

**Constitution
and
By-Laws**

Zion Lutheran Church

**Beaver Township, Bay County
Auburn, Michigan 48611**

2011

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Constitution of Zion Lutheran Church
1557 W. Seidlers Road, Auburn, Michigan 48611
Beaver Township, Bay County

Revised and Adopted: January 3, 2011

Approved:

Preamble

According to the Word of God (I Corinthians 14:40; Colossians 2:5) all things shall be done decently and in order in a Christian congregation, and since our forefathers have given a good example in the setting up of Christian order and constitution, therefore also we, the members of Zion Lutheran Church of Auburn, Michigan, Beaver Township, Bay County, set forth by present document signed by ourselves, the Constitution and By-Laws, in accordance with which our congregational affairs, spiritual and material, shall be conducted.

Article I – Name

The official name of this congregation as listed in the original articles of incorporation shall be **Evangelical Lutheran Zion Congregation U.A.C.*** of Beaver Township, Bay County, Michigan. This congregation commonly uses the name Zion Lutheran Church of Auburn, Michigan.

*U.A.C. is the Unaltered Augsburg Confession

Article II – Purpose

The purpose of this congregation shall be to provide spiritual care for its members; to teach the Word of God and administer the Sacraments in conformity with Christ's institution; to provide for the Christian training of the young and to extend the Kingdom of God by performing the works of Christian Missions.

Article III – Confessional Standard

This congregation acknowledges and accepts all the canonical books of the Old and New Testament as the inspired Word of God, and all the Symbolical Books of the Evangelical Lutheran Church contained in the Book of Concord of 1580 A.D. as a true and sound exhibition of Christian doctrine taken from and in full agreement with the Holy Scriptures; and in this congregation no doctrine shall be taught or tolerated, which is in variance with the Symbolical Books of the Evangelical Lutheran Church.

These Symbolical books are:

1. The three Ecumenical Creeds: The Apostolic, The Nicene, and The Athanasian.
2. The Unaltered Augsburg Confession.
3. The Apology of the same.
4. The Smalcald Articles.
5. The Treatise on the Power and Primacy of the Pope
6. Luther's Small Catechism.

7. Luther's Large Catechism.
8. The Formula of Concord.

According to the doctrines set forth in these confessions, all doctrinal controversies which may arise in this congregation shall be decided and adjudicated.

Article IV – Membership

1. Qualifications for Membership

Only such may be and remain members, hold office, or enjoy the rights and privileges of membership in this congregation as:

- a. Are baptized in the Christian faith.
- b. Accept all the canonical books of the Old and New Testament as the only divine rule and standard of faith and conduct.
- c. While they may yet perhaps be deficient in the knowledge of all the Lutheran Symbols, are familiar at least with Luther's Small Catechism and Unaltered Augsburg Confession and declares their acceptance thereof.
- d. Lead a Christian life and abstain from the manifest works of the flesh, Gal. 5:19-21 (*"Now the works of the flesh are evident: sexual immorality, impurity, sensuality, idolatry, sorcery, enmity, dissensions, divisions, envy, drunkenness, orgies, and things like these. I warn you, as I warned you before, that those who do such things will not inherit the kingdom of God."*)
- e. Submit for the sake of love and peace to the regulations already made, or still to be made, by this congregation, provided they do not conflict with the Word of God, and suffer brotherly admonition when having erred or offended.
- f. Are not a member of any secret society (lodge) or any other organization inconsistent or conflicting with the Word of God.

1. Duties of Members

- a. It shall be the duty of all members to attend divine services with due regularity.
- b. It shall be the duty of every communicant to frequently attend Holy Communion.
- c. It shall be the duty of every member of this congregation to contribute according to their ability toward the maintenance of the Church and School, the work of missions, pastors' and teachers' salaries, and in general to assist in bearing all the financial needs of the congregation as God has blessed them.
- d. It shall be the duty of all members with children, that they be brought up in *"the discipline and instruction of the Lord."* (Ephesians 6:4) and to this end, besides teaching them the Christian faith at home, provide them the best possible opportunities for Christian training and instruction in such Schools as the congregation is able to maintain, so that all children may be properly confirmed and prepared for full membership in the Church.

2. Transfer of Membership and Loss of Rights

- a. Members in good standing wishing to leave our congregation to join another Lutheran Congregation which is in fellowship with us will be given transfer papers. Those leaving our Lutheran fellowship to join another Lutheran denomination not affiliated with us will be granted a release.
- b. Members who have been transferred or removed from the congregation lose all rights respecting congregational property.
- c. Manifest and impenitent sinners, who are excluded by the congregation, forfeit as long as they do not repent, Absolution and Lord's Supper, all claims upon the property of the congregation as such or upon any part thereof, such as the privilege to vote in a meeting of the congregation. They shall not be sponsors at baptisms, but they are not excluded from hearing the Word of God.
- d. When excommunicated persons repent of their sins, they shall be received again into membership according to II Corinthians 2:5-11.

Article V – Suffrage

1. Only such members of the congregation as have completed their eighteenth (18th) year shall be entitled to vote.
2. Only such members who have completed their twenty-first (21st) year and have held membership for one year shall be eligible to hold an office in the congregation, except, only such male members who have completed their twenty-first (21st) year and have held membership for one year shall be eligible to hold the office of Chairman, Vice-Chairman, or Elder in the congregation.
3. It shall be the duty of every member, if possible, to attend the Meetings of the Voters' Assembly. By failing to attend a meeting, a Member waives the right of casting his vote during such a meeting.

Article VI – Powers Vested in the Congregation

1. Supreme Powers

- a. The congregation through its assembly of voters has supreme power and shall decide all matters relating to the Church and Church affairs.
- b. The Chairman, Vice-chairman, Secretary and Treasurer, having been duly elected, shall function as the corporate officers and shall act as trustees, representing the Congregation in all legal matters, holding in trust the property of the Congregation and acting on behalf of the Congregation on all matters, according to this constitution or a proper resolution of the Voter's Assembly. These officers shall sign all contracts and other legal documents on behalf of this Congregation.
- c. The admission and excommunication of Church members, the calling of pastors and teachers; likewise, the electing of all other officials is the duty and business of the congregation and shall not be delegated to minor bodies.
- d. Any officer, pastor, or teacher may be discharged from office in Christian order by the congregation through Voters' Assemblies and the only valid reason for such discharges are:

- i. Continued adherence to false doctrine.
 - ii. Disorderly life.
 - iii. Willful neglect of official duties.
 - iv. Inability to perform duties of office.
- e. Excommunication of a member may occur only after the steps of Church discipline according to Matthew 18: 15-20 have been adhered to; a unanimous vote shall be required by those in attendance to make and excommunication valid.

2. Delegation of Power

- a. The Congregation through its Voters' Assembly may authorize an individual or a committee to act in its name. All decisions or enactments of such an individual or such a committee, however, shall always be subject to revision by the Voters' Assembly.
- b. No decision or enactment of an individual or a committee shall be valid unless the individual or the committee has received the authority by a special resolution of the Voters' Assembly.

3. Limitation of Power

Not even the Voters' Assembly shall be empowered to order, enact, or decide anything contrary to the Word of God and symbolical books of the Evangelical Lutheran Church, and any such ordinance, enactment, or decision shall be null and void.

Article VII – The office of the Public Ministry

1. Only such Pastors in harmony with Synodical structure and regulations shall be called by this congregation. Such Pastors shall be in accord with the confessional standard of this congregation (Article III), having been prepared for their work and possess adequately the qualifications of a Pastor as enumerated in Timothy 3: 1-6.
2. All Pastors must be elected by a majority vote of the voting members present, such an election subsequently having been made unanimous.
3. The above also applies to the calling of teachers for the Christian Day School.

Article VIII – Calling Pastors or Teachers

The right of choosing and calling Pastors and other LCMS rostered church workers shall ever be invested in the Voters' Assembly of the congregation and shall never be delegated to an individual or to a minor body or circle within the congregation.

Article IX – Property Rights of the Congregation

A total dissolution of this congregation is not permissible as long as five of its voting members desire continuance. If at any time a separation should take place in this congregation on account of doctrine, the property of this congregation and all the benefits therewith connected shall remain with those members who shall continue to adhere to Article III of this Constitution.

Article X – Doctrinal Literature

Only such hymns, prayers, and liturgies shall be used in the public service of the congregation and in all ministerial acts as conform to the confessional standard of Article III. Likewise, in all classes or instruction in Christian doctrine only such books shall be used as conform to this standard.

Article XI – Christian Education

1. It shall be the solemn duty of members of this congregation as have the parental care of children of school age to send them to either the Christian Day School or Junior Confirmation Class in preparation for communicant membership.
2. All members and their children are urged to participate in the Bible Classes and Sunday School programs as well as any other Christian educational opportunities offered by the Church..

Article XII – Synodical Membership

1. This congregation shall hold membership in The Lutheran Church Missouri Synod, as long as said Synod abides by its confessional standard (Article III) and does not interfere with the rights and privileges of this congregation. In all doctrinal and religious disputes, the congregation shall be and remain the highest tribunal. The congregation shall send its Pastor(s), other LCMS rostered church workers and a lay delegate to the District Convention of Synod.
2. It shall be the duty of this congregation and its individual members to support the work of Synod, since they thereby support their own Christ-appointed work.

Article XIII – By Laws

This congregation may adopt such by-laws as the accomplishment of the purpose of its organization may demand.

Article XIV – Amendments

Amendments to this Constitution must be made in writing and may be made at any regular meeting of the Voters' Assembly provided that the amendment has already been submitted in a previous regular meeting and that two-thirds of the members present cast their vote in favor of such amendment. The meeting to decide on a proposed amendment shall be announced in the two preceding Sunday Service Bulletins with reference made to such proposals. No revision, alteration, or repeal shall be made which conflicts with Holy Writ and the symbolical books of the Evangelical Lutheran Church mentioned in Article III.

The By-Laws

Article I - Admission to Communicant Membership

1. Anyone publicly confirmed in this congregation as a child or an adult shall be a communicant member.
2. Any person desiring admission to communicant membership, and coming with a letter of transfer from some recognized orthodox Lutheran Congregation, shall present such letter to the Pastor to be submitted to the Board of Elders, who shall recommend acceptance or rejection to a subsequent Voter's Assembly and this body shall act upon the application.
3. Applicants for communicant membership not hitherto affiliated with a recognized orthodox Lutheran Church, and such as should desire reinstatement, shall give satisfactory evidence of their qualification for membership in an interview with the Pastor and the Board of Elders. They shall be received as communicant members of the congregation by the Voters' Assembly.

Article II – Officers, Boards, and Committees

1. The officers, boards and committees shall be:
 - a. Chairman
 - b. Vice-Chairman
 - c. Recording Secretary
 - d. Treasurer
 - e. Financial Secretary and Assistant
 - f. Financial Chairperson and Assistant
 - g. Board of Elders
 - h. Board of Trustees
 - i. Board of Christian Day School
 - j. Board of Parish Education
 - k. Board of Youth
 - l. Cemetery Committee
 - m. Staff Relations Committee
 - n. Stewardship Committee
 - o. Nomination Committee
2. All officers shall serve without compensation
3. The term of office for all officers and board members is the calendar year except for the Board of Christian Day School. The members of this board shall be elected with the other officers and board members, but their active term shall be from June 1st of the year following their election to May 31st three years later.

Article III – Church Council

1. Members of the Church Council shall be:
 - a. Chairman
 - b. Vice-Chairman
 - c. Recording Secretary
 - d. Treasurer

- e. Chairman of Elders
 - f. Chairperson of Trustees
 - g. Chairperson of Board of Christian Day School
 - h. Chairperson of Board of Parish Education
 - i. Chairperson of Board of Youth
 - j. Pastor(s)
 - k. Principal
2. Duties of the Church Council shall be to coordinate the actions of the various boards and committees, and prepare the agenda for the Voters' Assembly.
 3. The Church council may give recommendations to the congregation, and shall act in matters committed to it by the Voters' Assembly, and in case of emergency, such Council action shall be reported and ratified at the subsequent meeting of the Voters' Assembly.
 4. Serve as a long-range planning body and submit an annual report. Gather information regarding the needs of the congregation, prepare and propose an annual budget and submit it to the Voters' Assembly for adoption.

Article IV – Duties of the Chairman and Vice-Chairman

1. It shall be the duty of the Chairman to preside at all regular and special meetings of the Voters' Assembly and conduct them in a Christian and brotherly manner, following Robert's Rules of Order.
2. To appoint any special committees that are needed.
3. The term of office shall be one year; each year a Vice-Chairman is elected.
4. In the absence of the Chairman, the Vice-Chairman performs the duties of the Chairman. The following year the Vice-Chairman becomes Chairman.
5. The Chairman shall be an ex-officio member of all boards and committees, and be responsible that each board performs their duties.
6. The Vice-Chairman shall serve as Chairman of the Stewardship Committee and as Chairman of the Church Council.

Article V – Duties of the Recording Secretary

1. The Recording Secretary shall keep an accurate record of all the meetings and submit the minutes to the congregation at the next meeting for approval.
2. Keep an accurate record of members' attendance at each meeting.
3. This officer shall see that all incoming correspondence is brought to proper attention and that all official correspondence of the congregation is carried out properly and promptly.
4. This officer shall act as chairperson of the nominating committee and shall have a term of office of two years.
5. Submit a written report on the state of the congregation and accomplishments for the year.

Article VI – Board of Elders

1. The Board of Elders shall consist of 15 men for 14 districts. The Chairman of the Elders will not be assigned a district so he may more efficiently supervise all functions and activities of the Board. Five Elders shall be

elected each year and shall serve for three years. They shall assist the Pastor in the spiritual affairs of the congregation including the promoting, planning and administration of the program for Junior and Adult Confirmation.

2. They shall attempt to visit all families of their district at least once a year. The chairman of the Board of Elders shall serve on the stewardship committee. The Board of Elders shall be required to approve any stewardship program before it is implemented by the stewardship committee. This Board shall further keep the congregation informed concerning District and Synodical programs and see that a representative is in attendance where necessary.
3. The Elders shall see that worship services begin on time, are orderly, and ushers are functioning properly.

Article VII – Board of Trustees

1. The Board of Trustees shall consist of six persons. Two shall be elected each year, for a three-year term.
2. The trustees shall administer the property of the congregation and see that it is kept in good condition.
3. Hire all necessary custodians for the Church and School.
4. Rent or control use of all Church property and buildings.
5. Be responsible that all the treasurer's books of the congregation and auxiliaries are reviewed by a qualified individual at the end of each fiscal year.

Article VIII – Board of Christian Day School

1. The General Objectives

The general objective of the Board of Christian Day School of Zion Lutheran Church shall be maintaining the Christian distinctiveness of the Day School. The specific duties, therefore, of the Board of Christian Day School shall be:

- a. To supervise all Christian education in the Day School.
- b. To consider matters pertaining to the activities of the Day School, e.g., changes in curricula, introduction of new texts, acquisition of necessary materials, and all other such matters which pertain to the Day School.
- c. To visit the various classes of the Day School.
- d. To supervise and promote the enrollment of all the children of our Church in our Day School.
- e. To assist in the mission endeavors of the Day School.
- f. To investigate, consider, and recommend candidates for office in our Day School, in the event a vacancy occurs and to supply a temporary substitute in case of an emergency.
- g. To determine the workload and salaries of all contract teachers in the Day School.
- h. To consider and recommend the assignment of various grades or curriculum areas to members of the faculty in such a manner as will best serve the interests of the Day School.

- i. To consider and study subjects, costs, values, and trends in education in general with reference to Christian education.
- j. To consider all matters pertaining to the improvement of the Day School grounds in conjunction with the Trustees, brought to the Church Council, for recommendation to the congregation.
- k. To investigate and ascertain whether pupils are taught and advanced in their respective classes in accordance with normal required standards as outlined in the accepted Course of Study.

2. The Membership

- a. The Board of Christian Day School shall be composed of the following: five laypersons elected from the Voters' Assembly, one or two each year for a three-year term. The term of office is further detailed in Article II of these By-Laws. During the time between installation of the new members and the official beginning of their term, they shall be invited to attend meetings of the Board and participate in discussion, but they will not have a vote until their term officially begins.
- b. Advisory members: the pastor(s) and the principal.

Article IX – Board of Parish Education

1. General Objectives

The Board of Parish Education shall be responsible for maintaining excellence and accessibility of the full range of Christian Education (except the Christian Day School) in the congregation. The primary areas of responsibility are as follows:

- a. Sunday School -- appoint qualified persons as Superintendent and assistant to select materials and personnel to set a meaningful experience for all youth of the congregation and community.
- b. Vacation Bible School -- appoint a qualified person to serve as Director of Vacation Bible School to select necessary materials and enlist necessary help to implement the program and promote it to the congregation and community.
- c. Bible Study -- assist the pastor(s) in planning new programs, implement existing programs and promoting these programs to the congregation and community.
- d. Fellowship -- assist the pastor(s) and other boards and committees in planning, organizing and implementing functions to promote fellowship with the congregation and community.

2. Membership

- a. The Board of Parish Education shall be composed of three members elected from the Voters' Assembly, one each year for a three-year term.
- b. The pastor(s), the Superintendent of the Sunday School, the Director of the Vacation Bible School, and any teachers in said programs shall be advisory members of the Board.

Article X – Board of Youth

1. This Board shall consist of three members with one elected each year by the Voter's Assembly for a three-year term.
2. The objectives of this Board are to:
 - a. Develop, implement, administer and oversee social and spiritual programs for youth and post high school young adults.
 - b. Recruit, train and supervise youth and young adult leaders.
 - c. Develop programs which are attractive to the broader community of youth and young adults at large.
 - d. Develop programs and activities which strengthen the fellowship among youth and young adults spiritually and socially.

Article XI – Nominating Committee

1. The Chairman of the Congregation will appoint a Nominating Committee of which the Recording secretary of the congregation is chairperson.
2. In September, a list of officers, with brief job descriptions, will be presented to the congregation for volunteer nominations in at least two weekly worship services. Self-nomination is permitted.
3. The Nominating Committee shall check the credentials of each person nominated for an office or a board for the potential ability to perform the requirements of that position.
4. The Nominating Committee shall contact all nominated individuals for approval and slate consent from each nominee.
5. The slate shall be completed by the Nominating Committee if insufficient names appear on the slate.
6. A slate shall be presented to the congregation for a vote at the last Voters' Assembly Meeting of the year.

Article XII – Finance Board

1. This board shall consist of the following:
 - a. Financial Chairperson
 - b. Assistant Financial Chairperson
 - c. Treasurer
 - d. Financial Secretary
 - e. Assistant Financial Secretary
 - f. Counters appointed by the Financial Chairperson
2. Each person will be elected for two years. The first year, each person will be the assistant and learn the duties of office. The second year, each person shall be the Financial Chairperson or Financial Secretary as elected. The treasurer shall perform the duties of treasurer both years of the term.
3. It shall be the duty for all to attend the regular finance meetings for which the Financial Chairperson is responsible.

4. Financial Chairperson

The Financial Chairperson shall be responsible for and shall use the help of the Finance Board to accomplish the following:

- a. Appoint counters
- b. Conduct finance board meetings
- c. Count weekly offerings
- d. Record offerings in official congregational records
- e. Report offering summaries to the treasurer
- f. Report congregational member offerings to that member no later than January 31st of the following year.

5. Assistant Financial Chairperson

- a. The Assistant Financial Chairperson shall assist the Financial Chairperson in the above-mentioned duties.
- b. This officer assumes the role of Financial Chairperson in the succeeding year, at which time a new Assistant Financial Chairperson shall be elected.

6. Treasurer

- a. Responsible for payroll, including check distribution, tax withholding/disbursements, employee records, and housing allowance documents.
- b. Ensures LC-MS District guidelines and government (IRS) guidelines are properly followed.
- c. Maintains employee benefits package (i.e. retirement, healthcare, etc.)
- d. Manages insurance coverage, including workers compensation, property, and liability umbrella.
- e. Ensures books of account are properly reviewed at the close of the year and submit review reports of all financials to the appropriate congregation boards.
- f. Provides District Missions with all required documents and forms.
- g. Maintains all bank accounts, including the general, building, retirement, escrow and any other named funds.
- h. Investigates requests for payment/invoice to ensure proper authorization for payment.
- i. Receives vouchers of collected money of the congregation and pays the authorized bills.
- j. Maintains an exact and up-to-date record of the congregation's receipts and disbursements which remain the property of the congregation.
- k. Receives receipt of report of deposits from finance committee.
- l. At each Voters' Assembly or other special required meetings submits a detailed report of all total receipts and disbursements for the past month and the financial status for the year.
- m. Maintains congregation fiscal year in accordance with the calendar year and closes the books on December 31st of each year.
- n. Assists in annual budget development, in conjunction with the Church Council.
- o. Retains organized records for the previous 7 years, or as required by government mandate.

- p. Active Member of Staff Relations Committee.
- q. Term of office shall be two years.

7. Financial Secretary

- a. The Financial Secretary shall keep an accurate record of all individual contributions for congregational and mission purposes or special fund drives.
- b. The Financial Secretary shall keep these records on file for a period of seven years or as required by law.

8. Assistant Financial Secretary

- a. The Assistant Financial Secretary shall assist the Financial Secretary and learn the duties of that office.
- b. This officer shall assume the role of Financial Secretary in the succeeding year, at which time a new assistant Financial Secretary shall be elected.
- c. This officer shall deposit the funds in the bank.
- d. This officer shall keep records of all receipts.
- e. This officer shall report all receipts.

Article XIII – Cemetery Committee

- 1. It shall consist of three persons, one elected each year, who shall serve for a term of three years.
- 2. They shall supervise the maintenance of the cemetery grounds and provide by-laws for future maintenance.
- 3. Enforce all rules passed by the congregation.
- 4. Make reports to the congregation,
- 5. Shall be responsible for keeping accurate records, and determine burial plots for those desiring to use the Church cemetery.

Article XIV – Staff Relations Committee

This committee has the responsibility to establish uniform practices in regard to its employees, evaluate called employees wage and salary guidelines, and employee benefits.

Article XV – Stewardship Committee

- 1. The stewardship committee shall be made up of 5 persons as follows:
 - a. The chairman shall be the Vice-Chairman of the congregation.
 - b. The chairman of the Board of Elders.
 - c. Three persons appointed for a one-year term by the chairman of this committee.
- 2. The duties of this committee are to:
 - a. Select or design a stewardship program to meet the needs and desires of the congregation at this particular time.
 - b. Get approval of the program from the Board of Elders.
 - c. Obtain the necessary materials and supplies to implement the program.

- d. Enlist the help of enough congregational members to adequately carry out this program.

Article XVI – Committee Officers

All committees shall elect or appoint their own officers to carry out assigned work. All societies or organizations operating within the congregation shall exist only with the consent and approval of the Voters' Assembly.

Article XVII – Indemnification

To the fullest extent permitted by law, the congregation shall indemnify any individual who was or is a party, or is threatened to be made a party, to any proceeding other than a proceeding by or in the right of the congregation, because he or she was or is a called employee, officer or board member of the congregation, or because of any action or inaction in such capacity, against liability and expenses incurred in the proceeding, if (a) he or she conducted himself or herself in good faith; (b) he or she reasonably believed (i) in the case of conduct in his or her official capacity, that his or her conduct was in the best interests of the congregation, and (ii) in all other cases, that his or her conduct was at least not opposed to the best interests of the congregation, and (c) in the case of any criminal proceeding, that he or she had no reasonable cause to believe that his or her conduct was unlawful.

Article XVIII - Changes in By-Laws

Changes in these by-laws shall be submitted at one regular meeting and published in two Sunday bulletins before being voted on at the next regular meeting. The proposed changes must pass by a two-thirds majority.