Bylaws of Trinity Evangelical Lutheran Church, Waupaca, Wisconsin

Last adopted/amended Jan. 28, 2024

Article 1

Mission Statement

B1.01. Together in Christ, we welcome, love, and serve all.

Article 2

Communion Participation

B2.01. Admission to the sacrament of holy communion is by invitation of the Lord, presented through the Church. Participation in holy communion shall be open to all members of this congregation and other Christians. Members of this congregation shall generally receive instruction and begin to commune in fifth grade or once otherwise approved by a pastor.

B2.02. The congregation shall keep records of communion participation. When requested, notice regarding members of other congregations who commune with this congregation shall be sent to their respective pastors.

Article 3

Meetings of the Congregation

B3.01. The annual meeting of this congregation shall be held on or near the last Sunday in January.

B3.02. Announcements of the time and place of the annual meeting of the congregation shall be made at two public services immediately preceding the meeting, said services to be at least a week apart, and in such publications as the congregation or a pastor may periodically issue; or by special written notice to the voting members mailed at least 10 days in advance.

B3.03. The current roster of voting and baptized members shall be determined prior to each annual meeting.

B3.04. The business transacted at the annual meeting shall include:

a. the election of voting members to serve on the Congregation Council;

b. the election of voting members to serve on the Nominating Committee;

c. the election of voting members to serve on the Endowment Fund Committee;

d. the election of voting members to serve as voting members of the Synod Assembly and to represent the congregation at meetings of any conference, cluster, coalition, or other area subdivision of which the congregation is a member;

e. the presentation of oral or written reports concerning the financial status and affairs of the congregation by the rostered ministers, designated program staff, the Congregation Council, the treasurer, and committees, ministry teams, task forces, and other organizations;

f. the presentation and adoption of an annual budget; and

g. the transaction of such other business as may be brought before the congregation.

B3.05. Except as otherwise provided in the constitution and bylaws of this congregation, all actions taken by the congregation at the annual meeting and any other Congregation Meeting shall be by majority vote.

B3.06. Voting at meetings of the congregation shall be permitted for those voting members who attend remotely through teleconference, either online or by phone, as well as those physically present.

B3.07. In the following cases voting shall be by written ballot for voting members physically attending a meeting and by equivalent, recordable means for those in remote attendance:

a. to adopt or amend the articles of incorporation, constitution, and bylaws of the congregation;

b. to elect at-large members of the Congregation Council;

c. to call a pastor or deacon or, after consultation with the bishop of the synod as detailed in Chapter 9 of the constitution, to dismiss a pastor or deacon;

d. to sever membership in the Evangelical Lutheran Church in America;

e. to dispose of, encumber, or purchase real property, with only confirmed members who have attained the age of 18 voting; and

f. when requested by 10 or more voting members present.

Article 4

Election and Duties of Officers

B4.01. The Congregation Council shall convene and hold a special organizational meeting immediately following the congregation's annual meeting to elect the officers of the congregation.

B4.02. The president of the congregation shall:

a. preside at all meetings of the congregation and the Congregation Council;

b. meet regularly with the pastor(s) and church administrator;

c. receive reports from all committees, ministry teams, task forces, and other panels appointed by the Congregation Council; and

d. ensure that the Congregation Council fulfills all its duties and responsibilities under the constitution, bylaws, and continuing resolutions of this congregation.

B4.03. The vice president of the congregation, in the absence of the president, shall preside at all meetings of the congregation and the Congregation Council.

B4.04. The secretary of the congregation shall prepare and keep accurate minutes of all meetings of the congregation and the Congregation Council, which shall be preserved permanently in the congregation's archives.

B4.05. The treasurer of the congregation may be selected from within or outside the elected membership of the Congregation Council. If not elected from within the Congregation Council, the treasurer shall have voice but not vote at the meetings of the Congregation Council. The treasurer shall:

a. oversee preparation and maintenance of the financial records of the congregation, showing the management and disbursement of all income and receipts of the congregation;

b. review, subject to the direction and supervision of the Congregation Council and/or Finance Committee:

1) investment and depositing of the congregation's income, receipts, and other funds in appropriate financial institutions for the benefit of the congregation; and

2) disbursement of the congregation's income, receipts, and other funds in accordance with the annual budget, constitution, bylaws, and continuing resolutions;

c. prepare and present monthly reports to the Congregation Council summarizing the income, receipts, disbursements, and accounts of the congregation; and

d. with assistance from the church administrator, prepare an annual report with a satisfactory review of the congregation's financial records and present it to the congregation at the annual meeting.

Article 5

Nominating Committee, Elections, and Executive Committee

B5.01. The Nominating Committee shall be convened by the Congregation Council before the annual meeting. It shall nominate at least one qualified candidate for each vacancy on the Congregation Council, Nominating Committee, and Endowment Fund Committee as well as candidates to serve as voting members of the Synod Assembly and nominees to represent the congregation at meetings of any conference, cluster, coalition, or other area subdivision of which the congregation is a member. Nothing herein shall bar additional candidates from being nominated from the floor during the annual meeting.

B5.02. The Nominating Committee shall be responsible for screening the candidates it nominates.

B5.03. Subject to the following terms and conditions, members of the Congregation Council, other than clergy and the youth representative selected by peers, shall be elected upon written ballot by at least a majority vote of the members voting at the annual meeting.

a. The election of members to fill such vacancies on the Congregation Council normally shall be conducted on one combined ballot; those candidates who receive the greatest number of votes shall be declared elected to the open positions, provided that they receive at least a majority of the votes cast.

b. If only one candidate is nominated for each vacancy on the Congregation Council, the requirement of a written ballot may be dispensed with upon majority vote of the voting members in attendance and voting at the annual meeting.

B5.04. The pastor(s) and the four officers of the congregation shall constitute the Executive Committee. The Executive Committee shall:

a. act on behalf of the Congregation Council between meetings as needed; and

b. prepare agendas for Congregation Council meetings as well as the annual meeting and any special Congregation Meeting.

Article 6

Committees, Ministry Teams, and Task Forces

B6.01. The Congregation Council shall empower committees, ministry teams, and task forces as necessary to carry out the mission and vision of the congregation.

B6.02. Each committee, ministry team, and task force shall:

a. work in accord with the mission and vision of Trinity Lutheran Church;

b. consist of at least three persons, including an identified leader;

c. have a rostered minister or staff member assigned as a contact person/liaison;

d. be empowered to do ministry in its specific area;

e. have a specific definition of its scope of ministry;

f. not exceed its budget nor raise funds without Congregation Council approval;

g. if handling funds within the congregation, submit accounts to the treasurer at least 30 days prior to the annual meeting to be reported at the meeting.

Article 7

Indemnification of Officers, Employees, Agents, and Members of the Congregation Council, Committees, Ministry Teams, and Task Forces

B7.01. To the extent allowed and required under sections 181.042, 181.047, and 181.049, Wis. Stats., as they may be amended from time to time, and subject to Section B7.03 below, the congregation shall indemnify its officers and the members of the Congregation Council against all damages, liability, expenses, costs, and attorney's fees that they actually incur in connection with threatened, pending, or completed legal actions, suits, or proceedings to which they are or may be made a party because of their status, actions, or omissions as current or former officers or members of the Congregation Council.

B7.02. To the extent allowed under Section 181.051, Wis. Stats., as it may be amended from time to time, and subject to Section B7.03 below, the congregation shall also indemnify its employees, agents, and members of its committees, ministry teams, and task forces against all damages, liability, expenses, costs, and attorney's fees that they actually incur in connection with threatened, pending, or completed legal actions, suits, or proceedings to which they are or may be made a party because of their status, actions, or omissions as current or former employees, agents, or members of a committee, ministry team, or task force.

B7.03. Unless otherwise ordered by a court of law, any indemnification under Section B7.01 or B7.02 above shall be made by the congregation only as authorized in the specific case upon a determination that indemnification of the officer, employee, agent, or member of the Congregation Council, a committee, a ministry team, or a task force is appropriate under the circumstances taking into account the standards of conduct set forth in Section 181.042, Wis. Stats., as it may be amended from time to time. Such determination shall be made:

a. by the Congregation Council by a majority vote of a quorum consisting of such members who are not and were not parties to such action, suit, or proceeding;

b. by the congregation at a regular or special Congregation Meeting properly called and held for that purpose; or

c. in a written opinion by independent legal counsel hired and paid for by the congregation.

B7.04. The Congregation Council may purchase and maintain insurance on behalf of any person who is an officer, employee, agent, or member of the Congregation Council, a committee, a ministry team, or a task force, insuring that person against liability asserted against and incurred by such person in his or her capacity as such, or arising from his or her status as such, regardless of whether the congregation is required or authorized to indemnify or allow expenses to the person against the same liability.

Article 8

Amendment of Bylaws

B8.01. These bylaws are subject to amendment in accordance with the procedure set forth in the constitution.