



**CONSTITUTION AND BY-LAWS**

**ZION LUTHERAN CHURCH**

Beecher, Illinois

Adopted 11/25/03

## PREAMBLE

Whereas the Word of God demands that a Christian congregation not only conform to the Word of God in doctrine and practice (Psalm 119:105; Galatians 1:6-8; II Timothy 4:1-5), but also that all things be done decently and in order (I Corinthians 14:40); therefore we, the members of Zion Lutheran Church of Beecher, indicate our concurrence with the following articles and the manner in which our congregational affairs, spiritual and material, shall be conducted.

### 1.0 Name

The name of this congregation shall be: Zion Lutheran Church of Beecher, Will County, Illinois.

### 2.0 Mission

The mission of this congregation shall be to seek the honor and glory of the Triune God, to carry out God's will, to manifest the unity of our faith in Jesus Christ as God and Savior, to preserve purity of doctrine, to spread the kingdom of God and to foster Christian fellowship and love, by the preaching of the Word of God, by the administration of the Sacraments, and by the religious instruction of all its members, according to the confessional standard of the Evangelical Lutheran Church (Section 3.0).

### 3.0 Confessional Standard

- 3.1. This congregation accepts and acknowledges all the canonical books of the Old Testament and the New Testament as the revealed and inerrant Word of God, verbally inspired, and submits to them as the only infallible authority in all matters of faith and practice.
- 3.2. This congregation acknowledges and accepts all the confessional writings of the Evangelical Lutheran Church, contained in the Book of Concord of the year 1580, as true unaltered statements and genuine expositions of the doctrine of the Word of God. These confessional writings are the three Ecumenical Creeds (Apostles', Nicene, and Athanasian), the Unaltered Augsburg Confession, The Apology of the Augsburg Confession, the Smalcald Articles, Luther's Large and Small Catechisms, and the Formula of Concord.

### 4.0 Membership

- 4.1. The membership of this congregation includes the following:
  - 4.1.1. *Baptized* members are all who have been baptized with water in the name of the Triune God and who are under the spiritual care of the Pastor of this congregation, including the children and any others who have not yet been confirmed, through the consent of one or both parents in the case of children who have been baptized with water in the Triune God in another Christian congregation.
  - 4.1.2. *Communicant* members are those baptized members who have been confirmed in our Lutheran faith, have accepted the

confessional standard of Section 3.0 of this Constitution, are familiar at least with the contents of Luther's Small Catechism, and are not members of organizations whose principles and conduct conflict with the Word of God.

4.1.3. *Voting* members are communicants who have reached the legal age as specified in the By-Laws and who have been received by the Voters' Assembly.

#### 4.2. Reception of Members

4.2.1. Baptized members are received through the sacrament of Holy Baptism with water, through transfer, or with the consent of one or both parents or guardians in the case of children who have been baptized in another Christian congregation.

4.2.2. Communicant members are received through the following as approved by the Board of Elders and subsequently by the Voters' Assembly:

4.2.2.1. Through the rite of confirmation,

4.2.2.2. Through transfer from a sister congregation,

4.2.2.3. Through confession of faith or reaffirmation of faith.

4.2.3. Eligible communicant members may be received as voting members upon application for such privilege, upon approval by the Voters' Assembly, and upon signing this constitution.

#### 4.3. Duties of Members

4.3.1. All members of the congregation shall conform their entire lives to the Rule of God's Word, and to that end make diligent use of the means of grace, exercise faithful stewardship of God's many gifts and talents, impart and accept fraternal admonition as the need of such admonition becomes apparent, and be readily available for service in the Kingdom of Christ within and beyond the congregation. All members shall submit for the sake of love and peace to the regulations already made and still to be made by this congregation and its boards, provided they do not conflict with the Word of God. All voting members shall attend the meetings of the Voters' Assembly regularly, participate in the work of the congregation and willingly accept responsibilities according to their ability

#### 4.4. Termination of Members

4.4.1. Membership shall be terminated by transfer to a sister congregation, by death, by joining a congregation outside the fellowship of this congregation, by excommunication, or by self-exclusion.

4.4.2. Communicant members who conduct themselves in an un-Christian manner shall be admonished according to Matthew 18:15-20; if they remain impenitent after proper admonition, they shall be excommunicated. Each case shall be presented individually to the Voters' Assembly for a decision. A three-fourths vote by the voters present shall be required for excommunication. The person so excluded (excommunicated) shall forfeit all rights of a member. If such members deliberately

absent themselves from the meeting(s) at which their case is to be discussed, they shall be regarded as having excluded themselves from the membership of the congregation and shall forfeit all rights of a member. When an excommunicated person repents of his sins and is willing to amend, he shall be received again into membership, according to 2 Corinthians 2:5-11.

## 5.0 Authority of the Congregation

- 5.1. The Voters' Assembly shall be the governing body of this congregation and shall be empowered to administer and manage all its affairs. The establishment and conduct of all organizations and societies within the congregation or directly related to it shall be subject to the approval and supervision of the Voters' Assembly.
- 5.2. All matters shall be decided by a majority vote of the Voters' Assembly unless otherwise specified by this constitution or bylaws. Matters of doctrine and conscience shall be decided only on the basis of the Word of God.
- 5.3. The right of calling pastors, principals, or teachers or others that are eligible for a call shall be vested in the Voters' Assembly and shall not be delegated otherwise.
- 5.4. The Voters' Assembly shall have authority to exclude any communicant member according to Matthew 18:15-20.

## 6.0 The Offices of Pastor and Teacher and Others Eligible for a Call

- 6.1. This congregation shall establish the pastoral office, which shall be conferred only on such a pastor or candidate who professes and adheres to the confessional standard set forth in Section 3.0 of this constitution, who is qualified for his work, who has been endorsed by the Synod, and who is a member of the Synod.
- 6.2. The same shall apply to called principals, called teachers or any other called personnel.

## 7.0 Removal From Office

- 7.1.1. Any pastor, called principal, called teacher, other called personnel, or officer may be removed from office by the Voters' Assembly by a two-thirds majority ballot vote, in Christian and lawful order for one of the following reasons: persistent adherence to false doctrine, scandalous life, willful neglect of duties, or inability to perform the duties of the office.
- 7.1.2. The Voters' Assembly may, by two-thirds ballot vote of those present, request the resignation of any called worker (pastor, teacher, etc.) or officer from his or her position in the congregation in the case of prolonged incapacity or general incompetence.

## 8.0 Officers and Boards

- 8.1. The officers of this congregation shall be such officers, boards, or committees as the By-Laws of this Constitution may prescribe.
- 8.2. Congregational officers or committees, whether elected or appointed, shall have no authority beyond that which has been conferred upon them, and whatever authority may have been delegated to them may at any time be altered or revoked.
- 8.3. This congregation shall have the following officers and boards in addition to any committee which the congregation shall authorize from time to time.
  - 8.3.1. Officers
    - 8.3.1.1. Chairman
    - 8.3.1.2. Vice-Chairman
    - 8.3.1.3. Secretary
    - 8.3.1.4. Treasurer
  - 8.3.2. Church Council
  - 8.3.3. Boards
    - 8.3.3.1. Board of Elders
    - 8.3.3.2. Board of Trustees
    - 8.3.3.3. Board of Finance
    - 8.3.3.4. Board of Christian Day School
    - 8.3.3.5. Board of Parish Education
    - 8.3.3.6. Board of Stewardship/Outreach

## 9.0 Synodical Membership

This congregation shall hold membership in The Lutheran Church - Missouri Synod as long as this Synod remains true to the Word of God and the Lutheran Confessions as set forth in Section 3.0. It shall send its pastor(s), called teachers, and a lay delegate to the district conventions of the Synod, unless otherwise excused.

## 10.0 Division

- 10.1. If at any time a division should take place on account of doctrine, or any other reason, the property of the congregation and all benefits connected therewith shall remain with those communicant members who continue to adhere in confession and practice to Section 3.0 of this Constitution.
- 10.2. In the event the congregation should totally disband, the property and all rights connected therewith may by majority of the existing communicant membership be transferred to that District of The Lutheran Church – Missouri Synod of which the congregation has been a member at the time of disbanding, if the district so accepts.

## 11.0 Doctrinal Conformity

Only such hymns, prayers, and liturgies shall be used in the public services of the congregation and in all ministerial acts as conform to the confessional standard of Section 3.0.

## 12.0 Amendments

- 12.1. As long as this congregation is a member of the Lutheran Church - Missouri Synod (see section 9.0), the Constitution and By-Laws of this congregation must be approved by the board of directors of the synodical district to which it belongs. Therefore, before any amendments are proposed to the Voters' Assembly, the district polity commission will first be contacted for their advice and approval.
- 12.2. All amendments to the provisions of this constitution shall be presented at two regular meetings of the Voters' Assembly including the meeting at which the proposed amendment is to receive action.
- 12.3. Due notice of the fact that a vote will be taken shall be given to all voting members of the congregation through announcement on two successive Sundays prior to the vote.
- 12.4. Sections 2, 3, 7, 10, 11 & 12 shall be unalterable. Any changes in other sections shall not destroy the essential meaning of the same.
- 12.5. An affirmative vote of two-thirds majority of the voters present is secured
- 12.6. The approved amendment will be submitted to the district polity commission. When the district board of directors grants their approval, the amendment will be in force.

## 13.0 By-Laws

This congregation may adopt such Constitution By-Laws as may be required for the accomplishment of its purpose. This congregation may also adopt additional By-Laws (such as the Endowment Fund By-Laws).

### **By-Laws**

#### 1.0 Voters' Assembly

- 1.1. Membership
  - 1.1.1. A communicant member, 18 years of age or older, may become a voting member of this congregation, provided such person is received at the conclusion of the meeting of the Voters' Assembly by majority vote of the voting members present, and signs the Constitution and By-Laws of this congregation.
- 1.2. Meetings
  - 1.2.1. Regular meetings of the Voters' Assembly shall be held in the odd numbered months.
  - 1.2.2. Special Meetings
    - 1.2.2.1. A special meeting of the Voters' Assembly may be called by the pastor, the chairman of the congregation, or the Church Council by publicly announcing the date, place, and purpose of such meeting. Such meeting shall be publicly

announced on two successive Sundays prior to the time of such meeting.

1.2.2.2. For Synodical membership, for the purchase of property, for the erection of buildings, or for the removal from office of a pastor, principal, teacher, other called personnel, or official of the congregation, such meeting shall be publicly announced on two successive Sundays prior to the time of such meeting.

1.2.2.3. Quorum

1.2.2.3.1. The voters present at a properly called meeting shall constitute a quorum to do business.

1.2.2.4. Order of Business

1.2.2.4.1. The meetings of the Voters' Assembly shall be conducted in accordance with the Constitution and By-Laws and shall include an opening devotion, approval of the minutes of the previous meeting, roll call or registration, reception of new baptized and communicant members, transfer, and/or release of members, reports and recommendations of officers, Church Council, Boards, standing committees with action thereon, unfinished business, other business, reception of new voting members and adjournment with devotional close.

1.3. In questions or parliamentary procedure not covered by this Constitution and By-Laws, the latest edition of Roberts Rules of Order may be considered.

## 2.0 Officers

The officers of this congregation shall consist of a chairman, a vice-chairman, a secretary, a treasurer, and members of the duly authorized boards. Only voting members shall be eligible to hold these offices. However, only male voting members may be elected to the following offices: Chairman, Vice-Chairman, and Board of Elders.

## 3.0 The Church Council

3.1. Membership

3.1.1. The Church Council shall consist of the chairman, the vice-chairman, the secretary, and the treasurer of the congregation, the chairman and the secretaries of the duly authorized boards (or their representatives from the respective boards). A called pastor(s) and a called principal of the Christian Day School shall be ex-officio members of the Church Council with full rights and privileges to vote. The vice-chairman of the congregation shall be the chairman of the Church Council.

3.2. Meetings

3.2.1. The Church Council shall meet in regular session on the week preceding the regular Voters' Assembly and as needed. The pastor or any four members of the Church Council may call special meetings by personally informing each member of the

council of the time and place of such meeting at least 24 hours in advance.

### 3.3. Duties

3.3.1. It shall be the duty of the Church Council to consider and discuss all matters pertaining to the general welfare of the congregation, to review all reports, to present recommendations to the congregation, and to propose the annual budget. The Church Council shall act in matters committed to it by the Voters' Assembly. The Board of Elders shall have a minimum of ten elected members by the Voters' Assembly and all other boards shall have a minimum of five elected members by the Voters' Assembly. The Church Council shall have the right to change the size of each board as needed with the approval of the Voters' Assembly. In cases of emergency it shall have power to act in behalf of the congregation between meetings of the Voters' Assembly.

## 4.0 Procedure in the Calling of Pastor, Principal, Teacher and any Others Eligible for a Call

### 4.1. Nominations and Elections

4.1.1. When a pastor, principal, teacher, or any others eligible for a call are to be called, every member of the congregation shall have the opportunity and privilege of making one or more recommendations to the Church Council for a called position. The congregation may also ask the Synodical District for recommendations.

4.1.2. The Church Council shall be responsible for establishing a call and/or screening committee.

4.1.3. The list of candidates shall then be publicly announced to the congregation on two successive Sundays or by mail at least one week before the meeting at which the call is to be extended. Barring any sustained protest, the candidates shall become eligible for calling at any subsequent properly called meeting of the Voters' Assembly. The election shall proceed by ballot. A three-fifths majority of all ballots cast shall be required to elect. The election may be made unanimous.

4.2. Teachers on the faculty of the Christian Day School other than called teachers, shall be engaged by the Voters' Assembly on recommendation of the Board of Christian Day School. Their contract may be terminated, upon recommendation of the Board of Christian Day School by majority vote of the Voters' Assembly.

## 5.0 Nomination and Election of Officers

### 5.1. Procedure in Nomination and Election of Officers

5.1.1. A nominating committee shall consist of one appointed member from each of the duly authorized boards. The chairman of the congregation shall appoint a nominating committee chair who may or may not be a member of another board. The nominating committee shall present a slate of candidates at the March



meeting of the Voters' Assembly. Any board or voting member may propose names to the nominating committee. The slate proposed by the nominating committee shall normally consist of two names for each office. Additional nominations may be made from the floor, provided the nominee is present at said meeting or has given his written consent. The committee shall notify nominees for office prior to the March meeting. Valid excuses for not accepting a nomination may be honored in the March meeting.

- 5.1.2. The nominating committee shall then prepare the ballot for the election to be held in the May meeting. All officers shall be elected by a majority ballot vote. The officers-elect shall assume their respective duties on August 1. They shall be inducted into office in a public service of the congregation. In case of a vacancy in an elective office, the Voters' Assembly shall elect a successor recommended by the Church Council to fill the unexpired term at the next regular meeting, and the officer elected shall assume office immediately. The Voters' Assembly may terminate one's office for non-participation upon a recommendation by that respective board.

#### 5.2. Term of Office

The chairman, the vice-chairman and the secretary of the congregation are elected for a term of two years. The treasurer, the members of the Board of Elders, the Board of Trustees, the Board of Finance, the Board of Christian Day School, the Board of Parish Education, and the Board of Stewardship/Outreach are elected for a term of three years. The terms of the members of the official boards shall be so arranged that an approximate equal number of each be elected every year. Officers elected for a term of two years may succeed themselves twice. Officers elected for a term of three years may succeed themselves once. However, when the respective terms expire, officers may be eligible for nomination to another office. A person may hold up to two elected offices.

#### 5.3. Conflict of Interest

No person shall serve on a board that has direct supervision over that individual or a member of his/her immediate family.

### 6.0 Duties of Officers

#### 6.1. Chairman

- 6.1.1. The duties of the chairman shall include presiding at all meetings of the Voters' Assembly, appointing committees according to the instructions of the By-Laws or the resolutions of the Voters' Assembly, and responsibility for seeing that the resolutions of the Voters' Assembly are carried out.

#### 6.2. Vice-Chairman

- 6.2.1. The vice-chairman shall perform the duties of the chairman in his absence, his disability, or at his request. He shall serve as the chairman of the Church Council.

#### 6.3. Secretary

- 6.3.1. The secretary shall record the proceedings of the Voters' Assembly, register all members attending the meeting, and

submit the minutes for adoption at the following regular meeting. The secretary shall be the custodian of all church records pertaining to the secretary's office and at the expiration of the secretary's term of office shall deliver them to the secretary's successor. The secretary shall perform such other duties as may be delegated to them. The voters' secretary shall also serve as the Church Council secretary.

#### 6.4. Treasurer

6.4.1. The treasurer shall disburse the funds of the congregation in accordance with its resolutions and under the directions of the Board of Finance. Items which remain the same from month to month, such as salaries, may be approved by the Board of Finance by a standing motion, and the treasurer shall not require further authorization. All other items shall be disbursed only with the written order of at least two members of the Board of Finance, or by their signature on the invoice. The treasurer shall prepare and submit to the Board of Finance each month a statement of all receipts and disbursements. The treasurer shall be an exofficio member of the Board of Finance.

#### 6.5. Board of Elders

6.5.1. The Board of Elders shall consist of at least ten, or more if needed, members elected by the Voters' Assembly. The board shall elect annually its own chairman and secretary. The chairman and secretary, or their appointed representatives, shall appear at Church Council meetings. The board shall be authorized to appoint annually such officers and committees (e.g., members of the diaconate, visitation committee, and music committee, etc.) as are necessary to carry out its duties, subject to the ratification of the Church Council.

6.5.1.1. The basic objectives of the board shall be the spiritual welfare of all staff and congregational members, individually and collectively, the supervision of everything pertaining to the congregational worship, church doctrine, and church discipline. That the objectives of this board may be carried out, the following responsibilities are assigned to the Board of Elders:

6.5.1.1.1. Admonish members who are neglecting the means of grace and who fail to share in the support of congregational endeavors.

6.5.1.1.2. Direct and supervise the visitation of newly received members, and work with the Board of Stewardship/Outreach in making every effort to bring them into the life and work of the congregation.

6.5.1.1.3. Supervise the music for all services and cooperate with the organist, the choir director, and choir members in maintaining high standards for all services.

6.5.1.1.4. Appoint a head usher and assistant head usher, with appointments to be reviewed annually by the Board of Elders, and help them recruit other

ushers. Supervise the work of the ushers and cooperate with them in maintaining proper church decorum at all services.

- 6.5.1.1.5. Supervise the altar guild and encourage the members to achieve the objectives of their organization.
- 6.5.1.1.6. Supervise the publications of the congregation and encourage the dissemination of Christian literature.
- 6.5.1.1.7. Assist the pastor in visiting the sick, comforting the depressed, looking after the needs, and asking support for them when they need help.
- 6.5.1.1.8. Assist the pastor(s) in maintaining high standards and guidelines for all services.
- 6.5.1.1.9. Assist the pastor in supervising the work of pastor(s), vicar(s), deaconess, and church office secretary, etc.

#### 6.6. Board of Trustees

6.6.1. The Board of Trustees shall consist of at least five, or more if needed, members elected by the Voters' Assembly. The board shall elect annually its own chairman and secretary. The chairman and secretary, or their appointed representatives, shall appear at Church Council meetings. The board shall be authorized to appoint annually such officers and committees (e.g. building committees, building fund treasurer, etc.) as are necessary to carry out its duties, subject to ratification by the Church Council.

6.6.1.1. The basic objective of the board is to supervise the church property. That the objective of this board may be carried out, the following responsibilities are assigned to the Board of Trustees:

- 6.6.1.1.1. Have the custody and control of the corporate property and make such rules as it may deem expedient for the maintenance and improvement of the church property. Upon proper authorization by the Voters' Assembly the Board of Trustees may sell, mortgage, lease, or otherwise convey and dispose of the property of the congregation.
- 6.6.1.1.2. Present its approved budget expenditures to the Board of Finance monthly.
- 6.6.1.1.3. Sign legal documents, make contracts relating to church property, and represent the congregation in legal matters when necessary.
- 6.6.1.1.4. Supervise and direct the work of the custodian(s) and authorize the purchase of all equipment and supplies necessary for the efficient operation of the church and school office.

#### 6.7. Board of Finance

6.7.1. The Board of Finance shall consist of at least five, or more if needed, members elected by the Voters' Assembly. The congregational treasurer shall also be an exofficio advisory member of this board. The board shall elect annually its own chairman and secretary. The chairman and secretary, or their appointed representatives, shall appear at Church Council meetings. The board shall be authorized to appoint annually such officers and committees (e.g., financial secretary and assistants, Special Funds Treasurer, a committee of tellers, etc.) as are necessary to carry out its duties, subject to the ratification by the Church Council.

6.7.1.1. The basic objectives of this board are to initiate programs for the development of good financial practices in the compensation of Zion's workers, payment of bills and management of the general fund, special funds and investments in order to ensure the financial stability of the congregation. That the objectives of this board may be carried out, the following responsibilities are assigned to the Board of Finance:

- 6.7.1.1.1. Be concerned about the welfare of the pastor(s), other called workers, teachers, and other employees (adequate compensation, vacation, free time, assistance in times of illness) and to that end specifically review these items once a year, in cooperation with other appropriate boards and make recommendations to the Church Council.
- 6.7.1.1.2. Annually prepare a God-pleasing budget based on anticipated receipts and projected expenses with solicitation of information by appropriate boards. The financial plan is to be presented to Church Council, for adoption by the Voters' Assembly.
- 6.7.1.1.3. Be concerned, together with the treasurer, for safe deposit and recording of all funds, monthly remission of offerings for missions and church agencies, prompt payment of salaries as authorized by the congregation and monthly expenditures presented as approved by the appropriate boards.
- 6.7.1.1.4. Evaluate the receipts and expenditures of the congregation regularly, and share this evaluation with the members of the congregation.
- 6.7.1.1.5. Annually review the financial planning procedures of the congregation in conjunction with the treasurer and recommend to the congregation any necessary improvements or revisions.
- 6.7.1.1.6. Administer the Endowment Fund of Zion Lutheran Church as outlined in the By-Laws of that fund.
- 6.7.1.1.7. Establish and maintain accounting policies that are consistent with Biblical teaching and generally accepted practices.

6.8. Board of Christian Day School

6.8.1. The Board of Christian Day School shall consist of at least five, or more if needed, members elected by the Voters' Assembly. The board shall elect annually its own chairman, secretary, and financial officer. The chairman and secretary, or their appointed representatives, shall appear at Church Council meetings. The board shall be authorized to appoint annually such officers and committees as are necessary to carry out its duties, subject to ratification by the Church Council.

6.8.1.1. The basic objectives of the board shall be to develop a Christian philosophy of education for the Christian Day School, and exercise oversight of the Christian Day School. That the objectives of this board may be carried out the following responsibilities are assigned to the Board of Christian Day School:

- 6.8.1.1.1. Cooperate with the principal and the pastor(s) in the supervision of the Christian Day School, approve the curriculum and textbooks in use, strive to secure the enrollment of all children of the congregation for the school according to principles consistent with good Christian educational practice, and make every effort to maintain the highest standards in the field of Christian elementary education.
- 6.8.1.1.2. Foster and encourage a program of in-service teacher training for the purpose of maintaining a high level in instructional competence among the faculty members of the Christian Day School.
- 6.8.1.1.3. The financial officer shall assist the congregational treasurer and be responsible for the non-congregational budget items of the Christian Day School. Financial reports shall be provided to the Board of Finance annually and upon request.

6.9. Board of Parish Education

6.9.1. The Board of Parish Education shall consist of at least five, or more if needed, members elected by the Voters' Assembly. The board shall elect annually its own chairman and secretary. The chairman and secretary, or their appointed representatives, shall appear at Church Council meetings. The board shall be authorized to appoint annually such officers and committees (e.g., Sunday School Superintendent and Officers, Youth Committee, etc.) as are necessary to carry out its duties, subject to ratification by the Church Council.

6.9.1.1. The basic objective of this board shall be to plan and administer the total educational program of the congregation, exclusive of the Christian Day School, and to determine policies, to select personnel, and to direct and supervise its program. That the objectives of this board may be carried out, the following responsibilities are assigned to the Board of Parish Education:

- 6.9.1.1.1. Assist the superintendent in the supervision of the Sunday School, provide the best materials available for Christian instruction of the Sunday School pupils, assist the officers of the Sunday School in maintaining an adequate teaching staff and, in general, do all that is possible to increase the effectiveness of this agency.
- 6.9.1.1.2. Foster and encourage a program of in-service teacher training for the purpose of maintaining a high level of instructional competence among the faculty members of the Sunday School.
- 6.9.1.1.3. Encourage the development of a Bible Class  
Supervise all societies of the congregation and encourage the officers and leaders of these various groups to increase the effectiveness of their organization as an agency of Christian education.
- 6.9.1.1.4. Establish a program of youth activity sponsored by the congregation, that the programs of the youth organizations contribute to the spiritual edification of the participants, and that every effort be made to enroll all the young people in the congregation in the Church's youth program.
- 6.9.1.1.5. Promote and supervise other educational agencies within the parish which would enlarge the opportunities of the congregation in the field of Christian education.
- 6.9.1.1.6. Program in the congregation and do all that is possible to increase the participation of the congregation in organized Bible study.

#### 6.10. Board of Stewardship/Outreach

6.10.1. The Board of Stewardship/Outreach shall consist of at least five, or more if needed, members elected by the Voters' Assembly. The board shall elect annually its own chairman and secretary. The chairman and secretary, or their appointed representatives, shall appear at church council meetings. The board shall be authorized to appoint annually such officers and committees as are necessary to carry out its duties, subject to ratification by the Church Council.

6.10.1.1. The basic objectives of this board shall be to initiate programs for the development of good stewardship attitudes in the members of the congregation in regard to time, talents, and treasures; to provide for the training and utilization of members of the congregation for the work of Christ's Kingdom; to bring the Gospel to the unchurched; and to enlist all of God's people in the work of spreading the Gospel. That the objectives of this board may be carried out, the following responsibilities are assigned to the Board of Stewardship/Outreach:

- 6.10.1.1.1. Study the Scriptural principles regarding the total stewardship calling of the Christian as a member of his family, as a neighbor, citizen, and as a congregation member and regularly share these insights with congregation members with such things as training courses, workshops and the like.
- 6.10.1.1.2. Work with the Board of Elders in contacting and encouraging new members for service to the congregation.
- 6.10.1.1.3. Maintain a program to discover and enlist for Kingdom service the talents God has given members, old and new, young people and adults.
- 6.10.1.1.4. Encourage the Gospel-motivated practice of joyous, worshipful, liberal, proportionate, first-fruits giving in response to received blessings and recognized needs
- 6.10.1.1.5. Foster support for missions and charities through an ongoing program of mission information and education.
- 6.10.1.1.6. Maintain a visitation program with the goal of presenting the Gospel.
- 6.10.1.1.7. Seek to utilize evangelism resources of LCMS programs.
- 6.10.1.1.8. Emphasize evangelism in and through auxiliary organizations of the congregation.
- 6.10.1.1.9. Be concerned for those moving into the community and for those (both members and prospects) moving into other areas. Use all means available for maintaining such contacts.

#### 6.11. Ex-Officio Members

- 6.11.1. A called pastor(s) shall be an exofficio member (with voting rights) of all boards and committees of the congregation.
- 6.11.2. A called principal and a called church worker assigned by the pastor may have the privilege to attend all meetings of all boards and committees of the congregation as an exofficio advisory member.
- 6.11.3. The chairman may have the privilege to attend all meetings of all boards and committees of the congregation as an exofficio advisory member.
- 6.11.4. The congregational treasurer shall be an exofficio advisory member of the Board of Finance.

## 7.0 Coordinating Council

The pastor(s), the principal of the Christian Day School, the chairman of the congregation, the chairmen of all boards, and the chairmen of all auxiliary organizations in the congregation shall constitute the Coordinating Council. It shall meet annually at the call of the pastor to review the parish program for the year in order to effect good coordination among all departments of the congregation, draw up the church calendar, and clear all meeting dates for the various groups within the church. Ordinarily, the Coordinating Council will meet

in the summer after the various boards and church organizations have prepared a tentative program of activities for the ensuing year.

## 8.0 Committees

- 8.1. The committees of the congregation shall include:
  - 8.1.1. an auditing committee, consisting of three members (none of whom shall be a member of the Board of Finance) appointed by the chairman. The auditing committee shall make an audit of the books and records of the treasurer(s), of the financial secretary(s), and of such other financial records the audit of which the Voters' Assembly may assign to it. It shall make its report to the Voters' Assembly at the earliest possible date after the close of the fiscal year.
  - 8.1.2. such other committees as may be authorized by the Voters' Assembly, the members of which shall be appointed by the chairman of the congregation, unless a different method of selection is authorized by the voting members.

## 9.0 Endowment Fund By-Laws

- 9.1. Name
  - 9.1.1. This congregation shall have an Endowment Fund. The fund shall be called Zion Lutheran Church Endowment Fund. It shall be one of the funds of this congregation.
- 9.2. General Purpose
  - 9.2.1. This fund's purpose shall be to receive gifts and bequests and to use them for the mission and ministry of Zion Lutheran Church - Missouri Synod, its districts, seminaries, colleges, institutions or agencies.
  - 9.2.2. Both the principal and income from unrestricted gifts and bequests to the fund are to be used for the purposes, projects and programs recommended by the Board of Finance.
    - 9.2.2.1. Use of principal must be approved by a two-thirds majority of the Voters' Assembly.
    - 9.2.2.2. Use of income may be approved by a simple majority of the Voters' Assembly.

In either circumstance use of the funds must be consistent with the purposes, projects and programs as defined in the GENERAL PURPOSE, Section B.9.2.1. for which this fund has been established. None of the income or principal from unrestricted gifts shall be distributed to the congregation's operating budget.

- 9.2.3. Gifts and bequests may be made on special terms or conditions or containing limitations or directions as to the investment or use of the substance of the gift, or the use of accumulation of the income therefrom, provided that such are acceptable to Zion Lutheran Church. The Board of Finance shall submit at the next meeting of the Voters' Assembly its recommendation on the acceptability of such a gift or bequests. The acceptance of such a gift shall be by a simple majority of the voting members present and voting at a duly called and constituted meeting of the Voters' Assembly.



### 9.3. Duration

9.3.1. The Zion Lutheran Church Endowment Fund shall continue in existence and be used as herein above provided, unless earlier revoked, so long as Zion Lutheran Church shall continue to exist. If Zion Lutheran Church should cease to exist, then the assets constituting the fund when Zion Lutheran Church ceases to exist shall become the property of a successor Lutheran Church of the Missouri Synod or, if no successor Lutheran Church of the Missouri Synod then it shall become the property of the Lutheran Church - Missouri Synod Foundation (except that any and all properties held by the fund upon special conditions, restrictions or limitation shall continue to be subject to the conditions, restrictions or limitations upon which such properties are held.) If Zion Lutheran Church dissolves, it shall at such time of dissolution, have the right and duty to determine the existence of a successor Lutheran Church of the Missouri Synod, if any, providing such successor Lutheran Church qualifies as an exempt organization under the Internal Revenue Code, and Zion Lutheran Church shall execute the necessary documents to effect such transfer.

### 9.4. Governing Board and Officers

9.4.1. The Board of Finance shall promote and manage the fund. The Endowment Committee of the congregation shall be responsible for receipts to and disbursements from the fund, shall maintain complete and accurate books of account, and shall provide at least annually, a written financial report of the fund to the Voters' Assembly.

9.4.2. The Board of Finance may ask other members of the congregation to serve as advisory members and may employ, at the expense of the fund, such professional counseling on investments and legal matters as it deems to be in the best interest of the fund.

9.4.3. The Board of Finance shall maintain complete and accurate books of account and may employ such professional help as it deems necessary in this connection.

9.4.4. No member of the Board of Finance shall engage in any self-dealing or transactions with the fund in which the member of the Board of Finance has direct or indirect financial interest and shall at all times refrain from any conduct in which his personal interests would conflict with the interest of the fund.

### 9.5. Duties

9.5.1. The Endowment Committee shall, at least annually, render a full and complete account of the administration of the fund during the preceding year.

9.5.2. Gifts and contributions, from any individual, firm or corporation, in money, in securities, or in any other form of property, including, by way of explanation and not in limitation, direct gifts for the purpose of the fund, gifts in memory of any deceased person or in appreciation or recognition of any living person, gifts in the form of

a devise or bequest under will or trust instrument, and gifts or proceeds or portions of proceeds of insurance, annuity, or endowment policies or contracts, may be received by the fund at any time.

- 9.5.3. Means for acknowledging the receipt of each gift and contribution shall be established and maintained, including whenever feasible, a designation of the value ascribed to each gift.
- 9.5.4. Gifts and contributions may be made upon special terms or conditions or containing limitations or directions as to the investment – or use of the substance of the gift, or the use of accumulation of the income, provided that such are acceptable to Zion Lutheran Church. Separate identification and recording shall be made of all transactions with respect to any such special or restricted gift or gifts.
- 9.5.5. All funds and property shall be kept and maintained separate, distinct and independent from the funds and property otherwise belonging to the church. However, the Board of Finance shall in no event be required to make physical segregation of the assets of the fund in order to conform to the directions of any individual donors, but may establish separate accounts in its accounting records.
- 9.5.6. The Endowment Committee is to inform the members of the congregation of the purpose of the fund, and may periodically arrange for members of the congregation to meet with professional counselors in the area of charitable giving, wills bequests, insurance, etc.

#### 9.6. Powers

The manager of the fund, whether the fund is managed by the Board of Finance or whether the fund is delivered to a professional organization outside of the congregation for management and administration, shall have the following powers and authority:

- 9.6.1. The property constituting the corpus of the fund shall be invested and reinvested in any kind of property (whether real or personal, tangible or intangible, and/or domestic or foreign) including but not limited to, securities, real estate, oil, gas and other natural resources and/or accounts or certificates of banks or other lending institutions, and each investment shall be managed and protected in accordance with the principals herein established. In exercising the authority granted in this section, the decisions with respect to investment shall be guided by the concept of the prudent investor whose investment purpose includes both income and capital appreciation and shall not otherwise be restricted by any law, rule or custom (1) requiring safety of corpus as a primary consideration, (2) regarding investment in income producing property, or (3) requiring diversification of investments. It is further understood that any part or all of the fund may be invested in obligations of the Lutheran Church Extension Fund - Missouri Synod, St. Louis, MO (or the district's Church Extension Fund). In amplification, but not limitation, of the foregoing, authority is granted:

- 9.6.1.1. to acquire interests in property by purchase, lease, rental, or other method; to sell, option, exchange, redeem or convert any property interests; and to rent or lease property of the fund;
- 9.6.1.2. to exercise all rights and privileges accruing to a holder of securities, including all voting, conversion, subscription and pre-emptive rights; to deposit any securities with, delegate discretionary power to, and participate, cooperate and contract with, as a member or otherwise, any protective committee of security holders; and to effectuate any merger, consolidation, dissolution, reorganization, or financial adjustment of the issuer of any securities and/or transfer, demise, or encumbrance of any of its properties;
- 9.6.1.3. to manage and/or develop any real property owned, leased or otherwise held by the fund; to erect, repair, remodel, reconstruct, demolish or remove buildings or other improvements on it; to partition or subdivide it; to dedicate all or any part of it to public or semipublic use, and to grant easement or other charges with respect to it;
- 9.6.1.4. to abandon any property interest deemed worthless or of insignificant value;
- 9.6.1.5. to borrow money from any source, to encumber property of the fund and to repay any loan due by the fund;
- 9.6.1.6. to foreclose any mortgage, lien, or other encumbrance and to purchase the encumbered property, whether through foreclosure or private arrangement;
- 9.6.1.7. to establish and maintain, out of income, depreciation, depletion and/or amortization reserves;
- 9.6.1.8. to maintain a portion of all property constituting the fund in liquid or nearly liquid form, even though little or no income is earned thereon;
- 9.6.1.9. to use income or corpus funds (irrespective of their derivation) for any purpose of the fund and with respect to any property of the fund (irrespective of the income, if any, it produces) even if such funds are derived from the sale of or income from other property of the fund or from a loan (from income or an outside source) using such other property as security.
- 9.6.2. Without limiting the authority otherwise conferred, the following additional authority is hereby granted to be exercised as is believed to be in the best interest of the fund:
  - 9.6.2.1. to accept and receipt for any Inter Vivos, testamentary or other transfer of property to the fund;
  - 9.6.2.2. to hold property, and to negotiate and execute documents on behalf of the fund, in the name of the fund or in the name of a nominee(s) without disclosing any fiduciary relationship to anyone;
  - 9.6.2.3. to allocate between income and corpus (in cases where reasonable doubt of the applicable law exists) in equitable proportions, any money or other property received, and any loss or expenditure incurred;

- 9.6.2.4. to vote, or refrain from voting, securities having voting privileges, and to give any type of proxy (with or without voting directions) to vote the same;
- 9.6.2.5. to make division or distribution of property held in the fund (whenever directed to do so) either in kind or in cash, or partly in kind and partly in cash and for such purpose to set values upon any property of the fund;
- 9.6.2.6. to protect the fund and its property by insurance against damage, loss or liability;
- 9.6.2.7. to establish checking account(s) in which may be deposited income and/or corpus cash; and
- 9.6.2.8. to employ, at the expense of the fund, attorneys, investment counsel, brokers, custodians of assets, and other agents and employees.

10.0 Amendments

- 10.1. These By-Laws may be amended in a regular meeting of the Voters' Assembly by a two-thirds majority of all voting members present, provided the proposed change has been announced in a previous regular meeting of the Voters' Assembly.