

CONSTITUTION

AND

BYLAWS

ST. JOHN'S EVANGELICAL LUTHERAN CHURCH

ARNOLD, MISSOURI

DATE ADOPTED:

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INTRODUCTION

The purpose of this document is to define the governing structure through which this congregation will identify and establish corporate initiatives. The brevity of this document is intentional. It is not intended to document every detail of ministries, and it is expected that this congregation will develop additional structures and programs to meet the ministry and mission needs without continually making modifications to this document through amendments.

It is the intent of this congregation to provide a framework for a staff-led Lutheran Christian Church to manage spiritual and material affairs according to doctrine and practice as taught by Christ.

To maintain decency and order in carrying out this mission, the congregation of St. John's Evangelical Lutheran Church of Arnold, Missouri, accepts and subscribes to the following Constitution and Bylaws. 1 *Corinthians 14:40* "But everything should be done in a fitting and orderly way." *NIV*.

ARTICLE I NAME OF CONGREGATION

The name of this congregation shall be:

St. John's Evangelical Lutheran Church (The Lutheran Church-Missouri Synod) of Arnold, Jefferson County, Missouri. Its location shall be 3517 Jeffco Blvd., Arnold, Missouri. 63010.

This corporation, hereinafter referred to as the Congregation, shall have all the rights and powers given and granted by the laws of the State of Missouri to corporations organized under the provisions of Article II Chapter 90 of the revised statutes of the State of Missouri, 1919, and acts amendatory thereto. St. John's Evangelical Lutheran Church functions as a not-for-profit 501(C)3 charitable organization as defined under the IRS code.

ARTICLE II MISSION

The mission statement of this congregation is as follows:

We are a Christian community leading people to Discover Their Places in God's Heart through teaching His Word, reaching out with His love, and growing in His grace.

ARTICLE III CONFESSION OF FAITH

- A. This congregation accepts and acknowledges without reservation:
 1. All the canonical books of the Old and New Testaments as the inspired and inerrant Word of God.
 2. All of the Confessional Writings of the Evangelical Lutheran Church contained in the Book of Concord (1580 A.D.) as the true and genuine exposition of the Word of God. These Confessional Writings are:
 - a. The Ecumenical Creeds (Apostles, Nicene, and Athanasian)
 - b. The Unaltered Augsburg Confession
 - c. The Apology of the Augsburg Confession

- d. The Smalcald Articles
 - e. The Small Catechism of Dr. Martin Luther
 - f. The Large Catechism of Dr. Martin Luther
 - g. The Formula of Concord
3. This congregation confesses the Gospel, recorded in Holy Scriptures and confessed in the ecumenical creeds and Lutheran Confessional Writings, as the power of God to create and sustain the Church and empower the Church for God's mission in the world.

ARTICLE IV MEMBERSHIP

A. Membership in this congregation includes the following three types: Baptized, Communicant, and Voting.

1. Baptized members are those baptized in the name of the Triune God, the Father, Son, and Holy Spirit, and who are under the spiritual care of the church, including children who have not yet been confirmed, and those transferring from another Christian church where they were baptized.
2. Communicant members are those baptized members who have been instructed in the Lutheran faith, accepted the confessional standard defined in Article III Confession of Faith and have completed the required instruction and are not members of organizations (such as the Masonic orders) whose principles and conduct conflict with the Word of God.
3. Voting members are communicant members who have reached the age of 18 years, have been received as communicant members, and are not members of organizations (such as the Masons) whose principles and conduct conflict with the Word of God.
4. 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, or through profession of faith or reaffirmation of faith. The reception shall be approved by the Board of Elders and ratified by the Voters' Assembly.

B Membership Termination

Membership shall be terminated by transfer to a sister congregation, by death, by joining a congregation outside the fellowship of the congregation, by excommunication, or by self-exclusion. The elders of this congregation shall be involved with church discipline prior to excommunication.

Communicant members who conduct themselves in an un-Christ like manner shall be admonished according to Matthew 18:15-20. If they remain impenitent after proper admonition, they shall be excommunicated. In all disciplinary cases, the congregation will follow its stated and adopted guidelines for disciplinary measures, which are found in the Church Manual.

Members are expected to live their lives in a manner that positively reflects their ministry obligation. Memberships in "secret organizations" or societies that publicly demonstrate anti-Christian views are prohibited.

ARTICLE V CALLED CHURCH WORKERS

The voting members of the congregation have the exclusive right to call ordained (pastors) and commissioned ministers (teachers, DCE's, etc.). The pastoral office shall be conferred only on such a pastor or candidate who professes and adheres to the confessional standard set forth in this Constitution, who is qualified for his work, and who is a member of the Missouri Synod.

An ordained or commissioned minister may be removed from office by the Voters' Assembly by a two-thirds majority ballot vote, in a Christian and lawful order, for one of the following reasons: adherence to false doctrine, scandalous life, willful neglect of duties, or inability to perform the duties of the office.

In the case of a vacancy in the office of an ordained or commissioned minister, the congregation shall notify the President of the District so that he may assist in temporarily filling the vacancy and also give assistance in regard to the calling of a new pastor or commissioned minister.

ARTICLE VI POWERS AND AUTHORITY OF THE CONGREGATION

We, at St. John's Evangelical Lutheran Church, recognize that our called and contracted staff is responsible for carrying out the duties and responsibilities in the name of the congregation. The congregation is responsible for election of the Church Council, Board of Elders, Board of Education, approval of annual budgets, and calling ordained or commissioned staff. Specific responsibilities are described in the Constitution Bylaws. (*The terminology "ordained and commissioned ministers" is used to include all church workers rostered by the Synod. In addition to Pastors and Teachers, Directors of Christian Education, Directors of Christian Outreach, Deaconesses, Parish Assistants and Certified Lay Ministers are also included.*)

ARTICLE VII OFFICERS AND BOARDS

This congregation, its ministries, business, facilities, and planning are directed and managed by called and contracted staff and lay leaders. There are only three elected bodies described below. The Church Council is policy based and accountable for setting policy for congregational matters. The Elders of this congregation are to do everything possible to promote the spiritual and temporal welfare of the congregation. The Board of Education is charged with doing everything necessary to support and encourage the school staff as they work to fulfill the mission of the school.

Any officer or Board member may be removed from office by the Voters' Assembly by a two-thirds majority 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.

ARTICLE VIII MEMBERSHIP IN THE SYNOD

This congregation shall be a member of the Lutheran Church-Missouri Synod as long as the Synod conforms to the congregation's confessional standards as set forth in Article III, as determined by a majority vote of the congregation at a meeting called for that purpose.

ARTICLE IX PROPERTY RIGHTS

A. Real and Personal Property.

1. Title to all real and personal property and all other assets acquired by the congregation, its organizations, or individuals for use by the congregation and its organizations shall be held by the congregation.
2. Real property shall not be purchased, disposed of, or encumbered in any manner except by resolution adopted by a legally-called meeting of the Voters' Assembly.

B. Dissolution

If the Congregation votes in favor of dissolution, disposition of real and personal property and all other assets will be disposed of with the advice of the Missouri District and of the Lutheran Church-Missouri Synod.

C. Division

1. If the Congregation votes in favor of a division of the congregation because of doctrinal differences, the property of the congregation and all benefits connected therewith shall remain with those confirmed members who continue to adhere in confession and practice to Article III of this Constitution. All disputes as to doctrine, including the issue of whether the reason for the division was a result of doctrinal differences, shall be adjudicated by the Lutheran Church-Missouri Synod.
2. If the Congregation votes in favor of division for any reason other than doctrine, the property of the Congregation and all benefits connected therewith shall remain with the largest portion of the confirmed membership existing after the division.

ARTICLE X VOTERS' MEETINGS

Voters' meetings will be held, at a minimum, one time each year for the purpose of approving the annual budget and electing of officers as required in the Bylaws. Special meetings may be called by the Church Council, the Pastor, the Chairman of the Congregation, or 10 voting members for the purpose of calling staff, building or property issues outside of staff authority, or other issues requiring congregational approval, and require an announcement in services and church bulletin two Sundays prior to the meeting.

If less than two weeks is available to announce a meeting, then notification by mail to voting members is required one week prior to the meeting. Meetings will be conducted following Robert's Rules of Order Newly Revised #10 and in accordance with The Holy Bible.

ARTICLE XI QUORUM

All members present at a properly-called meeting represent a quorum for purposes of voting issues.

ARTICLE XII AMENDMENTS

Amendments to provisions of this Constitution and Bylaws may be adopted at congregational voters' meetings. The following Articles may not be changed:

- Article III Confession of Faith
- Article V Called Church workers
- Article VIII Membership in the Synod
- Article IX Property Rights
- Article XII Amendments.

Amendments must be approved according to the following:

- a. The proposed amendment must be submitted in writing and published in a church newsletter or congregational mailing two weeks prior to a special voters' meeting during which the proposed amendment will be voted on, and
- b. The required affirmative vote is secured.

Proposed changes or amendments to excluded sections, identified above, shall require a revision of this Constitution and review and approval by the Constitution Committee of the Missouri District of the Lutheran Church-Missouri Synod before adoption by the congregation.

BYLAWS
TO THE CONSTITUTION ST. JOHN'S EVANGELICAL LUTHERAN CHURCH

This Voters' Assembly may adopt such Bylaws as may be required for the accomplishment of its Mission Statement. Amendments to the Bylaws may be adopted by a two-thirds majority of the voting members present at a regular or special meeting of the Voters' Assembly.

1.0 Officers of the Congregation

Job Descriptions of all staff and congregational officers are located in the Personnel Manual.

2.1 Church Council

The Voters' Assembly shall elect seven (7) people, the President, Vice President, Secretary, Treasurer, Financial Secretary, and two members-at-large who will comprise the Church Council. The Senior Pastor and a called staff member, identified by the Senior Pastor and the Church Council, shall be ex-officio (non-voting) members of the Church Council and shall attend any or all meetings of the Church Council unless otherwise directed by the Church Council.

The Church Council shall be accountable to the Voters' Assembly for presenting a responsible budget; for approval of all financial instruments, accounts and other monies collected and disbursed by St. John's Church and its ministries, approve all staff additions and reductions, develop policies that govern staff accountabilities, identify opportunities that support ministries, and approve the resources to facilitate consulting or strategic planning.

The agenda for Church Council meetings shall be identified and submitted by staff and congregational voting members. Church Council meeting schedules will be published in the church newsletter and are open to members of the congregation, except when confidential matters related to staff issues are being discussed. Discussion of issues raised by the congregation and their participation in any discussion is at the discretion of the Chairman.

Church Council Members shall be nominated and elected according to the following:

Nominations: 30 days prior to a May voters' meeting, the current Church Council, with the exception of the chairman, shall submit to the voting congregation, a list of candidates to be elected for the next term of office. Candidates shall be communicant members of the congregation who are 18 years of age or over, either male or female. More information is included in the Church Manual.

Elections, by ballot, will be held annually. Church Council members are allowed to serve two (2) two-year terms consecutively (a total of four (4) years) and then must vacate their position and are not eligible to succeed themselves.

Church Council members are required to attend all Church Council meetings. In the event of a vacancy on the Church Council, a replacement member shall be appointed by the Church Council to fulfill the remainder of the vacant term. In calculating term limits, anyone who has served one-half term or more shall be considered to have served a complete term.

2.2 Elders

The Board of Elders of this congregation shall consist of the Senior Pastor serving in an ex-officio capacity, and elected members of this congregation. The number of Elders serving this congregation may change each year as the congregation continues to grow. The term length of an elder shall be one year with the opportunity to succeed oneself four times for a maximum of five terms after which a board member must vacate office for at least one year.

The Elders shall be nominated and elected by ballot according to the following: 30 days prior to a May voters' meeting the existing Board of Elders shall announce candidates for selection by the Voters' Assembly to replace members who have fulfilled their tenure. Candidates shall be communicant members of the congregation in good standing who are at least 21 years of age and male. More information is included in the Church Manual.

The Elders of this congregation are to understand themselves to be set apart to assist the Pastor(s) in general oversight of the life and activities of the congregation; in particular, its worship life.

The duties of the Elders shall include the following:

1. To do everything possible to promote the spiritual and temporal welfare of the congregation.
2. To see that the Pastor(s) is/are adequately supported and encouraged.
3. To assist Pastoral service and demonstrate lay leadership in worship.
4. To seek to involve all members of the congregation in worship, learning, witness, service and support.
5. To assist the Pastor(s) in overseeing and providing for the administration of the congregation to enable it to fulfill its functions and perform its mission.
6. To be examples, individually and collectively as a committee, of the style of life-ministry expected of all baptized persons.
7. To assist the Pastor(s) in administering discipline within the congregation in order to promote a congregational climate of peace and good will.
8. To encourage and assist face-to-face resolution of differences and conflicts as the endeavor for fostering mutual understanding.
9. To recommend adequate compensation for the Pastor(s) and office staff.

2.3 Board of Christian Education

The Board of Christian Education shall consist of a Pastor and the Principal, who are ex-officio members, and a minimum of five elected members of this congregation. More members may be added at the discretion of the board. There shall be at least two (2) members who are *not* parents and two (2) members who *are* parents of school age children. Term length of members shall be one year with the opportunity to succeed oneself four times for a maximum of five years after which a board member must vacate office for at least one year. Candidates will be members of the congregation in good standing. More information is included in the Church Manual.

The Board of Education members shall understand themselves to be set apart to assist the principal in the general oversight of the operations of the day school, including all academic and extracurricular activities. Their duties shall include the following:

1. To do everything possible to promote the welfare of the day school including actively recruiting students and endorsing the school to the community.
2. To recommend adequate compensation for the principal and staff annually.
3. To support and encourage the principal and staff.
4. To seek to involve all members of the congregation in support of the school and to encourage all congregational parents to send their children to the school.
5. To assist the principal in overseeing and assisting in the administration of the school to enable it to fulfill its function.
6. To be Christian examples, individually and collectively, for students and their families.
7. To select a parent representative to the Lutheran High School Association.
8. To oversee auxiliary school organizations.
9. To assist the principal with oversight of the financial responsibilities of school parents.

3.0 Authority of the Congregation

The Voters' Assembly shall be the governing body of this congregation and shall be empowered to administer and manage all of its affairs. As identified in this Constitution, there are specific responsibilities of the voting membership. These responsibilities and the requirements for approval are as follows:

Requires a two-thirds majority vote at an approved voters' meeting:

- Remove a called staff worker, including senior pastor.
- Merger or dissolution of the church.
- Amending of the Constitution or its Bylaws.

Requires a simple majority vote at an approved voters' meeting:

- Call staff workers.
- Acquisition or disposal of real property exceeding \$20,000.
- Disposal of personal property (unfixed) exceeding \$25,000.
- Long-term borrowing of monies.
- Approval of annual budgets.
- Election of Church Council, Board of Education, and Board of Elders.

4.0 Annual Meetings

The Voters' Assembly will meet in May of each year for the purpose of approving an annual budget and electing Church Council members, Board of Education, and Board of Elders for respective terms. All voter decisions, except for removing called staff, modifying the Constitution and Bylaws, or division of the church, shall be by a simple majority vote.

5.0 Administrative Authority

The Executive Staff, comprised of the Senior Pastor, Associate Pastor(s), DCE, Director of Music and Principal, under the direction and supervision of the Senior Pastor is empowered to take all actions and make all administrative decisions that are deemed necessary to attain organizational results according to guidelines established by District; except violation of law, business and professional ethics, budget guidelines, and violation of specific policy established by the Church Council. The Church Manual, which contains the job descriptions of called, contracted and elected staff, provides information on the succession of administrative authority in the case of a staff member being incapacitated.

STANDING RULES

1. The Church Council will meet at least quarterly, and at other times as required, to address policy issues, review updates from staff, and coordinate official business of the congregation. Church Council will meet the second Monday in February, April, June and October.
2. The Voters' Assembly shall meet on the 3rd Sunday in May.
3. Bylaws shall be reviewed every four years.
4. Any materials distributed at the Voters' Meeting, other than regular reports, need to be approved by the Church Council prior to the Voters' Meeting.
5. The Parliamentarian(s) are appointed by the President with the approval of the Church Council.
6. The Congregational President appoints the tellers (uneven number) and then the Parliamentarian instructs the tellers before the ballots are counted.
7. In the event the President or Vice President is not available to chair the Voters' Assembly, Church Council meeting or special meeting, the Chairman of the Board of Elders shall conduct the meeting. In the absence of the above, the Secretary shall call the meeting to order and the Assembly will immediately elect a president pro tem for the duration of that meeting.
8. The President or Vice President and Secretary must sign all legal documents affecting the church and its ministries.
9. If there is only one candidate running for an office, he or she may be elected by acclamation.
10. Four members shall establish a quorum of the Church Council.
11. A financial review will be done every two years or when a treasurer leaves office.
12. An adult confirmand automatically becomes a voting member.
13. The Church Council will release/transfer/accept membership changes recommended by the Board of Elders and these changes will be ratified at the annual Voters' Meeting.
14. New bank accounts for St. John's organizations must be approved by the Church Council.

15. The President, Secretary and one Member-at-Large shall be elected in even numbered years. The Vice President, Financial Secretary, Treasurer and one Member-at-Large shall be elected in odd numbered years, all for a two year term and can serve for one additional term. The new members of the Church Council will assume their duties July 1. Updated June 7, 2009 Voters Meeting.
16. Housing allowance for Ministers of the Gospel. St. John's Lutheran Church, as a standing resolution to remain in force and effect until such time as amended or revoked, authorizes and establishes a housing allowance for each ordained or commissioned Minister of Religion at any time serving it, in an amount each year equal to up to 100% of that person's gross annual compensation and comply with the Treasurers Manual.
17. Any agenda item must be submitted in writing to the church office seven (7) days prior to any Church Council meeting. Adopted March 13, 2006.