing before the Executive Committee. The written charges shall accompany the written citation to the accused. The written citation that specifies the time and place of the hearing before the Executive Committee and requests the presence of a member charged with an offense shall be sent at least ten days prior to the meeting. If the member charged with the offense fails to appear at the scheduled hearing, the Executive Committee may proceed with the hearing and may pass judgment in the member's absence.
- 14.3 Members of the Executive Committee who participate in the preparation of the written charges or who present evidence or testimony in the hearing before the Executive Committee are disqualified from voting upon the question of the guilt of the accused member. Should the allegations be sustained by a two-thirds majority vote of the members of the Executive Committee who are not

disqualified but who are present and voting, and renewed admonition prove ineffectual, the Executive Committee shall impose one of the following disciplinary actions:

- a. censure before the Executive Committee or this congregation;
 - b. suspension from membership for a definite period of time; or
 - c. exclusion from membership in this congregation. Disciplinary actions b. and c. shall be delivered to the member in writing.
- 14.4 The member against whom disciplinary action has been taken by the Executive Committee shall have the right to appeal to a legally called meeting of this congregation, which may revise or overturn the Executive Committee's decision by a majority vote of this congregation. Any such vote will be by secret ballot.
- 14.5 Disciplinary actions may be reconsidered and revoked by the Executive Committee upon receipt of (a) evidence that injustice has been done or (b) evidence of repentance and amendment.

Article XV – Amendments

- 15.1 Bylaws may be adopted or amended at any legally called meeting of this congregation with a quorum present by a majority vote of those voting members present and voting.
- 15.2 Changes to the bylaws may be proposed by any voting member provided, however, (a) that such additions or amendments be submitted in writing to the Executive Committee at least 30 days before a legally called congregational meeting called for that purpose and (b) that the Executive Committee notify the members of the proposal with any recommendations regarding the disposition of the proposal at least 10 days in advance of the legally called congregational meeting.

Article XVI – Indemnification

- 16.1 With the exception of gross negligence or willful misconduct, consistent with the provisions of the laws under which this congregation is incorporated, this congregation provides indemnification for each person who, by reason of the fact that such person is or was a Executive Committee member, officer, employee, agent, or other member of any committee of this congregation, was or is threatened to be made a party to any threatened, pending, or completed civil, criminal, administrative, arbitration, or investigative proceeding.

Signature of Secretary

Date