

**CHARTER FOR
EASTSIDE LUTHERAN CHURCH COMMUNITY**

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CHARTER

EASTSIDE LUTHERAN CHURCH COMMUNITY

ARTICLE I Name and Offices

The name of this organization shall be Eastside Lutheran Church Community (ELCC).

The principal office of the organization shall be TBD.

ARTICLE II Membership

ELCC shall be NW Washington Synod, Evangelical Lutheran Church of America (ELCA) churches in the East King County Cluster whose Congregation Councils have approved this charter.

ARTICLE III Mission and Vision

Mission: *What we are aspiring to do together.*

The mission of this collaboration is to share the love of God in Jesus by living in intentional relationships with congregations in our conference. Living in a relationship as one entity, with many sites, allows us to come together in strength to share administrative and organizational tasks. This shared support allows each ministry site room for imagination and innovation to be the body of Christ in their neighborhood. This shared mission creates a big church that equips and empowers local church expressions. Within this shared entity, pastors are able to live into particular passions that animate their call to ministry. Together, we will invest in and equip lay people to be invested in and participate in shared ministry.

Vision: *What it looks like when we effectively live our mission.*

Living together in a shared ministry will bring together all of the assets we have in common and allow us to be big and bold in our collective impact and community witness. Working together as God's people to be a diverse expression of ministry while having a larger identity together is a powerful witness. Pastors and lay leaders will invest in various ministry opportunities such as visitation, education, worship, preaching, and community engagement. There will be a leadership board that is representative of each ministry site that will oversee common finances, facility, and corporate governance. There will be local expressions of leadership that are particular to each congregation that will tend to the needs and imagination of their neighborhood and community.

ARTICLE IV Board of Directors

Section 1 Powers and Duties

The ELCC shall be managed by, or under the direction of a Board of Directors (the "Board") to the end that everything be done in accordance with the Word of God and the faith and practice of the ELCA.

The duties of the Board shall include the following: *(Editorial note: the following duties are selectively lifted from the ELCA Model Constitution with appropriate wording changes.)*

- a) To lead the participating congregations in stating a common mission, to do long-range planning, to set goals and priorities, and to evaluate its activities in light of its mission and goals.
- b) To seek to involve all members of participating congregations in worship, learning, witness, service, and support.
- c) To oversee and provide for the administration of activities needed to perform its mission.
- d) To coordinate sharing of resources whenever possible.
- e) To be examples individually and corporately of the style of life and ministry expected of all baptized persons.
- f) To promote a climate of peace and goodwill, and, as differences and conflicts arise, to endeavor to foster mutual understanding.
- g) To coordinate sharing of pastoral services among the participating congregations.
- h) To emphasize partnership with the NW WA Synod and churchwide organization of the ELCA as well as cooperation with other congregations, both Lutheran and non-Lutheran, subject to established policies of the synod and the ELCA.
- i) To recommend and encourage the use of program resources produced or approved by the Evangelical Lutheran Church in America.
- j) To seek out and encourage qualified persons to prepare for the ministry of the Gospel.
- k) To see that the provisions of this Charter are carried out.

The Board shall not have the authority to buy, sell, or encumber real property.

Section 2 Number and Term

The Board shall have three (3) voting Directors from each participating congregation. One of the voting members shall be the Pastor. (In the case where there is more than one pastor serving a congregation, all can participate on the board but collectively, they only have one vote.)

The term of office for a lay Director shall be three (3) years or until their successor shall have been elected; or until such time as the director resigns or is removed.

A lay Director shall be eligible to serve for no more than three (3) consecutive terms. Serving for part of a term (for example, to fill the position of a director who has resigned) shall not count as one of the three terms unless the Director serves at least one year of such partial term.

Pastors are voting members for the duration of their call.

Section 3 Election

Directors shall be the Pastor, Congregation President and one other member from each participating congregation.

Section 4 Resignation

The resignation of any Director from the Board shall be via email or in writing addressed to the President of the Board. If no effective date is stated, the resignation shall be effective upon receipt. Acceptance of the resignation shall not be necessary to make it effective.

Section 5 Vacancies

Vacancies shall be filled by the congregation of the Director who vacates the Board. Each Director elected to fill a vacancy will hold office for the balance of the unexpired term of his or her predecessor.

Section 6 Compensation

Directors and Officers shall serve without compensation for their services but may be reimbursed for their reasonable pre-approved expenses and disbursements in that capacity.

ARTICLE V Officers

Section 1 Designation of Officers

The Officers of the ELCC shall be a President, Vice President, Secretary, and Treasurer. The officers shall be elected from among the directors, except that the Treasurer may be appointed by the Board. If the Treasurer is not a Director, they shall have voice but not vote on the Board.

Section 2 Election and Term of Office

The term of each elected Officer shall be two (2) years, and each Officer may serve two (2) successive terms. If the Treasurer is appointed, the Board shall renew or change the appointment annually.

Section 3 President

The President shall be responsible for conducting all meetings of the Board and Executive Committee. In addition, the President is authorized to sign documents for the Board.

Section 4 Vice President

The Vice President, in the absence or disability of the President, shall perform the duties and exercise the powers of the President and shall perform such other duties as the Board may prescribe.

Section 5 Secretary

The Secretary shall be responsible for the recording and safekeeping of all non-financial records of the organization and correspondence of an official, legal or contractual nature between the organization and outside agencies, businesses, and governing bodies. During the absence of the President and Vice President, the Secretary shall preside at meetings normally being conducted.

Section 6 Treasurer

The Treasurer shall be responsible for preparing and maintaining the financial records of the organization and shall ensure adequate safeguards for all financial transactions.

The Treasurer shall work with the participating congregation Treasurer's to establish procedures for funding the organization.

Section 7 Vacancies

Vacancies in any office arising from any cause may be filled by the Board for the unexpired portion of the term or for a new term established by the Board at any regular or special meeting.

ARTICLE VI Meetings of the Board

Section 1 Regular Meetings of the Board

Regular meetings of the Board may be held at any place and time as the Board may provide by agreement of the members of the Board.

Section 2 Special Meetings of the Board

Special meetings of the Board may be called by the President and shall be called by the Secretary upon receipt of written request of two (2) Directors stating the purpose of such meeting.

Section 3 Notice of Meetings

Notice of meetings shall be given by the President or their designee by email.

Section 4 Action in Lieu of Meeting of the Board

Any action required or permitted to be taken by the Board may be taken without a meeting if a majority of the Directors consent to such action in writing, which shall include a writing sent by e-mail. Such written consent shall be made a part of the minutes of the proceedings. Such action by written consent shall have the same force and effect as a vote of Directors at a duly convened meeting.

Section 5 Quorum

50% plus 1 of Directors in office immediately before a meeting of the Board begins shall constitute a quorum for the transaction of business at that meeting.

Section 6 Voting

The act of a majority of the Directors present at a meeting at which a quorum is present at the time shall be the act of the Board. Proxy voting is not permitted.

Section 7 Director Participation in Meeting

A Director or a member of a committee of the Board may participate in a meeting of the Board by means of video conference, telephone or similar communications equipment enabling all Directors participating in the meeting to hear one another, and participation in a meeting pursuant to this Section shall constitute presence in person at such meeting.

ARTICLE VII Committees of the Board

Section 1 Executive Committee

One Congregation pastor shall be designated by their colleagues as Presiding Pastor.

The President, Vice President, Secretary, and Treasurer shall be members of the Executive Committee. The Presiding Pastor shall also be a member of the Executive Committee if not already an officer.

Section 2 Other Committees

The Board, by a vote of at least a majority of the Directors then in office, may create one or more committees of the Board. The Board must appoint at least one director to serve on each such committee. Committees may include non-Board members. All such committee members will serve at the pleasure of the Board. Committees shall undertake such tasks as the Board specifies but shall not exercise any authority of the Board.

ARTICLE VIII Amendments

This charter may be amended at any meeting of the Board at which a quorum is present by a majority vote of the Directors present and voting, provided notice of the general nature of such amendment has been given to the Directors at least ten (10) days preceding the meeting at which they are to be acted upon.

All amendments shall be approved by the Congregation Councils of the participating congregations.