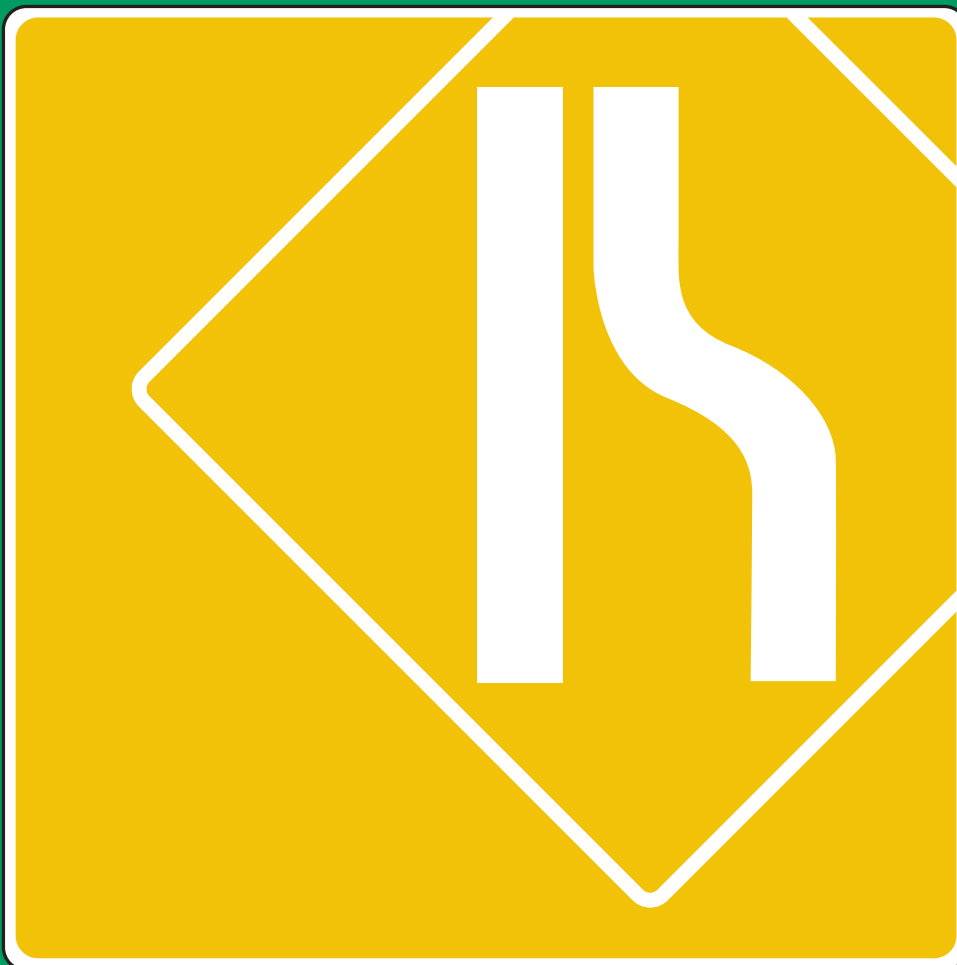


**Your Social Ministry  
Organization's**

# **Path to Affiliation**

**with the Evangelical Lutheran Church in America**



**Evangelical Lutheran  
Church in America**

God's work. Our hands.

## Preface

Welcome to *A Social Ministry Partnership: Path to Affiliation*.

We are happy that you intend to be affiliated with the Evangelical Lutheran Church in America (ELCA).

Affiliation with the ELCA entails guiding principles, commitments, expectations and processes. The Church Council and the Program Unit for Church in Society of the ELCA have endorsed *A Social Ministry Partnership* as a tool for understanding and assessing affiliation status of social ministry organizations.

The enclosed material will guide an organization which seeks affiliation with the ELCA. In addition to relating to the ELCA through affiliation, social ministry organizations granted affiliation automatically become members of Lutheran Services in America (LSA). Organizations are encouraged to be active in LSA and experience the many facets and opportunities LSA offers to social ministry organizations. LSA is the membership alliance of Lutheran social ministry organizations and two church bodies, the Evangelical Lutheran Church in America and The Lutheran Church–Missouri Synod.

I look forward to working with you in our social ministry partnership and pray God's blessing on your ministry that is so much an integral part of the mission and ministry of the Church.

The Rev. Dr. Rebecca Larson, Executive Director  
Program Unit for Church in Society  
Evangelical Lutheran Church in America  
8765 W. Higgins Road  
Chicago, Illinois 60631-4187  
1-800-638-3522  
[www.elca.org](http://www.elca.org)



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# Introduction

## Your guide to new opportunities

**W**e welcome your accompaniment as you consider entering into a relationship with the ELCA Social Ministry Organizations (SMOs) family.

The ELCA's motivation for social ministry is expressed in its Statement of Purpose:

“The Church is a people created by God in Christ, empowered by the Holy Spirit, called and sent to bear witness to God’s creative, redeeming, and sanctifying activity in the world. To participate in God’s mission, this church shall [4.02.c.] serve in response to God’s love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless and committing itself to their needs.”

A Social Ministry Partnership (SMP) is the guide endorsed by the ELCA Church Council and the Church in Society (CS) Program Unit for granting SMOs affiliation status. The document was created by representatives of Lutheran SMOs, ELCA synods and the Lutheran Church–Missouri Synod (LCMS). It provides for the ELCA to independently recognize, review and grant affiliation for SMOs. We are happy that you are considering such a relationship with us.

**In the ELCA, affiliation** designates a relationship between a separately incorporated nonprofit SMO and one or more church units (i.e. synod/congregation/ELCA churchwide organization, requiring one of these church body units to be the SMO corporate member).

ELCA affiliation:

- provides an environment in which individual ministry partners recognize and act upon potentially cooperative responses to human needs;
- supports and advances the church’s full care ministry through an intentional and mutually beneficial connection.
- presents opportunities to share the mission and work interdependently with partners who possess different strengths. Communicating openly, they plan together and support one another’s ministries. By working together, their individual ministries are strengthened and they address human needs with resources beyond what they could do alone. Creating this cooperative environment lies behind the affiliation process.
- allows each ministry partner—congregation, social ministry organization and synod—to discover and offer its own contribution, strength and opportunity for hospitality and service.
- preserves the integrity and autonomy of each ministry partner; it does not allow one ministry partner to exercise control or supervision over another.
- provides for automatic membership in Lutheran Services in America (LSA), the alliance of Lutheran SMOs, the ELCA and the LCMS.

The ELCA understands that people, finances and opportunities—brought together—enhance the mutual capacity to provide response. All involved in this partnership recognize—and act upon—the potential benefits of meeting human needs through cooperative response. The integrity and autonomy of the partnered organizations are not altered by the affiliation relationship.

You will work with CS. In order to facilitate SMOs affiliation with the ELCA and LSA, this unit is charged to develop “a comprehensive system for human services to carry out... ministry with persons in poverty and other persons with limited options and special needs.”

**To accomplish these aims, the program unit for Church in Society:**

- recommends overall policy for the church’s social ministry activity,
- establishes criteria to grant and maintain affiliation for SMOs,
- administers the ELCA’s participation in LSA through its elected members serving that organization’s board,
- maintains standards for chaplains serving in affiliated SMOs, in cooperation with the ELCA Vocation and Education (VE) unit,
- works with the ELCA Mission Investment Fund (MIF) in administrating loans to affiliated social ministry organizations, and
- supports the ELCA Office of the Secretary (OS) in maintaining a list of affiliated social ministry organizations that seek and qualify for participation in the ELCA’s group tax exemption.

As you seek and obtain affiliation, we look forward to working with you in this social ministry partnership, and pray God’s blessing on your ministry as an integral part of the Church’s mission and ministry.



# Pathfinders

## What is affiliation?

### Walking together: Charting the course

**Affiliation is the means by which the ELCA affirms that an SMO is integral to the church's mission and ministry.**

God's Spirit calls forth, forms and sends the Church into all the world to preach the Good News of Jesus Christ, to baptize and make disciples, teach what Jesus taught, and serve as Jesus served.

In response to God's love, Lutheran individuals, congregations, judicatories and SMOs seek to meet human needs, advocate for dignity and justice, and work for peace and reconciliation among all people.

As in Jesus' ministry, the church's social ministry occurs wherever human caring takes place.

This ministry of service—a part of God's mission to the broken world—is essential to the church's meaning.

**Affiliation establishes a ministry relationship for a shared mission.**

It establishes a unique and dynamic ministry relationship dependent upon mutual commitment, responsibilities and support, presuming that once affiliation has been granted it is to be a relationship that will continue into perpetuity.

An affiliating SMO commits itself to the church's social ministry mission and to the highest standards of service delivery, leadership, stewardship and mutual cooperation.

Other ministry partners celebrate this interdependent relationship, and the special role each ministry plays in the church's work, by assigning affiliate ministries their highest priority for volunteer and financial support.

**Affiliation encourages faithful stewardship.**

Based upon the Christian understanding that God owns all human and financial resources, faithful stewardship is committed to caring for those God-given resources entrusted to each affiliate. Affiliation enables growth in knowledge, effectiveness and generous response, and recognizes each ministry partner's role as an envoy of God's care and compassion.

#### Affiliation status may be granted to:

- a social ministry organization's primary ("parent") corporation/ any of its not-for-profit subsidiaries which meet all criteria as stated on page 10, Commitments of SMOs.
- social ministry organizational structures in which only a subsidiary corporation meets all criteria (in such cases, the subsidiary may be granted affiliation status even though the primary/parent corporation is not eligible for such status.

#### Affiliation status cannot be granted to:

- for-profit corporations.
- SMOs with self-perpetuating boards of directors.

## Sharing conversation: Destinations and benefits

### **Affiliation articulates an understanding between different but equal parts of the church.**

It defines where we will journey together in a relationship which maintains both the autonomy and integrity of the partners.

### **Affiliation brings wider opportunities to the ELCA and each specific SMO, including:**

- resources of health and healing from Word and Sacrament ministry, and the means to bring a touch of love to a broken, suffering world,
- service and advocacy ministry acknowledged as a shared task for the whole church,
- shared vision for ministry and appropriate mutual accountability,
- opportunity to plan together for ministry and to enter into mutual conversation with other areas of the church which share a common faith in Jesus Christ,
- relationships based on collegiality and reciprocity, capitalizing on each other's skills and capacities,
- access to financial, volunteer and prayer support from ELCA synods, congregations and their members, and
- strength, motivation and concern for assisting people at the most fractured points in life—through our love for God's Word and the Holy Spirit's empowerment.

### **The characteristics, expectations, and benefits of affiliation include:**

- publically acknowledging each other (e.g. SMO and synod) through such things as newsletters, public gatherings and special services (e.g. assemblies, CEO/chaplain installations, etc.);
- involving members of Lutheran congregations (either entirely or predominantly) as the trustees who participate in governing the SMO (Category I);
- educational opportunities for the Lutheran congregations/communities to understand the needs and assets of the populations closely related SMOs serve, and opportunities to partner with them in service;
- engagement in Lutheran theology and ELCA traditions, with specific study resources for board members and staff, in order to ground the SMO's purpose and work (see Appendix B—Resources); and
- opportunity for SMOs to participate in public policy arenas where secular and religious leaders are in dialogue; and
- a written agreement that articulates the SMO's relationship to the ELCA nationally.

# Crossroads: Choosing a path

## Types of Affiliation

### Category I Organization

#### *SMO with a Lutheran majority*

##### **Affiliated SMOs in this category:**

- 1** provide services in a manner which is consistent with the social policy documents and positions of the ELCA;
- 2** have a board of directors of which at least 51 percent are members from Lutheran congregations;
- 3** obtain endorsement or affirmation of Lutheran board members by constituent Lutheran congregations, synods, church body/affiliated social ministry organizations;
- 4** declare publicly that the organization is affiliated with the ELCA; and.
- 5** have a corporate membership that is at least 51 percent Lutheran derived from congregations, synods, or church body organizations\* which are corporately sponsored.

\* organizations sponsored by congregations/synods/associations which singly or in combination elect board members

### Category II Organization

#### *SMO with Lutheran and other Christian, other faith or secular not-for-profit participants without a Lutheran majority*

##### **Affiliated SMOs in this category:**

- 1** provide services in a manner which is consistent with the social policy documents and positions of the ELCA;
- 2** have a level of Lutheran presence on the organization's board of directors acceptable to the ELCA synod(s) and the church body;
- 3** obtain endorsement/affirmation of Lutheran board members by constituent Lutheran congregations, synods or church body/affiliated social ministry organizations;
- 4** secure endorsement/affirmation of board members representing other Christian, other faith/secular not-for-profit participants (i.e. corporate members from a duly constituted body of that group, such as a congregation, conference/judicatory or another not-for-profit community organization);
- 5** furnish evidence of Lutheran congregational participation/synodical support/historical Lutheran identity acceptable to the ELCA and its appropriate synod(s).



## Welcome to Lutheran Services in America (LSA): Your travel partners

In 1997, LSA officially began as an alliance of the ELCA, the LCMS and their SMOs.

Through LSA, the two church body's related health-and-human service organizations partner to shape a future where society will value generosity, inclusion, justice and mutual care.

Currently LSA works toward the realization that Lutheran social ministry and their SMO organizations.

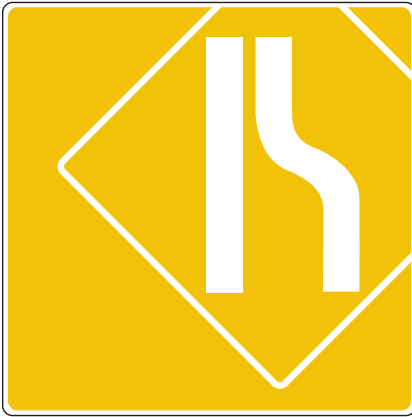
Lutheran Services in America is comprised of the two national Lutheran churches and their 300 affiliated or recognized social ministry organizations. As part of a larger network, each social ministry organization has the opportunity to give and to receive—everything from knowledge and encouragement to forms and programs. In the midst of expanding and ever-more-complex needs and opportunities, together members of LSA can find new efficiencies, new resources and new pathways to make a difference. LSA works to ensure that its members not only survive, but also are able to move into the future healthy and strong.

Together in LSA, members of the system are enabled to grow more robust and become better integrated. The expertise, experience, effectiveness and power of Lutheran social ministry organizations can be harnessed and connected for greater impact. As a participative culture, LSA uses technology and new forms of convening to learn together, to share strengths, to collaborate, to speak out, to solve problems and to seize opportunities.



LSA members believe that, with God's help, and that of so many others in their communities, they can create a movement of hope and grace can provide glimpses of the joy of generosity. LSA mobilizes others who care about justice.

LSA builds a spirit of possibility to reflect a will that shapes the future. LSA celebrates and lives out Lutheran identity in ways that invite others. LSA believes that all members can grow together to be healthy and vital organizations LSA seeks to help members grow together to link effective service with effective advocacy. LSA works to help the Lutheran social ministry system become a recognizable force of integrated, results-driven capacity harnessed to make a difference in God's name.



# Signposts

## Criteria and expectations

### Affiliated SMO governing documents and organizational policies shall commit to:

- participate with ELCA congregations, synod(s), and other affiliated social ministry organizations in responding to God's love, seeking to meet the human needs of the vulnerable and powerless, and advocating for dignity and justice for all people.
- open communication and cooperation with ELCA Lutheran congregations, synod(s), and other affiliated social ministry organizations,
- provide responsible governance, and
- exercise excellence in service, management and stewardship of all resources

### To become affiliated, the SMO is required to:

- 1 adopt a declaration of intention to be affiliated with the ELCA in accordance with all affiliation criteria and provisions,
- 2 operate as a 501(c)(3) nonprofit corporation and in compliance with all associated requirements,
- 3 confirm that endorsement/affirmation of Lutheran board members by their constituent Lutheran congregations/synods/ELCA-affiliated social ministry organizations has been obtained,
- 4 acknowledge that the organization is fully responsible for its own management and fiscal affairs, and that church affiliation shall not cause any Lutheran congregation, synod, or the ELCA to incur or be subject to the organization's liabilities or debts (including any loan or bond prospectus),
- 5 commit residual assets to the ELCA, its congregations, synod(s) or other affiliated social ministry organizations, for continuation of the organization's mission in the event of organizational dissolution,
- 6 submit for church body review any proposed governing document changes which may impact the organization's affiliation status,
- 7 verify that rotating, limited terms for board members has been established,
- 8 document that licensing by applicable governing and regulating authorities has been obtained,
- 9 sign a Letter of Agreement as presented by the ELCA-CS program unit (*see Appendix D for sample Letter of Agreement*),
- 10 join in ministry partnership reviews initiated by CS (*see Journeying Together: Partners in Ministry section beginning on page 16 for full process description*), and
- 11 agree to participate in LSA in which, by affiliating, you become a member, receiving the benefits accorded to LSA members and fully supporting its mission, including paying annual dues. (*See page 9 for LSA membership benefits.*)

## Relating to ELCA social policy documents and positions

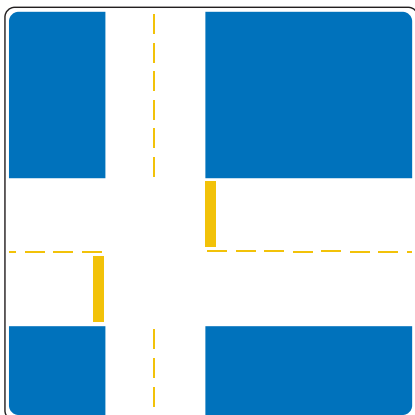
ELCA social statements are policy and teaching documents intended to inform, guide and challenge the church and its members. The following excerpts from Guiding Perspectives for Social Statements, ELCA, 1998, guide the SMO in providing services in a manner which is consistent with the social policy documents and positions of the ELCA:

- 1 Their teaching function builds upon and seeks to nurture the freedom of Christians to decide and act responsibly.
- 2 Those who represent the (ELCA) are expected to present the positions of the social statements as those of the Evangelical Lutheran Church in America.
- 3 It is expected that ELCA-affiliated agencies and institutions will develop policies and practices consistent with the principles and directives of social statements.

## Expectations of Affiliated SMOs

### The ELCA expects affiliate SMOs to:

- 1 follow a mission statement which declares the organization's purpose, directs its ministry of responding to human needs as an expression of the Gospel, and affirms the integral nature of its mission with the mission of the church.
- 2 provide services in a manner that is consistent with the social policy documents, statements/ resolutions adopted by the ELCA/synods. [See this section, # 3 above].
- 3 declare publicly that the organization is affiliated with the ELCA.
- 4 provide evidence of Lutheran congregational participation, synodical support/historical Lutheran identity which is acceptable to the ELCA and its synod(s).
- 5 develop written agreements with the synod(s) in whose areas the organization operates which clarify roles and responsibilities, and include provisions for cooperation in fund raising.
- 6 initiate an annual review of the ministry partnership with the synod(s) in whose area the organization operates.
- 7 reach an understanding with local SMOs and synods prior to establishing services in geographic areas not previously served by the organization.
- 8 exchange annual reports with the ELCA, its synod(s) and other SMOs sharing the organization's service area.
- 9 notify and consult with the ELCA and its synod(s) when a vacancy in the organization's chief executive office is anticipated or occurs.
- 10 notify the ELCA when the SMO changes name, location, deletes services or expands services to other locations.
- 11 recruit board members who understand the church's role in addressing human care and justice issues, and who have personal expertise which can contribute to the board's effectiveness.
- 12 adopt equal opportunity and affirmative action policies which promote an environment in which racial, ethnic, cultural and gender diversity is understood, respected, and observed.
- 13 adopt ethical guidelines for board members and maintain continuing alertness to ethical issues, including conflicts of interest.
- 14 develop and implement standards for effective governance.
- 15 provide regular training and education for board members on their roles and responsibilities.
- 16 evaluate the board and the organization's chief executive officer's performance on an annual basis.
- 17 establish standards for highest quality service delivery, providing for external evaluation and working toward formal accreditation by applicable accrediting agencies.



# Intersections

## ELCA commitments to affiliated SMOs

**W**ithin the ELCA, synods and synodical bishops participate with affiliated SMOs in a variety of ways. Some relationships are formal and prescribed. Others are informal/occasional (such as participating in a new chaplain's installation or attending an anniversary event.)

A more formal relationship might occur when a board seat is designated as having to be filled by the bishop of the synod in which the organization is located, or the bishop serves on the SMO board in an ex-officio capacity with the implicit responsibility for regularly being present at board meetings.

### To demonstrate its commitment to affiliated SMOs, the ELCA will:

- 1** list each in the yearbook of the Evangelical Lutheran Church in America.
- 2** commend each to synods and congregations as responsible ELCA ministry partners, deserving of ongoing financial, volunteer and prayer support.
- 3** uphold each organization's work as integral to the ministry of the ELCA in church body and synod events and in their regular and special communications.
- 4** commend the ministry of each organization to ELCA synod(s), congregations, and to society.
- 5** provide interpretation and education to the church about the nature social ministry's work.
- 6** recommend affiliates as partners to congregations seeking to address human care and justice needs in their communities.
- 7** encourage congregational involvement in the organization's ministry and programs through ongoing financial, volunteer and prayer support.
- 8** accord access to church-based grant funds for each organization.
- 9** assist in identifying dedicated, qualified Lutherans for service as board members.
- 10** promote affiliates' leaders inclusion on ELCA churchwide and synod boards, committees, task forces and study groups.
- 11** attend affiliates' gatherings.
- 12** coordinate, convene and participate in Ministry Partnership Assessments with each SMO.
- 13** take part in annual ministry reviews.
- 14** participate in, and in some cases convene, discussions concerning expansion of services into new territories.
- 15** provide ELCA social policy documents and positions which relate to service and administration in order to help establish the framework within which the SMO operates. [see previous section]
- 16** offer access to LSA Public Policy Office and the ELCA Washington Office resources to assist with the SMOs public policy and justice efforts.
- 17** facilitate the church call process when ELCA rostered personnel join affiliated organizations staff.
- 18** serve as responsible corporate members for each organization.

## **When you affiliate, who serves as ELCA Corporate Member?**

In affirming a new SMO's ministry for affiliation, the ELCA studies its governing documents to determine which church entity will serve as corporate member. It is important to the ELCA that the SMO governing board has a demonstrated link to a congregation, a group of congregations, a synod or group of synods, or the churchwide expression.

### **Synod as Corporate Member**

When the synod serves as Corporate Member, it faithfully seeks the best interest of the organization for which it has accepted this responsibility. Accordingly, the synod will participate with the SMO:

- in securing the highest level of committed board candidates,
- remaining attentive to the SMO's stewardship of its mission and human and financial resources, and by
- publicly acknowledging the integral nature of the affiliated SMO's work to the mission of the church.

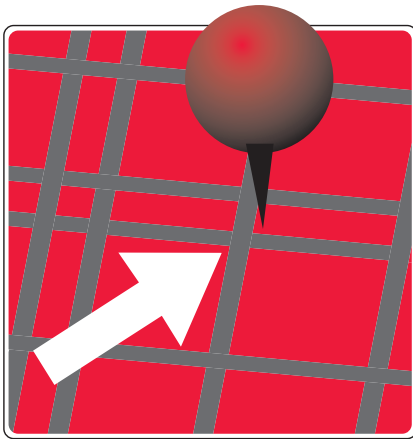
### **Congregation as Corporate Member**

When the congregation serves as SMO Corporate Member, the congregation is expected to:

- recognize the SMO as a vital part of its ministry,
- actively promote the SMO's ministry, distributing information in bulletins, newsletters, brochures and presentations.
- provide congregational delegates to attend and participate in the corporation's annual meeting.
- supply financial support for the SMO's ministry (e.g. in the congregation's annual budget, an annual appeal or special fund raiser, or through congregational auxiliary activities and individual member support).
- encourage member volunteers to participate directly in the SMO's work (e.g. through the SMO auxiliary, serving on the board or a board committee, volunteering for a specific function or an area of interest, or being the SMO advocate in the congregation.)
- pray regularly for the SMO and its ministry.

### **Combined Corporate Membership**

When an SMO's service area crosses several ELCA synods, or when a synod shares corporate membership with one or more LCMS districts (i.e. pan-Lutheran SMOs), each corporate member is expected to play an equal role in board selection and governing document review. Communication among the corporate members as well as with the SMO is critical for insuring focus on mission and maintaining access to vital information.



# Map Quest

## Beginning the Journey

For types of affiliation, see page 8.

## ELCA affiliation process

### Request for Affiliation

A letter of request for ELCA affiliation must be sent by the SMO to:

Director, Department for Social Ministry Organizations  
Program Unit for Church in Society  
Evangelical Lutheran Church in America  
8765 W. Higgins Road  
Chicago, IL 60631-4187

The following documents should be included with the request:

- The SMO Board of Director's resolution stating the intent to become affiliated with the ELCA
- Copies of the Articles of Incorporation and Bylaws.
- Copy of the 501(c)(3) letter
- SMO's Mission Statement
- Purpose or Vision Statement (if not in governing documents)
- Brief summary of the SMO's history
- Description of the SMO's programs/services and how they correlate with the ELCA
- Chart of organizational structure (i.e. parent corporation, subsidiaries, etc.)
- List of current Board(s) of Directors including board members' church body membership

- List of licensing and accrediting agencies
- Brief narrative description of programs
- Current annual budget(s)-operating and capital
- List(s) of congregations/synods acting as Corporate Members (if not explicitly listed in governing documents)
- Copy of recent newsletter/annual report
- Strategic Plan (if available)

### ELCA Response procedure

**Initial Contact with Synod:** Following review of the request letter and basic documents, church body staff will contact the bishop(s) of the appropriate ELCA synod(s) to share information, seek cooperation and secure approval to initiate the formal study process.

**On-Site Study for Affiliation:** An on-site study will be conducted by a team composed of representatives of CS, representatives from appropriate ELCA synod(s)/one or more affiliated SMOs. The on-site study goals are to gain knowledge about the SMO, discuss what affiliation entails and review commitments, requirements and expectations.

### ELCA staff recommendation

The on-site study team members will prepare a report that includes a recommendation to grant or deny affiliation status, a recommendation to grant or deny affiliation status, as well as any recommendations regarding modifications required for the SMO to be in compliance with the requirements for affiliation.

## **ELCA decision on affiliation status and letter of agreement**

In accordance with church polity, CS will review the documentation, synod endorsement(s), recommendations of the on-site study team and make a decision to approve or deny affiliation. CS will then notify the SMO and its board of this decision. Once affiliation has been granted it is assumed to be a relationship that will continue into perpetuity.

As a prerequisite to the effective date of affiliation, a Letter of Agreement will be developed and signed by the SMO and CS. [See Appendix D for sample letter.]

## **Provisional affiliation status**

One-year provisional affiliation status may be granted to SMOs which generally comply with the criteria for affiliation but need time to adjust policies and structures to do so. The process for obtaining provisional status is the same as for full affiliated status.

At any time during the provisional status, the SMO may submit documentation which shows that all criteria have been met. The church body will then decide to grant or deny full affiliation status.

If the SMO has not complied with all criteria for affiliation within one year of receiving provisional status, they must request an extension in writing. The ELCA will then either extend or discontinue the provisional status.

## **Probationary affiliation status**

An affiliated organization may be given probationary status if it no longer meets the affiliation requirements but wishes remain affiliated. Probationary status may be granted for one year while the SMO works to again meet the requirements. At the end of the year, full status will either be restored or terminated.

## **Termination of affiliation**

**By the ELCA:** When an affiliated Lutheran SMO fails to abide by the Commitments of Social Ministry Organizations (pages 2-4), in accordance with the policy of the ELCA, its affiliation status may be terminated by CS. The SMO will be notified by CS at least ninety (90) days prior to the intended action, allowing the organization an opportunity to seek a continuation of its affiliated status.

**By an SMO:** The SMO may terminate affiliation status through action of its corporate membership. If such action is under consideration, the proposed resolution for termination must be submitted to the corporate members and to CS at least sixty (60) days prior to the intended action.

## **Affiliation with the ELCA with recognition by the LCMS**

When an SMO is pursuing affiliation with the ELCA and recognition by the LCMS at the same time, ELCA and LCMS staff will work together to avoid unnecessary duplication of effort by the SMO.



# Journeying Together

## Partners in Ministry

### Maintaining the ministry relationship

#### Written Agreements and Annual/Ministry Partnership Reviews

Lying behind the design for affiliation is the ELCA's effort to create a relationship in which ministry partner:

- recognizes and responds cooperatively to human needs,
- maintains its autonomy,
- respects the integrity and does not seek to exercise control or supervision over the other, and
- provides for appropriate accreditation, complying with all licensure and regulatory requirements.

#### Cooperative environment

Written agreements and Annual and Ministry Partnership Reviews foster this cooperative environment. They:

- represent commitments of the ministry partners to meet together regularly and to work to strengthen each individual, as well as their shared, ministry,
- focus primarily upon the ministry partnership environment,
- are not regulatory.

#### Written Agreements

Written agreements identify commitments SMOs and synods make to build and maintain an effective cooperative ministry partnership. They will:

- have a format developed or selected by the participants,
- include commitments by both parties to actions which are designed to strengthen the ministry partnership,
- be reviewed and revised at SMO/synod annual ministry review meeting, and
- guide the SMO-synod relationship in the coming year.



## Annual ministry partnership review

**Annual ministry partnership reviews are intended to ensure opportunities for ministry partners to evaluate and strengthen both their partnership and individual ministries. They will:**

- be initiated and scheduled by the SMO and preferably be hosted by the synod,
- include the chief executive, selected staff and representatives of the organization's volunteer leadership,
- include the synodical bishop plus selected staff/council/committee members,
- evaluate the overall cooperative ministry partnership health,
- address all aspects of the ministry partnership, including planning, communication, and fund-raising,
- define in writing mutually agreeable commitments for the coming year, and may
- include more than one of the SMO's operating in the synod, and may
- result in a single written agreement signed by the synod and more than one SMO.

If the area of service of an affiliated SMO embraces multiple synods, church body staff may assist in coordinating the review.

### A Guide for Annual Reviews

These checklists and discussion points may help you form an Annual Review agenda.

#### In the synod relationship with the SMO Governing Board:

- how does the synod elect/appoint/endorse board members?
- does the bishop serve as a board member/ex officio member?
- how does the SMO board officially advise the synod of major policy/programs changes?
- do synod social ministry representatives/synod staff attend board meetings regularly/upon invitation/never?

#### In relating to the synod, is the SMO:

- attending/present at synod assemblies?
- invited to present to relevant synod boards/committees?
- receiving minutes of relevant synod board/committees?
- being asked to participate in the development of synod policies for social ministry?
- having their news included in synod written/electronic media reports and outreach?

#### In its financial relationship with the synod, has the SMO:

- received synodical grant awards?
- received synod endorsement for a capital funds drive?
- been carried as budget line in the synod's budget?

### **When relating programmatically:**

- are synod representatives invited to regular SMO functions and events?
- do synod staff maintain regular liaison with the SMO?
- is the SMO on the synod's regular mailing list and are representatives invited to special synod functions?
- does the SMO regularly provide the synod and its congregations information through newsletters, brochures, etc.?

### **For both the synod and the SMO:**

- what are common concerns and goals?
- what are priority areas for strengthening the Synod-SMO ministry relationship?
- what are future shared opportunities/challenges for the ministry relationship?
- what will guide the relationship of the Synod and the SMO in the coming year?
- what are specific goals to be evaluated a year from now at the Ministry Partnership's Annual Review?
- what is the date and place of next year's meeting?

### **A checklist of persons to be invited by the SMO to annual reviews:**

- Chief Executive
- Board Members
- Church Relations Officer
- Foundation Director
- Chief Financial Officer
- Program Directors
- Pastoral Care Director
- Other selected staff
- Representatives of congregational partners
- Representatives of other member entities
- Synod Bishop
- Synod social ministry committee member(s)
- Synod council member(s)

## Ministry partnership reviews

### Ensuring opportunities

Ministry partnership reviews are intended to ensure opportunities for representatives from SMOs, synod(s), and the church body to discuss the SMO's effectiveness in meeting its mission, and to evaluate and strengthen the ministry partnership. These reviews will:

- occur at predetermined intervals or when requested by an SMO, synod, or church body representative,
- be initiated and coordinated by church body staff,
- review the ministry partners' relationship, identifying areas of success and concern, and
- identify the participants' commitments for strengthening the ministry partnership and the individual ministries.

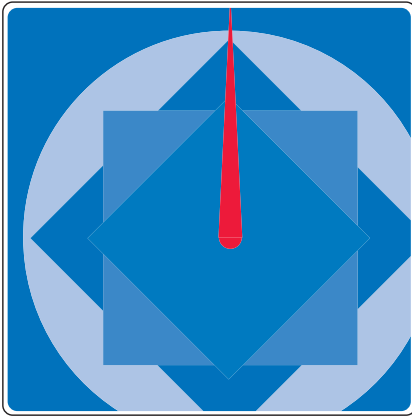
### A planning guide for full ministry partnership reviews

Please send to the ELCA one month prior to a Full Ministry Partnership Review, Governing documents for all affiliated corporations which have been updated from the last review, as well as:

- Annual Reports (essential)
- Mission Statement
- Organizational structure chart or description (e.g., parent corporation, subsidiaries, etc.)
- List of congregations or synod(s) acting as corporate members
- Current list of Board(s) of Directors including their church body affiliations
- Brief narrative description of programs
- Licensing and accrediting agencies list
- Current monthly and quarterly financial reports
- Plans (e.g., long-range, strategic)

**The following questions—and others suggested by participants—will form the agenda basis.**

- How effective is the SMO in meeting its targeted human needs?
- What is the ministry partners' relationship?
- What are particular strengths of the SMO?
- What are particular strengths of synod(s) in relationship to social ministry?
- What are areas of concern?
- How can the SMO help the ministry partnership?
- How can the synod(s) help the ministry partnership?
- How can the ELCA help the ministry partnership?
- What is the relationship with LSA? How helpful are/may its resources be for the ministry partners' relationship?
- What does this SMO have to share with other SMOs?
- How can other SMOs be of help to this SMO?
- What follow-through is planned after this review?



# Appendix

## Your Map and Navigational Tools

### APPENDIX A

### A GLOSSARY OF TERMS AND ACRONYMS

**Acronyms** used in discussing Affiliation

CS: Church in Society; ELCA unit charged with affiliation process

ELCA: Evangelical Lutheran Church in America

LCMS: Lutheran Church-Missouri Synod

LSA: Lutheran Services in America (umbrella organization for all SMOs, the ELCA and the LCMS)

MIF: Mission Investment Fund, the ELCA program unit handling affiliated SMO loan requests

OS: ELCA Office of the Secretary

SMO: Social Ministry Organizations (includes various types)

VE: Vocation and Education, an ELCA program unit

**Affiliation**—the act of becoming formally connected with another organization

**Endorsement**—official approval and public support for a nominee for an SMO board seat by one or more expressions—congregation (s) or synod(s) of the ELCA

#### **Corporate member**

- organization of persons or bodies (more than one) with an identifiable membership,

- has a membership who are bound together for a common purpose by an identifiable constitution or rules (which may be written or oral),
- is an organization where the form of association is not one which is recognized in law as being something else (for example, an incorporated body or a partnership),
- must have an existence distinct from those persons who would be regarded as its members,
- tie between the organizations need not be a legally enforceable contract,
- formal organization that participates in decision-making, based on their own constitutional element which “defines their legitimate domain, potential membership, and operational rules which would define their task of collective “interest-representation”

**Not-for-profit corporation** meets the definition of “non-profit organizations” set out in the Income Tax Act;

**Social Ministry Organization (SMO)**—a legally incorporated nonprofit 501(c)(3) organization with a constituted governing board active in providing service to persons in poverty and/or to those with limited options on behalf of one or more congregations and/or synods and/or the churchwide organization of the Evangelical Lutheran Church in America.

## APPENDIX B

# ROLE OF SYNODS AS CORPORATE MEMBERS OF LUTHERAN SOCIAL MINISTRY ORGANIZATIONS

Within the ELCA synods and bishops participate with social ministry organizations (SMOs) in a variety of ways, some of them quite informal and occasional while other relationships are formal and prescribed. Participation in the installation of a new chaplain or attendance at the one-hundredth anniversary dinner are of the occasional variety. A more formal relationship might occur when a board seat is designated as having to be filled by the bishop of the synod in which the organization is located, whether in an ex-officio capacity with or without full vote. The responsibility for being present at board meetings on a regular basis is implicit. The highest level and most formal way in which a synod participates in an SMO is by being the sole corporate member or part of a group of corporate members.

Corporate membership is the highest level of involvement because in reality “member” is equivalent to “owner.” According to A Social Ministry Partnership which details the criteria which a Lutheran entity must meet in order to be considered affiliated with the ELCA, the term “corporate member” means “An entity entitled to exercise the membership rights of participation in the election of board members and approval of changes to the organization’s governing documents.”

When the ELCA affirms the ministry of a new SMO through affiliation the governing documents are scrutinized to determine which expression of the church carries the responsibility for serving in the role of corporate member. It is important to the ELCA that the governing board of the SMO has a demonstrated link to a congregation, a group or congregations, a synod or group of synods, or the churchwide expression. We do not affiliate SMOs where organizational boards are self-perpetuating because we view the board as crucial to maintaining the mission of that social ministry. The synod’s mission and the SMO’s mission are interrelated and integral to each other. Therefore, the primary role of the synod as corporate member is to select all board members or endorse the nomination of a significant portion of them. Active membership in a Lutheran congregation is stipulated for board members in the affiliation criteria. It is hoped that the selection of board candidates can involve mutual dialog between the synod and

SMO about qualifications. It is also hoped that all parties are seeking persons with special gifts and a vocation for board service. The synod staff and council should know the people selected for such board service on your behalf. Responsibility for timely action to fill board vacancies lies with the corporate member. A vacancy weakens the board particularly in this era when smaller boards are deemed to be more efficient.

The second role of the synod as corporate member is to approve those portions of the governing documents - Articles of Incorporation and By-Laws - which detail the expectations and obligations of the corporate member. Approval would be required when the corporation is being established and approval for changes in these sections is key every time change is proposed. The affiliation criteria require that the ELCA also review proposed changes. Timely response to requests for approving changes and attention to the nature of the proposed changes are both quite important. Maintaining a current file on each SMO for which the synod serves as Role of Synods as Corporate Members of Lutheran Social Ministry Organizations corporate member is strongly urged.

Two significant provisions required of all entities that become affiliated are related to declarations of fiscal responsibility and plans in the event of a dissolution. In both these sections of the Articles and By-laws the corporate member is named. The ELCA requires that the church in all its expressions be declared exempt from responsibility for the SMO’s liabilities. Such a provision is not an ironclad guarantee of exemption from all quests for deeper pockets in the event of debts or lawsuits filed to address other grievances. However, having such a provision holds up before the board, the staff, and the corporate member the accountability for regular and frequent exchange of information about pending situations in which new liability might be assumed and in which liability is alleged from external sources. In the description of the distribution of remaining assets following a dissolution mention is frequently made of reversion to one or more expressions of the church. This may include the naming of a synod whether or not it is a corporate member. It is in the synod’s best interests to be aware of such presumptions

since in some instances what might appear to have been an asset may bring with it a set of problems and liabilities.

When several synods form the combined corporate membership of an SMO that crosses synod lines or when a synod shares corporate membership with one or more LCMS districts in the case of pan-Lutheran SMOs each corporate member is expected to play an equal role in board selection and governing document review. Communication among the corporate members is as critical as communication with the SMO to insure access to vital information and maintenance of the focus on mission.

Faithful corporate members seek the best interest of the organization for which they have accepted this responsibility. They fulfill this responsibility outlined in A Social Ministry Partnership by participating with the organization in securing the highest level of committed board candidates, by ensuring that they remain attentive to the SMO's stewardship of its mission and its resources—human and financial, and by publicly acknowledging the integral nature of the work of affiliated SMOs to the mission of the church.

### **Corporate membership background**

“Incorporation is a concept that grew out of the Christian theological principle of the Corpus Christi, the ‘body of Christ,’ a way in which the Christian church has traditionally defined itself... The concept of the Corpus Christi was used by the thirteenth-century Pope Innocent IV to form local parish corporation in England... The concept of an organization with a collective membership of natural persons whose life continued beyond that of any one natural person was in place before the advent of Christianity.” (emphasis added) [pp. 2-3], (Everson, H. (The Corporate Person, 1998).

Everson also commented, “If the corporation is that artificial person defined by law, then the governing board of the corporation is that artificial person defined by law, then the governing board of the corporation is the embodiment/incarnation of that artificial person. The board - which exists by authorization of the corporate members - is the actual living, breathing, thinking, acting, flesh-and-blood entity that represents the corporate owners, members, and stakeholders who comprise and surround the corporation. In turn, the members limit their control and agency by conferring them to the board. They delegate the board to act on their behalf. Since it exists at the will of the corporate members who elect it, the board is

therefore understood by the state to be the ultimately responsible person. [p. 5] He concludes with this observation, “The church would do well to rediscover its corporate heritage and its involvement in the development of the not-for-profit corporation, and from that history reclaim its understanding of what it means to live and work corporately as one body.” [p. 7]

The decision on whether or not to have members has significant implications, according to the National Center for Nonprofit Boards in a guide to creating bylaws (1997). Some nonprofit corporations have a category of members who “govern the corporation by electing the board of directors.” A few states require nonprofit corporations to have at least one member. One way to meet this requirement is to specify an affiliated nonprofit corporation as a member. Although most states require that the articles of incorporation state whether there will be members, some states allow the bylaws to stipulate whether the organization will have members and the qualifications necessary for members, as well as the relations, rights, and duties of the members to each other and to the organizations. When stipulating these qualification, the organization may include among the categories that of corporate member. Because of the importance and frequency of issues relating to members, the categories of members and their related voting rights, even if stated in the articles of incorporation, should be reiterated in the bylaws. (See model language in attached reprint from A Social Ministry Partnership.)

According to Board Source, formerly known as the National Center for Nonprofit Boards, governance issues arise when an organization is growing or contracting. In the contracting or dissolving situation especially the framework for making these decisions is the by-laws which should be kept consistent with the current needs of an organization. The most current version of these by-laws must be kept on file by each of the corporate members so that their constituents can be aware of their position vis a vis that of the nonprofit for which they serve this important function.

Nationally recognized nonprofit board expert John Carver prefers the term “moral owners” over “corporate members.” The relationship of the organization to moral owners according to Carver may be typified by these statements:

1. Owners are those on whose behalf the board is accountable to others (in the case of ELCA synods—to the members of that synod);

2. Owners are a special group of stakeholders, similar to stockholders in an equity corporation
3. The board's trust relationship to owners supercedes its relationship with staff;
4. Fidelity to those in whose name mission is created is dominant over fidelity to the current mission, since mission is a continuing creation of the board itself.

Carver goes on to speak of linkage with moral owners as attitudinal, statistical, and personal. The board of an SMO would do well to educate itself regarding values of the moral owner and act under the influence of those values.

Concomitantly, the moral owner needs to be aware of the goals and strategies by which the SMO and its board are pursuing mission fulfillment. The board is responsible to report to its owner regarding its stewardship of mission and its resources.

Through affiliation a unique and dynamic ministry partnership is established which is dependent upon mutual commitment, responsibilities and support. As Bishop Gregory Pile recently said, "It is not a matter of church versus SMO—one being better or stronger or more important in the relationship than the other. It is a matter of the Almighty empowering us as Church so that we might be open to the bountiful opportunities and endless possibilities that the Gospel in its freedom gives us."

The three guiding principles of affiliation are

1. A Shared Mission, implying a ministry of service in response to God's love;
2. A Ministry Partnership in which each part of the church's ministry finds its place and through which each is strengthened by the other; and
3. Faithful Stewardship which recognizes God's ownership of all human and financial resources (from *A Social Ministry Partnership*, 1997).

Seven requirements are set for governing documents of ELCA-affiliated social ministry organizations total seven. All seven deal with some aspect of the relationship between the SMO and the expression of the church to which it has some measure of accountability, in some cases synods, in many cases congregations or groups of congregations and in three cases with the churchwide expression. These seven requirements are:

1. Declaration of intent to be affiliated
2. Lutheran corporate and board membership
3. Endorsement of board members
4. Rotating, limited terms
5. Declaration of fiscal responsibility
6. Changes to governing documents
7. Dissolution (See *A Social Ministry Partnership*, Appendix 3, pp. 12-13).

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3/10/03

#### BIBLIOGRAPHY

- A Social Ministry Partnership*. (1997). Division for Church in Society—ELCA and Board for Human Care and World Relief—LCMS. [www.elca.org/dcs](http://www.elca.org/dcs)
- Everson, Harold (1998). *The Corporate Person: The nature of volunteer boards, their culture, and corporate personality*. Augsburg Fortress.
- Skjegstad, Joy (2002). *Starting a Nonprofit at Your Church*, The Alban Institute.
- Zeitlin, K. A. and Dorn, S. E. (1997). *The Nonprofit Board's Guide to Bylaws: Creating a Framework for Effective Governance*. National Center for Nonprofit Boards.

## APPENDIX C

# GOVERNING DOCUMENTS and SAMPLE LANGUAGE

### Governing document requirements explained

To review types of affiliation and SMO Lutheran corporate membership guidelines, please see Section I-C. Note: The SMO's governing documents will reflect its commitment to the church by requiring that a portion of its corporate membership be composed of Lutheran congregations, synod(s), the church body, and/or affiliated social ministry organizations. Provision in the by-laws and in agreements with other Christian, Other Faith/Secular not-for-profit participants will be made for these organizations to be involved in the selection of those board members relate to them.

#### A. Selection of Board Members

Selection of board members by a church-related partner or partners assists the SMO in sustaining and perpetuating its Lutheran identity and mission.

In a **Category I Organization**—with corporate members—the corporate members will elect at least a majority of the corporation's board of directors. The balance of the board may be elected by the board itself, with consideration given to specific skills and abilities required to meet the organization's governance needs. The exact percentage of members elected by the board will be determined by the specific needs of the SMO and consideration of its traditions.

In a **Category II Organization**—with corporate members—Lutheran presence on the board directors must be acceptable to or endorsed by the organization's Lutheran corporate members. This may be done by:

- direct election by Lutheran corporate members,
- nomination of Lutheran board candidates by Lutheran corporate members, or
- pre-election approval of a slate of Lutheran candidates.

In both Category I and Category II Organizations—where corporate members (e.g., congregations, judicatories, associations) elect board members—Lutheran board of directors' members must be acceptable to or endorsed by Lutheran ministry partners. This may be done by nomination or pre-election approval by Lutheran ministry partners.

#### B. Rotating, limited terms

The social ministry organization must establish rotating, limited terms for board members.

The length and number of individual terms will be established and defined by each board.

#### C. Changes to governing documents

The organization's governing documents must state that proposed changes to the organization's governing documents must be acted upon by the corporate members or—where not-for-profit organizations do not have corporate members—that body which elects the board of directors.

Any proposed changes to the governing documents which are related to the requirements for affiliation must be reviewed by CS. This review will result in advising the organization's board of directors on how the proposed changes may affect the SMO's affiliation.

#### D. Dissolution

In event of dissolution, the organization will commit residual assets to the ELCA, its congregations, synod(s), other Lutheran 501(c)(3) organizations, or other 501(c)(3) organizations for the continuation of the organization's mission in the event of dissolution.



## Sample language for governing documents

The sample language in this addendum contains some generic suggestions culled from documents of social ministry organizations. Each SMO, in consultation with its legal council, will draft specific governing document language to fit the needs and laws applicable to its situation. Note: When the SMO intends to affiliate with the ELCA and be recognized by LCMS it is necessary that the governing documents state both church body names.

The sample language corresponds with Governing Document Requirements. The numbers noted in parentheses refer to their discussion in sections previous sections above.

### Request for Affiliation (Declaration of Intent) (see page 10)

It is the intent of [corporate name of SMO] to be affiliated with the Evangelical Lutheran Church in America and function in accordance with church body criteria and provisions; OR

[Corporate name of SMO] will maintain affiliation with....

This language may be used in an article of the governing documents titled “Church Relationships.”

## Selection of Board Members (Lutheran Corporate and Board Membership) (see page 13)

Note: In the samples below, “member(s)” or “corporate member(s)” shall mean “an entity entitled to exercise the membership rights of participation in the election of board members and approval of changes to the organization’s governing documents.” For example, “member(s)” or “corporate member(s)” may refer to persons on the board of directors.

**Category I Organizations** which have corporate members may include a portion or combination of these samples:

The members of this corporation shall be [name(s) of corporate member congregation(s)], the majority of which shall be Lutheran. OR

The members of this corporation shall consist of Lutheran congregations of the Evangelical Lutheran Church in America and other congregations who from time to time are invited and elect to become members of this corporation. At all times the majority of congregations holding corporate membership shall be Lutheran. OR

The majority of the members of this corporation shall be the Synod(s) of the Evangelical Lutheran Church in America. OR

The majority of the members of this corporation shall be [name of affiliated SMO or association of Lutheran affiliated SMOs]. OR

The (A) member(s) of this corporation shall be the churchwide expression of the Evangelical Lutheran Church in America or its successor, through its Program Unit for Church in Society. At all times the majority of corporate members shall be Lutheran. OR

The member(s) of this corporation shall be [name(s) of SMO(s) affiliated with the Evangelical Lutheran Church in America.

**For definitions of Category I and II organizations, see page 8.**

**Category II Organizations** which have corporate members may include a portion or combination of these samples (noting that the proportion of Lutheran corporate membership shall be acceptable to the ELCA/Synod(s) of the ELCA.)

The members of this corporation shall consist of [names of congregations, at least one of whom shall be a member of the Evangelical Lutheran Church in America]. OR

The members of this corporation shall consist of [names of church body judicatories, at least one of whom shall be a Synod of the Evangelical Lutheran Church in America]. OR

The members of this corporation shall consist of [names of national church bodies, or an association of national church bodies, including the churchwide expression of the Evangelical Lutheran Church in America]. OR

The member(s) of this corporation shall consist of [name(s) of organizations, at least one of whom shall be affiliated with the Evangelical Lutheran Church in America.

**Category I Organizations** in which not-for-profit corporations have no corporate members separate from the board of directors may use this sample:

The majority of membership (corporate membership) which elects the Board of Directors shall be composed of persons who are members of ELCA congregations, one of more ELCA congregation(s), synod(s), the ELCA, and/or affiliated social ministry organization(s).

Category I Organizations may include one or a combination of the possibilities noted above. If the members who elect the Board of Directors are solely persons who hold membership in Lutheran congregations, it is necessary that each Lutheran person's board membership be endorsed. (See Endorsement of Board Members below.)

**Category II Organizations** in which not-for-profit corporations have no corporate members separate from the board of directors may use the following sample:

\_\_\_\_\_ percent of the membership (corporate membership) which elects the Board of Directors shall be composed of persons who are members of ELCA congregations, one or more ELCA congregation(s), synod(s), the ELCA, and/or affiliated social ministry organization(s).

Category II Organizations may include a portion of or a combination of the possibilities noted above. The percentage of Lutheran membership must be acceptable to the synod(s) and/or the church body. If the Lutheran percentage of membership which elects the Board of Directors is composed solely of persons who hold membership in Lutheran congregations but do not represent judicatories or affiliated social ministry organizations, it is necessary that each Lutheran person's board membership be endorsed. (See Endorsement of Board Members below.)

### **Number of Board Members Who Must Hold Membership in a Lutheran Congregation** (see page 8)

**Category I Organizations** sample:

]The majority of the board of Directors of [name of social ministry organization] shall be members of Lutheran congregations.

**Category II Organizations** sample:

\_\_\_\_\_ percent of the Board of directors of [name of social ministry organization] shall be members of Lutheran congregations. The percentage of Lutheran on the Board of Directors must be acceptable to the synod(s) and/or the church body.

**For definitions of Category I and II organizations, see page 8.**

## Endorsement of Board Members

(see page 8)

### Category I Organizations sample:

The corporate member(s) will elect at least a majority of the Board of Directors of [name of social ministry organization].

**Category II Organization** language pertaining to the Board of Directors may include a portion of or a combination of the following samples:

- The Synod(s) of the Evangelical Lutheran Church in America and/or the congregation(s) of the ELCA and/or the ELCA shall elect/appoint its/their representatives to the Board of Directors of [name of the social ministry organization]. OR
- Lutheran candidates for the Board of Directors shall be nominated by the Evangelical Lutheran Church in America (ELCA) or [the \_\_\_\_ synod(s) of the Evangelical Lutheran Church in America and the ELCA.] OR
- Lutheran candidates nominated for the Board of Directors shall, prior to the election, be endorsed by the Synod(s) of the Evangelical Lutheran Church in America [and-or] the congregations of the ELCA, [and-or] the ELCA.

**Category II Organization** language pertaining to the Board of Directors must also include a section that addresses election/appointment/endorsement of that portion of the board which represents other church body/bodies/other faith groups/community organizations. This involves ascertaining having obtained the endorsement/affirmation of those board members representing other Christian, other faith/secular not-for-profit participants/corporate members from a duly constituted body of that group, such as a congregation, a conference/judicatory, or another not-for-profit community organization.

## Rotating, Limited Terms

(see page 10)

One-third of the members of the Board shall be elected each year for a \_\_\_\_-year term. No member may serve more than \_\_\_\_ successive terms. OR

One-half of the members of the Board shall be elected every two years for a \_\_\_\_-year term. No member may serve more than \_\_\_\_ successive terms.

## Declaration of Fiscal Responsibility

(see page 10)

A statement of financial responsibility as well as a corporate liability disclaimer must be included in the governing documents. A sample statement of each is below.

[Name of social ministry organization] itself shall be solely responsible for the management and fiscal affairs of the corporation and for the payment of any debts and liabilities incurred by the corporation. OR

Affiliation status with the Evangelical Lutheran Church in America shall not cause the ELCA in its churchwide, synodical or congregational expressions to incur or be subject to the liabilities or debts of the corporation or its subsidiaries/affiliates (including any loan or bond prospectus).

For definitions of Category I and II organizations, see page 8.

## Changes to Governing documents (see page 10)

Proposed changes in the Articles of Incorporation, Constitution, or Bylaws that relate to affiliation with the Evangelical Lutheran Church in America will be submitted to the corporate members for their approval. The same proposed changes will be submitted to the ELCA Program Unit for Church in Society for review prior to action by members of the corporation. Other proposed changes will be reported and acted upon by the membership as provided in the governing documents. OR

No amendment pertaining to the intent to be affiliated with the Evangelical Lutheran Church in America; to board membership and/or endorsement of board members; to responsibility for management of fiscal affairs; to the corporate liability disclaimer; to changes in governing documents relating to ELCA affiliation; or to dissolution/merger/change in the structure of the corporation shall be effective until approval has been received from the corporate membership. The same proposed amendment shall be submitted to the ELCA Program Unit for Church in Society for review prior to action by members of the corporation.

## APPENDIX D

# SAMPLE LETTER OF AGREEMENT BETWEEN AN SMO AND THE ELCA

Dear Members of the Board and CEO:

We are pleased to inform you that the Evangelical Lutheran Church in America's Program Unit for Church in Society has approved your organization's affiliation with the Evangelical Lutheran Church in America (ELCA). The ELCA's document, A Social Ministry Partnership, together with the appendices and any amendments or additions to that document, forms the basis for your affiliation with this church. The ELCA is pleased to recognize your organization's ministry as contributing to the mission of this church to:

Serve in response to God's love to meet human needs, caring for the sick and the aged, advocating dignity and justice for all people, working for peace and reconciliation among the nations, and standing with the poor and powerless and committing itself to their needs. [ELCA Constitution 4.02.c.]

In furtherance of your ministry, the Program Unit for Church in Society agrees to carry out the "Commitments to Social Ministry Organizations" as stated in A Social Ministry Partnership, and you agree to carry out the "Commitments of Social Ministry Organizations" as also described in that document. In particular, you agree that your organization is solely responsible for its management and fiscal affairs and for the payment of any debts or liabilities incurred by your agency. You specifically agree not to cause any Lutheran congregation, synod, church body, or other affiliated organization to incur or be subject to your agency's liabilities or debts.

Based upon these understandings, we welcome you to a church that in its three expressions, and together with other affiliated institutions and agencies, promises to:

Lift its voice in concord and work in concert with forces for good, to serve humanity, cooperating with church and other groups participating in activities that promote justice, relieve misery, and reconcile the estranged. [ELCA Constitution 4.03.g.]

To signify your understanding of the basis for your organization's affiliation with the ELCA, please sign both copies of this Letter of Agreement and return one executed copy to us.

God's blessings.

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Executive Director, Program Unit for Church in Society

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Board Chair

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Chief Executive Officer, Name of Organization

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Date