

IMMANUEL LUTHERAN CHURCH

Constitution & Bylaws

2009 Approved changes

Voters' Assembly

Bylaws Committee of the Church Council

3/29/2009

Revision for CID Committee on Constitutional Matters

1/28/2010

Voters' Assembly

3/12/2010

Final Voters' Assembly

9/12/2010

PREAMBLE

In the name of Jesus:

WHEREAS, Christians practice fellowship with those who profess the true doctrine (Acts 2:42; Hebrews 10:25); and

WHEREAS, they endeavor to keep the unity of the faith (Eph. 4:3-6; I Cor. 1:10); and

WHEREAS, as a body, they administer the Office of the Keys (John 20:21-23; Matt. 18:17-20); and

WHEREAS, in such a body, all things are done decently and in order (I Cor. 14:40);

THEREFORE, we adopt the following Constitution, its Bylaws and Handbook according to which our congregational affairs, both spiritual and material, are conducted.

CONSTITUTION

1.0 NAME

The name of this congregation is Immanuel Lutheran Church. It is a congregation of the Lutheran Church—Missouri Synod.

2.0 PURPOSE

The purpose of this congregation is:

- 2.1 To glorify God through religious worship services and religious instruction;
- 2.2 to proclaim the Word of God, defend the pure doctrine, and correctly administer the sacraments;
- 2.3 To carry out an energetic missionary activity in the Charleston community as well as win others for Christ at home and abroad by supporting the missionary, educational and charitable programs of the Lutheran Church;
- 2.4 To apply the Word of God to our lives and the rendering of service according to Christian principles in the immediate and remote community;
- 2.5 To serve the membership and the Charleston and Eastern Illinois University communities;
- 2.6 To exercise Christian discipline and mutual assistance in executing these purposes.

3.0 DOCTRINE

This congregation accepts without reservation:

- 3.1 The Scriptures of the Old and New Testament as the written Word of God and the only rule and norm of faith and of practice;
- 3.2 All the Symbolical Books of the Evangelical Lutheran Church as a true and unadulterated statement and exposition of the Word of God to wit: the three Ecumenical Creeds (The Apostles' Creed, The Nicene Creed, the Athanasian Creed), the Unaltered Augsburg Confession, the Apology of the Augsburg Confession, the Smalcald Articles, the Large Catechism of Luther, the Small Catechism of Luther, and the Formula of Concord.

4.0 MEMBERSHIP

4.1 Membership

4.1.1 Baptized members are all who have been baptized in the name of the Triune God and who are under the spiritual care of the pastor of this congregation.

4.1.2 Communicant members are those baptized members who have been instructed in the Lutheran faith, Luther's Small Catechism, accept the confessional standards of Article 3.0 of this constitution, and are not members of organizations whose principles and conduct conflict with the Word of God.

4.1.3 Voting members are communicant members who have reached the age of 18 years.

4.2 Reception

Baptized and communicant members are received through the Sacrament of Holy Baptism, through the consent of one or both parents in the case of children who have been baptized in another Christian congregation, through the rite of confirmation, through transfer from a sister congregation, through profession of faith or reaffirmation of faith. The reception will be approved by the Elders.

4.3 Duties

Members of the congregation will 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.

4.4 Termination

4.4.1 Membership will 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 will be admonished according to Matthew 18:15-20 in Christian love; if they remain impenitent after proper admonition, they will be excommunicated. Each case excommunication or self-exclusion shall be presented to the Voters' Assembly for decision. Two thirds of those voting are required to excommunicate. Abstentions are excluded. If such members deliberately absent themselves from the meeting(s) at which their case is to be discussed, they will be regarded as having excluded themselves from the membership of the congregation.

5.0 THE PASTORAL OFFICE AND CALLED WORKERS

5.1 The pastoral office of this congregation, and the office of all other called workers, will be conferred upon those who confess and adhere to the confessional standards set forth in Article 3.0 of this Constitution, possess the attributes of a servant of the Word enumerated in I Timothy 3:1-6 and Titus 1:7-9, who are qualified for the work of the ministry, and who have been endorsed by and are members of The Lutheran Church—Missouri Synod.

5.2 The Pastor and called workers of the church will be accountable to the Elder Ministry team for duties not specifically referred to in Article 3.0 of the constitution.

5.3 Any pastor or called worker may be removed from office by the Voters' Assembly, as defined in 4.1.3, by a two thirds majority of those present and voting, in a Christian and lawful order for one of the following reasons: persistent adherence to false doctrine, scandalous life, willful neglect, or inability to perform the duties of the office.

6.0 AUTHORITY OF THE CONGREGATION

- 6.1 General - The congregation as a body, through its Voters' Assembly, shall have the authority to administer and manage all of the congregation's external and internal affairs. The congregation, however, shall not be empowered to decide anything contrary to the Word of God and the confessions listed in Article 3.0, and any such contrary decision shall be null and void. Matters of doctrine and conscience shall be decided in accordance with the Word of God. Other matters shall be decided by a simple majority vote of the voting members in attendance at a Voters' Assembly meeting unless otherwise specified by this constitution or bylaws.
- 6.2 Right of Calling - The right of calling pastors and other called workers shall be vested in the Voters' Assembly and shall not be delegated to a smaller body or an individual. The Board of Directors may authorize the hiring of non-called staff as approved in the annual budget or by the Voters' Assembly.
- 6.3 Election of Officers and the Board of Directors - The Voters' Assembly shall elect five (5) individuals from the congregation to comprise the Board of Directors. The Voters' Assembly shall also elect a Secretary and a Treasurer for the Board. Since the government of this congregation centers around a Board of Directors elected by the voting members, the congregation has the right of initiative and referendum. The Senior Pastor shall be a non-voting member of the Board of Directors.
- 6.4 Board of Directors Actions Requiring, Prior Approval of the Voters' Assembly - The Board of Directors shall obtain prior approval of the Voters' Assembly on the following actions/items.
- 6.4.1 Annual Financial Operating Plan
 - 6.4.2 Acquisition or disposal of any single asset or liability that exceeds 2% of the annual operating budget
 - 6.4.3 Calling or removal of called staff
 - 6.4.4 Dissolution of the congregation
- 6.5 Removal from Office - Any pastor or other called worker who fails to perform the duties or is unable or is willfully neglectful in the performance of his official duties, may be removed from office in Christian and lawful order by the Voters' Assembly (in accordance with Article 5.3) by a two-thirds majority ballot vote. Such action shall be initiated through the Elder Ministry Team.

7.0 OFFICERS AND MINISTRY TEAMS

This congregation shall have the following officers, board, and Ministry Teams in addition to any which the congregation shall establish from time to time.

- 7.1 The Voters' Assembly shall elect five (5) individuals from the congregation to comprise the Board of Directors. The Voters' Assembly shall also elect a Secretary and a Treasurer for the Board. These seven (7) members shall elect a Chairperson and a Vice-Chairperson. The elected Chairperson of the Board of Directors shall be the leader of the congregation.
- 7.2 The Chairperson, Vice-Chairperson, Secretary, and Treasurer will be the officers of the congregation and shall serve as the executive committee of the Board of Directors.
- 7.3 The Board of Directors shall have the authority to develop and implement policies, procedures, and ministries as necessary to execute the vision and plans approved by the Voters' Assembly.
- 7.4 This congregation shall have such ministry teams as are necessary to assist the called workers, elected leaders, and members of the congregation in carrying out its mission and

ministry. The Voters' Assembly shall elect a Chairperson of each of the following Standing Ministry Teams of the congregation:

- 7.4.1 An Elder Ministry Team to assist and support the work of the pastor, consisting of a minimum of 5 male members.
- 7.4.2 A Campus Ministry Team to assist and support the work of the Director of Campus Ministry and oversee that ministry.
- 7.4.3 A Stewardship Ministry Team to carry on an on-going stewardship program for the congregation.
- 7.4.4 A Properties Ministry Team to maintain all properties
- 7.4.5 An Early Childhood Ministry Team to oversee all activities of the Immanuel Early Childhood Center.
- 7.4.6 A Christian Education Ministry Team to oversee the Christian education programs for the congregation.
- 7.5 An annually convened nominating committee.
- 7.6 Specific ministry teams and special committees (Action committees) may be appointed, or disbanded, by the Chairperson of the Board of Directors as necessary with the approval of the Board of Directors.
- 7.7 Selection of ministry teams and committee members, to assist in meeting the needs of the ministry, shall be the responsibility of the respective chairperson.
- 7.8 Any Board or ministry team member who fails to perform the duties of office or the responsibilities of confirmed membership may be removed from office by the Voters' Assembly by a two-thirds majority ballot vote, in Christian and lawful order. Matthew 18 should be followed under such circumstances.

Women who have reached the age of 18 years may serve as members of the Board and ministry teams of this congregation which do not call upon them to carry out the specific functions of the pastoral office (preaching in or serving as the leader of the public worship service, the public administration of the sacraments, and the public exercise of church discipline).

8.0 SYNODICAL MEMBERSHIP

The congregation will be a member of The Lutheran Church—Missouri Synod as long as the Synod conforms to the congregation's confessional standard set forth in Article 3.0 as determined by a majority vote of the congregation at a meeting called for that purpose.

9.0 DIVISION

- 9.1 If at any time a division should take place on account of doctrine, the property of the congregation and all benefits connected therewith will remain with those communicant members who continue to adhere in confession and practice to Article 3.0 of this constitution. Either party may appeal to Synod using the dispute resolution process described in the Bylaws of the Synod.
- 9.2 If division takes place for any other reason, the property will remain with the majority of the communicant members who continue to adhere in confession and practice to Article 3.0 of this constitution. Either party may appeal to Synod using the dispute resolution process described in the Bylaws of the Synod.
- 9.3 In the event the congregation should dissolve, the property after all debts and liabilities are settled and all rights connected therewith will be transferred to that District of the Synod in which the congregation held membership at the time of dissolution.

10.0 MEETINGS

- 10.1 Regular meetings of the Voters' Assembly will be held as determined in the bylaws. Announcement of the meeting will be made in the services of the two previous Sundays or in the services of the previous Sunday when accompanied by written notification.
- 10.2 Special meetings require announcement in services of the two previous Sundays or written notification and announcement in the services of one previous Sunday. Such special meetings may be called at the request of Pastor, Chairperson of the Board of Directors, the Board of Directors or ten voting members.
- 10.3 A quorum will be constituted by all members present at a validly called meeting.

11.0 AMENDMENTS

Amendments to the Constitution:

- 11.1 Amendments to the provisions of this constitution not identified in the following paragraph shall be submitted in writing at a meeting of the Voters' Assembly and announced to the Voters' Assembly by public posting and/or mail to all voting members prior to the meeting at which the proposed amendment will be acted upon. A two-thirds affirmative vote of the voters present shall be required for adoption.
- 11.2 Amendments to Articles 1.0, 2.0, 3.0, 5.0, and 8.0 shall not destroy their essential meaning. Amendments shall be submitted in writing at a meeting of the Voters' Assembly and made public to the Voters' Assembly by public posting and/or mail to all voting members. Notice of the discussion of such amendments shall be given prior to two regular Voters' Assemblies when the proposed action will be discussed. Notice that action will be taken on the proposed amendments shall be provided to all voting members prior to the meeting when a vote will be taken. The date of approval shall be referenced in any amendment adopted.
- 11.3 The revised constitution shall, as a condition of continued membership in The Lutheran Church – Missouri Synod, be submitted to the President of the District in which Immanuel Lutheran Church is a member for review with favorable action by the district before being implemented by the congregation.

BY-LAWS

12.0 PROCEDURES FOR CALLING PASTORS AND OTHER CALLED WORKERS

- 12.1 When a vacancy occurs in an office of an ordained or commissioned minister, the congregation shall notify the president of the district to receive assistance in temporarily filling the vacancy and to receive his counsel in calling a new ordained or commissioned minister.
- 12.2 When a pastor or called worker is to be called, every member of the congregation will have the privilege of making one or more nominations. The congregation will also ask the President of the Synodical District for recommendations. In the case of a call, the call committee will be comprised of the Chairperson of the Board of Directors or Vice-Chairperson of the Board of Directors, two elders, and one member from each standing ministry team. The Chairperson of the Board of Directors or their designee shall serve as chairperson of the call committee.
- 12.3 A call committee shall serve as a screening committee and shall submit all suggested names to the district president for information and evaluation. The committee shall then present to the congregation by public announcement its proposed list of candidates and their biographical sketches.
- 12.4 Balloting will proceed by means of a secret ballot vote. The candidate receiving two-thirds majority of all votes cast will be considered elected. The call will be signed by the Pastor (or interim pastor), the Chairperson and Secretary of the Board of Directors, and the chairman of the Elder Ministry Team.

13.0 BOARD OF DIRECTORS

The Board of Directors shall be comprised of seven (7) elected at-large members, the administrative pastor (who shall be a non-voting member), and the Chairman of the Elders Ministry Team (who shall be a non-voting member), which shall provide direction to the congregation on behalf of the Voters' Assembly.

- 13.1 The principal duty of the Board of Directors shall be to coordinate the program and activities of the various departments of the congregation. It shall also have the power to act on behalf of the congregation between meetings of the Voters' Assembly within limitations established by the Voters' Assembly, which actions shall be reported to the next meeting of the Voters' Assembly.
- 13.2 The Board of Directors shall have the authority to develop and implement policies, procedures, and ministries as necessary to execute the vision and plans approved by the Voters' Assembly. Written policies and procedures shall be made available to voting members upon request. The Board of Directors shall have no authority beyond that which has been conferred upon it by the constitution, its bylaws, or the Voters' Assembly, and the authority delegated to the board of directors may at any time be altered or revoked by the Voters' Assembly. The Board of Directors shall normally meet in regular session at least quarterly.
- 13.3 This congregation shall have such committees as are necessary to assist the called workers, elected leaders, and members of the congregation in carrying out its mission and ministry. These committees may be authorized or created by staff members subject to review and approval by the Board of Directors, unless a different method of authorization and/or membership selection is required by action of the Voters' Assembly. The ministry team committees shall meet on an as needed basis.

14.0 NOMINATIONS, ELECTIONS, AND TERMS OF OFFICE

- 14.1 The nominating committee will have the responsibility to prayerfully select members of the congregation to fill the vacancies of each elected office.
- 14.2 The nominating committee will be chaired by the Vice Chairperson of the Board of Directors who will choose at least four members of the church to assist with the nomination process.
- 14.3 Both the Board of Directors and Chairpersons of Standing Ministry Teams will be elected by a majority vote of those present and voting at a regularly called Voters' Assembly. Additional nominations may be made from the floor.
- 14.4 Both the Board of Directors and ministry team members will be installed into the office in a regular church service following the election.
- 14.5 In case of a vacancy in an elected office, the Board of Directors will appoint a successor to fill the vacancy until an individual can be elected, at the next Voters' Assembly, to fill the remaining unexpired term of the position. In the vacancy of the office of the Chairperson of the Board of Directors, the Vice Chairperson of the Board of Directors will assume the role of Chairperson of the Board of Directors. If the Vice Chairperson is unable to serve in the role of the Chairperson, a new member will be elected Chairperson.

15.0 TERMS OF OFFICE

- 15.1 The Board of Directors will be elected for a three (3) year term. The Chairperson and Vice Chairperson of the Board of Directors shall be elected for a term of 1 year.
- 15.2 The Treasurer and Secretary will be elected for a three (3) year term.
- 15.3 Standing Ministry Chairpersons will be elected for a three (3) year term.

16.0 OFFICIAL DUTIES

Officers and ministry team members will perform the duties prescribed in the constitution and handbook. The Voters' Assembly will also have the privilege of adapting, defining, detailing and enlarging those responsibilities and duties by majority vote of the Voters' Assembly. It may also call such other ministry teams and committees into being as needed.

- 16.1 Voters Assembly- 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 related directly to it shall be subject to the approval and supervision of the Voters' Assembly.
 - 16.1.1 All matters shall be decided by a majority vote of the Voters' Assembly unless otherwise specified by this constitution or bylaws, excluding matters of doctrine and conscience, which shall be decided only on the basis of the Word of God.
 - 16.1.2 The right of calling ordained or commissioned ministers shall be vested in the Voters' Assembly and shall not be delegated otherwise.
- 16.2 Board of Directors - The Board of Directors as established by the Voters' Assembly, shall act in all matters pertaining to the legal and general welfare of the congregation, except those reserved for the Voters' Assembly.
 - 16.2.1 The Board of Directors shall see that all activities of the church reflect the purpose and faith of the congregation. It shall concern itself with establishing all policies governing the activities of the congregation and with the implementation of the mission, vision, budget, and plans adopted by the Voters' Assembly.

- 16.2.2 The Board of Directors may appoint any entity needed. The Board of Directors shall oversee all other boards, Ministry Teams, task forces, action teams, or other entities of the congregation.
- 16.3 Executive Committee - The officers of the congregation shall serve as the executive committee of the board of directors, which shall have the authority to administer all property belonging to the congregation, make contracts, accept and receive grants and bequests, sign documents, appear in court, review the constitution and bylaws, report to the congregation when appropriate, and take other such action as may be authorized by the Board of Directors. The committee shall meet at least monthly.

17.0 MEETINGS

- 17.1 The Voters' Assembly of this congregation will hold regular meetings in the Spring and Fall.
- 17.2 In addition to principles laid down in Scripture and in the Constitution and Bylaws of this congregation, accepted parliamentary procedures such as Robert's Rules of Order shall be followed. Above all, the rule of Christian love and behavior will always apply.
- 17.3 A majority of the voting members of the Board of Directors shall constitute a quorum.

18.0 RESPONSIBILITIES

- 18.1 Chairperson of the Board of Directors
 - 18.1.1 Preside at all meetings of the Voters' Assembly and the Board of Directors.
 - 18.1.2 Serve as an ex officio member of all Ministry Teams and committees except for the Elder Ministry Team.
 - 18.1.3 Appoint any necessary committees.
 - 18.1.4 Sign all legal documents, with the Secretary, on behalf of the congregation.
 - 18.1.5 Enforce the constitution and bylaws and perform the general duties as are common for the office, including such additional duties as may be directed by the Voters' Assembly from time to time.
 - 18.1.6 Carry out the expressed will of the congregation as embodied in the resolutions of the Voters' Assembly
- 18.2 Vice-Chairperson of the Board of Directors
 - 18.2.1 Perform all of the duties of the Chairperson of the Board of Directors in the latter's absence and such other additional duties which may be directed by the Voters' Assembly or by the Chairperson of the Board of Directors from time to time.
 - 18.2.2 Chair the Nominating Committee with the advice and consent of the Board of Directors.
- 18.3 Secretary

The Secretary will record all minutes of the Voters' Assembly and the Board of Directors.
- 18.4 Treasurer
 - 18.4.1 The Treasurer will be responsible for the payment of all bills
 - 18.4.2 Record the offerings of giving units
 - 18.4.3 Prepare and issue quarterly statements to members showing their gifts and offerings to date.
 - 18.4.4 Prepare annual budget for the Board of Directors.
- 18.5 Elders

- 18.5.1 Assist the pastor in all matters pertaining to the spiritual growth and welfare of the congregation.
- 18.5.2 Be concerned for the spiritual, emotional, and physical health and welfare of all called workers in the parish and their families.
- 18.5.3 Care for all members and encourage them to be active participants in all areas of ministry including worship, education, fellowship, stewardship, nurture, and outreach. In Christian love, be prepared to deal with church discipline, concerns, and grievances. See Matt. 18:15-17.
- 18.5.4 The Chairman of the Elders Ministry Team shall serve as a non-voting member of the Board of Directors.
- 18.6 Campus
 - 18.6.1 Provide opportunities for college and university students to grow spiritually through Word and sacraments through worship, Bible study, witness, service, fellowship and ministry to peers.
 - 18.6.2 Employ the talents of the university community and the congregation in ministering to one another, to the community and to the world.
- 18.7 Early Childhood
 - Guide and assist the Early Childhood staff with planning and projects necessary for the success of the early childhood ministry.
- 18.8 Property
 - Administer all property and supervise the repair, maintenance, security, and capital improvements of this property.
- 18.9 Stewardship and Finance
 - Develop and administer a stewardship program directed to meet the financial needs of the congregation and best utilize the time and talents of all congregational members.
- 18.10 Christian Education
 - Develop and supervise educational programs designed to nurture spiritual growth and promote community outreach.

19.0 Amendments to the Bylaws:

- 19.1 These bylaws may be amended in a properly convened meeting of the Voters' Assembly. Amendments shall be adopted by a majority of all votes cast, provided the proposed change has been announced in a previous meeting or has been submitted in writing at least 2 weeks prior to the meeting to all voting members.
- 19.2 The revised bylaws shall, as a condition of continued membership in The Lutheran Church – Missouri Synod, be submitted to the President of the District in which Immanuel Lutheran Church is a member for review with favorable action by the district before being implemented by the congregation.