

Christ Memorial Lutheran Church Council Policy Manual

Dated ~~October 10, 2023~~October 14, 2024

MISSION AND OVERVIEW OF CHRIST MEMORIAL

Mission describes the ends or purposes of our church. Mission describes what results we are here to achieve, who the recipients will be, and the cost of those results. These policies do not address means, methods, activities, or specific programs. Every policy in this section must address either results, recipients, or cost. Mission reflects the never-ending work of the Council in determining what the church will attempt to accomplish in the future.

1.0 Mission

In a world desperate for identity and purpose, we are sent with the Great Commission (Go) and Great Commandment (Love), that more might be loved and sent.

1.1 Results: Our picture is simultaneously local *and* regional:

- Growing by getting smaller.
- The “crowds” and the “few.”
- Out, not up.
- Multiplying highly relational communities.
- “Dots on the map,” as more people are loved and sent.

1.2 Recipients: Across zip codes and highways, we strive for a broad vision of Christ’s mission throughout the St. Louis region. (ex. multi-site, seeing ourselves in more places)

1.3 Cost: Our funding model is built on the principles that the ministries and operations of the church are funded through tithes and offerings as well as utilizing income producing assets not directly utilized in Our Purpose; endowment income may fund special ministry needs.

1.4 Overview of Christ Memorial: Christ Memorial Lutheran Church is a member of the Lutheran Church Missouri Synod and is exempt from taxation under state and federal laws. Christ Memorial Lutheran Church (“CMLC”) is governed by a set of bylaws and its constitution, as amended from time to time by CMLC voters. Both documents should be reviewed by all council members to ensure Council adheres to the provisions set forth in both the bylaws and the constitution.

1.5 Scope: CMLC Council (Council) responsibility is set forth in the bylaws and constitution of CMLC. Council sits between the Voters’ Assembly and all aspects of administrative duties of CMLC. The constitution sets forth which of those administrative duties require Voters’ Assemble approval and which can be carried out by Council. CMLC does have a group of individuals identified as Elders, whose duties are set forth in the bylaws and constitution of CMLC, and who are elected by the Voters’ Assembly. Elders are focused on the spiritual health of CMLC. Often, topics may necessitate the input of Elders to help guide the council on decision making. Although the council has been designated with broad responsibility over the administration of CMLC, it is important to understand how that works in the context of the senior pastor and the church staff. Council operates as a governing body, not a managing body. Council does not manage/carryout CMLC’s administrative duties. The only exception to this would be in the case of a staff vacancy that requires council to temporarily fulfill administrative duties.

The senior pastor is the only person who reports directly to council. All other staff members report up through the senior pastor or another direct report of the senior pastor. Although there is

an open relationship between council and all staff members, it is important to respect the reporting relationships when council members are interacting with staff members and not the senior pastor.

Within CMLC there are several groups/entities that exist to carry out the mission of CMLC. The groups do not have a reporting relationship with council and the duties and outcomes from those groups are overseen by the senior pastor and his staff. Examples of groups would be Christ Memorial Productions and Christ Memorial Health Center. It would not be an expectation of council to engage in activities/decisions made by these groups. However, it would be within the purview of council to periodically receive updates on activities/decisions by these groups. Additionally, there are several organizations independent of CMLC that do receive periodic financial and leadership assistance. Examples would be Jefferson Ave Mission and Bethlehem Lutheran Church. Depending on the materiality of the support provided, based upon the limits set forth in this Policy Manual, it would not be an expectation of council to engage in activities/decisions pertaining to support from CMLC. There are currently two entities that have been legally established with their own Tax ID number. CMLC is the sole parent of each entity. They are Crave Coffee House (“Crave”) and Christ Memorial Childcare Center (“CMCC”). Crave is a taxable entity for tax purposes and CMCC is an exempt entity for tax purposes. Crave is a coffee house housed within CMLC’s Reliant church building. CMCC is housed within CMLC. Both entities are governed by a board who is selected and accountable to council. There are a certain responsibilities that are reserved to council. It is encouraged that new council members review the governing documents for Crave and CMCC. Both entities formally present an update to council each year as well as provide a financial report each quarter to council.

CMLC has distinct areas of ministry focus, such as Youth and Outreach, which are led by a member of church staff that report up through the Senior Pastor. Annually, Council assesses these ministries to determine which, if any, should provide a direct update to Council. The council calendar, noted in section 4.6, would be updated accordingly to note when such ministries are requested to provide regular updates to Council.

In addition to the above noted groups/entities, there are other affiliated entities that exist in which CMLC has involvement. Two notable entities are Green Park Lutheran School and Lutheran High School South. Council does not have any governing oversight or responsibility with the schools. But, it does receive updates at least annually on the strategies and operations of each.

In addition to direct updates as noted above, the Senior Pastor provides an update on all key relationships at each council meeting.

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CHURCH STAFF EXPECTATIONS

Church Staff expectations policies address staff expectations—what the Senior Pastor and staff may and may not do. These policies communicate what behaviors, methods, and practices are acceptable and not acceptable. Unless restricted by the policies, all other reasonable actions are considered acceptable. This approach empowers the Church Staff from needing to delay action until the Council can approve each new initiative. It also allows the Council to responsibly minimize involvement in the details of day-to-day operations.

2.0 Definition of Church Staff for this Section 2 of the Church Council Policy Manual:

It is recognized that the primary focus and responsibilities of the Senior Pastor must be to fulfill the mission of CMLC. It is further recognized that in order to execute on the mission of CMLC, there must be a prudent fiscal and operational structure supporting the mission. That fiscal and operational structure cannot consume nor materially distract the Senior Pastor from fulfilling the mission of CMLC. Therefore, it is understood and fully supported by Council that the Senior Pastor must have skilled and dedicated staff serving alongside him, supporting and carrying out many of the duties noted in this Section 2, collectively referred to as Church Staff. It is understood by Council that many of these provisions are the responsibility of the staff supporting the Senior Pastor. The Senior Pastor is not expected to be proficient nor intimately knowledgeable in all the provisions noted in this section, but collectively with his staff, proficiency and intimate knowledge is expected, within reason. Council recognizes and respects that the only individual reporting directly to Council is the Senior Pastor, and as such shall respect such reporting relationship in monitoring the fulfillment of the expectations set forth in this Section 2.

2.1 Global Expectations:

The Church Staff shall not cause or allow any practice, activity, condition, decision, or organizational circumstance, which is unlawful, immoral, imprudent, or inconsistent with God's Word, the Lutheran Church Missouri Synod beliefs, Constitution, By-Laws, Policies and Mission of Christ Memorial Lutheran Church ("CMLC") or is a violation of commonly accepted business and professional ethics and practices.

2.2 Finance: The Church Staff shall provide proper oversight and safeguards of the congregation's financial resources and report the congregation's financial activity in an accurate and timely manner.

2.2.1 Variance from Budget/Plan: The Church Staff shall report any negative variance greater than 5% for each respective line item in the Council approved annual budget; or violations of any financial covenants or other financial requirements imposed by Council or any third parties. Church Staff shall immediately report financial conditions, changes or expected changes to financial conditions that may materially impact the financial health of the congregation, even if the current year budget impact is immaterial;

2.2.2 Church Staff will provide to Council, at all regularly scheduled Council meetings, financial statements that provide a clear and accurate representation of CMLC's financial status and result of operations.

2.2.3 Expenditure Authorization: The Church Staff shall not allow any single non-budgeted expenditure to exceed 2% of the annual operating expense budget without prior approval from the Council.

2.2.4 Financial Budgeting: The Church Staff shall ensure an Annual Budget is prepared based upon the mission and any Council approved strategic initiatives. Such budget must contain sufficient information and sound assumptions to reasonably project operating income and expenses.

2.2.5 Taxes: The Church Staff shall ensure tax payments or other government-ordered payments or filings to be filed timely and accurately.

2.2.6 Debt: The Church Staff shall obtain Council approval to borrow funds or finance the use of any assets that exceed 2% of the approved annual operating budget. Church Staff shall not allow for any violation of debt financial covenants.

2.2.7 Re-appropriation of Budgeted Funds: The Church Staff will obtain Council approval of budgeted expenditure reallocations that exceed 5% of the total annual expense budget.

2.2.8 Disposition of Assets: The Church Staff shall not dispose of any single capital asset with a fair market value in excess of \$10,000 without prior approval of the Council.

2.2.9 Disbursement of Church Funds: The Church Staff shall maintain a system of adequate internal controls to prevent misappropriation of funds and to ensure reporting integrity.

2.2.10 Government Regulations: The Church Staff shall ensure that the congregation and its ministries are in compliance with all pertinent government (federal, state, and local) regulations, including any applicable accreditation requirements.

2.2.11 Gifts and Bequests: The Church Staff shall adhere to the policies of the CMLC Gift Acceptance Policy and the CMLC Endowment Fund.

2.2.12 Contractual Matters: The Church Staff shall not enter into any unbudgeted contracts, without the Council approval, wherein a financial obligation from any party to the contract exceeds \$5,000 on an annualized basis.

2.3 Human Resources: The Church Staff shall have adequate personnel policies providing information on compensation and benefits as well as outlining appropriate behavior of church employees. The Church Staff shall have a compensation and benefits policy designed to attract and retain the best-qualified people available, within the constraints of the organizational budget.

2.3.1 Compensation: The Church Staff shall compensate all employees in accordance with applicable law.

- The Church Staff will periodically review wages, salaries, employee benefits, and working conditions to ensure that they are consistent with applicable law and understands how they compare to applicable market conditions.
- The Senior Pastor shall ensure annual performance reviews are completed for all employees and utilize those in establishing any compensation adjustments for employees.

- The Senior Pastor shall not create nor allow for compensation obligations. All employees are to be hired as “At Will” employees as established under Missouri law.
- The Church Staff shall not change their own compensation and benefits, without Council approval.

2.3.2 Benefits: The Church Staff shall provide eligible employees with medical and other benefits required by law.

2.3.3 Treatment of Staff: The Church Staff shall not allow the organization to operate without appropriate written policies that clarify human resource policies, provide for effective handling of grievances, protect against acts of harassment (sexual, racial, or otherwise), and provides for effective handling of willful violation of any rule, regulation, or policy of the organization or any generally accepted safety rules.

2.3.4 Staff Qualifications: The Church Staff shall not allow positions (or ministries) to be undefined or allow position descriptions that inaccurately reflect the responsibility and tasks assigned to the position. The Church Staff shall not allow for the employment of any individual for a staff position that is not qualified to fulfill the position, in accordance with the written job description. The Church Staff shall not cause or allow any hiring, firing, contracting, or other legal agreement, involving any of his family relations without prior Council approval.

2.4 Asset Protection and Risk Management: The Church Staff shall ensure the church’s building and grounds to be adequately maintained and not modified or used for inappropriate purposes.

2.4.1 Property Insurance: The Church Staff shall not fail to insure against theft and casualty losses to at least 80 percent replacement value or as approved by Council.

2.4.2 Errors and Omission and Other Liability Insurance: The Church Staff shall not fail to insure against liability losses to CMLC’s members, staff, and the congregation itself in an amount greater than the average for comparable organizations.

2.4.3 Maintenance of Facility: The Church Staff shall not allow the facility to fall into disrepair, staying within the confines of the approved annual budget.

2.4.4 Operations of Facility: The Church Staff shall not operate the facility, nor allow the use of the facility by others, without a written set of guidelines.

2.4.5 Crisis Management Plan: The Church Staff shall not allow the church to operate without a detailed written crisis management plan.

2.5 Planning: The Church Staff shall have in place at all times an approved Annual Budget and minimally a strategic narrative that guides the direction of the church. The narrative should be reviewed annually with the Council, including operational, capital expenditures, and cash flow that are based on reasonable assumptions and the strategic narrative.

2.6 Communication with the Council: The Church Staff shall keep the Council informed of key matters that could have a material impact on the church and its congregation.

2.6.1 The Church Staff shall inform the Council in a timely manner of any important developments in the health or life of the church, its members, or its staff (without violating pastoral confidences) or any actual or potential non-compliance with Council policies and congregational governance documents.

2.6.2 The Church Staff shall inform the Council as soon as possible of any offense of any staff of a personal, legal violation that could adversely affect the reputation of the congregation or pose a material financial risk to the church.

2.7 Issues of Privacy: With respect to interactions with all in association with CMLC, the Church Staff shall not cause or allow conditions, procedures, or decisions that are unsafe, undignified, or unnecessarily intrusive.

2.7.1 The Church Staff shall not use methods of collecting, reviewing, transmitting, or storing members' information that fails to protect against improper access to the material elicited.

2.7.2 The Church Staff shall not fail to inform and train staff on how to handle personal information regarding members.

2.8 Conflict of Interest: The Church Staff shall not fail to identify all actual, potential, and perceived conflicts of interest and resolve them in a timely manner.

2.8.1 The Church Staff shall not allow the Council to be uninformed of all potential conflicts of interest. The disclosure shall include membership on, a substantial financial interest in, or employment of the Church Staff or a relative of the Church Staff by any organization doing business with CMLC.

2.8.2 The Church Staff shall not accept gifts or favors of a substantial nature from any outside organization doing or seeking business with the organization.

2.8.3 The Church Staff shall not enter into activities or share information acquired in the course of the congregational service which may be detrimental to the church.

2.8.4 The Senior Pastor shall ensure an annual written inquiry is made of all employees with discretionary budgetary authority as to whether there is a real or potential conflict of interest for that employee, such membership on, a substantial financial interest in, or employment of the employee or a relative of the employee by any organization doing business with CMLC.

COUNCIL—SENIOR PASTOR RELATIONSHIP

Council—Senior Pastor Relationship policies address how the Council and Senior Pastor relate to each other. In general, the Council speaks with one voice and all Council authority is delegated through the Senior Pastor. This means the Senior Pastor reports to the Council as a whole, not to individual Council members, officers of the congregation, or Council committees. This also means the Council works only with the Senior Pastor and does not direct the work of staff or volunteers.

3.0 Global Council—Senior Pastor Relationship Policy

The Council sets policy and delegates implementation to all staff and volunteers through the Senior Pastor by virtue of his divine call from God through the congregation. The Senior Pastor is accountable to the Council and keeps the Council informed of policy implementation and the overall health and spiritual condition of the congregation.

3.1 Unity of Control: Only officially passed motions of the Council are binding on the Senior Pastor.

3.2 Accountability of the Senior Pastor

The Senior Pastor is the Council’s only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Council is concerned, is considered the authority and accountability of the Senior Pastor.

3.3 Delegation to the Senior Pastor

The Council shall delegate authority only to the Senior Pastor except for assignments of its own work to committees or consultants.

3.4 Reporting to the Council: The Senior Pastor will provide regular communication on the overall health and spiritual condition of the Church and its ministries which allows the Council to evaluate performance based on the policies.

3.5 Evaluating Performance: The Senior Pastor will receive an annual performance review by the Elders. The review shall measure the Senior Pastor's performance with respect to the Mission, Annual Goals, and Staff Limitations policies.

3.6 Monitoring Frequency: The Council will monitor at a frequency and by a method chosen by the Council the status of the following areas. (The Council can monitor at any time by any method, but will ordinarily depend on a routine schedule.)

Finance	At each Regularly Scheduled Meeting
Congregational Health	At each Regularly Scheduled Meeting
Personnel	Annually
Compensation and Benefits	Annually
Asset Protection (Insurance)	Annually
Gifts and Bequests	Upon Occurrence

GOVERNANCE PROCESS

Governance process policies describe the standards of behavior for individual Council members and the Council as a group. These policies describe the way the Council operates. They clarify the governing style of the Council, President's role, Council Member conduct, Council Member responsibilities, and the use of committees. If any Council process issue arises that is not specified by these policies, the Council president should guide Council process. The Council represents and serves the members of the congregation.

4.0 Global Council Governance Process Policy

The purpose of the Council is to assure that all the delivery of ministry and support functions of CMLC are fulfilled to achieve its Mission, and avoid unacceptable actions and situations. At all times, Council actions must remain in compliance with CMLC's approved bylaws and constitution.

4.1 Governing Style: The Council will conduct itself as a policy-based governance Council, collaborating with the Senior Pastor, in an ongoing partnership to plan the near and long-term direction of the congregation. The Council will govern with an emphasis on:

- Outward and future vision rather than internal and present preoccupation
- Encouragement of diversity in viewpoints
- Macro-level leadership rather than administrative detail
- Clear distinction of Council and Senior Pastor roles
- Collective group consensus decisions, and
- Proactivity rather than reactivity

4.1.1 Decision Making and Voting: The Council strives to make decisions by unanimous consensus, after allowing ample time for thorough discussion and debate of issues. If the president believes consensus cannot be reached, the Council shall decide by majority vote.

4.2 Council Member Qualifications: In preparing its recommended slate of candidates for Council membership, the Nominating Committee, as defined in Article IV, Section A.1. in the bylaws, must seek candidates who represent the diversity of the Congregation as well as candidates who:

4.2.1 Meet the requirements of Council membership as stipulated in the constitution and bylaws

4.2.2 Demonstrate a financial investment in the mission of CMLC

4.2.3 Demonstrate moral and ethical conduct.

4.2.4 Are good communicators.

4.2.5 Have a broad set of professional experiences, including business, strategy, operations, and consulting.

4.2.6 Are visionary and strategic thinkers.

4.2.7 Have been actively involved in the congregation or in a previous congregation

4.2.8 Understand and support the basic concepts of policy-based governance

4.2.9 Are willing and able to support the mission and vision of the congregation

4.2.10 Are willing and able to accept the responsibilities of Council membership as delineated in Council policy and congregational bylaws

4.3 Council Member Responsibility: Council members faithfully perform their duties as elected members. They will:

4.3.1 Regularly participate in the worship and educational life of the congregation

4.3.2 Practice personal spiritual disciplines for the development of their own faith life in alignment with the Mission

4.3.3 Be prepared for the Council meetings.

4.3.4 Attend Council meetings regularly. Full participation in the meetings is expected. Should it be necessary to miss a meeting, Council members shall contact the Council President for dialog both before and after the meeting. Should a Council Member anticipate late arrival for the meeting, the Council President must be notified.

4.3.5 Work to expand their leadership abilities and increase their understanding of the mission and ministry of the congregation.

4.3.6 Become familiar with the Constitution, Bylaws, as well as Council policies.

4.3.7 Make informed decisions by insisting on complete and accurate information, and contributing to group discussion.

4.3.8 Continue to invest personal energy, skills, and financial stewardship in the mission and ministries of the congregation, seeking opportunities where individual skills and abilities can be applied other than the role of Council member.

4.3.9 Relate to other individuals with integrity, honesty, straightforwardness, and respect.

4.3.10 Actively discipline themselves and other members of the Council by identifying Council actions and conditions that run counter to these policies.

4.3.11 Bring to the Council President's immediate attention, any condition or action of the Senior Pastor not in compliance with bylaws or Council policy.

4.3.12 Keep Council discussions confidential, unless given permission by the Council acting as a whole.

4.3.13 Exercise their powers in the interests of the congregation and not in the Council member's own interests or in the interests of another person (including a family member), organization, or congregational ministry.

4.3.14 Recuse themselves in cases of conflict of interest.

4.3.15 Gather information on a regular basis, on the needs of the congregation

4.3.16 Support all decisions once they have been fully discussed and resolved by the Council. This does not exclude the right of members to hold minority opinions, or to express them within Council meetings. In the event a Council Member does not meet the responsibilities noted above, the President will review the applicable responsibilities with the Council Member for corrective action. If the Council Members unwilling or unable to adhere to the responsibilities noted in Section 4.3, the President will review such matter with Council and Council will vote on removing the Council Member. Such action requires a two-third majority vote of Council. If the Council Member in question is the President, the Vice President, Secretary, or Treasury, in succeeding order, shall perform the duties set forth in this section.

4.4 Council Member Code of Conduct: Each Member shall commit themselves to spiritual, ethical, professional, and lawful conduct, always including proper use of authority and appropriate Christian behavior. Council members must have loyalty to the congregation, unconflicted by loyalties to staff, other organizations, and any personal interest.

4.4.1 Members must avoid conflict of interest with respect to personal or business gain. Members must disclose to the Council any transactions that may give the appearance of being a conflict of interest.

4.4.2 Members may not attempt to exercise undue individual influence over the church or school.

4.4.3 Members will respect confidentiality appropriate to issues of a sensitive nature.

4.4.4 Members must report, as soon as possible, to the President and to the Senior Pastor, any offense involving any personal legal violation which adversely impacts the members' personal reputation or reputation of the congregation.

4.4.5 Any potential conflicts of interest are to be brought to the president's attention, who will engage the appropriate parties to respectfully and discretely review all potential conflicts of interest and resolve such. All potential conflicts of interest and resolution will be reported to the full Council, ensuring confidentiality as appropriate to respect the dignity of the individual(s) impacted. If the potential conflict of interest cannot be resolved, Council will determine, with two-third majority vote, if the Council Member should be removed from Council or if Council Member should be recused from Council actions that could be impacted by the potential conflict of interest. In the event the potential conflict of interest involves the president, the vice president, secretary, or treasurer, in succeeding order, shall perform the duties set forth in this section.

4.5 Duties of Officers of Council: Council shall appoint the President, Vice President, Secretary and Treasurer positions from then current Council members.

4.5.1 At the first meeting of each calendar year, Council will hold discussions regarding officer positions and affirm or elect members of Council into the four officer positions. It will be the practice of Council to first reaffirm existing officers who still serve on Council, unless the individual no longer wishes to serve as an officer or there is a request by another Council Member to consider someone different for that officer position. For all vacant or contested officer positions, Council will discuss, using the responsibilities noted below, which Council members would best serve in the various officer positions, resulting in nominations of Council members for the vacant position (a Council Member nominated can choose to decline the nomination). A two-third majority vote by Council will be required to confirm a nomination.

If any officer position is vacant outside of normal term limits, the vacancy is to be filled as set forth in Article IV of the bylaws. If the president is temporarily unable to fulfill its duties, the provisions in Article IV of the bylaws set forth how that temporary inability to serve is to be addressed.

4.5.2 President Duties:

- Sets the agenda for and presides over the Voters' Assembly meetings. Normally the President conducts Voters' Assembly meetings according to Robert's Rules of Order Newly Revised;
- Oversee the congregation's total program, provides leadership toward the stated purpose of the congregation, and is responsible that all elected and appointed officers, boards, and committees are carrying out their respective responsibilities;
- Shall ensure all governance appointments are appointed as set forth in Article IV of the bylaws. Where a governing appointment is not covered under Article IV of the bylaws; president, in consultation with the senior pastor, shall make such appointment and inform Council at its next regularly scheduled meeting; unless Council previously approved such governing appointment to be filled by a vote of Council;
- Is an ex-officio Member of all committees and boards. The president may attend, or designate a voting Member in the president's stead to attend, any committee or board meeting as necessary or advisable;
- Shall be an authorized signatory on all congregational banking accounts;
- Shall sign all contracts pertaining to real estate, and all other contracts with a total commitment in excess of 2% of the approved annual operating budget. If the President is absent, the Treasurer is authorized to sign;
- Shall ensure that an independent financial review or an independent audit of all financial books, records and procedures is conducted at least every four years;
- Shall assure that amendments to the constitution and bylaws are considered in a timely manner;
- Shall aid committee chairpersons in selection of committee members.

4.5.3 Vice-President Duties:

- Sets the agenda for and presides over the Church Council meetings. Normally the Vice-President conducts Council meetings according to Robert's Rules of Order Newly Revised;
- Shall serve as chairperson of the Nominating Committee;
- Shall maintain an adequate insurance program for the church;
- Shall ensure Council performs a self-review at least annually.

4.5.4 Secretary Duties:

- The secretary, in coordination with church staff, shall be responsible for the safekeeping of all permanent minutes, past and present, of the congregation;
- Shall record the permanent minutes of meetings of the Voters' Assembly and the Church Council;
- In coordination with church staff, shall be responsible to ensure accurate record of the terms of all Church Council members and other Voters' Assembly elected positions, as necessary;
- Shall conduct correspondence of the Voters' Assembly and the Church Council as necessary;
- Shall ensure an accurate list of voting members is maintained;
- Shall be responsible for notifying voters of the date, time, and place of regular and special meetings of the Voters' Assembly.

4.5.5 Treasurer Duties:

- Shall be an authorized signatory on all congregational banking accounts.
- The treasurer shall ensure that all income and disbursements of the congregation are recorded and reported;
- Shall ensure that all bills, salaries, and other disbursements are made as authorized by the Voters' Assembly or Church Council;
- Shall ensure that all checks are properly authorized, prepared, and distributed;
- Shall present a financial report at all Church Council meetings and regularly scheduled meetings of the Voters' Assembly;
- Shall be bonded in an amount to be determined by the Church Council;
- Shall ensure that the annual budget is prepared and presented to the Voters' Assembly meeting prior to the start of the fiscal year.

4.65 Council Meetings: It is expected that all Council members be fully engaged in the meetings. They will commit themselves to:

4.65.1 Council meetings can be held in person or remotely, through phone or video means. All actions taken by Council through remote means are to be implemented as if such discussions and vote were held in person. It is acceptable that members can join in-person meetings remotely. It is also acceptable for Council to vote on matters through electronic means, such as through email. Such actions will be implemented as if such vote occurred in person.

Reviewing all assigned pre-readings before the meeting.

4.65.2 Following these guidelines during their meetings:

- Start and end on time unless extended by unanimous vote
- Adhere to the time limits, set by the President, for reviewing reports
- Stay on topic
- Respectfully listen and state opposing viewpoints
- Foster open and honest dialogue

4.65.3 Distractions and Disruptions: Electronic communication devices should be turned off during all Council meetings. If a Council Member needs to remain open to emergency communications, they should inform the Council of this situation at the onset of the meeting.

4.65.4 Council Meeting Agenda: Any Council Member may submit a new agenda item by communicating with the president or vice president as soon as feasible prior to the meeting. ~~A typical meeting agenda may include the following items:~~

- ~~• Opening prayer and devotion~~
- ~~• Approval of the agenda~~
- ~~• Approval of previous minutes received~~
- ~~• Consent Agenda~~
- ~~• Senior Pastor's report and Q&A~~
- ~~• Strategic discussion~~
- ~~• New business~~
- ~~• Old business~~
- ~~• Council self-evaluation~~
- ~~• Executive Session (when required)~~
- ~~• Closing prayer~~

4.76 Calendar: The items on the annual calendar are added to the typical agenda in the ~~appropriate quarter~~ so that no important issues or activities are missed.

<u>January</u>	<ul style="list-style-type: none"> <u>• Establish Council Officers</u> <u>• Update from Crave Mgmt/Board</u> <u>• Identify Nominating Committee</u> <u>• Approve Housing Allowances</u>
<u>February</u>	<ul style="list-style-type: none"> <u>• Update on Youth Ministry Activities</u> <u>• Review Investment/Endowment Activities</u> <u>• Review Ministry Member Metrics</u>
<u>March</u>	<u>No Meeting</u>
<u>April</u>	<ul style="list-style-type: none"> <u>• Update from Early Childcare Mgmt/Board</u> <u>• Approve Fiscal Budget/Major Maintenance 3 Year Plan</u> <u>• Finalize May Voters' Meeting Agenda</u>
<u>May</u>	<ul style="list-style-type: none"> <u>• Approve Nominating Committee Recommendations for May Voters Meeting</u> <u>• Finalize Content for May Voters' Meeting</u>
<u>June</u>	<ul style="list-style-type: none"> <u>• Update from Green Park Mgmt/Board</u>

	<ul style="list-style-type: none"> • <u>Senior Pastor Annual Review</u>
<u>July</u>	<u>No Meeting</u>
<u>August</u>	<ul style="list-style-type: none"> • <u>Review Investment/Endowment Activities</u> • <u>Review Member Ministry Metrics</u>
<u>September</u>	<ul style="list-style-type: none"> • <u>Update from Reliant</u> • <u>Review Council Policy Manual for Updates</u>
<u>October</u>	<ul style="list-style-type: none"> • <u>Update from CMP and Health Center</u>
<u>November</u>	<ul style="list-style-type: none"> • <u>Approve Nominating Committee Recommendations for November Voters' Meeting</u> • <u>Review Ministry Member Metrics</u>
<u>December</u>	<u>No Meeting</u>

Monthly Standing Agenda Items:

- Opening Prayer/Devotion
- Minutes Approval
- Financial Performance Review
- Sr Pastor Report
 - Includes staff report
 - Includes updates on Enhancement recommendations from strategic visioning sessions
 - Ministerial metrics
- President of Elders Report
- President of Council Report
- New Business
- Old Business
- Closing Prayer

Lutheran High School South Update –Delegates provide written update after Delegate meetings

<u>Quarter 1</u>	<u>Appoint nominating committee.</u> <u>Elders conduct Senior Pastor performance review</u> <u>Review bylaws and Council policy manual</u> <u>Review report on investment results</u>
<u>Quarter 2</u>	<u>Approve fiscal year budget.</u> <u>Establish agenda for May Voters' Assembly meeting</u> <ul style="list-style-type: none"> • <u>Budget approval</u> • <u>Financial results</u>
<u>Quarter 3</u>	<u>Receive report on investment results</u>
<u>Quarter 4</u>	<u>Review Nomination Committee recommendations</u> <u>Establish agenda for November Voters' Assembly meeting.</u> <ul style="list-style-type: none"> • <u>Financial results</u> • <u>Endowment update</u>

~~Regular Council meetings occur each month except for January, March, July, and December~~ Regularly scheduled Council meetings occur on the 2nd Monday of each month noted in the table above, except May and November, when Council meetings occur on the 1st Monday of those months. Council meetings commence at 6 pm and are held at CMLC, unless otherwise communicated, with a goal to conclude meetings by 7:30 pm.

4.8 Financial/Budget Review: Annually, council reviews and recommends to the Voters' Assembly a budget by which CMLC will operate for each fiscal year. CMLC operates on a fiscal June 30 yearend. At each council meeting, council will review the current financial status of CMLC and its result of operations against the approved budget. Attached as Appendix A is a typical monthly financial package that council reviews. The following highlights key observations that council should regularly review:

- The first page is a high level summary of the balance sheet and operating report. This summary page is meant to facilitate review by council members who may not have a background or experience with financial statements
 - On the Income and Expense Summary, each line should be material close between the Current YTD and the Budget YTD columns. If they are not, council should inquire of church staff as to why there is a variance. The Net Gain/(Loss) is the most important line on the summary sheet and the Current YTD figure should be the same or better than the Budget YTD figure. If it is worse, church staff should explain why and how they are adjusting church operations to address the negative performance to budget.
 - The next section is a summary of CMLC leasing activity. CMLC has historically had several leasing arrangements where it makes available certain of its assets/real property to third parties. The most notable leasing arrangement is the lease of space to Incredible Pizza Company (IPC), which leases space from CMLC in the building adjacent to CMLC. It is important to note that even though CMLC is exempt from taxation for its core operations, the results from leasing do create unrelated taxable income for CMLC and CMLC does file an annual tax return to report these earnings. CMLC does consider the purchase of tax credits to help mitigate the impact of taxes on CMLC. Tax credits are, in essence, donations made to eligible charitable organizations in which the state of Missouri provides up to a 100% of the donated amount to offset taxes owed to the state.
 - The last section reports restricted and designated funds received by CMLC.
 - CM Major Maintenance Reserve is a reserve fund established by council to fund future maintenance and improvements to CMLC real and personal property. Additions or spending from this is governed by council
 - Reliant Building Fund Reserve is similar to CM Major Maintenance Reserve, but established by donors, who do participate in some of the decisions on how funds are to be spent. It's important that council understand donor expectations when spending these funds.

- Council Designated Funds are funds set aside by council to fund future strategic needs of CMLC. Additions or spending from this is governed by council. Balances in this account could swing dramatically year to year.
 - Temporarily Restricted Funds are funds from donors in which the purpose is to fund a future opportunity and will, at some point, be exhausted. This is an area that requires regular attention by council to ensure donor expectations are being met when funds are expended by church staff. This fund could have dramatic swings year to year.
 - Endowment Funds are funds from donors in which the donated funds are invested and only the earnings on such donations are to be used for the designated purpose. CMLC has an Endowment Policy that guides what gifts can be accepted and how allowable spending is determined. This fund should steadily grow year over year as the original donations cannot be expended.
- Pages 2 and 3 contain a more detailed balance sheet and operations report for those who wish to review those statements in more detail than is provided on page 1.
 - Page 4 contains a comparison of giving by church members. This is critical to review to determine if there are any trends (positive or negative) in giving that need to be addressed. Each budget year, it is typical to budget an increase in giving by members. If this page reflects negative trends versus prior years, that could be an indication of future challenges for CMLC to meet its approved budget.

4.9 Budget Review Process: Annually, Council recommends an operating budget to the Voters' Assembly in May. Council utilizes a two-step process in evaluating the budget, as proposed by church staff.

- 4.9.1 Typically in March, Council's Executive Committee, comprised of the officers and the Elder President, meet with church staff to review the preliminary budget and gain an understanding of the new or noticeable spending being proposed by church staff. Additionally, the Executive Committee or a subset of such will review the detailed staffing budget, assessing compensation against benchmarks, such as those provided by the LCMS.
- 4.9.2 Based upon input/feedback from the Executive Committee, church staff will finalize the budget and present the detailed budget to Council in April of each year for review and approval.

4.710 Congregational Communication: The Council shall maintain two-way communication between itself, and the congregation.

4.710.1 Upon receiving a complaint from a congregation member, the individual Council Member should, as much as possible, redirect the congregation Member to speak to the pastor or other appropriate staff, in accordance with scriptural principles.

4.710.2 Ensure Council Policy Manual is readily available to all members of the congregation and report all policy manual changes at each voters' assembly meeting.

4.710.3 Called individuals serving CMLC are vital to sustaining and advancing CMLC in enabling CMLC to realize its Mission. As such, if there is a vacancy in any called position, the process set forth in the bylaws and the constitution must be adhered to and regular and open communication with the congregation regarding the search process for a vacant called position is required.

4.118 Council Self-Review At least annually, the Council will conduct a self-review, discussing the following questions:

- Have we honored God in the work we have done to promote the ministry of CMLC by showing love, care, and concern to each other?
- Did we stick to Council business and stay out of staff business?
- Did we communicate effectively and openly with the Senior Pastor and with each other?

4.129 Cost of Governance: The Council may approve expenses that allow it to govern more effectively. Annual monies will be budgeted to cover the cost of governance skill development.

4.130 Existing Council Policies: The following policies, either established by Council or the Voters' Assembly, exist to assist Council in fulfilling their responsibilities as set forth in the bylaws and constitution:

- Employee Lutheran Education Support Policy – Church Council Approved
- Christ Memorial Investment Policy – Church Council Approved
- Christ Memorial Endowment Policy – Voters' Assembly Approved

Council will periodically review such policies for completeness on a regular basis. If a policy is not noted in this section, it is considered a church staff policy and its content is not governed by Council if such is not inconsistent with the delegation of responsibilities noted in Section 2 and 3 of this Policy.

4.114 Amendments to Church Council Policy Manual: It is expected that Council will review the policies set forth in this Church Council Policy Manual at least annually. To be enacted, any changes, deletions or additions require a 2/3rd majority vote of all members of Council. All amendments to the Church Council Policy Manual will be communicated to the Voters' Assembly at their next regularly scheduled meeting.