RESTATED ARTICLES OF INCORPORATION

0.0 PREAMBLE

0.1 Whereas, the Word of God requires that a Christian congregation shall conform to this Divine Word in doctrine and practice (Ps. 119:105; Matt. 28:18-20; Gal. 1:6-8; 2 Tim. 4:1-5) and that all things be done decently and in order (1 Cor. 14:40),

0.2 Therefore~~,~~ we, the members of Christ Lutheran Church, accept and subscribe to the following Articles of Incorporation and Bylaws, in accordance with which all spiritual and material affairs of our congregation shall be governed.

1.0 CORPORATION NAME AND PLACE

1.1 The name of this corporation is Christ Lutheran Church.

1.2 The place where this corporation is located is Sioux Falls, Minnehaha County, South Dakota.

2.0 CONFESSIONAL STANDARD

2.1 This congregation acknowledges and accepts all the canonical books of the Old and New Testaments as the revealed Word of God, verbally inspired, and acknowledges and accepts all the Confessional Writings of the Evangelical Lutheran Church[1], contained in the Book of Concord (German 1580 and Latin 1584)[2], to be the true and genuine exposition of the doctrines of the Bible. These Confessional Writings are the three Ecumenical Creeds (Apostles', Nicene, and Athanasian), the Unaltered Augsburg Confession, the Apology of the Augsburg Confession, the Smalcald Articles, the Treatise on the Power and Primacy of the Pope[3], Luther's Large and Small Catechisms, and the Formula of Concord.

2.2 Only such hymns, prayers and liturgies shall be used in the public services of the congregation and in all ministerial acts as conform to this Confessional Standard. Likewise, in all classes for instruction in Christian doctrine only such books shall be used as conform to this Standard.

3.0 PURPOSE

3.1 The primary purpose of this corporation shall be to serve its members and to spread the kingdom of God by the preaching of the Word of God, by the administration of the Sacraments, and by the religious instruction of youth and adults, according to the Confessional Standard above, and to foster Christian fellowship and charity.

3.2 Incident to and in furtherance of the primary purpose of this corporation, the corporation shall own, hold, buy, sell, lease, mortgage and otherwise hypothecate real and personal property.

4.0 PERPETUAL EXISTENCE

The term for which this corporation is to exist is perpetual.

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1 Originally: "and acknowledges and accepts all the Confessional Writings of The Lutheran Church–Missouri Synod". The Confessions are not the exclusive property of The Lutheran Church–Missouri Synod, but are confessed by all Evangelical Lutheran congregations.

2 Originally: "contained in the Book of Concord of the year 1580". The German Book of Concord of 1580 and the Latin Book of Concord of 1584 are the received and authoritative editions. See *Concordia: The Lutheran Confessions*, Second Edition, pp. xx–xxi (St. Louis: Concordia Publishing House, 2006).

3 Historically, *The Treatise on the Power and the Primacy of the Pope* has often been considered to be an appendix to the *Smalcald Articles*. See *Concordia: The Lutheran Confessions*, p. 291.

5.0 SYNODICAL MEMBERSHIP

5.1 As long as said body remains faithful to the congregation's Confessional Standard, this congregation shall hold membership in The Lutheran Church—Missouri Synod.

5.2 This congregation shall send its pastor and a lay delegate to the District Convention of Synod.

5.3 If The Lutheran Church—Missouri Synod departs from the congregation's Confessional Standard, the congregation may, after a process of reconciliation, separate from The Lutheran Church—Missouri Synod, and may join another body which adheres to the congregation's Confessional Standard.

5.4 It shall be the duty of the congregation and its individual members to support the work of Synod, since they thereby support their own Christ–appointed work.

6.0 INDIVIDUAL MEMBERSHIP

The terms of admission and qualification of the members of this corporation shall be as follows:

6.1 Baptized Membership

Baptized members are those who:

6.1.1 have been baptized in the name of the Triune God, including the children on the membership rolls who have not yet confirmed their baptismal vows;

6.1.2 accept all the canonical books of the Old and New Testaments as the only divine rule and standard of faith and life (see 2.0 Confessional Standard);

6.1.3 attend divine services faithfully;

6.1.4 lead Christian lives and do not live in manifest works of the flesh (Gal. 5:19–21);

6.1.5 contribute regularly and faithfully, as God has prospered them, toward the building of Christ's kingdom in the congregation and throughout the world;

6.1.6 devote their time and talents to the extension of the Kingdom of God;

6.1.7 permit themselves to be fraternally admonished and corrected when they have erred;

6.1.8 are not members, affiliates, or supporters of secret societies or other organizations conflicting with the Word of God (lodges).

6.2 Communicant Membership.

Communicant members are those who:

6.2.1 are baptized members;

6.2.2 are familiar with at least Luther's Small Catechism and declare their acceptance of it;

6.2.3 partake of the Lord's Supper frequently after their confirmation.

6.3 Voting Membership.

Voting members are male communicant members who have reached their eighteenth year, have been accepted by the Voters' Assembly (see Bylaw 1.1.2.1), and have read and signed the Articles of Incorporation and Bylaws of the congregation. They are also entitled to hold office.

7.0 CALLED CHURCH WORKERS

7.1 The Voters' Assembly of this congregation shall have the exclusive right to call ordained ministers. The right to call commissioned ministers also belongs to the congregation through the action of the Voters' Assembly.

7.2 The pastoral office shall be conferred only upon pastors or candidates who profess and adhere to the Confessional Standard set forth in these Articles of Incorporation (2.0), who are qualified for the work of the ministry, and who have been endorsed by and are members of The Lutheran Church—Missouri Synod.

7.3 Only those commissioned ministers shall receive a call who adhere to the Confessional Standard set forth in these Articles of Incorporation (2.0), who are qualified for the work of the ministry to which they are called, and who have been endorsed by and are members of The Lutheran Church—Missouri Synod.

7.4 The right of calling ordained or commissioned ministers shall be vested in the Voters' Assembly and shall not be delegated otherwise.

7.5 Called ordained or commissioned ministers may be removed from office in Christian and lawful order by a two–thirds affirmative ballot vote of the Voters' Assembly for one of the following reasons: persistent adherence to false doctrine, scandalous life, willful neglect of the duties of office, or the inability to perform those duties.

7.6 When a vacancy occurs in an office of an ordained or commissioned minister, the congregation shall notify the president of the district to receive assistance in temporarily filling the vacancy and to receive his counsel in calling a new pastor, teacher, or other church worker (LCMS Bylaw 2.5.1).

8.0 POWERS OF THE CONGREGATION

8.1 General

The congregation as a body, through the voting members, shall have the supreme power to administer and manage all its external and internal affairs. The establishment and conduct of all institutions and societies within the congregation, such as the parochial school, Sunday School, youth societies, ladies' organizations, choir, etc., shall at all times be subject to the approval and supervision of the congregation. The congregation, however, shall not be empowered to decide anything contrary to the Word of God and the Confessions of the Evangelical Lutheran Church (see 2.0 Confessional Standard), and any such decision shall be null and void.

8.2 Decisions

Matters of doctrine and conscience shall be decided by the Word of God. Other matters shall be decided by the Voters' Assembly by a majority vote unless otherwise specified by the Articles of Incorporation or Bylaws.

8.3 Powers of Officers

Congregational officers or committees, whether elected or appointed by the Voters Assembly, shall have no authority beyond that which has been conferred upon them, and whatever power may have been delegated to them may at any time be altered or revoked by the Voters Assembly.

8.4 Removal from Office

Any officer, pastor, or teacher may be removed from office by the congregation, by ballot, in Christian and lawful order, for one of the following causes: persistent adherence to false doctrine, scandalous life, and inability to perform his official duties or willful neglect of them.

9.0 CONGREGATIONAL MEETINGS

9.1 Meetings of the Voters' Assembly shall be held as determined by the Bylaws.

9.2 Special meetings may be called by the pastor or the president of the congregation provided that such meetings be announced at least two Sundays or at least ten (10) business days prior to said meeting when accompanied by notification by email, postal mail or personal contact.

9.3 All voting members present at a meeting shall constitute a quorum.

10.0 OFFICERS AND BOARDS

10.1 The corporation shall be governed and managed by the following officers and boards:

President
Secretary
Treasurer
Financial Secretary
Board of Elders
Board of Trustees

and such other officers and boards as from time to time may be established and provided for by the Bylaws of the corporation.

10.2 The officers and boards of the corporation shall have such duties and powers as may be provided in the Bylaws of this corporation.

10.3 The officers and the members of the respective boards of the corporation shall be elected at the annual meeting of the corporation each year, and for the respective terms as provided in the Bylaws of this corporation.

10.4 Any vacancy to any of the offices or boards of the corporation shall be filled at any regular meeting of the corporation, or at any special meeting of the corporation called for that purpose, and the person or persons so elected shall serve out the unexpired term of his or her predecessor.

11.0 PROPERTY RIGHTS

If at any time a separation should take place on account of doctrine, the property of the congregation and all benefits therewith connected shall remain with those voting members who continue to adhere in confession and practice to the Confessional Standard (2.0) of these Articles. In the event the congregation should totally disband, the property, including the building(s) and furnishings, shall be sold; the proceeds shall be used to pay off any residual debts, and the remainder disbursed to such non–profit agencies/organizations as determined by a committee of the remaining members.

12.0 AMENDING THE ARTICLES OF INCORPORATION

12.1 Article not Subject to Repeal — Article 2.0 (Confessional Standard) of these Articles of Incorporation or sections thereof are not subject to repeal. The wording may be altered only for the purpose of clarification. Such alterations or clarifications shall not change the Confessional Standard.

12.2 Amendments — Amendments to these Articles of Incorporation may be adopted at a regular Voters' Assembly, provided:

12.2.1 That they do not conflict with the provisions laid down in the Confessional Standard (2.0) or with any section of any other article that pertains to Scriptural doctrine and practice; and

12.2.2 That the proposed amendment has been submitted in writing at a previous Voters' Assembly.

12.2.3 The affirmative vote of two–thirds of the voting members present shall be required for the adoption of an amendment.

BYLAWS

1.0 MEMBERSHIP

1.1 Admission into Membership

1.1.1 Communicant Membership

1.1.1.1 By Confirmation

Confirmation itself being a reception into communicant membership, all who are thus received by this sacred act become communicant members.

1.1.1.2 By transfer

Persons coming with a communicant letter of transfer from a congregation in church fellowship, provided they conform in all respects to the requirements of membership of this congregation, shall be received by the pastor, whose action is to be approved in a subsequent meeting of the Voters' Assembly.

1.1.1.3 By Profession of Faith

Other persons shall submit their application to the pastor; and having given satisfactory evidence of qualifications for communicant membership to the pastor and at least one elder, they shall be received as communicant members, to be approved in a subsequent meeting of the Voters' Assembly.

1.1.2 Voting Membership

1.1.2.1 Reception

An applicant for voting membership shall give notice of his intention to the pastor and shall read the Articles of Incorporation and the Bylaws of the Congregation, which shall be furnished him. At a subsequent meeting of the Voters' Assembly and in the presence of the applicant the pastor shall present such application. Upon two-thirds affirmative vote of the voting members present approving the application, he shall sign the Articles of Incorporation and the Bylaws of the Congregation and be declared a voting member.

1.1.2.2 Duties

It shall be the duty of every voting member to attend the Voters' Assembly. By failing to attend such a meeting, a member waives the right to cast his vote during that meeting. He shall accept nomination for office, committee appointments, etc., if possible, and generally participate in the business activities of the Voters' Assembly.

1.2 Termination of Membership

1.2.1 Communicant Membership

1.2.1.1 By Transfer to Other Congregations

Communicant members desiring to join a congregation in church fellowship shall present their request for transfer to the pastor, to whom authorization is granted to issue such transfers. Such transfer of membership shall be approved by the Voters' Assembly in a subsequent meeting.

1.2.1.2 Joining other Churches

In cases where communicant members have joined another congregation outside our own fellowship, they shall, upon the recommendation of the pastor, be considered such as have terminated their membership, and their names shall be removed from the membership list by a resolution of the Voters' Assembly.

1.2.1.3 Whereabouts Unknown

The names of members whose whereabouts are unknown and cannot be established shall be removed by the Voters' Assembly, and forthwith such membership is terminated.

1.2.1.4 Excommunication and Self–Exclusion

Members who conduct themselves in an unchristian manner shall be admonished according to Matt. 18:15–20. If they refuse to amend their sinful life after the proper admonition, they shall be excommunicated. If the member refuses to attend the voters' meeting (or in the case of a female member, to meet with a smaller group officially acting for the voters) to discuss their case, they have thereby excluded themselves. A unanimous vote shall be required for every resolution by the Voters' Assembly for excommunication or self–exclusion. Excommunication or self–exclusion terminates membership.

1.2.1.5 Status

A person whose communicant membership has been terminated has forfeited all rights of a member of this congregation and all claims upon the property of the congregation as such, or upon any part thereof.

1.2.2 Voting Membership

A voting member who is absent from the meetings of the Voters' Assembly for a full year without offering valid excuse shall have his name removed by two-thirds affirmative vote of the Voters' Assembly from the roster of voting members; however, he may be reinstated by reapplying for voting membership. The Secretary shall report such removal to the former member.

2.0 CALLING OF MINISTERS OF RELIGION

When this congregation calls a minister of religion, ordained or commissioned, the following procedure shall be followed:

2.1 When a pastor or commissioned minister is to be called, every member of the congregation shall be provided opportunity to suggest one or more names for consideration.

2.2 A call committee consisting of the board of elders shall serve as a screening committee and shall submit all suggested names to the district president for information and evaluation. The committee shall then present to the congregation by public announcement its proposed list of candidates and their biographical sketches.

2.3 At a voters meeting called for the purpose of calling a new pastor or commissioned minister, the proposed list may be amended by a two–thirds affirmative vote of the assembly. When possible, information regarding additional candidates shall be provided by the district president and/or his representative at the meeting.

2.4 Ballot voting shall continue until a majority vote determines the disposition of the call. The election shall, if possible, be made unanimous by a rising vote.

3.0 ELECTION OF CONGREGATIONAL OFFICERS

A nominating committee appointed by the Voters' Assembly at the September meeting shall present a slate of candidates at the December meeting of the Voters' Assembly. The slate proposed by the nominating committee shall consist of at least one name for each office. Additional nominations may be made from the floor. The annual election shall be by ballot and shall take place in the December meeting. The officers–elect shall assume their respective duties on the first Sunday in January of the following year. In the event of a vacancy in any office, the Voters shall appoint a successor to serve until the next annual election. Officers shall be elected for the terms specified in these Bylaws and shall hold office until their successors shall have been elected and installed.

4.0 OFFICERS

The elected officers of this congregation shall be: a President; a Secretary; a Treasurer; a Financial Secretary; a Board of Elders; a Board of Trustees.

5.0 TERMS AND DUTIES OF OFFICE

(N.B. See the Manual of Operations for further explanations of the duties of the offices)

5.1 President

The term of office of the President shall be one year. The President shall preside at all meetings of the Voters' Assembly. In his absence, the Voters' Assembly shall appoint a temporary chairman who shall perform the duties of his office.

5.2 Secretary

The term of office of the Secretary shall be one year. The Secretary shall keep accurate minutes of the meetings of the Voters' Assembly for the permanent records of the congregation and shall perform other duties in keeping with his office.

5.3 Treasurer

5.3.1 The term of office for the Treasurer shall be two years. He shall pay all bills authorized by the congregation. He shall keep accurate records of the receipts and disbursements of the congregation in the manner specified by the Voters' Assembly, which records shall be and remain the property of the congregation. All of these records shall be audited annually, and a report of such audit shall be submitted to the congregation. The auditing committee shall be appointed each year by the Voters' Assembly.

5.3.2 The Treasurer shall submit a report at each Voters' Assembly meeting. Such report shall show actual receipts and disbursements compared with budgeted amounts.

5.4 Financial Secretary

5.4.1 The term of office of the Financial Secretary shall be two years.

5.4.2 It shall be his duty to receive, keep records of, and deposit in the congregation's designated depository all congregational monies, including offerings, contributions, special collections, loans, subsidies, bequests, etc. A report of all receipts shall be submitted to the Treasurer at regular weekly intervals. The Financial Secretary shall prepare a report for each meeting of the Voters' Assembly.

5.4.3 The Voters may elect as many assistants to the Financial Secretary as necessary. With the Financial Secretary they shall constitute the Board of Finance. All offerings shall be counted in the presence of at least two members of this board.

5.4.4 The records of the Financial Secretary shall be audited annually by the auditing committee specified above.

5.5 Board of Elders

5.5.1 The Board of Elders shall consist of three members. Their term of office shall be three years. One Elder shall be elected each year.

5.5.2 They shall:

5.5.2.1 Assist the pastor in all matters pertaining to the spiritual welfare of the congregation.

5.5.2.2 Consider complaints and grievances of members of the congregation if Matt. 18:15–16 has been fully observed, and they shall report to the congregation those which cannot be otherwise adjusted, in accordance with Matt. 18:17–18.

5.5.2.3 Make every effort to induce members who have been negligent in their attendance of services, in the use of the Sacraments, and the financial support of the church, to mend their sinful ways and fully enjoy the rights and privileges of their membership.

5.5.2.4 See to it that all services are conducted in such a manner as to avoid needless disturbance and to foster an attitude conducive to worship among those in attendance.

5.5.2.5 Assist the pastor in arranging for pulpit assistance, special services, and guest speakers.

5.5.2.6 Appoint and supervise ushers and the head usher.

5.5.2.7 Be an example of Christian conduct and conversation.

5.6 Board of Trustees

5.6.1 This board shall consist of three members whose term of office shall be three years. One trustee shall be elected each year.

5.6.2 It shall be the duty of the trustees to administer all property belonging to the congregation; to make contracts; sign documents; appear in court; in short, to transact all the business of the congregation assigned to them by the Voters' Assembly.

6.0 MEETINGS

6.1 Meetings of the Voters' Assembly shall normally be held on the second Sunday of the month, after the Divine Service, in March, June, September, and December. The day of the meeting in any given month may be changed at the discretion of the pastor and the president of the congregation, provided that such change be announced at least two Sundays or at least ten (10) business days prior to said meeting when accompanied by notification by email, postal mail or personal contact.

6.2 The December meeting shall be considered the annual meeting.

6.3 When a meeting has been duly announced (as aforestated) such meetings are capable of transacting business and passing valid resolutions.

6.4 The following shall be the order of business for the regular Voters' Assembly:

1. Devotion
2. Roll Call
3. Reading of Minutes
4. Reports of Officers and Boards
5. Unfinished Business
6. New Business
7. Admission of New Voting Members
8. Adjournment
9. Prayer

6.5 In addition to principles laid down in Scripture and in the Articles of Incorporation and Bylaws of this congregation, accepted parliamentary procedures such as Robert's Rules of Order, Newly Revised, shall be followed.

7.0 CHANGES IN REGULATIONS

The Congregation shall from time to time adopt, alter, or amend rules and regulations (or directives) for the guidance of officers and committees in their work.

8.0 SPECIAL FUNDS

8.1 Special funds may be created from time to time through the Bylaws or upon the recommendation of the Board of Elders with the approval of the Voters' Assembly.

8.2 Gifts, bequests, or offerings may be made upon special terms or conditions, or contain limitations or directions as to the investment or use of the substance of the gift or as to the use or accumulation of the income, provided that such terms, conditions, or limitations are acceptable to the congregation. Unless already permitted by these Bylaws, the Board of Elders shall consider the acceptability of such a gift at a regular or special meeting and make its recommendation to the next meeting of the Voters' Assembly, or request a special meeting of the Voters. Acceptance of such a gift shall be by a majority of the voters present, but the gift shall not be cashed or accepted until so considered and approved.

8.3 All special fund gifts or offerings accepted by the congregation or provided for by these Bylaws shall be maintained and accounted for separately from any general fund accounts. This account or these accounts shall be designated as "Special Fund Account(s)." All special funds may be commingled within one account, if convenient, but the Treasurer shall separately report the balance of each established special fund at least quarterly. Interest generated on a combined special fund account shall be assigned proportionately to each special fund account as accumulated.

9.0 AMENDING THE BYLAWS

Amendments to these Bylaws may be adopted at a regular Voters' Assembly, provided:

9.1 That they do not conflict with the provisions laid down in the Confessional Standard (Articles of Incorporation 2.0) or with any section of any other article that pertains to Scriptural doctrine and practice; and

9.2 That the proposed amendment has been submitted in writing at a previous Voters' Assembly.

9.3 The affirmative vote of two–thirds of the voting members present shall be required for the adoption of an amendment.

10.0 MARRIAGE POLICY [4]

The marriage policy of Christ Lutheran Church, a member congregation of The Lutheran Church—Missouri Synod, is and always has been consistent with the Synod's beliefs on marriage. We believe that marriage is a sacred union of one man and one woman (Gen. 2:24-25), and that God gave marriage as a picture of the relationship between Christ and His bride, the Church (Eph. 5:32). The official position of The Lutheran Church—Missouri Synod, as set forth in 1998 Res. 3-21 ("To Affirm the Sanctity of Marriage and to Reject Same-Sex Unions"), is that homosexual unions come under categorical prohibition in the Old and New Testaments (Lev. 18:22, 24; 20:13; 1 Cor. 6:9-10; 1 Tim. 1:9-10) as contrary to the Creator's design (Rom. 1:26-27). These positions and beliefs can be found on the LCMS website, along with other statements, papers and reports on the subject of homosexuality and same-sex civil unions and "marriage." Our pastors will not officiate over any marriages inconsistent with these beliefs, and our church property may not be used for any marriage ceremony, reception or other activity that would be inconsistent with our beliefs and this policy.

4 Adopted 2015-June-14