

CONSTITUTION AND BYLAWS

Prince of Peace Lutheran Church

13801 Fairview Drive, Burnsville, MN 55337
952.435.8102 (main)
952.898.9397 (fax)
www.popmn.org
info@popmn.org

Amended by Church Members June 12, 2019

Prince of Peace Lutheran Church
 Constitution and Bylaws
 Revision History

Date	Changes	Approval	Board Signature
6/3/10			Newton / Beck
6/14/15			Fouberg / Mickelson
6/12/19	Incorporated changes from the ELCA Model Constitution along with changes to reflect current policies within Prince of Peace Lutheran Church		Heidemann / Persons

Table of Contents

PRINCE OF PEACE CONSTITUTION	4
ARTICLE I: NAME	4
ARTICLE II: STATEMENT OF FAITH	4
ARTICLE III: PURPOSE AND MISSION	4
ARTICLE IV: CHURCH BODY MEMBER	4
ARTICLE V: CONGREGATION	5
ARTICLE VI: CONGREGATIONAL MEMBERSHIP/DISCIPLESHIP	5
ARTICLE VII: CONGREGATIONAL MEETING	5
ARTICLE VIII: THE CHURCH BOARD OF DIRECTORS.....	6
ARTICLE IX: ORGANIZATIONAL STRUCTURE	7
ARTICLE X: STAFFING.....	7
ARTICLE XI: MEETINGS.....	9
ARTICLE XII: AMENDMENTS	9
PRINCE OF PEACE BYLAWS	10
SECTION 1. WELCOME STATEMENT	10
SECTION 2. COMMUNION PARTICIPATION	10
SECTION 3. CONFLICTING LOYALTIES.....	10
SECTION 4. MEMBERSHIP	10
SECTION 5. THE CONGREGATIONAL MEETING	11
SECTION 6. CHURCH BOARD	12
SECTION 7. DUTIES OF OFFICERS	14
SECTION 8. STANDING COMMITTEES	15
SECTION 9. MEETINGS	16
SECTION 10. THE PASTORAL OFFICE	17
SECTION 11. EXECUTIVE STAFF REVIEW PROCESS.....	18
SECTION 12. AMENDMENTS.....	18

PRINCE OF PEACE CONSTITUTION

Effective June 12, 2019

ARTICLE I: NAME

The name of this organization shall be **Prince of Peace Lutheran Church of Burnsville, Minnesota.**

ARTICLE II: STATEMENT OF FAITH

- A. **Authority.** This Prince of Peace Congregation (hereafter referred to as the Congregation) accepts all the canonical books of the Old and New Testament as the inspired and revealed Word of God. This Congregation shall be incorporated under the State of Minnesota.
- B. **Documents.** In further elaboration of its theological foundation this Congregation accepts and confesses:
1. The ancient ecumenical creeds: the Apostolic, the Nicene, and the Athanasian: and
 2. The Unaltered Augsburg Confession and Luther's Small Catechism. Also, the documents in the Book of Concord of 1580: the Apology, Luther's Large Catechism, the Smalcald Articles and the Formula of Concord; and recognizes them as normative for its theology.

ARTICLE III: PURPOSE AND MISSION

Purpose. The object and purpose of this Congregation, through the power of the Holy Spirit, shall be to worship God in proclamation of the Word and administration of the sacraments.

Mission. Prince of Peace Lutheran Church is called to connect: Up with God, In through Community and Out for the World.

ARTICLE IV: CHURCH BODY MEMBER

This Congregation shall belong to the Evangelical Lutheran Church in America and the Synod therein, to which it shall be assigned. Severance of such membership shall require a two-thirds (2/3) majority vote of all members present and voting at a legally called meeting of the Congregation after the Synod has been given at least thirty (30) days' notice of the intent to sever membership. The secretary of the congregation shall submit a copy of the resolution to terminate membership to the bishop. The Congregation and the Synod shall continue in consultation during a period of at least 90 days. If the Congregation, after consultation still wants to terminate its relationship, such action may be taken at a legally called and conducted special meeting by a two-thirds vote of the voting members present.

Notice of the meeting shall be mailed to all voting members and to the bishop at least 10 days in advance of the meeting. Unless he or she is a voting member of the Congregation, the bishop and the bishop's designees, if any, shall have voice but not vote at the meeting. A copy of the resolution, attesting that the special meeting was legally called and conducted and certifying the outcome of the vote, shall be sent to the bishop within 10 days after the resolution has been adopted, at which time the relationship between the Congregation and this church shall be terminated. If the vote fails at the first called meeting, an additional meeting to consider termination cannot be called for at least six (6) months.

ARTICLE V: CONGREGATION

- A. In all matters not decided by the Word of God and not subject to civil laws, the Congregation itself shall be the ultimate authority.
- B. Title to all real and personal property acquired by the Congregation, its organizations, or individuals for use by the Congregation and its organizations, shall be held by the Congregation in its corporate entity.
- C. Should the Congregation cease to exist or its assets be abandoned, title to all land and other assets, both real and personal, shall pass to the Evangelical Lutheran Church in America or its successor unless membership in the Evangelical Lutheran Church in America or its successor has been severed.

ARTICLE VI: CONGREGATIONAL MEMBERSHIP/DISCIPLESHIP

Membership. Members are those baptized individuals enrolled at the time this Constitution is updated and have been admitted thereafter and maintain their membership in accordance with the provisions of the Constitution and its Bylaws.

ARTICLE VII: CONGREGATIONAL MEETING

- A. **The power and authority.** The power and authority of this Congregation shall be exercised through the Congregational Meeting called and held in conformity with civil laws and the provisions of this Constitution and Bylaws.
- B. **The Prince of Peace Church Board.** The Prince of Peace Church Board, hereafter known as Church Board, shall hold a Congregational Meeting each year as set by this Constitution and its Bylaws.
- C. **Special meetings.** Special meetings of the Congregation may be called at any time by a majority vote of the Church Board, upon petition to the Church Board of one hundred (100) members of the Congregation stating their purpose in the petition, or by written request to the Church Board by the Lead Pastor or the Finance Director.
- D. **Meeting notices.** Notice of the annual meeting shall be by written notice at least 30 days prior to the meeting date. Notice of special meetings shall be by written notice and by announcement at public church meetings (including appropriate church media) held during the 10-day period prior to the meeting date. Such announcements shall state the

purpose(s) of the meeting

- E. **Quorum.** To constitute a legally held meeting, a quorum of at least two hundred-fifty (250) members shall be present in person at any meeting. Proxy voting is not allowed. If a Congregational meeting is held in conjunction with a worship service the registration requirement may be waived.
- F. All actions may be taken by a majority of those present and voting unless specified elsewhere.
- G. Roberts Rules of Order (the current version) shall be the manual of authority for all Congregational meetings.

ARTICLE VIII: THE CHURCH BOARD OF DIRECTORS

- A. **Church Board.** The Prince of Peace Church Board shall be the governance body of the Congregation and shall be comprised of the Lead Pastor, the Finance Director, nine (9) at large members who are affirmed by the Congregation. If the President of the Congregation the prior year served their last year on the Church Board, that person shall serve as the Past President in the current year in an ex-officio role.
- B. **Executive Officers.** Executive officers of the Church Board shall include a President, Vice President, Treasurer, and Secretary and shall be elected by the Church Board. The executive officers along with the Lead Pastor and the Finance Director comprise the Executive Ministry Team of the Church Board.
- C. **Standing Committees.** The Church Board shall establish two (2) standing committees. The two standing committees shall be a Constitution and Bylaws Committee and a Nominating Committee. The number of members, the appointed membership, and the reporting responsibilities shall be developed by the Church Board in accordance with the Bylaws.
- D. **Ministry Teams.** Ministry Teams may be established by the Church Board to serve in such capacities as the Church Board deems appropriate. These Ministry Teams may be comprised of other members of the Church Board, Congregation members and staff.
- E. **Other Boards.** The Boards and Officers of all the various operating entities associated with Prince of Peace Lutheran Church (i.e., Foundation of Prince of Peace, Changing Church Forum, etc.) shall be appointed by the Church Board.
- F. **Church Board Vacancies.** Vacancies on the Church Board shall be filled by the Church Board in accordance with the Bylaws.
- G. **Duties of the Church Board.** The specific duties of the Church Board shall include:
 - 1. Annually review the strategies and objectives of the church ministries to accomplish

the vision and mission of the church, and be responsible for the operational management of the church.

2. Regularly review and evaluate the total programmatic scope of the church. The Church Board shall establish, enact and enforce policies and procedures to guide the programs of the church, and may include securing counselors and advisors to review and advise the Church Board as deemed necessary.
3. Annually appoint an independent financial auditor.
4. Delegate the spiritual leadership of the Congregation to the Lead Pastor and to hold the Lead Pastor accountable for such leadership.
5. Delegate the financial management of the Church to the Finance Director and to hold the Finance Director accountable for the fiscal matters of the church.
6. Propose Bylaws for adoption by the Congregation as the Church Board deems advisable. Such Bylaws may not conflict with this constitution.
7. Annually submit nominations for Church Board membership to the Congregation.
8. Retain the authority to review and approve written operating policies.

ARTICLE IX: ORGANIZATIONAL STRUCTURE

- A. Requests for Church Board action to create a ministry team or to assess the need for a task force should be directed in writing to the President of the Church Board for consideration by the Church Board.
- B. The Church Board shall be the sole arbitrator of any conflict among task assignments and shall approve all duties for ministry teams as well as special task forces. The Church Board may start any of these teams or task forces, and upon assignment of tasks determine terms and appointment of members.

ARTICLE X: STAFFING

The staff of Prince of Peace Lutheran Church shall be subject to the policies and procedures enacted by the Church Board. The called staff of Prince of Peace Lutheran Church shall include Pastors and Ministers of Word and Service.

Only a member of the roster of Ministers of Word and Sacrament of the Evangelical Lutheran Church in America or a candidate for the roster of Ministers of Word and Sacrament who has been recommended for the congregation by the synodical bishop may be called as a Pastor of Prince of Peace Lutheran Church in Burnsville, Minnesota.

- A. **Lead Pastor.** The Lead Pastor shall be called by the Congregation upon the recommendation of a call committee elected by the Congregation. The Congregation shall

designate the Church Board to create a call committee process. The Congregation shall extend a call for a Lead Pastor upon a vote of two-thirds (2/3) of the members present and voting at a legally called meeting with a quorum present.

1. **Duties.** The specific duties and job expectations shall be set forth at the time of call and from time to time hereafter may be reviewed and revised by consent of the Lead Pastor and Church Board to ensure the Congregation carries out its mission in the best possible manner.
2. **Authority.** The Lead Pastor shall be the chief spiritual leader and have responsibility for the spiritual operations in support of the ministry of the church in accordance with policies and procedures established by the Church Board and is accountable to the Church Board for performance of this responsibility.
3. **Termination.** The Lead Pastor position may be dissolved by resignation, in coordination with the Synod Bishop's Committee as outlined in the ELCA Constitution or by action of the Church Board recommending dissolution of the position through a legally called congregational meeting and a two-thirds (2/3) vote of the members present, only upon failure to assent with recommendations of the Synod Bishop's Committee. The Church Board may, upon unanimous decision of the elected board members, place the Lead Pastor on paid leave of absence for a period not to exceed three months pending review and Congregational action.

B. Associate Pastors and Ministers of Word and Service.

1. The Church Board shall appoint a call committee when it has been determined that an Associate Pastor or Minister of Word and Service needs to be called. When deemed appropriate or necessary, the Church Board may serve in the capacity of call committee. The Congregation shall extend a call for a Pastor upon a vote of two-thirds (2/3) of the members present and voting at a legally called meeting with a quorum present.
2. Under special circumstances, subject to the approval of the synodical bishop and the concurrence of this congregation, an ordained minister of Word and Sacrament of a church body with which the Evangelical Lutheran Church in America officially has established a relationship of full communion may serve temporarily as pastor of this congregation under a contract between the Congregation and the pastor in a form proposed by the synodical bishop and approved by the Congregation.

C. Finance Director. In accordance with the organizational structure, the Church Board shall hire a staff member for the position of Finance Director. The Church Board has the authority to approve the job description, including duties and responsibilities, prior to advertising and filling such position.

D. Other Staff. The Church Board has the authority to hire other staff. The Church Board has authority to approve all job position descriptions, including duties and responsibilities for new positions, prior to advertising and filling such positions.

ARTICLE XI: MEETINGS

- A. The Church Board shall meet regularly as needed throughout the year.
- B. Ministry teams and special focus task forces shall meet as needed to conduct the services of the ministry assignment. Regularly scheduled meetings should be placed on the church's annual calendar. All reasonable steps to encourage access and participation should be taken.
- C. All convened meetings of the Church Board shall be required to record attendance and complete edited minutes to be added to the Church Record.
- D. The Church Board and its committees may hold meetings and conduct business by remote communication, including electronically and by telephone conference to the extent permitted by state law. Notice of all meetings may be provided electronically.

ARTICLE XII: AMENDMENTS

- A. **Amendments**. Proposed amendments to the constitution may be submitted to the Church Board in writing with a supporting petition of one hundred (100) members.
- B. **Review**. The Church Board must review proposed amendments and determine when and if a special Congregational meeting is to be called to vote on this proposed amendment. Approval requires a two-thirds (2/3) vote of the Church Board members to proceed.
- C. **Other Amendments**. The Church Board may also prepare and recommend amendments to the constitution and may schedule a legally called meeting with approval of two-thirds (2/3) of the Church Board.
- D. **Church Board** action to proceed with a specially called meeting or notification of a vote on a proposed amendment at the annual meeting of the Congregation will include:
 - 1. **Written notification** to the Congregation to convene a meeting to vote on a published proposed amendment. Notice should not be less than 30 days.
 - 2. **Acceptance and affirmation** of an amendment to the Constitution shall require approval of two-thirds (2/3) of the registered voting members attending the special meeting and voting by written ballot at the legally convened Congregational Meeting. A record of the attending number of voting members and the final vote shall be recorded in the church record.
 - 3. **Any amendment** shall become effective immediately, subject to review and comment for consistency with the Constitution and Bylaws of the Evangelical Lutheran Church in America and our assigned Synod within one hundred and twenty (120) days of receipt by the reviewing bodies.

PRINCE OF PEACE BYLAWS

SECTION 1. WELCOME STATEMENT

Prince of Peace Lutheran Church welcomes **ALL** people to participate fully in the life and ministry of the congregation. God knows each one of us (Psalm 139) and declares that we are hand crafted in Christ Jesus to do good works, which God has prepared in advance for us to do (Ephesians 2:10). God loves each of us and demonstrated that love through the life, death and resurrection of Jesus Christ (1 John 4:9-10). No matter where you are or what season of life you are in, you are welcome at Prince of Peace and we invite you to join us in the journey to love God with all your heart, soul, mind and strength and to love your neighbors as you love yourself.

SECTION 2. COMMUNION PARTICIPATION

Participation. Participation in Holy Communion shall be open to all persons who seek to meet the risen Jesus Christ, who is truly present in the bread and wine.

SECTION 3. CONFLICTING LOYALTIES

- A. **Fellowship with Organizations.** This Congregation rejects all formal fellowship with organizations, secret or open, which are avowedly religious or which practice forms of religion without confessing faith in the Triune God and in Jesus Christ as the eternal Son of God incarnate to be our only Savior from sin.
- B. **Ceremonies Prohibited.** Ceremonies of lodges or other such organizations shall not be permitted in the church or on the church premises of this Congregation, without the approval of the Church Board.
- C. **Role of Rostered Staff.** The Rostered Staff of this Congregation shall take no official part in any such ceremonies even if they are conducted outside of the church premises.

SECTION 4. MEMBERSHIP

- A. Members of this congregation shall be those baptized persons on the roll of the 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. Exceptions are noted.
- B. **Classification of Members**
 - 1. Members are baptized persons (adults and children) who have been affirmed by the 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.

Applicants for membership presenting a Letter of Transfer showing them to be

members of another church shall be admitted to affirmed membership upon acceptance of their Letter of Transfer by the church office and the completion of the new member process.

2. Voting members are those who are affirmed by the Congregation. Such verified members, during the current or preceding calendar year, shall have communed with the Congregation and shall have given of time, talents or financial support (“stewardship”) to the Congregation. Members of the Congregation who have satisfied these basic standards shall have the privilege of voice and vote at every regular and special meeting of the Congregation as well as the other rights and privileges ascribed to voting members by the provisions of this Constitution and its Bylaws. Voting membership shall be open to verified members eighteen (18) years of age or older.

C. Membership in the Congregation shall be terminated by any of the following:

1. Death;
2. Resignation;
3. Transfer or release;
4. Disciplinary action in accordance with the ELCA constitution and bylaws.

D. Persons who have been removed from the roll of members shall remain persons for whom the church has a continuing pastoral concern.

SECTION 5. THE CONGREGATIONAL MEETING

A. **Opening and Closing Meetings.** All Congregational meetings shall open with the Word of God and prayer and shall close with prayer.

B. **Meeting Chair.** The President of the Congregation or designee shall preside at the Congregational meeting.

C. **Quorum.** A quorum for the conduct of business at annual and special Congregational meetings shall consist of two hundred fifty (250) voting members. If a Congregational meeting is one that includes a membership vote and is held in conjunction with a worship service the registration requirement may be waived.

D. **Agenda of Annual Meeting.** The order of business at the annual meeting shall be determined by the Church Board. The annual meeting shall take place in the final month of the fiscal year.

E. **Vote by Written Ballot.** In the following cases, a voting member will receive a ballot which may include one of the following.

1. To adopt or amend the Articles of Incorporation, Constitution or Bylaws of the Congregation;
 2. To call a Lead Pastor or to request the Lead Pastor's resignation;
 3. To sever membership in the Evangelical Lutheran Church in America;
 4. To authorize the receipt of real or personal property valued at or above \$500,000 that will not immediately be sold;
 5. To authorize an expenditure of more than \$500,000 not in budget or covered by insurance; Authorization of this expenditure also authorizes the Church Board to secure any financing associated with the expenditure;
 6. To authorize the marketing of currently owned property with an appraised value greater than \$500,000 and to authorize the Church Board to execute a sale or lease;
 7. To adopt the ministry financial plan of the Congregation;
 8. To affirm the nomination of Church Board Members.
- F. **Voting Affirmation.** Votes by written ballot will be deemed accepted and affirmed with a two-thirds approving of congregation members.
- G. Absentee voting will be allowed. The deadline for submission of an absentee ballot is up to the close of the last day of business prior to annual meeting date and time.

SECTION 6. CHURCH BOARD

A. Church Board.

1. The Congregation in a properly called meeting elects Church Board members for a three (3) year term. Church Board members may serve a maximum of two (2) consecutive terms. The terms of the newly elected Church Board members shall begin at a special Board of Directors meeting held after the congregational meeting and prior to the end of the fiscal year. The meeting will be convened by the then Board President and the full Board plus the newly elected Board members. The purpose of this meeting will be to ratify the election of the new Board members, to seat the new Board members and to conduct the election of the Church Board executive officers.
2. Church Board Executive Officers shall be elected by the majority of the Church Board members present in a properly called meeting to serve a one year term and may serve a maximum of three consecutive terms in a single office.
3. The Prince of Peace Church Board shall be the governance body of the

Congregation and shall include the Lead Pastor, the Finance Director, and the Past President. The Lead Pastor, the Finance Director, and the Immediate Past President shall be ex-officio non-voting members of the Church Board.

- B. **Executive Committee.** The Executive Committee shall consist of the four executive officers (President, Vice President, Secretary and Treasurer) and two staff members (Lead Pastor and Finance Director) and shall have the authority to conduct Church Board business in between the meetings of the full Church Board. All actions taken shall be reviewed for final approval by the full Church Board at its next meeting.
- C. **Signature Authority.** The Church Board is authorized to execute all legal documents on behalf of Prince of Peace Lutheran Church in order to conduct business including, but not limited to: instruments required to borrow money and obtain credit; and establish accounts with bank and investment representatives.
- D. **Financial Decisions of The Church Board.**
1. The Church Board has the authority to accept any donation of real and personal property that will be immediately sold. The Church Board authorizes real and personal property valued at less than \$25,000 to be accepted and sold by Prince of Peace staff without Church Board approval.
 2. The Church Board has the authority to refinance existing debt, at its current level, including extending the length of term of the debt.
 3. The Church Board has the authority to secure any debt up to \$500,000 without approval of The Congregation.
 4. The Church Board authorizes Prince of Peace staff to secure any financing associated with leases or financing on good and services that are part of the annual operating budget (i.e., equipment leases or special financing options to secure rebates.)
- E. **Filling Vacancies on the Church Board.**
1. A resignation shall be effective upon receipt of the written resignation by an officer of the Church Board.
 2. When a vacancy arises by resignation or expulsion or any other reason that is one year or more in duration, the standing committee for nominations will be used to find candidate(s) to be affirmed by the Congregation at the next annual meeting. Appointed service of less than one year shall not be counted in term limits and does not require affirmation by the Congregation.
 3. When a Church Board member's actions merit an expulsion, the member will be notified in writing by certified mail from an officer of the Board. The notification will include the rationale for the expulsion and provide the opportunity for a closed hearing, if requested. The motion to expel requires a two-thirds (2/3) vote of all voting members of the Church Board and is effective immediately.

SECTION 7. DUTIES OF OFFICERS

A. Congregation President.

1. Serve as Chair of Church Board for all Church Board and congregational meetings.
2. Provide leadership to the Church Board and the Congregational members and offer counsel to the Lead Pastor.
3. Serve as a resource to ministry teams, the staff and the Church Board.
4. Annually, along with other members of the Executive Officers of the Church Board will conduct a performance review of the Lead Pastor and the Finance Director.

B. Vice President.

1. Serve as Vice-Chair for the Church Board and act on behalf of the Chair when the President is for any reason unable to participate.
2. Perform such tasks as assigned by the Church Board or the Congregation President.
3. Serve as a resource to ministry teams and the staff.

C. Secretary.

1. Supervise the reviewing, editing and maintaining of records of all meetings of the Church Board and the Congregation.
2. Ensure the repository for all records pertaining to the tasks, missions, responsibilities, charters and other records of the ministry teams, temporary ministry teams and task forces created by the Church Board.
3. Perform such tasks as assigned by the Church Board or the Congregation President.
4. Serve as a resource to ministry teams and the staff.

D. Treasurer.

1. Oversee all financial matters and ensure that acceptable accounting methods are used in keeping all books of account.
2. Advise the Church Board of financial status and implications of short and long-term decisions.
3. Ensure written reports are submitted to all Church Board and congregation business meetings.

4. Serve as a member of the Finance Advisory Standing Committee.
5. Perform such tasks as assigned by the Church Board.
6. Serve as a resource to ministry teams and the staff.

- E. **Filling Vacancies on the Executive Committee.** In the event of a vacancy of a Church Board Member who is also an Executive Officer (President, Vice President, Secretary or Treasurer), the Church Board shall elect a successor from the current members of the Church Board to fill the remaining term. Appointed service of six months or less shall not be counted in term limits.

SECTION 8. STANDING COMMITTEES

- A. **Nominating Committee.** The Church Board shall appoint members of the Nominating Committee. Nominating Committee members must be active participants in the life and stewardship of Prince of Peace Lutheran Church.

The committee members shall serve a three year term with a staggering of terms and may serve a maximum of two consecutive terms. A committee member who seeks to serve consecutive terms must be affirmed by the Church Board.

At least one member of the committee shall be a Church Board member appointed on an annual basis, who will chair the committee. Members of the Church Board shall comprise less than 50% of this committee.

Current Board Members, interested in seeking another term, shall indicate their desire to continue on the Board and may not serve on the Nominating Committee.

The nominees for the Church Board must be members in good standing, demonstrate spiritual maturity, and be an active participant in the life of Prince of Peace Lutheran Church (worship, stewardship and service). Candidates will complete an application with the above qualifications verified before the application is given to the Nominating Committee.

The Committee recommendations shall be presented to the Board at the Board's May meeting. Final approval to be presented to the Congregation for affirmation will be made by the Church Board. The final slate shall be publicized in the Congregation's publication prior to the Annual Meeting. Affirmation by the Congregation will be at the Annual Meeting.

- B. **Constitution and Bylaws Committee.** The Church Board shall appoint a Constitution and Bylaws Committee when needed. Recommendations for membership on the Committee shall come from the Church Board. The Constitution and Bylaws Committee shall be advisory to the Board. Each member must be in good standing, and be an active participant in the life of Prince of Peace Lutheran Church (worship, stewardship, and service). Members of this committee shall have a one year term and will convene only when requested by the Church Board. The committee will select a chairperson. The chairperson will be chosen either by consensus or by a majority vote.

SECTION 9. MEETINGS

A. Meetings of the Church Board.

1. **Quorum.** The quorum necessary to conduct the business of the Church Board shall be six (6) voting members present. When a quorum is not present, no voting may occur at the meeting. For a vote to pass, a simple majority (fifty percent (50%) plus one (1) of voting members) is required.
2. **Virtual Meetings.** Virtual Church Board meetings may occur at the request of a member of the Executive Committee. The Executive Committee can approve the meeting by electronic communication. Voting may be done by email or by roll call voice vote. Actions take in such meetings will be affirmed at the next regular meeting of the Church Board.
3. **Agenda.** Primary responsibility for drafting an agenda for each meeting shall be with the President. The agenda shall always begin with devotions. Any member of the Church Board, the Lead Pastor, and the Finance Director may also place items on the agenda.
4. **Voting.** An act of the majority of the members present at a meeting at which a quorum is present shall be an act of the Church Board. No absentee or proxy voting shall be allowed.
5. **Notice/Open Meeting.** Notice of all meetings shall be given to all members of the Church Board. Any Congregation member may attend a Church Board meeting unless the President indicates that the meeting shall be closed to all non-members of the Church Board.
6. **Attendance.** Each member shall demonstrate his or her desire to serve the Church Board by regular attendance at the meetings. A member who is absent from two consecutive regularly scheduled monthly meetings shall be contacted by the President for an explanation. If, in the opinion of the Church Board, the member no longer desires to retain an active membership, the Church Board may declare the position vacant.
7. **Time and Place.** The Church Board shall set the time and place of each meeting. The Church Board shall meet regularly as needed throughout the year.

B. **Meetings of the Standing Committees.**

1. The Standing Committees shall meet as needed to conduct the business of the committee.
2. The Director or Board Liaison should provide an update to the Church Board including topics discussed and outcomes of those discussions.

SECTION 10. THE PASTORAL OFFICE

- A. **Status.** The Lead Pastor, as spiritual leader, shall be an ex-officio non-voting member of the Church Board.
- B. **Calling Other Rostered Staff.** Upon recommendation of the Lead Pastor, other Rostered Staff may be called. An affirmative vote of at least two-thirds (2/3) of the voting members of a legally called congregational meeting shall be necessary to issue a call.
- C. **Duration of Call.** The call shall normally be for an indefinite time.
- D. **Request for Resignation of the Lead Pastor.** If, in the judgment of the Congregation, the Lead Pastor is no longer able to serve satisfactorily, the Lead Pastor shall resign. However, before a resignation is requested, the matter shall first be carefully considered at a meeting of the Church Board and in consultation with the Synod Bishop. A request for the Lead Pastor's resignation shall require a two-thirds (2/3) majority vote of a special meeting of the Congregation. If the Lead Pastor's resignation has been requested in the manner here specified, the Lead Pastor shall vacate the office at the time specified by the Church Board.
- E. **Request for Resignation of Other Rostered Staff.** If, in the judgment of the Lead Pastor, a Rostered Staff is no longer able to serve satisfactorily, the Rostered Staff shall resign. However, before a resignation is requested, the matter shall first be carefully considered at a meeting of the Church Board. The Synod Bishop shall be immediately informed upon resignation of a Rostered Staff. A request for a Rostered Staff's resignation shall require a two-thirds (2/3)-majority vote of the Church Board. If a resignation has been requested in the manner here specified, the Rostered Staff shall vacate the office at the time specified by the Church Board.
- F. **Rostered Staff Discipline.** Matters of discipline involving a Rostered Staff for alleged defection in doctrine or for alleged conduct unbecoming a Rostered Staff shall be referred by the Lead Pastor to the Church Board and, when necessary, to the Synod Bishop for action in accordance with the Constitution and Bylaws of the Evangelical Lutheran Church in America.
- G. **Rostered Staff Loyalty.** The Congregation requires that its Pastors and Rostered Staff be loyal to the faith and purpose of the Congregation, as stated in Articles II and III of the Constitution.

- H. **Responsibility/Accountability.** The Pastors and Rostered Staff are given the responsibility for giving leadership to the Congregation. They are responsible for seeing that the Gospel of Christ is central in each area of church life, and that the Congregation is moving forward in its witness to this community. The Lead Pastor is responsible for the supervision and direction of all Pastors and Rostered Staff. The Lead Pastor is directly accountable to the Church Board.

SECTION 11. EXECUTIVE STAFF REVIEW PROCESS

- A. The Prince of Peace Church Board President and Executive Officers shall complete the annual reviews for the Lead Pastor and Finance Director.
- B. Input from the entire Prince of Peace Church Board shall be solicited as will be input from each of the two position holders on each other's review.
- C. Each position holder will also be asked to complete a self-assessment based on his/her progress toward his/her annual and long-term strategic goals.
- D. The review format utilized will be determined by the Church Board. Communications around accomplishments and performance will occur in regular monthly Church Board meetings.

SECTION 12. AMENDMENTS

- A. Proposed amendments to the Bylaws may be submitted to the Church Board in writing with a supporting petition of one hundred (100) members.
- B. The Church Board shall review proposed Bylaw amendments submitted by petition and determine if the proposal should be approved. Approval requires a simple majority vote of the Church Board to proceed. In the event the Church Board does not approve of the proposed Bylaw amendment, the petitioners shall be notified in writing and an appeal may be allowed in accordance with Robert's Rules of Order.
- C. The Church Board may also prepare and recommend amendments to the Bylaws in accordance with the Constitution.
- D. Approval of any Bylaw amendment except technical changes shall require a simple majority vote at a properly called meeting of the Congregation. Technical change amendments may be approved by the Church Board.
- E. All approved Bylaw amendments shall become effective immediately.

FOR THE CHURCH BOARD:

Date: _____
Mike Heidemann, President

Date: _____
Missy Albachten, Secretary

Prince of Peace Staff Structure

Church Board



**PRINCE
OF PEACE**

Called to Connect

<p style="text-align: center;">Prince of Peace Lutheran Church Corporate Partnership Policy</p>
--

For-profit businesses as well as non-profit organizations which partner with us in a significant way (hereinafter referred to as “corporate partners”) must meet and/or agree to the following requirements:

1. Any partnership must be for the express purpose of furthering Prince of Peace mission and ministry. No corporate partnership may be designed to benefit directly or indirectly an individual or business.
2. Prince of Peace will acknowledge corporate partner participation as indicated below but will not endorse an organization or its products or services in any way.
3. Prince of Peace will not engage in the sale of any outside corporate partner’s products or services or allow for the sale of products or services directly to its congregation without prior approval by the Leadership Team (Lead Pastor and Finance Director) or the Board of Directors.
4. Prince of Peace will not allow access to or provide its congregation list to any corporate partner.
5. Prince of Peace will not engage in any partnership with organizations whose source of income is primarily derived from the production or sale of alcohol or tobacco or from the operation of gambling devices.
6. Prince of Peace’s Leadership Team and Board of Directors reserve the right to determine the appropriateness of any potential partnership and announcement of any approved partnership.

Corporate partners will receive recognition for their involvement according to the following guidelines:

1. In an event program or brochure, language would be included such as, “With great appreciation, we acknowledge the (name of company) for their involvement with (name of event) which has allowed us to (outcome) (to)”. For example, if company ABC had supported our appeal for the people of Nicaragua, the acknowledgement would have read, “With great appreciation, we acknowledge the ABC Company for their involvement with our appeal for the people of Nicaragua which has allowed us to send over \$14,000 to aid the relief efforts”. Or if there were a number of corporate partners involved, it would read, “With great appreciation, we acknowledge the following organizations for their involvement with our appeal for the people of Nicaragua which has allowed us to send over \$14,000 to aid the relief efforts”. The names would then be listed.
2. During services or at an event, a mention of recognition could be made following the same format as above.
3. Posters or other promotional material may display the same acknowledgment language as above.

4. No acknowledgment of corporate partners will be allowed in worship bulletins or on sanctuary video projection screens during worship services.
5. The use of corporate logos is acceptable on printed material as long as they do not dominate the Prince of Peace logo or the purpose of the event.

Date approved: March 3, 2009

Approval by: Board of Directors

Prince of Peace Lutheran Church Financial Control Policies & Procedures

Goals:

1. Protection of church's financial assets
2. Protection of staff, volunteers and congregation
3. Good stewardship of church's resources

Policies for:

Church deposits
Volunteers
Petty Cash
Budgets/Accounts payable/Purchase authorization
CDLC Preschool
Women's and Men's Ministry

Adherence to policies will result in:

1. Separation of duties for protection of both congregation and staff
2. Audit trail
3. Expense control and adherence to budget

The key policies for all funds handled by all entities within Prince of Peace:

1. Two or more people handle all incoming funds.
2. Funds received are properly documented.
3. All funds in the building must be placed in a locked safe overnight.
4. No money leaves the premises until the bank deposit.
5. Any exceptions to church funds offsite (i.e. mission trip cash needs, etc.) must be coordinated with the finance staff for proper documentation of expenses.
6. At no time will payments for Prince of Peace activities be made payable to individuals, only payable to the church, POP Women's Ministry, Changing Church Forum or CDLC preschool.
7. No funds are disbursed from proceeds of events, only by check or by petty cash through the Finance Office or CDLC petty cash
8. No checking accounts may be opened for any church or preschool group without the permission of the Finance Director.
9. All deposits and payments are processed in the church Finance Office.

The key policies for all purchases with the church funds:

All purchases must be approved by one's supervisor in advance of placing an order, and must be within budget parameters. Purchase orders are required for all orders over \$100, including credit card purchases. Purchases over \$1,000 must be approved in advance by the Finance Director or Lead Pastor. No one may sign contracts on behalf of the church without the approval of the Finance Director or Lead Pastor. We are tax exempt; no reimbursement will be made for sales taxes paid.

Church Financial Control Policies

Church deposits other than Offering

Checks and cash are received in person or through the mail by the following areas:

Lead Pastor's office: Wedding and funeral payments
Copy Center: Postage and copy charges
Spiritual Care Ministry: Event payments, memorials
Family Ministry: Event payments, offerings
Missions: Mission trip payments, gifts
Worship & Music: Flower payments, memorials
Finance Office: Mail, miscellaneous offerings
Welcome Center: Room rental
Men's and Women's Ministries: Events and offerings

Deposits are recorded on a "Finance Office Deposit Envelope" or tamper-proof deposit bag with all of the information needed to be detailed in the accounting system or on spreadsheets. Money that is placed in a completed envelope is hand delivered to a Finance Office employee or dropped into the Christian Life Center drop box. This box is emptied each business day by a Finance Office employee. The drop safe in the Worship Center may also be used for deposits. Tamper proof bags are available for deposits made in the Worship Center safe.

All deposit envelopes and bags are held in the Finance Office safe until a deposit is prepared, usually Tuesday and Thursday; more often if needed.

A team of 2 or more volunteers work in the Finance Office and record all finance deposit envelopes onto a count sheet following established procedures. A deposit is prepared accordingly.

A designated Prince of Peace employee takes the locked deposit bag to the bank. A deposit slip is attached to all paperwork.

Funds received through automatic/electronic giving

Service U (for event registration): A Finance Office employee checks the Service U website for credit card transactions or electronic bank transactions that have been deposited into the Prince of Peace bank account. The registrant's name, event and amount are recorded. Appropriate journal entries are made.

Vanco Simply Giving (for contributions): Participant completes an authorization form for donations made electronically from their bank account or by credit card. The Finance Office enters the information on the Vanco web site. Participants may also complete the authorization for electronic contributions online. The Finance Office is notified via email of any deposits made into the Prince of Peace bank account, along with names, funds and amounts. Appropriate journal entries are made by the Finance Office employee.

Credit cards

It is preferred that all disbursements are paid by check through an invoice. While there is a recognized need for a church credit card, it is to be used when there are no other alternatives. Certain staff with ongoing credit card needs have a dedicated credit card, and other staff may check out a card from the Finance Office when needed. A receipt must be given to the Finance Office for all credit card purchases, and all purchasing policies must be followed with credit card use.

Input of financial data in accounting software

Data entry of all deposits is handled by volunteers, who do not handle any of the actual funds. The financial entry is balanced against the bank deposit slip and discrepancies are reconciled. The final check of accuracy is performed by a Finance Office employee before the final posting into the computer.

Control procedures

Two or more people always handle the money. Money always goes to the Finance Office pre-counted and recorded on a deposit envelope. Volunteers, separate from those who handle money, enter the data into the accounting software. The Finance Director reconciles the checking account.

Restricted Funds

Some contributions and payments that have specific designations are maintained separately in Restricted Funds. The use of temporarily restricted funds should be limited to memorials, funds held for outside groups, and some funds that need to cross fiscal years. A department's restricted funds should be used before general budget dollars whenever appropriate.

Petty Cash

A small petty cash fund is kept locked in the safe. Receipts are required, along with the return of any change from the purchase. Petty cash is reconciled when the funds need to be replenished.

Journal Entries

Journal entries are prepared to record deposits, allocate expenses among departments, post accruals, and record expenses that are not by check (i.e. credit card and bank fees). Copies of all journal entries, with the supporting documentation are located in either the Finance Office, the Finance Director's office or stored electronically.

Payroll

Payroll is run twice monthly, on the 15th and at the end of the month. All payments through payroll are either for regular salary amounts (as per employment agreements on file) or for hourly employees (with time sheets approved by their supervisor). Paychecks are either by direct deposit or by live checks. The person who inputs the payroll is not a check signer. The Finance Director has access to all payroll files for review of accuracy.

Purchase orders, Check Payments, and Budget Adherence

Budgets

All entities within Prince of Peace develop an annual budget. The church budget includes all administration, support and ministry areas of the church, except Women's Ministry. Separate budgets are developed for Women's Ministry and Changing Church Forum. CDLC Preschool is a part of the church operating budget. The Church Board of Directors approves all budgets, and the congregation approves the proposed Church Budget at the annual meeting.

Purchasing & Accounts Payable: Invoices and Purchase Orders

Purchasing is coordinated in advance whenever possible to receive best prices, greatest bulk discounts, and best terms. Centralized purchasing for supplies and foods is especially critical and should be planned through the copy center coordinator for a single point of purchase. Curriculum purchases should be coordinated with other ministry areas for bulk discounts and best shipping terms.

Purchase orders are approved by supervisors in each department, in advance of making purchases. All purchases over \$1,000 require the approval of the Finance Director or Lead Pastor. Purchase orders are routed to the Finance Office to be matched with invoices before payment is made. This procedure helps protect the church from inaccurate invoicing, inappropriate purchases, fraudulent invoicing, and purchasing above approved budget limits. A Finance Office employee inputs the invoices into computer system and processes checks. Checks are signed by the Finance Director, Lead Pastor, Lead Pastor's Executive Assistant, or Database Coordinator. All checks over \$10,000 require two signatures. Bank statements are reconciled by the Finance Director. A member of the Finance Advisory Committee reviews bank statements each month and requests verification of random transactions.

Scholarships and Financial Assistance

From time to time financial assistance or scholarships may be requested for camps, retreats, or mission trips (by congregation members and staff). Scholarships or other financial assistance may never be approved for oneself.

Financial statements

The Prince of Peace Finance Advisory Committee and the Board of Directors each receive financial statements for review monthly. The statements will include year to date actual vs. budget information. Financial information is available on the share drive for all departments to review their income and expenses, for comparison with their own records.

Church Assets

Anything purchased by Prince of Peace is church property and must be used only for church purposes. No property owned by Prince of Peace may be taken off the premises without supervisor approval.

Funds handled by Men's and Women's Ministries

Women's Ministry

Purchases of more than \$100 must have a Purchase Order approved in advance by a member of the Board of Women's Ministry. A specific event, such as the Women's Ministry Retreat may have a pre-approved blanket purchase order with a list of vendors with a maximum approved amount that is authorized by a member of the board of Women's Ministry. Purchase orders are routed to the church Finance Office to be matched with invoices prior to payment. Individual check requests and invoices under \$100 for Women's Ministry must be approved by a member of the Women's Ministry Board. The Women's Ministry Treasurer is responsible for verification of adequate budget prior to funds being disbursed.

Checks are signed by a representative of the Board of Women's Ministry, or any of the other authorized Prince of Peace check signers. Checks over \$10,000 require two signatures.

Women's Ministry Mega Sale

Supply and equipment purchases for the Mega Sale should be purchased whenever possible by the copy center coordinator, who handles centralized purchasing for the church. The Mega Sale Team Lead approves all reimbursements, and items over \$50 purchased by Mega Sale volunteers must be preapproved. No cash is disbursed from proceeds to reimburse volunteers' purchases. These reimbursements are only made by check.

From time to time shoppers may need to return an item during the Mega Sale. Returns may be reimbursed by cash up to \$20. Larger reimbursements must be approved by a member of the Mega Sale leadership team.

Occasionally items donated for the Mega Sale are sold on EBay. Items taken off premises for EBay sales must be itemized and the list given to a Mega Sale leadership team member and the church Finance Office. Funds received from EBay are to be deposited through the church Finance Office as soon as funds are received, and the items are cross-referenced on the Finance Office list. Each year the finance staff will meet with the Mega Sale team in charge of cash handling to walk through the funds process and instruct volunteers on bank processes for cash deposits.

Men's Ministry

Men's Ministry income and expenses are handled through the Prince of Peace Finance Office and follow the same purchasing procedures as the church. A member of the Men's Ministry Board approves all expenses.

MOPS, Moms at Peace, other groups

Prince of Peace carries the fund balances for outside groups, such as MOPS and Moms at Peace who use Prince of Peace space, but are outside organizations. These groups leadership is responsible for meeting with Prince of Peace staff to go over safe money handling procedures. Those they have designated to approve purchases and reimbursements sign check requests for disbursements that include account number information. Checks are processed through the Prince of Peace Finance office and funds are pooled with Prince of Peace bank balances. On a monthly basis these funds are reconciled by the church Finance Director and an accounting is given to the groups' leadership.

Funds handled by CDLC Preschool

Preschool Tuition

Tuition is paid in the preschool office, paid electronically or is brought to the preschool office by staff. The preschool office manager records the payments in the accounting software, and assigns account numbers to a deposit slip for checks and cash received on site. The deposit is brought to the church Finance Office and included in other church deposits for the bank. Electronic tuition payments are recorded in the CDLC office for parents' accounts and the journal posting to the checking account ledger is made in the church Finance Office. Tuition income is compared on a monthly and year end basis against the budget based on enrollment. While only one person handles the tuition payments, nearly all tuition payments are by check or electronic payment via Vanco software.

Carnival

The CDLC preschool carnival generates additional funding for the program. The office manager is responsible for the counting of funds raised, with a second person verifying the amount and making the bank deposit slip.

Accounts Payable

Invoices are authorized by the CDLC Director and sent to the Prince of Peace Finance Office for processing, where all checks are generated. All CDLC funds are pooled in the church general operating account. All financial policies apply to CDLC operations.

Fundraising Policy

General Statement of Policy

Prince of Peace Lutheran Church (hereinafter “the Church”) is committed to encouraging disciples to grow in generosity by providing overall support of the Church ministries through regular mission & ministry offerings. First and foremost, the ongoing ministries are to be funded by regular offerings through the operating budget of the church. Recognizing that there are advantages in fundraising that promote service and sense of community, this policy has been designed to define approved fundraising activities.

Prince of Peace Lutheran Church also recognizes a need for restraint to prevent fundraising from becoming too numerous and overly demanding on staff and disciples. The Church’s Board of Directors has the responsibility to define the fundraising policy for the Church. The Church’s Leadership Team, in partnership with the Board has the responsibility to monitor, supervise, and control all fundraising activities associated with official Church activities.

All fundraising activities must have prior approval. Church staff is directed not to organize, conduct or involve disciples in fundraising activities unless the fundraising activity has been approved by either the Leadership Team or Board of Directors, as appropriate.

Definitions

Fundraising is the selling of product, providing a service or activity, or requesting donations. Persons eligible for fund raising must be associated with a group sponsored by Prince of Peace Lutheran Church. Groups that could be considered for fundraising programs include:

- Internal Groups: for example, Changing Church, CDLC, Family Ministry, Missions. etc.
- Ministry Groups: Men’s and Women’s
- Disaster Relief coordinated by the Church

Guidelines for Approval

A member of the Leadership Team (Lead Pastor or Finance Director) will consider fundraising proposals and approve or disapprove fundraising activities. Organizations outside of Prince of Peace Lutheran Church must submit a request to the Board of Directors.

These groups include:

- Relationship Organizations: Partners or those chartered by Prince of Peace Lutheran Church
- Outside Organizations

Fund Raising

The Church may permit a minimum of fundraising activity beyond those administered through the operating budget when they meet the following guidelines.

- 1) All fund raising activity must be for the purpose of directly supporting
 - a) Ministries of the Church
 - b) And/or activity that financially supports disciples in their faith growth through an ongoing ministry of the Church.
 - c) And must serve a purpose beyond just raising funds, i.e. serving opportunity, building relationships, etc.

No fundraising activity will be permitted on the Church grounds during Saturday evening or Sunday morning times of worship except by prior approval for those organizations sponsored by and within Prince of Peace Lutheran Church. All exceptions would require prior approval of the Leadership Team or Board of Directors. The Board of Directors will approve all new fundraising activities during times of worship. No person-to-person solicitation is permitted.

- 2) No door-to-door fundraising activity on behalf of any Prince of Peace Lutheran Church ministries is permitted.
- 3) Request for fundraising permission must be submitted to the Leadership Team or Board of Directors at least 30 days in advance of scheduled activity.
- 4) Any outside partnerships in fundraising must be staff driven to seek out the partnership. No fundraising activity may be designed to benefit directly or indirectly an individual or business.
- 5) Individuals who fundraise above and beyond their cost of an event (i.e. trips, camps, etc.) may not receive a refund of the extra funds. Those extra funds will be used for the common good: to support the general cost of the event, the general budget of a ministry, or the general operating expense of the church.

Product Sales

All product sales except the Women's Ministry Mega Sale must be conducted at the Christian Life Center, unless prior approval is given by the Board of Directors. If a sales event has been in approved in prior years, the Leadership Team may approve a subsequent event.

Approved fundraising may be advertised in the Direction or other church publication, on the website or through mail. Flyers may not be placed on the doors of the worship center or placed on the windshield of cars. Advertising will not be permitted on the video screens in the sanctuary. Solicitation may not take place in the Worship Center.

Any exceptions to the fundraising policy must go to the Board of Directors for approval.

Roberts Rules of Order

Action	What to Say	Can interrupt speaker?	Need a Second?	Can be Debated?	Can be Amended?	Votes Needed
Introduce main motion	"I move to..."	No	Yes	Yes	Yes	Majority
Amend a motion	"I move to amend the motion by..." (add or strike words or both)	No	Yes	Yes	Yes	Majority
Move item to committee	"I move that we refer the matter to committee."	No	Yes	Yes	No	Majority
Postpone item	"I move to postpone the matter until..."	No	Yes	Yes	No	Majority
End debate	"I move the previous question."	No	Yes	Yes	No	Majority
Object to procedure	"Point of order."	Yes	No	No	No	Chair decision
Recess the meeting	"I move that we recess until..."	No	Yes	No	No	Majority
Adjourn the meeting	"I move to adjourn the meeting."	No	Yes	No	No	Majority
Request information	"Point of information."	Yes	No	No	No	No vote
Overrule the chair's ruling	"I move to overrule the chair's ruling."	Yes	Yes	Yes	No	Majority
Extend the allotted time	"I move to extend the time by ___ minutes."	No	Yes	No	Yes	2/3
Enforce the rules or point out incorrect procedure	"Point of order."	Yes	No	No	No	No vote
Table a Motion	"I move to table..."	No	Yes	No	No	Majority