

Bylaws of Peace Lutheran Church

ST. LOUIS, MO

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ARTICLE 1: MEMBERSHIP

1.1. Duties of a Member

It shall be the duty of every communicant member to further the work of Christ's Kingdom by freely giving of his or her time, talent, and treasures. The Christian response of every communicant member shall be to contribute according to his or her means toward the continuing support of Peace Lutheran Church.

It shall be the duty of parents belonging to the congregation to provide for the Christian training of their children (Ephesians 6:4).

It shall be the duty of every voting member to attend the Voters Assembly meetings regularly.

1.2. Acceptance and Transfer of Members

1.2.1. Acceptance of Members

Admission to membership in the congregation shall be as follows:

- Persons desiring admission and coming with a Letter of Transfer from a congregation in altar and pulpit fellowship with Peace Lutheran Church shall present such a letter to the Senior Pastor. The Pastor(s) shall act upon the transfer request and report their action to the Board of Elders and to the Voters Assembly.
- Others desiring membership shall give notice of their intention to the Pastor(s). The Pastor(s) shall provide proper catechetical training and upon its completion recommend such persons to the Board of Elders and to the Voters Assembly for approval.

1.2.2. Transferring of Members

Any member desiring to be transferred to a sister congregation shall apply to the Pastor(s) for a transfer. The Pastor(s) and the Elders shall act thereon and report such action to the Voters Assembly. The transferred person, through such transfer, is removed from the membership rolls of the congregation.

ARTICLE 2: VOTERS ASSEMBLY

2.1. Rights of the Voters Assembly

The Voters Assembly shall have the final authority and is the governing body of this congregation. Members of the Voters Assembly are Voting Members as defined in Article 9 of the Constitution. Proxy voting shall not be valid at any meeting of the Voters Assembly.

2.1.1. Meetings

Regular meetings of the Voters Assembly of the congregation shall be held in February, May, September, and November on a day of the month to be determined by the Voters Assembly. In addition to the principles laid down in Scripture, in the constitution of Peace Lutheran Church and in these bylaws, accepted parliamentary procedures such as Robert's Rules of Order shall be followed.

Any confirmed member shall have the right to speak and be heard at Voters Assembly meetings.

2.1.2. Special Meetings

A special meeting of the voting members may be called by the Church Council or at the request of twenty-five (25) voting members by means of a petition submitted to the Church Council. Except in cases of emergency, notice of special meetings must be given seven (7) days in advance. In the event that the request is made by at least twenty-five (25) voting members and these members decide to retract their request, they may do so by informing the President of their decision who will cancel the special meeting. A special meeting shall address only the topic(s) for which the meeting was called.

2.1.3. Quorum

A quorum shall consist of the voting members present.

2.1.4. Validity of Resolutions

Matters of doctrine or conscience shall be decided by the Word of God. Other matters shall be decided by a majority vote of the quorum at a properly convened meeting.

2.1.5. Minutes

Minutes shall be kept by the secretary of all regular and special meetings of the Voters Assembly (see Article 3.2.4 below).

2.2. Establishing Leadership

In establishing leadership, it is the sole privilege of the Voters Assembly to call Pastors and church workers (Article 5 of the Constitution). In addition to this right, the Voters Assembly is also responsible for the election of corporate officers (Article 6 of the Constitution), the election of the Church Council members, the approval of the membership of the Board of Elders, and the approval of the church membership rolls.

2.2.1. Calling Pastors & Other Called Workers

The pastoral office in the congregation shall be conferred only upon such male ministers or pastoral candidates who profess their acceptance of and adherence to all the canonical books of the Old and New Testaments as the Inspired Word of God, and all the Symbols of the Lutheran Church—Missouri Synod, enumerated in Article 7 of the Constitution, as derived from the Word of God.

Pastors and other called workers shall be pledged to faithful adherence to the Word of God and the Confessions of the Lutheran Church—Missouri Synod by the call extended to and accepted by them.

A call shall be extended only to such pastors and called workers who have been prepared and are well qualified for their offices, according to the confessional standards of the Lutheran Church—Missouri Synod.

The procedures for calling pastors and other called workers are given in Article 4.1 below.

2.2.2. Electing the Church Council

The membership of the Church Council shall consist of seven (7) voting members. The Senior Pastor shall serve as an *ex officio* member. The seven (7) members shall consist of

- the four (4) corporate officers (president, vice-president, secretary, and treasurer who are elected by the Voters Assembly as specified in Article 6 of the Constitution),

- a member of the Board of Elders (chosen by the Board of Elders),
- and two Members At Large (elected by the Voters Assembly). Members At Large shall be voting members of the congregation who are of the age of legal majority in the State of Missouri.

A term for any Church Council member shall consist of two (2) years or until their successors are duly elected and installed. No one shall serve more than three (3) successive full terms (in accordance with Article 6 of the Constitution).

Procedures for creating the Nominating Committee and conducting elections are given in Article 2.4 (below).

2.2.3. Approving the Board of Elders

The Board of Elders shall consist of a sufficient number of adult male communicant members of the congregation.

The Pastor(s) shall, at need, recommend persons for the Board of Elders. Once approved by the standing Board of Elders, the slate will then be presented to the Voters Assembly at the next regular meeting for approval.

2.3. Authority of the Voters Assembly

2.3.1. Fiscal Authority

The fiscal period shall be January to December. Each year, an annual operating budget shall be presented by the Church Council to the November Voters Assembly for the coming year. Financial statements, specifically operating expense accounts, will be regularly reviewed at every Church Council meeting. If it is determined that the actual costs of a specific operating expense account will exceed the predetermined budgeted limit by 25% for the year, a resolution to approve a budget increase shall be brought forward to the next regularly scheduled Voters Assembly meeting.

Dedicated accounts include monies set aside for a particular purpose. Congregants understand that monies contributed to dedicated accounts will be used in accordance with the intended purpose of the dedicated account's establishment. Distributions from these dedicated accounts will be regularly reviewed by the Treasurer and the Church Council.

2.3.2. Contractual Authority

The Voters Assembly shall approve third party contracts in excess of \$50,000. Such contracts must be executed by one member of each of the following groups:

- the president or the vice-president and
- the secretary or the treasurer.

2.3.3. Resolution Approval

The Voters Assembly shall have the authority to ratify or reject resolutions brought to it by the Church Council or presented from the floor.

2.4. Election Procedures

2.4.1. Nominations

A Nominating Committee, consisting of three (3) members shall be appointed annually by the Church Council and approved by the Voters Assembly in the February meeting.

The Nominating Committee shall compile a list of nominees for all Church Council positions that are up for election in the current year.

The Nominating Committee shall submit a single slate of candidates to the Church Council, which shall publish said slate in advance of and bring it to the Voters Assembly at the November meeting.

2.4.2. Elections

The Voters Assembly may replace any or all of the proposed candidates by a simple majority vote. The single slate will then be submitted for approval by a simple majority vote.

2.4.3. Church Council Rotation

The terms of all Council members shall be staggered so that the entire membership is not changed at the same time. Council members shall assume their respective positions on the first day of January following the date of their election. The rotation shall be as follows:

- The first day of odd numbered years: President, Treasurer and one (1) Member At Large, and
- The first day of even numbered years: Vice-President, Secretary, Elder, and one (1) Member At Large.

2.5. Removal from Office

Pastors, called workers, and officers of the congregation may, in a Christian and lawful order, be removed from office for cause. Sufficient and urgent causes for removal include: persistent adherence to false doctrine, scandalous life, willful neglect of official duties, or inability to properly perform the responsibilities of the position.

ARTICLE 3: CHURCH COUNCIL

The Church Council serves at the behest of the Voters to make decisions and provide strategic leadership on their behalf.

3.1. Responsibilities of the Church Council

The Church Council shall:

- by word, deed, and conduct set a good example of Christianity;
- hold at least six (6) meetings per year;
- create a policy manual and ensure that it is properly maintained and enforced;
- transact all business for the congregation except as noted in bylaw Article 2.3.2;
- submit a yearly operating budget to the Voters Assembly at the November meeting;
- oversee the development of the strategic goals of the congregation and their implementation;
- ensure that the property of the congregation is, at all times, adequately covered by insurance; and,
- appoint the members of the Audit Committee (see Article 3.6 below).

3.2. Responsibilities of Officers

3.2.1. President

The president shall serve as the chair of the Church Council. The duties of the president are to:

- ensure that all resolutions of the Voters Assembly are implemented;
- ensure that the policy manual is implemented and enforced;
- chair all Voters Assembly meetings;
- lead all Church Council meetings;
- support the Pastor(s), other called workers, and all other officers to the best of his ability;
- represent the congregation in all lawsuits.

3.2.2. Vice-President

The vice-president shall:

- assist in the duties of the president at the president's request; and,
- assume the duties of the president in the president's absence or incapacity.

3.2.3. Treasurer

The treasurer shall:

- oversee proper accounting of all monies received and expenditures paid;
- submit an annual budget to the Church Council for review and to the Voters Assembly for approval;
- provide accurate and timely financial reports to the Church Council and at every Voters Assembly meeting;
- sign all checks; and
- obtain a co-signature from either the president or the vice-president for checks over \$5,000.

3.2.4. Secretary

The secretary shall keep the minutes of all meetings of the Church Council and Voters Assembly.

3.3. Responsibilities of Other Council Members

3.3.1. Elder

The Elder shall ensure the strategic planning and actions of the Council are consistent with the theological norms of the congregation.

3.3.2. Members At Large

Members At Large shall help to ensure that the views of the congregation as a whole are considered as the Church Council carries out its responsibilities.

3.4. Interim Vacancies of Church Council Positions

In the event of a vacancy, the Church Council shall make a recess appointment, which shall be reported to Voters at their next meeting.

3.5. Policy Manual

The Voters' Assembly shall have oversight of the Church Council Policy Manual. A copy of the Church Council Policy Manual shall be made available to all communicant members upon request.

3.6. Audit Committee

The Church Council shall appoint an Audit Committee consisting of two (2) communicant members not currently serving on the Church Council, who shall

- audit the books of the treasurer once a year, and
- submit a written audit report to the Church Council and the Voters Assembly annually.

ARTICLE 4: CALLING CHURCH WORKERS

4.1. Procedures in Calling Pastors

The following procedures shall be observed when calling pastors:

- 1) All candidates must fulfill the requirements found in bylaw Article 2.2.1.
- 2) When a pastor is to be called, the Church Council shall inform the congregation's Circuit Visitor. The Church Council shall then recommend to the Voters Assembly a Call Committee consisting of at least three (3) members, one of whom shall be an Elder. After ratification by the Voters Assembly, the committee shall elect its chairman and coordinate its efforts with the Circuit Visitor. The president of the congregation, the Senior or Vacancy Pastor, and one additional called staff member (if possible), shall be *ex officio* members of the committee.
- 3) The committee shall receive names of candidates from members of the congregation and from officials of our district. The committee, after prayerful consideration of the qualifications of all proposed candidates, shall present the entire list of nominees in recommended order from first to last to the Voters Assembly.
- 4) Following the presentation of the nominee list to the Voters Assembly, a vote shall take place beginning with the top candidate. If the first candidate receives a two-thirds (2/3) majority vote, a call shall be extended to said candidate.
- 5) If the first candidate does not receive a two-thirds (2/3) majority vote, that candidate is eliminated and the Voters Assembly shall vote on the next candidate on the list. This process shall be continued until a candidate receives a two-thirds (2/3) majority vote.
- 6) If no candidate receives a two-thirds (2/3) majority after the other candidates are eliminated, no call shall be extended and a new list of candidates shall be requested.
- 7) If the selected candidate declines the call extended to him, the Voters Assembly shall meet again to either:
 - select another candidate from the list of nominees, or
 - request a new list of candidates.

An alternative to the above procedures is to apply to the Board of Assignments for a seminary candidate.

Calls to pastors shall be signed by the president of the congregation and by the chairman of the Call Committee.

4.2. Procedures in Calling Workers Other Than Pastors

The following procedures shall be observed when calling other workers:

- 1) All candidates must fulfill the requirements found in bylaw Article 2.2.1.

- 2) When a church worker is to be called, the Church Council shall inform the congregation's Circuit Visitor. The Church Council shall then recommend to the Voters Assembly a Call Committee consisting of at least three (3) members, one of whom shall be an Elder. After ratification by the Voters Assembly, the committee shall elect its chairman and coordinate its efforts with the Circuit Visitor. The president of the congregation, the Senior or Vacancy Pastor, and one additional called staff member (if possible), shall be *ex officio* members of the committee.
- 3) The committee shall receive names of candidates from members of the congregation and from officials of our district. The committee, after prayerful consideration of the qualifications of all proposed candidates, shall present the entire list of nominees in recommended order from first to last to the Voters Assembly.
- 4) Following the presentation of the nominee list to the Voters Assembly, a vote shall take place beginning with the top candidate. If the first candidate receives a two-thirds (2/3) majority vote, a call shall be extended to said candidate.
- 5) If the first candidate does not receive a two-thirds (2/3) majority vote, that candidate is eliminated and the Voters Assembly shall vote on the next candidate on the list. This process shall be continued until a candidate receives a two-thirds (2/3) majority vote.
- 6) If no candidate receives a two-thirds (2/3) majority after the other candidates are eliminated, no call shall be extended and a new list of candidates shall be requested.
- 7) If the selected candidate declines the call extended to him or her, the Voters Assembly shall meet again to either:
 - select another candidate from the list of nominees, or
 - request a new list of candidates.

An alternative to the above procedures is calling the placement directors of the various synodical universities as to the availability of a new graduate for the position to be filled.

Calls to called workers other than pastors shall be signed by the president of the congregation and by the chairman of the Call Committee.

ARTICLE 5: BOARD OF ELDERS

The Board of Elders oversees the spiritual welfare of the congregation. They also assist the Office of the Holy Ministry.

5.1. Requirements and Terms of Elders

The Board of Elders shall consist of a sufficient number of male Communicant Members, whose nominations are made with the approval of the Pastor(s).

5.2. Responsibilities of Elders

The Board of Elders shall:

- concern itself with the spiritual life of the congregation and, under the direction of the Pastor(s), shall assist the Pastor(s) with supervision of public worship, and church discipline;
- review and vote on all requests regarding membership;
- select a member to represent the Elders on the Church Council; and

- elect a chairman of the Elders to serve a maximum of three (3) successive terms of two (2) years each.

ARTICLE 6: SENIOR PASTOR

Regarding church governance, the Senior Pastor leads the staff in the work of the church for the glory of God and for the advancement of the whole counsel of God among the members of the congregation and, subsequently, into the community.

6.1. Senior Pastor

The Senior Pastor is empowered to make ministry decisions and lead the staff to accomplish the ongoing ministry of this congregation. Unless limited by Church Council in the Church Council Policy Manual, the Senior Pastor has the freedom to determine the best way for staff and volunteers to achieve strategic initiatives. Annual strategic initiative objectives are mutually agreed upon by the Senior Pastor and the Church Council and reported to Voters at the next meeting.

ARTICLE 7: AMENDMENTS

Changes to any articles in these bylaws that are subject to amendment, shall require a three-fourths (3/4) majority vote of all voting members present at a regular or special meeting of the Voters Assembly.