

BYLAWS FOR GRACE EVANGELICAL LUTHERAN
CHURCH OF RIVER FOREST, ILLINOIS

CHAPTER 1. MEETINGS OF THE CONGREGATION

1.01 Regular meetings of the congregation shall be held two (2) times during each calendar year as follows:

1.01.01 June: to approve the budget for the coming fiscal year and for a review of church and school programs.

1.01.02 January: a) elections of officers and members of boards as specified in these bylaws; b) financial report; c) annual reports of the various boards, each of which shall include reports of the board's committees.

1.02 Dates and times of regular meetings shall be recommended by the Church Council and approved by the congregation at the June meeting for the next fiscal year.

Special meetings of the congregation may be called as specified in Chapter 8.02 of the constitution.

1.03 Every regular meeting of the congregation shall be announced at the worship services on the two Sundays preceding the date of the meeting. Notification of the meetings shall be made as provided in these bylaws at least ten (10) days prior to the meeting and shall include the agenda for the meeting. Notification may be made by email to members who have provided an email address, and to other members by U.S. mail. Notices and notification of special meetings shall, except in cases of an emergency nature, be the same as for regular meetings. In the case of an emergency, notification shall be made in the most efficient and practical manner to voting members of the congregation.

1.04 Any member or invited guest may attend congregation meetings. Members of the congregation or parents of children enrolled at Grace School may submit recommendations and participate in the discussion of business. Only confirmed members may introduce and vote on binding motions and resolutions.

CHAPTER 2. OFFICERS OF THE CONGREGATION

2.01 Officers named in chapter 9.01 of the constitution and their specified duties are as follows:

2.01.01 The president shall have been a recent member or be a current member of the Church Council. The president shall preside at the meetings of the congregation, enforce the constitution and bylaws, and see that the resolutions passed by the congregation are carried out. The president is responsible for carrying out the mission and programs of the congregation and for the Annual Report to the congregation. The president may attend, as a non-voting member, any meetings of the congregation's boards, committees, and organizations. The president is a voting member of the Church Council.

2.01.02 The vice president, in the absence of the president, shall preside at meetings of the Church Council and of the congregation and act for and in the stead of the president. The vice president shall assist the president in carrying out the duties and responsibilities of that office. The vice president shall serve as a member of the Board of Finance and Property and serve as a member of the Budget Committee of the congregation. The vice president is a voting member of the Church Council.

2.01.03 The secretary shall keep the minutes of meetings of the Church Council and of the congregation. The secretary shall maintain an updated copy of the constitution and bylaws, act as

custodian of all official papers, and attest to all official documents. The secretary shall attend to correspondence and other matters assigned by the Church Council and congregation. The secretary is a voting member of the Church Council.

2.01.04 The treasurer shall have custody of all funds of the congregation. The treasurer shall disburse such funds in accordance with the determination of the congregation, Church Council, and the Board of Finance and Property. The treasurer shall provide financial reports and budget reviews for the regular meetings of the Church Council, the congregation and the Board of Finance and Property. The treasurer shall chair the Board of Finance and Property and the Budget Committee. The treasurer is a voting member of the Church Council.

2.01.05 The assistant treasurer shall assist the treasurer in the disbursement of funds and shall be responsible for such duties as are delegated by the Church Council or Board of Finance and Property. The assistant treasurer shall serve as a voting member of the Board of Finance and Property and serve as a member of the Budget Committee. The assistant treasurer is a non-voting member of the Church Council.

2.02 Officers of the congregation shall be elected for two-year terms renewable for a maximum of two consecutive terms. The officers' terms shall be staggered so that the president and treasurer are elected one year and the vice president, secretary, and assistant treasurer the alternate year.

CHAPTER 3. CHURCH COUNCIL

3.01 The Church Council shall consist of seven voting members. Voting members include the officers: president, vice president, secretary, and treasurer. One member shall be from each of the three areas of congregational ministry: Spiritual Life, Finance and Property, and Discipleship.

3.02 The council representatives from the areas of congregational ministry shall be elected by the congregation at the regular meeting called for the purpose of electing congregational officers. The council representatives shall be elected members of the respective board for the area of congregational ministry; also see paragraph 4.3.04.

3.03 All voting members of the Church Council shall be voting members of the congregation.

3.04 The pastors, cantor, school principal, and the assistant treasurer shall be non-voting members of the Church Council. All voting members of the Church Council shall be elected to terms of two years renewable for a maximum of serving for two consecutive terms.

3.05 The president of the congregation shall chair the Church Council, prepare the agenda for each council meeting, and prepare recommendations of the Church Council for meetings of the congregation. The agenda and minutes of the last council meeting shall be distributed to all Church Council members five days before a regular meeting and as far in advance as practicable for any special meetings of the Church Council.

3.06 The Church Council shall meet once a month according to a schedule determined at the first council meeting following the general election. All voting members of the congregation shall be permitted to attend regular and special meetings of the Church Council, provided that the Church Council may, in addition to such regular and special meetings, upon the approval of a majority of the Church Council, meet in executive session with voting members and individuals invited by the president, to discuss personnel issues, contract proposals, or other matters requiring confidentiality, including, but not limited to, pending or contemplated litigation. The minutes of the Church Council should note the reason for the executive session and include a general summary report.

3.07 The duties of the Church Council shall be in accordance with Chapter 10 of the Constitution. By October one (1) of each year, the president, with the advice and consent of the Church Council, shall appoint a Nominating Committee whose duties are set forth more fully below in Chapter 6.

3.08 Grant Review Committee

3.08.01 The committee shall be responsible for implementing the guidelines of all funds entrusted to the Endowment Committee by a donor or by the Church Council that are earmarked by the donor, by the congregation, or by the Church Council to be for a restricted purpose that may require a review process to access a distribution.

3.08.02 Members of the committee shall be the senior pastor, the president of the congregation, a member of the Endowment Committee, the principal of Grace School, the cantor, and two additional voting members of the congregation. The director for administration and finance shall be a non-voting member of the committee.

3.08.03 The president with the advice and consent of the council shall appoint the congregation members to three year terms beginning on July 1 and expiring on June 30 three years hence. Appointments are renewable to a maximum of two consecutive terms.

3.08.04 The director of administration and finance shall keep for each of the funds currently in existence or that may be established in the future the following:

3.08.04.01 An accounting of the monies or assets available in each of the specified purpose funds.

3.08.04.02 An accurate record of any restrictions, guidelines, and any other provisions governing the use of monies or assets in each of the specified purpose funds whether established by the donor or by the Church Council.

3.09 Audit Committee

3.09.01 By July one (1) of each year, the president, with the advice and consent of the Church Council, shall appoint an Audit Committee to perform an audit of the church finances, policies and procedures, internal controls, and operations. This Audit Committee shall make a report to the Church Council as soon as its audit of the most recent fiscal year is completed, but not later than November one (1). An external audit should be conducted by a qualified outside audit firm every three years.

CHAPTER 4. BOARDS, COMMITTEES AND ORGANIZATIONS

4.01 All boards, committees, and other organizations of the congregation shall, in carrying out their respective charges set forth in these bylaws, empower members of the congregation to witness to their faith and shall assist the congregation in the mission of bringing in, building up, and sending out disciples for Jesus Christ.

4.02 Each board of the congregation shall have the authority to establish committees and to appoint members to those committees to assist in various aspects of the board's responsibilities. An elected member of the board shall be a member of each committee that is established under the purview of that board.

4.03 Each board of the congregation shall consist of seven persons elected by the congregation from among voting members of the congregation. The terms of members of each board shall be three years, renewable for a maximum of two consecutive elected terms. The membership of each board shall be divided as equally as possible so that three members are elected in one year and two members in the other two years at the congregation meeting designated for election of congregation officers. The Church Council shall designate initially the year in which three

members are elected for each of the boards (Spiritual Life, Finance and Property, and Discipleship) so that as much as possible the election of three board members is staggered so that three members are not elected to more than one board at the same election. The congregation president, with the advice and consent of the Church Council, may appoint members to fill any vacancies that may occur on a board; such appointment shall be until the next meeting of the congregation at which officers are elected. Any person so elected shall fill the remainder of the term of the initial member and this shall constitute a first term of the person so elected.

4.04 Each committee, whether appointed by the Church Council or by any board, shall have a minimum of three members.

4.1 The Board of Spiritual Life

4.1.01 This board shall be charged with providing for the proclamation of the Word and celebration of the sacraments; attending to the spiritual needs of the congregation; enhancing the worship life of the congregation; fostering fellowship within the congregation; integrating new members into the congregation; and the physical health and well-being of members of the congregation. The pastors and the cantor shall be non-voting members of the Board of Spiritual Life whose elected members shall also be called elders.

4.1.02 The board shall also be charged with attending to the spiritual needs of the congregation; maintaining true Christian doctrine; exercising the ministry of spiritual discipline when necessary; and seeing to the visiting of the sick and those with special needs.

4.1.03 To fulfill its task, the board shall focus on the expectations, attitudes, and concerns of the congregation and the pastoral staff; identify early warning signs of misunderstandings; serve as a listening post for the pastoral staff and the congregation; serve as a group where the pastoral staff

may test new ideas; act as a sounding board in times of personal or professional stress of the pastoral staff; assist the pastors in planning continuing education for the pastoral staff that benefits both the mission of the congregation and the staff; provide job descriptions for the pastoral staff; and conduct an annual review and evaluation of pastoral staff.

4.1.04 Members of the Board of Spiritual Life shall also serve as deacons for services where the eucharist is offered and at any other services as directed by the pastors.

4.1.05 The board shall have certain standing committees and such other committees as the board may deem necessary from time to time.

4.1.1 Worship Committee

4.1.1.01 The Worship Committee shall provide lay perspective and counsel to the pastors and cantor in matters of liturgy, music, worship resources, scheduling of services and other related areas. The cantor shall be a non-voting and senior pastor shall be an *ex officio* member of the Worship Committee. The Worship Committee shall also be responsible for the recruiting, training, and scheduling of lectors, assisting ministers, ushers, altar guild, and other worship participants. The Worship Committee may enlist the assistance of others in performing these tasks.

4.1.1.02. The committee shall work to encourage faithful worship attendance and the participation of the congregation in worship leadership and other positions, provide for regular communication between the congregation and church leadership about the worship experience, and assist the ministry staff in enhancing worship through educational opportunities. The committee shall establish policies for the use of the sanctuary within the congregation and by outside groups and oversee the preparation of the worship space.

4.1.2 Health Committee

4.1.2.01 Health and healing of the mind, body, and soul are key missions of Christ, and of Grace Church. The Health Committee shall advise the church and school regarding health education and awareness activities involving staff, children, and the community inside and outside of Grace. The Health Committee shall devise and direct activities of health awareness and education, coordinate volunteer activities with respect to the health needs of members, and advise the pastors, principal and staff as needed and appropriate on health related issues. The Health Committee shall serve as an advisory group for the parish nurse.

4.1.3 Fellowship Committee

4.1.3.01 The Fellowship Committee shall have the goal of improving fellowship and developing initiatives and activities that foster relationships among Grace members.

4.1.4 Evangelism Committee

4.1.4.01 The committee shall have the responsibilities of motivating members, and prospective members, of the congregation to witness to their faith and of welcoming new members and assisting their integration into the life of the congregation.

4.1.4.02 The committee shall also have the responsibility for providing opportunities and support for congregation members and others to witness their faith.

4.1.5 New Member Committee

4.1.5.01 The New Member Committee is charged with working with the pastors on new member classes and orientations and with developing strategies and activities to include new members in the various activities of Grace Lutheran Church and School.

4.1.6 Stewardship Committee

4.1.6.01 The Stewardship Committee shall be responsible for encouraging the giving of time, talent, and treasure for the work of Christ's Kingdom. The committee shall coordinate with the pastors, the Finance Committee, and other committees as appropriate to develop strategies for encouraging Grace members to faithfully contribute to the ministries and programs of Grace Lutheran Church and School.

4.1.6.02 The Stewardship Committee shall consist of five (5) to seven (7) members of the congregation and shall be appointed for three-year terms staggered as much as possible to keep continuity of membership.

4.2 Board of Finance and Property

4.2.01 The Board of Finance and Property shall be charged with the administration of the physical plant of Grace Lutheran Church and School, all aspects of finances of Grace Lutheran Church and School, and the management of any other properties that may come into the possession of the congregation. The board, with the advice and consent of the Church Council, shall have the responsibility to employ a director of administration and finance and a facilities manager. The board shall also have the responsibility to supervise the director of administration and finance and the facilities manager and such other staff as may be required to assist them.

4.2.02 The treasurer shall be a voting member and director of finance and administration shall be a non-voting member of this board. The Board of Finance and Property shall have certain standing committees and such other committees as the board may deem necessary from time to time.

4.2.03 The Church Council representative from the Board of Finance and Property shall be a member of the Property Committee who is also a voting member of the congregation.

4.2.1 Finance Committee

4.2.1.01 The Finance Committee shall be responsible for the administration and accounting for all receipts and disbursements of the congregation's operating, capital, and endowment funds. The treasurer shall be chair of the Finance Committee. The assistant treasurer, congregation vice president, a member of the Property Committee, and a member of the Endowment Committee shall be voting members of the Finance Committee. The director of finance and administration and the senior pastor shall be non-voting members of the Finance Committee.

4.2.2 Budget Committee

4.2.2.01 The treasurer shall chair the Budget Committee. Members of the Budget Committee shall include the chair of the Board of Spiritual Life, the chair of the Board of Discipleship, the vice president, the assistant treasurer, the senior pastor, the cantor, a member of the Elementary Education Committee, the principal, and a representative of staff. The director of administration and finance shall be a non-voting member of the Budget Committee.

4.2.2.02 The Budget Committee shall have the responsibility for developing an annual budget for Grace Lutheran Church and School for recommendation to the Church Council for final approval by the congregation. In doing so, the Budget Committee shall review the salaries of staff to provide equitable compensation and benefits to all staff members, whether called, contracted, or otherwise employed.

4.2.3 Property Committee

4.2.3.01 The Property Committee shall be responsible for all property of the congregation and to manage it in the name of and as stewards for the congregation. The Property Committee shall have authority to negotiate and enter into contracts for the repair and maintenance of all church property subject to the approval of the Board of Finance and Property and the Church Council.

4.2.3.02 The director of administration and finance and the facilities manager shall be non-voting members of the Property Committee.

4.2.3.03 A member of the Property Committee shall be the council representative for the Board of Finance and Property.

4.2.4 Endowment Committee

4.2.4.01 The Endowment Committee shall consist of six members of the congregation and shall be appointed for three-year terms and renewable for a maximum of two consecutive terms. The terms of members shall be staggered so that approximately one-third of the members are chosen each year.

4.2.4.02 Members of the Endowment Committee shall have a fiduciary duty to the Church Council and to the Congregation of Grace Church to manage and protect the assets entrusted to their care.

4.2.4.03 The Endowment Committee shall be responsible for receiving gifts made to the congregation with special terms or conditions subject to the approval of the Church Council.

4.2.4.04 The Endowment Committee shall maintain written procedures for investment and

use of each endowment fund in accordance with the terms and conditions of the grant or endowment.

4.2.4.05 The Endowment Committee shall report at least annually to the Board of Finance and Property and to the congregation on the use and status of each of the funds in the congregation's endowment.

4.2.5 Personnel Committee

4.2.5.01 The Personnel Committee shall consist of three to five voting members of the congregation appointed with the advice and consent of the Church Council. In addition, the senior pastor and the principal of Grace School shall be *ex officio* members. The director of administration and finance shall be a non-voting member.

4.2.5.02 The Personnel Committee shall be responsible for developing and maintaining policies for salary and benefits for all staff (called, contracted, or otherwise employed), developing and maintaining personnel policies and a personnel handbook for all staff.

4.2.5.03 The Personnel Committee shall submit any recommendations for any changes or additions to the personnel policies of Grace Lutheran Church and School to the Church Council for consideration and approval.

4.3 The Board of Discipleship

4.3.01 The Board of Discipleship shall be charged with the education offerings at Grace School and of members of the congregation, the engagement of youth and families, and Grace Church's outreach to the community. The Board of Discipleship shall, with the advice and consent of the Church Council, have the responsibility to employ a principal for Grace School.

4.3.02 The Board of Discipleship shall have certain standing committees and such other committees as the board may deem necessary from time to time. Except for the Elementary Education Committee, the Board of Discipleship shall appoint to each standing committee the number of members it feels appropriate to carry out the tasks of that committee.

4.3.03 The senior pastor or one of the associate pastors shall be an *ex officio* member of each of the committees established under the Board of Discipleship.

4.3.04 The council representative from the Board of Discipleship shall be a member of the Elementary Education Committee who is also a voting member of the congregation.

4.3.1 Elementary Education Committee

4.3.1.01 The Elementary Education Committee shall consist of seven members. One member of the committee shall be the elected Church Council representative of the Board of Discipleship. The remaining six members of the committee shall be appointed by the board for three year terms, renewable for a maximum of two consecutive terms. Terms of the six appointed members shall be staggered as much as possible so that an equal number expire at the same time. If an appointed committee member resigns or is unable to continue to serve, the board shall appoint a replacement to fill the remainder of that term. Any vacancy appointment shall constitute a first term of the person so selected. Up to two members of the committee may be non-Grace member parents of Grace School students. The principal of Grace School shall be a non-voting member of the committee.

4.3.1.02 The Elementary Education Committee shall have the authority and responsibility, with the advice of the Church Council, to employ such teachers and other staff necessary to fulfill the educational mission of the school. The Elementary Education Committee shall have

the responsibility to advise the Board of Finance and Property on matters of compensation and employment policies for teachers and staff of Grace School and of any physical plant or equipment needs to fulfill the mission of Grace School.

4.3.2 Adult Education Committee

4.3.2.01 The Adult Education Committee shall have the responsibility of developing and presenting education programs to enhance the spiritual growth and knowledge of the congregation and the Grace community. The Adult Education Committee may acquire such materials and may compensate speakers at education programs pursuant to budgetary authorization.

4.3.3 Children, Youth and Family Ministry Committee

4.3.3.01 The Youth and Family Ministry Committee shall have the responsibility for Sunday school education, vacation Bible school, confirmation, and programs designed to keep the youth of the Grace Lutheran Church and School and the community involved with the church. The Youth and Family Ministry Committee may acquire such materials, attend such programs and conferences, and compensate speakers for programs pursuant to budgetary authorization. One goal for the Youth and Family Ministry Committee may be to develop programs and other events to enhance the worship life of families of Grace Church and the community.

4.3.4 Benevolence Committee

4.3.4.01 The Benevolence Committee is charged with identifying non-profit entities worthy of support by Grace Lutheran Church and establishing and maintaining relationships with

those identified non-profit entities. The Benevolence Committee's recommendations are subject to the advice and consent of the Church Council and approval by the congregation.

4.3.5 Social Ministry Committee

4.3.5.01 The Social Ministry Committee shall be charged with exploring and implementing initiatives and relationships to benefit the community at large.

4.3.6 Library Committee

4.3.6.01 The Library Committee shall maintain the Grace Church Library. The Library Committee shall have the authority to acquire such books as it deems appropriate to educate and enhance the spiritual growth of the congregation. Pursuant to budgetary authorization the committee may acquire such books, materials, or equipment necessary to fulfill its mission of education and enhancing the spiritual growth of the congregation.

4.3.7 Faith in Action Committee

4.3.7.01 The Faith in Action Committee shall have the responsibility for exploring and developing initiatives to help Grace Church engage the community and the world toward justice and peace.

CHAPTER 5. CALLED MINISTRIES

5.01 In the event a vacancy occurs in a called ministry, the president of the congregation shall appoint a call committee after consulting with appropriate board(s) of the congregation. The call committee shall solicit recommendations from the congregation and from other appropriate bodies and groups, and from any other relevant sources. The call committee shall submit the name of one candidate to the Church Council for presentation to the congregation. The

congregation shall elect by at least a two-thirds ($\frac{2}{3}$) vote of the members present at a meeting called for such purpose the candidate to be called.

CHAPTER 6. NOMINATIONS, ELECTION, AND VOLUNTEERS

6.01 The Nominating Committee shall consist of at least three voting members of the congregation. The Nominating Committee shall recommend to the Church Council at least one candidate for each elected congregational office or board with positions these bylaws specify are to be elected. Each candidate the Nominating Committee recommends should possess the following qualifications:

6.01.01 The candidate accepts the privilege and responsibility of congregational membership set forth in Chapter 5.03 of the constitution;

6.01.02 The candidate is willing to serve in the office or position for which the candidate is being recommended;

6.01.03 The candidate shows evidence of faithfulness and diligence in giving the time and energy required to fulfill the responsibilities of the position for which the candidate is nominated.

6.02 The Nominating Committee shall publish a list of proposed candidates for each elected position for which it recommends candidates, including biographical information, at least twenty (20) days prior to the congregation meeting at which elections are conducted.

6.03 In addition to the recommendations of the Nominating Committee, nominations may be made from the floor of the congregational meeting at which elections are held, provided each nominee meets the qualifications set forth above and in Chapter 5.03 of the constitution.

6.04 Elections shall be by secret ballot. A simple majority of those members voting shall determine the person elected to fill a position. If no candidate receives a majority of the votes

cast, then the two candidates receiving the most votes will be the candidates in a run-off election held at the same meeting. The candidate receiving the majority of votes in a run-off election shall be regarded elected.

6.05 Newly elected and re-elected officers, and board members shall assume their respective positions on the first day of February following their election. They shall be installed at a Sunday worship service.

6.06 The Nominating Committee may also recommend to the president and the Church Council candidates for any elected position that may occur between elections. Those appointed with the advice and consent of the Church Council shall serve until the next election when a person will be elected to fill any remaining portion of the initial term and such election shall constitute a first term.

CHAPTER 7. POLICIES AND PROCEDURES

7.01 The Annual Report. The congregation president shall obtain from each board and each committee an annual written report to be compiled and presented at the January congregation meeting. It shall be the responsibility of boards, committees, and organizations to keep a record of their proceedings throughout the year.

7.02 Each board and committee shall set the time and frequency of regular meetings at its first meeting following the general election. Boards and committees shall select a chair from among their members at their first meeting.

7.03 The Church Council shall ensure that current practice is reflected in the official printed documents of the congregation and shall provide for review of the constitution and bylaws at five-year intervals.

CHAPTER 8. AMENDMENTS.

8.01 Amendments to these bylaws shall be in accordance with chapter 13.02 of the constitution.

8.02 Effect of the 2019 Amendments. The amendments of 2019 shall become effective on November 1, 2019, subject to the provisions of this section. The membership of the Church Council in effect on October 31, 2019, shall remain in effect until elections for officers and members of the Church Council (as set forth in these 2019 amendments) in January 2020 for terms beginning in February 2020. Officers whose terms do not expire prior to February 2, 2020, shall continue to serve their existing terms after February 2, 2020.

8.02.01 Members of the Board of Elders whose terms do not expire prior to February 2, 2020, shall continue to serve the remainder of their terms as members of the Board of Spiritual Life.

8.02.02 Members of the Board of Worship whose terms do not expire prior to February 2, 2020, shall continue for the duration of their elected terms as members of the Worship Committee.

8.02.03 Members of the Board of Trustees whose terms do not expire prior to February 2, 2020, shall continue for the duration of their elected terms as members of the Property Committee.

8.02.04 Member of the Stewardship Committee whose terms do not expire prior to February 2, 2020, shall continue for the duration of their elected terms as members of the Stewardship Committee.

8.02.05 Members of the Endowment Fund Committee whose terms do not expire prior to February 2, 2020, shall continue for the duration of their elected terms as members of the Endowment Committee.

8.02.06 Members of the Benevolence Committee whose terms do not expire prior to February 2, 2020, shall continue for the duration of their elected terms as members of the Benevolence Committee.

8.02.07 Members of the Board of Elementary Education whose terms do not expire prior to February 2, 2020, shall continue for the duration of their elected terms as members of the Board of Discipleship and of the Elementary Education Committee.

8.02.08 The Board of Elders councilor whose term does not expire prior to February 2, 2020, shall be the Board of Spiritual Life member of the Church Council until the expiration of the existing term.

8.02.09 The Elementary Education councilor whose term does not expire prior to February 2, 2020 shall be the Board of Discipleship member of the Church Council until the expiration of the existing term.

8.02.10 The Trustees councilor whose term does not expire prior to February 2, 2020, shall be the Board of Finance and Property representative to the Church Council until the expiration of the existing term.

8.02.11 The councilors elected to represent the Board of Worship, Education Cluster, Parish Life Cluster, and Outreach Cluster whose terms do not expire prior to February 2, 2020, shall continue as additional members of the Church Council until their terms expire or until a vacancy exists, whichever occurs first.

Approved by the Congregation of Grace Evangelical Lutheran Church of River Forest, Illinois

this ____ day of _____, 2019.

Attest: _____
President of the congregation

Attest: _____
Secretary of the congregation