

CONSTITUTION OF  
CALVARY LUTHERAN CHURCH  
OF GOLDEN VALLEY

Amended January 27, 1992  
Amended January 28, 2002  
Amended November 13, 2003  
Amended January 22, 2007  
Amended February 22, 2009  
Amended September 27, 2010  
Amended August 14, 2018

PREAMBLE

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

ARTICLE I - NAME AND INCORPORATION

The name of this congregation shall be Calvary Lutheran Church of Golden Valley.

This congregation shall be incorporated under the laws of the State of Minnesota.

ARTICLE II - CONFESSION OF FAITH

1. This congregation confesses the Triune God, Father, Son, and Holy Spirit.
2. This congregation confesses Jesus Christ as Lord and Savior and the Gospel as the power of God for the salvation of all who believe.
3. This congregation believes and confesses that the Holy Scriptures, the Canonical Books of the Old and New Testament, are the Word of God, revealed for the salvation of all, and therefore the only source and rule of faith, doctrine and life.
4. This congregation accepts the Apostolic, the Nicene and the Athanasian Creed, and also the unaltered Augsburg Confession and Luther's Small Catechism as a correct exposition of the teaching of the Word of God, and all preaching and teaching in this congregation shall conform to these confessions.

### ARTICLE III - STATEMENT OF PURPOSE

The purpose of this congregation shall be to preach and teach the Christian faith as confessed in ARTICLE II, provide worship services consistent with such confession, administer the Sacraments of Baptism and the Lord's Supper, propagate, evangelize and witness to such Christian faith to members of the congregation and to persons who are not members, care for, nurture and strengthen and otherwise serve the needs of such persons, and cooperate in the work and service of the Lutheran Church.

### ARTICLE IV - CHURCH AFFILIATION

This congregation shall be a Lutheran congregation.

### ARTICLE V - MEMBERSHIP

1. Members of this congregation shall be those persons who are defined as members at the time that this constitution is adopted, or who are admitted hereafter, and who maintain their membership in accordance with the provisions of this constitution and its bylaws. The invitation to membership in this congregation is extended to all persons.
2. Members shall be classified as follows:
  - a. Baptized members are those persons who have been received by the Sacrament of Holy Baptism in this congregation, or having been previously baptized in the name of the Triune God, have been received by certificate of transfer from other Lutheran congregations or by affirmation of faith.
  - b. Confirmed members are baptized persons who have been confirmed in this congregation, received by adult baptism in this congregation, transferred as confirmed members from other Lutheran congregations, or baptized persons received by affirmation of faith.
  - c. Voting members are confirmed members.
3. It shall be the privilege and duty of members of this congregation to:
  - a. Make regular use of the means of grace, both Word and sacraments;
  - b. Live a Christian life in accordance with the Word of God and the Confession of Faith of this congregation; and
  - c. Support the work of this congregation and of the Lutheran Church.

4. Membership in this congregation shall be terminated by death, resignation, transfer to another congregation, or removal pursuant to the bylaws if removal of membership is provided for in the bylaws.

#### ARTICLE VI - CONGREGATION AND CONGREGATION MEETING

1. The powers of this congregation are those necessary or proper to fulfill its purpose.
2. The power and authority of this congregation are exercised by resolution of the congregation at a regular or special meeting of the congregation properly called and conducted as provided in this constitution and bylaws.
3. Subject to the authority of the Word of God, as defined in ARTICLE II, and subject further to this constitution and the bylaws of the congregation, the congregation, not any individual or group within it, has the right of ultimate decision relative to all the affairs of the congregation.
4. The annual congregation meeting shall be held within sixty (60) days following our fiscal year end on a date to be determined by the council. Notice of the meeting shall be given as provided in the bylaws.
5. The congregation shall also hold such special meetings as may be called by the senior pastor, the president, the council, or by petition of at least 10% of the voting members. The official call for a special meeting of the congregation shall state in writing the time, place and purpose of the meeting, shall be signed by the senior pastor, by the president, by the secretary on behalf of the council, or by such voting members, and shall be posted prominently in the place where the congregation usually worships. The calling of any special meeting, including the time, place, and purpose shall also be announced orally or in writing at all regular worship services held within the ten-day period prior to such meeting or by written notice mailed to the voting members at least ten days prior to the meeting.
6. No matters other than those stated as the purpose of the meeting in the call for such special meeting shall be acted upon by the congregation at such special meeting. The purpose of a special meeting as stated in the call for such meeting shall be determined by the senior pastor, president, council or members calling the meeting. In the event a special meeting has been called, the senior pastor, the president, or the council may also call a special meeting at the same time and place with a related or different purpose. All officers, pastors and members of the congregation shall cooperate in the calling, posting, announcement and notice of any special meeting not called by such person.
7. No special meeting of the congregation may be held without properly notifying the senior pastor.

8. When necessary to complete the business of the meeting, or in the absence of a quorum, the congregation may, by majority vote of voting members present and voting, recess to reconvene at a specified time and place.
9. All actions by the congregation shall be by majority vote of voting members present and voting, except as otherwise provided in this constitution or the bylaws. Voting by proxy or by absentee ballot shall not be permitted. Robert's Rules of Order, latest edition, shall govern parliamentary procedure of all meetings of this congregation, except as otherwise provided in this constitution and the bylaws.

#### ARTICLE VII - PASTORS

1. The call of a senior pastor shall be by the congregation at a regular or special meeting by a two-thirds majority of voting members present and voting. Such call shall be only upon recommendation of a call committee elected by the congregation. The council shall determine the size of the call committee, which shall include at least eleven members, and the council shall present nominations for that committee to the congregation.
2. The call of any other pastor shall be by the congregation at a regular or special meeting by a two-thirds majority of voting members present and voting. Such call shall be only upon recommendation of a call committee appointed by the council, which shall include at least seven members.
3. Only individuals who support and agree with the Confession of Faith (ARTICLE II) and Statement of Purpose (ARTICLE III) shall be eligible to be called as a pastor to this congregation.
4. The senior pastor, as spiritual leader of the congregation, shall be an advisory member of the council and all other committees and organizations of the congregation. The senior pastor may appoint any other pastor or staff member to be an advisory member of any committee or organization of the congregation other than the council. Advisory members shall be entitled to the same reasonable notice of meetings to which committee or organization members are entitled.
5. The senior pastor shall have the authority and duty to supervise, direct and manage other pastors and church employees, except as otherwise provided by the constitution or bylaws or by resolution of the congregation or council.
6. The call of a pastor may be terminated by the congregation, but only at a special meeting by a two-thirds majority of voting members present and voting. Notice of the meeting shall be mailed to all voting members at least ten days in advance of the meeting. However, the termination must first be considered by the council prior to the congregation meeting.

7. Each pastor shall preach the Word of God, administer the sacraments, conduct worship services, provide pastoral care, and otherwise perform traditional ministerial acts, consistent with ARTICLES II and III of this constitution.
8. The council, and not the call committee, shall determine the employment terms provided in the letter of call, except as otherwise provided by the constitution, bylaws, resolutions of the congregation or resolutions of the council.
9. All terms of the letter of call shall be consistent with existing personnel policies established by resolution of the congregation or council and are invalid to the extent they are not.

#### ARTICLE VIII - PROPERTY OWNERSHIP

1. Title to all real or personal property acquired by the congregation, its organizations, or individuals for use by the congregation and its organizations, shall be held by the congregation as a corporation.
2. Real property shall not be purchased, conveyed, disposed of, or encumbered in any manner unless approved by the congregation at a regular or special meeting by a two-thirds majority of voting members present and voting.
3. Ownership by the congregation of its real and personal property is not affected by the congregation's membership in any organization and no such organization has any authority whatsoever with respect to the real and personal property of the congregation.

#### ARTICLE IX - OFFICERS

1. The officers of the congregation shall be the president, the vice president, the secretary, and the treasurer. Only voting members of the congregation who are not employees of the congregation may be elected as officers.
2. The president shall preside over meetings of the congregation and the council unless the meeting decides otherwise. The president shall be an ex officio member of all committees and organizations of the congregation.
3. The vice president shall assume the duties of the president during the absence or disqualification of the president and shall become president upon the death or resignation of the president.
4. The secretary shall be responsible for the minutes of congregation meetings and council meetings.

5. The treasurer shall be responsible for the financial records and reports of the congregation.
6. The officers of the congregation shall perform such other duties as may be delegated to them by the bylaws or by resolutions of the congregation or council.

#### ARTICLE X - COUNCIL AND COMMITTEES

1. There shall be a council of the congregation of eleven members, elected by the congregation; provided, that the council of the congregation may remain at 33 members until such council of eleven members is elected pursuant to Section VIII, paragraph 4 of the bylaws. Elections of council members and terms of office shall be as provided in the bylaws. Only voting members of the congregation who are not employees of the congregation may be elected as council members.
2. The council shall have the authority and duty to govern the affairs of the congregation, including religious, worship, legal, property, financial, business, personnel, and all other affairs or matters, except as otherwise provided by the constitution, bylaws, or resolutions of the congregation. The council is, and shall function as, the board of directors for all legal purposes under Minnesota law relative to non-profit corporations. "Personnel" matters include salaries, benefits, hiring, termination, discipline, employee relations, recruiting, job qualifications, job descriptions, employee performance, policies, policy manuals, and other personnel matters.
3. Council meetings shall be open to all voting members of the congregation to observe, except when personnel matters are being discussed. The council may invite a pastor or staff member, or any other person, to a council meeting, to provide information or advice.
4. Committees may be established, combined, divided, and eliminated, and their authority and duties shall be determined from time to time by the bylaws, the congregation, or the council. Each committee shall exercise the authority and carry out the duties delegated to it, subject to this constitution, the bylaws and the direction and control of the congregation and the council. Except as otherwise provided in this constitution or the bylaws, all committee chairpersons and committee members shall be appointed by the council.

#### ARTICLE XI - BYLAWS

1. This congregation may adopt bylaws which shall govern the affairs of this congregation. No bylaw may conflict with this constitution.

2. Bylaws may be adopted or amended by the congregation at a regular or special meeting by a two-thirds majority of voting members present and voting. The required notice of the meeting shall include notice of the subject matter of any proposed change to the bylaws. Before any change of the bylaws may be considered by the congregation, the change must be proposed by the council or by a petition of 10% of the voting members of the congregation. If proposed by member petition the congregation may not act on the proposal until the council has received the proposal in writing and has had 60 days after receiving it to make a recommendation with respect to the proposal.

## ARTICLE XII - AMENDMENTS TO THE CONSTITUTION

1. The doctrinal basis and the confessional subscription as contained in ARTICLE II; the purpose as contained in ARTICLE III; and this Section 1 of ARTICLE XII may not be altered.
2. To be effective, proposed amendments to this constitution must be:
  - a. Announced at regular worship services in a given week and made available in writing at an announced place on the church premises, both at least 30 days prior to the regular or special meeting at which it is to be first considered;
  - b. Approved by the congregation, with or without change, at the regular or special meeting first following its announcement, properly called in accordance with ARTICLE VI and with subparagraph a. of this paragraph 2, ARTICLE XII, by a two-thirds majority of voting members present and voting;
  - c. Ratified by the congregation without further change at a regular or special meeting thereafter, properly called in accordance with ARTICLE VI, by a two-thirds majority of voting members present and voting; and
  - d. Provided, however, that a proposed amendment that fails to be ratified may then be amended, and, if approved as amended by a two-thirds majority of voting members present and voting, may then be ratified without change at the next regular or special meeting thereafter, properly called in accordance with ARTICLE VI, by a two-thirds majority of voting members present and voting.
3. The required notice of any such meeting shall include notice of the subject matter of any proposed amendment. Before any amendment may be considered by the congregation, the amendment must be proposed by the council or by a petition of 10% of the voting members of the congregation, except that this limitation shall not

restrict the congregation's ability to amend a proposed amendment as provided in the previous paragraph 2. If proposed by member petition the congregation may not act on the proposal until the council has received the proposal in writing and has had 60 days after receiving it to make a recommendation with respect to the proposal.

#### CERTIFICATION

The undersigned hereby certifies that this Amended Constitution of Calvary Lutheran Church of Golden Valley is true and correct as of the date hereof.

Dated: August 14, 2018

  
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Marisa Houghland, Secretary/Treasurer