



**WOODLANDS**  
LUTHERAN CHURCH

Woodlands Lutheran Church  
Board of Directors'  
Policy Manual

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Strategic Identity</b>                                     | <b>POLICY NUMBER: 1.0</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Mission-Vision-Values</b>                                        | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

**Mission**

The purpose of why Woodlands is here:  
***CONNECTING PEOPLE TO JESUS***

**Vision**

What does this mission statement look like at Woodlands?  
***WORSHIP, LEARN, CONNECT***

**Values**

The values of Woodlands explain why we do what we do.

***SEEKING THE “NOT YET”:***

Jesus came to seek the lost. Many still do not know Jesus and it is important for us to reach out to those who are not yet Christians and connect them to Jesus who loves them. (Luke 19:10)

***SHARING GOD’S GIFTS JOYFULLY & GENEROUSLY:***

Everything we have has been given by Him generously. Therefore, we follow His example. (Gen. 12:1-3, Is. 42:1, 6-7)

***SERVING JESUS THROUGH SERVING OTHERS:***

Having been saved by Jesus, we are called by Him to serve one another in our spiritual and our physical needs. (Heb. 6:10)

***THE FAITH OF ALL GENERATIONS MATTERS:***

It has been said that the church is just one generation away from extinction. For this reason, Woodlands is committed to making disciples of every generation who can, in turn, make disciples. (Prov. 22, Matt 9:35-38).

***ONE FAMILY WITH JESUS:***

Being connected to Jesus unites us as one family. As a family connected to Jesus, we are united, encouraged, and strengthened by one another. (1 Tim. 3:4, Eph. 6:1-2).

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| <b>POLICY TYPE: Strategic Identity</b>                                     | <b>POLICY NUMBER: 1.1</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Strategic Goals</b>                                              | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

***GOAL #1***

***Adding New Family Units to Worship at Woodlands Lutheran Church (WLC).***

Specific

We will seek the not yet connecting them to Jesus and those wanting to connect to Jesus.

Measurable

We will have 10 new family units worshipping at WLC.

Attainable

Through WLC and the Early Learning Center (ELC) and with the growth in the community of new families, we should be able to complete this goal.

Relevant

Our mission is to connect people to Jesus. One of our values is seeking the not yet.

Time-Based

This will be accomplished by December 31, 2023.

***GOAL #2***

***Increase participation of members/faith family at WLC participating in ministry.***

Specific

This goal is to shift the idea that 20% of the congregation does 80% of the ministry. We want to shift that participation in a positive direction through sharing God's gifts joyfully & generously.

Measurable

Time - more members/faith family are involved beyond worship.

Talents - more members/faith family are involved in using their gifts in the congregation.

Treasure - more members/faith family financially support the ministry.

Attainable

Now that WLC has a Mission, Vision, and Core Values, it is easier for people to use their Time, Talents, and Treasure to support the Strategic Identity of WLC.

Relevant

All that we have has been given to us by God. We value sharing our Time, Talents, and Treasures, He has given us joyfully and generously, that we may connect more people to Jesus.

Time-Based

This will be accomplished by December 31, 2023.

**GOAL #3**  
***Increase the number of Mission Trips and/or Servant Projects***

Specific

Increase more opportunities for members/faith family to serve others by serving Jesus in our community, state, country, and the world.

Measurable

Five Mission Trips and/or Servant Projects, both domestic and international, increasing more opportunities for member/faith family involvement.

Attainable

There is a great need in our local community, state, country, and the world, where people are in need of being served while we are serving Jesus.

Relevant

We value serving Jesus and we do that by serving others.

Time-Based

This will be accomplished by December 31, 2023.

**GOAL #4**  
***Increase the number of opportunities to be in God's Word***

Specific

Provide more opportunities for members/faith family to be in God's Word, becoming disciples who in turn make more disciples.

Measurable

Increase more opportunities through small groups, Sunday school/Bible study involvement and Bible reading programs.

Attainable

The study of God's Word as a Means of Grace naturally increases the ability of members/faith family to be disciples, who in turn make more disciples.

Relevant

We value that every generation grows in their faith, and that they grow into mature disciples of Jesus who in turn make disciples.

Time-Based

This will be accomplished by December 31, 2023.

**GOAL #5**

***Increase the number of opportunities for WLC to come together as members/faith family***

Specific

Provide opportunities for WLC to come together as members/faith family outside of worship.

Measurable

Increase the number of opportunities for WLC to come together as members/faith family to three.

Attainable

Covid no longer restricts large groups. No Living Nativity frees up resources.

Relevant

WLC values being part of one family with Jesus and being connected to one another.

Time-Based

This will be accomplished by December 31, 2023.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Strategic Identity</b>                                     | <b>POLICY NUMBER: 1.2</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Congregation Members</b>                                         | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

**The main responsibility of the Board of Directors (hereafter referred to as the Board) is to represent the Congregation Members of WLC.** Congregation Members are those who invest time, talent, and treasures with some conscious risk, to enhance and expand *Connecting People to Jesus* through the Congregation’s mission and ministry. The Board recognizes that no individual or group is the owner of the Congregation.

1. Listening to the Congregation Members: The Board shall listen to the ideas, the concerns, and values of the Congregation Members of WLC.
  - It shall use a variety of appropriate methodology (such as Flocknote, phone surveys, focus groups, Voter’s Assemblies, and Board dialog) to seek out the desires of the Congregation Members.
  
2. Reporting to the Congregation Members: The Board shall keep its Congregation Members informed of its progress toward the Strategic Identity.
  - It shall use a variety of methods for this reporting (e.g., annual reports, videos, web page, District magazine, newspaper articles, survey reports, social media, etc.).

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| <b>POLICY TYPE: Strategic Identity</b>                                     | <b>POLICY NUMBER: 1.3</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: The Served</b>                                                   | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

The Served are those who utilize and benefit from the primary ministries offered by WLC to fulfill its mission, vision, and values.

1. WLC shall provide the highest quality ministries with honesty, integrity, and sensitivity to the Served.



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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Strategic Identity</b>                                     | <b>POLICY NUMBER: 1.4</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Cost of Strategic Goals</b>                                      | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

Ministries to achieve the Strategic Identity shall be offered at an effective and efficient cost to the Congregation Members and the Served.

WLC shall consider all types of effective and efficient cost including but not limited to the time, talents, and treasures of its Congregation Members and those Served.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Board Self Governance Process</b>                          | <b>POLICY NUMBER: 2.0</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Responsibilities</b>                                             | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

In Policy Based Governance (accountable leadership) there are four positions to be “played.”

- The first position is **ministry**; it is played by the Congregation Members as they care for one another and reach out to the community.
- The second position is **management**; it is played by the staff as they equip, resource, and coordinate the ministry of the Congregation Members.
- The third position is **leadership**; it is played by the Senior Pastor as he provides vision, direction, and teaching to achieve the mission of the church.
- The fourth position is **governance**; it is played by the Board as they lead the congregation into the future.

Additionally,

1. Policy Based Governance stresses that the first responsibility of the Board is to represent the ownership. As a Lutheran Church—Missouri Synod (LCMS) congregation, we recognize that the Church is owned by Christ himself. Consequently, unlike other civic or service organizations, the mission of the church is not created by its Congregation Members. The mission of the church was given to it by Christ himself in the Great Commission. Even a congregation’s vision for ministry, its identity and its purpose in its community will be revealed and guided by the Holy Spirit. Consequently, the Board members shall engage in God’s Word and prayer before each meeting, during the meeting and after each meeting, always seeking the will of their Heavenly Father as they write policy and set direction for the congregation.
2. The second responsibility of the Board is to support the Senior Pastor; to “have his back.” As he develops and implements his ministry plan, there is a good chance something in the plan will offend someone - primarily because of change. If the ministry plan (change) fulfills the mission and respects the Limitation policies, he will have the Board’s complete and unwavering support. This is not just a kind word in private, but public support.

3. The third responsibility of the Board is to support the Senior Pastor in carrying out the ministry plan by respecting the Senior Pastor's personal time and needs.
4. The fourth responsibility of the Board is to maintain skills, methods, and supports that will be sufficient to ensure governing with excellence.
  - Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing member skills and knowledge especially in understanding governance and determining the relevance of Mission, Vision, and Value statements.
  - Outside monitoring assistance will be arranged so that the Board can exercise confident control over organizational performance. This includes, but is not limited to, financial audits and school accreditation.

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| <b>POLICY TYPE: Board Self Governance Process</b>                          | <b>POLICY NUMBER: 2.1</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Code of Conduct</b>                                              | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

Board members commit themselves to Christian, ethical, and orderly conduct, including proper use of authority and appropriate decorum, understanding they have a responsibility to the congregation members, its church and school staff, those served by the congregation (Policy Section 1.3), and to each other. As Board members, their loyalty is to Christ and His church, not conflicted by loyalties to congregation members, church and school staff, other people (including family members), other organizations, or any personal interest as a congregation member.

1. Board members must avoid conflict of interest concerning their fiduciary responsibility.
  - Board members will annually disclose their involvements with other organizations or with vendors and any associations that might be reasonably seen as representing a conflict of interest.
  - When the Board is to decide on an issue about which a Board member has an unavoidable conflict of interest, that Board member shall absent themselves without comment not only from the vote but also from the deliberation.
  - Board members will not use their Board position to seek employment in the organization for themselves, family members, or close associates. However, a Board member may recommend such persons. A Board member who applies for employment must first resign from the Board.
  
2. Board members may not attempt to exercise individual authority over the congregation or any of its ministries.
  - Board members must recognize that they have no authority to direct or supervise the Senior Pastor or his staff. (Policy 3.0 Connection between the Board and the Operation of the Church)
  - Board members' interactions with the public, the press, or other entities must recognize the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.
  - Except for participation in Board deliberation about whether the Senior Pastor has achieved any reasonable interpretation of Board policy, Board members will not express individual judgments of performance of the Senior Pastor or his staff.

3. Board members shall:

- Regularly participate in the worship and educational life of the congregation.
- Be fully prepared for Board meetings and will be familiar with this policy manual and the congregation's Constitution and Bylaws.
- Undertake personal spiritual disciplines for the development of their own faith lives.
- Attend Board meetings regularly and should it be necessary to miss a meeting, members shall contact the Chair to dialog before and after said meeting. Missing two consecutive meetings, without notice, in a 12-month period may initiate removal from office at the discretion of the board.
- Work to expand their leadership abilities and increase their understanding of the mission and ministry of the congregation.
- Actively participate in Board meetings, special briefings, and policy decision-making.
- Make informed decisions by insisting on complete and accurate information.
- Board members will support the legitimacy and authority of Board decisions on any matter, regardless of the member's personal position on the issue. However, a Board member reserves the right to respectfully hold an opposing view.
- Support all decisions once they have been fully discussed and resolved by the Board.
- Invest personal energy and skills in the mission and ministries of the congregation, seeking opportunities where individual skills and abilities can be applied other than the role of Board member.
- Relate to other individuals with integrity, honesty, and straightforwardness.
- Actively discipline themselves and other members of the Board by identifying Board actions and conditions that run counter to these policies.
- Bring to the Senior Pastor's and Board Chair's immediate attention any condition or action that they believe exceeds a Senior Pastor Limitation policy as delineated in Policy Sections 4.0 – 4.8.
- Keep Board documents and discussions confidential, unless given permission by the Board acting as a whole. However, the Board Policy Manual, Board approved minutes (excepting those of executive sessions) and audited financial statements do not require permission as long as any Board discussion or information related to these documents remains confidential.
- Be familiar with and put into practice any specific policies developed to guide the behavior of members of the Board.
- Not hinder the Board process due to individual proclivities or disruptive behavior.

- Exercise their powers in the interests of the Congregation Members and not in their own interests or that of another person (including a family member) or organization.
  - Be counseled by the Board Chair for any violation of any policy. Should violations continue, the Board member shall be counseled by the Executive Committee and then the Board as a whole. Decisions concerning continued service to the Board by any member who continues to violate policy after such counseling shall require a 2/3 majority vote of the Board.
4. Should the Chair of the Board violate any policy, it shall be the responsibility of the Vice-Chair to initiate such counsel with the Chair following the same steps as those immediately above for a Board member.
  5. Board members will annually review and sign this Code of Conduct; the Secretary will keep these on file.

In that spirit, we agree that:

1. It is safe to disagree in Board Meetings. *Conflict is inevitable. Making enemies over it is a choice. ~Anonymous*

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(Printed) Name

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Signature

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Date

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Board Self Governance Process</b>                          | <b>POLICY NUMBER: 2.2</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Governing and Style</b>                                          | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

The Board will govern lawfully, observing the principles of the Policy Based Governance model, with an emphasis on:

- Outward vision (seeing the big picture) rather than an internal preoccupation.
- Encouragement of diversity in viewpoints.
- Clear distinction of Board member and Senior Pastor roles.
- Collective rather than individual decisions; and
- Future rather than past or present.

Accordingly,

1. Board members will be role models of what it means to be a member of the congregation. They will publicly support, by donating their wisdom, time, talent, and treasure, to the Mission, Vision, and Value Statements of the congregation.
2. The Board will cultivate a sense of group responsibility. The Board will not use the expertise of individual members to substitute for the judgment of the whole Board, although the expertise of individual members may be used to enhance the understanding of the Board as a body.
3. The Board will govern the congregation through the careful establishment of policies. The major policy focus of the Board will be on the congregation’s mission, not on the staff’s means of attaining those effects.
4. The Board policies are to be active and dynamic. They are to be reviewed and refined on a regular basis.
5. Policy Review . . . Any Board member, the Senior Pastor or Voter’s (Congregational) Assembly may ask for a review of specific policies. However, never does the responsibility for effective and appropriate policies rest with anyone other than the Board.

6. Policy Review Schedule . . . The Board shall establish an annual policy review calendar to coordinate the review of every policy at least once a year. They will make every effort to coordinate the calendar with the business cycles of the congregation, reviewing appropriate policies just prior to management actions for decisions.
7. The Board shall maintain written policies of four types.
  - Policies with respect to strategic goals (Strategic Identity) Affirmative statements setting forth the purposes, effects, and acceptable cost of operations.
  - Policies with respect to the Board's own actions and responsibilities (Board Self Governance Process).
  - Policies with respect to clarifying statements about delegation to and monitoring of management (Board and Senior Pastor Relationship).
  - Policies with respect to limiting statements that bind ministry implementation (Senior Pastor Limitations).
8. Governing Process
  - Scope of Activities . . . All activities of the Board, its officers, committee(s), or members shall relate to the specific responsibilities of the Board as delineated in Policy Sections 2.0 (Responsibilities) and 2.1 (Code of Conduct). Board members are disciplined by these principles.
  - Group Action . . . The Board shall exercise its governing authority as a whole. No individual Board member shall exercise such authority except as instructed by the Board.
  - Resolutions . . . The Board will pass resolutions for specific actions only when those actions are required by these policies, the law, the congregational Bylaws, or will affect only the Board.
  - Executive Actions . . . All Board decisions governing actions of the Senior Pastor shall be done through policy.
    - a. Any actions taken or contemplated by the Senior Pastor or any which may be or have been approved through the Senior Pastor, will only be considered in light of the appropriate governing policies.
    - b. The Board will only review the policies for their soundness as a test of ethical and prudent behavior and will not dictate what are appropriate actions except for compliance with policies. The Board shall rewrite policies when appropriate.



9. Fiscal Responsibility . . . The Board's fiscal responsibility shall be discharged by:

- Establishing policies limiting Senior Pastor financial authority budget development and control of assets.
- Monitoring the fiscal soundness of the Congregation Members.
- Systematically monitoring compliance with these policies.
- However, the Board shall not:
  - a. Sell Stock.
  - b. Incur long-term debt.
  - c. Buy, sell, mortgage, or transfer real estate.

10. Election of Board Members

- The number of Board Members shall not exceed nine (9), one of which is a member of the Elder Ministry.

11. Nominating Committee

- A Nominating Committee, consisting of the Vice-Chair and two other Board Members appointed by the Board shall be chartered each year at the regular meeting in January. The Senior Pastor shall serve as an ex officio member on this committee.
- The Nominating Committee shall be chaired by the Vice-Chair of the Board.
- The Nominating Committee shall solicit, and receive, the names of prospective candidates from the Board or any Congregation Member.
- The Nominating Committee shall develop a recommended slate of "qualified" candidates (see below) to fill the upcoming vacancies (approximately one third of the Board). The Nominating Committee will present the slate to the congregation at least two weeks prior to its regular meeting in November.
  - a. In preparing its recommended slate of candidates for Board membership, the Nominating Committee must seek candidates whom:
    - i. Regularly participate in the worship and educational life of the congregation.
    - ii. Undertake personal spiritual disciplines for the development of their own faith lives.
    - iii. Are good communicators.
    - iv. Are visionary.
    - v. Can effectively represent the concerns of the members of the congregation.

- vi. Have had sufficient years of experience in the ministry of the congregation or in another congregation.
  - vii. Understand and support the basic concepts of Policy Based Governance.
  - viii. Are willing and able to support the Mission, Vision, and Values of the congregation.
  - ix. Are willing and able to accept the responsibilities of Directorship as delineated in Policy Sections 2.0 (Responsibilities) and 2.1 (Code of Conduct).
- b. The Nominating Committee shall take into consideration the current composition of the Board in determining its recommended slate.

## 12. Congregational Election

- Election of Directors shall take place each year at the regular meeting of the Congregation in November.
- When presenting the slate to the congregation, the Nominating Committee shall include: The list of criteria used to qualify nominees; and Information regarding each nominee which addresses the qualifying criteria.
- The Congregation shall elect only Directors who have been deemed qualified by the Nominating Committee.

## 13. Terms of Service

- A term of service for a Board Member shall be two years.
- Board members may not serve more than two terms and if appointed to fill a vacancy, may not stand for re-election if another term would extend their service to more than six years.
- Approximately one half of the Board shall be elected each year to assure continuity of service and experience on the Board.
- Should the number of Board members or their terms of service fall out of alignment no other process shall be used for realignment except the election process as outlined in these policies.

## 14. Vacancies

- Vacancies that occur on the Board of Directors shall be filled in accordance with applicable provisions of the Bylaws. However, only individuals deemed “qualified” by the Nominating Committee may be appointed to fill a vacancy.
- Appointment to fill a vacancy on the Board shall always be to complete an unexpired term and in no case shall such an appointment work in contradiction to the election of approximately one third of the Board each year.

- Every effort shall be made to fill vacancies within three months of their occurrence. However, if there is less than one year of service left in the term the position may remain vacant until it is filled through the election process.

#### 15. Board Self-Review

To discipline itself and its efforts, the Board will conduct an annual self-review. The Board will discuss the following and identify areas for improvement.

- The Board's openness and communication among its members.
- The Board's openness and communication with the Senior Pastor.
- The Board's ability and skill in developing and monitoring policy.
- The Board's adherence to policy.

#### 16. Officers of the Board

- Officers of the Board shall be a Chair, Vice-Chair, and Secretary.
- The Board shall elect its own officers.
- Responsibilities of Board Officers {It is recommended that some sort of general statement about responsibilities of officers be included in the by-laws and the more specific listing of the responsibilities be included in the Policy Manual. }
  - a. The CHAIR Shall:
    - i. Serve on the Executive Committee of the Board.
    - ii. Work with the Executive Committee and Senior Pastor to establish the agenda for all meetings of the Board and Congregational Voter's Meetings.
    - iii. Preside at all meetings of the Board and Congregational Voter's Meetings.
    - iv. Initiate counsel with any member of the Board who violates policy ensuring that Policy Sections 2.0 (Responsibilities) and 2.1 (Code of Conduct) are followed.
    - v. Take appropriate actions which may not be stipulated but essential for the thorough management of the Board's work so long as those actions are not in violation of other Board policies.
    - vi. Assume responsibility for overseeing the work of the Executive Committee.
  - b. The VICE-CHAIR Shall:
    - i. Serve on the Executive Committee of the Board.

- ii. Preside at all meetings of the Board and Congregational Voter's Meetings when the Chair is absent or when requested to do so by the Chair of the Board.
  - iii. Serve as chair of the nominating committee.
  - iv. Initiate counsel with the Chair of the Board should the Chair violate policy ensuring that policies are followed.
- c. The SECRETARY Shall:
- i. Serve on the Executive Committee of the Board.
  - ii. Maintain the minutes of all meetings of the Board, Executive Committee, and Congregational Voter's Meetings.
  - iii. Conduct all official correspondence of the Board.
  - iv. Be thoroughly familiar with the congregation's Constitution and Bylaws and serve as the primary resource to the Board and members of the congregation for questions concerning the same.

#### 17. Executive Committee of the Board

- The Chair, Vice-Chair and Secretary of the Board shall constitute the Executive Committee of the Board. The Senior Pastor shall be an ex-officio member of the Executive Committee.
- Members of the Executive Committee shall attend its meetings regularly, not missing any part of two consecutive meetings.
- The Executive Committee may act on behalf of the Board in all matters delegated to it by specific action or by policy of the Board. Actions of the Executive Committee shall be reported to the Board at its next meeting.
  - a. Subject to the following limitations, the Executive Committee shall possess and exercise all powers of the Board during the intervals between meetings.

The Executive Committee shall not:

- i. Recommend to the Board any action requiring their approval.
- ii. Establish or modify governing policies.
- iii. Change the membership of any committee at any time or fill vacancies therein.
- iv. Discharge any committee either with or without cause at any time.
- v. Sell Stock.
- vi. Incur long-term debt.
- vii. Buy, sell, mortgage, or transfer real estate.
- viii. Discharge any Board fiscal responsibilities as detailed in policies.

- b. The responsibilities of the Executive Committee on an ongoing basis are as follows:
  - i. The Executive Committee shall consistently advise the Senior Pastor of his performance, shall conduct the Senior Pastor's annual performance appraisal and report to the Board when it has been completed.
  - ii. In addition to other information, the Executive Committee may seek in conducting the performance appraisal, an interview of key management personnel concerning the performance of the Senior Pastor. The Executive Committee shall guarantee anonymity when reporting this information to the Senior Pastor or to the Board.
  - iii. The Executive Committee shall share the information gathered through interviews with the Senior Pastor and allow him to respond as he feels the need.
  - iv. Planning the program and agenda for Board meetings and Congregational Voter's Meetings.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Board Self Governance Process</b>                          | <b>POLICY NUMBER: 2.3</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Linkage to the Congregation</b>                                  | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

Recognizing that the Spirit of God moves in and through the Congregation Members and their interactions, we will use a variety of methods to discover and listen to their values, concerns, ideas, and passions for ministry on a regular basis.

1. Accordingly,

- The Board will encourage the Congregation Members to identify and establish relationships with groups that have a stake in the congregation such as the LCMS Florida-Georgia District (FL-GA) or other Lutheran Church—Missouri Synod (LCMS) organizations.
- The Board will encourage and support relationships with the community and its leaders, seeking ways that the congregation or its members may be involved in strategic alliances.
- The Board will listen to concerns and ideas of those they serve who are not members of the congregation.

2. The Board’s responsibilities to the Congregation Members are:

- Conduct an annual Congregation Member’s Meeting.
- Inform the Congregation Members of the degree of success in meeting the strategic goals (Strategic Plan) of the congregation.
- Solicit input annually on the appropriateness of the strategic goals (Strategic Plan).
- Identify and establish relationships with groups that have the potential to have a felt ownership in the congregation.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Board Self Governance Process</b>                          | <b>POLICY NUMBER: 2.4</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Agenda Planning</b>                                              | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

The Board shall establish a structure for its meetings that ensures that the Board members and the Senior Pastor can process information consistent with policy-based governance and this manual. Accordingly,

1. The agenda will be shaped by a review of policy. A policy review calendar will be set at the first meeting of each year. Additional items will be added, if needed, by the Chair, through consultation with the Senior Pastor.
2. Monitoring of Mission, Vision, and Value statements will be set at least 60 days before the adopting of a budget so that administrative planning and budgeting can be based on accomplishing a one-year segment of the Vision.
3. The Board will discuss new policies recommended or requested by Board members, the Senior Pastor or Congregational Voter's Meetings; these are to be submitted in writing to the Chair in time to be included in Board materials sent before a Board meeting.
4. The agenda and other Board materials shall be received by each Board member at least three days before the meeting.
5. The Board will have discussions, as needed, to determine whose responsibility it is to address issues raised at their meetings - Board (to be defined by limitations) or the Senior Pastor.
6. The Board will schedule time for education as needed or requested to increase their knowledge and ability to carry out their responsibilities.
7. At the discretion of the Board, members of the congregation may address the Board if the Chair has received a request at least 10 days before the meeting; the Chair will determine the amount of time allotted to such a presentation and will inform the congregational member of that time-allotment before the meeting. Grievances should follow the prescribed policy.

8. The agenda may address the following sections:
- Welcome and introductory comments of the Chair
  - Bible study and prayer
  - Agenda approval
  - Minutes approval
  - Senior Pastor Report
  - Board member education or presentations to the Board
  - Board Business
    - a. Committee Reports
    - b. Other Board actions
    - c. Prayer and adjournment



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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Board Self Governance Process</b>                          | <b>POLICY NUMBER: 2.5</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Committees</b>                                                   | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

Committees and Task Forces may be appointed by and will report to the Board to assist them in the execution of their responsibilities.

Committees, when used, will be assigned to reinforce the wholeness of the Board's job but never to interfere with the work of the Senior Pastor. This policy applies to any group that is formed by Board action, whether it is called a committee and regardless of whether the group includes Board members. This policy does not apply to committees formed under the authority of the Senior Pastor.

Committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Senior Pastor.

The Congregation's Bylaws require the Board to form the following committees when needed:

1. **Audit Committee:** Both internal and external audit committees may be used on a frequency decided upon by the Board.
2. **Constitution and Bylaw Review Committee:** This committee will be convened as necessary to report to the Board the currency and appropriateness of the congregation's Constitution and Bylaws and offer options and suggested changes as deemed important.
3. **Nominating Committee:** See Policy 2.2, Number 11
4. **Call Committee:** A Call Committee will be appointed by the Board as outlined in 1.1 of the Bylaws.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b>     |                                 |
| <b>POLICY TYPE: Board and Senior Pastor<br/>Relationship</b>                   | <b>POLICY NUMBER: 3.0</b>       |
|                                                                                | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Connection between the Board and<br/>the Operation of the Church</b> | <b>MAJOR REVISION DATES:</b>    |
|                                                                                | <b>LAST APPROVAL DATE:</b>      |

The Board's sole official connection to the operational organization of the church - staff and lay ministry teams - will be through the Senior Pastor; the Board shall delegate authority only to him. Any subordinate employees or entities operating with the authority of the Congregation shall receive that authority from the Senior Pastor or persons assigned such authority by the Senior Pastor.

The function of the Board is to develop, monitor and enforce policy, not to implement it.

The function of the Senior Pastor is to implement the policy the Board develops. The Senior Pastor shall:

1. Be empowered to take all actions and make all administrative decisions that are deemed necessary to attain congregational results except (a) actions which are not in accordance with the Congregation's Strategic Plan, (b) violation of law, applicable regulations, orders of courts or commonly accepted business and professional ethics, and (c) violation of Constitution and Bylaws or specific further Senior Pastor Limitations stated by the Board in these policies.
2. Develop operational guidelines, rules of procedures and make decisions the Senior Pastor deems appropriate as long as these governing policies adopted by the Board are observed.

Accordingly,

1. Only officially passed motions of the Board are binding on the Senior Pastor. Decisions or instructions of individual Board members are not binding on the Senior Pastor.
2. Board members will never give instructions to the Senior Pastor's staff or publicly evaluate them.

3. Board members shall be prudent in their contact with ministerial staff and shall keep the Senior Pastor informed about significant contacts they have with any staff member.
4. As long as the Senior Pastor uses a reasonable interpretation of the Congregation's Mission, Vision, and Core Value statements and the Senior Pastor Limitation Policies, the Senior Pastor is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities, as long as these governing policies adopted by the Board of Directors are observed. Such decisions of the Senior Pastor shall have the full force, authority, and support as if decided by the Board.
5. The authority of the Senior Pastor shall begin where the explicit pronouncements of the Board end. Except as required by governing policies or law, decisions of the Senior Pastor do not need approval by the Board.
6. The Board may change their policies at any time. But as long as any policy is in place, the Board will respect and support the choices of the Senior Pastor.
7. The Board will view the Senior Pastor's performance as identical to organizational performance, so that the achievement of the Congregation's Mission, Vision and Core Value statements and compliance with the limitation policies will be viewed as successful Senior Pastor performance.
8. The following require the approval of the Board and may not be delegated:
  - a. Election of Board officers.
  - b. Selection of the financial auditor/reviewer.
  - c. Receipt and review of financial audits.
  - d. Appointment of legal counsel.
  - e. Affirmation of the annual budget (financial plan).
  - f. The discharge of any Board committee.
  - g. Change in the membership of any Board committee.
  - h. Employing called staff.
  - i. Rescinding the call of called staff.

## 9. Grievance Process

Addressing the complaints of members regarding any staff, policy, procedure, decision, or action is the responsibility of the Senior Pastor. When a member contacts a Board member with a complaint concerning a staff member, policy, procedure, decision or action, the Board member shall listen respectfully and gracefully direct the member to contact the Senior Pastor. However, if the complaint regards Senior Pastor non-compliance with a Senior Pastor limitation policy, the Board member shall inform the Board Chair and the Senior Pastor. At the next regular meeting the Board and the Senior Pastor will address the complaint and the member will be notified of the Board's decision.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Board and Senior Pastor<br/>Relationship</b>               | <b>POLICY NUMBER: 3.1</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Monitoring of the Senior Pastor</b>                              | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

Systematic monitoring of the Senior Pastor will be solely based upon the accomplishment of the Mission, Vision, and Value statements as effected through the Ministry Plan and compliance with Senior Pastor Limitations.

Accordingly:

1. Monitoring is simply to determine the degree to which Board policies are being met. Information that does not do this will not be considered to be monitoring information.
2. In every case, the Board as a whole, will judge the reasonableness of the Senior Pastor's interpretation of policies and whether data demonstrates accomplishment of the interpretation.
3. All policies that instruct the Senior Pastor will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method but will ordinarily depend on a routine schedule.
4. The Board may acquire monitoring information through Senior Pastor reports, surveys, interviews, external reports, and direct monitoring.
5. The Senior Pastor shall report on the following (Relating with integrity, honesty, and straightforwardness to the Board):
  - a. Achievement of the Congregation's Strategic Plan through personal and staff action.
  - b. Changes to the ministry plan with an explanation and rationale for the changes, including summaries of new ministries, programs, activities, or services.
  - c. The trends of baptisms, adult confirmations, worship attendance, membership gains and losses.
  - d. The congregation's financial position in a method and format as determined by the Board.

- e. Realignment of the congregation's budget.
  - f. At least once each year, present a compliance report on the Strategic Goals of Woodland's Early Learning Center.
  - g. At least once each year, present a report on the progress towards the Congregation's Mission, Vision, and Core Value statements, as effected through the Ministry Plan.
  - h. Feedback defining and refining the Senior Pastor's position description within the personnel constraints.
6. The Board shall consistently advise the Senior Pastor of his performance and, at least annually, at the beginning of January, conduct a formal performance appraisal.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Board and Senior Pastor<br/>Relationship</b>               | <b>POLICY NUMBER: 3.2</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Exceeding Senior Pastor Limitations</b>                          | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

From time-to-time, Senior Pastor Limitation Policies will be exceeded. When this happens, the Board shall ensure that action is taken to rectify the violation of policy. The Board shall strive to take no authority for the correction of exceeded Senior Pastor limitations, but rather shall work through the Senior Pastor. The Senior Pastor is to take the initiative and responsibility to monitor for, and inform of, and correct exceeded limitations, as well as to develop preventative systems.

Accordingly,

1. The Senior Pastor shall give notice to the Chair of the Board once a Senior Pastor limitation has been recognized to have been exceeded. If the Senior Pastor limitation has been exceeded for an excessive period of time, and has gone unnoticed, the Senior Pastor will develop a better monitoring system.
2. Corrective action.
  - a. If the exceeded limitation is recognized and correctable, the Senior Pastor shall take the necessary action within policies and report the results to the Board. The Board will give notice to the Senior Pastor if they understand a limitation has been exceeded. If the exceeded limitation is not immediately correctable, the Senior Pastor shall establish a schedule for corrective actions, reporting such scheduled action and gaining from the Board, approval of a deadline for completion of the correction. The Senior Pastor shall continue to report in a timely fashion on the action taken and the result until the exceeded limitation is corrected. The Senior Pastor shall give notice when it is recognized that a deadline will be missed and a new plan of action if the delay is deemed excessive.
  - b. The Senior Pastor is not to be limited in the resources, whether internal or external to the organization, that he may employ to correct the exceeded limitation except through the Senior Pastor Limitation Policies. However, the Senior Pastor is always accountable for the results of the use of the resources.

- c. The Senior Pastor shall develop or improve processes to avoid recurrence of any exceeded limitations.
- d. The Board shall review any limitation policy that has been exceeded, for its soundness. They shall not dictate what appropriate Senior Pastor actions might be, to comply with the limitation. The Board shall rewrite policies when appropriate. The Board shall not approve one-time exceptions to policies. If an action is acceptable under certain conditions, then those conditions shall be stated in the policies.
- e. The Board shall not enact any punitive actions.

In the event of an exceeded limitation, deemed to be serious by the Board of Directors, the Chair and three other Board members approved by a 2/3 majority of the full Board will conduct a performance evaluation of the Senior Pastor, report the evaluation to the Board and facilitate a discussion with the full Board.

If the Senior Pastor is found to be out of compliance with and/or engaging in behaviors warranting removal\*, as identified in the Woodlands Lutheran Church Employee Manual, reviewed by the Board, August 2022\*\*, and by Bylaw 2.4.3.3, it shall be reported to the FL-GA Circuit Visitor and ultimately to the District President for their counsel and direction.

\* The office of the public ministry cannot be terminated in a congregation. Moreover, to attempt carelessly or surreptitiously to terminate a call to this office (by either the congregation or the one who has the call) is to manifest a disregard for the divinity of the call. A call may be terminated for just cause, i.e., unfaithfulness in office, false teaching, or an ungodly life. Processes of adjudication and appeal have been agreed upon by the church. After all of this is said, however, it should be noted that the nature of the ministry as a continuation of the apostolate and as a call from God implies that calls are generally not limited in time. (cf. The Ministry - Offices, Procedures and Nomenclature, Part IV, A Report of the Commission on Theology and Church Relations of the Lutheran Church--Missouri Synod, September 1981)

\*\* Termination of Called and Commissioned Ministers of the Gospel

Termination of called and commissioned Ministers of the Gospel will be in accordance with the Lutheran Church-Missouri Synod's *Termination Rubrics for Called and Commissioned Ministers of the Gospel* as amended from time to time. (WLC Employee Manual Reviewed August 2022, Page 22).



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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.0</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: General Senior Pastor Constraints</b>                            | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

These are the constraints placed on the Senior Pastor's efforts to achieve the Strategic Goals. The constraints are further defined by the Policy sections that follow it. Each Policy section is further limited by all other Policy sections. Unless restricted in the Senior Pastor Limitations Policies, all actions are acceptable.

While these Policies are written in a manner consistent with the Carver model of Policy-Based Governance, it must be noted that a Senior Pastor, in the tradition and polity of the Lutheran Church-Missouri Synod (LCMS), is not a “Chief Executive Officer.” He is, instead, the spiritual leader of his staff, the Congregation, and its ministry. While he can decisively influence what happens in that ministry, he cannot be said to control it, or even, in some circumstances, manage it, given the nuances of congregational life; he certainly cannot get immediate results.

As spiritual leader, his role is more attune to that of a servant leader.<sup>1</sup> While he has the responsibility and authority to supervise his staff, he also leads as he inspires, models, coaches, mentors, motivates and collaborates with his staff, lay leaders and congregational members.<sup>2</sup>

With that primary understanding, the Senior Pastor shall not:

1. Fail to heed the Great Commission (Matthew 28:18-20) or the Great Commandment (Matthew 22:37-40).
2. Be unfaithful to his ordination vows.(see *Lutheran Service Book Agenda*, pp 160-168)
3. Act in a manner that is unlawful, imprudent, unethical, or inconsistent with the Constitution, Bylaws, and Policies of Woodlands Lutheran Church.

4. Take any action that has a neutral or negative effect on the accomplishment of Woodlands Lutheran Church and Early Learning Center's mission of Connecting People to Jesus.

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<sup>1</sup> “The leader-first and the servant-first are two extreme types. Between them there are shadings and blends that are part of the infinite variety of human nature. The difference manifests itself in the care taken by the servant-first to make sure that other people's highest priority needs are being served. The best test, and difficult to administer, is: do those served grow as persons; do they, while being served, become healthier, wiser, freer, more autonomous, more likely themselves to become servants?”

Taken from the *Servant as Leader* published by Robert Greenleaf in 1970.

<sup>2</sup> In the LCMS, the Senior Pastor holds the office of the public ministry. This is a divinely appointed office. The church has established other offices. Those who serve in them are authorized to perform certain of the function(s) of the office of the public ministry. The offices are ‘ministry,’ and they are ‘public,’ yet they are not the office of the public ministry. Rather, they are auxiliary to that unique pastoral office, and those who hold these offices perform their assigned duties under the supervision of the pastoral office. Such offices are established by the church as the need arises, and their specific functions are determined by the church.

*The Ministry: Offices, Procedures and Nomenclature; A Report of the Commission of Theology and Church Relations of the LCMS.* September 1981.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.1</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Staff Issues</b>                                                 | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

The Senior Pastor is responsible for executing the office of the public ministry. In doing so, he may need staff to assist him in carrying out his responsibilities. Thus, he may delegate appropriate responsibilities and duties to both rostered,<sup>3</sup> and non-rostered staff and expect those duties and responsibilities to be carried out to the standards and expectations he sets forth in their position description.

While the Senior Pastor is not wholly responsible for the behavior and actions of his staff, he shall not (a) contribute to their ineffectiveness; (b) interfere in the responsibilities as outlined in the Call documents or position description; or (c) recommend to Call or hire new staff without assuring the Board that the new staff member will be compatible with the personality and philosophy of ministry of the present staff.

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Fail to pray for staff and with them.
2. Fail to provide staff with a position description.
3. Fail to provide staff with adequate resources needed to fulfill their position description.
4. Fail to assist the staff with the development of their ministry plan (i.e., Purpose Statement, Unit Goals, Objectives, and Action Plans).
5. Assume authority that is clearly delegated to some other staff member.
6. Fail to provide full-time professional staff with the opportunity and funds to attend at least two district, synodical, or other professional development in-services or conferences annually. Funds and time allotment for part-time staff will be proportionate to hours worked and the responsibilities assigned.

7. Fail to evaluate staff performance at least once each year. In addition, he shall not:
  - a. Fail to ensure that all staff that have employees under their supervision conduct evaluations in their respective areas of responsibility.
  - b. Fail to recommend to the Board that the Call of rostered staff who are teaching false doctrine, living a scandalous life, are unable to perform the duties of their position, are uncooperative, or insubordinate be rescinded. (cf. Policy 3.2, Exceeding Senior Pastor Limitations, Page 6 of 6).
  - c. Fail to remove non-rostered staff from their position if they are teaching false doctrine, living a scandalous life, are unable to perform the duties of their position, are uncooperative, or insubordinate. (cf. Woodlands Lutheran Church Employee Manual, reviewed by the Board, August 2022, especially pages 27ff).
8. Fail to operate with personnel policies and procedures (Woodlands Lutheran Church Employee Manual, reviewed by the Board, August 2022) established through the advice and review of legal counsel. In addition, he shall not:
  - a. Fail to ensure that every staff member has access to the Woodlands Lutheran Church Employee Manual, reviewed by the Board, August 2022, and is fully informed as to its contents.
  - b. Fail to provide for the effective handling of staff grievances or ignore, limit, or violate the LCMS Reconciliation process, through the LCMS FL-GA District for rostered staff.
  - c. Fail to provide for effective handling of staff grievances or ignore, limit, or violate the Woodlands Lutheran Church Employee Manual, reviewed by the Board, August 2022, pages 27-28, for non-rostered staff.
  - d. Fail to establish an effective, written Conflict of Interest Policy for the staff.
9. Fail to ensure that compensation and benefits are fair, equitable and take into consideration LCMS FL-GA District guidelines for rostered staff and for other non-rostered staff less than the standard for similar positions in the community. In addition, he shall not:
  - a. Fail to ensure that all eligible employees are enrolled in the LCMS Concordia Plans health, retirement, and disability plans.

10. Use his position or to overly influence to obtain employment in the church for family members or close friends.

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<sup>3</sup> Professional staff who are ordained or commissioned members of Lutheran Church Missouri Synod.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.2</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Privacy Issues</b>                                               | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

With respect to interactions with members and others that the Senior Pastor serves, he shall not cause or allow conditions, procedures or decisions that are unsafe, undignified or unnecessarily intrusive.

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Release the name, home address, email address, telephone number or photographs of any staff, congregational members/faith family, or anyone else served by congregational ministries against their wishes.
2. Allow himself or staff to share personal or spiritual issues regarding congregational members/faith family or others served without their permission.
3. Reveal the financial contributions of congregational members/faith family.
4. Store financial records in an unsecured file or computer.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.3</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Financial Conditions and Activities</b>                          | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

With respect to the actual, ongoing financial condition and activities, the Senior Pastor shall not cause or allow the development of financial risk or significant deviation of actual expenditures in the budget approved by the congregation.

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Develop a budget without the input of staff and in consultation with the Congregation’s Treasurer.
2. Develop a budget that contains too little information (revenues and expenses, separation of capital and operation items, transfers from investment income, income from the school and disclosure of planning assumptions) or too much information to enable credible review by the Board.
3. Fail to include no less than 5% of Congregational offerings for the LCMS FL-GA District and the Lutheran Church—Missouri Synod, with an annual review striving to reach for a 10% tithe.
4. Expend more funds than have been received in the calendar year unless the Congregational approved budget includes deficit spending.
5. Fail to establish and follow a Planned Giving Program in consultation with the Congregation’s Treasurer.
6. Fail to establish and follow an Investment Guideline Policy in consultation with the Congregation’s Treasurer.
7. Allow tax payments or other government required filings to be overdue or inaccurately filed.
8. Fail to settle payroll and debts on time.
9. Allow expenditures to exceed by more than 5% the amount budgeted in the annual budget for any ministry area as defined in the detailed budget, without Board approval.
10. Allow total expenditures to exceed by more than 2% the amount budgeted for the annual budget without Board and ultimately congregational approval.

11. Spend or approve to be spent an amount of more than \$5,000 from the approved budget without Board approval.
12. Allow deviation from generally accepted accounting principles as established by the Financial Accounting Standards Board (FASB) and the American Institute of Certified Public Accountants. (See Policy 4.5 Asset Protection)
13. Fail to ensure that accounting practices and principles adhere to those recommended by the Lutheran Church—Missouri Synod and the LCMS FL-GA District, Synodical Treasurer’s Manual. (See Policy 4.5 Asset Protection)
14. Fail to have an annual stewardship emphasis that invites participation of every member/faith family to use their time, talents, and treasures to support Woodlands Lutheran Church.
15. Allow any fundraising event that is inconsistent with the Mission, Vision, and Core Values of the Congregation or does not contribute to the achievement of the Strategic Goals or damage the image of the congregation.
16. Restrict members/faith family from accessing financial statements reported to the Board.
17. Fail to uphold the Early Learning Center’s Parent Handbook, 2022-2023, #16 Tuition and Fees policy.



**Woodlands Lutheran Church  
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| <b>POLICY TYPE: Senior Pastor Limitations</b> | <b>POLICY NUMBER: 4.4</b>       |
|                                               | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Senior Pastor/Staff Succession</b>  | <b>MAJOR REVISION DATES:</b>    |
|                                               | <b>LAST APPROVAL DATE:</b>      |

To protect the congregation from the sudden loss of the Senior Pastor or other staff services, the Senior Pastor shall not operate without a written plan for his and other staff functions to continue in his or their extended absence. (See Senior Pastor/Staff Succession Addendum I)

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Fail to have a plan for an emergency, with the assistance and approval of the LCMS FL-GA Circuit Visitor and ultimately to the LCMS FL-GA District President if needed, to ensure the continuation of Word and Sacrament ministry.
2. Fail to have a plan, with the assistance and approval of the LCMS FL-GA Circuit Visitor and ultimately to the LCMS FL-GA District President if needed, for either interim or vacancy ministry, in the event the Senior Pastor vacates his office.
3. Fail to have a plan that ensures that at least one other rostered worker is familiar with the daily operation of the church and the Board's policy manual.

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| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.5</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Asset Protection</b>                                             | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

The Senior Pastor shall not allow church assets to be unprotected, inadequately maintained, or unnecessarily risked.

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Fail to provide insurance against theft and casualty losses for full replacement value and against liability losses to Board members, staff, and the Congregation in an amount equal to or greater than comparable congregations.
2. Allow unauthorized personnel access to funds.
3. Fail to maintain the church property, buildings, and equipment. Using and applying preventative maintenance techniques.
4. Allow himself or permit any staff to endanger the congregation's public image or credibility, particularly in ways that would hinder the accomplishment of its mission.
5. Allow the church and its Early Learning Center to operate without a written Emergency Preparedness Plan.
6. Allow deviation from generally accepted accounting principles as established by the Financial Accounting Standards Board (FASB) and the American Institute of Certified Public Accountants. (See Policy 4.3 Financial Conditions and Activities)
7. Fail to ensure that accounting practices and principles adhere to those recommended by the Lutheran Church—Missouri Synod and the LCMS FL-GA District, Synodical Treasurer's Manual. (See Policy 4.3 Financial Conditions and Activities)
8. Allow any staff to receive, possess or distribute funds under controls that are insufficient to meet the Board-appointed auditor's and/or reviewer's standards.

|                                                                            |                                 |
|----------------------------------------------------------------------------|---------------------------------|
| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.6</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Communication and Support to the Board</b>                       | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

The Senior Pastor shall not permit the Board to be uninformed or unsupported in their work.

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Neglect to submit monitoring data required by the Board in a timely (preferably 7 days prior to a Board meeting), accurate, and understandable fashion, directly addressing the provisions of Board policies being monitored.
2. Fail to report, in a timely manner, any actual or anticipated noncompliance, by himself or his staff, with any policy of the Board.
3. Let the Board be unaware of any significant incidental information it requires, including anticipated media coverage and threatened or pending lawsuits, including:
  - a. Appointing a liaison (currently Pastor Bob Roegner) on behalf of the Congregation, to be its official spokesperson.
  - b. Allegations against anyone on the staff.
  - c. Any report of abuse or sexual, financial, or professional misconduct alleged against any member of the staff that is about to become public. If possible, the Board should receive notification 24 hours before the report becomes public.
4. Fail to keep the Board aware of relevant trends in the nation, state, community, Synod, or District (including the LCMS and FL-GA District convention resolutions) that may have an impact on the congregation.
5. Fail to inform the Board of relevant and appropriate news about staff members, members of the congregation, and those served by the congregation.
  - a. Demotion or termination of staff (within 24 hours of such action).

- b. Hiring or promotion of staff.
  - c. Death or serious illness of staff or their immediate family.
  - d. Crises affecting the work, health, or safety of staff.
- 
- 6. Fail to advise the Board if, in the Senior Pastor's opinion, the Board is not in compliance with their own policies, especially in the case of Board member behavior that is detrimental to the working relationship between the Board and the Senior Pastor.
  - 7. Fail to deal with the Board as a whole.
  - 8. Fail to inform the Board about situations that affect the annual budget(s) by 2% or more.
  - 9. Fail to inform the Board about changes in the assumptions on which any Board policy has been established.

|                                                                            |                                 |
|----------------------------------------------------------------------------|---------------------------------|
| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.7</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Operational Plan/Strategic Alliances</b>                         | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

The Senior Pastor shall not fail to have an Operational Plan for the ministry of the Congregation that addresses its Mission, Vision, and Core Value statements.

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Fail to ensure the development of an Operational Plan that considers all congregational ministries, programs, services, activities, and events that addresses the Mission, Vision, and Core Value statements and its Strategic Identity/Goals.
2. Allow the staff to begin a new calendar year (church) and fiscal year (ELC) without previewing and updating its Operational Plan.
3. Fail to conduct and present to the Board an annual long range outlook study.
4. Develop a long-range outlook study that fails to consider the Congregation's Strategic Identity/Goals.
5. Develop a long-range outlook study that fails to consider and identify the changes in the climate and conditions that affect Woodlands Lutheran Church and Early Learning Center.
6. Fail to inform members/faith family of the Congregation and those served, in more than one medium of the ministry opportunities, congregational activities, and events.
7. Fail to periodically evaluate the effectiveness of the various communication methods employed.
8. Fail to develop strategic alliances.<sup>4</sup>

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<sup>4</sup> Strategic alliances are mutually, beneficial relationships with other organizations or individuals built upon a common vision or goal, which allow all parties to honor their core values, enhance the pursuit of their missions and maintain operational autonomy.

|                                                                            |                                 |
|----------------------------------------------------------------------------|---------------------------------|
| <b>Woodlands Lutheran Church<br/>Board of Directors'<br/>Policy Manual</b> |                                 |
| <b>POLICY TYPE: Senior Pastor Limitations</b>                              | <b>POLICY NUMBER: 4.8</b>       |
|                                                                            | <b>EFFECTIVE DATE: 01/31/23</b> |
| <b>TITLE: Early Learning Center</b>                                        | <b>MAJOR REVISION DATES:</b>    |
|                                                                            | <b>LAST APPROVAL DATE:</b>      |

With respect to Woodlands Lutheran Church Early Learning Center, the Senior Pastor shall not fail to ensure that the school fully cooperate and participate in the Mission, Vision, and Core Values of Woodlands Lutheran Church as well as achieve its levels of expected learning by the National Lutheran School Accreditation (NLSA) . In addition, he will not fail to ensure that the school operate ethically and legally, never putting the other ministries of the Congregation in jeopardy.

Further, without limiting the scope of the foregoing by this enumeration, the Senior Pastor shall not:

1. Allow the school's accreditation through the NLSA to lapse or otherwise be put in jeopardy.
2. Fail to comply with all requirements of the State of Florida concerning the establishment and maintenance of a private school, Early Learning Center.
3. Fail to hold the Early Learning Center Director responsible for:
  - a. Communicating the school's Mission, Vision, and Core Values to the Congregation, school parents, and community served by the school.
  - b. Maintaining or promoting enrollment as needed.
  - c. Preventing conditions, procedures, or decisions at the school (i.e., before they are approved) that are unsafe, undignified, unnecessarily intrusive, or that fail to provide appropriate confidentiality or privacy.
  - d. Establishing with school parents a clear understanding of what may be expected and what may not be expected from the curricular and extra-curricular programs offered by the school.
  - e. Not causing or allowing conditions that jeopardize the well-being of students or treat them unfairly or inhumanely.

- f. Using a curriculum and instructional plan that considers the school accreditation plan through the NLSA or meets State requirements for a private school.
- g. Ensuring that the student dress code reflects the values and mission of Woodlands Lutheran Church Early Learning Center.
- h. Ensuring that the Early Learning Center only enroll:
  - i. Students of families who support the Mission, Vision, and Core Values of the school.
  - ii. Students that the school can successfully serve.
  - iii. Students that meet all State requirements for attendance in a school.

## ADDENDUM I

### Senior Pastor/Staff Succession

Limitation Policy 4.4 states:

*“To protect the congregation from the sudden loss of the Senior Pastor or other staff services, the Senior Pastor shall not operate without a written plan for his and other staff functions to continue in his or their extended absence.”*

The succession plan is as follows for the following staff positions:

| Position                                          | Succession Plan                                                                                                                                  |
|---------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|
| Senior Pastor: Joshua Pettit                      | Pastor Bob Roegner                                                                                                                               |
| Administration and operations: Pastor Bob Roegner | Pastor Joshua Pettit                                                                                                                             |
| ELC Director: Andrea Bell                         | Pastor Joshua Pettit, who would reach out to: Michelle Hoffman or another staff who is Director Certified                                        |
| Director of Christian Education: Betsy Burnham    | Pastor Joshua Pettit who would ask:<br>Sunday School: Debby Queen<br>Confirmation: Pastor Joshua Pettit<br>Youth Ministries: Dorothea Holcomb    |
| Bookkeeper: Bryan Hallman                         | Responsibility for functions would revert to pastor Joshua Pettit, who would enlist other staff, including Office Secretary and Church Treasurer |
| Facilities and Grounds: Joe Chasmar               | Pastor Joshua Pettit, who would reach out to the Congregation for help both in repairs and ground maintenance                                    |
| Office Secretary: Kristi Roegner                  | Pastor Joshua Pettit, who would reach out to the Congregation for help as needed                                                                 |
| Music Ministry: Charlie Crownover                 | Eric Heumann                                                                                                                                     |

As long as there is more than one Called Pastor at Woodlands there will be no need for a Vacancy Pastor or Word and Sacrament provided by other LCMS congregations.

January 31, 2023



## Policy Review Schedule For 2023

| Schedule  | Number | Title                                                        | Page  |
|-----------|--------|--------------------------------------------------------------|-------|
| January   | 2.3    | Linkage to the Congregation                                  | 20    |
|           | 2.4    | Agenda Planning                                              | 21-22 |
|           | 2.1    | Code of Conduct                                              | 10-12 |
| February  | 1.2    | Congregation Members                                         | 5     |
|           | 2.2    | Governing and Style                                          | 13-19 |
| March     | 2.0    | Responsibilities                                             | 8-9   |
|           | 4.0    | General Senior Pastor Constraints                            | 31-32 |
| April     | 3.0    | Connection Between the Board and the Operation of the Church | 24-26 |
|           | 4.2    | Privacy Issues                                               | 36    |
| May       | 3.1    | Monitoring of the Senior Pastor                              | 27-28 |
|           | 3.2    | Exceeding Senior Pastor Limitations                          | 29-30 |
| June      | 2.5    | Committees                                                   | 23    |
|           | 4.5    | Asset Protection                                             | 40    |
| July      | 4.8    | Early Learning Center                                        | 44-45 |
| August    | 4.4    | Senior Pastor/Staff Succession<br>Addendum I                 | 39    |
|           | 4.1    | Staff Issues                                                 | 33-35 |
| September | 4.6    | Communication and Support to the Board                       | 41-42 |
| October   | 4.7    | Operational Plan/Strategic Alliances                         | 43    |
| November  | 4.3    | Financial Conditions and Activities                          | 37-38 |
|           | 1.3    | The Served                                                   | 6     |
| December  | 1.0    | Mission-Vision-Values                                        | 1     |
|           | 1.1    | Strategic Goals                                              | 2-4   |
|           | 1.4    | Cost of Strategic Goals                                      | 7     |

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## Board Meeting Monitoring Form

1 2 3 The Board's time was appropriately spent on Strategic Planning (BEing) as opposed to Staff Operations (DOing).

1 2 3 Each Board member was given adequate opportunity to participate in discussion and decision-making.

1 2 3 The Board's treatment of all persons was courteous, dignified, and gracious.

1 2 3 The Board adhered to its adopted governance style (Policy Based).

Yes No a. It emphasized outward vision.

Yes No b. It encouraged diversity in viewpoints.

Yes No c. It exercised strategic leadership more than overseeing principal details.

Yes No d. It maintained a clear distinction between Board and staff roles.

Yes No e. It used collective decision-making.

Yes No f. It looked to the future.

### GOVERNANCE

1. Determining ends (what)
2. Developing and selecting leaders
3. Articulating Mission, Vision, Core Values, Strategic Goals
4. Being proactive
5. Looking at the BIG Picture
6. Staying focused on what is strategic
7. Defining long-range priorities
8. Delegating responsibility and authority
9. Establishing governance policies
10. Monitoring the whole

### OPERATIONS

1. Determining means (how)
2. Empowering staff
3. Setting Unit Purpose, Goals, Objectives, and Action Plans
4. Reacting to Strategic Direction
5. Giving attention to details
6. Focusing on the short range
7. Designing immediate plans
8. Staying accountable to delegated Responsibility
9. Establishing and carrying out procedure
10. Managing the parts

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