

**CONSTITUTION AND BY-LAWS**  
**for**  
**SPIRIT OF GRACE**  
**a cooperative church of the**  
**EVANGELICAL LUTHERAN CHURCH IN AMERICA**  
**and**  
**THE UNITED METHODIST CHURCH**

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Current as of June 5, 2016

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**CONSTITUTION**

**PREAMBLE**

We, baptized members of the Church of Christ, responding in faith to the call of the Holy Spirit through the Gospel, desiring to unite together to preach the Word, administer the sacraments, and carry out God's mission of making disciples of Jesus Christ for the transformation of the world, do hereby adopt this constitution and solemnly pledge ourselves to be governed by its provisions. In the name of the Father and of the Son and of the Holy Spirit.

**Chapter 1.**

**NAME AND INCORPORATION**

- C1.01.** The name of this congregation shall be Spirit of Grace.
- C1.02.** For the purpose of this constitution and the accompanying bylaws, the congregation of Spirit of Grace is hereinafter designated as "this congregation."
- C1.03.** This congregation is one congregation related to two denominations: The Evangelical Lutheran Church in America, hereinafter designated as "ELCA," and The United Methodist Church, hereinafter designated as "UMC".
- C1.04.** This congregation is the result of the coming together of Asbury United Methodist Church and Our Redeemer Lutheran Church. This congregation is the legal successor of both parent congregations.
- C1.05.** After a favorable vote of two thirds (2/3) of both congregations on November 17, 2013, this congregation, then named Asbury Our Redeemer Partnership, operated under the Provisional Single Board Structure Joint Covenant of Union, effective January 1, 2014 through December 31, 2015. A constitution making the the two congregations one was ratified by action of a duly called Congregational Meeting on December 6, 2015 and took effect January 1, 2016. On June 5, 2016, this congregation adopted the name Spirit of Grace after a favorable 2/3 vote of a duly called Congregational Meeting.
- C1.06.** This congregation is guided in polity by: (1) the *Constitutions, Bylaws, and Continuing Resolutions of the Evangelical Lutheran Church in America*, hereinafter designated as "*ELCA Constitution*"; (2) *The Book of Discipline of The United Methodist Church*, hereinafter designated as "*UMC Discipline*"; and (3) *Confessing Our Faith Together*, the statement of agreement between the ELCA and the UMC.
- C1.11.** This congregation shall be incorporated under the laws of the State of Oregon.

**Chapter 2.**

**CONFESSION OF FAITH**

- C2.01.** This congregation confesses with Christians of all ages that the Triune God, invoked in our baptism and confessed in our creeds as Father, Son, and Holy Spirit, is the one true God, who created the heavens and the earth, who in Jesus Christ, the eternal Word of God, became a human being, suffered, died, and was raised for our salvation, and who as the Holy Spirit is our comfort and guide in this life and for the world to come. (*Confessing Our Faith Together* ¶10)

- C2.02.** This congregation confesses that Jesus Christ is the living Word of God in our midst, and therefore the foundation of all authority. Scripture reveals the Word of God and is the primary and authoritative source and norm of our proclamation, faith, and life. Both of our traditions and their founders gained impetus for their work in the church from their encounters with God in Scripture. (*Confessing Our Faith Together* ¶12)
- C2.04.** This congregation understands with both of our traditions that Christians never encounter the Scriptures without witnesses, which shape our faith today and which point the way into God's Word. Thus, with Christians around the world we confess and bear witness to the common apostolic faith using the Apostles' and the Nicene Creeds. (*Confessing Our Faith Together*, ¶13)
- C2.05.** This congregation acknowledges that the ELCA and the UMC arose in their own unique circumstances and therefore name as authoritative different witnesses to the faith. These testimonies, too, have called and continue to call our denominations to faithful witness to the gospel in today's world. (*Confessing Our Faith Together*, ¶14)
- C2.06.** The ELCA accepts the Apostles', Nicene, and Athanasian Creeds as true declarations of the faith and the Unaltered Augsburg Confession as a true witness to the gospel. Other texts of *The Book of Concord* (the *Apology of the Augsburg Confession*, the *Smalcald Articles*, the *Treatise*, Luther's *Large* and *Small Catechisms*, and the *Formula of Concord*) also are valid interpretations of the faith of the church. (*Confessing Our Faith Together*, ¶15)
- C2.08** In The UMC *The Twenty-five Articles of Religion (of the Methodist Church)* and *The Confession of Faith (of the Evangelical United Brethren Church)* represent the inheritance of ancient and Reformation faith and are formally endorsed as doctrinal standards. *The General Rules of the Methodist Church*, a statement of the nature and design of Wesley's original "United Societies," are an honored part of the Methodist theological inheritance. John Wesley's *Standard Sermons* and *Explanatory Notes Upon the New Testament*, historically described as the Wesleyan Standards, reflect distinctive Methodist emphases. (*Confessing Our Faith Together*, ¶16)
- C2.09** We acknowledge that other documents and people continue to shape our traditions today. We recognize the importance of the early church and its writers and leaders for shaping our faith. Martin Luther and John and Charles Wesley, among others, continue to inspire us by their witness to the faith. Our worship resources and especially our hymnody, much of which both denominations share in common, are important sources for our faith. We also acknowledge the importance of contemporary ecumenical agreements in providing further witness to the unity we receive from Christ. (*Confessing Our Faith Together*, ¶17)
- C2.10** The question of authority with regard to matters of faith looms large in our day. It reaches into the life of every congregation and touches the hearts and minds of faithful Christians within both our denominations. We are called to make faith-based decisions every day that affect our lives on many levels. This is an important issue in our particular traditions, perhaps in part, because our early histories reflect tension and confrontation with positions of authority in our communions of origin. It was critical then, and remains important in our own time, to recognize the authority of Scripture as the rule and guide for faith and practice. Our traditions understand this authority to be something dynamic that requires attentiveness to both the received faith tradition and the guidance of the Holy Spirit. (*Confessing Our Faith Together*, ¶18)
- C2.11** This congregation agrees with the ELCA and The UMC that, in accordance with the Scriptures, human beings are justified by God's grace in Christ received freely through faith alone. The essence of this faith is a sure trust and confidence in God and God's promises, born of God's Word and empowered by the Holy Spirit. Persons as sinners, estranged from and in rebellion against God, are justified by God's gracious mercy and love in Christ and not on the basis of human efforts or worthiness. Beginning in Baptism and continuing throughout the life of faith, God declares sinners forgiven and righteous by virtue of Christ's righteousness alone, and the Holy Spirit uses the judgment of the law and the comfort of this very promise to engender trust in God. (*Confessing Our Faith Together*, ¶19)
- C2.12** This congregation confesses that justification depends upon Christ's incarnation, death, and resurrection. In Christ, God reconciled the world and conquered the evil forces that dominate human life and the rest of the created order. In justification, God forgives sin, liberates us from its enslaving power, comforts sinners, moves us toward lives of faith made effective through love, and imparts new life in Christ. Therefore, to obtain such faith God has given the Word and Sacraments, through which the Holy Spirit nourishes and strengthens the believer, as well as evoking faith and the experience of pardon. Throughout

their lives, Christians are in need of God's forgiving grace. At the same time, God's creating and sustaining grace is also continuously present in the world and in human life. (*Confessing Our Faith Together*, ¶20)

- C2.13** This congregation agrees with the ELCA and The UMC that sanctification, being made holy, is the gracious work of God's Holy Spirit. On the one hand, this holiness is complete in the forgiveness of sins, when God justifies and reconciles human beings through Christ. On the other, it is God's continuous work in the Christian life through the power of the Holy Spirit, calling, gathering, and equipping us to live as those dedicated to the care and redemption of all God has made. Through daily renewal of God's baptismal promises and growing into conformity with Christ's image, the old creature is put to death and the new is raised to life, being drawn closer to God in faith and to the neighbor in love. (*Confessing Our Faith Together*, ¶21)
- C2.14** This congregation agrees with the ELCA and The UMC that good works are the natural and spontaneous fruit of faith. These works do not save us and do not earn God's grace or favor. Instead, they arise from true faith and are most accurately called by St. Paul "fruits of the Spirit" in contrast to "works of the law." They consist not merely of religious actions but any action that serves God, loves the neighbor, and cares for creation. Christians do not place their trust in these works but only in God's grace in Christ, which provides genuine consolation for the weak and troubled. This living faith is ever active in love, enabling the faithful to rejoice in God's will, to serve the neighbor, and to strive for justice and peace in all the earth. (*Confessing Our Faith Together*, ¶22)
- C2.15** We affirm that the ramifications of salvation by grace through faith are manifold. Many people both outside and inside the church are burdened by the assumption that they must earn God's love. Even those who know the language of grace may never have experienced the freedom of the gospel in their lives, or may forget this good news in times of difficulty and doubt. Surrounded daily by people and institutions that place conditions upon acceptance, many strive to prove themselves worthy through frenetic activity, while others capitulate to apathy and cynicism. We believe that the heart of the gospel is the liberating message of God's unconditional mercy. (*Confessing Our Faith Together*, ¶23)
- C2.16** With regard to distinctive emphases related to the doctrine of salvation within the UMC and the ELCA, there is little question that the primary area of difference revolves around Lutheran insistence upon the enduring pervasiveness of sin and the Wesleyan concept of sanctification as a process leading to "perfect love" in this life. (*Confessing Our Faith Together*, ¶29)
- C2.17** Those ordained into the ministry of the UMC are asked whether they believe themselves to be "going on to perfection" and whether they "expect to be made perfect in this life." These questions bear witness to a strong teleological orientation in the Wesleyan way of salvation (*via salutis*) aimed at the full restoration of the image of God in the Christian believer. Yet, the goal of Christian perfection toward which the process of sanctification moves is a gift every bit as much by grace through faith as is the gift of justification. The goal of the Christian life is to love as Christ has loved, and The UMC confesses an optimism in the power of God's grace to realize this ultimate gift in the faithful Christian. The UMC, therefore, offers to the ELCA a dynamic vision of redeemed human existence as faith working by love leading to holiness of heart and life. (*Confessing Our Faith Together*, ¶30)
- C2.18** In turn, the ELCA offers to the UMC a vision of the Christian life that is defined by the Sacrament of Baptism as well as God's decisive action for us in the redemptive work of Jesus Christ. The ELCA stresses that the restoration of the image of God occurs fully in Baptism and that human beings cannot achieve any status in relation to God other than that which is given in and with the Sacrament, namely, justified sinner. Being careful to distinguish between the "works of the law" and the "fruits of the Spirit," Lutherans describe the regenerate life not simply as freedom from the accusation of the law but as led by the Holy Spirit and engrafted into Jesus Christ, being conformed to the will of God in a free and joyful spirit (*Formula of Concord, Solid Declaration*, VI.17). Since those reborn in Baptism, however, continue to rebel and give themselves over into the power of sinning, i.e., not trusting in God, the battle between the old and the new creature continues in them down to the grave. (*Confessing Our Faith Together*, ¶31)

### **Chapter 3.**

#### **NATURE OF THE CHURCH**

- C3.01.** The Church is the community of Jesus Christ called into being by the Holy Spirit. In the life of this new community of love Christ has overcome the divisions that separate us from one another and binds all of

- God's people together. In the words of the Nicene Creed, we confess "one, holy, catholic, and apostolic church." (*Confessing Our Faith Together*, ¶47)
- C3.02.** For both of our traditions, the assembled worshiping community is the central generating reality of the church. In worship, empowered by the Spirit, we hear and celebrate what God has done in creation and redemption and offer in response our thanksgiving through communal praise and prayer. Given this fundamental understanding, both define the church as the assembly of the faithful in which the Word of God is preached and the sacraments duly administered. (*Confessing Our Faith Together*, ¶48)
- C3.04** Beyond this common foundation, however, our distinct histories reveal a kindred vision regarding the life of the community of faith. Both of our traditions brought gospel-based criticisms to the communions of their origin, seeking reform, yet hopeful in their efforts to avoid schism. Both have a rich history of preaching. Both share a common journey toward a richer realization of the importance of the sacraments in regular worship. In the dialogue itself we have discovered a rich treasure in the hymnody of both churches. Through hymns we proclaim the gospel, teach the faith, and sustain believers in Christ. Both believe that faith is not a "private" matter but communal. Both emphasize that the church is not simply an invisible reality but is embodied necessarily in God's creation. (*Confessing Our Faith Together*, ¶49)
- C3.05** Our traditions also have lifted up different emphases in our theologies and styles of manifesting the Body of Christ to our mutual benefit. United Methodists have emphasized the centrality of mission, prophetic action, and the realization by faith of God's reign on earth as in heaven. Lutherans can benefit from the rich tradition of Methodist testimony and service as a "public" church and their passion for justice. The ELCA has emphasized the gathering of the community around Word and Sacrament, celebrating the grace of God that enables mercy, service, and love to flow out in praise of God and service of neighbor. United Methodists can benefit from this rich tradition of sacrament-centered worship and passion for the reality of God's liberating grace. (*Confessing Our Faith Together*, ¶50)
- C3.06** Both denominations yearn for and seek ecumenical outreach and hospitality. In its *Book of Discipline* the UMC affirms that "Christian unity is not an option; it is a gift to be received and expressed." The ELCA states: "The unity of the church, as it is proclaimed in the Scriptures, is a gift and goal of God. Ecumenism is the joyous experience of the unity of Christ's people and the serious task of expressing that unity visibly and structurally" (*Ecumenism: The Vision of the ELCA*, 1991). (*Confessing Our Faith Together*, ¶51)
- C3.07** John Wesley asserted that there is no such thing as a solitary Christian. Martin Luther described the church as a holy Christian people. The church as a body, a living organism, is of critical practical importance. We need one another in order to grow "to the measure of the full stature of Christ" (Ephesians 4:13). Moreover, in a culture that is infectiously individualistic (speaking from a North American context), the church calls us with compelling force away from any path leading to narcissism and privatized spirituality. In both of our traditions courageous men and women have reminded us that the church is a family for others, called to offer its life for the life of the world. As we live into these convictions with the support of the community, the practical dimension of our faith is perennially before our eyes. (*Confessing Our Faith Together*, ¶52)

#### **Chapter 4.**

#### **STATEMENT OF PURPOSE**

- C4.01.** The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God's creative, redeeming, and sanctifying activity in the world, to make disciples of Jesus Christ for the transformation of the world.
- C4.02.** To participate in God's mission, this congregation as a part of the Church shall:
- a. Worship God in proclamation of the Word and administration of the sacraments and through lives of prayer, praise, presence, thanksgiving, generosity, witness, and service.
  - b. Proclaim God's saving Gospel of justification by grace for Christ's sake through faith alone, according to the apostolic witness in the Holy Scripture, preserving and transmitting the Gospel faithfully to future generations.
  - c. Serve as a strategic base from which Christians move out to the structures of society.
  - d. Carry out Christ's Great Commission by reaching out to all people to help them to accept faith in Christ and to live their daily lives in light of their relationship with God. By doing all ministry with a global awareness consistent with the understanding of God as Creator, Redeemer, and Sanctifier of all.

- e. Serve in response to God’s love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless, and committing itself to their needs.
  - f. Nurture its members in the Word of God so as to grow in faith and hope and love, to see daily life as the primary setting for the exercise of their Christian calling, and to use the gifts of the Spirit for their life together and for their calling in the world.
  - g. Be responsible for ministering with all its members, wherever they live, and for persons who choose it as their church.
  - h. Defend God's creation and live as an ecologically responsible community.
  - i. Manifest the unity given to the people of God by living together in the love of Christ and by joining with other Christians in prayer and action to express and preserve the unity which the Spirit gives.
- C4.03.** To fulfill these purposes, this congregation shall:
- a. Provide services of worship at which the Word of God is preached and the sacraments are administered.
  - b. Provide pastoral care and assist all members to participate in this ministry.
  - c. Challenge, equip, and support all members in carrying out their calling in their daily lives and in their congregation.
  - d. Teach the Word of God.
  - e. Witness to the reconciling Word of God in Christ, reaching out to all people.
  - f. Respond to human need, work for justice and peace, care for the sick and the suffering, and participate responsibly in society.
  - g. Motivate its members to provide financial support for the congregation’s ministry and the ministry of other parts of the Evangelical Lutheran Church in America and The United Methodist Church.
  - h. Foster and participate in interdependent relationships with other congregations, the synod, and the churchwide organization of the Evangelical Lutheran Church in America and with other congregations, the annual conference, and the general church organization of The United Methodist Church.
  - i. Foster and participate in ecumenical relationships consistent with the policies of the ELCA and The UMC. In particular, this congregation serves as a living, breathing expression of the unity of Christ's church and of the special relationship shared between the ELCA and The UMC.
- C4.04.** This congregation shall develop an organizational structure to be described in the bylaws. The Board of Directors shall prepare descriptions of the responsibilities of each committee, task force, or other organizational group and shall review their actions.
- C4.05.** This congregation shall, from time to time, adopt a mission statement which will provide specific direction for its programs.
- C4.06.** References herein to the nature of the relationship between the different expressions of this church—congregations, synods, annual conferences, and the churchwide or general church organization—as being interdependent or as being in a partnership or connectional relationship describe the mutual responsibility of these expressions in God’s mission and the fulfillment of the purposes of this church as described in this chapter, and do not imply or describe the creation of partnerships, co-ventures, agencies, or other legal relationships recognized in civil law.

**Chapter 5.**  
**POWERS OF THE CONGREGATION**

- C5.01.** The powers of this congregation are those necessary to fulfill its purpose.
- C5.02.** The powers of this congregation are vested in the Congregational Meeting called and conducted as provided in this constitution and bylaws.
- C5.03.** Only such authority as is delegated to the Board of Directors or other organizational units in this congregation’s governing documents is recognized. All remaining authority is retained by the congregation. The congregation is authorized to:
- a. call or receive a pastor as provided in Chapter 9;
  - b. terminate the call of a pastor as provided in Chapter 9;
  - c. call or terminate the call of associates in ministry, deaconesses, and diaconal ministers in conformity with the applicable policy of the Evangelical Lutheran Church in America;

- d. call, receive, or terminate the call of deacons, diaconal ministers, deaconesses, candidates for ordained ministry, local pastors, lay servants, and lay missionaries in conformity with the applicable policy of The United Methodist Church;
  - e. adopt amendments to the constitution, as provided in Chapter 17 and amendments to the bylaws, as specified in Chapter 16;
  - f. acquire real and personal property by gift, device, purchase, or other lawful means;
  - g. hold title to and use its property for any and all activities consistent with its purpose;
  - h. sell, mortgage, lease, transfer, or otherwise dispose of its property by any lawful means;
  - i. elect its Board of Directors and standing committees and require them to carry out their duties in accordance with the constitution and bylaws.
- C5.04.** This congregation shall choose from among its voting members laypersons to serve as voting members of the Oregon Synod Assembly (ELCA) and the Oregon-Idaho Annual Conference (UMC) as well as persons to represent it at meetings of any conference, cluster, coalition, or other area subdivision of which it is a member. The number of persons to be elected by the congregation and other qualifications shall be as prescribed in guidelines established by the Oregon Synod of the Evangelical Lutheran Church in America or the Oregon-Idaho Annual Conference of The United Methodist Church.

## **Chapter 6.**

### **CHURCH AFFILIATION**

- C6.01.** This congregation is a single congregation related to two denominations: the Evangelical Lutheran Church in America (ELCA) and The United Methodist Church (UMC). It is an interdependent part of both, and of the Oregon Synod of the Evangelical Lutheran Church in America and the Oregon-Idaho Annual Conference of The United Methodist Church, or their legal successors.
- C6.02.** For the purposes of ELCA polity, this congregation is a federated congregation, defined as "one congregation that is formed and maintained with the approval of both the synod in which the congregation is located and the comparable ecclesiastical entity of one or more church bodies with which a relationship of full communion has been established." (*ELCA Constitution*, 9.91.01)
- C6.03.** For the purposes of UMC polity, this congregation is a union church, "in which a congregation with one unified membership roll is related to two or more denominations." (*UMC Discipline*, ¶208.b)
- C6.04.** This congregation shall be considered both an ELCA congregation and a UMC local church, and all members of this congregation shall be considered members of a UMC local church and members of an ELCA congregation.
- C6.05.** This congregation shall be subject to the *Constitution of the Evangelical Lutheran Church in America* and *The Book of Discipline of The United Methodist Church*. Whenever these differ from one another, the mandatory provisions of one shall apply in all cases when the other is permissive. Whenever conflicting mandatory provisions or conflicting permissive provisions exist, petition shall be made to the Oregon Synod (ELCA) and the Oregon-Idaho Annual Conference (UMC) to resolve the conflict. However,
- C6.06.** If there are provisions of this constitution that conflict with the *ELCA Constitution* the terms of this constitution shall prevail. The Oregon Synod of the Evangelical Lutheran Church in America has authorized, approved, and endorsed this action. If there are provisions of this constitution that conflict with the *UMC Discipline*, the terms of this constitution shall prevail. The Oregon-Idaho Conference of The United Methodist Church has authorized, endorsed, and approved this action.
- C6.07.** This congregation acknowledges its relationship with the Evangelical Lutheran Church in America and with The United Methodist Church in which:
- a. This congregation agrees to be responsible for its life as a Christian community.
  - b. This congregation pledges its financial support and participation in the life and mission of the Evangelical Lutheran Church in America and The United Methodist Church.
  - c. This congregation agrees to call or receive pastoral leadership in accordance with the traditions of each denomination as defined in chapter 9 of this constitution.
  - d. This congregation agrees to consider associates in ministry, deaconesses, and diaconal ministers for call to other staff positions in the congregation according to the procedures of the Evangelical Lutheran Church in America.

- e. This congregation agrees to consider deacons, diaconal ministers, deaconesses, candidates for ordained ministry, local pastors, lay servants, and lay missionaries, for other staff positions in the congregation according to the procedures of The United Methodist Church.
  - f. This congregation agrees to file this constitution and any subsequent changes to this constitution with the Oregon Synod of the ELCA and the Columbia District of the Oregon-Idaho Annual Conference of the UMC for review to ascertain that all of its provisions are in agreement with the polity and rules of the ELCA, the UMC, the Oregon Synod, and the Oregon-Idaho Annual Conference.
- C6.08.** Affiliation with the Evangelical Lutheran Church in America may not be terminated without the approval of the bishop of the Oregon Synod and according to the procedures of the ELCA.
- C6.09.** Affiliation with The United Methodist Church may not be terminated without the approval of the bishop of the Oregon-Idaho Annual Conference and according to the procedures of the UMC.
- C6.10.** If this congregation considers relocation, it shall first gain the permission of both denominational authorities. It shall confer with the bishop of the Oregon Synod (ELCA) and the appropriate unit of the ELCA churchwide organization before any steps are taken leading to such action. It shall confer with the district superintendent of the Columbia District of the Oregon-Idaho Annual Conference (UMC) and obtain all permissions required by the *UMC Discipline*. The approval of the Oregon Synod Council (ELCA) and the district superintendent (UMC) shall be received before any such action is effected.
- C6.11.** If this congregation considers developing an additional site to be used regularly for worship, it shall confer with the bishop of the Oregon Synod (ELCA), the bishop of the Oregon-Idaho Annual Conference (UMC), and the appropriate unit of the ELCA churchwide and UMC general church organizations before any steps are taken leading to such action.

**Chapter 7.**  
**PROPERTY OWNERSHIP**

- C7.01.** If this congregation ceases to exist, title to undisposed property shall pass in equal shares to the Oregon Synod of the Evangelical Lutheran Church in America and the Oregon-Idaho Annual Conference of The United Methodist Church. The structure and underlying property of the FISH Food Bank building shall be transferred to the FISH Board of Directors.

**Chapter 8.**  
**MEMBERSHIP**

- C8.01.** Members of this congregation shall be those persons on the membership roster of this congregation at the time that this constitution is adopted and those who are admitted thereafter and who have declared and maintain their membership in accordance with the provisions of this constitution and its bylaws.
- C8.02.** Members shall be classified as follows:
- a. *Active* members are those persons who have professed their faith in Jesus Christ either by confirmation; by presentation of a satisfactory certificate of church membership from another church body; or, in absence of such a certificate by reaffirmation of faith in Jesus Christ.
  - b. *Voting* members are Active members. Such Active members, during the current or preceding calendar year, shall have communed in this congregation and shall have made a contribution of record to this congregation. 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.
  - c. *Associate* members are persons holding membership in other Christian congregations who wish to retain such membership but desire to participate in the life and mission of this congregation, or persons who wish to retain a relationship with this congregation while being members of other congregations. They have all the privileges and duties of membership except voting rights and eligibility for elected offices or membership on the Board of Directors of this congregation.
- C8.03.** All applications for Active membership shall be submitted to and shall require the approval of the Board of Directors.
- C8.04.** It shall be the privilege and duty of members of this congregation to:
- a. make regular use of the means of grace, both Word and Sacraments;

- b. live a Christian life in accordance with the Word of God and the teachings of the Christian church; and
- c. support the work of this congregation, the Oregon Synod (ELCA), the Oregon-Idaho Annual Conference (UMC), and the churchwide organizations of the Evangelical Lutheran Church in America and The United Methodist Church through contributions of their time, abilities, and financial support as biblical stewards.

**C8.05.** Membership in this congregation shall be terminated by any of the following:

- a. death;
- b. resignation;
- c. transfer or release;
- d. or removal from the roll due to inactivity as defined in the bylaws. Such persons who have been removed from the roll of members shall remain persons for whom the Church has a continuing pastoral concern.

## **Chapter 9. THE PASTOR**

- C9.01.** The pastor of this congregation shall be chosen by the method of either the ELCA or UMC tradition. A principle of alternating denominational preference is preferred in selecting pastor(s), although this principle is not binding. One denomination may defer to another if no candidates of that denomination are available.
- C9.02.** The pastor of this congregation shall request recognition in both denominational traditions of the church and fulfill his/her responsibilities to each.
- C9.03.** The pastor of this congregation shall participate in the denominational pension and benefits plans established by the pastor's denomination.
- C9.04.** In the event of allegations of ministerial misconduct, the pastor and members of this congregation shall submit to the disciplinary procedures of the pastor's denomination.
- C9.05.** The pastor shall be an *ex officio* member of the Board of Directors with both voice and vote, but the pastor shall not chair the Board and shall abstain on issues where a perceived conflict of interest may exist. The pastor shall be an *ex officio* member and chair of the Nominating and Leadership Committee. The pastor shall be considered an *ex officio* member of all other standing committees, ministries, and task forces of this congregation, with voice but without vote.
- C9.10** **When a pastor is called through the ELCA system:**
- C9.11.** Authority to call a pastor shall be in this congregation by at least a two-thirds majority ballot vote of members present and voting at a meeting legally called for that purpose. Before a call is issued, the Staff-Parish Relations Committee, which is tasked to recommend the call, shall seek the advice and help of the bishop of the Oregon Synod (ELCA). The SPRC shall also make regular report of the progress of the call process to the bishop of the Oregon Synod (ELCA) and the district superintendent of the Columbia District of the Oregon-Idaho Annual Conference, (UMC).
- C9.12.** Only a member of the clergy roster of the Evangelical Lutheran Church in America or a candidate for the roster of ordained ministers who has been recommended for the congregation by the synodical bishop may be called as a pastor of this congregation.
- C9.14.** 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, which shall be attested by the bishop of the synod.
- C9.15.** a. The call of a congregation, when accepted by a pastor, shall constitute a continuing mutual relationship and commitment, which shall be terminated only by death or, following consultation with the synodical bishop, for the following reasons:
- 1) mutual agreement to terminate the call or the completion of a call for a specific term;
  - 2) resignation of the pastor, which shall become effective, unless otherwise agreed, no later than 30 days after the date on which it was submitted;
  - 3) inability to conduct the pastoral office effectively in the congregation in view of local conditions;



- 4) physical disability or mental incapacity of the pastor;
  - 5) suspension of the pastor through discipline for more than three months;
  - 6) resignation or removal of the pastor from the roster of ordained ministers of this church;
  - 7) termination of the relationship between the ELCA and the congregation;
  - 8) dissolution of the congregation; or
  - 9) suspension of the congregation through discipline for more than six months.
- b. When allegations of physical disability or mental incapacity of the pastor under paragraph a.4) above, or ineffective conduct of the pastoral office under paragraph a.3) above, have come to the attention of the bishop of this synod,
    - 1) the bishop in his or her sole discretion may investigate such conditions personally together with a committee of two ordained ministers and one layperson, or
    - 2) when such allegations have been brought to the synod's attention by an official recital of allegations by the Board of Directors or by a petition signed by at least one-third of the voting members of the congregation, the bishop personally shall investigate such conditions together with a committee of two ordained ministers and one layperson.
  - c. In case of alleged physical disability or mental incapacity under paragraph a.4) above, the bishop's committee shall obtain and document competent medical opinion concerning the pastor's condition. When a disability or incapacity is evident to the committee, the bishop of this synod may declare the pastorate vacant and the pastor shall be listed on the clergy roster as disabled. Upon removal of the disability and the restoration of the pastor to health, the bishop shall take steps to enable the pastor to resume the ministry, either in the congregation last served or in another appropriate call.
  - d. In the case of alleged local difficulties that imperil the effective functioning of the congregation under paragraph a.3) above, the bishop's committee shall endeavor to hear from all concerned persons, after which the bishop together with the committee shall present their recommendations first to the pastor and then to the congregation. The recommendations of the bishop's committee must address whether the pastor's call should come to an end and, if so, may suggest appropriate severance arrangements. The committee may also propose other actions that should be undertaken by the congregation and by the pastor, if appropriate. If the pastor and congregation agree to carry out such recommendations, no further action need be taken by the synod.
  - e. If either party fails to assent to the recommendations of the bishop's committee concerning the pastor's call, the congregation may dismiss the pastor only at a legally called meeting after consultation with the bishop, either (a) by a two-thirds majority vote of the voting members present and voting where the bishop and the committee did not recommend termination of the call, or (b) by a simple majority vote of the voting members present and voting where the bishop and the committee recommended termination of the call.
  - f. If, in the course of proceedings described in paragraph c. or paragraph d. above, the bishop's committee concludes that there may be grounds for disciplinary action, the committee shall make recommendations concerning disciplinary action in accordance with the provisions of this church's constitution and bylaws.
- C9.18.** This congregation shall make satisfactory settlement of all financial obligations to a former pastor before the call or appointment of a successor. A pastor shall make satisfactory settlement of all financial obligations to this congregation before beginning service in a call to another congregation or employment in another ministry setting related to the Evangelical Lutheran Church in America.
- C9.19.** With the approval of the bishop of the synod, the congregation may depart from C9.15.a. and call a pastor for a specific term. Details of such calls shall be in writing setting forth the purpose and conditions involved. Prior to the completion of a term, the bishop or a designated representative of the bishop shall meet with the pastor and representatives of the congregation for a review of the call. Such a call may also be terminated before its expiration in accordance with the provisions of C9.15.a.
- C9.20. When a pastor is appointed through the UMC system:**
- C9.21.** A pastor shall be appointed by the bishop of the Oregon-Idaho Annual Conference (UMC) in consultation with the Staff-Parish Relations Committee (SPRC) in conformity with the *UM Discipline* and the rules of the annual conference. The district superintendent of the Columbia District of the Oregon-Idaho Annual Conference (UMC) typically functions as the bishop's representative regarding appointments.

- C9.22.** United Methodist clergy are typically appointed one year at a time, from July 1 until June 30. While a United Methodist pastor is appointed to this congregation, the SPRC will coordinate with the pastor and district superintendent, in accordance with the *UM Discipline*, regarding whether a pastoral change is desired or expected.
- C9.23.** When the bishop of the Oregon-Idaho Annual Conference (UMC) declares an intention to move the pastor of this congregation, the district superintendent or SPRC shall notify the bishop of the Oregon Synod (ELCA) as soon as possible so that appropriate plans and coordination can be made for the pastoral leadership of this congregation.
- C9.30**     **When an interim pastor is needed:**
- C9.36.** At a time of pastoral vacancy, an interim pastor may be appointed by either the bishop of the Oregon Synod (ELCA) or the bishop of the Oregon-Idaho Annual Conference (UMC) with the consent of the Staff Parish Relations Committee. It is preferred that the ELCA and UMC authorities coordinate with each other when making such an appointment.
- C9.37.** During the period of service, an interim pastor shall have the rights and duties in this congregation of a regularly called or appointed pastor and may delegate the same in part to a supply pastor with the consent of the bishop of the Oregon Synod (ELCA), the bishop of the Oregon-Idaho Annual Conference (UMC), and the SPRC. The interim pastor and any ordained pastor providing assistance shall refrain from exerting influence in the selection of a pastor. An interim pastor is not typically available for a regular call or appointment to the congregation served.
- C9.40.**     **Duties of pastors:**
- C9.41.** Consistent with the faith and practice of the Evangelical Lutheran Church in America and The United Methodist Church, the pastor of this congregation shall:
- a. preach the Word of God;
  - b. conduct public worship;
  - c. read and teach the Scriptures;
  - d. engage the people in study and witness;
  - e. speak publicly to the world in solidarity with the poor and oppressed, calling for justice and proclaiming God's love for the world;
  - f. counsel persons with personal, ethical, or spiritual struggles;
  - g. visit in the homes of the church and the community, especially among the sick, aged, imprisoned, and others in need;
  - h. perform the ecclesial acts of marriage and burial;
  - i. maintain all confidences inviolate, including confessional confidences except in the cases of suspected child abuse or neglect, or in cases where mandatory reporting is required by civil law;
  - j. administer the sacraments of baptism and holy communion;
  - k. encourage the private and congregational use of the other means of grace;
  - l. be the administrative officer of this congregation and assure that the organizational concerns of the congregation are adequately provided for;
  - m. supervise all schools and organizations of this congregation;
  - n. install regularly elected members of the Board of Directors;
  - o. keep accurate records of baptisms, confirmations, and membership for this congregation;
  - p. submit such forms and reports that are required by the ELCA and the Oregon Synod, and by the UMC, the Oregon-Idaho Annual Conference, and the Columbia District.
  - q. strive to extend the Kingdom of God in the community, in the nation, and in the world;
  - r. seek out and encourage qualified persons to prepare for ordained ministry;
  - s. embody the teachings of Jesus in servant ministries and servant leadership;
  - t. give diligent pastoral leadership in ordering the life of the congregation for discipleship in the world;
  - u. build the body of Christ as a caring and giving community, extending the ministry of Christ to the world;

- v. participate in community, ecumenical, and interreligious concerns and encourage the people to become so involved and to pray and labor for the unity of the Christian community; and
  - w. endeavor to increase the support given by the congregation to the work of the churchwide organization of the ELCA, the general ministries of the UMC, and the ministries of the Oregon-Idaho Annual Conference of The UMC and the Oregon Synod of the ELCA.
- C9.42.** Should more than one pastor or other clergyperson be called or appointed to serve in this congregation, the privileges and responsibilities of each clergyperson shall be specified in documents to be drafted in consultation involving the pastors or clergypersons, the Staff Parish Relations Committee, the bishop of the Oregon Synod (ELCA), and the district superintendent of the Columbia District of the Oregon-Idaho Annual Conference (UMC). As occasion requires, the documents may be revised through a similar consultation.
- C9.43.** The parochial records of this congregation shall be maintained by the pastor and shall remain the property of the congregation. The chair of the SPRC shall attest in writing to the bishop of the Oregon Synod (ELCA) and district superintendent of the Columbia District of the Oregon-Idaho Annual Conference (UMC) that such records have been placed in his or her hands in good order by a departing pastor. Failure of the pastor to turn over such records in good order may prevent that pastor from being installed or appointed to another ministry setting or from being granted retired status.

**Chapter 10.**  
**CONGREGATION MEETING**

- C10.01.** The annual meeting of this congregation shall be held at a time specified in the bylaws.
- C10.02.** A special Congregation Meeting may be called by the pastor, the Board of Directors, or the chair of the Board of Directors and shall be called by the chair of the Board upon the written request of twenty-five percent (25%) of the voting members. The chair of the Board shall call a special meeting upon request of either the bishop of the Oregon Synod of the ELCA or the bishop of the Oregon-Idaho Annual Conference of The UMC. The call for each special meeting shall specify the purpose for which it is to be held, and no other business shall be transacted.
- C10.03.** 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 electronic means, as permitted by state law, to all voting members at least 10 days in advance of the date of the meeting.
- C10.04.** Twenty percent (20%) of voting members shall constitute a quorum.
- C10.05.** Voting by proxy or by absentee ballot shall not be permitted.
- C10.06.** All actions approved by the congregation shall be by majority vote of those voting members present and voting, except as otherwise provided in this constitution or by state law.
- C10.07.** *Robert's Rules of Order*, latest edition, shall govern parliamentary procedure of all meetings of this congregation.

**Chapter 11.**  
**BOARD OF DIRECTORS**

- C11.01.** The governing body of this congregation shall be a Board of Directors, hereinafter referred to as the Board. This Board has responsibility for all operations of the church.
- C11.02.** The Board shall meet at least quarterly and shall set policy in line with the mission of the church. It is the responsibility of the Board to articulate and interpret the mission to the congregation.
- C11.03.** The Board Chair shall be moderator of the Board. In his/her temporary absence, a moderator may be elected by the Board to preside in all matters, except those actions that are legally binding.
- C11.04.** The Board shall consist of the pastor and six (6) lay individuals elected by the congregation. The pastor shall have both voice and vote, but shall abstain on issues where a perceived conflict of interest may exist. Ex-officio members, as required, of the Board and of all committees will have the privilege of full participation and discussion but will not have a vote on any issue.
- C11.05.** The six (6) elected members of the Board shall be divided into three (3) groups of two (2), each elected to serve a three-year term. Each year one group will retire from office and an election will be held to fill the vacancies. Provision shall be made for the appropriate installation of Board members and officers.
- C11.06.** Mid-term vacancies shall be filled by election at the next regular or specially called meeting of the congregation. Nominations shall be presented to the congregation by the committee on Nominating and

- Leadership An individual will then be elected to finish the vacated term and may serve two (2) additional terms.
- C11.07.** A quorum shall consist of three (3) elected Board members and the pastor. The Board may meet without a quorum but may not take any official action or vote unless a quorum is present. A quorum for the transaction of business will be met as stated, including the pastor or interim pastor, except when the pastor or interim pastor requests to be absent and has given prior approval to an agenda of routine matters which shall be the only business of the meeting.
- C11.08.** Each Board member may serve two (2) consecutive three-year terms but must wait at least one year following the completion of those two terms before seeking or accepting another term.
- C11.09.** The six (6) elected lay members of the Board shall be the trustees of the church for legal purposes unless restricted by civil law.
- C11.10.** The Board shall elect one member to serve as Chair and one member to serve as Secretary of the Board; the pastor is not eligible to serve as either. The Board shall appoint a Treasurer for the congregation who may or may not be a member of the Board. If the Treasurer is not a member of the Board, he or she will serve as an *ex officio* member of the Board without vote.
- C11.11.** All Board members shall be full members of the congregation and meet the requirements of C8.02.

## **Chapter 12.**

### **STANDING COMMITTEES**

- C12.01** This congregation shall have the following standing committees as support for the work and vision of the Board. The members of the standing committees shall be elected by the congregation.
- C12.10. Staff-Parish Relations Committee (SPRC)**
- C12.11.** The SPRC shall consist of five (5) members. Four (4) individuals shall be elected by the congregation and the fifth is a member of the Board assigned by the Board to sit on this committee. The Board person assigned may not serve as chairperson.
- C12.12.** The four (4) elected members of this committee shall be divided into two groups of two (2) members, each elected to serve a two-year term. Each year one group will retire from office and an election will be held to fill the vacancies. Each member may serve two (2) consecutive two-year terms but must wait one year following completion of the second term before seeking or accepting another term.
- C12.13.** Mid-term vacancies shall be filled by election at the next regularly scheduled or specially called meeting of the congregation. The committee on Nominating and Leadership will be convened to call a nominee. The individual elected by the congregation will then finish the vacated term and may serve two (2) additional terms.
- C12.14.** Duties of the SPRC include the hiring and supervision of any staff members in addition to the pastor, pulpit supply in the pastor's absence, and attention to the general health and well-being of the congregation, particularly as it pertains to its relationship with staff. The SPRC may recommend a pastoral salary package for inclusion in the budget and approval by the Board. The actions of the SPRC should serve to strengthen the vision and mission set by the Board. The Staff-Parish Relations Committee (SPRC) shall function as the Call Committee when a pastor is called through the ELCA system.
- C12.20. Finance Committee**
- C12.21.** The Finance Committee shall consist of five (5) members: two (2) members elected from the congregation, one (1) member of the Board (who may not act as chairperson), and both a Financial Secretary (who collects and tracks contributions and donations) and a Treasurer (who keeps the financial records of the congregation). Both the Financial Secretary and Treasurer will be appointed by the Board. The Finance Committee shall elect its own chair.
- C12.22.** The voting members of this committee shall be the one Board member assigned to the committee by the Board and the two elected members.
- C12.23.** The term of office for the two elected members will be three (3) years. The election of these two individuals will be staggered so that both are not elected in the same year in order to provide continuity to the committee.
- C12.24** All general operational funds, salaries and expenses of the congregation shall be handled by the Finance Committee. The congregation will have a single operating budget and a single checking account to hold

- ordinary income from operations and to pay ordinary expenses of operation including payroll expenses and taxes, utilities and other operating expenses. The Finance Committee will prepare regular financial statements for the Board reflecting accurate collection of revenues and disbursement of expenditures.
- C12.25.** The Finance Committee will equitably support both the United Methodist apportionments and the recommended Evangelical Lutheran Church in America denominational contributions.
- C12.26.** All designated funds (e.g., memorial funds) shall be handled according to the documents establishing such funds.
- C12.27.** The Finance Committee, or a task force created for the purpose, shall prepare a draft budget designed to further the mission and vision of this congregation as set by the Board. The congregational budget shall be approved by the Board each year prior to the annual meeting, so that it may be presented to the congregation at that time.
- C12.28.** There shall be an audit conducted annually by a qualified person from outside the Finance Committee.
- C12.30. Nominating and Leadership Committee**
- C12.31.** The Nominating and Leadership Committee shall consist of three (3) members and will be chaired by the pastor. Two members of the nominating committee shall be the two retiring members of the Board. The third shall be an active member of the Board.
- C12.32.** This Committee shall be formed on an annual basis or whenever needed to fill a mid- term vacancy.
- C12.33.** The Nominating and Leadership Committee will use an intentional call system to discern those willing to serve the congregation in leadership roles. The committee will be responsible for proposing a slate of qualified individuals for all elected positions on the Board and the Standing Committees. In addition, the Committee will call individuals to serve as leaders of the ministry teams.

### **Chapter 13.**

#### **MINISTRY TEAMS AND TASK FORCES**

##### **C13.00. Ministry Teams**

- C13.01.** The church may have standing ministry teams as required for its mission. Ministry teams may be established by bylaws or by action of the Board.
- C13.02.** The ministry teams shall report directly to the pastor.
- C13.03.** Each Ministry Team Leader, called by the Nominating and Leadership Committee, has overall responsibility for his/her area of ministry.
- C13.04.** The Ministry Team Leaders will call their own teams based on giftedness, skills and willingness to support the work of the team. The team leaders will work with the pastor to coordinate the ministries and to create handbooks or guidelines for the ministries so that roles and responsibilities are clearly understood.
- C13.05.** Each ministry team may have an operational budget approved by the Board and will consult with the Board for approval of needs over and above this budget.

##### **C13.10. Task Forces**

- C13.12.** Task forces may be proposed by standing committees, the pastor, or the Board. The existence and the duration of service of a task force shall be approved by the Board.

### **Chapter 14 not used**

### **Chapter 15.**

#### **DISCIPLINE OF MEMBERS AND ADJUDICATION**

- C15.01.** Persistent and public denial of the Christian faith, willful or criminal conduct grossly unbecoming a member of the Church of Christ, continual and intentional interference with the ministry of the congregation, willful and repeated harassment or defamation of member(s) of the congregation, sexual abuse or misconduct, child abuse, racial or gender discrimination, or relationships and/or behaviors that undermine the ministry of persons serving within a clergy appointment or call is sufficient cause for discipline of a member. Prior to disciplinary action, reconciliation and repentance will be attempted following Matthew 18:15–17, proceeding through these successive steps, as necessary: a) private counsel and admonition by the pastor, b) censure and admonition by the pastor in the presence of two or three witnesses, c) written referral of the matter by the Board of Directors to the Vice President of the

Oregon Synod of the ELCA and the District Superintendent of the Columbia District, Oregon-Idaho Annual Conference of The UMC for further action.

## **Chapter 16.**

### **BYLAWS**

- C16.01.** This congregation may adopt bylaws. No bylaw may conflict with this constitution.
- C16.02.** 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.
- C16.03.** Changes to the bylaws may be proposed by any voting member, provided that such additions or amendments be submitted in writing to the Board of Directors at least 60 days before a regular or special Congregation Meeting called for that purpose. The Board of Directors shall notify the congregation's members of the proposal with the council's recommendations at least 30 days in advance of the Congregation Meeting. Notification may take place by mail or electronic means, as permitted by state law.
- C16.04.** Approved changes to the bylaws shall be sent by the secretary of the Board to the Oregon Synod (ELCA) and the Columbia District (UMC).

## **Chapter 17.**

### **AMENDMENTS**

- C17.01.** This Constitution may be amended in the following manner. Amendments may be proposed by at least two-thirds (2/3) of the voting members or by the Board of Directors. Proposals must be filed in writing with the Board of Directors 60 days before formal consideration by this congregation at a regular or special Congregation Meeting called for that purpose. The Board of Directors shall notify the congregation's members of the proposal together with the Board's recommendations at least 30 days in advance of the meeting. Notification may take place by mail or electronic means, as permitted by state law.
- C17.02.** An amendment to this constitution, proposed under C17.01., shall:
  - a. be approved at a legally called Congregation Meeting according to this constitution by a majority vote of those present and voting;
  - b. be ratified without change at the next annual meeting by a two-thirds majority vote of those present and voting; and
  - c. have the effective date included in the resolution and noted in the constitution.
- C17.03.** Any amendments to this constitution that result from the processes provided in C17.01. and C17.02. shall be sent by the secretary of the Board of Directors to the Oregon Synod of the ELCA and the Oregon-Idaho Annual Conference of The UMC. The synod and the annual conference shall notify the congregation of their decision to approve or disapprove the proposed changes; the changes shall go into effect upon notification that the synod and annual conference have approved them.

## **Chapter 18 not used**

## **Chapter 19.**

### **INDEMNIFICATION**

- C19.01.** Consistent with the provisions of the laws under which this congregation is incorporated, this congregation may adopt provisions providing indemnification for each person who, by reason of the fact that such person is or was a Board 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.
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## **BY-LAWS**

**C4.04.01** [Congregation organizational structure]

**C8.05.01** [Procedure for moving members to inactive roll.]

**C10.01.01** The annual meeting of this congregation shall be held in January at a time set by the chair of the Board of Directors or the pastor.